

ORDINANCE NO. 2001-45

AN ORDINANCE OF THE CITY OF LARGO, FLORIDA, APPROVING AN ESSENTIALLY BUILT-OUT AGREEMENT PURSUANT TO SUBSECTION 380.06 (15) (G) (3), FLORIDA STATUTES; ESTABLISHING THE DATE OF TERMINATION OF SAID AGREEMENT; PROVIDING A TRANSIT FEE CONTRIBUTION IN THE AMOUNT OF \$44,000; PROVIDING FOR THE CONSTRUCTION OF 20,000 SQUARE FEET; PROVIDING FOR SUBMITTAL OF A TECHNICAL MEMORANDUM; ESTABLISHING THE PARAMETERS FOR WHEN SUBMITTAL OF A CUMULATIVE ANALYSIS OF THE LARGO COLLECTION DEVELOPMENT WOULD BE REQUIRED; PROVIDING FOR SEVERABILITY; PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, TFK Retail Ltd., is a Texas limited partnership and is the successor developer of the Largo Collection Development of Regional Impact ("DRI"); and

WHEREAS, TFK Retail is requesting the City of Largo to approve an Essentially Built-Out Agreement which will permit 20,000 square feet of commercial space; and

WHEREAS, On November 4, 1986, the Largo City Commission approved Ordinance No. 86-56 which permitted the construction of a 61 acre shopping center composed of 630,000 square feet with a maximum of 3,010 parking spaces; and

WHEREAS, On January 3, 1995, the Largo City Commission amended Ordinance No. 86-56 with Ordinance No. 95-13 which extended the build-out date to December 4, 1998; and

WHEREAS, Ordinance No. 86-56, as amended, expired on December 5, 1998, vesting the property owner with 571,534 square feet of constructed commercial floor area; and

WHEREAS, a single outparcel of land, previously approved by Ordinance No. 86-56, as amended, remains vacant, comprising approximately 2.52 acres upon which the property owner wishes to construct an additional 20,000 square feet; and

WHEREAS, approving this Essential Built-Out Agreement with the proposed acreage and square footage will not trigger a substantial deviation as described in F.S. 380.06 (19)(b)10; and

WHEREAS, the Largo Collection DRI is in compliance with all other terms and conditions of the DRI Development Order, as amended, except for the build-out date.

NOW, THEREFORE, THE CITY OF LARGO HEREBY ORDAINS:

Section 1. That the Essentially Built-Out Agreement, a copy of which is attached as Exhibit "A" and made a part thereof has been reviewed and is found to be technically consistent with Chapter 380 of the Florida Statutes.

Section 2. That the Essentially Built-Out Agreement will remain effective from April 13, 2001 to April 12, 2006, or until the issuance of a Certificate of Occupancy, whichever occurs first.

Section 3. That the Essentially Built-Out Agreement is for the construction of 20,000 square feet of commercial space. Expansion of floor area within the Largo Mall DRI beyond 20,000 square feet will require a full re-analysis of the entire shopping center in accordance with F. S., Chapter 380.

Section 4. That the property owner shall provide to the City forty-four thousand dollars (\$44,000) in the form of a transit fee which is to be exclusively used for assisting in the establishment of a transit transfer station for use by the Pinellas Suncoast Transit Authority.

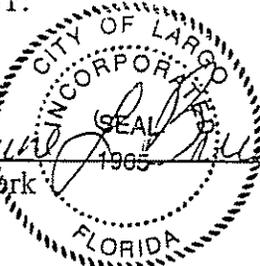
Section 6. It is the intention of the City Commission that each provision hereof be considered severable, and, if any section, subsection, sentence, clause, or provision of this Ordinance is held invalid, the remainder of the Ordinance shall not be affected.

Section 7. The provisions of this ordinance shall take effect 10 days after enactment.

APPROVED ON FIRST READING March 20, 2001

PASSED AND ADOPTED ON
SECOND AND FINAL READING April 3, 2001

ATTEST:


W. L. [Signature]
City Clerk

Rubet Jackson
Mayor

REVIEWED AND APPROVED:

[Signature]
City Attorney

SEAL

A TRUE AND CORRECT COPY ON
RECORD AND FILE IN THE OFFICIAL
RECORDS OF THE CITY OF LARGO,
FLORIDA

BY Donna Free
City Clerk's Office

DATE 07/24/2001

TIME 10:40 AM _____ PM

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

This Agreement ("Agreement") is entered into by and between TFK RETAIL, LTD. ("Owner"), THE CITY OF LARGO, FLORIDA ("City") and STATE OF FLORIDA, DEPARTMENT OF COMMUNITY AFFAIRS ("Department") subject to all other governmental approvals and solely at Owner's risk.

WHEREAS, Owner is a Texas limited partnership and is the successor developer of the Largo Collection (aka: "Largo Mall") development of regional impact ("DRI"); and

WHEREAS, the City is a Florida municipal corporation; and

WHEREAS, the Department is the state land planning agency having the power and the duty to exercise general supervision of the administration and enforcement of Chapter 380, Florida Statutes ("F.S."), which includes provisions relating to DRI's; and

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

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

WHEREAS, on October 22, 1974, the Largo City Commission issued a Development Order for a DRI then known as the Carriage Hill Mall; and

WHEREAS, on November 4, 1986, the Largo City Commission issued a revised Development Order for the DRI previously known as the Carriage Hill Mall, changing its name to the Largo Collection, and thereby approving a 61-acre shopping center development to be composed of 630,000 square feet of commercial space and a maximum of 3,010 parking spaces; and

WHEREAS, on January 3, 1995, the Largo City Commission amended the Development Order for Largo Collection through adoption of Ordinance No. 95-13, to extend the buildout date to December 4, 1998; and

WHEREAS, a total of 571,534 square feet of retail development has been constructed to date; and

WHEREAS, only a single outparcel of land, previously approved in the Development Order, as amended, remains to be developed, comprising approximately 2.52 acres; and

WHEREAS, it is proposed that an additional 20,000 square feet of retail development be constructed on the Mall site, including that single out parcel of land; and

WHEREAS, such acreage and square footage to be developed are less than the substantial deviation criteria for commercial land uses contained in F.S. 380.06(19)(b)10; and

WHEREAS, the attached Technical Memorandum Largo Mall Essentially Built-out Assessment (the "Technical Memorandum") analyzes and establishes that the proposed development will not create any regionally significant impacts not previously studied, nor create any regionally significant adverse impacts; and

WHEREAS, the Owner of the Largo Collection has agreed to contribute \$44,000.00 to a special revenue fund the City has established to provide for the location and development of a transit transfer facility which will serve the Ulmerton Road Corridor; which facility will serve to encourage even greater use by the public of mass transit; and

WHEREAS, all Largo Collection DRI Development Order requirements for the contribution of funds, land, and public facilities expressly designated and used to mitigate impacts attributed to the approved development have been satisfied; and

WHEREAS, the Largo Collection DRI is in compliance with all other terms and conditions of the DRI Development Order, as amended, except for the buildout date;

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

1. The parties agree that pursuant to Section 380.06(15)(g)(3), F.S., the Largo Collection DRI is "essentially built-out" because (a) the development is in compliance with all applicable terms and conditions of the Largo Collection DRI Development Order except the buildout date, and (b) the amount of development proposed to be built (20,000 s.f. G.L.A. of retail development) does not create the likelihood of any additional impacts not previously reviewed.

2. Notwithstanding the buildout date contained within the Largo Collection DRI Development Order and due to the essentially built-out status of the DRI, 20,000 s.f. G.L.A. of retail development may proceed in accordance with the applicable terms and conditions of the Development Order without further DRI review including review under Section 380.06(19), F.S. The Technical Memorandum is attached hereto and incorporated herein by reference as Exhibit A. Except as provided herein, the 20,000 s.f. G.L.A. shall not be required to undergo a concurrency or transportation analysis for a period of five (5) years from the effective date of this Agreement. Except as provided in this Agreement, the development contemplated herein and any future change to the DRI, which does not include development beyond 20,000 s.f. G.L.A. ("future development"), shall be subject to the City of Largo Comprehensive Plan and Land Development Code.

3. The parties agree that the Largo Collection DRI shall be bound by the development tables included in Exhibit A, and that a request for future development of the DRI which exceeds the 20,000 s.f. G.L.A. is unlikely to occur. Nevertheless, in the unlikely event future development within the Largo Collection DRI beyond 20,000 s.f. G.L.A. is requested by

Owner, such future development shall be subject to Section 380.06(19), F.S., and Owner shall be required to complete a cumulative analysis of the impacts for the proposed development and existing development within the Largo Collection DRI.

4. The Owner of the Largo Collection agrees to contribute \$44,000.00 to a special revenue fund the City has established to provide for the location and development of a transit transfer facility which will serve the Ulmerton Road Corridor; which facility will serve to encourage even greater use by the public of mass transit.

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

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

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

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

9. The terms and conditions of this Agreement shall inure to the benefit of and be binding upon the heirs, personal representatives, successors, and assigns of the parties hereto. Owner shall ensure and provide that any successor in interest in and to any lands or parcels affected by this Agreement is bound by the terms of this Agreement. Owner shall record this Agreement in the Official Records of Pinellas County, Florida, and shall provide the Department with a copy of the recorded notice in substantially the form attached hereto as Exhibit B, including Book and Page number within two (2) weeks of the date of execution of this Agreement.

10. The effective date and date of execution of this Agreement shall be the date that the last party signs and acknowledges this Agreement.

ATTEST:
DIANE BRUNER, City Clerk

CITY OF LARGO, a Florida municipal corporation

Diane Bruner
CITY OF LARGO
REVIEWED AND APPROVED:
City Attorney
FLORIDA

By: [Signature]
Title: CITY MANAGER
Date: 04/17/01

STATE OF FLORIDA
COUNTY OF PINELLAS

I The foregoing instrument was acknowledged before me this 17th day of APRIL, 2000 by STEVEN B. STANTON, in his his/her capacity as CITY MANAGER of City of Largo, a Florida municipal corporation, on behalf of the City. He/she [please check as applicable] HE is personally known to me, or has produced / / his/her Florida driver's license, or / / his/her (type of identification) as identification.

Donne R. Free
(Signature)
DONNE R. FREE
(Printed Name)

(AFFIX NOTARIAL SEAL)

NOTARY PUBLIC, STATE OF FLORIDA
August 25, 2004
(Commission Expiration Date)
CC947922
(Serial Number, If Any)



Donne R. Free
MY COMMISSION # CC947922 EXPIRES
August 25, 2004
BONDED THRU TROY FAIN INSURANCE, INC.

ATTEST:

TFK RETAIL, LTD., A TEXAS LIMITED PARTNERSHIP

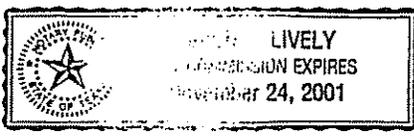
Charlotte Brinkley
Print Name: Charlotte Brinkley
Becky Medley
Print Name: Becky Medley

By: [Signature]
Print Name: Norma S. Blankenship
Title: Agent
Date: April 6, 2001

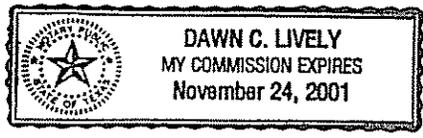
STATE OF TEXAS
COUNTY OF HARRIS

The foregoing instrument was acknowledged before me this 6th day of April, 2000, by NORMA S. BLANKENSHIP, a general partner of TFK Retail, Ltd. a Texas limited partnership, on behalf of the partnership. He/She / is personally known to me, or has produced / / his/her driver's license, or / / his/her as identification.

AGENT OF



(AFFIX NOTARIAL SEAL)



Dawn C. Lively
(Signature)
DAWN C. LIVELY
(Printed Name)
NOTARY PUBLIC, STATE OF TEXAS
November 24, 2001
(Commission Expiration Date)

(Serial Number, If Any)

ATTEST:

DEPARTMENT OF COMMUNITY AFFAIRS

By: J. Thomas Beck

J. Thomas Beck

Its: Director, Division of Community Planning

Date: 7-13-01

Approved as to form and legal sufficiency:

[Signature]

Counsel
Department of Community Affairs

STATE OF FLORIDA
COUNTY OF _____

The foregoing instrument was acknowledged before me this 13th day of July, 2001 by J. Thomas Beck, in his capacity as Director, Division of Community Planning, Florida Department of Community Affairs, on behalf of the Department. He ~~[please check as applicable]~~ is personally known to me, or has produced ~~/~~ his Florida driver's license, or ~~/~~ his _____ (type of identification) as identification.

Beth A. Frost

(Signature)

Beth A. Frost

(Printed Name)

(AFFIX NOTARIAL SEAL)

NOTARY PUBLIC, STATE OF FLORIDA



Beth A. Frost
MY COMMISSION # CC884492 EXPIRES
March 1, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

3-1-03

(Commission Expiration Date)

CC884492

(Serial Number, If Any)

**Technical Memorandum
VEHICLE AND TRANSIT TRIP GENERATION ASSESSMENT
Largo Mall Essentially Built-Out Analysis**

The trip generation analysis that follows addresses the vehicle traffic and transit trips associated with Largo Mall. Table 1 presents the vehicle and transit characteristics for the existing development, existing development with 100% occupancy, the change in trip characteristics resulting from a 0.8% increase in transit utilization, and the Essentially Built-Out Expansion.

The existing development trip characteristics were obtained from the last traffic counts conducted for the project as a part of the Annual Report process. The fully occupied existing development characteristics utilized the current ITE Trip Generation Manual Shopping Center Land Use (Code 820) trip generation equation to increase project traffic to reflect 100% occupancy.

As a result of transit contributions made by Largo Mall to the City of Largo for the enhancement of transit service, the existing 4.2% transit modal split was increased by 0.8% to 5.0%. The third row component of Table 1 identifies the changes in vehicle and transit trip characteristics resulting from the increase in the transit rate.

The last row component of Table 1, Essentially Built-Out Expansion, presents the vehicle and transit trip characteristics for Largo Mall with full occupancy and a 20,000 sf addition in retail space. The calculation of trips for the additional retail space was calculated in the same manner as that utilized in quantifying the 100% occupancy of the existing space constructed to date.

The far right column of Table 1 presents vehicle trips for each of the development amounts analyzed as a percentage of the approved DRI vehicle trips for Largo Mall. In all cases, the vehicle trips identified were determined to be less than the 115% maximum project traffic amount allowable under applicable DRI criteria, i.e., F.S. 380.06(19)(6)15.

Table 1

**ESSENTIALLY BUILT-OUT
OVERALL EXTERNAL PM PEAK HOUR
VEHICLE/TRANSIT TRIP ANALYSIS**

Largo Mall

DEVELOPMENT AMOUNT	PM PEAK HOUR EXTERNAL TRIPS			
	Vehicle Trips	Transit Trips	Total Trips	% Vehicle Traffic ⁵
1999 Existing Development 549,692sf (occupied) ¹	2,123	93	2,216	111.0
2000 Existing Development 571,534 sf (100% occupied) ²	(+48) 2,171	(+2) 95	+50 2,266	113.5
2000 Existing Development with Increased Transit ³ 571,534 sf (100% occupied)	(-18) 2,153	(+18) 113	(0) 2,266	112.6
Essentially Built-Out Expansion 591,534 sf (20,000 sf) ⁴	(+43) 2,196	(+3) 116	(+46) 2,312	114.9

- 1 Count data obtained from 1999 Annual Report, applicable pages appended.
- 2 Increase traffic calculated using ITE calculated trips for 571,534sf minus 549,692sf and current transit rate of 4.2% (93 transit trips/2,216 total trips).
- 3 Increase traffic calculated using ITE calculated trips for 571,534sf minus 549,692sf and transit rate of 5.0%.
- 4 Increase traffic calculated using ITE calculated trips for 591,534 sf minus 571,534 sf and transit rate at 5.0%.
- 5 Based on vehicle trips-divided by approved and mitigated vehicle trip volume of 1,912 vph, i.e., 2,196 vph/1,912 vph.

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

This Agreement ("Agreement") is entered into by and between TFK RETAIL, LTD. ("Owner"), THE CITY OF LARGO, FLORIDA ("City") and STATE OF FLORIDA, DEPARTMENT OF COMMUNITY AFFAIRS ("Department") subject to all other governmental approvals and solely at Owner's risk.

WHEREAS, Owner is a Texas limited partnership and is the successor developer of the Largo Collection (aka: "Largo Mall") development of regional impact ("DRI"); and

WHEREAS, the City is a Florida municipal corporation; and

WHEREAS, the Department is the state land planning agency having the power and the duty to exercise general supervision of the administration and enforcement of Chapter 380, Florida Statutes ("F.S."), which includes provisions relating to DRI's; and

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

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

WHEREAS, on October 22, 1974, the Largo City Commission issued a Development Order for a DRI then known as the Carriage Hill Mall; and

WHEREAS, on November 4, 1986, the Largo City Commission issued a revised Development Order for the DRI previously known as the Carriage Hill Mall, changing its name to the Largo Collection, and thereby approving a 61-acre shopping center development to be composed of 630,000 square feet of commercial space and a maximum of 3,010 parking spaces; and

WHEREAS, on January 3, 1995, the Largo City Commission amended the Development Order for Largo Collection through adoption of Ordinance No. 95-13, to extend the buildout date to December 4, 1998; and

WHEREAS, a total of 571,534 square feet of retail development has been constructed to date; and

WHEREAS, only a single outparcel of land, previously approved in the Development Order, as amended, remains to be developed, comprising approximately 2.52 acres; and

WHEREAS, it is proposed that an additional 20,000 square feet of retail development be constructed on the Mall site, including that single out parcel of land; and

WHEREAS, such acreage and square footage to be developed are less than the substantial deviation criteria for commercial land uses contained in F.S. 380.06(19)(b)10; and

WHEREAS, the attached Technical Memorandum Largo Mall Essentially Built-out Assessment (the "Technical Memorandum") analyzes and establishes that the proposed development will not create any regionally significant impacts not previously studied, nor create any regionally significant adverse impacts; and

WHEREAS, the Owner of the Largo Collection has agreed to contribute \$44,000.00 to a special revenue fund the City has established to provide for the location and development of a transit transfer facility which will serve the Ulmerton Road Corridor; which facility will serve to encourage even greater use by the public of mass transit; and

WHEREAS, all Largo Collection DRI Development Order requirements for the contribution of funds, land, and public facilities expressly designated and used to mitigate impacts attributed to the approved development have been satisfied; and

WHEREAS, the Largo Collection DRI is in compliance with all other terms and conditions of the DRI Development Order, as amended, except for the buildout date;

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

1. The parties agree that pursuant to Section 380.06(15)(g)(3), F.S., the Largo Collection DRI is "essentially built-out" because (a) the development is in compliance with all applicable terms and conditions of the Largo Collection DRI Development Order except the buildout date, and (b) the amount of development proposed to be built (20,000 s.f. G.L.A. of retail development) does not create the likelihood of any additional impacts not previously reviewed.

2. Notwithstanding the buildout date contained within the Largo Collection DRI Development Order and due to the essentially built-out status of the DRI, 20,000 s.f. G.L.A. of retail development may proceed in accordance with the applicable terms and conditions of the Development Order without further DRI review including review under Section 380.06(19), F.S. The Technical Memorandum is attached hereto and incorporated herein by reference as Exhibit A. Except as provided herein, the 20,000 s.f. G.L.A. shall not be required to undergo a concurrency or transportation analysis for a period of five (5) years from the effective date of this Agreement. Except as provided in this Agreement, the development contemplated herein and any future change to the DRI, which does not include development beyond 20,000 s.f. G.L.A. ("future development"), shall be subject to the City of Largo Comprehensive Plan and Land Development Code.

3. The parties agree that the Largo Collection DRI shall be bound by the development tables included in Exhibit A, and that a request for future development of the DRI which exceeds the 20,000 s.f. G.L.A. is unlikely to occur. Nevertheless, in the unlikely event future development within the Largo Collection DRI beyond 20,000 s.f. G.L.A. is requested by

Owner, such future development shall be subject to Section 380.06(19), F.S., and Owner shall be required to complete a cumulative analysis of the impacts for the proposed development and existing development within the Largo Collection DRI.

4. The Owner of the Largo Collection agrees to contribute \$44,000.00 to a special revenue fund the City has established to provide for the location and development of a transit transfer facility which will serve the Ulmerton Road Corridor; which facility will serve to encourage even greater use by the public of mass transit.

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

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

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

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

9. The terms and conditions of this Agreement shall inure to the benefit of and be binding upon the heirs, personal representatives, successors, and assigns of the parties hereto. Owner shall ensure and provide that any successor in interest in and to any lands or parcels affected by this Agreement is bound by the terms of this Agreement. Owner shall record this Agreement in the Official Records of Pinellas County, Florida, and shall provide the Department with a copy of the recorded notice in substantially the form attached hereto as Exhibit B, including Book and Page number within two (2) weeks of the date of execution of this Agreement.

10. The effective date and date of execution of this Agreement shall be the date that the last party signs and acknowledges this Agreement.

ATTEST:

DIANE BRUNER, City Clerk

Diane Bruner
 CITY OF LARGO
 SEAL
 1895
 REVIEWED AND APPROVED:
[Signature]
 City Attorney
 STATE OF FLORIDA
 COUNTY OF PINELLAS

CITY OF LARGO, a Florida municipal corporation

By: *[Signature]*
 Title: CITY MANAGER
 Date: 04/17/01

/ The foregoing instrument was acknowledged before me this 17th day of APRIL, 2000 by STEVEN B. STANTON, in his his/her capacity as CITY MANAGER of City of Largo, a Florida municipal corporation, on behalf of the City. He/she [please check as applicable] HE is personally known to me, or has produced / / his/her Florida driver's license, or / / his/her (type of identification) as identification.

Donne R. Free
 (Signature)
DONNE R FREE
 (Printed Name)

NOTARY PUBLIC, STATE OF FLORIDA
AUGUST 25, 2004
 (Commission Expiration Date)
CC947922
 (Serial Number, If Any)

(AFFIX NOTARIAL SEAL)



Donne R. Free
 MY COMMISSION # CC947922 EXPIRES
 August 25, 2004
 BONDED THRU TROY FAIR INSURANCE, INC.

ATTEST:

TFK RETAIL, LTD., A TEXAS LIMITED PARTNERSHIP

Charlotte Brinkley
Print Name: Charlotte Brinkley

Becky Medler
Print Name: Becky Medler

By: Blankenship
Print Name: Norma S. Blankenship
Title: Agent
Date: April 6, 2001

STATE OF TEXAS
COUNTY OF HARRIS

The foregoing instrument was acknowledged before me this 6th day of April, 2000, by NORMA S. BLANKENSHIP, a general partner of TFK Retail, Ltd. a Texas limited partnership, on behalf of the partnership. He/She/✓ is personally known to me, or has produced / / his/her driver's license, or / / his/her as identification.

AGENT

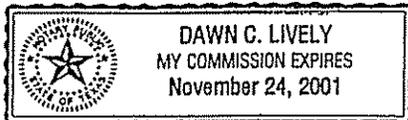
Dawn C. Lively
(Signature)

DAWN C. LIVELY
(Printed Name)

NOTARY PUBLIC, STATE OF TEXAS

November 24, 2001
(Commission Expiration Date)

(AFFIX NOTARIAL SEAL)



(Serial Number, If Any)

ATTEST:

DEPARTMENT OF COMMUNITY AFFAIRS

By: J. Thomas Beck
J. Thomas Beck
Its: Director, Division of Community Planning
Date: 7-13-01

Approved as to form and legal sufficiency:

Leah R. Ray
Counsel
Department of Community Affairs

STATE OF FLORIDA
COUNTY OF Leon

The foregoing instrument was acknowledged before me this 13th day of July, 2001 by J. Thomas Beck, in his capacity as Director, Division of Community Planning, Florida Department of Community Affairs, on behalf of the Department. He ~~[please check as applicable]~~ / / is personally known to me, or has produced ~~/~~ / his Florida driver's license, or / ~~/~~ / his _____ (type of identification) as identification.

Beth A. Frost
(Signature)
Beth A. Frost
(Printed Name)
NOTARY PUBLIC, STATE OF FLORIDA
3-1-03
(Commission Expiration Date)
CC 884492
(Serial Number, If Any)

(AFFIX NOTARIAL SEAL)



Beth A. Frost
MY COMMISSION # CC884492 EXPIRES
March 1, 2003
BONDED THRU TROY FAIN INSURANCE, INC

WilsonMiller

**Technical Memorandum
VEHICLE AND TRANSIT TRIP GENERATION ASSESSMENT
Largo Mall Essentially Built-Out Analysis**

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As a result of transit contributions made by Largo Mall to the City of Largo for the enhancement of transit service, the existing 4.2% transit modal split was increased by 0.8% to 5.0%. The third row component of Table 1 identifies the changes in vehicle and transit trip characteristics resulting from the increase in the transit rate.

The last row component of Table 1, Essentially Built-Out Expansion, presents the vehicle and transit trip characteristics for Largo Mall with full occupancy and a 20,000 sf addition in retail space. The calculation of trips for the additional retail space was calculated in the same manner as that utilized in quantifying the 100% occupancy of the existing space constructed to date.

The far right column of Table 1 presents vehicle trips for each of the development amounts analyzed as a percentage of the approved DRI vehicle trips for Largo Mall. In all cases, the vehicle trips identified were determined to be less than the 115% maximum project traffic amount allowable under applicable DRI criteria, i.e., F.S. 380.06(19)(6)15.

Table 1

**ESSENTIALLY BUILT-OUT
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VEHICLE/TRANSIT TRIP ANALYSIS**

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1999 Existing Development 549,692sf (occupied) ¹	2,123	93	2,216	111.0
2000 Existing Development 571,534 sf (100% occupied) ²	(+48) 2,171	(+2) 95	+50 2,266	113.5
2000 Existing Development with Increased Transit ³ 571,534 sf (100% occupied)	(-18) 2,153	(+18) 113	(0) 2,266	112.6
Essentially Built-Out Expansion 591,534 sf (20,000 sf) ⁴	(+43) 2,196	(+3) 116	(+46) 2,312	114.9

- 1 Count data obtained from 1999 Annual Report, applicable pages appended.
- 2 Increase traffic calculated using ITE calculated trips for 571,534sf minus 549,692sf and current transit rate of 4.2% (93 transit trips/2,216 total trips).
- 3 Increase traffic calculated using ITE calculated trips for 571,534sf minus 549,692sf and transit rate of 5.0%.
- 4 Increase traffic calculated using ITE calculated trips for 591,534 sf minus 571,534 sf and transit rate at 5.0%.
- 5 Based on vehicle trips-divided by approved and mitigated vehicle trip volume of 1,912 vph, i.e., 2,196 vph/1,912 vph.

EXHIBIT B

Notice of "Essentially Built-Out" DRI Agreement
Pursuant to Sections 380.032(3) and 380.06(15)(g)(3), Florida Statutes

PLEASE TAKE NOTICE that a Section 380.032(3), F.S. Agreement covering the property more particularly described in Exhibit A attached hereto was entered into (insert date of execution) pursuant to Sections 380.032(3) AND 380.06(15)(g)(3), F.S., among the Florida Department of Community Affairs, the City of Largo, Florida, and _____
_____. The Agreement may be examined at the office of the Department of Community Affairs, Bureau of State Planning, 2555 Shumard Oak Boulevard, Tallahassee, Florida 32399, (850) 488-4925.

WITNESSES:

Print Name: _____

By: _____
Print Name: _____
Title: _____

Print Name: _____

STATE OF _____
COUNTY OF _____

The foregoing instrument was acknowledged before me this _____ day of _____, 2000 by _____, _____ of _____, a _____, on behalf of the _____
He/She / ___ / is personally known to me, or has produced / ___ / his/her _____ driver's license, or / ___ / his/her _____ as identification.

(Signature)

(Printed Name)
NOTARY PUBLIC, STATE OF _____

(AFFIX NOTARIAL SEAL)

(Commission Expiration Date)

(Serial Number, If Any)



STATE OF FLORIDA
DEPARTMENT OF COMMUNITY AFFAIRS

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

LAWTON CHILES
Governor

LINDA LOOMIS SHELLEY
Secretary

January 6, 1995

Mr. Richard P. Goss, AICP
Director
Community Development Department
City of Largo
Post Office Box 296
Largo, FL 34649-0296

RE: Development Order for Largo Collection;
File Number ADA-874-143

Dear Mr. Goss:

The Department is in receipt of the development order for the Largo Collection development of regional impact (DRI) which was rendered to the Department on January 4, 1995.

Rule 9J-2.025(5), Florida Administrative Code (F.A.C.), states, in part, that the rendering of a development order is the issuance of a written development order and the transmittal of a certified completed copy of the order by the local government with jurisdiction, together with all pertinent attachments. It further states that "A DRI development order will not be considered to have been rendered if ... all pages, exhibits, references and attachments are not included..." The Department does not consider the Largo Collection DRI development order as having been rendered because development order was not certified. Therefore, the Department's 45-day review period for the development order has not been triggered.

Certified To Be
A True Copy

Mr. Richard Goss
January 6, 1995
Page Two

Please transmit to the Department a certified copy of the development order with an original City seal affixed, including a copy of all exhibits. Our appeal period will begin when we are rendered a certified and complete copy of the order. If you have any questions concerning this matter, please call Bernard Piawah in the Bureau of Local Planning at (904) 488-9210.

Sincerely,

for 

D. Ray Eubanks
Planning Manager

cc: Mr. Tim Butts (Tampa Bay RPC)
Developer



City of Largo, Florida

P.O. Box 296, Largo, Florida 34649-0296
FAX (813) 587-6765

Service Is Our Business

Community Development Department
Richard P. Goss, A.I.C.P., Director

January 4, 1995

Administration (813) 587-6749
Licenses/Permits (813) 587-6712
Inspections (813) 587-6711

Stewart K. Wysong, CSM, CMD
Schroder Center Management, Inc.
15303 Dallas Parkway, Suite 650
Dallas, TX 75248

RE: Largo Collection Development of Regional Impact Development Order

Dear Mr. Wysong:

The City Commission approved the amendment to Ordinance No. 86-56 Largo Collection Development Order on January 3, 1995 (7-0) on second and final reading. This Ordinance No. 95-13 was effective December 31, 1994. A copy is enclosed.

Should you have any questions concerning this correspondence, please do not hesitate to contact me.

Sincerely,

CITY OF LARGO

RICHARD P. GOSS, AICP
Community Development Director

/rs

Enclosure - Ordinance No. 95-13

c: Kenneth E. Graves, Esq., Carlton, Fields, Ward, Emmanuel, Smith & Cutler, PA w/enc.
J. Thomas Beck, Bureau of Local Planning, Department of Community Affairs w/enc.
Tim Butts, Tampa Bay Regional Planning Council w/enc.

ORDINANCE NO. 95-13

AN ORDINANCE OF THE CITY OF LARGO, FLORIDA, AMENDING ORDINANCE NO. 86-56, AN APPROVED DEVELOPMENT ORDER FOR LARGO COLLECTION PURSUANT TO CHAPTER 380, FLORIDA STATUTES; EXTENDING THE DEVELOPMENT ORDER'S EFFECTIVE DATE; PROVIDING SEPARABILITY; PROVIDING AN EFFECTIVE DATE.

WHEREAS, Ordinance No. 86-56, passed and adopted by the City Commission of the City of Largo, Florida, on November 4, 1986, amended a previously approved DRI Development Order dated October 22, 1974, as previously amended, for the Largo Collection (the new name for the previously approved Carriage Hill Mall); and

WHEREAS, Ordinance No. 86-56 replaced the previously approved DRI Development Order dated October 22, 1974; and

WHEREAS, Largo Mall, Inc. (the "Developer"), now owns the property governed by the Development Order; and

WHEREAS, on December 2, 1994, the Developer filed a Notice of Proposed Change to a previously approved Development of Regional Impact pursuant to subsection 380.06(19), Florida Statutes, for the Development (the "Proposed Changes") attached hereto as Composite Exhibit A; and

WHEREAS, the Notice of Proposed Change proposes to amend the Development Order to extend both the commencement-of-construction date and the build-out date by a period of four (4) years, eleven (11) months, and fifteen (15) days (hereinafter said changes shall be referred to as the "Proposed Changes"); and

WHEREAS, subsection 380.06(19)(e)(2), Florida Statutes, provides that a proposed change which involves an extension of the date of build-out of a development, or any phase thereof, by less than five (5) years, if filed prior to December 31, 1994, is not a substantial deviation; and

WHEREAS, subsection 380.06(19)(e)(2), Florida Statutes, provides that any extension of the build-out date of a project or a phase thereof shall automatically extend the commencement date of the project and the phases thereof by a like period of time; and

WHEREAS, the Proposed Changes to the Development Order shall constitute the first amendment to the Development Order; and

WHEREAS, public hearings on this amendment are not required under subsection 380.06(19)(e)(2), Florida Statutes; and

WHEREAS, the City Commission has reviewed and considered the Notification of Proposed Change submitted by the Developer concerning the Proposed Changes; and

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

WHEREAS, Section 380.06, Florida Statutes, requires that a Development Order be amended to reflect the City Commission's approval of changes to an adopted Development Order.

NOW, THEREFORE, be it ordained by the City Commission of the City of Largo, Florida that:

Section 1. Findings of Fact. That the City Commission, having received the above-referenced documents finds that there is substantial, competent evidence to support the following findings of fact:

- A. That the Developer submitted to the City the notification attached hereto as Composite Exhibit A.
- B. That the Proposed Changes do not unreasonably interfere with the achievement of the objectives of the adopted State Land Development Plan applicable to the area.
- C. That the Proposed changes are consistent with the State Comprehensive Plan.
- D. That the Proposed Changes are consistent with all local land use development regulations and the local Comprehensive Plan.
- E. That, in accordance with subsection 380.06(19)(e)(2), Florida Statutes, the Proposed Changes are found not to be substantial deviations under the provisions of subsection 380.06(19), Florida Statutes.

Section 2. Conclusions of Law. That the City Commission, having made the above findings of fact, renders the following conclusions of law:

- A. That these proceedings have been duly conducted pursuant to applicable law and regulations and, based upon the record of these proceedings, the Developer is authorized to conduct the Development as described herein, subject only to the amendments, conditions, restrictions, and limitations set forth herein.
- C. That, based on the foregoing and pursuant to subsection 380.06(19)(e)(2), Florida Statutes, the Proposed Changes are found not to be substantial deviations under the provisions of subsection 380.06(19)(e)(2), Florida Statutes.

Section 3. Order. That, having made the above findings of fact and conclusions of law, it is ordered:

- A. That the Proposed Changes are hereby approved and the Development Order is hereby amended to incorporate the Notification of Proposed Change.
- B. That Section 8 of the Development Order is hereby amended to read as follows:

"That this Order shall remain in effect for a period of eleven (11) years, eleven (11) months, and fifteen (15) days from the date that this Order became final (not subject to appeal) in 1986. Any development activities for which 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 Commission on the finding of excusable delay in any proposed development activity.

Physical development of the project must commence within seven (7) years, eleven (11) months, and fifteen (15) days of the effective date of this Order in 1986. The City agrees that during the eleven (11) years, eleven (11) months, and fifteen (15) days effective period of this Order, the DRI project and site shall not be subject to downzoning, unit density reduction, or intensity reduction, unless the City can demonstrate that: (i) substantial changes in the conditions underlying the approval of this Order have occurred; or, (ii) this Order was based on substantially inaccurate information provided by the Developer; or, (iii) such change is clearly established by the City to be essential to the public health, safety, or welfare."

Section 4. Development Order as Amended. This Ordinance shall constitute a first amendment to Ordinance No. 868-056, which shall constitute the Development Order for the Development as passed and ordained by the City Commission. All provisions of the Development Order except those provisions specifically modified herein, shall remain in full force and effect and shall be considered conditions of the development unless inconsistent with the terms and conditions of this Ordinance, in which case, the terms and conditions of this Ordinance shall govern

Section 5. Definitions. The definitions contained in Chapter 380, Florida Statutes, shall control the interpretation and construction of any term of this Ordinance.

Section 6. Binding Effect. That this Ordinance shall be binding upon the Development, its assigns, and its successors in interest.

Section 7. Governmental Agencies. That 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 successor in interest to, or which otherwise possess any of the powers and duties of any referenced governmental agency on existence on the effective date of this Ordinance.

Section 8. Severance. That in the event that any portion or section of this Ordinance is determined to be invalid, illegal, or unconstitutional by a court or agency of competent jurisdiction, such decision shall in no manner affect the remaining portions or sections of this Ordinance which shall remain in full force and effect.

Section 9. Transmittals. That the City Clerk is directed to send copies of this Ordinance by certified mail within five (5) days of its effective date of the owner/developer, the Florida Department of Community Affairs (Bureau of State Planning), and the Tampa Bay Regional Planning Council.

Section 10. Rendition. That this Ordinance shall be deemed rendered upon transmittal of the copies of this Ordinance to the recipient specified in Chapter 380, Florida Statutes.

Section 11. Recording. That the Developer shall record a notice of adoption of this Ordinance pursuant to Chapter 380, Florida Statutes.

Section 12. Separability. It is the intention of the City Commission that the provisions hereof be considered separable, and that the invalidity of any provision of this Ordinance shall not affect the validity of any other provisions of this Ordinance.

Section 13. Effective Date. That this Ordinance shall take effect on December 31, 1994.

APPROVED ON FIRST READING December 20, 1994

PASSED AND ADOPTED ON
SECOND AND FINAL READING January 3, 1995

Thomas Feaster
Mayor

APPROVED AS TO FORM:

[Signature]
City Attorney

ATTEST:

Jean Scott
City Clerk


SEAL

A TRUE AND CORRECT COPY ON
RECORD AND FILE IN THE OFFICIAL
RECORDS OF THE CITY OF LARGO,
FLORIDA

BY Sandra G. [Signature]
City Clerk's Office

DATE 1-3-95

TIME 10:30 AM PM

FORM RPM-BSP-PROPCHANGE -1
Effective Date 11/20/90

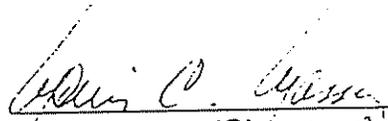
STATE OF FLORIDA
DEPARTMENT OF COMMUNITY AFFAIRS
DIVISION OF RESOURCE PLANNING AND MANAGEMENT
BUREAU OF STATE PLANNING
2740 Centerview Drive
Tallahassee, Florida 32399
(904) 488-4925

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, Kenneth E. Graves or Morris C. Massey, the undersigned owner/ authorized representative of Largo Mall, Inc., a Delaware corporation, hereby gives notice of a proposed change to a previously approved Development of Regional Impact in accordance with subsection 380.06(19), Fla. Stat. In support thereof, I submit the following information concerning DRI No. 156 Largo Collection Development (adopted by the City of Largo, as Ordinance No. 86-56 which updated and amended a previous DRI Development Order and replaced the Carriage Hill Mall DRI Development Order previously approved by the City of Largo City Commission on October 22, 1974), 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 Largo, to the Tampa Bay Regional Planning Council, and to the Bureau of State Planning, Department of Community Affairs.

December 2, 1994



(Signature)

2. Applicant (name, address, phone).

Largo Mall, Inc.
c/o Schroder Center Management, Inc.
15303 Dallas Parkway, Suite 650
Dallas, Texas 75248

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

Kenneth E. Graves or Morris C. Massey
Carlton, Fields, Ward, Emmanuel,
Smith & Cutler, P.A.
P. O. Box 3239
Tampa, FL 33601-3239

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

City of Largo, Pinellas County, Florida
Township 30, South, Range 15, East, Pinellas Groves
Legal description of Property is attached hereto as Exhibit A-1.

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

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

This amendment will extend the commencement date and buildout date for the development by four (4) years, eleven (11) months, and fifteen (15) days.

The commencement date contained in the DRI Development Order No. 156 amended by the City of Largo Ordinance No. 86-56 (Section 8 of the Development Order) will be extended from 3 years of the "Effective Date" of the Development Order to seven (7) years, eleven (11) months and fifteen (15) days of the "Effective Date" of the Development Order.

The buildout date contained in the DRI Development Order No. 156 amended by the City of Largo Ordinance No. 86-56 (Section 8 of the Development Order) will be extended from seven (7) years from the date that the original Development

Order was final to eleven (11) years, eleven (11) months and fifteen (15) days from the date on which the original Development Order was made final.

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.

No change. See chart attached hereto as 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 Determination 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?

On October 22, 1974 the City of Largo City Commission approved a DRI Development Order for Carriage Hill Mall, DRI No. 37.

On November 4, 1986 the City of Largo City Commission adopted Ordinance No. 86-56 (DRI No. 156) on second reading which updated and amended a previous DRI Development Order and replaced the Carriage Hill Mall DRI Development Order.

On September 21, 1993 the City of Largo City Commission adopted Ordinance No. 93-66 which extended the Development Order's effective date. Ordinance No. 93-66 is invalid because proper notice was not given.

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

The Developer has not purchased or optioned any land within 1/4 mile of the original DRI site subsequent to the original approval or issuance of the DRI Development Order.

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), Fla. Stat.

Yes. The Proposed Change is expressly permitted by §§ 380.06(19)(c) and 380.06(19)(e)(2), Fla. Stat., and deemed not to be a substantial deviation, if filed prior to December 31, 1994.

Do you believe this notification of change proposes a change which meets the criteria of subparagraph 380.06(19)(e)(2), Fla. Stat.?

YES

NO

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

Yes, this proposed amendment changes the proposed commencement and buildout dates. These changes are detailed in our response to Question No. 5 above.

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

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

No changes to the City of Largo Comprehensive Plan will be required.

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

No changes in the master site plan are proposed.

13. Pursuant to subsection 380.06(19)(f), Fla. Stat., include the precise language this 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 change to the nature, phasing, and buildout date of the development; to development order conditions and requirements; to commitments and representations in the Application for Development Approval; to the acreage attributable to each described proposed change of land use, open space, areas for preservation, green belt; 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 intensity 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 the proposed Ordinance attached hereto as Exhibit C for the precise wording of the proposed amendment.

Exhibit A-1

LEGAL DESCRIPTION:

That portion of Lot 2, Lot 3, Lot 4, Lot 5, Lot 6, Lot 7, Lot 8, Lot 9, Lot 10, Lot 11, Lot 12, Lot 13 and Lot 14, in the Northeast 1/4, of Section 10, Township 30 South, Range 15 East, PINELLAS GROVES, as recorded in Plat Book 1, Page 55, of the Public Records of Pinellas County, Florida, TOGETHER WITH that portion of vacated Right-of-Ways abutting the above described parcels as noted in Ordinance filed February 13, 1979, in Official Records Book 4813, Page 1575, as Instrument No. 79023703, Public Records of Pinellas County, Florida, and the North 1/2, of the North 1/2, of the Southwest 1/4, of the Northeast 1/4, LESS the West 450.00 feet in Section 10, Township 30 South, Range 15 East, Pinellas County, Florida, being more fully described as follows:

Commence at the North 1/4 corner of Section 10, Township 30 South, Range 15 East; thence with the North line of said Section 10, South $88^{\circ} 50' 16''$ East, for a distance of 226.68 feet; thence South $01^{\circ} 09' 44''$ West, for a distance of 111.00 feet, to the POINT OF BEGINNING, said Point being the South Right-of-Way line of State Road No. 688 (Ulmerton Road); thence with the said South Right-of-Way line of State Road No. 688 (Ulmerton Road), South $88^{\circ} 50' 16''$ East, for a distance of 490.57 feet; thence on a curve in a Northerly direction, having a central angle of $02^{\circ} 21' 49''$, a radius of 22,990.32 feet, an arc length of 948.50 feet, chord bearing and distance of North $89^{\circ} 58' 49''$ East, for a distance of 948.43 feet, to a point of a reverse curve; thence on a curve to the South, having a central angle of $00^{\circ} 44' 04''$, a radius of 22,846.22 feet, an arc length of 292.85 feet, chord bearing and a distance of North $89^{\circ} 09' 56''$ East, for a distance of 292.85 feet, to the East line of Lot 3, PINELLAS GROVE; thence with the Eastern line of Lot 3; thence South $00^{\circ} 30' 24''$ East, for a distance of 28.00 feet; thence continue along said Right-of-Way by a curve, concave to the South, having a radius of 22,818.32 feet, an arc length of 298.75 feet, chord bearing and distance of South $89^{\circ} 19' 17''$ East, for a distance of 298.75 feet; thence South $0^{\circ} 48' 32''$ East, for a distance of 893.88 feet; thence North $88^{\circ} 59' 49''$ West, for a distance of 658.15 feet; thence South $00^{\circ} 14' 10''$ East, for a distance of 333.20 feet; thence North $89^{\circ} 02' 09''$ West, for a distance of 870.83 feet; thence North $01^{\circ} 00' 11''$ East, for a distance of 333.72 feet, to a point in the 40 acre line; thence with the 40 acre line, North $88^{\circ} 59' 49''$ West, for a distance of 87.68 feet; thence North $00^{\circ} 18' 05''$ East, for a distance of 310.00 feet; thence North $88^{\circ} 59' 49''$ West, for a distance of 295.00 feet, to a point in the Eastern Right-of-Way line of U.S. Alternate 19; thence with said Right-of-Way line, North $00^{\circ} 18' 05''$ East, for a distance of 730.40 feet; thence South $88^{\circ} 50' 16''$ East, for a distance of 5.00 feet; thence North $00^{\circ} 18' 05''$ East, for a distance of 26.59 feet; thence leaving said Right-of-Way, South $88^{\circ} 50' 16''$ East, for a distance of 150.00 feet; thence North $00^{\circ} 18' 05''$ East, for a distance of 158.00 feet, to the Point of Beginning.

Said Parcel contains 2,670,413.00 Square Feet more or less

Said Parcel contains 61.3043 Acres more or less

SUBSTANTIAL DEVIATION DETERMINATION CHART

TYPE OF LAND USE	CHANGE CATEGORY	PROPOSED PLAN	ORIGINAL PLAN	PREVIOUS D.O. CHANGE + DATE	
Attraction/ Recreation	# Parking Spaces			No change	
	# Spectators			No change	
	# Seats			No change	
	Site locational changes			No change	
	Acreage, including drainage, ROW, easements etc.			No change	
	# External Vehicle Trips			No change	
	D.O. conditions			No change	
	ADA representations			No change	
					No change
					No change
Airports	Runway (length)			No change	
	Runway (strength)			No change	
	Terminal (gross square feet)			No change	
	# Parking Spaces			No change	
	# Gates			No change	
	Apron Area (gross square feet)			No change	
	Site locational changes			No change	
	Airport Acreage, including drainage, ROW, easements, etc.			No change	
	# External Vehicle Trips			No change	
	D.O. conditions			No change	
ADA representations			No change		

TYPE OF LAND USE	CHANGE CATEGORY	PROPOSED PLAN	ORIGINAL PLAN	PREVIOUS D.O. CHANGE + DATE
Hospitals	# Beds			No change
	# Parking Spaces			No change
	Building (gross square feet)			No change
	Site locational changes			No change
	Acreage, including draining, ROW, easements, etc.			No change
	# External Vehicle Trips			No change
	D.O. conditions			No change
	ADA representations			No change
	Acreage, including drainage, ROW, easements, etc.			No change
	# Parking Spaces			No change
Industrial	Building (gross square feet)			No change
	# Employees			No change
	Chemical storage (barrels and lbs.)			No change
	Site locational changes			No change
	# External Vehicle Trips			No change
	D.O. conditions			No change
	ADA representations			No change
	Acreage mined (Year)			No change
	Water Withdrawal (Gal/day)			No change
	Size of Mine (acres), including drainage, ROW, easements, etc.			No change
Mining Operations	Site locational changes			No change
	# External Vehicle Trips			No change
	D.O. conditions			No change
	ADA representations			No change
	Acreage mined (Year)			No change
	Water Withdrawal (Gal/day)			No change
	Size of Mine (acres), including drainage, ROW, easements, etc.			No change
	Site locational changes			No change
	# External Vehicle Trips			No change
	D.O. conditions			No change

TYPE OF LAND USE	CHANGE CATEGORY	PROPOSED PLAN	ORIGINAL PLAN	PREVIOUS D.O. CHANGE + DATE
Office	<p>Acreage, including drainage, ROW, easements, etc.</p> <p>Building (gross square feet)</p> <p># Parking Spaces</p> <p># Employees</p> <p>Site locational changes</p> <p># External Vehicle Trips</p> <p>D.O. conditions</p> <p>ADA representations</p>			<p>No change</p>
Petroleum/Chem. Storage	<p>Storage Capacity (barrels and/or lbs.)</p> <p>Distance to Navigable waters (feet)</p> <p>Site locational changes</p> <p>Facility Acreage, including drainage, ROW, easements, etc.</p> <p># External Vehicle Trips</p> <p>D.O. conditions</p> <p>ADA representations</p>			<p>No change</p>
Ports (Marinas)	<p># boats, wet storage</p> <p># boats, dry storage</p> <p>Dredge and fill (cu.yds.)</p> <p>Petroleum storage (gals.)</p> <p>Site locational changes</p> <p>Port Acreage, including drainage, ROW, easements, etc.</p> <p># External Vehicle Trips</p> <p>D.O. conditions</p> <p>ADA representations</p>			<p>No change</p>

TYPE OF LAND USE	CHANGE CATEGORY	PROPOSED PLAN	ORIGINAL PLAN	PREVIOUS D.O. CHANGE + DATE
Residential	# dwelling units			No change
	Type of dwelling units			No change
	# lots			No change
	Acres, including drainage, ROW, easements, etc.			No change
	Site locational changes			No change
	# External Vehicle Trips			No change
	D.O. conditions			No change
	Acres, including drainage, ROW, easements, etc.			No change
	Floor Space (gross square ft)			No change
	# Parking Spaces			No change
Wholesale, Retail, Service	# Employees			No change
	Site locational changes			No change
	# External Vehicle Trips			No change
	D.O. conditions			No change
	ADA representations			No change
	# Rental Units			No change
	Floor Space (gross square feet)			No change
	# Parking Places			No change
	# Employees			No change
	Site locational changes			No change
Hotel/Motel	Acres, including drainage, ROW, easements, etc.			No change
	# External Vehicle Trips			No change
	D.O. conditions			No change
	ADA representations			No change
	# Rental Units			No change
	Floor Space (gross square feet)			No change
	# Parking Places			No change
	# Employees			No change
	Site locational changes			No change
	Acres, including drainage, ROW, easements, etc.			No change

TYPE OF LAND USE	CHANGE CATEGORY	PROPOSED PLAN	ORIGINAL PLAN	PREVIOUS D.O. CHANGE + DATE
R.V. Park	<ul style="list-style-type: none"> Acreage, including drainage, ROW, easements, etc. # Parking Spaces Buildings (gross square feet) # Employees Site locational changes # External Vehicle Trips D.O. conditions ADA representations 			<ul style="list-style-type: none"> No change
Open Space (All natural and vegetated non-impervious surfaces)	<ul style="list-style-type: none"> Acreage Site locational changes Type of open space D.O. conditions ADA representations 			<ul style="list-style-type: none"> No change No change No change No change No change
Preservation, Buffer or Special Protection Areas	<ul style="list-style-type: none"> Acreage Site locational changes Development of site proposed D.O. conditions ADA representations 			<ul style="list-style-type: none"> No change No change No change No change No change

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.



CITY OF
Largo, Florida

P.O. Box 296, Largo, Florida 34294-0296
(813) 584-8671

November 5, 1986

Ms. Sheila Benz
Director of Planning
TAMPA BAY REGIONAL PLANNING COUNCIL
9455 Koger Boulevard
St. Petersburg, FL 33702-2491

RE: Ordinance No. 86-56

Dear Ms. Benz:

Attached is the subject Ordinance. It is being transmitted to you pursuant to Chapter 380, Florida Statutes and Chapter 9J-2.25, Florida Administrative Code. The Ordinance was adopted by the City of Largo, Florida, Commission on November 4, 1986. The Ordinance amends a previously approved DRI development order for the Carriage Hill Mall, DRI No. 37, now identified by Tampa Bay Regional Planning Council as DRI No. 156, "Largo Collection".

Very truly yours,


Dorothy Pick
City Clerk

DP:re

Attachments

cc: Mr. Ed Lehman - Community Affairs
Mr. Steve Kelly - Trammell Crow Co.
Ms. Gail Easley - Community Development Director
Mr. G. R. McClelland, City Attorney

ORDINANCE NO. 86-56

AN ORDINANCE OF THE CITY OF LARGO, FLORIDA, AMENDING A PREVIOUSLY APPROVED DEVELOPMENT ORDER PURSUANT TO CHAPTER 380, FLORIDA STATUTES, ON A SUBMITTAL OF A PROPOSED CHANGE TO THAT PREVIOUSLY APPROVED DEVELOPMENT ORDER FILED BY CROW PROPERTY COMPANY, FOR THE LARGO COLLECTION SHOPPING CENTER, A DEVELOPMENT OF REGIONAL IMPACT; PROVIDING A SEPARABILITY CLAUSE; PROVIDING AN EFFECTIVE DATE HEREOF.

WHEREAS, on October 22, 1974, the City of Largo City Commission approved a Development of Regional Impact ("DRI") Order on the application for development approval ("ADA") for Carriage Hill Mall, a DRI consisting of a regional shopping mall of 740,000 (±5%) square feet on 58 acres, subject to certain conditions stated therein, and

WHEREAS, the buildout date for that original development approval was extended by action of the City of Largo ("City") and a predecessor-in-interest to the Crow Property Company took certain actions, in reliance thereon, during that extension period, and

WHEREAS, on April 24, 1986, the Crow Property Company (the "Developer" and contract purchaser), D. L. Grove, Inc., DeBartolo Citrus Company and the State of Florida Department of Community Affairs ("DCA") entered into an agreement which required the Developer to submit an update to the DRI ADA transportation analysis, together with an update of the concomitant air quality issue, for substantial deviation review; the DCA agreed that the regional issues were limited to Transportation and Air Quality and further agreed not to appeal any amended DRI Development Order ("Order") on the basis that no valid DRI Order existed which could be amended, and

WHEREAS, on June 30, 1986, the Developer filed its Transportation Update to the previously approved DRI (and indicated that the project had been renamed the "Largo Collection") with the City, Pinellas County, Pinellas County Metropolitan Planning

Organization ("MPO"), the Pinellas Suncoast Transit Authority ("PSTA"), the Florida Department of Transportation ("FDOT"), the Florida Department of Environmental Regulation ("FDER"), the Tampa Bay Regional Planning Council ("TBRPC") and the DCA, and

WHEREAS, on July 25, 1986, the Developer submitted its Air Quality update, based on the Transportation Update analysis, to those same reviewing agencies, and

WHEREAS, on August 12 and August 19, 1986, the Developer submitted responses to agency comments and questions raised in reaction to those Transportation and Air Quality Updates ("Updates"), and

WHEREAS, the Updates to the ADA proposed the development of the Largo Collection as a slightly downsized, 700,000 square foot shopping center (the "project"), located on a slightly larger, approximately 61 acre site, which is located generally at the southeast corner of the intersection of Ulmerton Road and Seminole Boulevard, and

WHEREAS, the project has also been concurrently undergoing pre-building permit site plan review by the City staff, which review has revealed that due to physical and regulatory constraints the site can only accommodate a maximum of 630,000 square feet in the configuration proposed by the Developer, and

WHEREAS, the Developer has therefore provided a revised analysis of the pertinent aspects of the Updates which were based upon a 700,000 square foot development, and

WHEREAS, the Largo City Commission is the governing body of the local government having jurisdiction pursuant to Chapter 380, Florida Statutes (1985) ("Chapter 380") and is authorized and empowered to consider this proposed change to the previously approved DRI, and

WHEREAS, the public notice requirements of Chapter 380 and applicable City of Largo Code Sections have been satisfied, and

WHEREAS, the Largo City Commission has received and considered the report and recommendations of the TBRPC, and

WHEREAS, the Largo City Commission has on October 21, 1986, held a duly noticed public hearing on the proposed change to the DRI and has heard and considered testimony and documents received thereon, and

WHEREAS, all interested parties and members of the public were afforded the opportunity to participate in the hearing on the subject matter before the Largo City Commission, and

WHEREAS, the Largo City Commission has reviewed the above referenced documents, as well as all related testimony and evidence submitted by each party and members of the general public; now therefore,

**BE IT ORDAINED BY THE CITY COMMISSION
OF THE CITY OF LARGO, FLORIDA:**

Section 1. That this Ordinance ("Order") shall constitute an amendment to a previously approved DRI Development Order, dated October 22, 1974, as previously amended, for the Largo Collection (the new name for the previously approved Carriage Hill Mall), a DRI. The scope of the development to be permitted pursuant to this Order includes the land use and activities described in the ADA (as revised by the Updates) which, along with those Updates, Sufficiency Responses to agency comments and certain correspondence to those agencies subsequent to Sufficiency Responses, are attached hereto and made a part hereof as composite Exhibit "A".

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

- A. That the Developer submitted to the City the materials attached hereto as composite Exhibit "A".
- B. That the revised real property which is the subject of the ADA, as Updated, is legally described as set forth in Exhibit "B", attached hereto and by reference made a part hereof.
- C. That the Developer proposes the development of the Largo Collection as a 630,000 square foot shopping complex with a total site area of approximately 61 acres, to be located generally at the southeast corner of the intersection of Ulmerton Road and Seminole Boulevard, in the City of Largo, Florida. The pertinent portions of the reanalysis of the Updates, based on 630,000 square feet, are set forth in composite Exhibit "C", attached hereto and by reference made a part hereof.
- D. That the proposed development is not located in an area of critical state concern as designated pursuant to Section 380.05, Florida Statute (1985).
- E. That the project, completed in accordance with this Order, will be consistent with all applicable local land development regulations.
- F. That this Order is consistent with the report and recommendations of the TBRPC and satisfies the provisions of Section 380.06(14), Florida Statutes, as amended.
- G. That the development will not unreasonably interfere with the achievement or objectives of the adopted state land development plan applicable to the area.
- H. That a comprehensive review of the impacts generated by the development has been conducted by the City's departments and the TBRPC.

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

- A. That these proceedings have been duly conducted pursuant to applicable law and regulations and, based upon the record in this proceeding, the various Departments of the City are authorized to approve, and the Developer is authorized to conduct, development as described herein, subject to the conditions, restrictions and limitations set forth herein.
- B. That the review by the City, the TBRPC and other participating agencies and interested citizens reveals that impacts are adequately addressed pursuant to the requirements of Chapter 380, within the terms and conditions of this Order, the ADA and the Updates to the ADA. To the extent that the Updates to the ADA are inconsistent with the ADA itself, the terms and conditions of the later-provided Updates shall prevail. To the extent that the ADA and its Updates are inconsistent with the terms and conditions of this Order, the terms and conditions of this Order shall prevail.

Section 4. That having made the above findings of fact and reached the above conclusions of law, it is ordered that the previously approved DRI Order is hereby amended and approved, as amended, subject to the following conditions, restrictions and limitations:

- A. Substantial Deviations: Further review pursuant to Chapter 380 may be required if a substantial deviation, as defined in Chapter 380, occurs. The Developer shall be given due notice of, and an opportunity to be heard at, any hearing to determine whether or not any additional proposed changes to the development are substantial deviations. Substantial deviations may occur by failure to comply with the conditions herein, or by failure to follow terms and provisions contained in composite Exhibit "A."

B. The Developer shall submit annual reports on the status of the DRI to the City, the TBRPC, the DCA and other agencies as may be appropriate, on February 1, 1988, and on February 1 of each year thereafter until such time as all terms and conditions of this Order are satisfied. Such report shall be submitted to the City of Largo Community Development Department which Department shall, after appropriate review, submit it for review by the City Commission. The City Commission shall review the report for compliance with the terms and conditions of this Order and may issue further orders and conditions to insure compliance therewith. The Developer shall be notified of any City Commission hearing wherein such report is to be reviewed; provided, however, that receipt and review by the City Commission shall not be considered a substitute or a waiver of any terms or conditions of this Order. The annual report shall contain:

1. Changes in the plan of development for the reporting year and for the next year;
2. A summary comparison of development activity proposed and actually conducted for the reporting year;
3. A list of undeveloped tracts of land, other than individual, single family lots, that have been sold to a separate entity or developer, together with the name and address of each entity or developer;
4. Identification and intended use of lands purchased, leased or optioned by the developer adjacent to the DRI site since this Order was issued;
5. An assessment, by the Developer, of the Developer's and the City's compliance with conditions of approval contained in this Order;
6. Any known incremental DRI applications for development approval or requests for a substantial deviation determination that were filed in the reporting year or which are to be filed during the next year;
7. An indication of a change, if any, in local government jurisdiction for any portion of the development since this Order was issued;

8. A list of significant local, state and federal permits which have been obtained or which are pending, listed by agency, type of permit, permit number and purpose of each;
9. Any additional reports or studies required by this Order to be submitted as part of the annual report;
10. A copy of any notice of the adoption of a DRI Order or the subsequent modification of an adopted Order that was recorded by the Developer pursuant to Subsection 380.06(15), Florida Statutes (1985).

C. Transportation Conditions:

1. Transportation System Management Program

a. The Developer shall prepare and implement a Transportation Systems Management (TSM) Program to divert a number of vehicle trips from the roadways, consistent with the assumptions used to prepare the ADA Transportation Update.

b. The TSM Program shall be prepared and submitted within one year of the effective date of this Order.

c. The TSM Program shall be reviewed by the City, the Pinellas Area Transportation Study - Metropolitan Planning Organization (PATs-MPO) the TBRPC and the Florida Department of Transportation (FDOT).

d. Each annual report for this development, submitted after the issuance of certificates of occupancy for 400,000 square feet of commercial space shall include an assessment of the actual achievement of vehicle trips diverted as a result of the TSM Program. This assessment shall also include sufficient and appropriate documentation for all diversions claimed as a result of implementation of each TSM measure.

e. If an annual report is not submitted within thirty (30) days of its due date or if the annual report indicates that the total trip diversions are not

being met, the City shall conduct a substantial deviation determination pursuant to Subsection 380.06(19), Florida Statutes, and, if applicable, further amend this Order to change TSM objectives or require additional roadway improvements, or a combination thereof.

f. The results of the TSM study may serve as a basis for the developer or applicable reviewing agencies to request Order amendments.

2. Traffic Field Surveys and Reports

a. To assure that the transportation impacts of this development have been accurately projected by the ADA Transportation Update, the Developer shall conduct field surveys and prepare a report of findings of actual vehicle and transit trips generated by the Largo Collection development.

b. The surveys and report shall be prepared and submitted every two years after the initial certification of occupancy, through project buildout, as part of the annual report.

c. The surveys and report shall be conducted by the Developer and shall be approved by the City, the PATS-MPO, the FDOT and the TBRPC.

d. The results of the surveys and report may serve as a basis for the Developer or applicable reviewing agencies to request Order amendments.

3. Traffic Study

The Developer shall perform a traffic study after certificates of occupancy have been granted to 400,000 square feet of commercial space. The study shall serve to affirm the findings of the Transportation Update. The traffic study shall report the success of the diversion of vehicle trips from the PM peak hour as well as the achieved mode split percentage. This report shall be included every two years until buildout, as part of the annual report.

4. Traffic Impact Mitigation Conditions

a. The following conditions are established for purposes of mitigating impacts of this development on regional transportation facilities. Issuance of development permits by the City for the project shall require a determination by the City of compliance with the conditions set forth herein.

b. Funding Commitments. For the purpose of this Order, funding commitments may be (at Developer's option) either in the form of Developer contributions-in-aid-of-construction, or Developer commitments for actual construction, or the placement of the required improvements in the Transportation Improvements Work Programs of the City, Pinellas County ("County"), or the State of Florida ("State"), or a combination thereof.

c. That, for the purposes of this Order, the Developer is considered one of a number of possible responsible entities.

d. Transportation system improvements required to mitigate the impacts of this proposed development have been identified in the Transportation Update to the ADA and by TBRPC in its report. It may be unreasonable to expect that necessary roadway improvements, to meet the needs generated by this development, can be implemented within the existing funding and capital improvements programs for this section of the region. Impact fees, coupled with other revenue sources, are appropriate funding sources for capital improvements of this magnitude.

e. Transportation Improvement Alternatives. The Developer, at its option, may select one of the following alternatives to mitigate the project's Transportation Impacts:

(1) Alternative One: The Developer may delay development of the project until funding commitments are secured from responsible entities for the following roadway improvements. Without funding commitments for these improvements, construction permits shall not be issued for this project.

(a) Improve Ulmerton Road between 113th Street and Seminole Boulevard by providing one additional Eastbound and one additional Westbound through lane. (The Largo Collection will contribute 23.8 percent of the existing Level of Service C, daily capacity of the existing facility.)

(b) Improve Ulmerton Road between Seminole Boulevard and 101st Street by providing one additional Eastbound and one additional Westbound through lane. (The Largo Collection will contribute 8.0 percent of the existing Level of Service C, daily capacity of the existing facility.)

(c) Improve Ulmerton Road between 101st Street and Starkey Road by providing one additional Eastbound and one additional Westbound through lane. (The Largo Collection will contribute 7.1 percent of the existing Level of Service C, daily capacity of the existing facility.)

(d) Improve Ulmerton Road from Starkey Road eastward to provide appropriate transitions for vehicles approaching and departing that intersection. (The Largo Collection will contribute 1.3 percent of the through lane capacity and 6.0% of the intersection capacity based upon the existing Level of Service C, daily capacity of the existing facility.)

The City has been advised that all of the links described above are included in the FDOT Ulmerton Corridor Study, the contract for which is to be let on or before January 1, 1987, and which study is to be supervised by the appropriate Pinellas County officials. Such study is to lead to recommended/funded improvements to Ulmerton Road.

(2) Alternative Two: In lieu of Alternative One, set out in Section 4.C.4.e(1) above, the Developer may elect Alternative Two, described below:

(a) In the event that commitments for transportation improvements are only adequate to permit approval of a portion of the development, the capacity and loading of transportation facilities in the Largo Collection transportation area as defined in the Transportation Update, including but not limited to the regional roadways and intersections referenced in Alternative One (a-d), shall be limiting factors in any subsequent approvals.

(b) Accordingly, the Developer shall generate and provide the City, the PATS-MPO, the FDOT and the TBRPC pursuant to the provisions of Section 380.06, Florida Statutes, with updated current traffic counts on the above roadways together with projections of traffic volumes that will result from the completion of the currently approved project construction, plus that to be generated by the next portion for which the developer is seeking approval.

(c) Each updated traffic analysis shall serve to verify that findings of the ADA Transportation Update or shall indicate alternate transportation improvements or mechanisms which, when

implemented will maintain the roadways referenced in Alternative One (Section 4.C.4.e(1)(a)-(d), above) at a satisfactory Level of Service, (Daily Level of Service C, or D at peak hour.)

(d) Both the traffic counts and the projection of traffic volume shall be prepared consistent with generally accepted traffic engineering practices.

(e) Prior to any specific approval beyond a first subphase approval, the City or its designee shall be assured in written findings of fact, that the above roadways are operating at or above an average daily Level of Service C, or D peak hour and that the expected trips to be generated by such approval would not cause the roadways to operate below an average daily Level of Service C, or D peak hour.

(3) Alternative Three: In lieu of Alternative One or Two, set out in Sections 4.C.4.e(1) or 4.C.4.e(2) above, the Developer may elect Alternative Three, described below:

(a) The Developer shall, no later than the date construction of the development is initiated, pursuant to a construction permit issued by the City, or on March 31, 1987, whichever date is later, expeditiously begin and diligently pursue to completion the design and construction of the following improvements which shall be built to the applicable City, County or State standards:

The widening of Ulmerton Road to six (6) lanes divided, from a point 625 feet west of the westerly edge of Seminole Boulevard (said 625 feet being an improvement only for the Eastbound traffic

approaching the intersection of Seminole Boulevard and Ulmerton Road) to a point 625 feet east of the easterly edge of 101st street, or the northerly extension thereof, (said 625 feet being an improvement for westbound traffic approaching the intersection of Ulmerton Road and 101st Street) and to a point 775 feet east of the easterly edge of 101st Street, or the northerly extension thereof, (said 775 feet being an improvement for Eastbound traffic departing the intersection of Ulmerton Road and 101st Street); together with the provision of a northbound to westbound lane at the intersection of Ulmerton and 101st Street and associated signalization enhancement ("the Alternative Three Improvements"). In addition, the Developer shall design and construct a northbound to westbound traffic signal phase improvement at Seminole Boulevard and 126th Avenue ("the 126th Avenue Signal Phase Improvement"). The Alternative Three Improvements, together with the 126th Avenue Signal Phase Improvement, will hereinafter be referred to as "the Composite Alternative Three Improvements" when reference to both projects is intended.

If the Developer is issued a construction permit prior to March 31, 1987, the Developer shall provide to the City assurances, in a form and amount satisfactory to the City, that an acceptable amount of money is actually available for commencing the design and construction of the Composite Alternative Three Improvements.

(b) The Developer's proportionate, fair share contribution of the total costs of the improvements set forth in the schedule of improvements contained within Alternative One (Section 4.C.4.e.(1)(a)-(d) has been determined to be \$519,930.00 and that sum is deemed:

(i) to make adequate financial provision for such facilities or,

(ii) is equal to or greater than the sum of the costs of improvements attributable to the project derived from the application of the following formula:

(1) The costs of improvements attributable to the project are based upon the cost of improving regionally significant, substantially impacted roadways which will operate at worse than the desired Level of Service at the time of project buildout. The cost of improvement of each such roadway is calculated as follows:

(a) Available Service Volume = daily Level of Service C service volume or peak hour Level of Service D service volume of roadway - existing traffic volume on roadway.

(b) Trips Attributable to Project = trips generated by project on roadway - available service volume.

(c) Utilization of Increased Service Volume = trips attributable to project/the increased service volume of the roadway resulting from an improvement which will maintain the desired Level of Service or the Level of Service existing at the time for application for development approval, whichever is worse.

(d) Cost of Improvement Attributable to Project = utilization of increased service volume x the cost of the improvement described in Subparagraph (c) above.

(2) Notwithstanding anything in Subsection (1) above, in the event the proposed development will substantially impact regionally significant roadways which are operating at Level of Service F at the time of submitting the Transportation Update to the ADA, the cost of improvements attributable to the project is based upon the cost of constructing improvements necessary to maintain the volume-to-capacity ratio existing on that roadway at the time of submitting the Transportation Update to the ADA.

(c) The Composite Alternative Three Improvements referred to in Section 4.C.4e(3)(a) is one or more of the major improvements

listed in Section 4.C.4e(1)(a)-(d), above and is specifically calculated and is hereby deemed to optimally benefit the regional roadway network which will be substantially impacted by the proposed development.

(d) The cost of the Alternative Three Improvements is estimated to be \$570,000.00.

(e) The cost of the 126th Avenue Signal Phase Improvement is estimated to be less than or equal to \$10,000.00.

(f) In order to insure full funding of the estimated cost of the Composite Alternative Three Improvements, the Developer hereby agrees to fund the Alternative Three Improvements to a maximum amount of \$570,000.00, or \$50,070.00 in excess of the actual, determined proportionate fair share contribution; further the Developer hereby agrees to fund the 126th Avenue Signal Phase Improvements to a maximum amount of \$10,000.00.

(g) Should the actual cost of the Alternative Three Improvements exceed \$570,000.00, the Developer, after consultation with the City, and based upon generally acceptable traffic engineering standards and practices shall construct the maximum amount of the Alternative Three Improvements which can be constructed for the \$570,000.00 amount.

(h) Should the actual cost of the 126th Avenue Signal Phase Improvement exceed \$10,000.00, the Developer, after consultation with the City, and based upon generally acceptable traffic engineering standards and practices shall construct the maximum

amount of the 126th Avenue Signal Phase Improvement which can be constructed for the \$10,000.00 amount.

(i) In order to insure that the maximum amount of the Composite Alternative Three Improvements will be built, the City agrees: (i) to obtain all permits, construction easements and rights-of-way necessary to accommodate the City-approved, Composite Alternative Three Improvements designs; (ii) to complete all utility relocations necessary to accommodate the City-approved, Composite Alternative Three Improvements designs; and (iii) to coordinate, facilitate, and complete after consultation with the Developer, all other matters necessary to complete the City approved Composite Alternative Three Improvements designs, including but specifically not limited to, the appropriate collection and distribution of additional stormwater run-off, if any, created by the Composite Alternative Three Improvements.

5. Impact Fee Credit

Expenditure of the sum of \$570,000.00 for the Alternative Three Improvements, together with the maximum amount of up to \$10,000.00 for the 126th Avenue Signal Phase Improvement referred to in Sections 4.C.4.e(3)(d) and (e) above, which sums are required by this Order to pay for the design and construction of the Composite Alternative Three Improvements, which are deemed to be neither internal, on-site facilities which are required by the City nor off-site facilities which are otherwise necessary to provide safe and adequate services to the development, shall constitute the full, final and complete expenditures for the City approved transportation improvements

needed as a result of the development. This total sum shall be credited against any present or future transportation impact fee assessments and the funds shall be expended to construct the Composite Alternative Three Improvements which improvements are hereby deemed by the City to be related to off-site facilities which are not otherwise necessary to provide safe and adequate services to the development.

6. Right Of Way

If right-of-way is required for transportation improvements needed as a result of the development, and such right-of-way can be obtained from the land which is the subject of this Order, then the Developer may elect to provide such right-of-way to the appropriate governmental entity and in such event, the Developer shall receive full credit for the fair market value of the land so provided against the agreed upon maximum developer contribution of \$570,000.00, together with the maximum amount of up to \$10,000.00 for the 126th Avenue Signal Phase Improvement as established in Section 4.C.4.e.(3) above.

The fair market value of such right-of-way shall be determined in accordance with the following procedure: The Developer and the City/FDOT shall each cause to be completed an MAI appraisal to determine the fair market value of the right-of-way being considered. If the two MAI appraisers cannot agree on the total fair market value of the right-of-way, then the two MAI appraisers shall select a third MAI appraiser who, together with the original appraisers, shall prepare the final appraisal. In lieu of the above described procedure, other mutually agreed upon procedures may be utilized to determine the fair market value of such right-of-way.

7. Parking

- a. Because of the large scale of this project; because of the synergism which will exist between and among the various tenants of the project; in light of the more detailed, intensive site, local and regional planning required of a DRI-scale project and based upon a shared parking analysis prepared by the Developer and approved by the City, the maximum total number of parking spaces required to be provided on-site will be 3010. Through the proper design and distribution of parking spaces, ten (10) parking spaces per 1,000 square feet of restaurant land use shall be provided in proximity to out-parcels which are used as sites for restaurants. The remainder of the on-site parking spaces will be provided to meet the remaining on-site parking demands of the retail land uses.
- b. Should the development ultimately be built out at a lesser total square footage than the approved 630,000 square feet, the maximum number of required parking spaces will be reduced at the rate of 4.47 spaces for each 1,000 square foot reduction in the over-all size of the development.

8. Out-parcels

Nine out-parcels are included within the requested 630,000 square feet of the development. If, at any time, five or more uses located on those out-parcels are uses which are estimated to generate in excess of 200 vehicle trips per 1000 square feet of gross building area (based upon the Institute of Traffic Engineers, Trip Generation Report, 3rd Edition-1982) then, in that event, the Developer shall immediately begin to monitor overall trip generation on an annual basis to insure that the project as a whole remains within the parameters set forth in the Transportation Update to the ADA. Such monitoring report shall be submitted as part of the annual report.

9. Future Traffic Methodology Revisions

If, after the effective date of this Order, the site is included within a Regional Activity Center, Sub-Regional Activity Center or an Activity Center, as so designated by TBRPC, or, if revisions to the rules, regulations, standards or policies of any applicable entity or agency are made, which designations or revisions would alter the method by which the transportation impacts of this project were assessed, then, in that event, the Developer, at its option, may choose to reanalyze the traffic under the then-applicable rules, regulations, standards or policies and submit such analysis to the City and TBRPC for review and approval of any revised transportation impacts together with their revised related improvements, improvement costs and proportionate fair share contribution.

4.D. Air Quality Conditions:

1. In light of the reduction in maximum development square footage requested by the Developer and allowed by this Order, the Developer has reanalyzed pertinent sections of the Air Quality update. The results are attached hereto as part of composite Exhibit "C".
2. Inasmuch as composite Exhibit "C" demonstrates that there are no longer any exceedances indicated, a mitigation analysis and abatement plan are not considered necessary as conditions of this Order.

4.E. Largo Conditions:

1. The following additional conditions are imposed by the City on the Developer. Notwithstanding any City Code Section, City Ordinance, City Resolution or City Policy to the contrary, the Developer agrees that it shall not seek any hardship relief or variance from the specific terms of the following conditions. Such additional conditions are based upon the unique, more

stringent project and site review afforded through the DRI ADA Update review process; the unanticipated-by-code, large-scale nature of the project; and the result of specific studies and analyses prepared by the Developer for the City's review or accomplished directly by the City staff, demonstrating the need for more sensitive, unique regulatory control over this project, on this site.

2. Inasmuch as any project of this magnitude would have the ability to request a 75% impervious surface percentage and in light of the additional site, local and regional stormwater drainage planning efforts required of this DRI scale project, this project is hereby authorized a maximum of an 80% impervious surface percentage; provided, however, that all local, county, regional and state-level stormwater management rules and regulations are met or exceeded.
3. Inasmuch as sequential replatting of a project and site of this size and nature is not specifically addressed in the Largo Code of Ordinances, the Developer shall be required to file the initial replat of the site at the time of the issuance of the first certificate of occupancy. Notwithstanding the above, the Developer, at its option, may file for a full or partial replatting of the site, indicating individual parcel(s) within the site, at any time, whether prior to or after the issuance of the first certificate of occupancy.
4. Due to the fact that a DRI project of this magnitude was unanticipated by the City of Largo Comprehensive Development Code and in light of the extensive, additional site planning required for this project at the site, local and regional level, this development shall be permitted, in lieu of the Section 5605A provisions of the Largo Comprehensive Development Code, relative to free-standing signs, the following:

- (a) A maximum of seven (7) free standing signs, with no more than three (3) of these freestanding signs oriented to the Seminole Boulevard frontage.
 - (b) A maximum total sign face area of 1600 square feet; provided, however, where a sign has two display faces back-to-back or in a V-shaped configuration, the area of only one face shall be considered the sign face area, unless both faces can be viewed simultaneously in which case both faces shall be considered as sign face area.
 - (c) A maximum sign height of thirty-nine (39) feet, provided however, that the average height for all freestanding signs on the site shall not exceed thirty-five (35) feet at the time of buildout.
 - (d) All signs shall be subject to City review and approval in accordance with the permittal process outlined in the Largo Comprehensive Development Code.
 - (e) All signage, other than freestanding, shall be allowed pursuant to the applicable Largo Comprehensive Development Code Sign Sections.
5. In order to ensure that the conditions of the previously approved DRI Order, as amended, relating to the relationship between the DRI project and the surrounding neighborhood are satisfied, the following additional conditions shall apply:
- (a) The entrance to the site lying in an east-west direction west of 101st Street, immediately north of the electrical substation, shall be designed in such a manner as to not encourage the use of such entranceway, except by those residents whose access to Ulmerton Road is by way of 101st Street, together with the tenants of the project or for the provision of goods and services to those tenants.

(b) The Developer, or its successor-in-interest or assigns shall be granted only one permit for a driveway and associated tapers to be located between the westerly edge of 101st Street and the easterly edge of the legally described property subject of this Order.

Section 5. That the commitments referenced by the Developer in the Transportation and Air Quality Updates shall be honored, except to the extent that those commitments are superseded by the specific terms of this Order.

Section 6. That the legal validity and conditions of the previously approved DRI Order, as amended, are hereby confirmed and such DRI Order and its conditions shall remain in full effect, except to the extent that those conditions are superseded by the specific terms or conditions of this Order.

Section 7. That the definitions contained in Chapter 380 shall control the interpretation and construction of any terms in this Order.

Section 8. That this Order shall remain in effect for a period of seven (7) years from the date that this Order becomes final (not subject to appeal). Any development activities for which 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 Commission on the finding of excusable delay in any proposed development activity. Physical development of the project must commence within three (3) years of the effective date of this Order. The City agrees that during the seven (7) year effective period of this Order, the DRI project and site shall not be subject to downzoning, unit density reduction, or intensity reduction, unless the City can demonstrate that: (i) substantial changes in the conditions underlying the approval of this Order have occurred, or; (ii) this Order was based on substantially inaccurate information provided by the Developer, or; (iii) such change is clearly established by

City to be essential to the public health, safety, or welfare.

Section 9. That this Order shall be binding on the Developer, its assigns or successors-in-interests.

Section 10. That the City of Largo Department of Community Development is responsible for ensuring compliance with this Order. Monitoring shall be accomplished by review of the annual reports, building permits and certificates of occupancy, as well as by on-site inspections and observations.

Section 11. That, 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 successor-in-interest to, or which otherwise possesses the applicable powers and duties of any referenced governmental agency in existence on the effective date of this Order.

Section 12. That the City Clerk is hereby directed to send copies of this Order within five (5) days of the date this Order is adopted to the Developer, TBRPC and DCA.

Section 13. That this Order shall be deemed rendered upon transmittal of copies of this Order to the recipients specified in Chapter 380.

Section 14. That the Developer, upon this Order becoming final (not subject to appeal) shall record a notice of adoption of this Order pursuant to Chapter 380 and shall furnish the City Clerk a copy of the recorded notice.

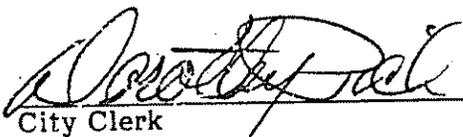
Section 15. That if any section, phrase, sentence or portion of this Order is for any reason held invalid or unconstitutional by any court of competent jurisdiction, such portion shall be deemed a separate, distinct, and independent provision and such holding shall not affect the validity of the remaining portions thereof.

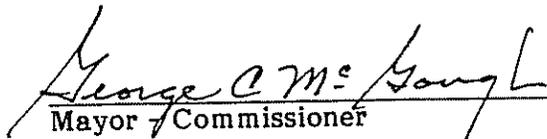
Section 16. That this Ordinance shall take effect ten days after final enactment.

APPROVED ON FIRST READING 10/21/86

PASSED AND ADOPTED ON SECOND AND FINAL READING 11/4/86

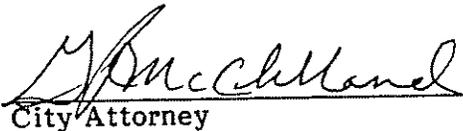
ATTEST:


City Clerk


Mayor / Commissioner

SEAL

APPROVED AS TO FORM:


City Attorney

A TRUE AND CORRECT COPY ON RECORDED AND FILE IN THE OFFICIAL RECORDS OF THE CITY OF LARGO, FLORIDA

BY Kim Snowden
City Clerk's Office

DATE 11/5/86

TIME _____ AM 1:45 PM

EXHIBIT A

The ADA, the updates to the ADA, together with the Sufficiency Responses to Agency comments which are identified in Ordinance No. 86-56 as being part of composite Exhibit "A" have previously been sent directly to TBRPC, DCA and various other reviewing agencies. Therefore, they are not included herein. They are maintained in the official records of the City of Largo, Florida, in the Community Development Department. The "certain correspondence" which is also identified as being part of composite Exhibit "A" is attached hereto.

Greiner

Greiner Engineering Sciences, Inc.
P.O. Box 23646
5601 Mariner Street
Tampa, Florida 33609-3416
(813) 879-1711
TWX: 810 876-4144 Cable: GREINCO

A Greiner Engineering, Inc. Company

C1071.10
August 28, 1986

Mr. Louis J. Fernandez
Florida Department of Environmental Regulation
7601 Highway 301 North
Tampa, Florida 33610

Reference: Largo Collection DRI Air Quality Analysis

Dear Louis:

In accordance with our discussions regarding the Largo Collection project, I am providing the simulated travel speeds used in the intersection indirect source analysis.

As previously stated, motor vehicle operating speeds used in the intersection analysis were determined by the TEXIN intersection dispersion model. The intersection operating speed is based on forecasted traffic volumes, roadway capacities, signalization, corresponding level-of-service and cruise speed for each intersection leg. Traffic volumes, roadway capacities, signalization and level-of-service were derived from the 1985 Highway Capacity Manual Signalized Intersection Capacity Analysis computer printouts. The cruise speeds, based on the intersection leg level-of-service, were derived from Table 11-1 (Arterial Levels of Service) in Chapter 11 (Urban and Suburban Arterials) of the 1985 Highway Capacity Manual. These cruise speeds are shown in the attached table.

If you have any additional questions, please call.

Respectfully yours,

GREINER ENGINEERING SCIENCES, INC.


Michael Kenney

MK/hd

cc: Kenneth E. Graves
Steve Kelly
Suzanne Cooper

**WORST-CASE
PEAK HOUR CRUISE SPEED* (mph)**

<u>Intersection</u>	<u>North</u>	<u>Intersection Leg</u>		<u>West</u>
		<u>East</u>	<u>South</u>	
<u>WITHOUT PROJECT</u>				
Ulmerton & Seminole	23	23	17	13
Seminole & West Bay	13	17	23	17
Seminole & 8th Avenue	23	17	23	10
West Bay & 113th Street	17	23	23	17
<u>WITH PROJECT</u>				
Ulmerton & Seminole	23	17	13	17
Seminole & West Bay	10	17	23	17
Seminole & 8th Avenue	13	17	23	10
West Bay & 113th Street	17	23	17	17

* Peak-hour cruise speeds used in the TEXIN intersection air pollution dispersion analysis.

Greiner

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P.O. Box 23646
5601 Mariner Street
Tampa, Florida 33609-3416
(813) 879-1711
TWX: 810 876-4144 Cable: GREINCO

A Greiner Engineering, Inc. Company

C1071.20
August 26, 1986

Mr. Brent A. Lacy
Barton-Aschman Associates, Inc.
2901 West Busch Boulevard
Suite 1010
Tampa, Florida 33618

REFERENCE: Largo Collection

Dear Mr. Lacy:

Attached are copies of the Traffic Analysis Zone (TAZ) map you requested. Census Tract maps were omitted since our analysis was not based on these tracts. Distribution of population within each TAZ was based on field observation. This information can be approximated by reviewing the residential roadway networks within each of the TAZ.

Please feel free to telephone me if any additional data or explanation is needed.

Very truly yours,

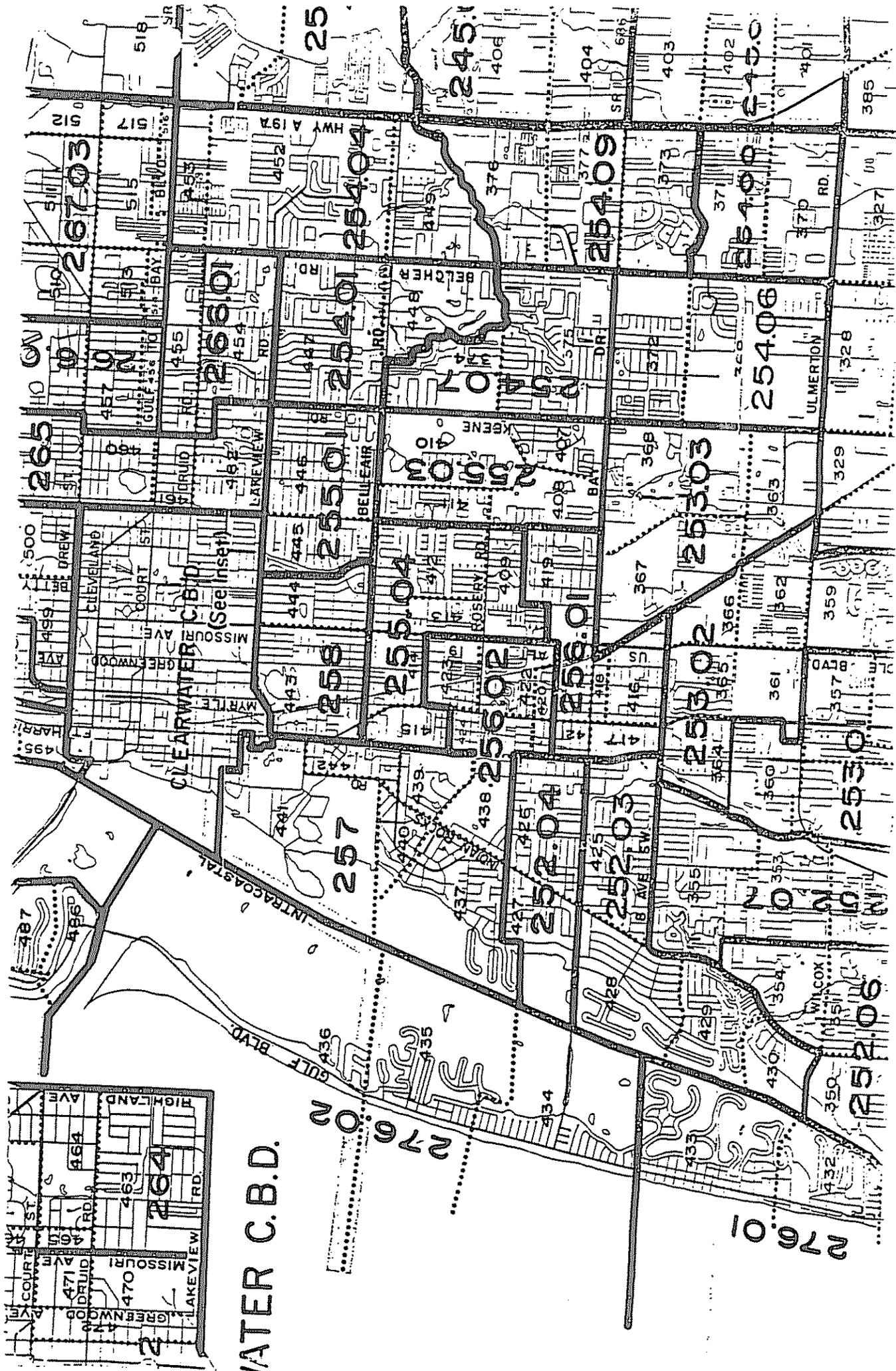
GREINER ENGINEERING SCIENCES, INC.



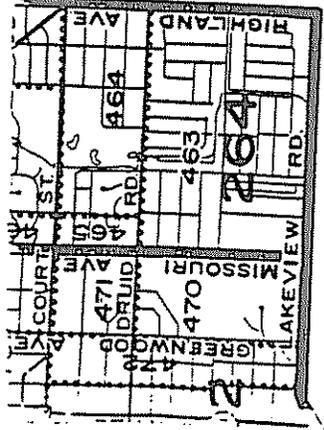
Randy Coen

RGC/hd

CC: Suzanne Cooper
Steve Kelly
Ken Graves



ATER C.B.D.



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EXHIBIT B

LEGAL DESCRIPTION:

That portion of Lot 2, Lot 3, Lot 4, Lot 5, Lot 6, Lot 7, Lot 8, Lot 9, Lot 10, Lot 11, Lot 12, Lot 13 and Lot 14, in the Northeast 1/4, of Section 10, Township 30 South, Range 15 East, PINELLAS GROVES, as recorded in Plat Book 1, Page 55, of the Public Records of Pinellas County, Florida, TOGETHER WITH that portion of vacated Right-of-Ways abutting the above described parcels as noted in Ordinance filed February 13, 1979, in Official Records Book 4813, Page 1575, as Instrument No. 79023703, Public Records of Pinellas County, Florida, and the North 1/2, of the North 1/2, of the Southwest 1/4, of the Northeast 1/4, LESS the West 450.00 feet in Section 10, Township 30 South, Range 15 East, Pinellas County, Florida, being more fully described as follows:

Commence at the North 1/4 corner of Section 10, Township 30 South, Range 15 East; thence with the North line of said Section 10, South $88^{\circ} 50' 16''$ East, for a distance of 226.68 feet; thence South $01^{\circ} 09' 44''$ West, for a distance of 111.00 feet, to the POINT OF BEGINNING, said Point being the South Right-of-Way line of State Road No. 688 (Ulmerton Road); thence with the said South Right-of-Way line of State Road No. 688 (Ulmerton Road), South $88^{\circ} 50' 16''$ East, for a distance of 490.57 feet; thence on a curve in a Northerly direction, having a central angle of $02^{\circ} 21' 49''$, a radius of 22,990.32 feet, an arc length of 948.50 feet, chord bearing and distance of North $89^{\circ} 58' 49''$ East, for a distance of 948.43 feet, to a point of a reverse curve; thence on a curve to the South, having a central angle of $00^{\circ} 44' 04''$, a radius of 22,846.22 feet, an arc length of 292.85 feet, chord bearing and a distance of North $89^{\circ} 09' 56''$ East, for a distance of 292.85 feet, to the East line of Lot 3, PINELLAS GROVE; thence with the Eastern line of Lot 3; thence South $00^{\circ} 30' 24''$ East, for a distance of 28.00 feet; thence continue along said Right-of-Way by a curve, concave to the South, having a radius of 22,818.32 feet, an arc length of 298.75 feet, chord bearing and distance of South $89^{\circ} 19' 17''$ East, for a distance of 298.75 feet; thence South $0^{\circ} 48' 32''$ East, for a distance of 893.88 feet; thence North $88^{\circ} 59' 49''$ West, for a distance of 658.15 feet; thence South $00^{\circ} 14' 10''$ East, for a distance of 333.20 feet; thence North $89^{\circ} 02' 09''$ West, for a distance of 870.83 feet; thence North $01^{\circ} 00' 11''$ East, for a distance of 333.72 feet, to a point in the 40 acre line; thence with the 40 acre line, North $88^{\circ} 59' 49''$ West, for a distance of 87.68 feet; thence North $00^{\circ} 18' 05''$ East, for a distance of 310.00 feet; thence North $88^{\circ} 59' 49''$ West, for a distance of 295.00 feet, to a point in the Eastern Right-of-Way line of U.S. Alternate 19; thence with said Right-of-Way line, North $00^{\circ} 18' 05''$ East, for a distance of 730.40 feet; thence South $88^{\circ} 50' 16''$ East, for a distance of 5.00 feet; thence North $00^{\circ} 18' 05''$ East, for a distance of 26.59 feet; thence leaving said Right-of-Way, South $88^{\circ} 50' 16''$ East, for a distance of 150.00 feet; thence North $00^{\circ} 18' 05''$ East, for a distance of 158.00 feet, to the Point of Beginning.

Said Parcel contains 2,670,413.00 Square Feet more or less

Said Parcel contains 61.3043 Acres more or less

LEGAL DESCRIPTION:

That portion of Lot 2, Lot 3, Lot 4, Lot 5, Lot 6, Lot 7, Lot 8, Lot 9, Lot 10, Lot 11, Lot 12, Lot 13 and Lot 14, in the Northeast 1/4, of Section 10, Township 30 South, Range 15 East, PINELLAS GROVES, as recorded in Plat Book 1, Page 55, of the Public Records of Pinellas County, Florida, TOGETHER WITH that portion of vacated Right-of-Ways abutting the above described parcels as noted in Ordinance filed February 13, 1979, in Official Records Book 4813, Page 1575, as Instrument No. 79023703, Public Records of Pinellas County, Florida, and the North 1/2, of the North 1/2, of the Southwest 1/4, of the Northeast 1/4, LESS the West 450.00 feet in Section 10, Township 30 South, Range 15 East, Pinellas County, Florida, being more fully described as follows:

Commence at the North 1/4 corner of Section 10, Township 30 South, Range 15 East; thence with the North line of said Section 10, South $88^{\circ} 50' 16''$ East, for a distance of 226.68 feet; thence South $01^{\circ} 09' 44''$ West, for a distance of 111.00 feet, to the POINT OF BEGINNING, said Point being the South Right-of-Way line of State Road No. 688 (Ulmerton Road); thence with the said South Right-of-Way line of State Road No. 688 (Ulmerton Road), South $88^{\circ} 50' 16''$ East, for a distance of 490.57 feet; thence on a curve in a Northerly direction, having a central angle of $02^{\circ} 21' 49''$, a radius of 22,990.32 feet, an arc length of 948.50 feet, chord bearing and distance of North $89^{\circ} 58' 49''$ East, for a distance of 948.43 feet, to a point of a reverse curve; thence on a curve to the South, having a central angle of $00^{\circ} 44' 04''$, a radius of 22,846.22 feet, an arc length of 292.85 feet, chord bearing and a distance of North $89^{\circ} 09' 56''$ East, for a distance of 292.85 feet, to the East line of Lot 3, PINELLAS GROVE; thence with the Eastern line of Lot 3; thence South $00^{\circ} 30' 24''$ East, for a distance of 28.00 feet; thence continue along said Right-of-Way by a curve, concave to the South, having a radius of 22,818.32 feet, an arc length of 298.75 feet, chord bearing and distance of South $89^{\circ} 19' 17''$ East, for a distance of 298.75 feet; thence South $0^{\circ} 48' 32''$ East, for a distance of 893.88 feet; thence North $88^{\circ} 59' 49''$ West, for a distance of 658.15 feet; thence South $00^{\circ} 14' 10''$ East, for a distance of 333.20 feet; thence North $89^{\circ} 02' 09''$ West, for a distance of 870.83 feet; thence North $01^{\circ} 00' 11''$ East, for a distance of 333.72 feet, to a point in the 40 acre line; thence with the 40 acre line, North $88^{\circ} 59' 49''$ West, for a distance of 87.68 feet; thence North $00^{\circ} 18' 05''$ East, for a distance of 310.00 feet; thence North $88^{\circ} 59' 49''$ West, for a distance of 295.00 feet, to a point in the Eastern Right-of-Way line of U.S. Alternate 19; thence with said Right-of-Way line, North $00^{\circ} 18' 05''$ East, for a distance of 730.40 feet; thence South $88^{\circ} 50' 16''$ East, for a distance of 5.00 feet; thence North $00^{\circ} 18' 05''$ East, for a distance of 26.59 feet; thence leaving said Right-of-Way, South $88^{\circ} 50' 16''$ East, for a distance of 150.00 feet; thence North $00^{\circ} 18' 05''$ East, for a distance of 158.00 feet, to the Point of Beginning.

Said Parcel contains 2,670,413.00 Square Feet more or less

Said Parcel contains 61.3043 Acres more or less

EXHIBIT C

630,000 s.f. Alternative

TABLE 31.9
UNADJUSTED VEHICLE AND PERSON TRIPS¹

Land Use	Quantity	Vehicle Trip Generation Rates ²		1988 Unadjusted Vehicle Trips		1988 Unadjusted Person Trips	
		PM Peak Hour In	Out	PM Peak Hour In	Out	PM Peak Hour In	Out
Retail	630,000 s.f.	1.53	1.60	23,436	964	32,810	1,349
					1,008		1,411

¹ Internal/External and transit trips are not accounted for in this table. See Table 31.10 for Internal/External Split, Transit and Auto Development Trips.

² Institute of Transportation Engineers (ITE), Trip Generation, Third Edition, 1982. For additional information see appended transportation methodology statement and transportation methodology update. Trip rates expressed in terms of trips/1,000 s.f.



CITY OF
Largo, Florida

P.O. Box 296, Largo, Florida 34294-0296
(813) 584-8671

November 5, 1986

Ms. Sheila Benz
Director of Planning
TAMPA BAY REGIONAL PLANNING COUNCIL
9455 Koger Boulevard
St. Petersburg, FL 33702-2491

RE: Ordinance No. 86-56

Dear Ms. Benz:

Attached is the subject Ordinance. It is being transmitted to you pursuant to Chapter 380, Florida Statutes and Chapter 9J-2.25, Florida Administrative Code. The Ordinance was adopted by the City of Largo, Florida, Commission on November 4, 1986. The Ordinance amends a previously approved DRI development order for the Carriage Hill Mall, DRI No. 37, now identified by Tampa Bay Regional Planning Council as DRI No. 156, "Largo Collection".

Very truly yours,


Dorothy Pick
City Clerk

DP:re

Attachments

cc: Mr. Ed Lehman - Community Affairs
Mr. Steve Kelly - Trammell Crow Co.
Ms. Gail Easley - Community Development Director
Mr. G. R. McClelland, City Attorney

ORDINANCE NO. 86-56

AN ORDINANCE OF THE CITY OF LARGO, FLORIDA, AMENDING A PREVIOUSLY APPROVED DEVELOPMENT ORDER PURSUANT TO CHAPTER 380, FLORIDA STATUTES, ON A SUBMITTAL OF A PROPOSED CHANGE TO THAT PREVIOUSLY APPROVED DEVELOPMENT ORDER FILED BY CROW PROPERTY COMPANY, FOR THE LARGO COLLECTION SHOPPING CENTER, A DEVELOPMENT OF REGIONAL IMPACT; PROVIDING A SEPARABILITY CLAUSE; PROVIDING AN EFFECTIVE DATE HEREOF.

WHEREAS, on October 22, 1974, the City of Largo City Commission approved a Development of Regional Impact ("DRI") Order on the application for development approval ("ADA") for Carriage Hill Mall, a DRI consisting of a regional shopping mall of 740,000 (±5%) square feet on 58 acres, subject to certain conditions stated therein, and

WHEREAS, the buildout date for that original development approval was extended by action of the City of Largo ("City") and a predecessor-in-interest to the Crow Property Company took certain actions, in reliance thereon, during that extension period, and

WHEREAS, on April 24, 1986, the Crow Property Company (the "Developer" and contract purchaser), D. L. Grove, Inc., DeBartolo Citrus Company and the State of Florida Department of Community Affairs ("DCA") entered into an agreement which required the Developer to submit an update to the DRI ADA transportation analysis, together with an update of the concomitant air quality issue, for substantial deviation review; the DCA agreed that the regional issues were limited to Transportation and Air Quality and further agreed not to appeal any amended DRI Development Order ("Order") on the basis that no valid DRI Order existed which could be amended, and

WHEREAS, on June 30, 1986, the Developer filed its Transportation Update to the previously approved DRI (and indicated that the project had been renamed the "Largo Collection") with the City, Pinellas County, Pinellas County Metropolitan Planning

Organization ("MPO"), the Pinellas Suncoast Transit Authority ("PSTA"), the Florida Department of Transportation ("FDOT"), the Florida Department of Environmental Regulation ("FDER"), the Tampa Bay Regional Planning Council ("TBRPC") and the DCA, and

WHEREAS, on July 25, 1986, the Developer submitted its Air Quality update, based on the Transportation Update analysis, to those same reviewing agencies, and

WHEREAS, on August 12 and August 19, 1986, the Developer submitted responses to agency comments and questions raised in reaction to those Transportation and Air Quality Updates ("Updates"), and

WHEREAS, the Updates to the ADA proposed the development of the Largo Collection as a slightly downsized, 700,000 square foot shopping center (the "project"), located on a slightly larger, approximately 61 acre site, which is located generally at the southeast corner of the intersection of Ulmerton Road and Seminole Boulevard, and

WHEREAS, the project has also been concurrently undergoing pre-building permit site plan review by the City staff, which review has revealed that due to physical and regulatory constraints the site can only accommodate a maximum of 630,000 square feet in the configuration proposed by the Developer, and

WHEREAS, the Developer has therefore provided a revised analysis of the pertinent aspects of the Updates which were based upon a 700,000 square foot development, and

WHEREAS, the Largo City Commission is the governing body of the local government having jurisdiction pursuant to Chapter 380, Florida Statutes (1985) ("Chapter 380") and is authorized and empowered to consider this proposed change to the previously approved DRI, and

WHEREAS, the public notice requirements of Chapter 380 and applicable City of Largo Code Sections have been satisfied, and

WHEREAS, the Largo City Commission has received and considered the report and recommendations of the TBRPC, and

WHEREAS, the Largo City Commission has on October 21, 1986, held a duly noticed public hearing on the proposed change to the DRI and has heard and considered testimony and documents received thereon, and

WHEREAS, all interested parties and members of the public were afforded the opportunity to participate in the hearing on the subject matter before the Largo City Commission, and

WHEREAS, the Largo City Commission has reviewed the above referenced documents, as well as all related testimony and evidence submitted by each party and members of the general public; now therefore,

**BE IT ORDAINED BY THE CITY COMMISSION
OF THE CITY OF LARGO, FLORIDA:**

Section 1. That this Ordinance ("Order") shall constitute an amendment to a previously approved DRI Development Order, dated October 22, 1974, as previously amended, for the Largo Collection (the new name for the previously approved Carriage Hill Mall), a DRI. The scope of the development to be permitted pursuant to this Order includes the land use and activities described in the ADA (as revised by the Updates) which, along with those Updates, Sufficiency Responses to agency comments and certain correspondence to those agencies subsequent to Sufficiency Responses, are attached hereto and made a part hereof as composite Exhibit "A".

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

- A. That the Developer submitted to the City the materials attached hereto as composite Exhibit "A".
- B. That the revised real property which is the subject of the ADA, as Updated, is legally described as set forth in Exhibit "B", attached hereto and by reference made a part hereof.
- C. That the Developer proposes the development of the Largo Collection as a 630,000 square foot shopping complex with a total site area of approximately 61 acres, to be located generally at the southeast corner of the intersection of Ulmerton Road and Seminole Boulevard, in the City of Largo, Florida. The pertinent portions of the reanalysis of the Updates, based on 630,000 square feet, are set forth in composite Exhibit "C", attached hereto and by reference made a part hereof.
- D. That the proposed development is not located in an area of critical state concern as designated pursuant to Section 380.05, Florida Statute (1985).
- E. That the project, completed in accordance with this Order, will be consistent with all applicable local land development regulations.
- F. That this Order is consistent with the report and recommendations of the TBRPC and satisfies the provisions of Section 380.06(14), Florida Statutes, as amended.
- G. That the development will not unreasonably interfere with the achievement or objectives of the adopted state land development plan applicable to the area.
- H. That a comprehensive review of the impacts generated by the development has been conducted by the City's departments and the TBRPC.

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

- A. That these proceedings have been duly conducted pursuant to applicable law and regulations and, based upon the record in this proceeding, the various Departments of the City are authorized to approve, and the Developer is authorized to conduct, development as described herein, subject to the conditions, restrictions and limitations set forth herein.
- B. That the review by the City, the TBRPC and other participating agencies and interested citizens reveals that impacts are adequately addressed pursuant to the requirements of Chapter 380, within the terms and conditions of this Order, the ADA and the Updates to the ADA. To the extent that the Updates to the ADA are inconsistent with the ADA itself, the terms and conditions of the later-provided Updates shall prevail. To the extent that the ADA and its Updates are inconsistent with the terms and conditions of this Order, the terms and conditions of this Order shall prevail.

Section 4. That having made the above findings of fact and reached the above conclusions of law, it is ordered that the previously approved DRI Order is hereby amended and approved, as amended, subject to the following conditions, restrictions and limitations:

- A. **Substantial Deviations:** Further review pursuant to Chapter 380 may be required if a substantial deviation, as defined in Chapter 380, occurs. The Developer shall be given due notice of, and an opportunity to be heard at, any hearing to determine whether or not any additional proposed changes to the development are substantial deviations. Substantial deviations may occur by failure to comply with the conditions herein, or by failure to follow terms and provisions contained in composite Exhibit "A."

B. The Developer shall submit annual reports on the status of the DRI to the City, the TBRPC, the DCA and other agencies as may be appropriate, on February 1, 1988, and on February 1 of each year thereafter until such time as all terms and conditions of this Order are satisfied. Such report shall be submitted to the City of Largo Community Development Department which Department shall, after appropriate review, submit it for review by the City Commission. The City Commission shall review the report for compliance with the terms and conditions of this Order and may issue further orders and conditions to insure compliance therewith. The Developer shall be notified of any City Commission hearing wherein such report is to be reviewed; provided, however, that receipt and review by the City Commission shall not be considered a substitute or a waiver of any terms or conditions of this Order. The annual report shall contain:

1. Changes in the plan of development for the reporting year and for the next year;
2. A summary comparison of development activity proposed and actually conducted for the reporting year;
3. A list of undeveloped tracts of land, other than individual, single family lots, that have been sold to a separate entity or developer, together with the name and address of each entity or developer;
4. Identification and intended use of lands purchased, leased or optioned by the developer adjacent to the DRI site since this Order was issued;
5. An assessment, by the Developer, of the Developer's and the City's compliance with conditions of approval contained in this Order;
6. Any known incremental DRI applications for development approval or requests for a substantial deviation determination that were filed in the reporting year or which are to be filed during the next year;
7. An indication of a change, if any, in local government jurisdiction for any portion of the development since this Order was issued;

8. A list of significant local, state and federal permits which have been obtained or which are pending, listed by agency, type of permit, permit number and purpose of each;
9. Any additional reports or studies required by this Order to be submitted as part of the annual report;
10. A copy of any notice of the adoption of a DRI Order or the subsequent modification of an adopted Order that was recorded by the Developer pursuant to Subsection 380.06(15), Florida Statutes (1985).

C. Transportation Conditions:

1. Transportation System Management Program

a. The Developer shall prepare and implement a Transportation Systems Management (TSM) Program to divert a number of vehicle trips from the roadways, consistent with the assumptions used to prepare the ADA Transportation Update.

b. The TSM Program shall be prepared and submitted within one year of the effective date of this Order.

c. The TSM Program shall be reviewed by the City, the Pinellas Area Transportation Study - Metropolitan Planning Organization (PATS-MPO) the TBRPC and the Florida Department of Transportation (FDOT).

d. Each annual report for this development, submitted after the issuance of certificates of occupancy for 400,000 square feet of commercial space shall include an assessment of the actual achievement of vehicle trips diverted as a result of the TSM Program. This assessment shall also include sufficient and appropriate documentation for all diversions claimed as a result of implementation of each TSM measure.

e. If an annual report is not submitted within thirty (30) days of its due date or if the annual report indicates that the total trip diversions are not

being met, the City shall conduct a substantial deviation determination pursuant to Subsection 380.06(19), Florida Statutes, and, if applicable, further amend this Order to change TSM objectives or require additional roadway improvements, or a combination thereof.

f. The results of the TSM study may serve as a basis for the developer or applicable reviewing agencies to request Order amendments.

2. Traffic Field Surveys and Reports

a. To assure that the transportation impacts of this development have been accurately projected by the ADA Transportation Update, the Developer shall conduct field surveys and prepare a report of findings of actual vehicle and transit trips generated by the Largo Collection development.

b. The surveys and report shall be prepared and submitted every two years after the initial certification of occupancy, through project buildout, as part of the annual report.

c. The surveys and report shall be conducted by the Developer and shall be approved by the City, the PATS-MPO, the FDOT and the TBRPC.

d. The results of the surveys and report may serve as a basis for the Developer or applicable reviewing agencies to request Order amendments.

3. Traffic Study

The Developer shall perform a traffic study after certificates of occupancy have been granted to 400,000 square feet of commercial space. The study shall serve to affirm the findings of the Transportation Update. The traffic study shall report the success of the diversion of vehicle trips from the PM peak hour as well as the achieved mode split percentage. This report shall be included every two years until buildout, as part of the annual report.

4. Traffic Impact Mitigation Conditions

a. The following conditions are established for purposes of mitigating impacts of this development on regional transportation facilities. Issuance of development permits by the City for the project shall require a determination by the City of compliance with the conditions set forth herein.

b. Funding Commitments. For the purpose of this Order, funding commitments may be (at Developer's option) either in the form of Developer contributions-in-aid-of-construction, or Developer commitments for actual construction, or the placement of the required improvements in the Transportation Improvements Work Programs of the City, Pinellas County ("County"), or the State of Florida ("State"), or a combination thereof.

c. That, for the purposes of this Order, the Developer is considered one of a number of possible responsible entities.

d. Transportation system improvements required to mitigate the impacts of this proposed development have been identified in the Transportation Update to the ADA and by TBRPC in its report. It may be unreasonable to expect that necessary roadway improvements, to meet the needs generated by this development, can be implemented within the existing funding and capital improvements programs for this section of the region. Impact fees, coupled with other revenue sources, are appropriate funding sources for capital improvements of this magnitude.

e. Transportation Improvement Alternatives. The Developer, at its option, may select one of the following alternatives to mitigate the project's Transportation Impacts:

(1) Alternative One: The Developer may delay development of the project until funding commitments are secured from responsible entities for the following roadway improvements. Without funding commitments for these improvements, construction permits shall not be issued for this project.

(a) Improve Ulmerton Road between 113th Street and Seminole Boulevard by providing one additional Eastbound and one additional Westbound through lane. (The Largo Collection will contribute 23.8 percent of the existing Level of Service C, daily capacity of the existing facility.)

(b) Improve Ulmerton Road between Seminole Boulevard and 101st Street by providing one additional Eastbound and one additional Westbound through lane. (The Largo Collection will contribute 8.0 percent of the existing Level of Service C, daily capacity of the existing facility.)

(c) Improve Ulmerton Road between 101st Street and Starkey Road by providing one additional Eastbound and one additional Westbound through lane. (The Largo Collection will contribute 7.1 percent of the existing Level of Service C, daily capacity of the existing facility.)

(d) Improve Ulmerton Road from Starkey Road eastward to provide appropriate transitions for vehicles approaching and departing that intersection. (The Largo Collection will contribute 1.3 percent of the through lane capacity and 6.0% of the intersection capacity based upon the existing Level of Service C, daily capacity of the existing facility.)

The City has been advised that all of the links described above are included in the FDOT Ulmerton Corridor Study, the contract for which is to be let on or before January 1, 1987, and which study is to be supervised by the appropriate Pinellas County officials. Such study is to lead to recommended/funded improvements to Ulmerton Road.

(2) Alternative Two: In lieu of Alternative One, set out in Section 4.C.4.e(1) above, the Developer may elect Alternative Two, described below:

- (a) In the event that commitments for transportation improvements are only adequate to permit approval of a portion of the development, the capacity and loading of transportation facilities in the Largo Collection transportation area as defined in the Transportation Update, including but not limited to the regional roadways and intersections referenced in Alternative One (a-d), shall be limiting factors in any subsequent approvals.
- (b) Accordingly, the Developer shall generate and provide the City, the PATS-MPO, the FDOT and the TBRPC pursuant to the provisions of Section 380.06, Florida Statutes, with updated current traffic counts on the above roadways together with projections of traffic volumes that will result from the completion of the currently approved project construction, plus that to be generated by the next portion for which the developer is seeking approval.
- (c) Each updated traffic analysis shall serve to verify that findings of the ADA Transportation Update or shall indicate alternate transportation improvements or mechanisms which, when

implemented will maintain the roadways referenced in Alternative One (Section 4.C.4.e(1)(a)-(d), above) at a satisfactory Level of Service, (Daily Level of Service C, or D at peak hour.)

(d) Both the traffic counts and the projection of traffic volume shall be prepared consistent with generally accepted traffic engineering practices.

(e) Prior to any specific approval beyond a first subphase approval, the City or its designee shall be assured in written findings of fact, that the above roadways are operating at or above an average daily Level of Service C, or D peak hour and that the expected trips to be generated by such approval would not cause the roadways to operate below an average daily Level of Service C, or D peak hour.

(3) Alternative Three: In lieu of Alternative One or Two, set out in Sections 4.C.4.e(1) or 4.C.4.e(2) above, the Developer may elect Alternative Three, described below:

(a) The Developer shall, no later than the date construction of the development is initiated, pursuant to a construction permit issued by the City, or on March 31, 1987, whichever date is later, expeditiously begin and diligently pursue to completion the design and construction of the following improvements which shall be built to the applicable City, County or State standards:

The widening of Ulmerton Road to six (6) lanes divided, from a point 625 feet west of the westerly edge of Seminole Boulevard (said 625 feet being an improvement only for the Eastbound traffic

approaching the intersection of Seminole Boulevard and Ulmerton Road) to a point 625 feet east of the easterly edge of 101st street, or the northerly extension thereof, (said 625 feet being an improvement for westbound traffic approaching the intersection of Ulmerton Road and 101st Street) and to a point 775 feet east of the easterly edge of 101st Street, or the northerly extension thereof, (said 775 feet being an improvement for Eastbound traffic departing the intersection of Ulmerton Road and 101st Street); together with the provision of a northbound to westbound lane at the intersection of Ulmerton and 101st Street and associated signalization enhancement ("the Alternative Three Improvements"). In addition, the Developer shall design and construct a northbound to westbound traffic signal phase improvement at Seminole Boulevard and 126th Avenue ("the 126th Avenue Signal Phase Improvement"). The Alternative Three Improvements, together with the 126th Avenue Signal Phase Improvement, will hereinafter be referred to as "the Composite Alternative Three Improvements" when reference to both projects is intended.

If the Developer is issued a construction permit prior to March 31, 1987, the Developer shall provide to the City assurances, in a form and amount satisfactory to the City, that an acceptable amount of money is actually available for commencing the design and construction of the Composite Alternative Three Improvements.

(b) The Developer's proportionate, fair share contribution of the total costs of the improvements set forth in the schedule of improvements contained within Alternative One (Section 4.C.4.e.(1)(a)-(d) has been determined to be \$519,930.00 and that sum is deemed:

(i) to make adequate financial provision for such facilities or,

(ii) is equal to or greater than the sum of the costs of improvements attributable to the project derived from the application of the following formula:

(1) The costs of improvements attributable to the project are based upon the cost of improving regionally significant, substantially impacted roadways which will operate at worse than the desired Level of Service at the time of project buildout. The cost of improvement of each such roadway is calculated as follows:

(a) Available Service Volume = daily Level of Service C service volume or peak hour Level of Service D service volume of roadway - existing traffic volume on roadway.

(b) Trips Attributable to Project = trips generated by project on roadway - available service volume.

(c) Utilization of Increased Service Volume = trips attributable to project/the increased service volume of the roadway resulting from an improvement which will maintain the desired Level of Service or the Level of Service existing at the time for application for development approval, whichever is worse.

(d) Cost of Improvement Attributable to Project = utilization of increased service volume x the cost of the improvement described in Subparagraph (c) above.

(2) Notwithstanding anything in Subsection (1) above, in the event the proposed development will substantially impact regionally significant roadways which are operating at Level of Service F at the time of submitting the Transportation Update to the ADA, the cost of improvements attributable to the project is based upon the cost of constructing improvements necessary to maintain the volume-to-capacity ratio existing on that roadway at the time of submitting the Transportation Update to the ADA.

(c) The Composite Alternative Three Improvements referred to in Section 4.C.4e(3)(a) is one or more of the major improvements

listed in Section 4.C.4e(1)(a)-(d), above and is specifically calculated and is hereby deemed to optimally benefit the regional roadway network which will be substantially impacted by the proposed development.

(d) The cost of the Alternative Three Improvements is estimated to be \$570,000.00.

(e) The cost of the 126th Avenue Signal Phase Improvement is estimated to be less than or equal to \$10,000.00.

(f) In order to insure full funding of the estimated cost of the Composite Alternative Three Improvements, the Developer hereby agrees to fund the Alternative Three Improvements to a maximum amount of \$570,000.00, or \$50,070.00 in excess of the actual, determined proportionate fair share contribution; further the Developer hereby agrees to fund the 126th Avenue Signal Phase Improvements to a maximum amount of \$10,000.00.

(g) Should the actual cost of the Alternative Three Improvements exceed \$570,000.00, the Developer, after consultation with the City, and based upon generally acceptable traffic engineering standards and practices shall construct the maximum amount of the Alternative Three Improvements which can be constructed for the \$570,000.00 amount.

(h) Should the actual cost of the 126th Avenue Signal Phase Improvement exceed \$10,000.00, the Developer, after consultation with the City, and based upon generally acceptable traffic engineering standards and practices shall construct the maximum

amount of the 126th Avenue Signal Phase Improvement which can be constructed for the \$10,000.00 amount.

(i) In order to insure that the maximum amount of the Composite Alternative Three Improvements will be built, the City agrees: (i) to obtain all permits, construction easements and rights-of-way necessary to accommodate the City-approved, Composite Alternative Three Improvements designs; (ii) to complete all utility relocations necessary to accommodate the City-approved, Composite Alternative Three Improvements designs; and (iii) to coordinate, facilitate, and complete after consultation with the Developer, all other matters necessary to complete the City approved Composite Alternative Three Improvements designs, including but specifically not limited to, the appropriate collection and distribution of additional stormwater run-off, if any, created by the Composite Alternative Three Improvements.

5. Impact Fee Credit

Expenditure of the sum of \$570,000.00 for the Alternative Three Improvements, together with the maximum amount of up to \$10,000.00 for the 126th Avenue Signal Phase Improvement referred to in Sections 4.C.4.e(3)(d) and (e) above, which sums are required by this Order to pay for the design and construction of the Composite Alternative Three Improvements, which are deemed to be neither internal, on-site facilities which are required by the City nor off-site facilities which are otherwise necessary to provide safe and adequate services to the development, shall constitute the full, final and complete expenditures for the City approved transportation improvements

needed as a result of the development. This total sum shall be credited against any present or future transportation impact fee assessments and the funds shall be expended to construct the Composite Alternative Three Improvements which improvements are hereby deemed by the City to be related to off-site facilities which are not otherwise necessary to provide safe and adequate services to the development.

6. Right Of Way

If right-of-way is required for transportation improvements needed as a result of the development, and such right-of-way can be obtained from the land which is the subject of this Order, then the Developer may elect to provide such right-of-way to the appropriate governmental entity and in such event, the Developer shall receive full credit for the fair market value of the land so provided against the agreed upon maximum developer contribution of \$570,000.00, together with the maximum amount of up to \$10,000.00 for the 126th Avenue Signal Phase Improvement as established in Section 4.C.4.e.(3) above.

The fair market value of such right-of-way shall be determined in accordance with the following procedure: The Developer and the City/FDOT shall each cause to be completed an MAI appraisal to determine the fair market value of the right-of-way being considered. If the two MAI appraisers cannot agree on the total fair market value of the right-of-way, then the two MAI appraisers shall select a third MAI appraiser who, together with the original appraisers, shall prepare the final appraisal. In lieu of the above described procedure, other mutually agreed upon procedures may be utilized to determine the fair market value of such right-of-way.

7. Parking

- a. Because of the large scale of this project; because of the synergism which will exist between and among the various tenants of the project; in light of the more detailed, intensive site, local and regional planning required of a DRI-scale project and based upon a shared parking analysis prepared by the Developer and approved by the City, the maximum total number of parking spaces required to be provided on-site will be 3010. Through the proper design and distribution of parking spaces, ten (10) parking spaces per 1,000 square feet of restaurant land use shall be provided in proximity to out-parcels which are used as sites for restaurants. The remainder of the on-site parking spaces will be provided to meet the remaining on-site parking demands of the retail land uses.
- b. Should the development ultimately be built out at a lesser total square footage than the approved 630,000 square feet, the maximum number of required parking spaces will be reduced at the rate of 4.47 spaces for each 1,000 square foot reduction in the over-all size of the development.

8. Out-parcels

Nine out-parcels are included within the requested 630,000 square feet of the development. If, at any time, five or more uses located on those out-parcels are uses which are estimated to generate in excess of 200 vehicle trips per 1000 square feet of gross building area (based upon the Institute of Traffic Engineers, Trip Generation Report, 3rd Edition-1982) then, in that event, the Developer shall immediately begin to monitor overall trip generation on an annual basis to insure that the project as a whole remains within the parameters set forth in the Transportation Update to the ADA. Such monitoring report shall be submitted as part of the annual report.

9. Future Traffic Methodology Revisions

If, after the effective date of this Order, the site is included within a Regional Activity Center, Sub-Regional Activity Center or an Activity Center, as so designated by TBRPC, or, if revisions to the rules, regulations, standards or policies of any applicable entity or agency are made, which designations or revisions would alter the method by which the transportation impacts of this project were assessed, then, in that event, the Developer, at its option, may choose to reanalyze the traffic under the then-applicable rules, regulations, standards or policies and submit such analysis to the City and TBRPC for review and approval of any revised transportation impacts together with their revised related improvements, improvement costs and proportionate fair share contribution.

4.D. Air Quality Conditions:

1. In light of the reduction in maximum development square footage requested by the Developer and allowed by this Order, the Developer has reanalyzed pertinent sections of the Air Quality update. The results are attached hereto as part of composite Exhibit "C".
2. Inasmuch as composite Exhibit "C" demonstrates that there are no longer any exceedances indicated, a mitigation analysis and abatement plan are not considered necessary as conditions of this Order.

4.E. Largo Conditions:

1. The following additional conditions are imposed by the City on the Developer. Notwithstanding any City Code Section, City Ordinance, City Resolution or City Policy to the contrary, the Developer agrees that it shall not seek any hardship relief or variance from the specific terms of the following conditions. Such additional conditions are based upon the unique, more

stringent project and site review afforded through the DRI ADA Update review process; the untemplated-by-code, large-scale nature of the project; and the result of specific studies and analyses prepared by the Developer for the City's review or accomplished directly by the City staff, demonstrating the need for more sensitive, unique regulatory control over this project, on this site.

2. Inasmuch as any project of this magnitude would have the ability to request a 75% impervious surface percentage and in light of the additional site, local and regional stormwater drainage planning efforts required of this DRI scale project, this project is hereby authorized a maximum of an 80% impervious surface percentage; provided, however, that all local, county, regional and state-level stormwater management rules and regulations are met or exceeded.
3. Inasmuch as sequential replatting of a project and site of this size and nature is not specifically addressed in the Largo Code of Ordinances, the Developer shall be required to file the initial replat of the site at the time of the issuance of the first certificate of occupancy. Notwithstanding the above, the Developer, at its option, may file for a full or partial replatting of the site, indicating individual parcel(s) within the site, at any time, whether prior to or after the issuance of the first certificate of occupancy.
4. Due to the fact that a DRI project of this magnitude was untemplated by the City of Largo Comprehensive Development Code and in light of the extensive, additional site planning required for this project at the site, local and regional level, this development shall be permitted, in lieu of the Section 5605A provisions of the Largo Comprehensive Development Code, relative to free-standing signs, the following:

- (a) A maximum of seven (7) free standing signs, with no more than three (3) of these freestanding signs oriented to the Seminole Boulevard frontage.
 - (b) A maximum total sign face area of 1600 square feet; provided, however, where a sign has two display faces back-to-back or in a V-shaped configuration, the area of only one face shall be considered the sign face area, unless both faces can be viewed simultaneously in which case both faces shall be considered as sign face area.
 - (c) A maximum sign height of thirty-nine (39) feet, provided however, that the average height for all freestanding signs on the site shall not exceed thirty-five (35) feet at the time of buildout.
 - (d) All signs shall be subject to City review and approval in accordance with the permittal process outlined in the Largo Comprehensive Development Code.
 - (e) All signage, other than freestanding, shall be allowed pursuant to the applicable Largo Comprehensive Development Code Sign Sections.
5. In order to ensure that the conditions of the previously approved DRI Order, as amended, relating to the relationship between the DRI project and the surrounding neighborhood are satisfied, the following additional conditions shall apply:
- (a) The entrance to the site lying in an east-west direction west of 101st Street, immediately north of the electrical substation, shall be designed in such a manner as to not encourage the use of such entranceway, except by those residents whose access to Ulmerton Road is by way of 101st Street, together with the tenants of the project or for the provision of goods and services to those tenants.

- (b) The Developer, or its successor-in-interest or assigns shall be granted only one permit for a driveway and associated tapers to be located between the westerly edge of 101st Street and the easterly edge of the legally described property subject of this Order.

Section 5. That the commitments referenced by the Developer in the Transportation and Air Quality Updates shall be honored, except to the extent that those commitments are superseded by the specific terms of this Order.

Section 6. That the legal validity and conditions of the previously approved DRI Order, as amended, are hereby confirmed and such DRI Order and its conditions shall remain in full effect, except to the extent that those conditions are superseded by the specific terms or conditions of this Order.

Section 7. That the definitions contained in Chapter 380 shall control the interpretation and construction of any terms in this Order.

Section 8. That this Order shall remain in effect for a period of seven (7) years from the date that this Order becomes final (not subject to appeal). Any development activities for which 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 Commission on the finding of excusable delay in any proposed development activity. Physical development of the project must commence within three (3) years of the effective date of this Order. The City agrees that during the seven (7) year effective period of this Order, the DRI project and site shall not be subject to downzoning, unit density reduction, or intensity reduction, unless the City can demonstrate that: (i) substantial changes in the conditions underlying the approval of this Order have occurred, or; (ii) this Order was based on substantially inaccurate information provided by the Developer, or; (iii) such change is clearly established by the

City to be essential to the public health, safety, or welfare.

Section 9. That this Order shall be binding on the Developer, its assigns or successors-in-interests.

Section 10. That the City of Largo Department of Community Development is responsible for ensuring compliance with this Order. Monitoring shall be accomplished by review of the annual reports, building permits and certificates of occupancy, as well as by on-site inspections and observations.

Section 11. That, 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 successor-in-interest to, or which otherwise possesses the applicable powers and duties of any referenced governmental agency in existence on the effective date of this Order.

Section 12. That the City Clerk is hereby directed to send copies of this Order within five (5) days of the date this Order is adopted to the Developer, TBRPC and DCA.

Section 13. That this Order shall be deemed rendered upon transmittal of copies of this Order to the recipients specified in Chapter 380.

Section 14. That the Developer, upon this Order becoming final (not subject to appeal) shall record a notice of adoption of this Order pursuant to Chapter 380 and shall furnish the City Clerk a copy of the recorded notice.

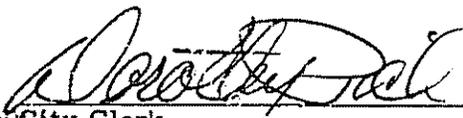
Section 15. That if any section, phrase, sentence or portion of this Order is for any reason held invalid or unconstitutional by any court of competent jurisdiction, such portion shall be deemed a separate, distinct, and independent provision and such holding shall not affect the validity of the remaining portions thereof.

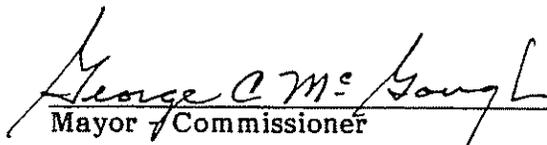
Section 16. That this Ordinance shall take effect ten days after final enactment.

APPROVED ON FIRST READING 10/21/86

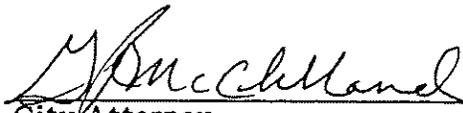
PASSED AND ADOPTED ON SECOND AND FINAL READING 11/4/86

ATTEST:


City Clerk
SEAL


Mayor & Commissioner

APPROVED AS TO FORM:


City Attorney

A TRUE AND CORRECT COPY ON RECORD AND FILE IN THE OFFICIAL RECORDS OF THE CITY OF LARGO, FLORIDA

BY Kim Swaiden
City Clerk's Office

DATE 11/5/86

TIME 1:35 PM

EXHIBIT A

The ADA, the updates to the ADA, together with the Sufficiency Responses to Agency comments which are identified in Ordinance No. 86-56 as being part of composite Exhibit "A" have previously been sent directly to TBRPC, DCA and various other reviewing agencies. Therefore, they are not included herein. They are maintained in the official records of the City of Largo, Florida, in the Community Development Department. The "certain correspondence" which is also identified as being part of composite Exhibit "A" is attached hereto.

Greiner

Greiner Engineering Sciences, Inc.
P.O. Box 23646
5601 Mariner Street
Tampa, Florida 33609-3416
(813) 879-1711
TWX: 810 876-4144 Cable: GREINCO

A Greiner Engineering, Inc. Company

C1071.10
August 28, 1986

Mr. Louis J. Fernandez
Florida Department of Environmental Regulation
7601 Highway 301 North
Tampa, Florida 33610

Reference: Largo Collection DRI Air Quality Analysis

Dear Louis:

In accordance with our discussions regarding the Largo Collection project, I am providing the simulated travel speeds used in the intersection indirect source analysis.

As previously stated, motor vehicle operating speeds used in the intersection analysis were determined by the TEXIN intersection dispersion model. The intersection operating speed is based on forecasted traffic volumes, roadway capacities, signalization, corresponding level-of-service and cruise speed for each intersection leg. Traffic volumes, roadway capacities, signalization and level-of-service were derived from the 1985 Highway Capacity Manual Signalized Intersection Capacity Analysis computer printouts. The cruise speeds, based on the intersection leg level-of-service, were derived from Table 11-1 (Arterial Levels of Service) in Chapter 11 (Urban and Suburban Arterials) of the 1985 Highway Capacity Manual. These cruise speeds are shown in the attached table.

If you have any additional questions, please call.

Respectfully yours,

GREINER ENGINEERING SCIENCES, INC.


Michael Kenney

MK/hd

cc: Kenneth E. Graves
Steve Kelly
Suzanne Cooper

**WORST-CASE
PEAK HOUR CRUISE SPEED* (mph)**

<u>Intersection</u>	<u>North</u>	<u>Intersection Leg</u>		<u>West</u>
		<u>East</u>	<u>South</u>	
<u>WITHOUT PROJECT</u>				
Ulmerton & Seminole	23	23	17	13
Seminole & West Bay	13	17	23	17
Seminole & 8th Avenue	23	17	23	10
West Bay & 113th Street	17	23	23	17
<u>WITH PROJECT</u>				
Ulmerton & Seminole	23	17	13	17
Seminole & West Bay	10	17	23	17
Seminole & 8th Avenue	13	17	23	10
West Bay & 113th Street	17	23	17	17

* Peak-hour cruise speeds used in the TEXIN intersection air pollution dispersion analysis.

Greiner

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C1071.20
August 26, 1986

Mr. Brent A. Lacy
Barton-Aschman Associates, Inc.
2901 West Busch Boulevard
Suite 1010
Tampa, Florida 33618

REFERENCE: Largo Collection

Dear Mr. Lacy:

Attached are copies of the Traffic Analysis Zone (TAZ) map you requested. Census Tract maps were omitted since our analysis was not based on these tracts. Distribution of population within each TAZ was based on field observation. This information can be approximated by reviewing the residential roadway networks within each of the TAZ.

Please feel free to telephone me if any additional data or explanation is needed.

Very truly yours,

GREINER ENGINEERING SCIENCES, INC.



Randy Coen

RGC/hd

CC: Suzanne Cooper
Steve Kelly
Ken Graves

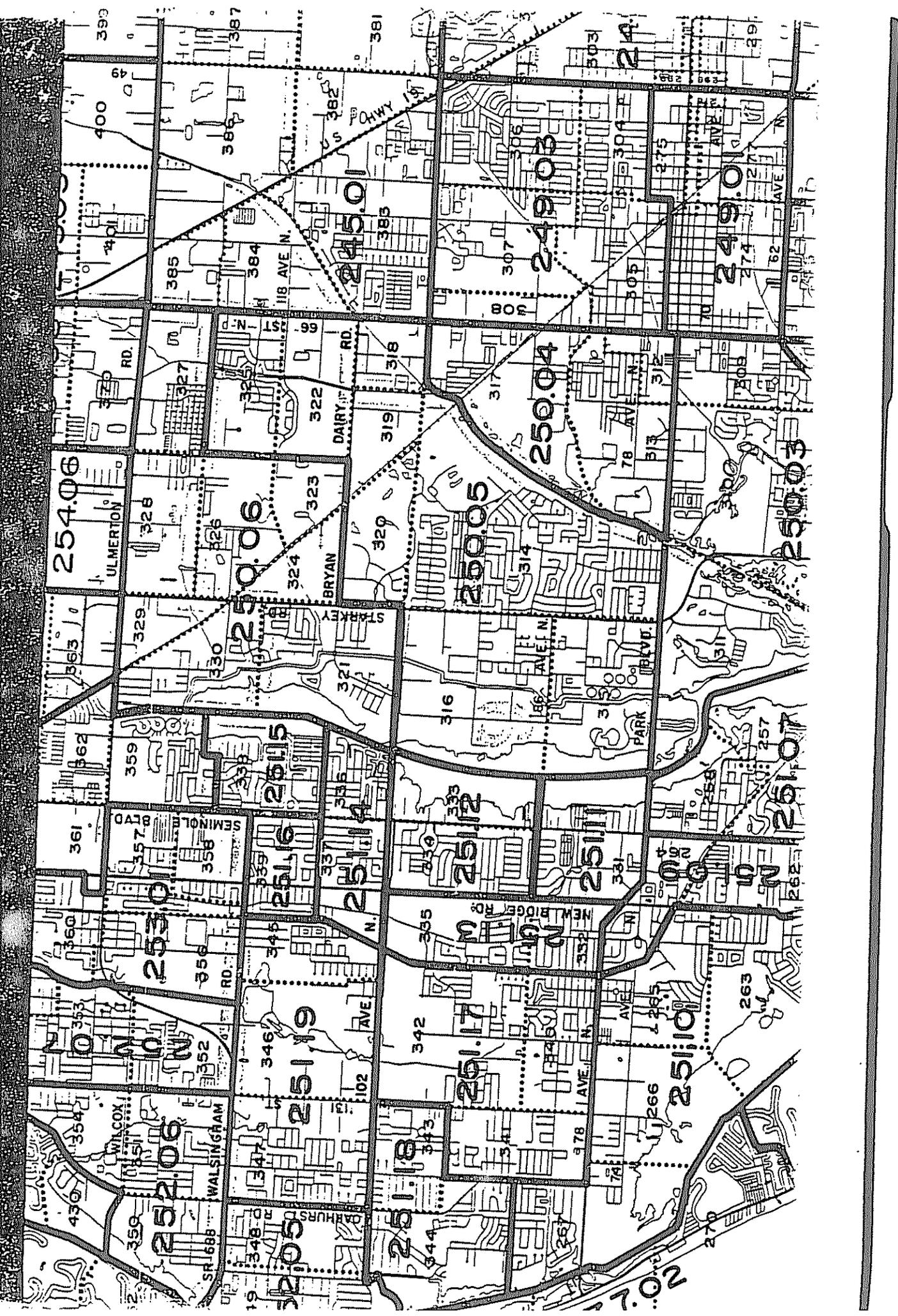


EXHIBIT B

LEGAL DESCRIPTION:

That portion of Lot 2, Lot 3, Lot 4, Lot 5, Lot 6, Lot 7, Lot 8, Lot 9, Lot 10, Lot 11, Lot 12, Lot 13 and Lot 14, in the Northeast 1/4, of Section 10, Township 30 South, Range 15 East, PINELLAS GROVES, as recorded in Plat Book 1, Page 55, of the Public Records of Pinellas County, Florida, TOGETHER WITH that portion of vacated Right-of-Ways abutting the above described parcels as noted in Ordinance filed February 13, 1979, in Official Records Book 4813, Page 1575, as Instrument No. 79023703, Public Records of Pinellas County, Florida, and the North 1/2, of the North 1/2, of the Southwest 1/4, of the Northeast 1/4, LESS the West 450.00 feet in Section 10, Township 30 South, Range 15 East, Pinellas County, Florida, being more fully described as follows:

Commence at the North 1/4 corner of Section 10, Township 30 South, Range 15 East; thence with the North line of said Section 10, South $88^{\circ} 50' 16''$ East, for a distance of 226.68 feet; thence South $01^{\circ} 09' 44''$ West, for a distance of 111.00 feet, to the POINT OF BEGINNING, said Point being the South Right-of-Way line of State Road No. 688 (Ulmerton Road); thence with the said South Right-of-Way line of State Road No. 688 (Ulmerton Road), South $88^{\circ} 50' 16''$ East, for a distance of 490.57 feet; thence on a curve in a Northerly direction, having a central angle of $02^{\circ} 21' 49''$, a radius of 22,990.32 feet, an arc length of 948.50 feet, chord bearing and distance of North $89^{\circ} 58' 49''$ East, for a distance of 948.43 feet, to a point of a reverse curve; thence on a curve to the South, having a central angle of $00^{\circ} 44' 04''$, a radius of 22,846.22 feet, an arc length of 292.85 feet, chord bearing and a distance of North $89^{\circ} 09' 56''$ East, for a distance of 292.85 feet, to the East line of Lot 3, PINELLAS GROVE; thence with the Eastern line of Lot 3; thence South $00^{\circ} 30' 24''$ East, for a distance of 28.00 feet; thence continue along said Right-of-Way by a curve, concave to the South, having a radius of 22,818.32 feet, an arc length of 298.75 feet, chord bearing and distance of South $89^{\circ} 19' 17''$ East, for a distance of 298.75 feet; thence South $0^{\circ} 48' 32''$ East, for a distance of 893.88 feet; thence North $88^{\circ} 59' 49''$ West, for a distance of 658.15 feet; thence South $00^{\circ} 14' 10''$ East, for a distance of 333.20 feet; thence North $89^{\circ} 02' 09''$ West, for a distance of 870.83 feet; thence North $01^{\circ} 00' 11''$ East, for a distance of 333.72 feet, to a point in the 40 acre line; thence with the 40 acre line, North $88^{\circ} 59' 49''$ West, for a distance of 87.68 feet; thence North $00^{\circ} 18' 05''$ East, for a distance of 310.00 feet; thence North $88^{\circ} 59' 49''$ West, for a distance of 295.00 feet, to a point in the Eastern Right-of-Way line of U.S. Alternate 19; thence with said Right-of-Way line, North $00^{\circ} 18' 05''$ East, for a distance of 730.40 feet; thence South $88^{\circ} 50' 16''$ East, for a distance of 5.00 feet; thence North $00^{\circ} 18' 05''$ East, for a distance of 26.59 feet; thence leaving said Right-of-Way, South $88^{\circ} 50' 16''$ East, for a distance of 150.00 feet; thence North $00^{\circ} 18' 05''$ East, for a distance of 158.00 feet, to the Point of Beginning.

Said Parcel contains 2,670,413.00 Square Feet more or less

Said Parcel contains 61.3043 Acres more or less

LEGAL DESCRIPTION:

That portion of Lot 2, Lot 3, Lot 4, Lot 5, Lot 6, Lot 7, Lot 8, Lot 9, Lot 10, Lot 11, Lot 12, Lot 13 and Lot 14, in the Northeast 1/4, of Section 10, Township 30 South, Range 15 East, PINELLAS GROVES, as recorded in Plat Book 1, Page 55, of the Public Records of Pinellas County, Florida, TOGETHER WITH that portion of vacated Right-of-Ways abutting the above described parcels as noted in Ordinance filed February 13, 1979, in Official Records Book 4813, Page 1575, as Instrument No. 79023703, Public Records of Pinellas County, Florida, and the North 1/2, of the North 1/2, of the Southwest 1/4, of the Northeast 1/4, LESS the West 450.00 feet in Section 10, Township 30 South, Range 15 East, Pinellas County, Florida, being more fully described as follows:

Commence at the North 1/4 corner of Section 10, Township 30 South, Range 15 East; thence with the North line of said Section 10, South $88^{\circ} 50' 16''$ East, for a distance of 226.68 feet; thence South $01^{\circ} 09' 44''$ West, for a distance of 111.00 feet, to the POINT OF BEGINNING, said Point being the South Right-of-Way line of State Road No. 688 (Ulmerton Road); thence with the said South Right-of-Way line of State Road No. 688 (Ulmerton Road), South $88^{\circ} 50' 16''$ East, for a distance of 490.57 feet; thence on a curve in a Northerly direction, having a central angle of $02^{\circ} 21' 49''$, a radius of 22,990.32 feet, an arc length of 948.50 feet, chord bearing and distance of North $89^{\circ} 58' 49''$ East, for a distance of 948.43 feet, to a point of a reverse curve; thence on a curve to the South, having a central angle of $00^{\circ} 44' 04''$, a radius of 22,846.22 feet, an arc length of 292.85 feet, chord bearing and a distance of North $89^{\circ} 09' 56''$ East, for a distance of 292.85 feet, to the East line of Lot 3, PINELLAS GROVE; thence with the Eastern line of Lot 3; thence South $00^{\circ} 30' 24''$ East, for a distance of 28.00 feet; thence continue along said Right-of-Way by a curve, concave to the South, having a radius of 22,818.32 feet, an arc length of 298.75 feet, chord bearing and distance of South $89^{\circ} 19' 17''$ East, for a distance of 298.75 feet; thence South $0^{\circ} 48' 32''$ East, for a distance of 893.88 feet; thence North $88^{\circ} 59' 49''$ West, for a distance of 658.15 feet; thence South $00^{\circ} 14' 10''$ East, for a distance of 333.20 feet; thence North $89^{\circ} 02' 09''$ West, for a distance of 870.83 feet; thence North $01^{\circ} 00' 11''$ East, for a distance of 333.72 feet, to a point in the 40 acre line; thence with the 40 acre line, North $88^{\circ} 59' 49''$ West, for a distance of 87.68 feet; thence North $00^{\circ} 18' 05''$ East, for a distance of 310.00 feet; thence North $88^{\circ} 59' 49''$ West, for a distance of 295.00 feet, to a point in the Eastern Right-of-Way line of U.S. Alternate 19; thence with said Right-of-Way line, North $00^{\circ} 18' 05''$ East, for a distance of 730.40 feet; thence South $88^{\circ} 50' 16''$ East, for a distance of 5.00 feet; thence North $00^{\circ} 18' 05''$ East, for a distance of 26.59 feet; thence leaving said Right-of-Way, South $88^{\circ} 50' 16''$ East, for a distance of 150.00 feet; thence North $00^{\circ} 18' 05''$ East, for a distance of 158.00 feet, to the Point of Beginning.

Said Parcel contains 2,670,413.00 Square Feet more or less

Said Parcel contains 61.3043 Acres more or less

EXHIBIT C

630,000 s.f. Alternative

TABLE 31.9
UNADJUSTED VEHICLE AND PERSON TRIPS¹

Land Use	Quantity	Vehicle Trip Generation Rates ²		1988 Unadjusted Vehicle Trips		1988 Unadjusted Person Trips	
		PH Peak Hour In	Out	PH Peak Hour In	Out	PH Peak Hour In	Out
Retail	630,000 s.f.	1.53	1.60	964	1,008	1,349	1,411
		37.2		23,436		32,810	

¹ Internal/External and transit trips are not accounted for in this table. See Table 31.10 for Internal/External Split, Transit and Auto Development Trips.

² Institute of Transportation Engineers (ITE), Trip Generation, Third Edition, 1982. For additional information see appended transportation methodology statement and transportation methodology update. Trip rates expressed in terms of trips/1,000 s.f.

630,000 s.f. Alternative

TABLE 31.10
AUTO, TRANSIT AND EXTERNAL TRIPS¹

Land Use	Daily Person Trips		VOR ³	External Daily Auto Trips ⁴	Transit		Auto		Total		External PM Peak Auto Trips ⁴			
	Transit ²	Auto			Total	In	Out	In	Out	In	Out	In	Out	Total
Retail	9842	31,826	32,810	1.4	22,733	41	42	1,308	1,369	1,349	1,411	934	978	1,912
												.90	.91	.91

Reduction Factor: .90

¹ See Table 31.9 for Trip Generation.

² Transit rate of four (4%) percent applied to external person trips not included in passerby capture rate.

³ Vehicle Occupancy Rate (VOR) obtained from Pinellas County Planning Department for Home-based shopping trips and Non Home-based trips.

⁴ These auto trips include captured passerby vehicle trips. Net new daily external vehicle trips equal 18,944 vpd. (25,259 x .75 net new vehicle trips). Net new p.m. peak hour external vehicle trips equal 779 vph inbound and 806 vph outbound (1,038 x .75 and 1,074 x .75).

630,000 A.F. Alternative*

TABLE 31.11
1968 P.M. PEAK HOUR TRAFFIC CONDITIONS WITH PROJECT

Link Index	Roadway	Location	Existing Lane	Project		Background Traffic	Project		Directional Capacity	Level of Service	Project LOS D Capacity
				Background Traffic	Project Traffic		Background Traffic	Project Traffic			
B1	West Bay Dr	111th St to Seminole Blvd	4 LD	1017 NB	5	1022	5	727 EB	1608	A	0.4%
A1	8th Ave SW	111th St to Seminole Blvd	2 L	635 WB	5	630	5	535 EB	755	D	0.9%
U1	Ulmerton Rd	Walsingham Rd to 111th St	4 LD	1281 NB	66	1347	63	871 EB	1841	C	4.3%
U2	Ulmerton Rd	111th St to Seminole Blvd	4 LD	1645 WB	294	1939**	285	1200 EB	1902	F	15.5%*
U3	Ulmerton Rd	Seminole Blvd to 101st St	4 LD	2045 NB	95	2161**	99	1682 EB	1902	F	5.5%*
U4	Ulmerton Rd	101st St to Starkey-Keene Rd	4 LD	2078 WB	86	2164**	88	1626 EB	1841	F	5.2%*
U7	Walsingham Rd	Ulmerton Rd to 111th St	2 L	395 WB	21	416	22	290 EB	799	A	3.2%
U2	Walsingham Rd	111th St to Seminole Blvd	2 L	392 WB	20	420	29	281 EB	745	A	4.6%
D1	102nd Ave	111th St to Seminole Blvd	4 LD	453 WB	7	460	7	167 EB	1633	A	0.5%
D2	102nd Ave	Seminole Blvd to Starkey-Keene Rd	2 L	569 WB	46	615	47	291 EB	726	D	7.7%
R1	111th St	102nd Ave to Walsingham Rd	4 LD	1119 SB	57	1176	56	899 NB	1823	D	3.6%
R2	111th St	Walsingham Rd to Ulmerton Rd	4 LD	1010 EB	49	1059	47	743 NB	1885	A	3.2%
R3	111th St	Ulmerton Rd to 8th Ave S.W.	6 LD	1279 SB	12	1405	129	883 NB	2891	A	5.3%
R4	111th St	8th Ave S.W. to West Bay Dr	6 LD	1535 SB	63	1598	64	792 NB	2663	A	2.7%
S1	Seminole Blvd	102nd Ave to Walsingham Rd	6 LD	1421 NB	89	1510	99	1213 SB	3009	A	3.6%
S2	Seminole Blvd	Walsingham Rd to 126th Ave	6 LD	1384 SB	153	1537	148	1280 NB	2824	A	6.4%
S3	Seminole Blvd	126th Ave to Ulmerton Rd	6 LD	1513 SB	167	1680	162	1317 NB	2915	A	7.0%
S4	Seminole Blvd	Ulmerton Rd to 8th Ave S.W.	6 LD	1547 SB	144	1691	149	1375 NB	2887	A	6.1%
S5	Seminole Blvd	8th Ave S.W. to West Bay Dr	6 LD	1550 SB	93	1643	96	1257 NB	2793	A	4.1%
K1	Starkey-Keene Rd	Bryan Dairy Rd to Ulmerton Rd	4 LD	1273 SB	52	1325	51	1090 NB	1854	C	3.4%

Notes:

- * Project traffic revised for all roadway links.
- ** Only roadway links requiring potential improvements have been adjusted. Theme adjustments are provided where indicated.

1 See Map J-1 for location.
 2 Capacity at LOS E from Task C Report by COMSIS Corporation for FDOT, as adjusted in Table 31.4
 3 The V/C Ratios below were used to determine peak hour Level of Service
 4 Planned/Programmed roadway improvement.

Level of Service	Artificial V/C
A	≤ 0.60
B	≤ 0.70
C	≤ 0.80
D	≤ 0.90
E	≤ 1.00
F	> 1.00

630,000 s.f. Alternative
Adjustment Factor 0.90

TABLE 31.12
1988 Average Daily Traffic Conditions With Project

Link Index ¹	Roadway	Location	Existing Lanes	Background Traffic	Project ^{**} Traffic	Total Traffic	Daily Capacity ²	V/C	Level of Service	Project % LOS C Capacity
B1	West Bay Drive	113th Street to Seminole Boulevard	4LD	28586	127	28727	36000	.80	C	0.5%
A1	8th Avenue S.W.	113th Street to Seminole Boulevard	2L	16538	127	16679	15700	1.06	F	1.1%
U1	Ulmerton Road	Walsingham Road to 113th Street	4LD	28931	1519	30450 ^{**}	36000	.85 ^{**}	D	5.3% ^{**}
U2	Ulmerton Road	113th Street to Seminole Boulevard	4LD	35966	6851	42817 ^{**}	36000	1.19 ^{**}	F	23.8% ^{**}
U3	Ulmerton Road	Seminole Boulevard to 101st Street	4LD	46482	2311	48793 ^{**}	36000	1.36 ^{**}	F	8.0% ^{**}
U4	Ulmerton Road	101st Street to Starkey-Keene Road	4LD	46565	2058	48623 ^{**}	36000	1.35 ^{**}	F	7.1% ^{**}
W1	Walsingham Road	Ulmerton Road to 113th Street	2L	6222	506	6784	15700	.43	A	4.5%
W2	Walsingham Road	113th Street to Seminole Boulevard	2L	5725	675	6475	15700	.41	A	6.0%
D1	102nd Avenue	113th Street to Seminole Boulevard	4LD	6560	168	6747	36000	.19	A	0.6%
D2	102nd Avenue	Seminole Boulevard to Starkey-Keene Road	2L	8830	1097	10049	15700	.64	B	9.7%
R1	113th Street	102nd Avenue to Walsingham Road	4LD	19458	1333	20939	36000	.58	A	5.1%
R2	113th Street	Walsingham Road to Ulmerton Road	4LD	17728	1148	19003	36000	.53	A	4.4%
R3	113th Street	Ulmerton Road to 8th Avenue S.W.	6LD	23713	3020	27069	55700	.49	A	7.5%
R4	113th Street	8th Avenue S.W. to West Bay Drive	6LD	15305	1519	16993	55700	.31	A	3.8%
S1	Seminole Blvd.	102nd Avenue to Walsingham Road	6LD	30383	2143	32764	55700	.59	A	5.3%
S2	Seminole Blvd.	Walsingham Road to 126th Avenue	6LD	28074	3560	32030	55700	.58	A	8.9%
S3	Seminole Blvd.	126th Avenue to Ulmerton Road	6LD	31389	3898	35720	55700	.64	B	9.7%
S4	Seminole Blvd.	Ulmerton Road to 8th Avenue S.W.	6LD	31489	3468	35342	55700	.63	B	8.6%
S5	Seminole Blvd.	8th Avenue S.W. to West Bay Drive	6LD	32300	2228	34775	55700	.62	B	5.6%
K1	Starkey-Keene Rd.	Bryan Dairy Road to Ulmerton Road	4LD	27800	1215	29015 ^{**}	36000	.81 ^{**}	D	4.2% ^{**}

Footnotes:

- ¹ See Map J-1 for location.
- ² Capacity at LOS E from FDOT Generalized Highway Capacity Volumes.
- ³ The V/C Ratios below were used to determine daily levels of service.

Level of Service	Arterial V/C
A	≤ 0.60
B	≤ 0.70
C	≤ 0.80
D	≤ 0.90
E	≤ 1.00
F	> 1.00

NOTES:

- * Project traffic revised for all roadway links.
- ** Only roadway links requiring potential improvements have been adjusted. These adjustments are provided in columns labeled "Total Traffic", "V/C" and "Project % LOS C Capacity".

INTERSECTION SELECTION CRITERIA - DER

Modified Selection Based on Reduced Square Footage

600,000 s.f. and 630,000 s.f. Alternatives

<u>Location</u>	<u>LOS with Project</u>	<u>Background Traffic</u>	<u>Adjusted Project Traffic</u>	<u>Percent of Intersection Traffic</u>
Seminole/Ulmerton	D	6,330	914	12.6%
Seminole/8th	D	3,911	263	6.3%
Seminole/West Bay	D	4,986	159	3.1%*
West Bay/Ridge (113th)	D	3,994	86	2.1%*

* Project traffic reduced to less than 5% of total intersection approach volumes. Reduction due to decrease in square footage to be built. Intersections longer exceed Draft DER Guideline criteria (project traffic \geq 5% of total intersection approach traffic). Therefore, intersections no longer require analysis for potential air quality impacts.



CITY OF
Largo, Florida

P.O. Box 296, Largo, Florida 34294-0296
(813) 584-8671

November 13, 1986

Ms. Sheila Benz
Director of Planning
TAMPA BAY REGIONAL PLANNING COUNCIL
9455 Koger Boulevard
St. Petersburg, FL 33702-2491

Re: Largo Collection DRI Development Order; Exhibit "C"

Dear Ms. Benz:

Our letter to you of November 5, 1986, rendered the subject Order. That DRI Order, certified as being true and correct, remains exactly the same as previously rendered. Inadvertently, however, the Exhibit "C" attached to the November 5th letter and DRI Order, while accurate in itself, was not the complete and final Exhibit "C" which was part of the DRI Order adopted by the Largo City Commission.

Attached hereto is that final Exhibit "C". Please replace the Exhibit "C" previously sent with the Exhibit "C" attached hereto.

Thank you for your assistance in this regard.

Very truly yours,

Jayne Yocum
Acting City Clerk

JY:re

Attach:

cc: Mr. Ed Lehman - Community Affairs
Mr. Steve Kelly - Trammell Crow Co.
Ms. Gail Easley - Community Development Director
Mr. G. R. McClelland, City Attorney

EXHIBIT C



TECHNICAL MEMORANDUM
REVISED TRANSPORTATION AND AIR ANALYSIS

LARGO COLLECTION
October 16, 1986

As a result of the reduction in the size of the Largo Collection retail center, it is necessary that the regionally identified adverse transportation air impacts of the development be re-evaluated. The size of the center has been reduced by ten(10%) percent from the 700,000 square feet analyzed in the ADA/DRI Updated, to 630,000 square feet. Due to this reduction in size and the associated reduction in traffic attributable to the development, the conclusions reached during the ADA/DRI review process must be re-examined for both the Transportation Update and the Air Quality Update.

Since the reduction in the size of the project has resulted in a decrease in project traffic, the re-analysis of transportation impacts will be limited to these locations where potential traffic impacts were identified for the larger (700,000 s.f.) development originally analyzed, Revised Tables 31.9 - Unadjusted Vehicle and Person Trips and 31.10 -Auto, Transit and External Trips provide relevant trip attraction data for the downsized development.

The resulting impacts of project traffic on selected roadway links are provided in Revised Tables 31.11 - 1988 P.M. Peak Hour Traffic Conditions with Project, 31.12 - 1988 Average Daily Traffic Conditions with Project, and 31.14 - Roadway Improvement Summary. A review of these tables indicate that although the percentage of existing capacity attributable to the project has been reduced, the need for the improvements remain.

Regarding intersection improvements, the reduction in project size has eliminated the need for an additional northbound left turn lane at the intersection of Ulmerton Road and Seminole Boulevard. A revised intersection capacity analysis of this intersection, incorporating the City of Largo's requested 60/40 distribution of project traffic, is appended. The improvement identified at the intersection of Ulmerton Road and Starkey Road continues to be required.

For the ease of calculations of fair share contribution, the through lane improvements required at the intersections of Ulmerton Road and Seminole Boulevard, and Ulmerton Road and Starkey Road have been converted from peak hour intersection improvements to daily roadway link improvements. The following Fair Share Estimate table provides the total cost of improvements identified above, and the developer's fair share.

In addition to the external roadway and intersection improvement updates included in this revised analysis, site access improvements have also been reviewed. Based upon the Transportation Update, dated June 1986 - Map J-7, the following minimum access improvements continue to be required: Access B, C, and E will be unsignalized and will only permit project traffic to enter and exit the site via a right turning movement (i.e. right-in/right-out driveways); acceleration and deceleration tapers will be provided at all unsignalized access points; Accesses A and D will be signalized; Access A improvements include a southbound left turn lane, and two lanes entering and

exiting the site, divided by a raised median; and Access D improvements include a westbound left turn lane, and two lanes entering and exiting the site, divided by a raised median. The above improvements are subject to review and approval by both the City of Largo and Florida Department of Transportation.

The results of the Air Update indicated the possible future year exceedance of air quality standards at one receptor location at one of the four intersections analyzed, Seminole Boulevard and West Bay Drive. As a result of the present reduction in the size of the development, Largo Collection no longer contributes a regionally significant amount of traffic at this intersection, based upon DER criteria, to warrant its re-analysis

Conformation of this fact is provided in the accompanying table, Intersection Selection Criteria-DER. In addition, a second intersection has been eliminated from consideration due to the decrease in project size, Ridge Road (113th Street) and West Bay Drive.

Thus, the potential for an exceedance of air quality standards at the intersection of Seminole Boulevard and West Bay Drive has been mitigated by a reduction in the size of the development. Due to the fact that no potential exceedances of air quality standards are now predicted as a result of this development, the requirement of providing additional air quality analyses prior to construction is no longer warranted.

630,000 s.f. Alternative

TABLE 31.9
UNADJUSTED VEHICLE AND PERSON TRIPS¹

Land Use	Quantity	Vehicle Trip Generation Rates ²		1988 Unadjusted Vehicle Trips		1988 Unadjusted Person Trips		ITE VOR		
		PM Peak Hour In	Out	PM Peak Hour In	Out	PM Peak Hour In	Out			
Retail	630,000 s.f.	1.53	1.60	23,436	964	1,008	1.4	32,810	1,349	1,411

¹ Internal/External and transit trips are not accounted for in this Table. See Table 31.10 for Internal/External Split, Transit and Auto Development Trips.

² Institute of Transportation Engineers (ITE), Trip Generation, Third Edition, 1982. For additional information see appended transportation methodology statement and transportation methodology update. Trip rates expressed in terms of trips/1,000 s.f.

630,000 s.f. Alternative

TABLE 31.10
AUTO, TRANSIT AND EXTERNAL TRIPS¹

Land Use	Daily Person Trips		VOR ³	External Daily Auto Trips ⁴	Transit		Auto		Total		External PH Peak Auto Trips ⁴		
	Transit	Auto			In	Out	In	Out	In	Out	In	Out	Total
Retail	9842	31,826	1.4	22,733	41	42	1,308	1,369	1,349	1,411	934	978	1,912

Reduction Factor: .90

Handwritten notes:
1,038 (.90)
1,074 (.91)

¹ See Table 31.9 for Trip Generation.

² Transit rate of four (4%) percent applied to external person trips not included in passerby capture rate.

³ Vehicle Occupancy Rate (VOR) obtained from Pinellas County Planning Department for Home-based shopping trips and Non Home-based trips.

⁴ These auto trips include captured passerby vehicle trips. Net new daily external vehicle trips equal 18,944 vpd. (25,259 x .75 net new vehicle trips). Net new p.m. peak hour external vehicle trips equal 779 vph inbound and 806 vph outbound (1,038 x .75 and 1,074 x .75).

610,000 A.F. Alternative
Adjustment factor 0.90

TABLE 31.11
1988 P.M. PEAK HOUR TRAFFIC CONDITIONS WITH PROJECT

Link 1 Index	Roadway	Location	Existing Lanes	Major Direction		Minor Direction		Directional Capacity	V/C	Level of Service	Project % LOS D Capacity
				Background Traffic	Project Traffic	Background Traffic	Project Traffic				
U2	Ulmerton Rd	113th St to Seminole Blvd	4 LD	1645 WB 294	1939	1700 EB	285	1513	1.02	F	15.5%
U3	Ulmerton Rd	Seminole Blvd to 101st St	4 LD	2665 WB 95	2161	1682 EB	99	1791	1.14	F	5.5%
U4	Ulmerton Rd	101st St to Starkoy-Keene Rd Ulmerton Rd	4 LD	2078 WB 86	2164	1626 EB	88	1723	1.18	F	5.2%

1 See Map J-1 for location.

2 Capacity at LOS E from Task C Report by CH2SIS Corporation for FDOT, as adjusted in Table 31.4

3 The V/C Ratios below were used to determine peak hour Level of Service

4 Planned/Programmed roadway improvement.

Level of Service	Arterial V/C
A	≤ 0.60
B	≤ 0.70
C	≤ 0.80
D	≤ 0.90
E	≤ 1.00
F	> 1.00

630,000 s.f. Alternative
Adjustment Factor 0.90

TABLE 31.12
1980 Average Daily Traffic Conditions With Project

Link Index	Roadway	Location	Existing Lanes	Background Traffic	Project Traffic	Total Traffic	Daily Capacity ²	V/C	Level of Service	Project % LOS C Capacity
U2	Ulmerton Road	113th Street to Seminole Boulevard	4LD	35966	6851	42817	36000	1.19	F	23.8%
U3	Ulmerton Road	Seminole Boulevard to 101st Street	4LD	46482	2311	48793	36000	1.36	F	8.0%
U4	Ulmerton Road	101st Street to Starkey-Keene Road	4LD	46565	2058	48623	36000	1.35	F	7.1%

Footnotes:

- 1 See Map J-1 for location.
- 2 Capacity at LOS E from FDOT Generalized Highway Capacity Volumes.
- 3 The V/C Ratios below were used to determine daily levels of service.

Level of Service Arterial V/C

A	≤ 0.60
B	≤ 0.70
C	≤ 0.80
D	≤ 0.90
E	≤ 1.00
F	> 1.00

630,000 s.f. Alternative

TABLE 31.14
ROADWAY IMPROVEMENT SUMMARY¹

Link Index	Roadway	Location	Existing/ Committed Lanes	1986 Existing LOS	1988 Without Project			1988 With Project		
					LOS Before Improvements	Required Improvements	LOS After Improvements	LOS Before Improvements	Required Improvements	LOS After Improvements
U2	Ulmerton Rd	113th St to Seminole Blvd	4 LD	D/E	D/E	1 Lane EB 1 Lane WB	F/F	1 Lane EB 1 Lane WB	B/C	
U3	Ulmerton Rd	Seminole Blvd to 101st St	4 LD	F/F	F/F	1 Lane EB 1 Lane WB	F/F	1 Lane EB 1 Lane WB	C/D	
U4	Ulmerton Rd	101st St to Starkey-Keena Rd	4 LD	F/F	F/F	1 Lane EB 1 Lane WB	F/F	1 Lane EB 1 Lane WB	C/D	

¹ Table provides p.m. peak hour and daily improvement summary data (P.M. Peak Hour LOS/Daily LOS).

² See Map J-1 for link locations.

³ Construction of 102nd Ave from Seminole Blvd to Starkey Rd is programmed for fiscal year 1988/1989. 102nd Ave is not a regionally significant roadway, analysis provided at the request of Pinellas County.

⁴ Level of service improved due to the redistribution of background traffic estimated to occur with the completion of 102nd Ave between Seminole Blvd and Starkey Road.

⁵ Project exempt from participation in this improvement since project traffic accounts for less than five (5%) percent of the existing LOS D/LOS C capacity.

 INTERSECTION: ULMERTON & SEMINOLE AREA TYPE: NON-CBD
 INTERSECTION LOCATION: I RGO
 DATE AND TIME PERIOD ANALYZED: PM PEAK
 ADDITIONAL INFORMATION: W/63900 SF. PROJECT & 60/40 SPLIT OF SOUTHBOUND < EASTBOUND TRAFFIC
 ANALYST: SMP TODAY'S DATE: 10/1/86

*** INPUT INFORMATION ***

	NORTHBOUND	SOUTHBOUND	EASTBOUND	WESTBOUND
LEFT TURNING VOLUME	280	452	280	446
THROUGH VOLUME	897	559	1110	1379
RIGHT TURNING VOLUME	446	313	214	497
PEDESTRIANS	50	50	50	50
ARRIVAL TYPE	3	3	3	3
PEAK HOUR FACTOR	0.90	0.90	0.90	0.90
PERCENT HEAVY VEHICLES	0.03	0.03	0.03	0.03
NUMBER OF BUSES	0	0	0	0
GRADE	0.00	0.00	0.00	0.00
THROUGH LANE UTILIZATION FACTOR	1.00	1.00	1.00	1.00
BASE SATURATION FLOW	1800	1800	1800	1800
NUMBER OF LANES	5	4	6	6
PARKING?	N	N	N	N
PARKING MANUEVERS PER HOUR	0	0	0	0
SIGNAL TYPE:	FULLY ACTUATED			
CYCLE LENGTH:	120			

NORTHBOUND:	LANE GROUP 1	LANE GROUP 2	LANE GROUP 3
LANE GROUP CONFIGURATION	3	17	10
NUMBER OF LANES	1	3	1
LANE WIDTH	12	12	12
GREEN TIME	45.0	24.0	41.0
GREEN, PROTECTED PHASE	21.0	0.0	0.0
G+C, PERMISSIVE PHASE	24.0	0.0	0.0

SOUTHBOUND:	LANE GROUP 1	LANE GROUP 2	LANE GROUP 3
LANE GROUP CONFIGURATION	3	13	0
NUMBER OF LANES	1	3	0
LANE WIDTH	12	12	0
GREEN TIME	57.0	36.0	0.0
GREEN, PROTECTED PHASE	33.0	0.0	0.0
G+C, PERMISSIVE PHASE	24.0	0.0	0.0

EASTBOUND:	LANE GROUP 1	LANE GROUP 2	LANE GROUP 3
LANE GROUP CONFIGURATION	8	17	10
NUMBER OF LANES	2	3	1
LANE WIDTH	12	12	12
GREEN TIME	14.0	34.0	55.0

WESTBOUND:	LANE GROUP 1	LANE GROUP 2	LANE GROUP 3
LANE GROUP CONFIGURATION	8	17	10
NUMBER OF LANES	2	3	1
LANE WIDTH	12	12	12
GREEN TIME	17.0	37.0	70.0

HCM(1985) SIGNALIZED INTERSECTION CAPACITY ANALYSIS

INTERSECTION: ULMERTON & EMINOLE

AREA TYPE: NON-CBD

INTERSECTION LOCATION: LARGO

DATE AND TIME PERIOD ANALYZED: PM PEAK

ADDITIONAL INFORMATION:

ANALYST: SMP

TODAY'S DATE: 10/1/86

THE INTERSECTION AVERAGE STOPPED DELAY IS: 36.8

THE INTERSECTION LEVEL OF SERVICE IS: D

APPROACH	LANE GROUP	ADJUSTED VOLUME	V/C	STOPPED DELAY (SEC/VEH)			
				LANE GROUP DELAY	LUS	APPROACH DELAY	LUS
NORTHBOUND	PROT. 1	251.11	0.85				
	PERM. 1	60.00	1.00	35.12	D		
	2	996.67	0.94	39.73	D	41.66	E
	3	495.56	0.99	49.66	E		
SOUTHBOUND	PROT. 1	442.22	0.95				
	PERM. 1	60.00	1.00	39.42	D		
	2	1413.33	0.89	29.77	D	32.30	D
	3	0.00	0.00	0.00			
EASTBOUND	1	288.89	0.78	45.89	E		
	2	1233.33	0.82	28.14	D	29.10	D
	3	237.78	0.35	13.70	E		
WESTBOUND	1	495.56	1.10	105.29	F		
	2	1532.22	0.93	32.49	D	42.05	E
	3	552.22	0.65	11.83	E		

FAIR SHARE ESTIMATE¹

Link	Roadway	Segment	Project ADT	Increased Capacity ²	Project Percentage	Req'd. Improvement ³ Length	Developer Share
U1 ⁵	Ulmerton Rd.	West of Seminole	1,519	15,760	9.6%	450' ⁷	\$ 4,090
U2	Ulmerton Rd.	113th To Seminole	6,851	15,760	43.5%	3,200'	\$263,650
U3	Ulmerton Rd.	Seminole to 101st	2,311	15,760	14.7%	4,200'	\$116,940
U4	Ulmerton Rd.	101st to Starkey	2,058	15,760	13.1%	5,300'	\$131,500
U5 ⁶	Ulmerton Rd.	East of Starkey	477	15,760	3.0%	1,130' ⁸	\$ 3,210
						\$2,555,000	\$519,930

1 Fair Share Estimate procedure based on proposed DCA Transportation Policy and adapted to meet the threshold requirements of TBRPC.

2 Capacity increase based on LOS C daily service volume difference for a 4LD and 6LD roadway.

3 Improvements based on those required in TBRPC staff report of 10/3/86. Improvement percentages adjusted to reflect downsizing of project. Since no intersection improvements are required beyond through lanes, the contribution percentage is based on daily project traffic as a roadway link assessment.

4 Improvement cost based on Pinellas County Impact Fee Improvement cost for one lane mile of roadway i.e. \$500,000/lane mile.

5 Link U1 included for intersection improvement at Ulmerton/Seminole requiring one additional through lane eastbound

6 Link U5 included for intersection improvement at eastern leg of Ulmerton/Starkey which requires one additional westbound approach lane and one additional eastbound departure lane.

7 Improvement requires 200' storage lane with 500' of taper. Lane length calculated as: $200' + (1/2 \times 500') = 450'$.

8 Improvement requires 350' approach storage lane with 275' of taper and 500' departure lane with 275' of taper. Overall lane length calculated as: $350' + 500' + (1/2 \times (275' + 275')) = 1125'$.