

#158



# City of Oldsmar

*To provide leadership, innovation, environmental stewardship and excellent services in partnership with the community*

Planning & Redevelopment Department ~ 100 State St. West ~ Oldsmar, FL 34677 ~ (813) 749-1100 ~ Fax (813) 855-2730

Clayton Bricklemyer, Esq  
Bricklemyer, Smolker-Bolves  
500 E. Kennedy Blvd  
Suite 200  
Tampa, FL 33602

Date: January 7, 2013

Subject: TBPOC DRI #158 Extension

This letter will confirm the request for an extension, per Florida Executive Order 12-140 (as extended by Executive Orders 12-192 and 12-217) for an additional extension of one year and 120 days of the phased build out and Development Order expiration dates for the Tampa Bay Park of Commerce DRI.

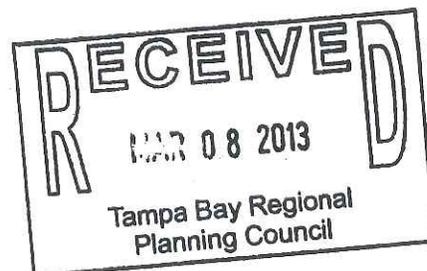
The new dates will be:

	<u>Current</u>	<u>Revised</u>
Phase 1A	build-out - January 19, 2018	May 18, 2019
Phase 1B	build-out - January 19, 2018	May 18, 2019
Phase 3	build-out - April 22, 2017	August 20, 2018
D.O. Expiration	- November 21, 2018	March 20, 2020

Please feel free to contact me at 813-749-1122 should there be any questions regarding this confirmation.

Marie Dauphinais, AICP, CFM  
Planning and Redevelopment Director

Cc: Al Navaroli, Pinellas County  
Jan Norsoph, EHA  
John M. Meyer, TBRPC  
Graham Mavar, Harrod Properties Inc.





# City of Oldsmar

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

100 State Street West • Oldsmar, Florida 34677-3655 • (813) 749-1124 • FAX (813) 855-2730 • SUNCOM 552-7550

Clayton Bricklemyer, Esq  
Bricklemyer, Smolker-Bolves  
500 E. Kennedy Blvd  
Suite 200  
Tampa, FL 33602

Date: January 4, 2012

Subject: TBPOC DRI Extension

This letter will confirm the request for a 4-year extension, per House Bill 7207, effective June 1, 2012 and an additional extension of 325 days requested per Exec. Orders 11-128, 11-172 & 11-202 of the phased build out and Development Order expiration dates for the Tampa Bay Park of Commerce DRI.

According to Tampa Bay Regional Council records, the new dates would be:

	<u>Current</u>	<u>Revised</u>
Phase 1A	build-out - February 28, 2013	January 19, 2018
Phase 1B	build-out - February 28, 2013	January 19, 2018
Phase 2	build-out - February 28, 2011	
Phase 3	build-out - June 1, 2012	April 22, 2017
D.O. Expiration	- December 31, 2013	November 21, 2018

Please feel free to contact me at 813-749-1122 should there be any questions regarding this confirmation.

Marie Dauphinais, AICP, CFM  
Planning and Redevelopment Director

Cc: Al Navaroli, Pinellas County  
Jan Norsoph, EHA  
Brenda Winningham, DEO  
Dan Santos, FDOT  
Graham Mavar, Harrod Properties Inc.

**BOARD OF COUNTY  
COMMISSIONERS**

Nancy Bostock  
Neil Brickfield  
Calvin D. Harris  
Susan Latvala  
John Morrone  
Karen Williams Seel  
Kenneth T. Welch



February 3, 2010

Graham Mavar  
Harrod Properties, Inc.  
5550 W. Executive Dr.  
Suite 55 Tampa, Fl. 33609

Re: Tampa Bay Park of Commerce 3 Year DRI Extension

Dear Mr. Mavar:

This letter will confirm the provision of the Florida legislature to allow the extension of all Developments of Regional Impact (DRI) by three (3) years due to the current economic climate as has been provided for in Fl. Statute 380.06 (19)(c).

With the 3-year extension, the new build-out deadlines will be:

Phase 1A February 28, 2011

Phase 1B February 28, 2011

Phase III June 1, 2012

The Development Order expiration date becomes December 31, 2013

Should there be any question concerning this confirmation please feel free to contact me at 727-464-3587.

Sincerely,

Al Navaroli, BDRS Manager

cc: Jan Norsoph

PLEASE ADDRESS REPLY TO:  
310 Court Street  
Clearwater, Florida 33756  
Phone: (727) 464-3888



#158



# City of Oldsmar

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

100 State Street West • Oldsmar, Florida 34677-3655 • (813) 749-1100 • FAX (813) 854-3121

Graham Mavar  
Harrod Properties, Inc.  
5550 W. Executive Dr.  
Suite 550  
Tampa, FL 33609

Date: February 3, 2010

Subject: TBOC DRI Extension

This letter will confirm the three year extension of the phase build out and Development Order expiration dates for the Tampa Bay Park of Commerce DRI in accordance with Florida Statute 380.06(19)(c).

According to Tampa Bay Regional Council records, the new dates would be:

Phase 1 buildout - February 28, 2011  
Phase 2 buildout - February 28, 2011  
Phase 3 buildout - June 1, 2012  
D.O. Expiration - December 31, 2013

Please feel free to contact me at 813-749-1137 should there be any questions regarding this confirmation.

Michele Parisano  
Planning Administrator



# City of Oldsmar

#158

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

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

August 9, 2005

Marina Pennington  
Florida Department of Community Affairs  
2555 Shumard Oak Boulevard  
Tallahassee, FL 32399-2100

**Via Certified Mail**

RE: Amendment to the Joint Development Order for Tampa Bay Park of Commerce  
City of Oldsmar Resolution No. 2005-20 and Pinellas County Resolution 05-142

Dear Ms. Pennington:

Enclosed please find a certified copy of City of Oldsmar Resolution No. 2005-20 and Pinellas County Resolution 05-142 amending the Development Order for the Tampa Bay Park of Commerce Development of Regional Impact. This Resolution was adopted by the Oldsmar City Council on July 5, 2005 and adopted by the Board of County Commissioners of Pinellas County on July 12, 2005.

If you have any questions or need additional information please do not hesitate to call me.

Sincerely,

Marie Dauphinais, AICP  
Planning Administrator  
c.c.

- ✓ Gerald Smelt, Principal Planner, Tampa Bay Regional Planning Council
- Bruce T. Haddock, City Manager, w/o attachment
- Thomas J. Trask, City Attorney, w/o attachment
- Lisa Lene, City Clerk, w/o attachment

JOINT AMENDMENT TO JOINT DEVELOPMENT ORDER  
TAMPA BAY PARK OF COMMERCE  
DEVELOPMENT OF REGIONAL IMPACT

PINELLAS COUNTY RESOLUTION NO. 05- 142

CITY OF OLDSMAR RESOLUTION NO. 2005- 20

CERTIFICATION  
I HEREBY  
CERTIFY THAT  
THIS IS  
A TRUE  
AND CORRECT  
COPY OF  
*Resolution 05-142 & 2005-20*  
OF THE PUBLIC RECORDS OF OLDSMAR  
*[Signature]*  
CITY CLERK

A RESOLUTION OF PINELLAS COUNTY, FLORIDA, AND A RESOLUTION OF THE CITY OF OLDSMAR, FLORIDA, AMENDING THE JOINT DEVELOPMENT ORDER FOR THE TAMPA BAY PARK OF COMMERCE DEVELOPMENT OF REGIONAL IMPACT PREVIOUSLY APPROVED BY PINELLAS COUNTY RESOLUTION 98-229 AND CITY OF OLDSMAR RESOLUTION NO. 98-28, WHICH WAS FURTHER MODIFIED BY PINELLAS COUNTY, FLORIDA RESOLUTION NO. 99-115 AND CITY OF OLDSMAR, FLORIDA RESOLUTION 99-15 TO INCORPORATE A MASTER DEVELOPMENT PLAN; FINDING THAT THE PROPOSED MODIFICATIONS DO NOT CONSTITUTE A SUBSTANTIAL DEVIATION; PROVIDING FOR AN EXCHANGE OF APPROVED LAND USES WITH EQUIVALENT IMPACT; PROVIDING FOR AN EXTENSION OF THE SCHEDULE OF DEVELOPMENT; AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, the Tampa Bay Park of Commerce Development of Region Impact (DRI) is a multi-use development located within both unincorporated Pinellas County and the City of Oldsmar as legally described in Attachment A hereto; and

WHEREAS, H/A Partners, Ltd. (Developer) acquired the property on April 16, 1999, and is now the owner and developer of the Tampa Bay Park of Commerce DRI;

WHEREAS, Pinellas County, by Resolution No. 98-229 adopted on October 27, 1998, and the City of Oldsmar, by Resolution No. 98-28 adopted on October 20, 1998, adopted a Joint Development Order for the Tampa Bay Park of Commerce DRI, and rendered the Joint Development Order to the Department of Community Affairs (DCA); and

WHEREAS, the Joint Development Order superceded all development orders previously issued by Pinellas County and the City of Oldsmar for the Tampa Bay Park of Commerce DRI; and

WHEREAS, Pinellas County, by Resolution No. 99-115 adopted on June 22, 1999, and the City of Oldsmar, by Resolution No. 99-15 adopted on June 15, 1999, adopted an Amendment to the Joint Development Order for the Tampa Bay Park of Commerce DRI, which incorporated a Master Development Plan into the Development Order ; and

WHEREAS, on March 24, 2003, the developer of TBPOC submitted a Notice of Proposed Change (NOPC) application which proposed changes to increase the amount of office space, to convert industrial space to commercial space and extend the phase buildout dates, and to amend Exhibits B-1 and B-2 to reflect the proposed NOPC modifications; and

WHEREAS, H/A Partners, Ltd. (Developer) has submitted a transportation analysis to the review agencies that demonstrates that the NOPC does not trigger substantial deviation traffic thresholds and that no additional transportation mitigation is required for the NOPC; and

WHEREAS, the Board of County Commissioners for Pinellas County and the City of Oldsmar City Council have reviewed the NOPC and have considered the issue whether such propose modification constitutes a substantial deviation requiring further development of regional impact review at public hearing on July 12, 2005 (County) and June 21, 2005 (City).

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners for Pinellas County, Florida, and the City of Oldsmar City Council, Florida:

1. The following findings of fact and conclusion of law are made in connection with this modification to the Joint Development Order

- a. The recitals set forth above are incorporated herein by reference.
- b. The NOPC is consistent with the local comprehensive plan and local land development regulations for both Pinellas County and the City of Oldsmar.
- c. The modification does not constitute a substantial deviation because:
  - (i) The City of Oldsmar, Pinellas County, Tampa Bay Regional Planning Council and Florida Department of Community Affairs have agreed in writing that the NOPC does not constitute a substantial deviation (Subsection 380.06(19)(e)2.i., F.S.);
  - (ii) The NOPC provides clear and convincing evidence that the requested modification does not create any additional regional impacts resulting from the incorporation of the changes listed below, and
  - (iii) The NOPC does not trigger substantial deviation traffic thresholds and therefore, no additional transportation mitigation is required. The NOPC reduces the total square footage and the maximum number of PM peak hour trips originally permitted for the DRI.
- d. All conditions precedent to the adoption of this resolution have been satisfied or waived.

2. The Joint Development Order for the Tampa Bay Park of Commerce DRI is hereby amended to adopt revised Exhibits B-1 and B-2 (attached herein) and Sections 4.1.3 and 4.1.5 are modified to read as follows, wherein text to be added is underlined and text to be deleted is strike-through:

- 4.1.3 Reallocation of Square Footage - In the event the specified square footage for a specific phase is not constructed within that geographic planning unit, that square footage may be transferred within the boundaries of the areas identified as Phases IA, 1B and III, so long as the specific land use type is authorized within the specific phase to which it is to be moved. In no event will this transfer of square footage result in an increase beyond the total amount of development contained in revised Exhibit "B-1". To the extent development within a phase does not reach the specified square footage, all non-transportation exactions and conditions will continue to be based on the amount of square footage actually constructed. Transportation exactions and conditions are addressed in section 4.13 of this DEVELOPMENT ORDER.

Notwithstanding any other provision of this DEVELOPMENT ORDER, approved land uses (commercial, office or industrial) may be converted among other approved land uses, provided that (i) the cumulative total of Phase 1A, Phase 1B and Phase III peak hour traffic distribution does not exceed 341 inbound and 1,739 outbound trip ends in accordance with the Transportation Analysis attached as Exhibit "B-2"; (ii) each individual land use is within the maximum and minimum amount of development set forth on the Total Project Land Use table contained in Exhibit "B-1"; and (iii) conversions shall be made on the basis of the conversion factors established in the Equivalency Table attached as Exhibit "B-3".

- 4.1.5 Phase 1B Land Use Conversions. Notwithstanding any other provision of this DEVELOPMENT ORDER, Phase 1B land uses may be converted to residential support uses (library, church, daycare, etc.) which shall be separate and distinct from the commercial land uses authorized by this DEVELOPMENT ORDER, or may be converted among residential, commercial, office or industrial uses, provided that (i) the cumulative total of Phase 1A and Phase 1B peak hour traffic distribution does not exceed ~~632~~ 341 inbound and ~~2,194~~ 1,739 outbound trip ends in accordance with the Transportation Analysis attached as Exhibit "B-1"; (ii) each individual Phase 1B land use is within the maximum and minimum amount of development set forth on the Phase 1B Land Use table contained in Exhibit "B-1"; and (iii) conversions shall be made on the basis of the conversion factors established in the Equivalency Table attached as Exhibit "B-3". However, an amendment to the future land use map shall be required for any such change which alters the approved land use for the affected area within TBPOC, which approval the CITY shall not unreasonably deny. Any conversion pursuant to this provision shall be reported in the annual report required by Section 3.10. The conversion of authorized development

pursuant to this provision shall be subject to all terms and conditions of this DEVELOPMENT ORDER but shall not be deemed a substantial deviation from this DEVELOPMENT ORDER. Prior to the use of a land use exchange under the Equivalency Table, the DEVLEOPER shall notify the Department of Community Affairs (DCA), Tampa Bay Regional Planning Council (TBRPC), the COUNTY and the CITY of said exchange, and shall also provide DCA, TBRPC, the COUNTY and the CITY with cumulative development totals and remaining allowable quantities in the subsequent annual report for the Development. This condition shall not be construed as a requirement for an approval of a particular land use exchange so long as the desired exchange is consistent with the formula set forth in the Equivalency Table.

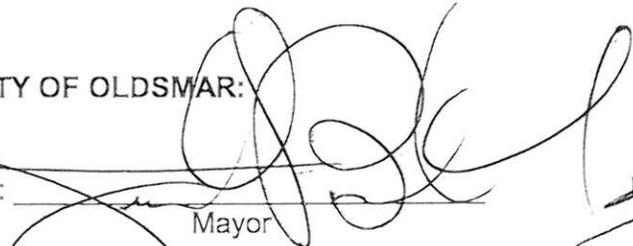
3. Exhibit B-1 (Attachment B) is hereby amended wherein text to be added is underlined and text to be deleted is strike-through, and Exhibit B-2 (Attachment C) is hereby replaced with the new attached Exhibit B-2.

4. Except as modified herein, the Joint Development Order for the Tampa Bay Park of Commerce DRI shall remain in full force and effect.

5. This Resolution shall become effective immediately upon adoption.

PASSED AND APPROVED BY THE BOARD OF COUNTY COMMISSIONERS OF PINELLAS COUNTY, FLORIDA THIS 12 DAY OF July, 2005, AND BY THE CITY OF OLDSMAR CITY COUNCIL THIS 5<sup>th</sup> DAY OF July, 2005

CITY OF OLDSMAR:

By:   
Mayor

By:   
City Manager

ATTEST:   
Clerk

APPROVED AS TO FORM:

By:   
City Attorney

PINELLAS COUNTY:

By: Kenneth T. Will  
Chairperson  
VICE CHAIR

ATTEST: Linda A. Reed  
Clerk

APPROVED AS TO FORM:

By: JL Bennett  
County Attorney

**ATTACHMENT A**  
**LEGAL DESCRIPTION OF PROJECT**

**WITHIN THE JURISDICTION OF THE CITY OF OLDSMAR**

Phases I and II

A parcel of land lying in Sections 12, 13 and 14, Township 28 South, Range 16 East, Pinellas County, Florida, being more fully described as follows:

Begin at the South  $\frac{1}{4}$  corner of said Section 12, being the Southwest corner of a Florida Power right-of-way, as recorded in O.R. 4477, Page 944, of the Public Records of Pinellas County, Florida; thence N.  $89^{\circ}53'32''$  E., 1268.20 feet along the South line of said Florida Power right-of-way, being also the South line of said Section 12; thence leaving said right-of-way line and section line, S.  $00^{\circ}09'34''$  W., 3981.83 feet, to the forty-acre line, being also the Oldsmar City limit line, thence S.  $89^{\circ}29'41''$  W., 3811.06 feet, along said city limit line; to the West line of said Section 13; thence N.  $89^{\circ}38'49''$  W., 33.00 feet; thence N.  $00^{\circ}14'58''$  E., 1486.20 feet along a line 33 feet West and parallel with the East line of aforesaid Section 14; thence N.  $43^{\circ}14'46''$  E., 610.89 feet; thence N.  $71^{\circ}51'26''$  E., 347.00 feet; thence N.  $87^{\circ}40'45''$  E., 529.92 feet; thence N.  $61^{\circ}20'12''$  E., 529.92 feet; thence N.  $00^{\circ}04'27''$  W., 2814.94 feet to the South line of a Florida Power right-of-way, as recorded in O.R. 4477, Page 942, in the Public Records of Pinellas County, Florida; thence along said line, S.  $89^{\circ}53'28''$  E., 833.00 feet to the West line of a Florida Power right-of-way, as recorded in O.R. 4477, Page 944 in the Public Records of Pinellas County, Florida; thence along said right-of-way line, S.  $00^{\circ}25'18''$  E., 1115.41 feet to the Point of Beginning.

Containing 293.355 acres, more or less.

Phase III

A tract of land lying in Sections 1 and 12, Township 28 South, Range 16 East, Pinellas County, Florida, being more fully described as follows:

Begin at the Southeast corner of Section 12, Township 28 South, Range 16 East; thence along the South line of said Section; S.  $89^{\circ}53'30''$  W., 132.00 feet to a point on the East line of a Florida Power Substation as recorded in O.R. Book 4477, Page 944 of the Public Records of Pinellas County, Florida; thence along the East line of said Florida Power Substation, said line being 132.00 feet West of and parallel to the East line of said Section 12, N.  $00^{\circ}10'46''$  E., 2698.32 feet; thence S.  $89^{\circ}51'10''$  W., 667.57 feet along the North line of said Florida Power Substation; being also the East-West centerline of Section 12; thence N.  $00^{\circ}14'59''$  W., 5342.83 feet along the West line of a Florida Power right-of-way as recorded in O.R. Book 4477, Page 493 of the Public Records of Pinellas County, Florida; thence S.  $89^{\circ}31'18''$  E., 814.40 feet to the East  $\frac{1}{4}$  corner of the aforesaid Section 1; thence along the East line of Section 1; S.  $00^{\circ}14'30''$  E., 2664.55 feet to the Northeast corner of Section 12, Township 28 South, Range 16 East; thence along the East line of Section 12, S.  $00^{\circ}03'33''$  W., 2669.40 feet to the East  $\frac{1}{4}$  corner of said Section 12; thence continue along said East Section line; S.  $00^{\circ}10'46''$  W., 2698.41 feet to the Point of Beginning.

Containing 107.500 acres more or less.

Subject to any easements, restrictions, rights-of-way of record.

LESS AND EXCEPT THE FOLLOWING PARCELS FROM PHASE I:

Lots 5, 6 and 7 of Tampa Bay Park of Commerce Phase I as recorded in Plat Book 96, Pages 14 and 15 of the Public Records of Pinellas County, Florida.

Containing 19.113 acres, more or less.

**WITHIN THE JURISDICTION OF PINELLAS COUNTY**

Lots 5, 6 and 7 of Tampa Bay Park of Commerce Phase I as recorded in Plat Book 96, Pages 14 and 15 of the Public Records of Pinellas County, Florida.

Containing 19.113 acres, more or less.

# ATTACHMENT B

## EXHIBIT B-1 PHASING SCHEDULE

Phase	Residential (DUs)	Commercial (Sq. Ft.)	Office (Sq. Ft.)	Industrial (Sq. Ft.)	Totals by Phase
Phase IA <sup>1</sup> 5/7/85-2/28/03* 2/28/08	-0-	- 0 -	90,000	295,000	385,000
Phase IB <sup>2</sup> 1/1/97- 2/28/03* 2/28/08	225	50,000	-0- 560,284	1,500,000 468,716	225 DUs <sup>2</sup> 1,500,000 s.f. 1,079,000
Phase III <sup>2</sup> 3/1/03- 6/1/04* 6/1/09	-0-	-0-	-0-	250,000 200,000	250,000 200,000
<b>TOTALS BY USE</b>	<b>225</b>	<b>50,000</b>	<b>90,000 650,284</b>	<b>2,045,000 963,716</b>	<b>2,185,000 1,664,000 225 DUs</b>

<sup>1</sup> Phase IA office may be converted to 90,000 square feet of industrial for a total of 385,000 square feet of Phase IA industrial and any approved land use may be converted to any other approved land use provided that the Phase IA peak hour traffic distribution does not exceed 64 56 inbound and 397 390 outbound trip ends in accordance with the attached Transportation Analysis, Exhibit B-2.

<sup>2</sup> Phase IB and Phase III land uses may be converted to residential support uses (library, church, daycare, etc.) or be converted among residential, commercial, office or industrial uses provided that:

- 1) the cumulative total of Phases IA, IB and III peak hour traffic distribution does not exceed 632 341 inbound and 2,194 1,739 outbound trips ends in accordance with the attached Transportation Analysis, Exhibit B-2; and
- 2) that each individual Phase IB and Phase III land use is within the maximum and minimum amount of development set forth on the table below; and
- 3) in accordance with the attached Equivalency Table, Exhibit B-3; and
- 4) that the total amount of land uses for the project are within the maximum and minimum amount of development set forth on the table below.

PHASE IB LAND USE	MINIMUM	MAXIMUM
Residential	150 -0- d.u.	225 d.u.
Commercial	10,000 sq. ft.	60,000 sq. ft.
Industrial	0 sq. ft.	1,700,000 sq. ft.
Residential Support	0 sq. ft.	100,000 sq. ft.
Office	500,000 sq. ft.	750,000 sq. ft.
TOTAL PROJECT LAND USE	MINIMUM	MAXIMUM
Residential	-0- 150 d.u.	225 d.u.
Commercial	10,000 sq. ft.	60,000 sq. ft.
Industrial	-7- 1,500,000 sq. ft.	2,045 1,500,000 sq. ft.
Residential Support	0 sq. ft.	100,000 sq. ft.
Office	600,000 sq. ft.	840,000 sq. ft.

\* The end phasing dates for Phase IA and IB have been extended to 2/28/03 to reflect 26 months of tolling based on the appeals to the Florida Land and Water Adjudicatory Commission of the City of Oldsmar Resolution 87-266 and appeals of City of Oldsmar Resolutions 99-16 and 97-05. The beginning phasing for Phase III has been extended to reflect 26 months of tolling based on the above noted appeals.

# ATTACHMENT C

## EXHIBIT B-2 PROPOSED USES

Phase	ITE Code	Land Use	Size (s.f.)	P.M. Peak Hour		Internal 2-way trips		Internal 2-way trips		1.5% Transit		Pass-By (42%)		Net-New Trips	
				In	Out	In	Out	In	Out	In	Out	In	Out	In	Out
IA	110R	Industrial	295,000	35	255	6	6	1	4	0	0	29	245		
	710 E	Office	90,000	31	150	4	4	0	2	0	0	27	145		
<b>Total IA</b>			<b>385,000</b>	<b>66</b>	<b>405</b>	<b>10</b>	<b>10</b>	<b>1</b>	<b>6</b>	<b>0</b>	<b>0</b>	<b>56</b>	<b>390</b>		
IB	110 R	Industrial	468,716	56	406	19	19	1	6	0	0	36	382		
	820 E	Commercial	50,000	191	207	20	20	3	3	75	81	93	103		
	710 E	Office	560,284	135	654	14	14	2	10	0	0	132	694		
<b>Total IB</b>			<b>1,079,000</b>	<b>382</b>	<b>1,267</b>	<b>53</b>	<b>53</b>	<b>6</b>	<b>19</b>	<b>75</b>	<b>81</b>	<b>261</b>	<b>1,179</b>		
III	110 R	Industrial	200,000	24	173	0	0	0	3	0	0	24	170		
<b>Project Total</b>			<b>1,664,000</b>	<b>472</b>	<b>1,845</b>	<b>63</b>	<b>63</b>	<b>7</b>	<b>28</b>	<b>75</b>	<b>81</b>	<b>341</b>	<b>1,739</b>		

Note: Trip generation estimates were obtained from equation rates presented in the ITE Trip Generation Manual-6<sup>th</sup> Edition.

#158

SILLER WILK LLP  
ATTORNEYS AT LAW  
747 THIRD AVENUE  
NEW YORK, N.Y. 10017-2803  
  
(212) 421-2233  
  
FAX: (212) 752-6380  
E-MAIL: rreichman@sillerwilk.com

ROBERT P. REICHMAN  
PARTNER

August 17, 2001

Via Facsimile and First Class Mail

Mr. John M. Meyer  
DRI Coordinator  
Tampa Bay Regional Planning Council  
9455 Koger Boulevard  
St. Petersburg, FL 33702-2491

Re: Joint Development Order (the "Development Order") for the Tampa Bay Park of Commerce ("TBPOC") (Pinellas County Resolution No. 98-229 and Oldsmar Resolution No. 98-28)

Dear Mr. Meyer:

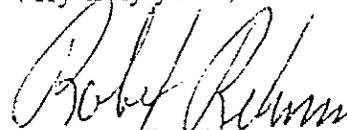
As you know, a client of this firm, Nielsen Media Research, Inc., is the potential purchaser of certain land within the TBPOC from H/A Partners, Ltd., an affiliate of Harrod Properties, Inc. ("HPI"). This letter shall confirm our telephone conversations of July 27, 2001 and July 31, 2001 in which you advised me, on behalf of the Tampa Bay Regional Planning Council ("TBRPC"), of the following:

1. The Development Order permits conversion of industrial, commercial and residential entitlements to office use with no required minimum or maximum level for office development. These entitlements from Phases IA, IB and III of the Development Order may be utilized now to construct up to 600,000 square feet of office use and provided that all applicable approvals and permits have been obtained from the City of Oldsmar by February 28, 2003, any entitlements not used by our client prior to the expiration of Phases IA or IB may continue to be available to our client and be utilized through June 1, 2004, the current expiration date of Phase III.
2. No Notice of Proposed Change ("NOPC") is required in order for our client to construct within the TBPOC up to an additional 600,000 square feet of office space or any combination of office and industrial space up to an additional 600,000 square feet.

3. No NOPC to or amendment of the Development Order is required in order to eliminate residential land use within the TBPOC or to reflect "0" residential units within the minimum/maximum table of Exhibit B-1 of the Development Order, and the conditions set forth in Section 4.1.6(F)(1) of the Development Order have been satisfied.
4. The construction by our client of a 600,000 square foot facility designated as all office use would be authorized under the Development Order and no NOPC would be required, notwithstanding that the total square footage of industrial use in the TBPOC would be 48,135 square feet less than the 1,500,000 square foot minimum set forth on Exhibit B-1 of the Development Order (as described on page 2 of your July 19, 2001 letter to Mr. Ben Nelson of HPI).
5. As indicated in your July 19, 2001 letter to Mr. Nelson (a copy of which is attached), TBRPC staff has approved HPI's proposal, as outlined in Mr. Nelson's letters to you dated July 18, 2001 and July 19, 2001, to convert industrial, residential and commercial entitlements to up to an additional 600,000 square feet of either office use, or any combination of office and industrial use up to an additional 600,000 square feet, beyond the entitlements which have already been utilized or built. Except for the approval of the TBRPC staff, which has been obtained, no other authorization or approval of HPI's proposal is required by the TBRPC.

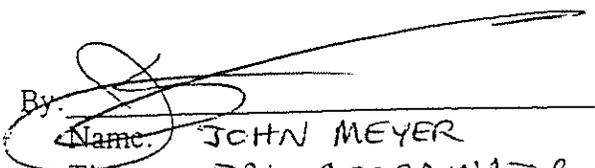
If the foregoing accurately reflects our understanding upon which our client may rely, please sign a copy of this letter and return it to me. We appreciate your cooperation and assistance. Please call me if you have any questions.

Very truly yours,

  
Robert P. Reichman

THE FOREGOING IS CONFIRMED IN ITS ENTIRETY:

TAMPA BAY REGIONAL PLANNING COUNCIL

By: 

Name: JOHN MEYER

Title: PRI COORDINATOR

Mr. John M. Meyer  
Tampa Bay Regional Planning Council

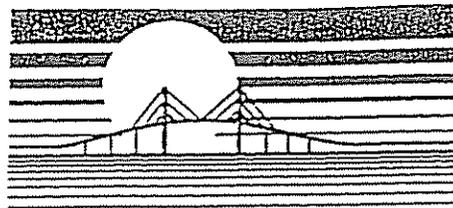
3

August 17, 2001

cc: Ms. Marina G. Pennington, DCA  
Mr. Nicholas Staszko, City of Oldsmar  
Roger Tucker, Esq., TBRPC  
Mr. Ben Nelson, Jr., Harrod Properties, Inc.

8/28/01

bcc: was sent to  
Al Navaroli



Tampa Bay Regional Planning Council

Chairman  
Mayor Pat Whitesel

Vice-Chairman  
Councilman Jerry King

Secretary/Treasurer  
Commissioner Barbara Sheen Todd

Executive Director  
Manny L. Pumariega

July 19, 2001

Mr. Ben Nelson  
Harrod Properties, Inc.  
777 S. Harbour Island Blvd., Suite 877  
Tampa, FL 33602

*Subject: DRI #158 - Tampa Bay Park of Commerce, Land Use Equivalency Matrix transactions, City of Oldsmar and Pinellas County*

Dear Mr. Nelson:

Council staff has completed our review of your current land use conversion proposal, submitted on July 18, 2001 and revised on July 19, 2001. This request has been submitted and reviewed in accordance with the provisions of the Development Order addressing such transactions. Your current proposal is:

CONVERSION FROM	CONVERSION TO	CONVERSION FACTOR
225 Residential Units	231,975 S.F. Industrial	1 Residential Unit = 1,000 S.F. Industrial
1,169,590 S.F. Industrial	600,000 S.F. Office	1,000 S.F. Industrial = 513 S.F. Office
40,000 S.F. Commercial	344,480 S.F. Industrial	1,000 S.F. Commercial = 8,612 S.F. Industrial

In consideration of your current request, Council staff has determined that since the existing Land Use Equivalency Matrix (Joint Development Order Amendment/Oldsmar Resolution No. 98-28 & Pinellas County Resolution No. 98-229/Exhibit B-3) permits the developer to convert to and from office uses and no minimum or maximum levels of office development are specified in Exhibit B-1 of said document, no minimum or maximum should apply to this type of development.

Following final approval of your proposed transactions, Council records reflect that the resulting plan of development would be:

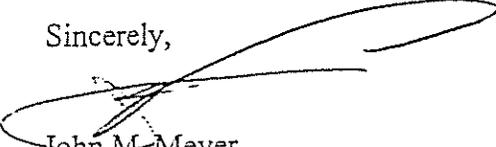
Phase	Buildout	Office (Sq. Ft.)	Commercial (Sq. Ft.)	Light Industrial (Sq. Ft.)	Residential (Units)
I	February 28, 2003	90,000	0	295,000	0
II	February 28, 2003	600,000	10,000	906,865	0
III	June 1, 2004	0	0	250,000	0
TOTAL		690,000	10,000	1,451,865	0

Two observations were made during the review of your proposal:

1. The proposed elimination of residential land use is inconsistent with Exhibit B-1. However, revised Condition 4.F.(1) of the same document allows for the removal of all residential uses pending amendments to the Comprehensive Plan and zoning, both of which have previously transpired. In this regard, it would be requested that the "Minimum/Maximum" Table (Exhibit B-1) be revised to accurately reflect the option for "0" residential units. This requested modification can be processed in conjunction with the next Notice of Proposed Change submitted for your project. This change will be considered as a "scrivener" error.
2. The resulting 1,451,865 sq. ft. of light industrial use is below the minimum amount identified in Exhibit B-1 (1,500,000 sq. ft.). However, the current proposal would result in 96.79 percent of the required industrial space. It is understood that your potential client would construct a facility which would result in a combination of office and light industrial designations. Upon the determination of appropriate percentages assigned to each of these uses for the facility, it would be appropriate to submit a new land use equivalency matrix to request an increase in light industrial space, beyond the currently required 1.5 million square feet minimum, with a corresponding reduction in office space using the existing conversion formulas.

In conclusion, Council staff concurs with the applicants current, simultaneous, land use conversion requests for the reasons stated above. If you should have any questions in this regard, please do not hesitate to contact me here at the Council.

Sincerely,



John M. Meyer  
DRI Coordinator

JMM

cc: Nick Staszko, City of Oldsmar  
Al Navaroli, Pinellas County  
Marina Pennington, FDCA

Kent Fast, FDOT  
Roger Tucker, TBRPC Legal Counsel

**Harrod Properties, Inc.**

---

August 28, 2001

John M. Meyer  
DRI Coordinator  
Tampa Bay Regional Planning Council  
9455 Kroger Boulevard  
St. Petersburg, FL 33702

Dear John:

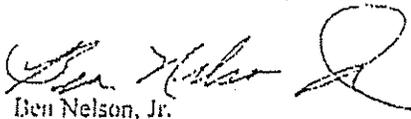
This letter is in response to our conversation yesterday and your request.

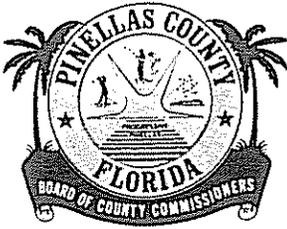
It is our intention to redistribute the square footage allocated to the Nielsen project after all their plans are complete to ensure that the 1.5 million minimum Industrial allocation is maintained.

We thank you very much for your effort.

Sincerely,

HARROD PROPERTIES, INC.

  
Ben Nelson, Jr.



#158

BOARD OF COUNTY COMMISSIONERS  
PINELLAS COUNTY, FLORIDA

315 COURT STREET  
CLEARWATER, FLORIDA 33756

PHONE: (727) 464-3354  
FAX: (727) 464-4147

SUSAN H. CHURUTI  
COUNTY ATTORNEY

COMMISSIONERS

SALLIE PARKS - CHAIRMAN  
ROBERT B. STEWART - VICE CHAIRMAN  
CALVIN D. HARRIS  
KAREN WILLIAMS SEEL  
BARBARA SHEEN TODD

June 30, 1999

John Meyer  
Tampa Bay Regional Planning Council  
9455 Koger Boulevard  
Suite 219  
St. Petersburg, FL 33702-2491

Re: Tampa Bay Park of Commerce

Dear Mr. Meyer:

I am enclosing a copy of the fully executed joint amendment to joint development order as approved by resolution in the above-referenced matter.

Please do not hesitate to call if you have any questions.

Sincerely,

James L. Bennett  
Chief Assistant County Attorney

JLB/mjm  
Encl.  
cc: Thomas J. Trask, Esq.

GAUSERS\ATTY\ATYKB03\DRS\LTRS\TBPOC.2FN

JOINT AMENDMENT TO JOINT DEVELOPMENT ORDER  
TAMPA BAY PARK OF COMMERCE  
DEVELOPMENT OF REGIONAL IMPACT

PINELLAS COUNTY RESOLUTION NO. 99- 115

CITY OF OLDSMAR RESOLUTION NO. 99- 15

A RESOLUTION OF PINELLAS COUNTY, FLORIDA, AND A RESOLUTION OF THE CITY OF OLDSMAR, FLORIDA, MODIFYING THE JOINT DEVELOPMENT ORDER FOR THE TAMPA BAY PARK OF COMMERCE DEVELOPMENT OF REGIONAL IMPACT PREVIOUSLY APPROVED BY PINELLAS COUNTY RESOLUTION 98-229 AND CITY OF OLDSMAR RESOLUTION NO. 98-28; FINDING THAT THE MODIFICATION DOES NOT CONSTITUTE A SUBSTANTIAL DEVIATION; ADOPTING THE REVISED MASTER DEVELOPMENT PLAN AS PART OF THE JOINT DEVELOPMENT ORDER; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the Tampa Bay Park of Commerce Development of Regional Impact (DRI) is a multi-use development located within both unincorporated Pinellas County and the City of Oldsmar; and

WHEREAS, H/A Partners, Ltd. (Developer) acquired the property on April 16, 1999, and is now the owner and developer of the Tampa Bay Park of Commerce DRI; and

WHEREAS, Pinellas County, by Resolution No. 98-229 adopted on October 27, 1998, and the City of Oldsmar, by Resolution No. 98-28 adopted on October 20, 1998, adopted a Joint Development Order for the Tampa Bay Park of Commerce DRI, and rendered the Joint Development Order to the Department of Community Affairs (DCA); and

WHEREAS, the Joint Development Order superceded all development orders previously issued by Pinellas County and the City of Oldsmar for the Tampa Bay Park of Commerce DRI; and

WHEREAS, the revised master development plan for the Tampa Bay Park of Commerce was inadvertently not adopted as an attachment to the Joint Development Order; and

WHEREAS, on December 23, 1998, the Developer and DCA entered into an agreement pursuant to section 380.032, Florida Statutes, whereby DCA agreed not to appeal the Joint Development Order and the Developer agreed to file a Notice of Proposed Change (NOPC) to amend the Joint Development Order to include the revised master development plan; and

WHEREAS, DCA further agreed that the changes depicted on the revised master development plan and the amendment of the Joint Development Order to adopt the master

development plan have no additional regional impacts and do not constitute a substantial deviation pursuant to section 380.06(19), Florida Statutes; and

WHEREAS, on March 31, 1999, the Developer filed a NOPC required by the agreement with DCA; and

WHEREAS, the Board of County Commissioners for Pinellas County and the City of Oldsmar City Council have reviewed the NOPC and have considered the issue whether such proposed modification constitutes a substantial deviation requiring further development of regional impact review at public hearings on 06-22-99, 1999 (County) and 6-15-99, 1999 (City).

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners of Pinellas County, Florida, and the City of Oldsmar City Council, Florida:

1. The following findings of fact and conclusions of law are made in connection with this modification to the Joint Development Order:

- a. The recitals set forth above are incorporated herein by reference.
- b. The NOPC is consistent with the local comprehensive plan and local land development regulations for both Pinellas County and the City of Oldsmar.
- c. The modification does not constitute a substantial deviation because:
  - (i) DCA has agreed in writing that the NOPC does not constitute a substantial deviation (§ 380.06(19)(e)2.i., F.S.); and
  - (ii) the NOPC provides clear and convincing evidence that the requested modification does not create any additional regional impact resulting from the incorporation of the revised master development plan as part of the Joint Development Order.
- d. All conditions precedent to the adoption of this have been satisfied or waived.

2. The Joint Development Order for the Tampa Bay Park of Commerce DRI is hereby modified to adopt the revised master development plan (Exhibit B to the NOPC) as EXHIBIT B-4 to the Joint Development Order, and the Section 4.1.1. of the Joint Development Order is amended to read:

4.1.1. Phasing Generally - The development of the Tampa Bay Park of Commerce is generally described in phases using square footage and start and end dates for each phase set forth on the phasing schedule which is attached hereto as Revised Exhibit "B." *The location of each phase is graphically depicted*

*on the Master Development Plan which is attached hereto as Exhibit "B-4."* The development of Phase IA was delayed as a result of the various regulatory approval processes. The DEVELOPER has also agreed to convey all 169.9 acres of Phase IV to the Southwest Florida Water Management District for preservation and conservation purposes, so development is not planned for and will not be undertaken in that area pursuant to this DEVELOPMENT ORDER. Consequently, construction in subsequent phases of the Tampa Bay Park of Commerce will be concomitantly affected.

[Note: new language is shown in *larger type bold italics*].

3. Except as modified herein and the change in ownership to H/A Partners, Ltd., the Joint Development Order for the Tampa Bay Park of Commerce DRI shall remain in full force and effect.

4. This Resolution shall become effective immediately upon adoption.

PASSED AND APPROVED BY THE BOARD OF COUNTY COMMISSIONERS OF PINELLAS COUNTY, FLORIDA THIS 22 DAY OF June, 1999, AND BY THE CITY OF OLDSMAR CITY COUNCIL THIS 15<sup>th</sup> DAY OF June, 1999.

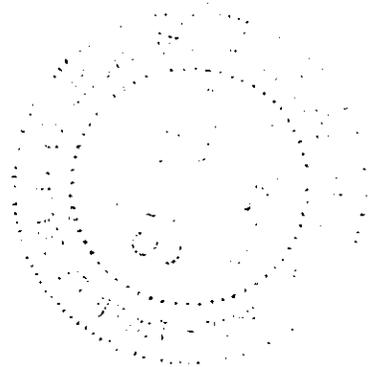
**PINELLAS COUNTY:**

By: [Signature]  
Chairperson

Attest: [Signature]  
Clerk

Approved as to form:

By: [Signature]  
County Attorney



**CITY OF OLDSMAR:**

By: [Signature]  
Mayor

By: [Signature]  
City Manager

Attest: [Signature]  
Clerk

Approved as to form:

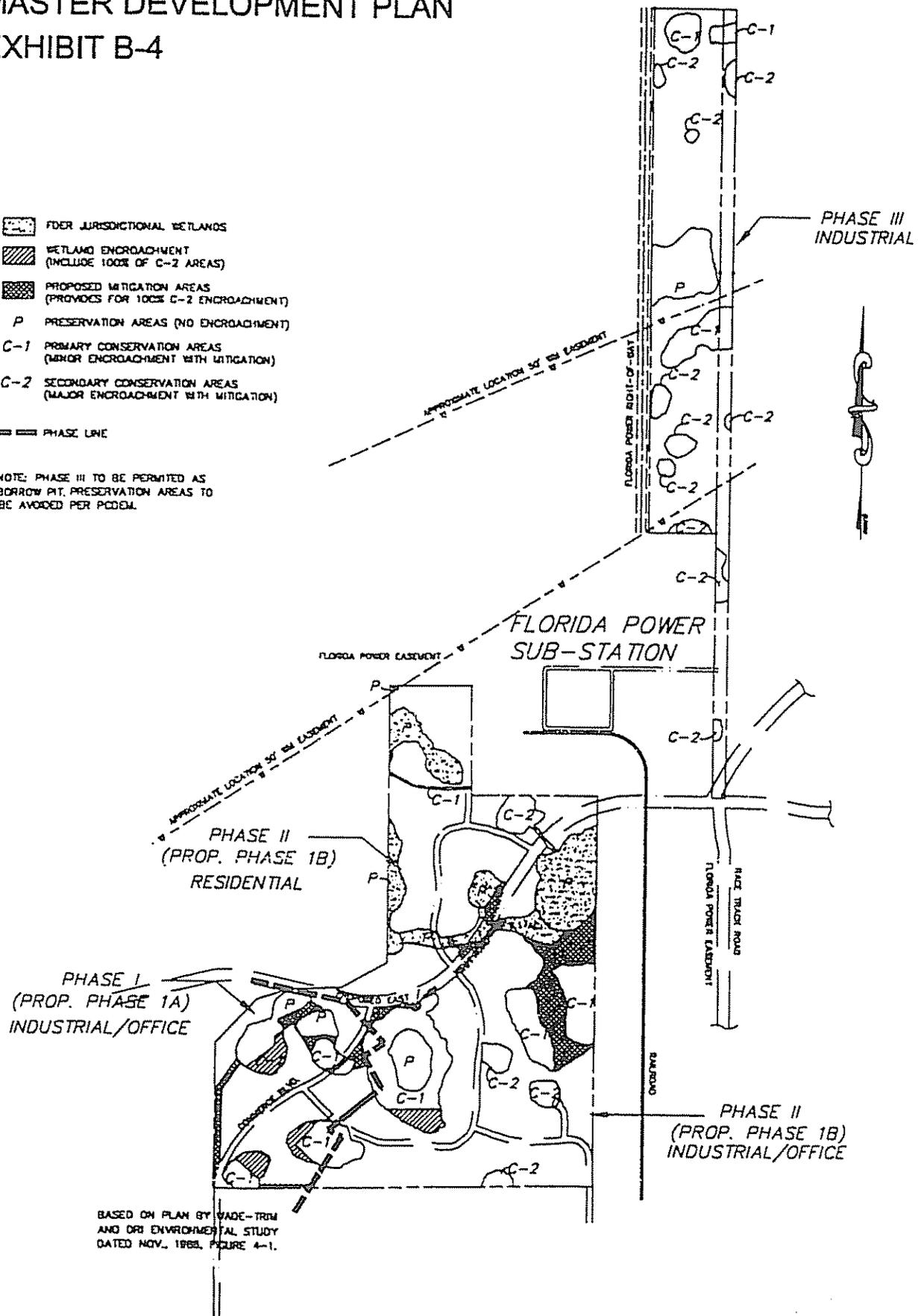
By: [Signature]  
City Attorney

# TAMPA BAY PARK OF COMMERCE MASTER DEVELOPMENT PLAN EXHIBIT B-4

-  FDER JURISDICTIONAL WETLANDS
-  WETLAND ENCROACHMENT  
(INCLUDE 100% OF C-2 AREAS)
-  PROPOSED MITIGATION AREAS  
(PROVIDES FOR 100% C-2 ENCROACHMENT)
- P* PRESERVATION AREAS (NO ENCROACHMENT)
- C-1* PRIMARY CONSERVATION AREAS  
(MINOR ENCROACHMENT WITH MITIGATION)
- C-2* SECONDARY CONSERVATION AREAS  
(MAJOR ENCROACHMENT WITH MITIGATION)

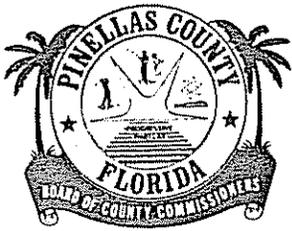
 PHASE LINE

NOTE: PHASE III TO BE PERMITTED AS BORROW PIT. PRESERVATION AREAS TO BE AVOIDED PER PCDEM.



SECTION 1 & 12 TOWNSHIP 28 SOUTH, RANGE 16 EAST  
PINELLAS COUNTY, FLORIDA

BASED ON PLAN BY WADE-TRIM AND ORI ENVIRONMENTAL STUDY DATED NOV., 1988, FIGURE 4-1.



158/107

BOARD OF COUNTY COMMISSIONERS  
PINELLAS COUNTY, FLORIDA

315 COURT STREET  
CLEARWATER, FLORIDA 33756

COMMISSIONERS

BARBARA SHEEN TODD - CHAIRMAN  
STEVEN M. SEIBERT - VICE CHAIRMAN  
CALVIN D. HARRIS  
SALLIE PARKS  
ROBERT B. STEWART

November 13, 1998

PHONE: (727) 464-3354  
FAX: (727) 464-4147

SUSAN H. CHURUTI  
COUNTY ATTORNEY

Tim Butts  
Tampa Bay Regional Planning Council  
9455 Koger Boulevard  
Suite 219  
St. Petersburg, FL 33702-2491

Re: Tampa Bay Park of Commerce

Dear Mr. Butts:

I am enclosing a certified copy of each of the following documents for your records:

1. Joint Development Order, Tampa Bay Park of Commerce.
2. Tampa Bay Park of Commerce East-West Connector Agreement.

Please do not hesitate to call if you have any questions.

Sincerely,

James L. Bennett  
Chief Assistant County Attorney

JLB/mjm  
Encl.  
cc: Joel R. Tew, Esq.

*Jim Bennett  
(Gody Miller)  
County Attorney*

No. 34 (omit)  
BCC 10-27-98  
9:30 A.M. Buckley

*Corres. Comp.*

#34 PUBLIC HEARING RE CONSIDERATION OF PROPOSED RESOLUTION AMENDING PINELLAS COUNTY RESOLUTION 85-264, AS AMENDED BY RESOLUTIONS 87-266, 88-42, 94-298 AND 94-369, PROVIDING FOR REPEAL OF CITY OF OLDSMAR RESOLUTIONS 96-16 AND 97-05, AND THE SIMULTANEOUS ESTABLISHMENT HEREOF AS THE JOINT DEVELOPMENT ORDER OF PINELLAS COUNTY AND THE CITY OF OLDSMAR, ENTIRELY SUPERSEDING ALL PREVIOUS DEVELOPMENT ORDERS FOR THE TAMPA BAY PARK OF COMMERCE DEVELOPMENT OF REGIONAL IMPACT, PURSUANT TO CHAPTER 380, FLORIDA STATUTES, ON A NOTICE OF PROPOSED CHANGE FILED BY CYPRESS LAKES INDUSTRIAL PARK, LTD. - CHANGES DETERMINED NOT TO BE A SUBSTANTIAL DEVIATION; RESOLUTION NO. 98-229 ADOPTED INCORPORATING SAID CHANGES AS A JOINT DEVELOPMENT ORDER WITH THE CITY OF OLDSMAR

---

Pursuant to legal notice published in the October 11, 1998 issue of the St. Petersburg Times as evidenced by publisher's affidavit filed with the Clerk, public hearing was held re consideration of proposed resolution amending Pinellas County Resolution 85-264, as amended by Resolutions 87-266, 88-42, 94-298 and 94-369, providing for repeal of City of Oldsmar Resolutions 96-16 and 97-05, and the simultaneous establishment hereof as the Joint Development Order of Pinellas County and the City of Oldsmar, entirely superseding all previous development orders for the Tampa Bay Park of Commerce Development of Regional Impact, pursuant to Chapter 380, Florida Statutes, on a Notice of Proposed Change filed by Cypress Lakes Industrial Park, Ltd. Deputy Clerk Clarethia N. Harris reported that no correspondence relative to the proposed resolution has been received; and that the matter is properly before the Board to be heard.

No. 34 (2 of 2)  
BCC 10-27-98  
9:30 A.M. Buckley

County Administrator Fred E. Marquis recommended that the Board determine that the requested changes (cumulatively with previous changes reviewed and approved by the Board in past years) are not a substantial deviation; and further recommended that the Board adopt Resolution No. 98-229 incorporating said changes as a Joint Development Order with the City of Oldsmar.

No one appeared in response to Chairman Todd's call for persons wishing to be heard.

Commissioner Parks moved, seconded by Commissioner Harris, that Resolution No. 98-229 be adopted as recommended. Upon roll call, the vote was:

Ayes: Todd, Seibert, Parks, Stewart and Harris.

Nays: None.

Absent and not voting: None.

10/28/98 Copy of BO + 2 original Resolutions to Co.  
Atty. Jim Bennett

11/9/98 - Copy of B.O., memo, resolution w/exhibits A-E & drawings to  
Janice Metzger; Jim.

JOINT DEVELOPMENT ORDER  
TAMPA BAY PARK OF COMMERCE

PINELLAS COUNTY RESOLUTION NO. 98-229

CITY OF OLDSMAR RESOLUTION NO. 98-28

A RESOLUTION OF PINELLAS COUNTY, FLORIDA, AMENDING PINELLAS COUNTY RESOLUTION 85-264, AS AMENDED BY RESOLUTIONS 87-266, 88-42, 94-298, AND 94-369, PROVIDING FOR REPEAL OF CITY OF OLDSMAR RESOLUTIONS 96-16 AND 97-05, AND THE SIMULTANEOUS ESTABLISHMENT HEREOF AS THE JOINT DEVELOPMENT ORDER OF PINELLAS COUNTY AND THE CITY OF OLDSMAR, ENTIRELY SUPERSEDING ALL PREVIOUS DEVELOPMENT ORDERS FOR THE TAMPA BAY PARK OF COMMERCE DEVELOPMENT OF REGIONAL IMPACT, PURSUANT TO CHAPTER 380, FLORIDA STATUTES, ON A NOTICE OF PROPOSED CHANGE, FILED BY CYPRESS LAKES INDUSTRIAL PARK, LTD.; PROVIDING FINDINGS OF FACT; PROVIDING CONCLUSIONS OF LAW INCLUDING APPROVAL OF THE APPLICATION AND THE NOTICE OF PROPOSED CHANGE; PROVIDING FOR GENERAL PROVISIONS INCLUDING NAMING THE DEVELOPMENT AND IDENTIFYING THE DEVELOPER AND THE AFFECTED PROPERTY; PROVIDING FOR APPROVAL OF THE PIPELINING OPTION; ESTABLISHING THIS RESOLUTION AS THE DEVELOPMENT ORDER; PROVIDING FOR CONVENTIONAL REFERENCES, IMPERVIOUS SURFACE ALLOCATION, GOVERNMENTAL REVIEWS AND TRANSFER OF MAINTENANCE RESPONSIBILITIES; PROVIDING FOR AMENDMENTS INCLUDING PROVIDING FOR THE ESTABLISHMENT OF ZONING AND LAND USE APPROVALS; PROVIDING FOR MONITORING, ENFORCEMENT AND PENALTIES BY BOTH THE CITY AND THE COUNTY; PROVIDING FOR AN ANNUAL REPORT INCLUDING REVIEW BY BOTH THE CITY AND THE COUNTY; ESTABLISHING APPLICABLE RULES AND REGULATIONS BY BOTH THE CITY AND THE COUNTY; PROVIDING FOR CONDITIONS OF DEVELOPMENT APPROVAL INCLUDING A PHASING SCHEDULE AND FLEXIBILITY, A REALLOCATION OF SQUARE FOOTAGE, PHASE IA AND IB LAND USE CONVERSIONS; PROVIDING FOR PHASE IB LAND USE AMENDMENTS FROM INDUSTRIAL LIMITED TO RESIDENTIAL LOW AND COMMERCIAL GENERAL TO RESIDENTIAL LOW WITH A PLANNED UNIT DEVELOPMENT ZONING CATEGORY PROVIDING FOR THE NUMBER OF RESIDENTIAL UNITS, ALLOWING HOUSING PRODUCT LIMITATIONS; PROVIDING FOR ESTABLISHMENT OF COMMERCIAL GENERAL ZONING ON AN IDENTIFIED PARCEL; PROVIDING FOR A CONVERSION AND RELOCATION OF LAND USES IN PHASE IB; PROVIDING FOR ONGOING RESPONSIBILITIES AND REANALYSIS INCLUDING A MODIFICATION OF THE RIGHT TO REDUCE FAIR SHARE CONTRIBUTIONS ; PROVIDING FOR STORMWATER DRAINAGE, PUBLIC FACILITIES INCLUDING NON-POTABLE WATER USE, OPEN SPACE, WILDLIFE,

HAZARDOUS WASTE MANAGEMENT, ENERGY ISSUES, ARCHAEOLOGICAL RESOURCES, AIR QUALITY INCLUDING THE ESTABLISHMENT OF A NEW SQUARE FOOTAGE THRESHOLD FOR CONDUCTING A COMPREHENSIVE AIR QUALITY ANALYSIS; PROVIDING FOR HURRICANE EVACUATION, ENVIRONMENTAL PRESERVATION AND CONSERVATION INCLUDING ELIMINATION OF SOME PRESERVATION REQUIREMENTS, PROVIDING FOR TRANSPORTATION INCLUDING SATISFACTION OF PIPELINING OBLIGATIONS THROUGH A ROADWAY AGREEMENT WITH THE COUNTY; PROVIDING FOR TRANSPORTATION IMPACT FEE CREDITS; PROVIDING FOR FIRE/EMS, LIBRARY AND CITY SERVICES, A NEIGHBORHOOD PARK; PROVIDING FOR EDUCATION; ESTABLISHING AN EFFECTIVE DATE AND DURATION OF THE DEVELOPMENT ORDER; PROVIDING FOR SEVERABILITY; PROVIDING FOR RENDERING OF THE DEVELOPMENT ORDER AND FOR AN EFFECTIVE DATE OF THE AMENDMENT; PROVIDING FOR CONTINUING APPLICABILITY OF THE AMENDED DEVELOPMENT ORDER AND FOR THE STATUS OF PRIOR DEVELOPMENT ORDERS; PROVIDING FOR COUNTY INVOLVEMENT IN THE CASE OF COMPLETE ANNEXATION; ESTABLISHING THE STATUS OF THE HEADINGS

WHEREAS, in June, 1984 Cypress Lakes Industrial Park Limited ("DEVELOPER"), Pinellas County ("COUNTY") and the Tampa Bay Regional Planning Council ("TBRPC") executed an alternative review agreement in accordance with the provisions of Section 380.06(20)(b), Florida Statutes (F.S.) (1983), subsequently Section 380.06(21)(b), F.S. (1986), agreeing to participate in the review procedures specified in that statutory provision and its implementing regulations for the Development of Regional Impact ("DRI") known as the "Tampa Bay Park of Commerce" ("TBPOC"); and

WHEREAS, in accordance with that agreement, the DEVELOPER filed an application for Master Development Approval ("AMDA") and an Application for Incremental Development Approval for Phase I of that project ("AIDA") with the COUNTY Board of County Commissioners ("BOARD") pursuant to the then existing provisions of Section 380.06, F.S.; and

WHEREAS, in May 1985, the BOARD issued Resolution No. 85-264 granting Master Development Approval for the development of the TBPOC including development approval for Phase I of that project; TBPOC and

WHEREAS, the DEVELOPER elected pursuant to the Alternative Review Agreement and the Master Development Order issued by the BOARD to file an Application for Development Approval ("ADA") for all remaining aspects of the TBPOC on November 26, 1986; and

WHEREAS, the ADA has satisfactorily addressed all issues of regional significance related to the mixed use office/research/warehouse/service center park to be located in Northeast Pinellas County; and



WHEREAS, the BOARD, as the governing body of the local government having jurisdiction pursuant to Section 380.06, F.S., is authorized and empowered to consider applicants for development approvals for development of regional impacts ("DRI's"); and

WHEREAS, the public notice requirements of Section 380.06, F.S., have been satisfied; and

WHEREAS, the BOARD received and considered the report and recommendations of the TBRPC adopted on June 8, 1987; and

WHEREAS, the BOARD, on the 14th day of July, 1987, held a duly noticed public hearing on said ADA and heard and considered testimony and documents received thereon; and

WHEREAS, the BOARD approved COUNTY Resolution No. 88-42 amending COUNTY Resolution 87-266 pursuant to an appeal by the Department of Community Affairs ("DCA").

WHEREAS, the BOARD received a Notice of Proposed Change ("NOPC No.1") dated July 21, 1994 requesting amendments to the previously approved development orders, and

WHEREAS, in order to facilitate the conveyance of the real property constituting Phase IV to the Southwest Florida Water Management District ("SWFWMD") for preservation and conservation purposes, as provided by that certain agreement between the DEVELOPER and SWFWMD, dated June 2, 1994, the development order was amended pursuant to a public hearing dated September 20, 1994 with the resulting COUNTY Resolution No. 94-298 amending the development order so that the real property subject to the development order shall include only Phases I, II, and III as legally described in Composite Exhibit "A" to the Resolution 94-298. Phase IV, by action on that date was released from the DRI development order; and

WHEREAS, the COUNTY has solicited, received, and considered reports, comments and recommendations from interested citizens, COUNTY, state and regional agencies, as well as the review and report of the COUNTY Administration; and

WHEREAS, in the interest of clarity, the COUNTY wishes to amend and restate the DRI development order in its entirety; and

WHEREAS, on December 6, 1994, the BOARD adopted COUNTY Resolution No. 94-369, which addressed additional issues and constituted a restated development order for the TBPOC; and

WHEREAS, on September 9, 1994, the City of Oldsmar, Florida ("CITY"), acting through the CITY Council (COUNCIL), adopted CITY Ordinance No. 94-13, which constituted a voluntary annexation pursuant to Section 171.044, F.S., of 373.095 acres, more or less, of real property covered by the DRI development order for the TBPOC; and

WHEREAS, Section 380.06, F.S., requires a municipality to adopt a development order governing a DRI, or portion thereof, annexed into the municipality following annexation; and

WHEREAS, on June 26, 1996, the DEVELOPER filed a Notification of Proposed Change proposing to extend the date of completion for Phase I, with a re-designation of that portion of TBPOC as Phase IA; to grant the DEVELOPER the option to substitute additional industrial space in lieu of the office space authorized for Phase IA; and to change the land use for Phase II from industrial, office and commercial to residential, with a re-designation of that portion of TBPOC as Phase IB; and

WHEREAS, on August 6, 1996, the CITY adopted CITY Resolution No. 96-16 but did not act on the Notification of Proposed Change filed on June 26, 1996, and left it pending; and

WHEREAS, on September 19, 1996, the DEVELOPER, pursuant to Section 380.07, F.S., instituted an appeal of CITY Resolution No. 96-16 to the Florida Land and Water Adjudicatory Commission, Cypress Lakes Industrial Park, Ltd. v. City of Oldsmar, FLWAC Case No. APP-96-016, which appeal is being resolved by the repeal of CITY Resolution No. 96-16 and the simultaneous adoption of this CITY Resolution No. 98-28; and

WHEREAS, on January 2, 1997, the DEVELOPER filed a revised Notification of Proposed Change ("NOPC No. 2") proposing to extend the date of completion for Phase I, with a re-designation of that portion of TBPOC as Phase IA; to authorize the DEVELOPER to substitute additional industrial space in lieu of the office space authorized for Phase IA; and to reduce the amount of industrial, office and commercial space in Phase II and the addition of residential land use, with a re-designation of that phase as Phase IB; and to authorize the DEVELOPER in Phase IB to substitute residential support uses for either industrial or residential uses, or industrial uses for residential uses, so long as specified traffic impacts are not exceeded; and

WHEREAS, on February 18, 1997, the CITY adopted CITY Resolution No. 97-05, but did not act on NOPC No. 2, and left it pending; and

WHEREAS, on February 18, 1997, the CITY adopted CITY Resolution No. 96-13 on second reading, as an amendment to the Oldsmar Comprehensive Plan establishing an Industrial Limited land use classification for the TBPOC; and

WHEREAS, on March 27, 1997, the DEVELOPER, pursuant to Section 380.07, F.S., instituted an appeal of CITY Resolution No. 97-05 to the Florida Land and Water Adjudicatory Commission, Cypress Lakes Industrial Park, Ltd. v. City of Oldsmar, FLWAC Case No. APP-97-004, which appeal is being resolved by the repeal of CITY Resolution No. 97-05 and the simultaneous adoption of this CITY Resolution No. 98-28; and

WHEREAS, on April 21, 1997, the DEVELOPER, pursuant to Section 163.3184(9), F.S., filed a Petition for Formal Administrative Hearing for a determination as to whether CITY Resolution No. 96-13 is in compliance with State law, Cypress Lakes Industrial Park, Ltd. v. Department of Community Affairs, DOAH Case No. 97-002128GM, which appeal is being resolved pursuant to the land use plan and rezoning amendments contemplated below; and

WHEREAS, concurrently herewith the CITY is adopting CITY Ordinance No. 97-12, which constitutes a voluntary annexation pursuant to Section 171.044, F.S., of 8.647 acres, more or less, of property covered by the DRI Development Order for the TBPOC; and

WHEREAS, the CITY and DEVELOPER have met and otherwise communicated to discuss the resolution of various legal issues in dispute between them, including those at issue in FLWAC Case Nos. APP-96-016 and APP-97-004 and DOAH Case No. 97-002128GM, and agreed to the terms of settlement set forth in the "Tampa Bay Park of Commerce Memorandum of Conceptual Agreement" adopted by the COUNCIL on April 18, 1997, subject to approval of certain land use plan and rezoning amendments as required by law; and

WHEREAS, said administrative appeals shall be settled, resolved, and dismissed as soon as practical following adoption hereof, based upon such settlement and in accordance with the requirements of law; and

WHEREAS, 19.113 acres, more or less, of the real property governed by the development order for the TBPOC remain within unincorporated Pinellas County, and thus subject to the jurisdiction of the BOARD.

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners of Pinellas County, Florida, and the City Council of the City of Oldsmar, Florida, that the COUNTY's Resolution No. 85-264, as heretofore amended, is further amended, fully restated, and superseded by this COUNTY Resolution No. 98-229, and the City of Oldsmar's Resolutions No. 96-16 and 97-05 are repealed and replaced, in their

entirety, by this City Resolution No. 98-28, each to serve as the development order for TBPOC (DEVELOPMENT ORDER) and to read as follows:

## SECTION I. FINDINGS OF FACT

- 1.1. DEVELOPER submitted to the COUNTY an ADA, as well as sufficiency responses.
- 1.2. The real property which is the subject of the application is legally described as set forth in composite Exhibit "A," attached hereto and made a part hereof by reference.
- 1.3. The proposed development is not located in an area of critical state concern as designated pursuant to section 380.05, F.S.
- 1.4. All development will occur in accordance with this DEVELOPMENT ORDER, the ADA, NOPC No. 1 and NOPC No. 2, and the AMDA and AIDA except to the extent that the AMDA and AIDA are specifically superseded by the terms and conditions of this DEVELOPMENT ORDER, the ADA, NOPC No. 1 and NOPC No. 2. The terms and provisions of the ADA, NOPC No. 1, NOPC No. 2, AMDA and AIDA are incorporated into this DEVELOPMENT ORDER by this reference.
- 1.5. A comprehensive review of the impact generated by the development has been conducted by COUNTY Administrator, the CITY Manager, the TBRPC, and other participating agencies.
- 1.6. All conditions precedent contained in Resolution 85-264 for commencement of construction have been satisfied except for those conditions specifically stated in this order. Without limiting the foregoing, the COUNTY and the CITY specifically find that the DEVELOPER has complied with the previous order and provided a sufficient environmental study, wastewater treatment plan, transportation system management plan and emergency preparedness and prevention plan as required herein.
- 1.7. The CITY has annexed 381.742 acres, more or less, of the TBPOC into the corporate limits of the CITY, pursuant to CITY Ordinances No. 94-13 and 98- . A total of 19.113 acres, more or less, of the TBPOC remain within unincorporated Pinellas County. No further development review of the TBPOC will be required by the BOARD, except for development occurring within the portion of the TBPOC remaining in unincorporated Pinellas County.

## SECTION II. CONCLUSIONS OF LAW

2.1. Based upon compliance with the terms and conditions of this DEVELOPMENT ORDER, including all applications, documents and other materials incorporated herein by reference, the reports, recommendations and testimony heard and considered by the BOARD and the COUNCIL, it is concluded that:

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

2.1.2. The development is consistent with the local comprehensive plan and the local land development regulations of both the COUNTY and the CITY.

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

2.2. In considering whether the development should be approved subject to conditions, restrictions, and limitations, the COUNTY and the CITY have considered the criteria stated in subsection 380.06(14), F.S..

2.3. The review by the COUNTY, the CITY, TBRPC, and other participating agencies and interested citizens indicates that impacts are adequately addressed pursuant to the requirements of Section 380.06, F.S., within the terms and conditions of this DEVELOPMENT ORDER, and the application.

2.4. The ADA, NOPC No. 1, NOPC No. 2, AMDA and AIDA are approved subject to all terms and conditions of this DEVELOPMENT ORDER.

2.5. The amendments incorporated herein do not constitute a substantial deviation to the conditions of the development orders as adopted in COUNTY Resolution 85-264 or COUNTY Resolution 87-266 or subsequently amended by COUNTY Resolution No. 88-42, COUNTY Resolution No. 94-298, and COUNTY Resolution No. 94-369.

2.6. In their consideration of this resolution, the COUNCIL and the BOARD have been guided by the requirements of Section 380.06 F.S. (1996 Supp.). All references herein to prior statutory or rule provisions shall be construed to include all subsequent amendments, replacement, relocated, and/or successor provisions thereto.

### SECTION III. GENERAL PROVISIONS

#### 3.1. The Name of the Development and the Developer; Affected Properties

3.1.1. The name of this DRI development is the Tampa Bay Park of Commerce, hereinafter referred to as TBPOC.

3.1.2. The DEVELOPER is Cypress Lakes Industrial Park Limited , hereinafter referred to as the "DEVELOPER", which can be located at "in care of Michael Swerdlow Companies, Inc., 200 South Park Road, Suite 200, Hollywood, FL 33021. The DEVELOPER agrees that its authorized agent shall be Theodore P. Stotzer, Vice President and General Counsel. Mr. Stotzer can be located at the above address. The DEVELOPER may change its address and authorized agent by notifying the COUNTY, TBRPC, and DCA in writing and such change shall not require an amendment to this DEVELOPMENT ORDER.

3.1.3. Affected Properties - The legal description set forth in composite Exhibit "A" is hereby incorporated into and by reference made part of this DEVELOPMENT ORDER.

### 3.2. Status of the ADA and the NOPC

3.2.1. The ADA, NOPC No. 1, NOPC No. 2, AMDA and AIDA are approved subject to and as superseded by the terms and conditions of this DEVELOPMENT ORDER. All provisions contained within the ADA, NOPC No. 1, NOPC No. 2, AMDA and AIDA shall be considered conditions of this DEVELOPMENT ORDER unless inconsistent with the terms and conditions of this DEVELOPMENT ORDER.

3.2.2. Concurrent with the approval of this DEVELOPMENT ORDER is the ratification of the 1988 approval of the pipelining option as set forth in subsection 4.13.3.

3.3. Establishing the DEVELOPMENT ORDER - As provided for in Section VIII, this Resolution, herein referred to as the DEVELOPMENT ORDER, shall constitute the DEVELOPMENT ORDER of the COUNTY in response to the ADA, NOPC No. 1, NOPC No. 2, AMDA and AIDA for TBPOC, and the Development Order of the CITY pursuant to Section 380.06, F.S. (1996 Supp.), including approval of NOPC No. 2.

### 3.4. Conventions

3.4.1. The definitions contained in Chapter 380, F.S., shall govern and apply to this DEVELOPMENT ORDER.

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

3.5. Impervious Surface Allocation - The total of all site plan development shall be in accordance with the impervious surface stipulation of forty (40) percent coverage, calculated on a basis of forty (40) percent of the gross acreage of the entire TBPOC. If

this provision conflicts with other sections of this DEVELOPMENT ORDER, this provision shall govern the amount and location of the total development.

3.6. Governmental Reviews - Whenever this DEVELOPMENT ORDER provides for or otherwise necessitates reviews or determinations of any kind subsequent to its issuance, the right to review shall include all directly affected government agencies and departments as are or may be designated, depending on jurisdiction, by the COUNCIL or the BOARD to review DRI applications as well as all governmental agencies and departments set forth under applicable laws and rules governing DRI's.

3.7. Transfer of Maintenance Responsibilities - In each instance in this DEVELOPMENT ORDER where the DEVELOPER is responsible for ongoing maintenance of facilities at the TBPOC, the DEVELOPER may transfer any or all of its responsibilities to improve and maintain those facilities to an appropriate private body created to perform such responsibilities. Provided, however, that before such transfer may be effective, the body to which responsibilities have been or will be transferred must be approved, depending on jurisdiction, by the CITY or the COUNTY, or any other affected governmental agency, upon determination that the entity in question can and will be responsible to provide maintenance as required in this DEVELOPMENT ORDER, which approval shall not be unreasonably withheld.

### 3.8. Amendments

3.8.1. Development activity constituting a substantial deviation from the terms or conditions of this DEVELOPMENT ORDER or other changes to the approved development plans or ADA, NOPC No. 1, NOPC No. 2, AMDA and AIDA which create a reasonable likelihood of additional adverse regional impacts, or any other regional impact not previously reviewed by TBRPC, shall result in further DRI review pursuant to section 380.06, F.S., and may, depending on jurisdiction, result in the CITY or the COUNTY ordering a termination of development activity pending such review.

3.8.2 The COUNTY agrees that the portions of the approved DRI within its jurisdiction shall not be subject to down-zoning, unit density reduction, or intensity reduction for the duration of this DEVELOPMENT ORDER, except as authorized by law. The CITY agrees that the use of portions of the approved DRI within its jurisdiction shall be governed by the zoning and land use approvals granted concurrently herewith, pursuant to the Memorandum of Conceptual Agreement between the CITY and the DEVELOPER dated April 8, 1997. Said entitlements shall be deemed vested by the CITY as of the date hereof.

3.8.3. Any revisions to the DEVELOPMENT ORDER not addressed herein shall be subject to review by the TBRPC.

### 3.9. Monitoring and Enforcement

3.9.1. The COUNTY Administrator and the CITY Manager shall be responsible for monitoring all terms and conditions of this DEVELOPMENT ORDER. For purpose of this condition, the COUNTY Administrator and the CITY Manager may rely upon or utilize information supplied by the TBRPC or any COUNTY or CITY department or agency and including all state agencies such as SWFWMD, having particular responsibility over the area or subject involved. The COUNTY Administrator shall report to the BOARD, and the CITY Manager shall report to the COUNCIL, any findings of deviation from the terms and conditions of this DEVELOPMENT ORDER. Depending on jurisdiction, the COUNTY Administrator or the CITY Manager shall issue a notice of such non-compliance to the DEVELOPER. Depending on jurisdiction, if in the judgment of the COUNTY Administrator or the CITY Manager, the deviation is not corrected within a reasonable amount of time, or if the deviation is of such a nature that it cannot be corrected within a reasonable amount of time, or the DEVELOPER fails or is unable to pursue appropriate corrective action, the COUNTY Administrator or the CITY Manager shall recommend that the BOARD or the COUNCIL, respectively, establish a hearing to consider such deviations and to take any action it deems necessary, in its discretion, reasonably exercised, to insure compliance with this DEVELOPMENT ORDER including termination of any further development.

3.9.2 In addition to the enforcement remedies provided in Chapter 380, F.S., and depending on jurisdiction, the authorized representative, agents or employees of the City or the COUNTY may enter and inspect any portion of the TBPOC property or improvements thereon, which are reasonably and customarily accessible to the general public, and are within their legal jurisdiction, for the purpose of inspecting the same to determine whether a violation of this DEVELOPMENT ORDER is occurring, or to verify achievement of compliance with the provisions of this DEVELOPMENT ORDER. Inspections conducted pursuant to this section shall be limited to obtaining that information which is reasonably necessary for the above purposes and shall be conducted in such a manner as to not interfere with normal business operations or uses of the premises. The owner or operator of the premises shall, upon request, receive a report setting forth all facts found which relate to compliance status.

3.9.3 Pursuant to Chapter 380.11, F.S., the state land planning agency, a state attorney and the COUNTY or the CITY are each authorized to bring an action for injunctive relief, both temporary and permanent, against any person or DEVELOPER found to be in violation of Chapter 380.06, F.S., rules and regulations thereunder, or this DEVELOPMENT ORDER.

### 3.10. Annual Report

3.10.1. Due Date - The DEVELOPER shall file an annual report in accordance with Section 380.06(15), F.S., and appropriate rules and regulations. Such report shall be due on July 14, 1987, and on the anniversary of that date every year

thereafter until and including such time as all terms and conditions of this DEVELOPMENT ORDER are satisfied.

3.10.2. Review - The report shall be submitted to the CITY Manager and the COUNTY Administrator who shall after appropriate review, submit it for review by the COUNCIL and the BOARD, respectively. The COUNCIL and the BOARD shall review the report for compliance with the terms and conditions of this DEVELOPMENT ORDER and may issue further orders and conditions to insure compliance with the terms and conditions of this DEVELOPMENT ORDER. The DEVELOPER shall be notified of any COUNCIL or BOARD hearing wherein such report is to be considered. Provided, however, that the receipt and review by the COUNCIL and the BOARD shall not be considered as a substitute or a waiver of any terms or conditions of this DEVELOPMENT ORDER.

3.10.3. Contents of the Report - The annual report shall contain:

A. The information required by other provisions of this DEVELOPMENT ORDER and required by DCA to be included in the annual report, which information is described in the rules and regulations promulgated by the DCA pursuant to Section 380.06, F.S.;

B. A description of all development activities proposed to be conducted under the terms of this DEVELOPMENT ORDER for the year immediately following the submittal of the annual report;

C. A statement listing all applications of incremental review required pursuant to this DEVELOPMENT ORDER or other applicable local regulations which the DEVELOPER proposes to submit during the year immediately following submittal of the annual report; and

D. A statement setting forth the name(s) and address(es) of any heir, assignee, or successor in interest to this DEVELOPMENT ORDER or portion of this DEVELOPMENT ORDER or increment.

E. The annual report shall also contain all monitoring results and a discussion of those results.

(1) Mitigation Areas - This section of the report shall include reports on location and success of mitigation areas, water quality analyses and analysis of success of hydroperiod maintenance.

(2) Water Quality - The water quality analyses are to include those analyses of waters of the state ensuring that the conditions of subsection 4.3.5 are

met as well as data generated from any monitoring required as a result of stormwater or wastewater treatment plant operational permits.

(3) Hazardous Materials

a. The environmental section of the annual report shall also include an analysis of hazardous material usages and provisions implemented to meet the conditions of subsection 4.7.

b. The environmental section of the annual report must be promulgated annually until two years after the final certificate of occupancy has been issued. Where state generated permits require monitoring for a period in excess of this time frame, copies of those monitoring results must be forwarded to the CITY and the COUNTY concurrently with the submittal to the permitting agency.

(4) Transportation - Any monitoring on transportation issues required under this DEVELOPMENT ORDER. At the CITY'S OR COUNTY'S request, the DEVELOPER shall institute a monitoring program to provide peak hour and daily traffic counts at the TBPOC entrance to verify that trip generation projections in the supporting data for the equivalency table attached to Exhibit "B" support the equivalencies established in that table. The CITY or the COUNTY may request that monitoring occur at any time through the build-out of the TBPOC. The results of this transportation study may serve as the basis for the reviewing agencies to request DEVELOPMENT ORDER amendments. All transportation information submitted to the CITY or COUNTY pursuant to this Section shall also be provided to TBPOC and DCA and included in the annual report.

F. Where ongoing monitoring has indicated that a problem or potential problem exists, the CITY and the COUNTY shall be notified immediately and appropriate corrective measures enacted.

3.11. Applicable Rules and Regulations - The provisions of this DEVELOPMENT ORDER shall not be construed as a waiver of or exception to any rule, regulation, or Resolution of the CITY or the COUNTY, its agencies or commissions based on their respective jurisdiction. To the extent that further CITY review is proposed for in this DEVELOPMENT ORDER or required by the applicable land development regulations, said review shall be subject to all applicable rules, regulations and Resolutions in effect at the time of this DEVELOPMENT ORDER, except that Countywide ordinances concerning air quality, wellhead protection, or transportation impact fees shall apply as amended as of the date of such review or application by TBPOC.

SECTION IV. CONDITIONS OF DEVELOPMENT APPROVAL

4.1. Phasing Schedule.

4.1.1. Phasing Generally - The development of the TBPOC is generally described in phases using square footage and start and end dates for each phase as set forth on the phasing schedule which is attached hereto as Revised Exhibit "B." The development of Phase IA was delayed as a result of the various regulatory approval processes. The DEVELOPER has also agreed to convey all 169.9 acres of Phase IV to the SWFWMD for preservation and conservation purposes, so development is not planned for and will not be undertaken in that area pursuant to this DEVELOPMENT ORDER. Consequently, construction in subsequent phases of the TBPOC will be concomitantly affected.

4.1.2. Phasing Flexibility - The DEVELOPER has represented in the ADA that actual development within the TBPOC will progress on the site consistent with on-site availability of public services and facilities as well as market conditions. Therefore, the development phase information provided was presented for planning purposes, so the sequential progression of development need not be limited to the geographic boundaries of the phases as depicted in the ADA and Revised Exhibit "B" however, the development of square footages will be bound to the time frames in the Revised Exhibit "B".

4.1.3. Reallocation of Square Footage - In the event the specified square footage for a specific phase is not constructed within that geographic planning unit, that square footage may be transferred within the boundaries of the areas identified as Phases IA, IB, and III, so long as the specific land use type is authorized within the specific phase to which it is to be moved. In no event will this transfer of square footage result in an increase beyond the total amount of development contained in revised Exhibit "B". To the extent development within a phase does not reach the specified square footage, all non-transportation exactions and conditions will continue to be based on the amount of square footage actually constructed. Transportation exactions and conditions are addressed in section 4.13 of this DEVELOPMENT ORDER.

4.1.4. Phase IA Land Use Conversion. Notwithstanding any of the provisions of this DEVELOPMENT ORDER, Phase IA office space may be converted to 90,000 square feet of industrial space for a total of 385,000 square feet of Phase IA industrial, provided that the Phase IA PM peak hour traffic distribution does not exceed 64 inbound and 397 outbound trip ends in accordance with the Transportation Analysis attached as Exhibit "B1". Any conversion made pursuant to this provision shall be reported in the annual report required by Section 3.10. The conversion of authorized development, pursuant to this provision shall be subject to all terms and conditions of this DEVELOPMENT ORDER, but shall not be deemed a substantial deviation from this DEVELOPMENT ORDER. The Developer shall provide written notification of the trade-off to the TBRPC and DCA prior to utilizing the trade-off and in the annual report.

4.1.5. Phase IB Land Use Conversions. Notwithstanding any other provision of this DEVELOPMENT ORDER, Phase IB land uses may be converted to residential support uses (library, church, daycare, etc.) which shall be separate and distinct from the commercial land uses authorized by this DEVELOPMENT ORDER, or may be converted among residential, commercial or industrial uses, provided that (i) the cumulative total of Phase IA and Phase IB PM peak hour traffic distribution does not exceed 603 inbound and 1,978 outbound trip ends in accordance with the Transportation Analysis attached as Exhibit "B1"; (ii) each individual Phase IB land use is within the maximum and minimum amount of development set forth on the Phase IB Land Use table contained in Exhibit "B"; and (iii) conversions shall be made on the basis of the conversion factors established in the Equivalency Table attached as Exhibit "B1". However, an amendment to the future land use map shall be required for any such change which alters the approved land use for the affected area within TBPOC, which approval the CITY shall not unreasonably deny. Any conversion pursuant to this provision shall be reported in the annual report required by Section 3.10. The conversion of authorized development pursuant to this provision shall be subject to all terms and conditions of this DEVELOPMENT ORDER but shall not be deemed a substantial deviation from this DEVELOPMENT ORDER. Prior to the use of a land use exchange under the Equivalency Table, the DEVELOPER shall notify the Department of Community Affairs (DCA), Tampa Bay Regional Planning Council (TBRPC), the COUNTY and the CITY of said exchange, and shall also provide DCA, TBRPC, the COUNTY and the CITY with cumulative development totals and remaining allowable quantities in the subsequent annual report for the Development. This condition shall not be construed as a requirement for an approval of a particular land use exchange so long as the desired exchange is consistent with the formula set forth in the Equivalency Table.

4.1.6. Phase IB Land Uses. The CITY's Future Land Use Map designation on that portion of Phase IB north on the East-West Connector Road shall be amended from Industrial Limited to Residential Low and Commercial General. The zoning district on that area being designated Residential Low will be Planned Unit Development ("PUD"). In addition to other provisions of this DEVELOPMENT ORDER, development in these areas shall be subject to the following entitlements and conditions:

A. The total number of residential units in the Residential Low land use category and PUD shall not exceed 225. The PUD may contain single-family detached and single-family attached housing types, except that the portion of the PUD designated for single-family attached units shall not exceed 75 units. Single-family attached units may be converted to single-family detached units, on a one-for-one basis, by the DEVELOPER.

B. All single-family attached units constructed by the DEVELOPER or its successors and assigns shall be "for-sale" products only. Rental apartment complexes shall not be allowed.

C. The portion of the PUD approved for single-family attached structures may include zero lot line products.

D. Lot area within the single-family detached portion of the PUD shall contain a minimum of 6,000 square feet; however, the average lot size of all lots platted within the single-family detached portion of the PUD shall be 6,750 square feet. All single-family detached lots shall meet the now-existing minimum R-2 zoning district standards for front, rear and side setback dimensions. In the event the single-family attached portion of the PUD is re-designated for single-family detached products, the minimum 6,000 square foot lot size, the 6,750 square foot average lot size over the PUD, and the now-existing R-2 setbacks shall apply.

E. The parcel being re-designated to the Commercial General land use classification will have a corresponding zoning district of C-2, Commercial General. That parcel may be relocated by the DEVELOPER or its successors and assigns to the area south of the East-West Connector Road; however, an amendment to the Future Land Use Map shall be required for such a change which amendment the CITY shall not unreasonably deny. In such event the area now designated for commercial use may be utilized by the DEVELOPER or its successors and assigns for either single-family attached or single-family detached residential units; provided, however, that in any event the total number of residential units in the residential PUD north of the East-West Connector Road shall not exceed 225 units and, within that ceiling the total number of single-family attached units shall not exceed 75 units. In such event an amendment to the Future Land Use Map shall be required, which the CITY shall not unreasonably deny.

F. The following land uses in Phase IB may be converted or relocated by the DEVELOPER or its successors and assigns:

(1) The residential area may revert back to Industrial Limited with an M-1 zoning district, subject to the requirements of this DEVELOPMENT ORDER; however, said reversion must be accompanied by a comprehensive plan amendment and a zoning amendment, which the CITY shall not unreasonably deny.

(2) The commercial parcel north of the East-West Connector Road may be relocated by the DEVELOPER or its successors and assigns to the area south of the East-West Connector Road. In such event, that area may be converted to residential use (or to industrial use, pursuant to Section 4.1.6.F(1), above).

G. None of the conversion rights set forth in this Section 4.1.6 shall constitute a substantial deviation from this DEVELOPMENT ORDER, nor require any amendment hereto. All such conversions shall be reported in the next annual report required by Section 3.10.

#### 4.2. Ongoing Responsibilities and Re-analysis

4.2.1. For purposes of this DEVELOPMENT ORDER, TBPOC shall be considered complete upon the issuance of the final certificate of occupancy. This consideration of completeness shall not relieve the DEVELOPER of the responsibilities of the annual report as stated in Section 3.10 nor the responsibility to complete monitoring required as conditions of any permit. Any significant departure in TBPOC build-out from the phasing schedule set forth in Revised Exhibit "B" as it relates to square footage shall be subject to a substantial deviation determination pursuant to Section 380.06(19), F.S.

4.2.2. At any time during the life of this DEVELOPMENT ORDER, the DEVELOPER may submit traffic analyses or other data justifying a reduction in the impact from this development as a consequence of a reduction in the size of the actual development undertaken. If such a reduction in TBPOC's impacts is substantiated, the DEVELOPER shall be eligible for a pro rata or corresponding reduction in the required exactions or other estimated fair share contributions, unless the COUNTY is proceeding as the Constructing Entity for construction of the pipeline option facility pursuant to the ROAD AGREEMENT between the DEVELOPER and the COUNTY (attached hereto as Exhibit "G"). The DEVELOPER may only submit the justifying analysis for purposes of a pro rata or corresponding reduction in the required exactions or other estimated fair share contributions in the event that the COUNTY has terminated that certain ROAD AGREEMENT or has otherwise clearly indicated that it will not commence and thereafter complete the TBPOC SEGMENT of the DRI obligation road as defined in the ROAD AGREEMENT. Provided the COUNTY constructs the road pursuant to the ROAD AGREEMENT, the transportation mitigation and fair share contribution provisions of the ROAD AGREEMENT shall apply.

4.3. Stormwater System/Drainage - The stormwater system for the TBPOC shall be designed and constructed in accordance with the design guidelines of the SWFWMD, Florida Department of Environmental Protection ("DEP"), and, depending on jurisdiction, the CITY and the COUNTY and the criteria contained in the stormwater and lake systems maintenance and design guidelines of the TBRPC.

4.3.1. Design Criteria - The design criteria of the system shall include the following elements:

A. 30 to 50 percent of the surface area of the detention pond at the normal water level (NWL) shall consist of a shallow vegetated littoral shelf.

4.3.5. Non-degradation Policy - In order to protect the water quality in Double Branch Creek and other waters of the state, there shall be no degradation of state water quality standards from stormwater exiting the site.

#### 4.4. Public Facilities

4.4.1. Solid Waste - The collection, transportation and disposal of solid waste is, depending on their respective jurisdiction, controlled by CITY or COUNTY ordinance and shall take place in accordance with the terms of said ordinance.

4.4.2. Wastewater Treatment - The following wastewater treatment and disposal conditions shall apply:

A. The CITY has provided assurance of adequate wastewater treatment and disposal capacity for the development authorized by this DEVELOPMENT ORDER. All structures shall be required to connect to the CITY's sewer system.

B. No building permit shall be issued without documented assurance from the DEP, and depending on jurisdiction, the CITY or COUNTY, that acceptable and sufficient wastewater treatment capabilities are available.

C. Industrial Wastewater shall be pre-treated prior to entering the wastewater stream, if necessary and depending on jurisdiction, to meet DEP standards or CITY or COUNTY standards.

D. Any proposed change to the wastewater treatment plan submitted concurrent with the ADA shall be subject to a determination whether it is a substantial deviation pursuant to Section 380.06(19), F.S.

#### 4.4.3. Potable Water

A. Conservation - The DEVELOPER shall propose water conservation measures to be utilized within the development, such as a secondary "gray water" system provided that the CITY provides a water re-use line and treated effluent to TBPOC for such purpose. At a minimum, non-potable water for landscape use shall be provided from on-site shallow wells, sewage effluent or stormwater run-off retention facilities. The entity responsible for operation and long-term maintenance of these measures shall be the DEVELOPER, its heirs or assigns.

B. Concurrency - No building permit shall be issued without an approved, permitted potable water distribution system with available capacity for that portion of the building construction. Approval shall be obtained from all appropriate local and state agencies.

C. Water Service Provider - The COUNTY will provide and the CITY will distribute water service to the TBPOC on the following terms and conditions:

(1) Water Connection Design and Construction - The DEVELOPER shall design, construct and install, in accordance with prevailing CITY design criteria and subject to prior CITY inspection and approval, all on-site improvements required by the CITY to connect the development to the CITY water system. On-site improvements shall be defined as all water facilities, including but not limited to, all lines, mains, equipment, improvements, easements, right-of-ways or utilities, located within the development, including all water mains, up to and including water meters.

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

D. Non-degradation Policy - In order to protect the water quality in Double Branch Creek and other waters of the state, there shall be no degradation of Chapter 17-3 F.A.C. (1987) water quality standards from wastewater effluent leaving the site.

E. Groundwater Protection

(1) All excavations for borrow pits and retention ponds must be reviewed and approved by the COUNTY water system and must include soil boring data. The temporary borrow pit authorized for Phase III by Department of the Army Permit No. 199502166 (IP-LC) is acceptable to the COUNTY and the CITY.

(2) The DEVELOPER must deed to the COUNTY deep aquifer rights of TBPOC so that the capacity of the wellfield can be assured.

4.4.4. Non-potable Water Provided that the CITY furnishes a water reuse line and treated effluent to TBPOC, all nonpotable water for Phase IA and Phase IB shall be supplied, to the extent feasible, by use of sewage effluent or stormwater. The entity(ies) responsible for operation and maintenance of the nonpotable water distribution within TBPOC shall be the DEVELOPER, its successors, assigns, or its designee pursuant to Section 3.7.

4.5. Open Space.

4.5.1. The DEVELOPER, his assigned agent or successor, shall be responsible for the maintenance of all open space/recreational areas and landscaped areas within the development except for those dedicated to the public.

4.5.2. Those portions of the stormwater drainage system and retention and detention ponds not dedicated to the COUNTY shall remain the responsibility of the DEVELOPER, his assigned agent or his successor.

4.5.3. The DEVELOPER or his successor shall be responsible for the operation and maintenance of all on-site wells and landscape irrigation systems. The DEVELOPER shall be required to utilize either shallow on-site wells, pumping from retention areas or acceptance of non-potable water for open space and landscape irrigation. The DEVELOPER shall utilize water-saving devices and native vegetation shall be used in landscaping wherever feasible or where required, depending on jurisdiction, by CITY or COUNTY ordinance.

4.6. Wildlife - In the event that any endangered or threatened species as defined in Rule 39-27.003-004, F.A.C., are observed frequenting the TBPOC site for the purpose of feeding, nesting or brooding, the DEVELOPER shall notify the CITY or the COUNTY, depending on jurisdiction, and immediately institute appropriate mitigation measures to avoid harm to the species as required by applicable law. Mitigation measures shall be undertaken in cooperation with the Florida Game And Fresh Water Fish Commission and, depending on jurisdiction, the CITY or COUNTY, and pursuant to the requirements of law including Chapter 9J2 F.A.C.

4.7. Hazardous Waste - Separate hazardous waste collection/transfer facilities within the TBPOC shall be provided by individual tenants based on deed restrictions or leases. These areas shall be clearly marked and/or colored so as to clearly distinguish the areas intended for hazardous waste and materials. (Hazardous wastes are those substances and materials defined in Section 403.703(21), F.S., and listed in Title 40 Code of Federal Regulations (C.F.R.) Part 261.)

4.7.1. The DEVELOPER shall provide all TBPOC business information that:

A. Indicates types of wastes and materials that are considered to be hazardous and are to be stored or disposed of only in specially designated containers/areas;

B. Indicates the location of the specially designated hazardous waste and material containers/areas; and

C. Advises of applicable statutes and regulations regarding hazardous waste and materials at the time of purchase or lease.

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

4.8. Energy - The energy conservation measures described in the application shall be instituted by the DEVELOPER.

4.9. Archaeological Resources - The disposition of any archaeological resources discovered during TBPOC construction shall be reported to and the disposition shall be determined in cooperation with the Florida Division of Historic Resources, as required by law. All identified archaeological sites shall be subjected to an investigative excavation as approved by the Division of Historic Resources in accordance with applicable law. The data and artifacts recovered shall be reported to the Division of Historic Resources prior to land-clearing for construction in those specific areas.

4.10. Air Quality - The measures designed to reduce air emissions referenced in the application shall be required.

4.10.1. Fugitive Dust - The DEVELOPER shall, as a means of reducing fugitive dust, accomplish the following:

A. Undertake periodic cleaning of dirt during the construction on paved roads adjacent to the site or as required by grading permit.

B. Wherever possible, use selective clearing to allow natural seeding to stabilize the disturbed soil and berms to minimize wind erosion.

C. Water all dirt roads as necessary.

D. Develop paved roads as soon as practicable.

E. Stage clearing of lands within development areas to reduce land opened and exposed to windy conditions.

F. Undertake watering and spraying at all stages of clearing to insure dust control.

G. Undertake mulching, seeding, and sodding as soon as possible after final grading is completed.

H. Undertake progressive development of roadways, landscaping and buildings for purposes of reducing fugitive dust emissions.

I. Undertake chemical stabilization over heavily traveled primary haul route road sections as necessary.

J. Undertake parking lot sweeping as a routine maintenance function.

4.10.2. Air Quality Analysis - In the event of vertical construction within TBPOC beyond the 1,200,000th square foot of building space, then upon request of the COUNTY, the DEVELOPER shall provide to the COUNTY, for review and approval, a comprehensive air quality analysis for impacts expected in each phase as outlined, before proceeding with further vertical building construction. For purposes of calculating the amount of vertical construction for air quality review in this section only, each residential dwelling unit in Phase IB shall be considered to be 1,031 square feet in size, based on the trip rate conversion methodology of the Transportation Analysis in Exhibit B. The analysis shall be of a scope and format to be mutually agreed on by the DEVELOPER and DEP and the COUNTY. There are numerous methods for conducting this analysis. Should the parties agree to the carbon monoxide modeling analysis or a comparable yet less costly analysis, all models, receptor siting, and other assumptions used should be consistent with the following criteria:

A. Certain representative links or intersections presently operating or projected to operate at Los E or F during any year up to and including the final build-out year for each phase to which the TBPOC contributes 5% or more of peak hour traffic volume as listed in the ADA, provide estimated worst case carbon monoxide concentration. The DEVELOPER shall provide build and no build alternatives for each phase of the TBPOC under existing conditions and also under mitigated conditions if the receptor projects an exceedance of the National Ambient Air Quality Standards due to TBPOC-generated emissions. The DEVELOPER will demonstrate compliance using certain representative intersections or links that are indicative of worst-case concentrations. Factors to be considered in determining worst-case include traffic volume, v/c ratios, vehicle speeds, and receptor location. Links abutting analyzed intersections may be excluded.

B. All assumptions, except receptor siting, should be consistent with DEP's interim guidelines for evaluating the air quality impacts of indirect sources of carbon monoxide emissions unless other parameters are specifically authorized.

C. Traffic volumes must be those peak hour traffic volume forecasts projected in the ADA unless volume projections have significantly changed, and include all other existing indirect sources and those approved for or under construction in the study area during build-out of the relevant phase.

D. The acceptable overall persistence factor is 0.6 (0.8 meteorological x 0.75 traffic). This factor is to be used to convert one-hour concentrations to eight-hour values unless another per distance factor is developed by site-specific wintertime monitoring in accordance with a pre-approved monitoring plan.

E. Analysis Report - To be complete, the analysis report must include the following information:

(1) One-hour and eight-hour ambient carbon monoxide concentration that will result from the TBPOC's implementation. Estimates should be made for ambient carbon monoxide levels expected at the completion of each phase of the TBPOC employing both build and no build alternatives. These estimates should be presented in tabular format.

(2) Include a detailed description of the analysis techniques and assumptions used. The COUNTY recommends MOBILE5a, or the most currently approved version/release of same to determine emission factors, and CALINE3 or any subsequently approved version/release of same to model line sources; and the most currently approved version/release of CAL3QHC or TEXIN to model intersections in accordance with the DEP interim Guidelines for Evaluating Carbon Monoxide Impacts of Indirect Sources.

(3) Provide a location map to identify receptors.

(4) For any receptor projecting an exceedance of the one-hour or eight-hour carbon monoxide standard due to TBPOC-generated traffic, identify what measures could be taken to minimize and mitigate adverse impacts and what concentrations would result from implementation of the mitigation.

(5) Include a list of the links and intersections analyzed. Provide a location map to identify these sources.

(6) Include a list of highway capacities and traffic volumes used for the analysis. These should reflect funded improvements, improvements planned by the DEVELOPER and traffic from all other existing sources, sources approved for construction, and sources under construction in the study area during the analysis period.

4.10.3. Exceedances - If exceedances of the ambient carbon monoxide standard due to traffic generated by the development are indicated by the analysis, the DEVELOPER shall provide to the COUNTY, for review and approval, a mitigation analysis which identifies measures that will abate those adverse impacts. The DEVELOPER shall provide its fair share contribution to the funding of structural mitigation measures. If nonstructural mitigations such as flex time, compressed

workweeks, car or van pooling, or other such measures are proposed, the DEVELOPER shall include enforceable provisions that will assure occupant compliance with these measures. The mitigation analysis shall be of a scope and format to be mutually agreed on by the DEVELOPER and the COUNTY. Upon a determination by the COUNTY that mitigation measures are required, then, prior to issuing further certificates of occupancy for this TBPOC, the mitigation analysis must be completed and all identified nonstructural mitigation measures must be in place and the DEVELOPER's fair share contribution to identified structural mitigation measures paid, unless otherwise satisfied through pipelining.

4.10.4. Congestion Management - The DEVELOPER shall design the development so as to reasonably minimize vehicle congestion and queuing problems at ingress/egress points and along internal circulation routes.

4.11. Hurricane Evacuation - The DEVELOPER shall promote awareness of and shall cooperate with local and regional authorities having jurisdiction to issue hurricane evacuation orders. The DEVELOPER shall further implement and comply with the emergency preparedness and prevention plan submitted concurrent with the ADA. In addition, the DEVELOPER shall coordinate with the COUNTY director of civil emergency services as to the feasibility of designating buildings within the TBPOC, as public hurricane evacuation centers to shelter the residents of the more vulnerable areas. The residential component of TBPOC is not sufficient to constitute a substantial impact on regional hurricane preparedness pursuant to Ch. 9J-2.0256, FAC: therefore TBPOC is not required to mitigate such impact.

4.12. Environmental Preservation and Conservation.

4.12.1. ADA Requirements - The DEVELOPER shall abide by the preservation/ conservation delineations and constraints indicated in figure 4-1 of the ADA.

4.12.2. Wetland Protection - In order to protect the natural values of wetland areas, the following shall be required except as otherwise permitted by agencies having permitting jurisdiction:

A. No substantial hydroperiod alterations shall be permitted in the conservation (C-1) or preservation areas depicted in figure 4-1. Natural annual hydroperiods, normal pool elevations and seasonal high water elevations shall be maintained, as well as hydrologic connections between on-site and off-site wetlands.

B. The DEVELOPER shall provide adequate natural buffering, if necessary, around preservation/conservation areas to provide an upland transition into the wetland areas and to protect the natural systems from development impact.

C. No substantial dredging, filling or development activities will be allowed within the preservation areas. Activities within the C-1 conservation areas as depicted in figure 4-1 and buffer zones, if any, shall be limited to stormwater management and other similarly unobtrusive structures.

D. Substantial dredging and filling of C-2 conservation areas in accordance with figure 4-1 will be avoided wherever practicable.

#### 4.12.3. Wetland Mitigation

A. All wetland losses shall require one to one acreage replacement as shown in figure 4-1 resulting in at least 112.4 acres of undisturbed wetland and mitigation areas. Mitigation for wetland losses shall be implemented concurrent with the construction activities resulting in the wetland loss.

B. All mitigation monitoring reports and data shall be submitted to the COUNTY as part of the annual report.

#### 4.12.4. Upland Vegetation

A. In the portion of the TBPOC in unincorporated COUNTY, the DEVELOPER shall comply with the standards of the Habitat Management Ordinance and Chapter 9J2 F.A.C in effect as of the date of this Resolution.

B. The hammock south of the East-West Connector Road (as described in section 4.13.3.C) along the east property line shall be preserved so as to insure its continued natural function and value.

4.12.5. Environmental permits issued for activities in Phase III as depicted in Figure 4-1 of the ADA shall provide for monitoring provisions no less stringent than those in existing environmental permits for this TBPOC.

#### 4.13. Transportation.

4.13.1. In COUNTY Resolution 85-264, the DEVELOPER's estimated fair share contribution for the first 780,000 square feet of development (Phase I) was calculated to result in an obligation of \$395,250. This fair share contribution was calculated in accordance with Exhibit 1 based on the prior development order and the road improvements required in accordance with that fair share contribution were listed in that exhibit. In addition, the prior development order limited the issuance of building permits to 250,000 square feet until such time as seven specifically described improvements were accomplished (see page 17 of Resolution 85-264). Since that time, various capital improvement programs have been initiated, and the DEVELOPER has satisfied \$105,000 of the \$395,250 fair share obligation. The DEVELOPER's

submission of \$105,000 towards an environmental assessment as part of the comprehensive transportation analysis of SR 584 was approved by the COUNTY on August 15, 1986. In providing the \$105,000 contribution, (of which \$11,150 has been credited toward the COUNTY transportation impact fee payment to General Datacom Industries) the DEVELOPER satisfied the requirement contained in Resolution 85-264 that \$58,800 be utilized toward SR 584 preliminary engineering; it deleted the \$30,000 intersection improvement specified for Race Track Road and Douglas Road; and it reduced by \$16,200 the intersection improvement on SR 580 and Memorial Highway. Based upon completed improvements and the foregoing, the prior square footage limitation is rescinded, the previous fair share contribution is superseded and the DEVELOPER is vested by the CITY and shall receive building permits for up to 780,000 square feet of development (Phase I) within the TBPOC site. The DEVELOPER shall provide the following information related to transportation:

A. Transportation System Management ("TSM") Plan

(1) Development and Annual Update

a. The TSM Plan shall be developed in cooperation with the Florida Department of Transportation ("FDOT"), the Pinellas County Metropolitan Planning Organization ("MPO"), Pinellas Suncoast Transit Authority ("PSTA") and TBRPC. This program shall seek to implement, and will be measured by, the TSM objectives and policies set forth in the Pinellas County MPO Transportation Planning Process, as mandated in 23 C.F.R. part 450, the Metropolitan Planning Rule.

b. The TSM analysis provided on November 26, 1986 shall now be updated annually beginning on the first year anniversary date of this DEVELOPMENT ORDER rather than after receipt of certificates of occupancy for the first 100,000 square feet of development as previously stated. The TSM analysis may be submitted as part of the annual report.

(2). Report Contents

a. This TSM analysis shall report the success of the diversion of vehicle trips from the PM peak hour as well as the achieved mode split percentage.

b. The TSM report shall include an annual assessment of the actual achievement of vehicle trips diverted from the peak hour as a result of the success of the TSM techniques, public transit activity, private paratransit, worker flextime ride-sharing and other traffic demand management measures, as appropriate.

c. The annual report shall serve to affirm the findings of the original ADA and will be submitted to the COUNTY and TBRPC for review and approval.

B. Substantial Deviation Determination

(1) Substantial Deviation - If the annual report indicates that the total trip diversions are less than half the projected diversion of vehicle trips from the PM peak hour, the CITY and the COUNTY shall conduct a substantial deviation determination pursuant to subsection 380.06(19), F.S. and amend the DEVELOPMENT ORDER to change TSM objectives and/or require additional roadway improvements.

(2) DEVELOPMENT ORDER Amendments - The results of the TSM study may serve as a basis for the DEVELOPER or reviewing agencies to request DEVELOPMENT ORDER amendments.

4.13.2. Phasing Option - As a result of the election of the pipelining option, the phasing option approved under the prior development orders is eliminated.

4.13.3. Pipelining Option.

A. Election - In lieu of securing funding commitments for the improvements specified in Exhibits "G," "H," and "I," the DEVELOPER has elected, with COUNTY approval, to mitigate the TBPOC transportation impact through a pipelining option as described in 4.13.3. of this DEVELOPMENT ORDER. Completed, actual construction of the TBPOC SEGMENT of the East-West Connector Road (as hereafter defined) pursuant to the ROAD AGREEMENT shall fully satisfy the DEVELOPER's pipelining obligations with respect to the TBPOC SEGMENT and the East-West Connector Road under this DEVELOPMENT ORDER.

B. Pipelining Conditions - The DEVELOPER shall comply with the following provisions of this DEVELOPMENT ORDER as specified below:

(1) Pipelining Candidates - The roadway improvement to be pipelined is identified in Section 4.13.3 and is consistent with MPO long range plan, the Transportation Element of the COUNTY Comprehensive Plan, sector 2 traffic circulation plan; and is acceptable to the COUNTY, the CITY, the MPO, FDOT and TBRPC.

(2) ROAD AGREEMENT By that certain East-West Connector Road Agreement dated October 27, 1998 (the "ROAD AGREEMENT"), the DEVELOPER has entered into a construction agreement with Pinellas COUNTY that is intended to implement the pipeline election. Provided that the pipeline facility is actually constructed pursuant to the ROAD AGREEMENT, the DEVELOPER's fair share pipeline contribution shall be as specified in the ROAD AGREEMENT; otherwise, the TBPOC shall remain subject to the proportionate share amounts set forth in this DEVELOPMENT ORDER, unless and until amended pursuant to section 4.2.2 above. An executed copy of the ROAD AGREEMENT is incorporated by reference as a part of the DEVELOPMENT ORDER and included as Exhibit "G" hereto.

(3). Fair Share Amounts

a. The DEVELOPER's proportionate fair share contribution of the total costs of the improvements set forth in Exhibit "C" for phases IB-III beyond the first 780,000 square feet of the TBPOC previously was determined to be \$4,475,637. The expenditure of \$4,674,772 consistent with the provisions of this DEVELOPMENT ORDER is the amount anticipated to be necessary to design and construct the TBPOC SEGMENT described in Exhibits "D", "E", and "F".

b. The \$4,674,772 represents an amount greater than 100% of the TBPOC's total fair share contribution of \$4,475,637, which is calculated in Exhibit "C". Notwithstanding anything to the contrary herein, compliance with the pipeline mitigation election through full implementation of the ROAD AGREEMENT, and actual construction of the pipeline facility, are found to authorize construction of all development authorized by this DEVELOPMENT ORDER for Phases IB-III, and fully satisfies and discharges the DEVELOPER's transportation requirement herein except where additional transportation impact fees may be due and owing pursuant to section 4.13.3(B)(4)(f)(iv), below.

(4) Transportation Impact Fee Credits

a. General Limitations - The DEVELOPER shall receive credit against the COUNTY and CITY Transportation impact fees, pursuant to law. In accordance with DCA and TBRPC rules and policies, credit against the DEVELOPER's fair share contribution will only be granted for off-site improvements. Hence, credit for the DEVELOPER's construction and right-of-way dedication will be granted for performance in excess of requirements for site plan approval as stipulated, depending on jurisdiction, in the COUNTY or CITY subdivision regulations. Said credits are established in the ROAD AGREEMENT.

b. Credits Allowed

(1) Subject to review and approval by the COUNTY of appropriate financial records, the DEVELOPER shall receive full credit as allowed by the COUNTY for the cost of any right-of-way, engineering and design, or construction of any transportation improvements required to mitigate the impacts of TBPOC, over and above those expenditures which would have been necessary for TBPOC's sole benefit, if such credits are in accordance with the COUNTY impact fee ordinance.

(2) The construction, design and donation of right-of-way specified in this order results in an off-site contribution of \$2,833,110. Subject to the verification procedures of subsection c, below, the total sum of \$2,833,110 shall be credited against any present or future transportation impact fee assessments pursuant to COUNTY Ordinance No. 86-43, as amended. The resulting transportation

improvements are hereby deemed by the COUNTY to be related to off-site facilities which are not otherwise necessary to provide safe and adequate services to the development. In exchange for dedication of the development right-of-way specified in this order, and such right-of-way can be obtained from the land which is the subject to this order, the DEVELOPER shall receive full credit for the fair market value of the land so provided, pursuant to subsection 4.13.3.B.4.c, against the agreed upon maximum DEVELOPER contribution of \$4,475,637 and COUNTY ordinance 86-43, as amended.

c. Credit Verification

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

ii. Right-of-way cost and credit has been calculated based upon an estimated value of \$200,000 per acre, as provided by the DEVELOPER. Final acceptance of this figure will occur pending the results of appraisals as required by COUNTY procedures. Verification of the credits due for the conveyance of real property shall be determined by the simplified appraisal procedure in the following subsections (a) and (b):

(a) The COUNTY and the DEVELOPER will each select one firm to appraise the property conveyed. The appraisers shall use as comparable sales only arm's length transactions between unrelated third parties and shall assume that the property being appraised may be used for the highest and best use using standard appraisal techniques. The appraisals shall be exchanged simultaneously by the COUNTY and the DEVELOPER.

(b) The appraisers' charges shall be paid by the COUNTY. The average of the two appraisals shall be accepted as binding on the parties except in the case of patent error or a variance such that the higher appraised value exceeds the lower appraised value by one hundred and twenty percent (120%) or more. If such a variance exists between the two independent certified appraisals, and unless the COUNTY and the DEVELOPER otherwise agree to a different process, then either a third independent certified appraisal or an independent certified review appraisal shall be obtained. The third appraiser or review appraiser shall be selected by the two appraisers. The average of the two closest appraisals shall be accepted as binding upon the DEVELOPER and the COUNTY. The DEVELOPER and the COUNTY recognize and accept the funding restrictions set forth in Sections 129.07, 129.08, and 129.09 F.S., the regulatory restrictions of the COUNTY's transportation impact fee ordinance, and of the COUNTY and MPO's long range plan which may affect the COUNTY's obligations, if any, hereunder.

(3) In the event the pipeline facility is constructed pursuant to the ROAD AGREEMENT, the credit verification procedures set forth in the ROAD AGREEMENT shall apply.

d. Credit Allocation - The DEVELOPER will be entitled to credits based on the appraised value of the property, as determined herein, but the DEVELOPER will not be entitled to either business damages, severance damages, attorney fees, or any other form of damages associated with the conveyance of the property, nor shall the DEVELOPER be allowed credits based on such damage or fees.

e. Credit Offset - Impact fees payable incident to existing structures as of August 19, 1994 within TBPOC total \$87,534.00. Once the DEVELOPER's Proportionate share has been satisfied either by payment or a combination of payment and conveyances, and prior to the utilization of any impact fee credits earned, the DEVELOPER's credit shall be subject to a one time reduction in the amount of \$87,534.00.

f. Impact Fee Utilization

i. Impact fee credits shall be available for use once the expenditures are verified as creditable. Such credits shall be utilized only incident to construction within the TBPOC by the DEVELOPER, its affiliates, or authorized successors and shall be utilized based upon the impact fee schedule in effect as of the date of utilization of the credit. Impact fee credits shall be exhausted before impact fee payments will be payable incident to construction within the TBPOC.

ii. Except as provided in subsection 4.13.3.B.4.f(iii), below, and depending on jurisdiction, the COUNTY or the CITY shall issue transportation impact fee credits only to the DEVELOPER, or its affiliates, or authorized successors and only for construction within TBPOC. In order to receive such credits, the DEVELOPER shall notify the COUNTY Administrator, the CITY Manager or their designee, depending on jurisdiction, in writing, of the dollar value of the credit being taken and the specific property to which the credit is to be applied.

iii. Transportation impact fee credits shall be assignable by the DEVELOPER, at the DEVELOPER's sole discretion, for use by persons or entities developing land within TBPOC. Any such person or entity must provide evidence of such assignment to the COUNTY Administrator or CITY Manager, with jurisdiction, or their designee, in order to receive any credit against transportation impact fees from the COUNTY. The DEVELOPER is responsible for keeping the COUNTY Administrator or his designee and CITY manager, or his designee, informed, in writing.

iv. In the event transportation impact fees exceed the credits available, the DEVELOPER, or another person or entity developing property

within the TBPOC, shall be responsible for paying the transportation impact fee in effect at the time of permitting.

(5) Transportation Systems Management (TSM) Program - The DEVELOPER or its assigns shall participate in a TSM Program in cooperation with FDOT, the Pinellas County MPO, PSTA and TBRPC. This program will be measured by the TSM objectives and policies set forth in the Florida Transportation Plan.

C. Pipeline Implementation

(1) Pipeline Candidate

a. Optimal Benefit - The construction of the TBPOC SEGMENT of the East-West Connector Road is one of the major improvements listed in Exhibit "C" and is specifically calculated and is hereby deemed to optimally benefit the regional roadway network which will be substantially impacted by the proposed development.

b. Basis for Selection - The selection of this mitigation/curing mechanism is based upon the TBPOC's impact on regional transportation facilities, the substantial public benefit to be gained by accelerating the design, construction, and use of this major public facility, the savings in direct and administrative costs associated with construction of this major public facility, and its consistency with the TBRPC and DCA policies regarding pipelining transportation improvements. The accelerated construction and design of the TBPOC SEGMENT of the East-West Connector Road and the provision of right-of-way needed to expand this road are fully consistent with the TBRPC and DCA pipeline policies, and have been deemed an appropriate mitigative measure by the FDOT and the MPO.

(2) Pipeline Obligation - The DEVELOPER has begun and shall diligently pursue to completion the design and construction of the TBPOC SEGMENT of the East-West Connector Road as described generally in Section 4.13.3.C.1.a. (TBPOC SEGMENT). Design and construction shall be in cooperation with the developers of the Forest Lakes DRI (or the COUNTY) and the Cypress Lakes DRI. The TBPOC SEGMENT shall be built to the applicable COUNTY and FDOT standards. Construction plans may be finalized by the DEVELOPER or by the COUNTY pursuant to the ROAD AGREEMENT. The East-West Connector Road consists of that regionally significant facility extending from the north intersection of Forest Lakes Boulevard with State Road 584 to Race Track Road, as shown in Exhibits "D" and "E".

a. Design - The DEVELOPER shall design the TBPOC SEGMENT, under the standards required and set forth in Exhibits D, E and F.

i. Length - The TBPOC SEGMENT shall extend from the TBPOC's western property boundary to Race Track Road. The TBPOC SEGMENT of the

East-West Connector Road includes approximately 1200 ft. east of the TBPOC property line.

ii. Design Concept - As depicted in Exhibits "D" and "E," the road shall be designed as a six-lane urban enhanced arterial with limited curb and median openings.

iii. Roadway Alignment - The alignment for the TBPOC SEGMENT will be designed by the DEVELOPER using a 45 to 65 MPH design speed or other design speed approved by the COUNTY and a high priority to avoid major environmentally sensitive areas.

(a) Exhibits "D" and "E" depict both the East-West Connector Road and the TBPOC SEGMENT alignments, the median and curb cuts, intersections, detention pond locations and proposed typical sections. It is recognized that the general alignment and pond locations depicted in Exhibit "D" are subject to movement as the design is completed. All right-of-ways and pond sites ultimately to be dedicated to the COUNTY shall comply with the ultimate locations depicted on the final design plans.

(b) The Florida Power Corporation railroad crossing near Race Track Road will be an at-grade crossing for the two-lane construction phases due to the infrequent use of these tracks. The six-lane design may include a railroad overpass, however, the DEVELOPER will not provide this component of the design.

(c) Drainage will be designed by the DEVELOPER for the ultimate six-lane divided enhanced arterial configuration. During construction of the initial phase, roadway drainage may be conveyed by open ditches to detention ponds, and be designed and sized for the final six-lane roadway.

iv. Intersection Design - The DEVELOPER will provide the design for an intersection of the two-lane East-West Connector Road at Race Track Road.

(a) The design phase will be a six-lane divided arterial section with one six-lane intersection within the TBPOC and right of way reserved to accommodate one grade separated interchange at this location in the future as depicted in Exhibits "D" and "E."

(b) However, the DEVELOPER is only obligated to provide preliminary design and engineering sufficient to determine right of way limits for the grade separated interchange. The DEVELOPER is not obligated to construct the interchange.

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

(3) Coordination of Design with the COUNTY - The DEVELOPER will coordinate the two-lane and six-lane design of the arterial with the COUNTY engineering department and will provide plans for 30%, 60%, and opportunity for final reviews by the COUNTY.

(4) Right-of-Way for the East-West Connector Road - The dedication of any right-of-way or real property for ponds or easements for sidewalks, utilities or sideslopes shall be free of charge to the COUNTY but with transportation impact fee credits as provided for in subsection 4.13.3.B.4. All conveyances shall be by statutory general warranty deed unless and to the extent that this requirement is waived by the BOARD, in their sole discretion. The DEVELOPER shall provide good marketable title free of encumbrances and liens to the satisfaction of the COUNTY. The DEVELOPER shall be responsible for the costs of any title insurance.

a. Conveyance of Necessary Right-of-Way

i. The DEVELOPER will provide 133 feet of right-of-way where needed for the main roadway corridor within the TBPOC SEGMENT of the East-West Connector Road, and will grant sufficient sidewalk and utility easements in conformance with COUNTY design standards, not to exceed seven feet on each side of the road. The DEVELOPER will dedicate, retaining full rights to use the development rights attendant to that property, an additional easement, as determined solely by the COUNTY to be necessary to accommodate those side-slopes necessary for construction of the ultimate design of the East-West Connector Road.

ii. Acquisition of property and property rights will be done as authorized by law, and all property rights shall be in fee simple.

iii. Within one hundred and twenty (120) days after the effective date of this DEVELOPMENT ORDER or execution of the ROAD AGREEMENT, whichever occurs earlier, unless extended by the COUNTY administrator, the DEVELOPER shall dedicate to the COUNTY the right-of-way for the TBPOC SEGMENT of the East-West Connector Road, including easements for that property necessary for side slopes and sidewalks and associated retention ponds required by this DEVELOPMENT ORDER as they are identified by the plans in their stage of completion.

iv. It is recognized that the right-of-way dedicated pursuant to the preceding subsection (3), above, may be over or under inclusive of that right-of-way actually required by the 100% design plans.

(a) To the extent that the preceding subsection (3) dedication failed to include portions of the right-of-way necessary for the 100% design plans, the DEVELOPER shall, within 30 days notice by the COUNTY, dedicate any right-of-way required for the TBPOC SEGMENT but not included in the initial subsection (3) dedication, including that property necessary for side-slopes.

(b) To the extent that the subsection (3) dedication included property not necessary for the 100% design plans, as determined solely by the COUNTY, the COUNTY shall reconvey that property upon request by TBPOC with an accompanying reduction in the transportation impact fee credits, based on the appraised values originally determined under subsection 4.13.3.B.4 or under the ROAD AGREEMENT, whichever is applicable.

b. Vacation in the Event of Lack of Necessity - The easements for sidewalks and utilities referenced in subsection a.(1), above will be vacated upon request by TBPOC, if found to be unnecessary as determined solely by the COUNTY.

c. Accommodating the Right-of-Way - TBPOC entrance/information signs along the East-West Connector Road will be permitted with a zero setback from the right-of-way line, provided such placement, as determined through the COUNTY site planning process, will not cause any site distance or other safety problem. Any signage shall otherwise be consistent with the provisions of the COUNTY sign regulations existing at the time of the sign permit application.

(5) Construction.

a. Parties to Construction - By election of this option, the DEVELOPER will participate in the construction of a regionally significant roadway, i.e., the East-West Connector Road, its portion of which extends from the western property line of the TBPOC to Racetrack Road on the east. Under a separate development order, the cypress Lakes DRI DEVELOPER will be responsible for construction of the East-West Connector Road from the existing Forest Lakes Boulevard on the west to the western property line of the TBPOC on the east. In addition, under a separate development order, the DEVELOPER of Forest Lakes DRI will be responsible for construction of the East-West Connector Road from the existing intersection of Forest Lakes Boulevard with state Road 584, to the southwest, to the cypress Lakes DRI property line on the east. Nothing in this DEVELOPMENT ORDER shall be construed as imposing upon the DEVELOPER or the COUNTY the duty to

discharge any obligation of the developers of the Cypress Lakes DRI or Forest Lakes DRI pursuant to their development orders.

b. DEVELOPER's Obligation - The DEVELOPER will be responsible for construction of the two-lane divided arterial facility within the TBPOC SEGMENT of the East-West Connector Road and 900 feet east of the TBPOC property boundary (with right-of-way to be provided by others), and the intersection of the two-lane East-West Connector Road at Race Track Road. Notwithstanding anything to the contrary herein, this obligation may be fulfilled through actual construction of the TBPOC SEGMENT pursuant to the ROAD AGREEMENT. The DEVELOPER and the COUNTY may commit in the ROAD AGREEMENT to their respective obligations with respect to fulfillment of the DEVELOPER's obligations to the design and construction of the TBPOC SEGMENT. It is anticipated that subject to the fiscal funding and policy decision-making authority of the BOARD, the ROAD AGREEMENT between DEVELOPER and COUNTY will:

i. Designate the COUNTY as the entity responsible for finalizing design plans for and construction of the TBPOC SEGMENT of the East-West Connector Road (the "Constructing Entity"), and provide the DEVELOPER the option to assume the role of the Constructing Entity thereunder;

ii. Provide for the manner of implementation of the construction of the TBPOC SEGMENT; and

iii. Provide for the COUNTY's commitment to fund that portion of the TBPOC SEGMENT, if any, that is not sufficiently funded by the DEVELOPER's obligation, pursuant to the ROAD AGREEMENT; and

iv. Provide for appropriate fee credits and reimbursement to DEVELOPER pursuant to section 380.06(16), F.S.

In all circumstances where the DEVELOPER is required by the terms of the ROAD AGREEMENT or of this DEVELOPMENT ORDER to pursue an objective or accomplish a task, or other words of similar import, related to the design and construction of the TBPOC SEGMENT, the COUNTY Administrator's judgment reasonably exercised shall be dispositive of the issue, for purposes of reporting noncompliance to the BOARD or COUNCIL.

(6) Pipelining Limitations

a. Construction Timetable - The construction of the TBPOC SEGMENT shall commence:

(i) within the time specified in the ROAD AGREEMENT if the COUNTY acts as the construction entity thereunder, or

(ii) by the DEVELOPER

(a) within three (3) years of the effective date of this DEVELOPMENT ORDER if pursuant to the ROAD AGREEMENT, the COUNTY does not construct the road, or

(b) within one (1) year of the issuance of a building permit for construction of the 780,000th square foot of development for TBPOC, whichever occurs earlier.

Construction is anticipated to be completed by October 2001.

b. Delays in Construction of the Pipelining Segment - In the event that the commencement or completion of the construction is delayed by more than one (1) year from the applicable date, the DEVELOPER shall address the delay in a Notification of Proposed Change. No further development permits beyond 780,000 square feet shall be issued until the DEVELOPMENT ORDER is amended to address the delay and to establish a new time-frame to complete the required improvements, if appropriate, or establish new transportation requirements.

D. Access Rights

(1) TBPOC Design to Accommodate Both Limited and Controlled Access Rights

a. The DEVELOPER will provide for the implementation of an internal roadway network which limits ingress and egress points consistent with the planned "enhanced arterial" status of the roadway during the interim two-lane configuration and consistent with the limited access status of the ultimate roadway design.

b. The TBPOC's internal roadway system will be planned and aligned to support the MPO plan and the adopted Transportation Element of the COUNTY Comprehensive Plan. All site plans for property adjacent to the TBPOC SEGMENT of the East-West Connector Road will be master planned to preserve the ability to implement the controlled access features as shown on attached Exhibit "D" and as contemplated in the MPO Plan.

c. The conveyance shall also grant all rights of ingress and egress, (except the ingress and egress needed for the interchange planned for the six-lane facility within TBPOC), and certain rights of light, air, and view between the

grantor's remaining property and any facility constructed within said right-of-way. The conveyance of these rights shall be sufficient to avert the imposition of business or severance damages or any attorney fees against the COUNTY and the DEVELOPER resulting from the COUNTY's planned improvements to the East-West Connector Road as described in exhibit "F", including closure of the internal roadway system access points to the East- west connector in favor of access to the proposed interchange as shown on Exhibit "D". These provisions shall be included in all deeds so as to survive the duration of this DEVELOPMENT ORDER.

d. Interim Access Rights - Access rights to the East-West Connector Road will be granted on an interim basis until such time as the ultimate design of the six-lane enhanced arterial, including the interchange design, is implemented.

4.14. Fire/EMS Contingent upon final approval of all necessary land use and zoning applications, the DEVELOPER or its successors and assigns shall on or before February 28, 1999, pay to the CITY the lump sum of \$60,000 in mitigation of the Fire/EMS impacts from the residential development in Phase IB. This payment is in addition to the Fire Suppression Capital Fund imposed in Section 30-3 of the Oldsmar Code of Ordinances.

4.15. Library/CITY Services Contingent upon final approval of all necessary land use and zoning applications, the DEVELOPER or its successors and assigns shall on or before February 28, 1999, pay to the CITY the lump sum of \$37,500.00 in mitigation of the impacts upon the library and other CITY facilities and services from the residential development in Phase IB.

4.16. Neighborhood Park Contingent upon final approval of all necessary land use and zoning applications, the DEVELOPER or its successors and assigns shall designate and dedicate to the CITY an internal park site 4.0 acres in size within the residential portion of Phase IB, which park site shall be dedicated on the residential plat in mitigation of the impacts upon CITY parks from the residential development in Phase 1B. This land dedication is in addition to the Park Facility Fee imposed in Section 10.2 of the Oldsmar Land Development Code.

4.17. Education Contingent upon final approval of all necessary land use and zoning applications, the DEVELOPER or its successors and assigns shall pay a fee of \$500.00 per residential dwelling unit for each residential dwelling unit actually constructed within the TBPOC, up to a maximum \$112,500.00, in mitigation of impacts on Pinellas County schools from the residential development in Phase IB. The mitigation fee shall be paid upon the procurement of a building permit for each residential dwelling within TBPOC, and shall be remitted by the CITY to the School Board on such terms and conditions as deemed appropriate by the CITY.

4.18. Other Mitigation Except as expressly required in Section IV of this DEVELOPMENT ORDER, no other payments or exactions whatever shall be required by the CITY from the DEVELOPER, its successors or assigns for the development authorized in this DEVELOPMENT ORDER.

SECTION V. DURATION OF EFFECTIVENESS This DEVELOPMENT ORDER shall remain in effect until December 31, 2010. Any development activity wherein plans have been submitted to the CITY or COUNTY for review and approval prior to the expiration of this DEVELOPMENT ORDER may be completed, if approved. This DEVELOPMENT ORDER may be extended by the COUNCIL and the BOARD on the finding of excusable delay in any proposed development activity.

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

#### SECTION VII. EFFECTIVE DATE OF THIS AMENDATORY RESOLUTION

##### 7.1. Rendering of the DEVELOPMENT ORDER

7.1.1. Upon adoption, executed copies of this Resolution shall be transmitted by the CITY Clerk and COUNTY Manager of Board Records to the DCA, the TBRPC, and the DEVELOPER.

7.1.2. The DEVELOPER shall record a Notice of Adoption of this DEVELOPMENT ORDER as required pursuant to Chapter 380, F.S. and shall furnish the COUNTY Manager of Board Records with a copy of the recorded Notice.

7.1.3. This DEVELOPMENT ORDER shall be deemed rendered upon transmittal of copies of this DEVELOPMENT ORDER to the recipients specified in Chapter 380 F.S.

7.1.4. A copy of this DEVELOPMENT ORDER shall be located in the CITY Department of Community Development and the COUNTY Department of Development Review Services for the convenience of the public.

7.2. Effective Date of the DEVELOPMENT ORDER - This DEVELOPMENT ORDER shall become effective upon adoption by the COUNCIL and the BOARD in accordance with section 380.06, F.S.

SECTION VIII. CONTINUING APPLICABILITY OF THE DEVELOPMENT ORDER AND STATUS OF PRIOR DEVELOPMENT ORDER.

8.1. Continuing Applicability This DEVELOPMENT ORDER shall be binding upon the DEVELOPER and its heirs, assignees, or successors in interest, including any entity which may assume any of the responsibilities imposed on the DEVELOPER by this DEVELOPMENT ORDER.

8.2. Status of Prior Development Order - Upon its effective date, this DEVELOPMENT ORDER serves to ratify, as amended, all prior development orders of the COUNTY for the TBPOC, but supersedes and replaces in their entirety all such prior development orders adopted by the BOARD in Resolution Numbers 85-264, 87-266, 88-42, 94-298 and 94-369. The prior development orders adopted by the COUNCIL in CITY Resolution Numbers 96-16 and 97-05 are hereby repealed, and are replaced in their entirety by this DEVELOPMENT ORDER.

SECTION XI. ANNEXATION In the event of annexation of all or part of the TBPOC by the CITY, the DEVELOPER will, to the maximum extent possible, assure that the COUNTY Administrator, in addition to other officials as provided by law, is authorized by the CITY to monitor implementation of those terms and conditions of the applicable DEVELOPMENT ORDER which involve the design and construction of the East-West Connector Road. The DEVELOPER shall request that any DEVELOPMENT ORDER for TBPOC include authorization for the COUNTY Administrator to make such reports to the CITY as necessary to assure completion of the DEVELOPER's obligations for the design and construction of the East-West Connector Road. The COUNTY Administrator may rely upon or utilize information supplied by the TBRPC, Hillsborough county, the CITY, or any COUNTY department or agency and all state agencies having particular jurisdiction over the East-West Connector Road or other roadways necessary for implementation of the regional significance of the East-West Connector Road.

SECTION X. HEADINGS The captions and headings in this DEVELOPMENT ORDER are for ease of reference and do not constitute a part of this DEVELOPMENT ORDER.

PASSED AND RESOLVED by the Pinellas County Board of County Commissioners this 21 day of October, 1998 and the City of Oldsmar City Council this 20<sup>th</sup> day of October, 1998.

CITY OF OLDSMAR

By: [Signature]  
Jerald Beveland, Mayor

By: [Signature]  
Bruce Haddock, City Manager

ATTEST:

APPROVED AS TO FORM:

By: [Signature]  
Lisa A. Lene, City Clerk

By: [Signature]  
Tom Trask, City Attorney

Council Member Sandler offered the foregoing Resolution and moved its adoption, which was seconded by Council Member Richards, and the vote was:

AYES: 5  
NAYS: 0  
ABSENT AND NOT VOTING:

APPROVED AS TO FORM:

THE BOARD OF COUNTY  
COMMISSIONERS OF  
PINELLAS COUNTY

By: [Signature]  
Chief Assistant County Attorney

By: [Signature]  
Barbara Todd, Chairman

ATTEST: KARLEEN F. De BLAKER, Clerk

By: [Signature]  
Deputy Clerk 10/27/98

Commissioner Parks offered the foregoing Resolution and moved its adoption, which was seconded by Commissioner Harris, and the vote was:

AYES: Todd, Seibert, Parks, Stewart and Harris.  
NAYS: None.  
ABSENT AND NOT VOTING: None.

112259.07

**TAMPA BAY PARK OF COMMERCE  
DEVELOPMENT OF REGIONAL IMPACT**

**EXHIBIT A  
LEGAL DESCRIPTION OF PROJECT**

Phases I and II

A parcel of land lying in Sections 12, 13 and 14, Township 28 South, Range 16 East, Pinellas County, Florida, being more fully described as follows:

Begin at the South 1/4 corner of said Section 12, being the Southwest corner of a Florida Power right-of-way, as recorded in O.R. 4477, Page 944, of the Public Records of Pinellas County, Florida; thence N.  $89^{\circ}53'32''$  E., 1268.20 feet along the South line of said Florida Power right-of-way, being also the South line of said Section 12; thence leaving said right-of-way line and section line, S.  $00^{\circ}09'34''$  W., 3981.83 feet, to the forty-acre line, being also the Oldsmar City limit line, thence S.  $89^{\circ}29'41''$  W., 3811.06 feet, along said city limit line; to the West line of said Section 13; thence N.  $89^{\circ}38'49''$  W., 33.00 feet; thence N.  $00^{\circ}14'58''$  E., 1486.20 feet along a line 33 feet West and parallel with the East line of aforesaid Section 14; thence N.  $43^{\circ}14'46''$  E., 610.89 feet; thence N.  $71^{\circ}51'26''$  E., 347.00 feet; thence N.  $87^{\circ}40'45''$  E., 529.92 feet; thence N.  $61^{\circ}20'12''$  E., 529.92 feet; thence N.  $00^{\circ}04'27''$  W., 2814.94 feet to the South line of a Florida Power right-of-way, as recorded in O.R. 4477, Page 942, in the Public Records of Pinellas County, Florida; thence along said line, S.  $89^{\circ}53'28''$  E., 833.00 feet to the West line of a Florida Power right-of-way, as recorded in O.R. 4477, Page 944 in the Public Records of Pinellas County, Florida; thence along said right-of-way line, S.  $00^{\circ}25'18''$  E., 1115.41 feet to the Point Of Beginning.

Containing 293.355 acres, more or less.

Phase III

A tract of land lying in Sections 1 and 12, Township 28 South, Range 16 East, Pinellas County, Florida, being more fully described as follows:

Begin at the Southeast corner of Section 12, Township 28 South, Range 16 East; thence along the South line of said Section; S.  $89^{\circ}53'30''$  W., 132.00 feet to a point on the East line of a Florida Power Substation as recorded in O.R. Book 4477, Page 944 of the Public Records of Pinellas County, Florida; thence along the East line of said Florida Power Substation, said line being 132.00 feet West of and parallel to the East line of said Section 12, N.  $00^{\circ}10'46''$  E., 2698.32 feet; thence S.  $89^{\circ}51'10''$  W., 667.57 feet along the North line of said Florida Power Substation; being also the East-West centerline of Section 12; thence N.  $00^{\circ}14'59''$  W., 5342.83 feet along the West line of a Florida Power right-of-way as recorded in O.R. Book 4477, Page 493 of the Public Records of Pinellas County, Florida; thence S.  $89^{\circ}31'18''$  E., 814.40 feet to the East 1/4 corner of the aforesaid Section 1; thence along the East line of Section 1; S.  $00^{\circ}14'30''$  E., 2664.55 feet to the Northeast corner of Section 12, Township 28 South, Range 16 East; thence along the East line of Section 12, S.  $00^{\circ}03'33''$  W., 2669.40 feet to the East 1/4 corner of said Section 12; thence continue along said East Section line; S.  $00^{\circ}10'46''$  W., 2698.41 feet to the Point of Beginning.

Containing 107.500 acres more or less.

Subject to any easements, restrictions, rights-of-way of record.

\* The end phasing dates for Phases 1A and 1B have been extended to 2/28/03 to reflect 26 months of tolling based on the appeals to the Florida Land and Water Adjudicatory Commission of City of Oldsmar Resolution 87-266 and the appeals of City of Oldsmar Resolutions 96-16 and 97-05. The beginning phasing date for Phase III has been extended to reflect 26 months of tolling based on the above noted appeals.

**TAMPA BAY PARK OF COMMERCL  
DEVELOPMENT OF REGIONAL IMPACT**

**EXHIBIT B-1  
REVISED PHASING SCHEDULE**

Phase	Residential (DUs)	Commercial (Sq. Ft.)	Office (Sq. Ft.)	Industrial (Sq. Ft.)	Totals by Phase
Phase IA 5/7/85- 2/28/03 *	- 0 -	- 0 -	90,000 <sup>1</sup>	295,000	385,000
Phase IB 1/1/97- 2/28/03 *	225	50,000	- 0 -	1,500,000	225 DUs <sup>2</sup> 1,550,000 s.f.
Phase III 3/1/03 - 6/1/04 *	- 0 -	- 0 -	- 0 -	250,000	250,000
<b>TOTALS BY USE</b>	<b>225</b>	<b>50,000</b>	<b>90,000</b>	<b>2,045,000</b>	<b>2,185,000</b> <b>225 DUs</b>

<sup>1</sup> Phase IA office may be converted to 90,000 square feet of industrial for a total of 385,000 square feet of Phase IA industrial provided that the Phase IA peak hour traffic distribution does not exceed 64 inbound and 397 outbound trip ends in accordance with the attached Transportation Analysis.

<sup>2</sup> Phase IB land uses may be converted to residential support uses (library, church, daycare, etc.) or be converted among residential, commercial or industrial uses provided that:

- 1) the cumulative total of Phases IA, IB and III peak hour traffic distribution does not exceed 632 inbound and 2,194 outbound trip ends in accordance with the attached Transportation Analysis, Exhibit B-2; and
- 2) that each individual Phase IB land use is within the maximum and minimum amount of development set forth on the table below; and
- 3) in accordance with the attached Equivalency Table, Exhibit B-3.
- 4) that the total amount of land uses for the project are within the maximum and minimum amount of development set forth on the table below.

**PHASE IB  
LAND USE**

	<b>MINIMUM</b>	<b>MAXIMUM</b>
Residential	150 d.u.	225 d.u.
Commercial	10,000 sq. ft.	60,000 sq. ft.
Industrial	0 sq. ft.	1,700,000 sq. ft.
Residential Support	0 sq. ft.	100,000 sq. ft.

**TOTAL PROJECT  
LAND USE**

	<b>MINIMUM</b>	<b>MAXIMUM</b>
Residential	150 d.u.	225 d.u.
Commercial	10,000 sq. ft.	60,000 sq. ft.
Industrial	1,500,000 sq. ft.	2,045,000 sq. ft.
Residential Support	0 sq. ft.	100,000 sq. ft.

LESS AND EXCEPT THE FOLLOWING PARCELS FROM PHASE I:

Lots 5, 6 and 7 of Tampa Bay Park of Commerce Phase I as recorded in Plat Book 96, Pages 14 and 15 of the Public Records of Pinellas County, Florida.

Containing 19.113 acres, more or less, AND

A strip of land 100.00 feet in width lying in Sections 12 and 13, Township 28 South, Range 16 East, Pinellas County, Florida, being further described as follows:

Commence at the East most corner of Lot 7, Tampa Bay Park of Commerce Phase I as recorded in Plat Book 96, Pages 14 and 15 of the Public Records of Pinellas County, Florida; thence along the North line of said Lot 7, the following: N.42°40'54"W., 267.19 feet; thence N.77°37'04"W., 202.56 feet to the POINT OF BEGINNING; thence continue N.77°37'04"W., 394.00 feet; thence leaving said North line, N.87°40'45"E., 529.92 feet; thence N.61°20'12"E., 529.92 feet; thence N.00°04'27"W., 2814.94 feet to the South line of the Florida Power right-of-way recorded in OR Book 4477, Page 942 of the Public Records of Pinellas County; thence along said South line S.89°53'28"E., 100.00 feet; thence S.00°04'27"E., 2874.01 feet; thence S.61°20'12"W., 612.71 feet; thence S.87°40'45"W., 172.23 feet to the POINT OF BEGINNING.

Containing 8.647 acres, more or less.

Having a combined acreage of 27.760 acres, more or less.

**TAMPA BAY PARK OF COMMERCE  
DEVELOPMENT OF REGIONAL IMPACT**

**EXHIBIT B  
REVISED PHASING SCHEDULE**

EXHIBIT B-2

APPROVED USES

<u>Phase</u>	<u>ITE Code</u>	<u>Land Use</u>	<u>Size</u>	<u>ADT</u>	<u>PM</u>	
					<u>In</u>	<u>Out</u>
1A Approved	710	Office	90,000 SF	1,296	29	143
	110	Industrial	295,000 SF	<u>2,056</u>	<u>35</u>	<u>254</u>
				3.352	64	397
IB Approved	710	Office	200,000 SF	2,370	53	257
	710	Office	200,000 SF	2,370	53	257
	820	Commercial	50,000 SF	4,583	211	211
	110	Industrial	1,460,000 SF	<u>10,176</u>	<u>172</u>	<u>1,259</u>
			19,499	489	1,984	
Phase III	110	Industrial	250,000 SF	1,743	29	216
Approved Total				24,594	582	2,597

PROPOSED USES

<u>Phase</u>	<u>ITE Code</u>	<u>Land Use</u>	<u>Size</u>	<u>ADT</u>	<u>PM</u>	
					<u>In</u>	<u>Out</u>
1A	710	Office	90,000 SF	1,296	29	143
	110	Industrial	295,000 SF	2,056	35	254
1B	110	Industrial	1,500,000 SF	10,455	180	1,290
	820	Commercial	50,000 SF	4,583	211	211
	210	Residential	225 DU	<u>2,149</u>	<u>148</u>	<u>80</u>
			20,539	603	1,978	
Phase III	110	Industrial	250,000 SF	1,743	29	216
Proposed Total				22,282	632	2,194

EXHIBIT B-3  
TAMPA BAY PARK OF COMMERCE  
DEVELOPMENT OF REGIONAL IMPACT  
EQUIVALENCY TABLE

CHANGE FROM	RESIDENTIAL	COMMERCIAL	OFFICE	INDUSTRIAL
CHANGE TO				
RESIDENTIAL	N.A.	1,000 SF = 8.4 DU	1,000 SF = 1.9 DU	1,000 SF = 1 DU
COMMERCIAL	1 DU = 120 SF	N.A.	1,000 SF = 226 SF	1,000 SF = 116 SF
OFFICE	1 DU = 529 SF	1,000 SF = 4,419 SF	N.A.	1,000 SF = 513 SF
INDUSTRIAL	1 DU = 1,031 SF	1,000 SF = 8,612 SF	1,000 SF = 1,949 SF	N.A.
RESIDENTIAL SUPPORT				
Library	1 DU = 213 SF	1,000 SF = 1,781 SF	1,000 SF = 403 SF	1,000 SF = 207 SF
Church	1 DU = 1,403 SF	1,000 SF = 1,722 SF	1,000 SF = 2,653 SF	1,000 SF = 1,361 SF
Day Care	1 DU = 74 SF	1,000 SF = 620 SF	1,000 SF = 140 SF	1,000 SF = 72 SF

KEY

DU = DWELLING UNIT

SF = SQUARE FEET

Source: Institute of Transportation Engineers' Trip Generation, 5<sup>th</sup> Edition Update, 1995  
Prepared by: Lincks & Associates, Inc.

TAMPA BAY PARK OF COMMERCE  
DEVELOPMENT OF REGIONAL IMPACT

EXHIBIT C  
TRANSPORTATION IMPROVEMENTS

REVISED EXHIBIT "C"

TABLE 2 - 1990

ROAD	LINK	XTD SEC	LEN/FT MILES	PROPOSED DWP CON	DAPROV COST/MI	PROP SEC	EXIST SV	EXIST BCKL	1992 BCKL	EX SV VOL	DRI %CAP	DRI TRIPS	TOTAL TRIPS	SV RNC	REQ SV	DRUSV RNC	DWP COST	EXIST V/C	TOTAL V/C	DWP SV @F	DRI DWP SV	FAIRSHARE	
E-W Road	Forest Lanes to Rosecrack	N/A	0.71	DWP CON 413	\$1,231,000	41D		BCKL 20637		0		6918	2783		27900	0288	\$2,352,000						\$734,449

PHASE 3 - 1992

ROAD	LINK	XTD SEC	LEN/FT MILES	PROPOSED DWP	DAPROV COST/MI	PROP SEC	EXIST SV	EXIST BCKL	1992 BCKL	EX SV VOL	DRI %CAP	DRI TRIPS	TOTAL TRIPS	SV RNC	REQ SV	DRUSV RNC	DWP COST	EXIST V/C	TOTAL V/C	DWP SV @F	DRI DWP SV	FAIRSHARE	
SR-380	Bayshore to CR-233	41D	0.40	Add 2 Lanes	\$3,662,312	41D	27900	BCKL 1443	24027	3633	106	1473	34031	14800	14800	0.007	\$1,648,110						\$11,009
SR-380	SR-384 to Rosecrack	21U	0.65	Add 2 Lanes	\$2,251,117	41U	11800		37618	5137	1276	6415	13078	3000	14800	0.438	\$3,301,487	1.63	20664	11930	0.128	\$115,463	
Forest Lanes	SR-384 to E-W Road	41D	0.71	Add 1 Lane	\$1,000,000	21D	11800		6663	4665	5033	10604	31713	14800	42700	0.315	\$710,000						\$138,450
E-W Road	Forest Lanes to Rosecrack	41D	1.00	Add 3 Lanes	\$1,500,000	41D	11800		20944	-8344		1637	22838	16100	27900	0.105	\$1,500,000						\$280,114
Landbough	Widely to Rosecrack	21U	1.00	Add 3 Lanes	\$1,500,000	41D	11800		20944	-8344		1325	21669	16100	27900	0.082	\$1,500,000						\$157,174
TOTAL																							\$123,447

PHASE 4 - 1995

ROAD	LINK	XTD SEC	LEN/FT MILES	PROPOSED DWP	DAPROV COST/MI	PROP SEC	EXIST SV	EXIST BCKL	1992 BCKL	EX SV VOL	DRI %CAP	DRI TRIPS	TOTAL TRIPS	SV RNC	REQ SV	DRUSV RNC	DWP COST	EXIST V/C	TOTAL V/C	DWP SV @F	DRI DWP SV	FAIRSHARE	
SR-380	SR-384 to Rosecrack	41U	0.40	Add 1 Lane	\$2,651,788	41D	11800	BCKL 13443	36677		1175	58452				0.282	\$1,080,915	1.05	33684	8800	0.282	\$214,597	
SR-384	SR-386 to Forest Lanes	41D	1.00	Add 2 Lanes	\$4,062,512	41D	11800	BCKL 26635	56677	4478	4440	61117	3000	14800	0.483	\$1,080,915	2.03	23775	8800	0.505	\$1,547,304		
Rosen Track	SR-380 to E-W Road	21U	1.00	Add 1 Lane	\$300,000	21D	11800		7322	1842	2287	13245	3000	14800	0.148	\$600,000							\$366,667
Forest Lanes	E-W Road to Mobley	21D	1.60	Add 1 Lane	\$500,000	21D	11800		9758	6665	445	12245	3000	14800	0.170	\$1,400,000							\$387,667
Forest Lanes	SR-384 to E-W Road	21D	0.65	Add 1 Lane	\$500,000	41U	11800		7335	6665	936	15796	5600	20400	0.170	\$705,000							\$17,804
Landbough	Henderson to Segments	21U	1.46	Add 3 Lanes	\$1,500,000	41D	11800		26231	-12411	1471	23702	16100	27300	0.091	\$2,150,000							\$200,033
TOTAL																							\$2,314,730
GRAND TOTAL																							\$4,613,617

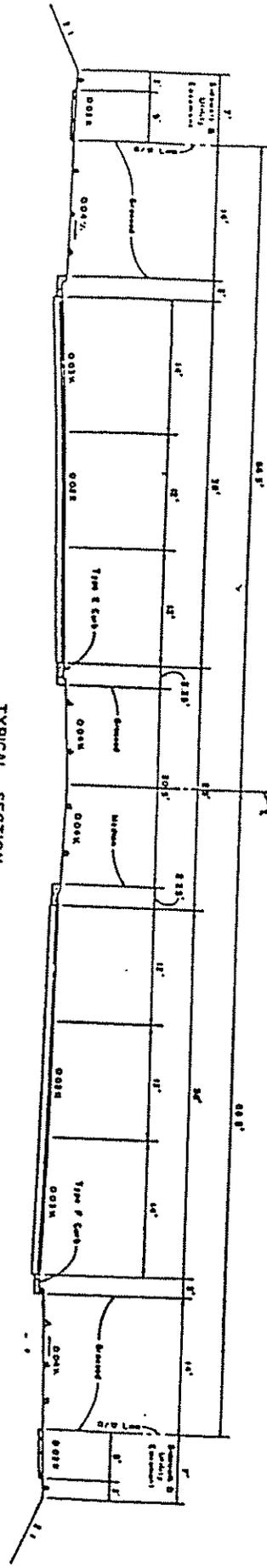
**TAMPA BAY PARK OF COMMERCE  
DEVELOPMENT OF REGIONAL IMPACT**

**EXHIBIT D  
PROPOSED ALIGNMENT  
EAST-WEST CONNECTOR ROAD**

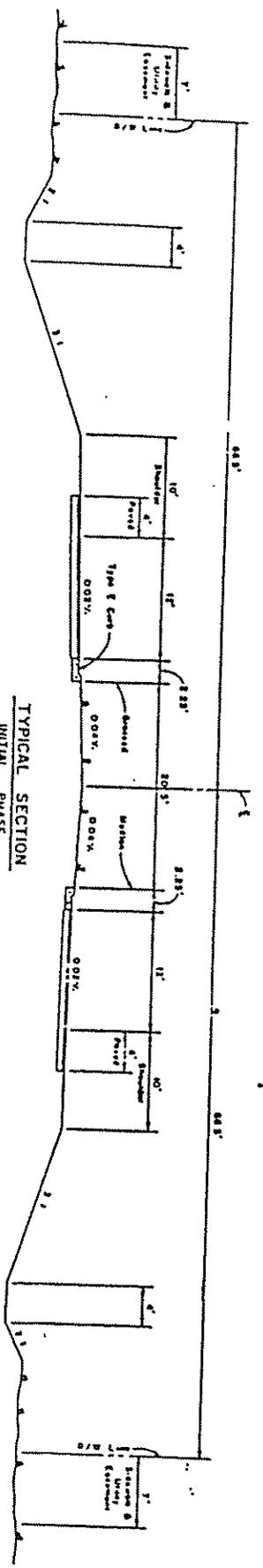


**TAMPA BAY PARK OF COMMERCE  
DEVELOPMENT OF REGIONAL IMPACT**

**EXHIBIT E  
PROPOSED TYPICAL SECTIONS  
EAST-WEST CONNECTOR ROAD**



TYPICAL SECTION  
FINAL PHASE  
6 LANE URBAN



TYPICAL SECTION  
INITIAL PHASE

EXHIBIT E

THE MILFORD CORPORATION  
AND  
CYPRESS LAKES INDUSTRIAL PARK LTD.  
HOLLYWOOD LAND DEVELOPMENT CO., INC.



Wade-Tim  
ENGINEERS  
INCORPORATED  
1111 N. W. 11th St.  
MIAMI, FLORIDA 33136

PROPOSED TYPICAL SECTIONS  
"EAST-WEST CONNECTOR ROAD"

DATE: 11/11/64  
DRAWN BY: J. J. ...

**TAMPA BAY PARK OF COMMERCE  
DEVELOPMENT OF REGIONAL IMPACT**

**EXHIBIT F  
DESIGN STANDARDS  
EAST-WEST CONNECTOR ROAD**

## EXHIBIT F

### DESIGN STANDARDS FOR THE ULTIMATE SIX-LANE ENHANCED ARTERIAL CONFIGURATION OF THE EAST-WEST CONNECTOR ROAD AS DIRECTED BY PINELLAS COUNTY

1. The alignment for the proposed East-West Connector Road, as shown on Exhibits "D" and "E", should provide a 65 mph design speed, or as approved by Pinellas County such that posted speed may be 55 mph, with maximum curvature of 4.75 degrees, and a maximum super elevation rate of 8%. The super elevation of curves #3 and #4 of Exhibits "D" and "E" will be designed initially for speeds less than 65 mph since these curves will be reconstructed in the future within the designated right of way pursuant to Exhibits "D" and "E" to accommodate overpasses and interchanges.
2. Minimum of 133 ft. right-of-way requirement is needed to facilitate compliance with the design of the six-lane major arterial using curb and gutter cross section with sidewalk and utility easements not to exceed 7 feet on either side of the road to be granted by the developer.
3. The East-West Connector will be an evacuation route, therefore, minimum roadway elevation will be above the 100 year flood level.
4. Intersection configuration of the East-West Connector Road at Race Track Road to be determined by the Northeast Pinellas Highway Corridor Study, however, the Developer will not provide this design.
5. Intersections/median openings at 66+00, 73+00, 92+00, and 97+00 will be closed when the road becomes a controlled access facility.
6. Overpass and interchange geometry shall be consistent with 55 mph posted speed at station 82+00, as shown in Exhibits "D" and "E", however, the Developer will not provide this final design.
7. The enhanced arterial designation of the East-West Connector Road is defined in the adopted Pinellas County Year 2010 Long Range Highway Plan. This designation includes the limitation or elimination of curb and median openings, the provision of access to adjacent property by means of service roads or an internal network of streets, the construction of interchanges at selected intersections, and the establishment of land use control measure where applicable to protect the roadway capacity.

**TAMPA BAY PARK OF COMMERCE  
DEVELOPMENT OF REGIONAL IMPACT**

**EXHIBIT G  
TAMPA BAY PARK OF COMMERCE/EAST-WEST CONNECTOR AGREEMENT**

## TAMPA BAY PARK OF COMMERCE/EAST-WEST CONNECTOR AGREEMENT

This Joint Project Agreement for building of the TBPOC DRI Segment (defined below) of the DRI Obligation Road (defined below), hereinafter referred to as the "Agreement", is made as of the effective date stated herein, between Cypress Lakes Industrial Park, Ltd., a Florida limited partnership ("CLIP"), and Pinellas County, Florida, a political subdivision of the State of Florida ("PINELLAS COUNTY"), and is joined in and consented to by the City of Oldsmar, Florida, a municipal corporation ("CITY"), for the limited purpose set forth in Section 11 hereof.

### RECITALS

WHEREAS, CLIP is the developer of record of that certain development of regional impact ("DRI") situated in Pinellas County, Florida, known as the Tampa Bay Park of Commerce DRI, pursuant to PINELLAS COUNTY Resolution No. 85-264, as amended and superseded by PINELLAS COUNTY Resolution No. 98-229 ("TBPOC" or "TBPOC DRI"); and

WHEREAS, the Resolution Trust Corporation is the receiver for the developer of record of the Forest Lakes DRI ("Forest Lakes" or "Forest Lakes DRI"), an approved DRI, pursuant to City of Oldsmar Resolution No. 81-10, as amended; and

WHEREAS, the Milford Corporation ("Milford") is the developer of record of the Cypress Lakes Development of Regional Impact ("Cypress Lakes" or "Cypress Lakes DRI"), an approved DRI, pursuant to City of Oldsmar Resolution No. 95-13; and

WHEREAS, the development orders for the Forest Lakes DRI, Cypress Lakes DRI and TBPOC DRI contemplated the cooperative design and dedication requirements for that certain public six lane road, previously known and referred to herein as the "East-West Connector," to be situated along the same alignment as the DRI Obligation Road more particularly albeit generally depicted on Exhibit "A;" and

WHEREAS, the development orders for the Forest Lakes DRI, Cypress Lakes DRI and TBPOC DRI contemplated the coordinated construction ("Road Project") of a public two-lane road, situated in Pinellas County ("DRI Obligation Road"), more particularly albeit generally located on Exhibit "A" hereto; and

WHEREAS, PINELLAS COUNTY as a political subdivision of the State of Florida is the governmental entity responsible for the approval of plans and construction for, and ultimate maintenance of, Pinellas County roadways and is the recipient of the Forest Lakes DRI proportionate share contribution that previously was apportioned out of the proceeds of the sale of certain Forest Lakes DRI properties to PINELLAS COUNTY and the Southwest Florida Water Management District; and

WHEREAS, the approved development orders for the Cypress Lakes DRI, TBPOC DRI and Forest Lakes DRI contain certain respective obligations related to the planning, design, and right-of-way and retention pond dedication requirements of the East-West Connector to the extent the road traverses, or is adjacent to or contiguous with, the Cypress Lakes DRI, TBPOC DRI and Forest Lakes DRI, respectively, and with respect to the TBPOC DRI, to the extent that the East-West Connector extends beyond its boundaries to Race Track Road; and

WHEREAS, no funds or contributions related to the East-West Connector, the DRI Obligation Road or the Road Project (as defined below) have been or are to be paid to CLIP, directly or indirectly, by the Forest Lakes DRI developer or Milford, nor has CLIP paid, nor does it owe, any such amounts to PINELLAS COUNTY, Milford, or the Forest Lakes DRI developer; and

WHEREAS, PINELLAS COUNTY desires to proceed expeditiously with completion of the plans and right-of-way and pond site acquisition for the East-West Connector, and construction of what is hereinafter defined as the TBPOC Segment of the DRI Obligation Road, together with appurtenant retention areas and other related improvements and facilities which will facilitate the subsequent six lane expansion thereof, referred to herein collectively as the "Road Project"; and

WHEREAS, to minimize public cost, PINELLAS COUNTY desires to utilize, in whole or in part, the existing plans and improvements previously procured or prepared at the direction of CLIP for the TBPOC Segment of the DRI Obligation Road and the East-West Connector; and

WHEREAS, CLIP intends to excavate a borrow pit on a portion of the TBPOC DRI and can make available certain fill dirt that may be used in the construction of the East-West Connector; and

WHEREAS, concurrently herewith CLIP and the CITY are consummating an annexation of portions of the TBPOC DRI into the CITY, and adoption of a new joint development order by the CITY as CITY of Oldsmar Resolution No. 98-28 and PINELLAS COUNTY Resolution No. 98-229 (the "Joint development order") pursuant to Section 380.06(15)(g), Florida Statutes; and

WHEREAS, the Joint development order for the TBPOC DRI will provide that construction of the TBPOC Segment of the DRI Obligation Road pursuant to this Agreement shall satisfy CLIP's pipelining obligations with respect to the TBPOC Segment of the DRI Obligation Road and the East-West Connector under the development order for the TBPOC DRI; and

WHEREAS, PINELLAS COUNTY, CLIP, and the CITY all desire and intend that the terms of this Agreement shall survive any such annexation, development order adoption and/or conditions and amendment(s), and changes in land use, without any legal effect on the terms and conditions and the enforceability of this Agreement;

NOW, THEREFORE, for and in consideration of the mutual covenants which follow, and of other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

## AGREEMENT

**SECTION 1. INCORPORATION OF RECITALS AND EXHIBITS** The above recitals are true and correct and are incorporated by reference herein. Exhibits attached hereto are demonstrative in nature.

### **SECTION 2. DELINEATION OF DRI OBLIGATION ROAD SEGMENTS AND OTHER PROPERTY**

**2.1 THE DRI OBLIGATION ROAD** The DRI Obligation Road consists of a two-lane divided, arterial roadway, designed for a forty-five miles per hour (45 mph) speed limit and having access to adjoining properties restricted as established in the Forest Lakes DRI, Cypress Lakes DRI and TBPOC DRI development orders. The DRI Obligation Road is to extend from the north intersection of Forest Lakes Boulevard and State Road 584 to Race Track Road, as shown, albeit generally, in Exhibit "A" of this Agreement.

**2.2 TBPOC SEGMENT** For purposes of this Agreement, the "TBPOC Segment" of the East-West Connector is a right-of-way 150' wide and extending 5,034 linear feet more or less, from the western property boundary of the TBPOC DRI extending eastward to Race Track Road, as generally depicted on Exhibit "B." The parties acknowledge that said 150' right-of-way is intended to follow the centerline alignment of the original 133' right-of-way depicted on the Roadway Plans identified in Section 2.3, below. The TBPOC Segment includes approximately 914 linear feet more or less east of the TBPOC eastern property boundary (the "Race Track Road Access Parcel") for which CLIP shall have no responsibility or obligation hereunder. Portions of the DRI Obligation Road also are to be located within the Forest Lakes DRI ("Forest Lakes Segment") and the Cypress Lakes DRI ("Cypress Lakes Segment"), as denoted in that certain Forest Lakes/East-West Connector Road Agreement bearing an effective date of April 18, 1995. CLIP and its successors and assigns covenant and agree to retain ownership of said 150' right-of-way within the TBPOC boundaries pending conveyance thereof to Pinellas County hereunder, and not to encumber or restrict said ability to convey by reason of any intervening property transfers to third parties within the TBPOC project.

**2.3 OTHER PROPERTY** In addition to the 150' wide road right-of-way within the TBPOC property required for the TBPOC Segment of the East-West Connector, certain drainage and/or retention areas within TBPOC are required for the TBPOC Segment of the East-West Connector. The original 133 feet of the road right-of-way and the original location of drainage and/or retention areas and the wetland mitigation areas are generally depicted and described in the sixty percent (60%) plans prepared by King Engineering Associates, Inc. filed with the Clerk of the Board of County Commissioners as part of the record in support of the April 18, 1995,

adoption of the Forest Lakes/East-West Connector Road Agreement with the Milford Corporation, hereinafter referred to as the "Roadway Plans." The TBPOC pond areas are hereby relocated and re-designated as "Pond #5," "Pond #6," and "Pond #7," respectively, as generally depicted on Exhibit "C" hereto, which areas equal or exceed the requirements originally contemplated within TBPOC by the Roadway Plans. The TBPOC pond areas do not include Pond #8, related to the Race Track Road Access Parcel, for which CLIP shall have no responsibility or obligation hereunder. With respect to the TBPOC pond areas, the parties agree that:

2.3.1. Subject to non-Pinellas County permitting agency legal requirements, CLIP may utilize 4:1 (rather than 3:1) pond slopes to ensure an aesthetically pleasing feature for TBPOC; provided, however, that CLIP shall dedicate easements over, for no cash or credits, the additional areas(s) necessary to accommodate such 4:1 slope (as opposed to a 3:1 slope).

2.3.2. Subject to non-Pinellas permitting agency legal requirements, the pond areas shall not be fenced, and shall be maintained (including littoral shelves, structure, wetland buffers and slopes) by CLIP, its successor DRI developer-of-record, or a designated owner's association in a manner consistent with the aesthetic appearance of TBPOC's developed areas; provided, however, that PINELLAS COUNTY shall have reasonable maintenance access to and the right to enter upon and maintain said areas if CLIP or its designee fail to do so in a reasonable manner, the expenses for which actions by the County shall be paid by CLIP or its designee to the County.

2.3.3. CLIP or its designee shall retain fee ownership of the pond areas subject to appropriate non-exclusive drainage easements in favor of the County.

2.3.4. CLIP may request PINELLAS COUNTY to relocate any TBPOC pond area(s) prior to execution of a road construction contract by PINELLAS COUNTY; provided, however that (i) the capacity of the TBPOC ponds equals or exceeds that contemplated by the Roadway Plans, (ii) TBPOC pays the cost of re-design of the Roadway Plans related thereto, and (iii) the projected cost of road construction is not increased thereby, or CLIP agrees to pay such additional cost; and (iv) TBPOC dedicates easements over the substitute areas pursuant to Section 4.1.1 below.

2.3.5. The parties agree to cooperate fully and to utilize their respective best efforts to facilitate the procurement on non-Pinellas County agency permits, including both drainage and construction permits, to expedite both the road construction and TBPOC site development without merging said applications, to allow utilization of existing PINELLAS COUNTY land that is available for road mitigation, and to minimize the cost of required drainage and mitigation for the Road Project and the TBPOC project, respectively. The parties agree that the permit applicant as to each required permit shall be that party which best can facilitate the intent hereof, regardless of which party is responsible as the Constructing Entity or for pond or mitigation operation and maintenance hereunder.

### SECTION 3. COMPLETION OF THE ROAD

3.1 CONSTRUCTING ENTITY As of the Effective Date (as defined below) of this Agreement, and subject to Sections 3.1.1, 3.1.2 and 3.1.3 below, the parties agree that PINELLAS COUNTY shall be the entity responsible for finalizing the design and for construction of the TBPOC Segment ("Constructing Entity") of the DRI Obligation Road, as part of the Road Project. The parties recognize that PINELLAS COUNTY'S obligation to complete the DRI Obligation Road is subject to:

3.1.1. CLIP fulfilling its obligations under this Agreement and the Joint development order; and

3.1.2. The funding restrictions set forth in Sections 129.07, 129.08, and 129.09, Florida Statutes (1997), the regulatory restrictions of PINELLAS COUNTY'S transportation impact fee ordinance, PINELLAS COUNTY'S legislative responsibilities to its comprehensive plan, and regulatory restrictions of the Metropolitan Planning Organization's ("MPO") long-range plan and other regulatory agencies, which may affect PINELLAS COUNTY'S obligations with respect thereto.

3.1.3. Acquisition of necessary property rights.

The parties further recognize that to the extent that County's obligations are not fulfilled because of failure of one of the conditions set forth in this Section 3.1, CLIP's obligations under the development order are not fulfilled, unless CLIP or its successor or designee (i) reaches agreement with the County to become the Constructing Entity hereunder, or (ii) otherwise complies with Section 4.2.2 of the Joint development order.

### 3.2 Environmental Permit construction, maintenance and monitoring

3.2.1. CLIP shall remain responsible for the mitigation maintenance and monitoring for the TBPOC Mitigation Area depicted and described on Exhibit "D" hereto, which is subject to existing permits as of the Effective Date of this agreement. CLIP hereby agrees to indemnify Pinellas County and hold it harmless with respect to such required mitigation maintenance and monitoring for said existing area.

3.2.2. Pinellas County hereby assumes responsibility for procurement of any additional environmental permits, for provision of land owned or controlled by Pinellas County for any additional mitigation area, and for all additional mitigation construction required for the Road Project. Once such additional permits are procured and said additional construction is completed on Pinellas County owned or controlled land, CLIP or its designee shall assume the operation and maintenance responsibility, including monitoring, under said permits and agrees to indemnify Pinellas County and hold it harmless with respect to such required mitigation maintenance and monitoring.

3.2.3. Except for obligations imposed upon CLIP by its existing permits(s) and under this Agreement, CLIP shall have no responsibility for future permitting, mitigation or maintenance activities related to the Road Project unless construction of the TBPOC Segment of the DRI Obligation Road does not occur pursuant to this Agreement.

### 3.3 Failure of Condition

In the event of failure of any condition to PINELLAS COUNTY's obligation pursuant to section 3.1 above, the County may terminate this Agreement. In such event, the County and CLIP agree that, notwithstanding such termination:

3.3.1. The right-of-way, pond, and mitigation area conveyances affected hereunder shall remain in place;

3.3.2. The fee credits earned by CLIP hereunder shall remain in place;

3.3.3. The County and CLIP, its successors or assigns, shall negotiate in good faith for a capital front-ending agreement to allow CLIP or its designee to become the Constructing Entity for the Road Project, including mutually agreeable terms for re-assignment of then-existing Roadway Plans and permits;

3.3.4 CLIP, its successors or assigns, may utilize the County-owned land area contemplated by Section 3.2.2, above, for road permit mitigation purposes;

3.3.5. The County remains responsible for procurement of the Race Track Road Access Parcel identified in Section 2, above; and

3.3.6 CLIP, its successors or assigns, may exercise its rights under Section 4.2.2 of the Joint Development Order to request adjustment of its proportionate share obligation based upon its reduced development entitlements for TBPOC.

3.4 SCOPE OF WORK The scope of work on the Road Project remaining to be performed under this Agreement and that companion Agreement with Milford, which shall be directed and controlled by PINELLAS COUNTY, consists of the following:

3.4.1. Completion of the remaining design and future permitting requirements for the Road Project; and

3.4.2. Actual physical construction of the DRI Obligation Road, including geotechnical and testing work, construction staking and construction improvements; and

3.4.3. Construction engineering and inspection services for the DRI Obligation Road, including bidding services, construction observation, record drawings, and certifications.

3.5 CLIP OBLIGATIONS Upon construction of the TBPOC Segment of the DRI Obligation Road by Pinellas County under this Agreement, and except only for the executory and continuing requirements of Sections 2, 4, and 5 of this Agreement, CLIP shall have no further responsibility to perform any part of the TBPOC DRI Segment of the DRI Obligation Road nor for any other transportation-related mitigation requirement under the Joint development order.

#### SECTION 4. DEDICATIONS FOR TBPOC SEGMENT

##### 4.1. INITIAL CONVEYANCES

4.1.1. AREAS TO BE DEDICATED. Within 30 days of the Effective Date hereof, unless extended because of the need to satisfy the due diligence requirements of section 6, CLIP shall convey to PINELLAS COUNTY:

- 4.1.1.1. the 150' right-of-way for the portion of the TBPOC Segment within the TBPOC property boundaries, totaling 12.95 acres MOL.
- 4.1.1.2. non-exclusive drainage easements for Pond #5, Pond #6, and Pond #7 totaling 3.99 acres MOL, as depicted on Exhibit "C" hereto. If the ponds need reconfiguration or require mitigation due to wetland impacts, CLIP shall provide easements over such land or mitigation as required, prior to commencement of road construction.
- 4.1.1.3. a non-exclusive ingress-egress easement over the TBPOC Mitigation Area totaling 2.00 acres MOL.

Said 150' right-of-way already includes all areas necessary for road side slopes, sidewalks, and utilities, as they are identified by the Roadway Plans and no additional areas shall be required to be dedicated by CLIP.

4.1.2. DEEDS All right-of-way conveyances shall be by statutory general warranty deed unless and to the extent that this requirement is waived by the Board, in their sole discretion. The pond easements shall be consistent in substance with section 2.3, above. CLIP shall provide good marketable title free of encumbrances and liens to the satisfaction of and in a form approved by PINELLAS COUNTY. CLIP shall be responsible for the costs of any title insurance; PINELLAS COUNTY shall be responsible for the costs of any surveys.

4.1.3. RIGHTS CONVEYED FROM REMAINDER The conveyance shall also grant all rights of ingress and egress (except for the three (3) approved points of ingress and egress within TBPOC identified in Section 4.5, below and as limited therein), and certain rights of light, air, and view between the grantor's remaining property and any facility constructed within said right-of-way. The conveyance of these rights, in a form approved by PINELLAS COUNTY, shall

be sufficient to avert the imposition of business or severance damages or any attorney fees against PINELLAS COUNTY and CLIP resulting from PINELLAS COUNTY's planned improvements to the East-West Connector Road as described in Exhibit "A" and the Roadway Plans.

#### 4.2. SUBSEQUENT CONVEYANCES

4.2.1. CONVEYANCE OBLIGATIONS Successors-in-interest to properties adjacent to the proposed right-of-way and ponds for the East-West Connector as set forth in the Roadway Plans, as modified by this agreement, are bound by this Agreement, are obligated under the Joint development order and shall be additionally notified by CLIP or CLIP's successor in interest, of such obligations, as limited by subsection 2.3 of this Agreement, by the inclusion of the provision set forth Section 4.4, below, in deeds to future grantees, as well as recordation, by CLIP or CLIP's successor in interest, of this agreement in a form and manner satisfactory to the County.

4.2.2. SURPLUS PROPERTY To the extent that the subsections 4.1.1.1 and 4.1.1.2 conveyances included property not necessary for the East-West Connector as determined solely by PINELLAS COUNTY, PINELLAS COUNTY shall reconvey that property upon request by CLIP or its successor(s)-in-interest with an accompanying reduction in the transportation impact fee credits, if available, or cash, based on the appraised values originally established under Section 4.3.2, below.

4.3. IMPACT FEE CREDITS FOR CONVEYANCES The parties acknowledge that the conveyances required under this Section 4 are existing conditions of the TBPOC DRI development order, for which CLIP shall receive transportation impact fee credits totaling \$860,921.60 based on the acreage described in Section 4.1.1, the credit allocations described in Section 4.3.2 and the values for the plans dedicated pursuant to Section 5.1, all as provided by law, and subject to the following provisions:

#### 4.3.1. CREDIT REDUCTIONS

4.3.1.1. SITE RELATED TRANSPORTATION REQUIREMENT PERCENTAGE A sixty foot portion of the DRI Obligation Road is considered by PINELLAS COUNTY to be site related under the PINELLAS COUNTY transportation impact fee code, Chapter 150 of the PINELLAS COUNTY Land Development Code. Additionally, various aspects of the DRI Obligation Road are attributable as a site related improvement, dependent upon their rational nexus to the anticipated on-site and off-site impacts thereof. PINELLAS COUNTY has established said respective percentages as the basis for what will be hereinafter referred to as the Site Related Transportation Requirement Percentage.

- (a) Based on the Site Related Transportation Requirement Percentage, the credit received for the right-of-way for the TBPOC Segment of the East-West Connector is reduced by 40% for a credit reduction totaling \$207,200.00.
- (b) Based on the Site Related Transportation Requirement Percentage, the credit received by CLIP for the value of the property conveyed by easement for TBPOC pond areas TBPOC will be reduced by 40% for a credit reduction totaling \$63,840.00.
- (c) Based on the Site Related Transportation Requirement Percentage, the credit received for the TBPOC mitigation area is reduced by 40% for a credit reduction totaling \$ 32,000.00.
- (d) Based on the Site Related Transportation Requirement Percentage, the credits received by CLIP shall be further reduced by 10% of the County's additional design and construction costs hereafter incurred by PINELLAS COUNTY for the TBPOC Segment of the DRI Obligation Road, up to a maximum credit reduction of \$200,000.00 (based on a cap for purposes of this Agreement of \$2,000,000.00 for such additional design and construction costs). These credit reductions will be taken up front for purposes of issuing credits associated with this Agreement and will be adjusted as details of said costs are refined., if they are less than \$2,000,000.00.

4.3.1.2. CREDIT OFFSETS FROM EXISTING DEVELOPMENT Impact fees payable incident to existing structures within the TBPOC as of the effective date hereof, total \$112,953.74. Presently, CLIP holds \$105,000 in credits pursuant to Section 4.13.1 of PINELLAS COUNTY Resolution No. 94-369. Therefore CLIP's credit shall be subject to a one time reduction in the amount of \$7,953.74.

4.3.1.3. LIMIT ON CREDIT REDUCTIONS Notwithstanding this Section 4.3.1, total credit reductions shall not reduce the TBPOC fee credits below \$349,928.60.

4.3.2. VERIFICATION OF CREDITS Verification of the credits due for the dedications of real property required by Section 4.1.1 and 4.2.1 above, has been accomplished. Crediting shall be at the agreed rate of \$40,000.00 per acre, to the nearest one-hundredth (.01) acre, as has been determined by survey. Said rate shall apply to all right-of-way fee areas, pond easement areas, and TBPOC mitigation area. Said agreed value is based upon pre-existing appraisals and independent evaluation by the parties, and shall be binding on the parties. CLIP

shall be entitled to credits for dedication of all areas required by Sections 4.1.1 and 4.2.1, above, based on the agreed value set forth herein, but CLIP will not be entitled to either business damages, severance damages, attorney fees, or any other form of damages associated with the conveyance of property, pursuant to Section 4.1.3 above, nor shall CLIP be allowed credits based on such damage or fees. A calculation of the net credits due the Developer hereunder, based upon a good faith estimate of acreage, is attached as Exhibit "E" hereto.

4.3.3. UTILIZATION OF CREDITS All credits earned by CLIP hereunder shall be freely assignable by CLIP within the TBPOC DRI, at any time after the Effective Date of this Agreement up to amounts that have been verified as earned and not subject to further reduction.

4.3.4. FAIR SHARE CALCULATION The value of the property required to be dedicated by CLIP hereunder plus the value of CLIP's prior work is expected to exceed CLIP's revised fair share obligation for TBPOC, had TBPOC not elected the pipelining option. The ultimate construction of the two lane facility remains a condition of continued development pursuant to TBPOC's pipeline election, subject to Section 4.2.2 of the Joint Development Order.

#### 4.4 DEED RESTRICTION

4.4.1. In all real property conveyances within TBPOC that abut the right-of-way or ponds for the East-West Connector as set forth in the Roadway Plans as modified by this Agreement or subsequent design changes by PINELLAS COUNTY, which are affected by CLIP or CLIP's successor in interest subsequent to the effective date of this Agreement, CLIP or CLIP's successor in interest shall include in the instrument of conveyance, as a restrictive covenant, the substance of the following provisions in language agreed to by PINELLAS COUNTY:

"Grantee hereby covenants and agrees, as to any portion of the real property conveyed hereunder that abuts either the alignment of the East-West Connector as delineated in the sixty percent (60%) plans prepared by King Engineering Associates, Inc. filed with the Clerk of the Board of County Commissioners as part of the record in support of the adoption of the Tampa Bay Park of Commerce/East-West Connector road Agreement dated \_\_\_\_\_, 1998 or the 150' wide road right-of-way within the TBPOC property required for the TBPOC Segment of the East-West Connector, certain drainage and/or retention areas within TBPOC as required for the TBPOC Segment of the East-West Connector and conveyed pursuant to that Tampa Bay Park of Commerce/East-West Connector Agreement dated \_\_\_\_\_ 1998:

(i) Grantee understands and acknowledges by acceptance of this instrument that the property being conveyed by this instrument does not have rights of direct access to the East-West Connector Road, except as provided in said Agreement.

(i) Grantee understands and acknowledges by acceptance of this instrument that the property being conveyed by this instrument does not have rights of direct access to the East-West Connector Road, except as provided in said Agreement.

(ii) Grantee hereby waives any business or severance damages, or attorneys' fees, against Grantor, PINELLAS COUNTY, Florida, or the CITY of Oldsmar, Florida, or predecessors in interest arising from any improvements to the East-West Connector, including, without limitation, any damage for the potential closure of existing or future access points to the two, four or six lane version of that road referenced in PINELLAS COUNTY Resolution No. 98-229, or any subsequent development order governing the property.

(iii) Grantee understands and acknowledges by acceptance of this instrument that it is bound by the obligations of CLIP as its successor-in-interest pursuant to that certain Tampa Bay Park of Commerce/East-West Connector Road Agreement entered into with PINELLAS COUNTY on October 27, 1998 on record with the Clerk of the Board of County Commissioners.

This restrictive covenant shall be binding upon Grantee's heirs, successors and assigns, shall constitute a covenant running with the land, and shall survive termination of PINELLAS COUNTY Resolution No. 98-229, or its successor."

4.4.2. CLIP agrees to be similarly bound with respect to all property to which it retains title.

4.5 GUARANTEED POINTS OF ACCESS Notwithstanding the foregoing requirements, however, PINELLAS COUNTY expressly acknowledges that for the duration of the TBPOC DRI Development Order, CLIP and its successors-in-interest shall be entitled, as provided by law, to the street access points to the DRI Obligation Road, or equivalent access implemented through the engineered plans, all as specifically detailed as Stations 102+50.93, 111+52.24 and 125+77.35 on the Roadway Plans.

## SECTION 5. ASSIGNMENT OF PLANS AND PERMITS

5.1. PRIOR WORK CLIP previously has contracted with professional engineers and construction companies to prepare the design for the TBPOC Segment of the DRI Obligation Road and of the East-West Connector to include the design work, preparation of construction documents and permitting information and physically commence construction, and has advanced the amount of \$345,513.00 for said work, which amount has been verified and approved by the applicable departments within PINELLAS COUNTY as reasonably required, and shall not be subject to any further verification or approval hereunder. The value of this work

further reduction under Section 4.3.1 above, pursuant to appropriate legal documents mutually approved by legal counsel for CLIP and PINELLAS COUNTY, the following items:

5.2.1. All right, title, and interest of CLIP in and to any and all information including but not limited to the base data and design plans prepared for the East-West Connector Road and the TBPOC Segment of the DRI Obligation Road; and

5.2.2. All right, title, and interest of CLIP in and to all existing permits procured by or at the direction of CLIP for the East-West Connector Road and the DRI Obligation Road; provided, however, that CLIP shall retain the maintenance and monitoring obligations of existing and future permit(s) pursuant to Section 3.2, above; and

5.2.3. An indemnity agreement from CLIP holding PINELLAS COUNTY harmless and indemnifying PINELLAS COUNTY from all persons, regardless of status as an individual, partnership or corporation who have worked on the East-West Connector Road and the TBPOC Segment of the DRI Obligation Road for CLIP or CLIP's representative(s), prior to the Effective Date hereof, stating that they have been paid and have not, and will not look to PINELLAS COUNTY for additional funds; and

5.2.4. An affidavit of no liens as to the TBPOC Segment permits and plans from CLIP.

5.3. MUTUAL COOPERATION

5.3.1. CLIP recognizes that PINELLAS COUNTY desires to efficiently coordinate the design plans for the TBPOC Segment with the design plans for the Forest Lakes and Cypress Lakes Segments of the DRI Obligation Road and to proceed with the Road Project. CLIP further recognizes that PINELLAS COUNTY's ability to perform under this Agreement and under its separate agreement with Milford is dependent, in part, upon CLIP's performance hereunder. CLIP shall diligently pursue satisfaction of its obligations under this Agreement and will cooperate with PINELLAS COUNTY in effectuating the effective transfer of its contractual rights as contemplated in subsection 5.1.

5.3.2. The parties agree to cooperate with one another to ensure the orderly progress of the Road Project to completion pursuant to Section 3 above, including finalization of all engineering plans, procurement of any additional permits, right-of-way, and pond sites and related easements which are required, and actual construction of the improvements necessary for the Road Project, all as expressly provided herein.

5.3.3. Subject to the express conditions of this Agreement, Pinellas County agrees to utilize diligent, good faith efforts to complete the design plans and permitting for the DRI Obligation Road, and to commence construction thereof, within nine (9) months of accomplishment of the conveyances detailed in section 4.1 above or the effective date of this Agreement, whichever is later, subject further to force majeure, the funding limitations set

forth herein, procurement of road construction permits, procurement of necessary right-of-way, clearance of matters of title, and other acts beyond Pinellas County's reasonable control. Once commenced, road construction shall be diligently pursued to completion. It is understood by the parties that the easternmost terminus of the East-West Connector Road, and the intersection at Race Track Road, may be constructed in a subsequent phase to construction of the TBPOC Segment of the DRI Obligation Road to avoid delay in the construction of the road from the west, to TBPOC's eastern boundary; however, such subsequent phase shall be completed as soon as practical, once the design issues regarding such portion are resolved.

## SECTION 6. WARRANTIES AND REPRESENTATIONS

6.1. CLIP represents and warrants that there are no facts known to CLIP materially affecting the value of the property being conveyed under Section 4, collectively referred to herein as the "Property," which are not readily observable by PINELLAS COUNTY or which have not been disclosed to PINELLAS COUNTY.

6.2. CLIP represents and warrants that the Property is not now being used and to the best of its knowledge and belief, has not been used, by any business or other activity which uses or used toxic chemicals, hazardous substances (including hazardous wastes) or substances likely to infiltrate the soil or groundwater and is not now being used and to the best of its knowledge and belief, as not been used in the past as a hazardous waste or toxic chemical storage facility or dumpsite. CLIP further represents and warrants that the Property is not now being used and to the best of its knowledge and belief, has not been used in the past as a garbage dump or landfill area.

6.3. CLIP represents and warrants that to the best of its knowledge and belief the Property is not in violation of any federal, state or local law, rule, ordinance or regulation relating to hazardous substances or hazardous wastes, or to environmental conditions on, under or about the Property, including, but not limited to, soil and groundwater conditions.

6.4. PINELLAS COUNTY shall have the right, prior to closing, to come upon the Property at reasonable times with independent contractors, employees, engineers and other personnel to inspect and conduct testing on all or part of the Property.

6.5. In the alternative, to the extent environmental audits have already been conducted on all or a portion of the Property, CLIP shall make the results of those audits available to PINELLAS COUNTY for their review, or PINELLAS COUNTY may conduct its own environmental audit of the Property at its expense, prior to closing.

6.6. If PINELLAS COUNTY determines that the Property contains any toxic waste or chemical contamination, or has been used as a hazardous waste (or chemical storage facility

or dump-site or as a garbage dump or landfill site), PINELLAS COUNTY may, prior to the closing:

6.6.1. Request that CLIP pay for a full cleanup and remediation of the Property to standards acceptable to the Florida Department of Environmental Protection; or

6.6.2. Cancel this Agreement if CLIP declines such request.

6.7. This Agreement is specifically made contingent upon the Property being free of contamination as represented above.

6.8. If PINELLAS COUNTY requests and CLIP agrees to remediation prior to closing, closing shall be delayed until such time as a qualified environmental company from PINELLAS COUNTY'S "short list" of such companies prepares an estimate of the cost of remediation, and then such sum plus all testing costs expended by PINELLAS COUNTY, provided by CLIP, shall be held in escrow by an escrow agent mutually agreed by PINELLAS COUNTY and CLIP with all escrow fees and related expenses paid by PINELLAS COUNTY to first reimburse PINELLAS COUNTY and then to pay for the cost of remediation.

6.9. CLIP shall indemnify, reimburse, defend and hold harmless PINELLAS COUNTY from and against all demands, claims, liabilities, fines, fees, losses or expenses (including attorney fees and costs, cleanup costs and fines) by reason of CLIP'S breach of Sections 6.1, 6.2 or 6.3 hereof.

6.10. The representations, warranties, and liabilities of CLIP contained herein shall survive the closing.

SECTION 7. LIMITATIONS Nothing herein shall obligate PINELLAS COUNTY to exceed its authority under the limitations listed in Subsection 3.1, or to exercise its authority in any particular manner. Exercise of its authority in any particular manner shall not create an estoppel.

SECTION 8. EFFECTIVE DATE This Agreement shall become effective on the date that it is executed by all parties, following approval by the Board of County Commissioners for Pinellas and the City Council for the City of Oldsmar, Florida ("Effective Date").

SECTION 9. MISCELLANEOUS PROVISIONS

9.1. This Agreement shall be governed by and construed under the laws of the State of Florida. Venue in any proceeding related hereto shall lie exclusively in PINELLAS COUNTY, Florida.

9.2. In the event of any litigation arising hereunder, each party shall bear its own attorneys' fees and costs, including any incurred on appeal.

9.3. This Agreement reflects the complete and entire understanding and agreement between the parties on the subject matter covered hereby, and all prior negotiations, understandings, and agreements, whether oral or written, are merged herein.

9.4. This Agreement may be modified only in writing, executed by both parties, and duly approved as provided by law. The CITY shall not be required as a party for any such modification, its joinder being limited to the purpose stated in Section 12 below.

9.5. The captions and headings in this Agreement are for ease of reference and do not constitute a part of this Agreement.

9.6. As both parties participated in the drafting of this agreement, except as to matters relating to sovereign immunity or statutory or constitutional authority, ambiguities shall not, as a matter of the law of this contract be construed against any particular party on the basis of their involvement in drafting of the agreement.

9.7. The provisions of this Agreement shall be binding on all successors and assigns.

9.8. Following execution of this agreement, CLIP agrees to cause the same to be recorded in the Official Records of PINELLAS COUNTY in such form and manner, acceptable to the County, with the result being to become record notice to successors and assigns of all obligations and limitations that have attached to their property.

9.9. The credit allocations documented in Sections 4 and 5 of this Agreement fulfill the County's obligations with respect to the impact fee credit requirements of PINELLAS COUNTY Resolution No. 94-369, as amended and superseded by PINELLAS COUNTY Resolution No. 98-229, and other requirements of law.

SECTION 10. NOTICE All notices required under this Agreement shall be by personal service or certified mail upon the County Administrator, 315 Court Street Clearwater, Florida 34616 as to the County and upon Theodore R. Stotzer, Esquire, Michael Swerdlow

SECTION 11. JOINER OF MUNICIPALITY The CITY is joining this Agreement solely to consent to the terms hereof as the local government having jurisdiction over the TBPOC DRI, and to acknowledge and agree to the satisfaction of the DRI pipeline election by fulfillment of all obligations of all parties under this Agreement. All terms hereof shall survive any annexation of the TBPOC DRI into the CITY, and the adoption of the Joint development order as contemplated herein. The CITY and CLIP, by signing this document, specifically agree that the impact fee crediting provisions outlined herein supersedes the crediting provisions of City of Oldsmar Ordinance No. 94-13 and any contrary provision in the Joint development order.

SECTION 12 CONVEYANCES

12.1 The properties agreed to be dedicated in Section 4.1 above shall be conveyed from CLIP to Pinellas County by warranty deeds, in form acceptable to Pinellas County, within 30 days from the date of execution of this Agreement.

12.2 All conveyances shall be of a fee simple interest, with the exception of the parcels designated for Ponds #5, #6, and #7, which shall be perpetual drainage easements, and the TBPOC Mitigation Area, which shall be a permanent ingress-egress easement. The drainage easement deeds over the ponds and the easement to the TBPOC Mitigation Area shall specify that all maintenance, for both function and beautification, shall remain with the fee simple owner, CLIP, or its successors in interest.

12.3 Execution of this Agreement authorizes the conveyances to proceed to closing without further action by the Board of County Commissioners, with staff to provide evidence of consideration to be exchanged for deeds in a simultaneous transaction.

WHEREFORE, the parties have set their hands and seals.

CYPRESS LAKES INDUSTRIAL PARK,  
LTD, a Florida limited partnership through  
TBPOC Investor, Inc.  
its general partner

ATTEST:

By: \_\_\_\_\_  
Theodore R. Stotzer,  
Its: Secretary

By: \_\_\_\_\_  
Michael J. Swerdlow  
Its: President

Date: \_\_\_\_\_

APPROVED AS TO FORM:

THE BOARD OF COUNTY  
COMMISSIONERS OF PINELLAS COUNTY,  
FLORIDA

By: \_\_\_\_\_  
James Bennett,  
Chief Asst. County Attorney

By: \_\_\_\_\_  
Robert Stewart, Chairman

Date: \_\_\_\_\_

APPROVED AS TO FORM:

THE CITY OF OLDSMAR

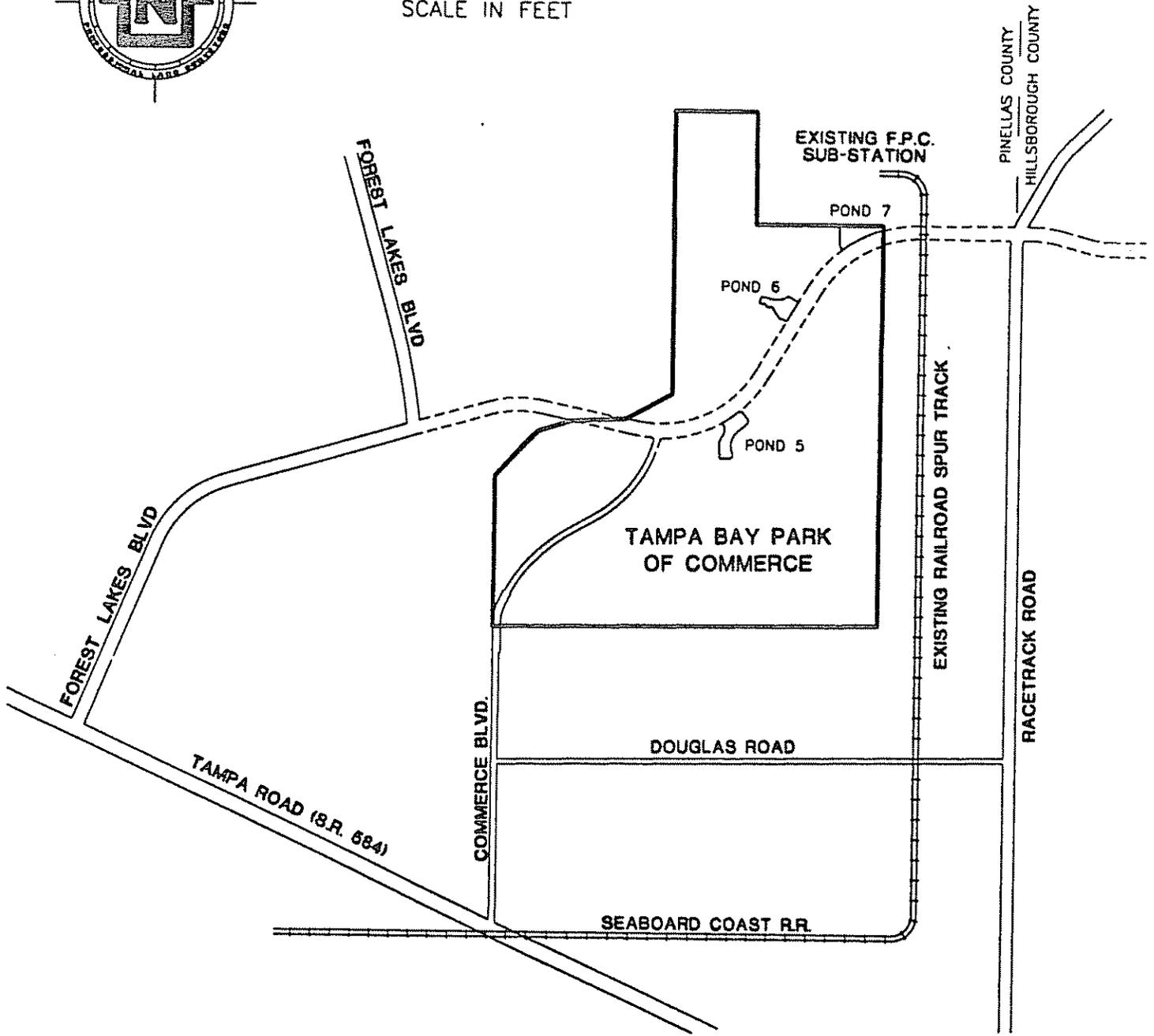
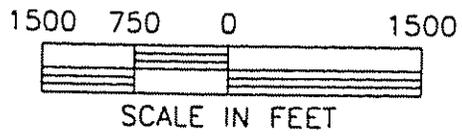
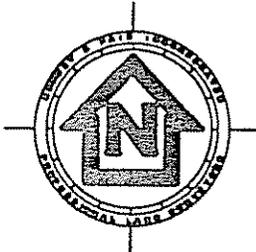
By: \_\_\_\_\_  
Thomas Trask  
City Attorney

By: \_\_\_\_\_  
Jerry Beverland  
Mayor

Date: \_\_\_\_\_

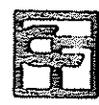
## INDEX OF EXHIBITS

- EXHIBIT A: Sketch of DRI Obligation Road Alignment From Tampa Road to Race Track Road [Generally].
- EXHIBIT B: Legal and Sketch of TBPOC Segment [to include Race Track Road Access Parcel].
- EXHIBIT C: Legal and Sketch of Ponds 5, 6, and 7 within TBPOC.
- EXHIBIT D: Existing TBPOC Mitigation Area.
- EXHIBIT E: Preliminary Calculation of Net Fee Credits.



### CUMBEY & FAIR, INC.

CONSULTING ENGINEERS AND LAND SURVEYORS



2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 33763  
797-8982 (CLW) 223-4333 (TPA)

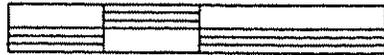
### EXHIBIT A ROAD ALIGNMENT

SCALE: 1"=1500'	DATE: 9/11/98	DR/CHK: MFC/KCL	JOB NO. 063A
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SECTION 13, TOWNSHIP 28 SOUTH, RANGE 16 EAST  
PINELLAS COUNTY, FLORIDA



200 100 0 200



SCALE IN FEET  
SCALE: 1" = 200'

NE CORNER SECTION 13  
POINT OF BEGINNING

N 89°53'32"E 1,061.86

NORTH LINE SECTION 13-28-16

N 00°09'34"E  
157.18

C2

C1

S 89°53'32"W 914.06

S 00°07'46"W  
141.51

PINELLAS COUNTY  
EAST LINE 13-28-16  
HILLSBOROUGH COUNTY

CURVE TABLE:

CURVE	DELTA	RADIUS	ARC	CHORD	TANGENT	CHORD BRG
1	18°15'55"	1131.00	360.55	359.03	181.82	S 80°45'34"W
2	09°25'53"	1281.00	210.86	210.62	105.67	N 78°34'39"E

DESCRIPTION:

That portion of the Northeast 1/4 of Section 13, Township 28 South, Range 16 East, Pinellas County, Florida being further described as follows:

BEGIN at the Northeast corner of said Section 13; thence along the East line of said Section, S.00°07'46"W., 141.51 feet; thence S.89°53'32"W., 914.06 feet to a curve concave Southeasterly having a radius of 1131.00 feet; thence Southwesterly along the arc of said curve, 360.55 feet through a central angle of 18°15'55" a chord bearing and distance of S.80°45'34"W., 359.03 feet; thence non-tangent, N.00°09'34"E., 157.18 feet to a non tangent curve concave South-easterly having a radius of 1281.00 feet; thence Northeasterly along the arc of said curve, 210.86 feet through a central angle of 09°25'53" a chord bearing and distance of N.78°34'39"E., 210.62 feet to the North line of said Section; thence non-tangent along said line N.89°53'32"E., 1061.86 feet to the Point of Beginning. Containing 4.19 Acres, more or less.

NOTES:

- Bearings shown hereon are based on the East line of Section 13, Township 28 South, Range 16 East. Said line bears S.00°07'46"W.
- Legal description prepared by Cumbe & Fair, Inc.

I HEREBY CERTIFY that this sketch and description meets the minimum technical standards as set forth by the Florida Board of Professional Surveyors and mappers in Chapter 61 G 17-6, Florida Administrative Code, pursuant to Section 472.027, Florida Statutes.

For Cumbe & Fair, Inc.

9-11-98  
Date:

Kathleen C. Lanzner, U.S. 5120  
Florida Registered Surveyor

NOT VALID WITHOUT THE SIGNATURE AND ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER  
SHEET 1 OF 3 SKETCH ONLY- NOT A SURVEY

**CUMBEY & FAIR, INC.**  
CONSULTING ENGINEERS AND LAND SURVEYORS



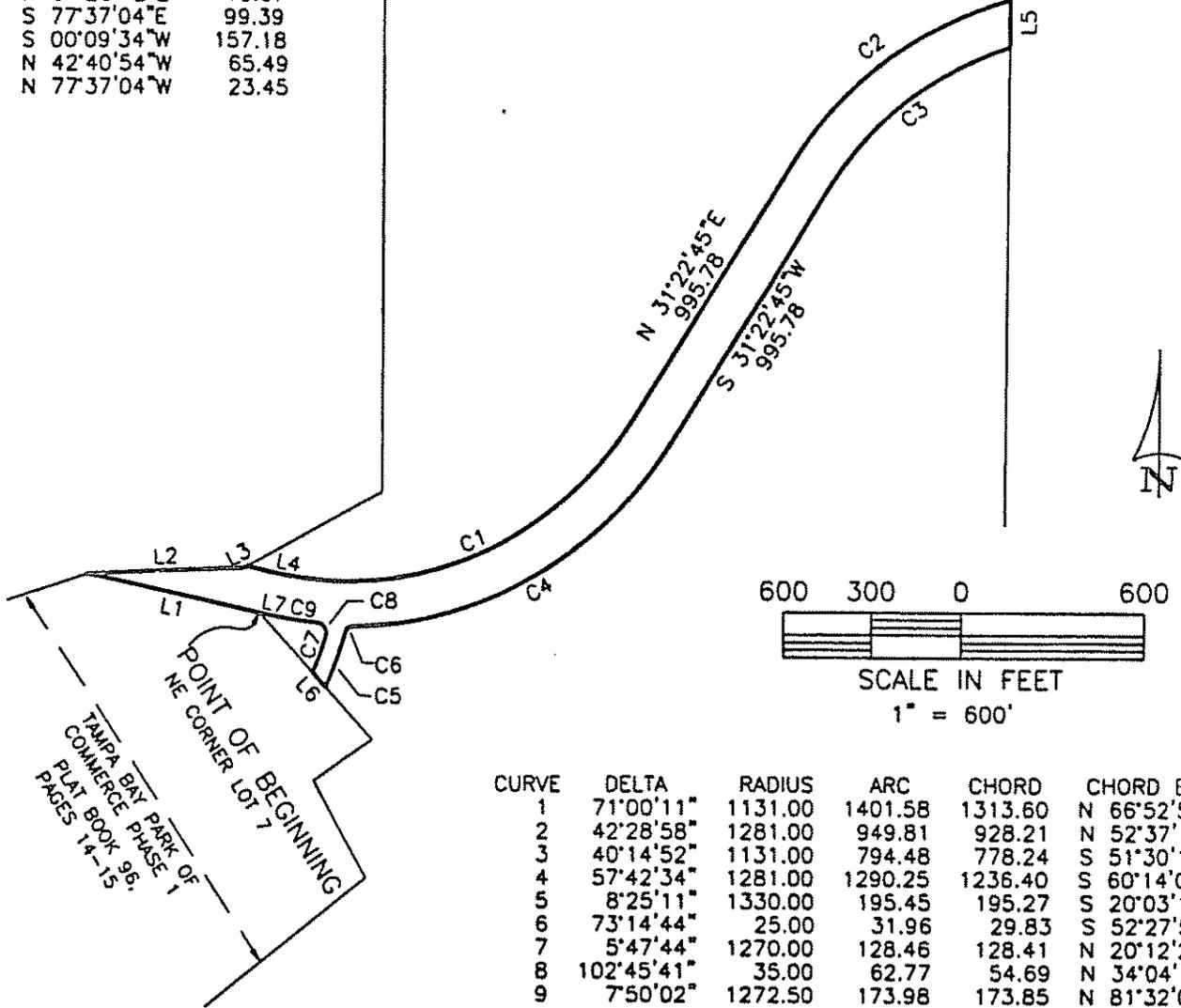
2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 33763  
797-8982(CLW) 223-4333(TPA)

**EXHIBIT B**  
**EAST-WEST CONNECTOR**  
**ROAD**

SECTION 13, TOWNSHIP 28 SOUTH, RANGE 16 EAST  
PINELLAS COUNTY, FLORIDA

SCALE: 1" = 200'    DATE: 9/11/98    DR/CHK: MFC/KCL    JOB NO. 063A

LINE	BEARING	DISTANCE
1	N 77°37'04"W	596.56
2	N 87°40'45"E	529.92
3	N 61°20'12"E	10.67
4	S 77°37'04"E	99.39
5	S 00°09'34"W	157.18
6	N 42°40'54"W	65.49
7	N 77°37'04"W	23.45



CURVE	DELTA	RADIUS	ARC	CHORD	CHORD BRG
1	71°00'11"	1131.00	1401.58	1313.60	N 66°52'51"E
2	42°28'58"	1281.00	949.81	928.21	N 52°37'14"E
3	40°14'52"	1131.00	794.48	778.24	S 51°30'11"W
4	57°42'34"	1281.00	1290.25	1236.40	S 60°14'02"W
5	8°25'11"	1330.00	195.45	195.27	S 20°03'10"W
6	73°14'44"	25.00	31.96	29.83	S 52°27'56"W
7	5°47'44"	1270.00	128.46	128.41	N 20°12'28"E
8	102°45'41"	35.00	62.77	54.69	N 34°04'15"W
9	7°50'02"	1272.50	173.98	173.85	N 81°32'08"W

**NOTES**

- Bearings shown here are based on the North boundary of Lot 7, Tampa Bay Park Phase 1, as recorded in Plat Book 96, Pages 14 and 15 of the Public Records of Pinellas County, Florida said line bears, S.77°37'04"E.
- Legal description was prepared by Cumbe & Fair, Inc.

SHEET 2 OF 3

SEE SHEET 3 FOR DESCRIPTION

SKETCH ONLY- NOT A SURVEY

**CUMBEY & FAIR, INC.**  
CONSULTING ENGINEERS AND LAND SURVEYORS



2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 33763  
797-8982 (CLW) 223-4333 (TPA)

**EXHIBIT B**  
**EAST-WEST CONNECTOR ROAD**

SECTION 13, TOWNSHIP 28 SOUTH, RANGE 16 EAST  
PINELLAS COUNTY, FLORIDA

SCALE: 1" = 600'

DATE: 9/11/98

DR/CHK: MFC/KCL

JOB NO. 063A

That portion of Section 13, Township 28 South, Range 16 East, Pinellas County, Florida being further described as follows:  
 BEGIN at the Northeast corner of Lot 7 of TAMPA BAY PARK OF COMMERCE PHASE 1, according to the plat thereof recorded in Plat Book 96, Pages 14 and 15 of the Public Records of Pinellas County, Florida; thence along the North line of said Lot 7, N.77°37'04"W., 596.56 feet; thence leaving said line N.87°40'45"E., 529.92 feet; thence N.61°20'12"E., 10.67 feet; thence S.77°37'04"E., 99.39 feet to a curve concave Northwesterly having a radius of 1131.00 feet; thence Northeasterly along the arc of said curve 1401.58 feet through a central angle of 71°00'11" a chord bearing and distance of N.66°52'51"E., 1313.60 feet; thence N.31°22'45"E., 995.78 feet to a curve concave Southeasterly, having a radius of 1281.00 feet; thence Northeasterly along the arc of said curve 949.81 feet through a central angle of 42°28'58" a chord bearing and distance of N.52°37'14"E., 928.21 feet; thence nontangent S.00°09'34"W., 157.18 feet to a nontangent curve concave Southeasterly, having a radius of 1131.00 feet, thence Southwesterly along the arc of said curve 794.48 feet through a central angle of 40°14'52" a chord bearing and distance of S.51°30'11"W., 778.24 feet; thence S.31°22'45"W., 995.78 feet to a curve concave Northwesterly, having a radius of 1281.00 feet; thence Southwesterly along the arc of said curve 1290.25 feet through a central angle of 57°42'34", a chord bearing and distance of S.60°14'02"W., 1236.40 feet to a reverse curve concave Southeasterly, having a radius of 25.00 feet; thence Southeasterly along the arc of said curve, 31.96 feet through a central angle of 73°14'44" a chord bearing and distance of S.52°27'56"W., 29.83 feet to a reverse curve concave Northwesterly, having a radius of 1330.00 feet; thence Southwesterly along the arc of said curve 195.45 feet through a central angle of 08°25'11" a chord bearing and distance of S.20°03'10"W., 195.27 feet to the North line of the aforementioned Tampa Bay Park of Commerce Phase 1; thence along the North line of said plat, nontangent, N.42°40'54"W., 65.49 feet to a nontangent curve concave Northwesterly, having a radius of 1270.00 feet; thence leaving said plat boundary, Northeasterly along the arc of said curve 128.46 feet through a central angle of 05°47'44" a chord bearing and distance of N.20°12'28"E., 128.41 feet to a reverse curve concave Southwesterly, having a radius of 35.00 feet; thence Northwesterly along the arc of said curve 62.77 feet through a central angle of 102°45'41" a chord bearing and distance of N.34°04'15"W., 54.69 feet to a reverse curve concave Northeasterly, having a radius of 1272.50 feet; thence Northwesterly along the arc of said curve 173.98 feet through a central angle of 07°50'02" a chord bearing and distance of N.81°32'08"W., 173.85 feet; thence N.77°37'04"W., 23.45 feet to the Point of Beginning.  
 Containing 12.95 acres, more or less.

I HEREBY CERTIFY THAT THIS SKETCH AND DESCRIPTION MEETS THE MINIMUM TECHNICAL STANDARDS AS SET FORTH BY THE FLORIDA BOARD OF PROFESSIONAL SURVEYORS AND MAPPERS IN CHAPTER 61G17-6 FLORIDA ADMINISTRATIVE CODE, PURSUANT TO SECTION 472.027, FLORIDA STATUTES.

FOR CUMBNEY & FAIR, INC.

  
 KATHLEEN C. LANZNER, LS# 5120  
 FLORIDA REGISTERED SURVEYOR

NOT VALID WITHOUT THE SIGNATURE AND ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER.  
 SHEET 3 OF 3

SKETCH ONLY- NOT A SURVEY

**CUMBNEY & FAIR, INC.**  
 CONSULTING ENGINEERS AND LAND SURVEYORS

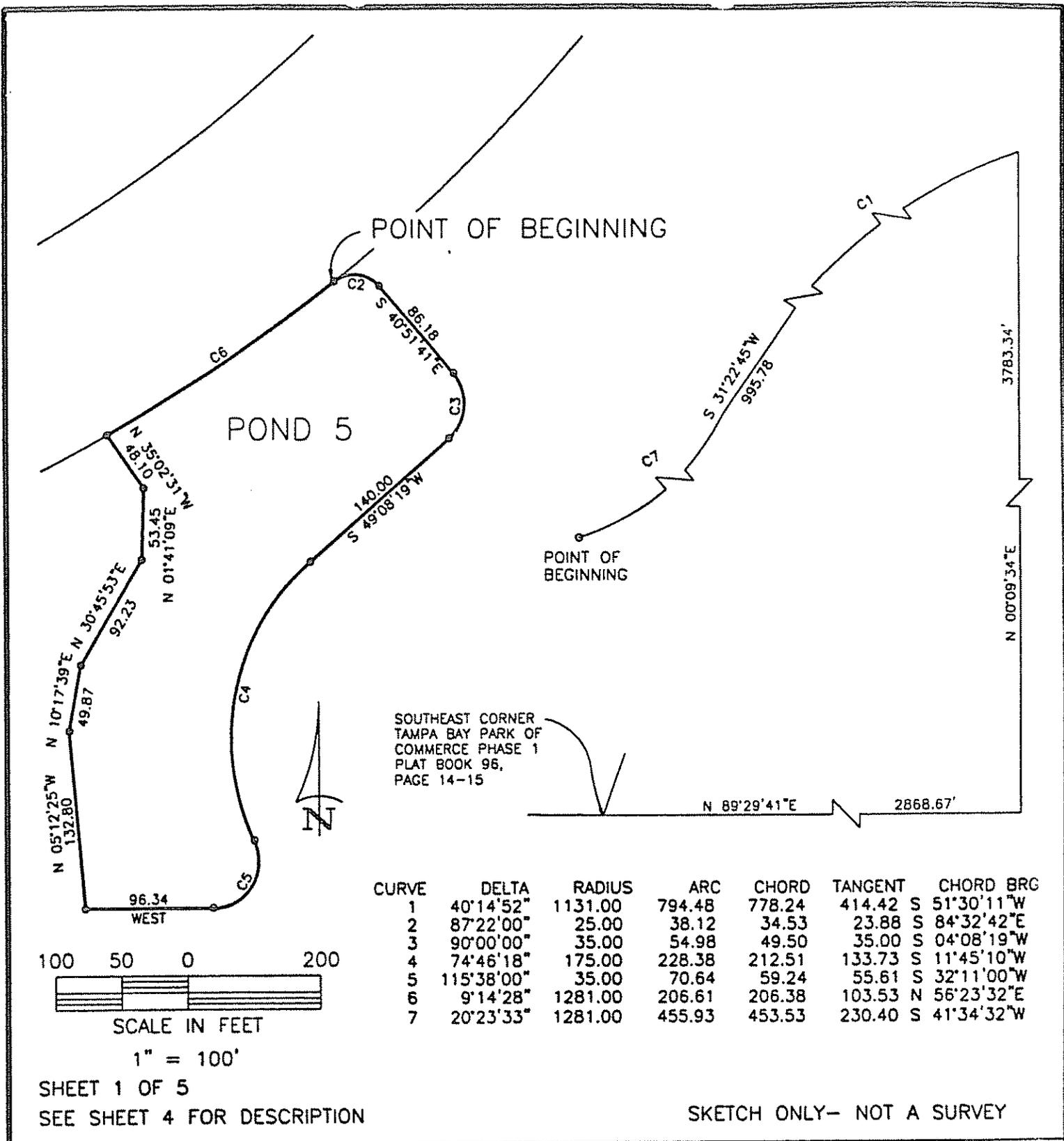


2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 33763  
 797-8982 (CLW) 223-4333 (TPA)

**EXHIBIT B**  
**EAST-WEST CONNECTOR ROAD**

SECTION 13, TOWNSHIP 28 SOUTH, RANGE 16 EAST  
 PINELLAS COUNTY, FLORIDA

SCALE: 1"= 600'    DATE: 9/11/98    DR/CHK: MFC/KCL    JOB NO. 063A



**CUMBEY & FAIR, INC.**  
CONSULTING ENGINEERS AND LAND SURVEYORS



2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 33763  
797-8982 (CLW) 223-4333 (TPA)

**EXHIBIT C**  
**POND 5**

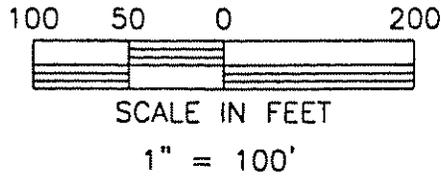
SECTION 13, TOWNSHIP 28 SOUTH, RANGE 16 EAST  
PINELLAS COUNTY, FLORIDA

SCALE: 1" = 100'

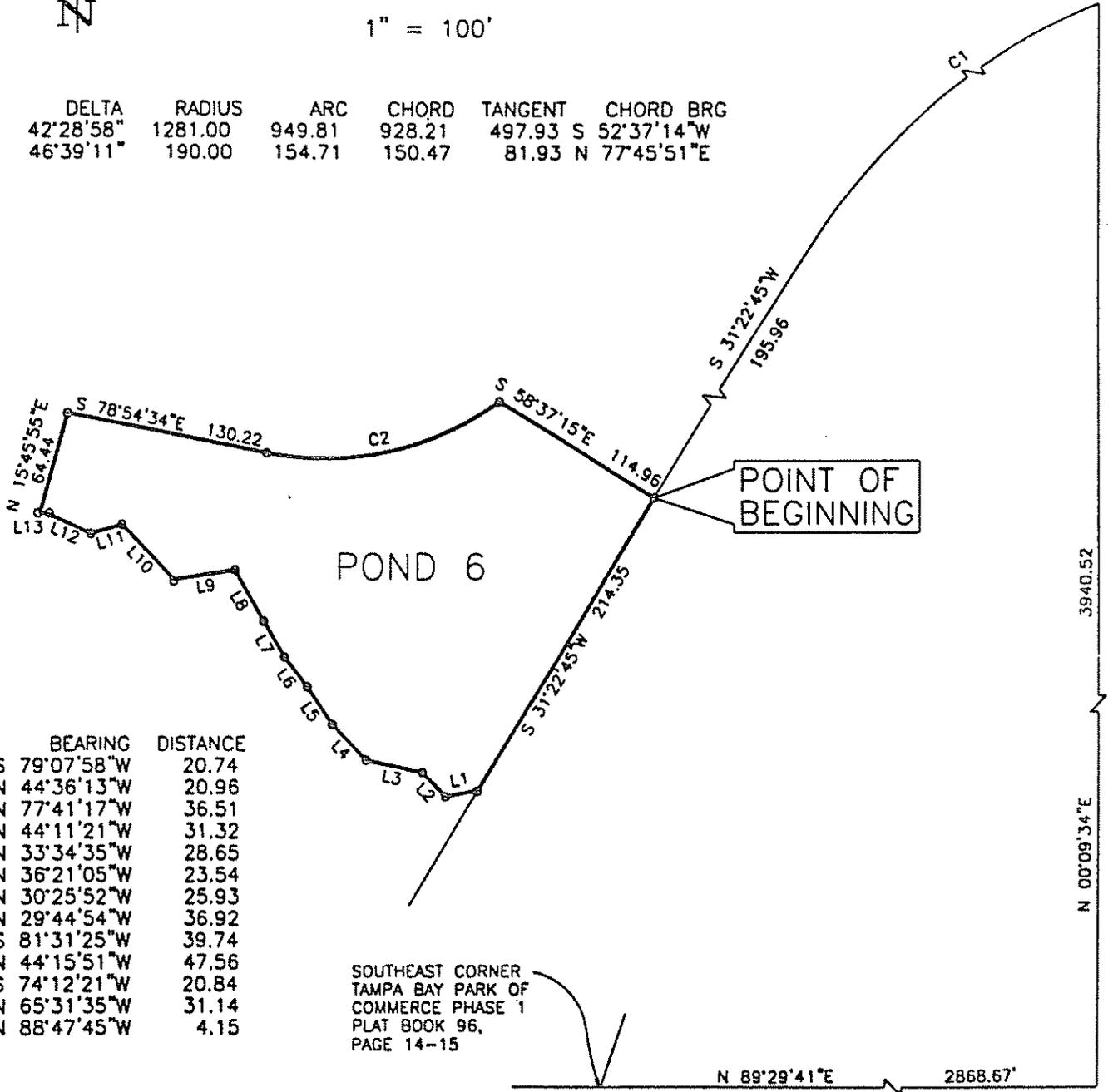
DATE: 9/11/98

DR/CHK: MFC/KCL

JOB NO. 063A



CURVE	DELTA	RADIUS	ARC	CHORD	TANGENT	CHORD BRG
1	42°28'58"	1281.00	949.81	928.21	497.93 S	52°37'14"W
2	46°39'11"	190.00	154.71	150.47	81.93 N	77°45'51"E



LINE	BEARING	DISTANCE
1	S 79°07'58"W	20.74
2	N 44°36'13"W	20.96
3	N 77°41'17"W	36.51
4	N 44°11'21"W	31.32
5	N 33°34'35"W	28.65
6	N 36°21'05"W	23.54
7	N 30°25'52"W	25.93
8	N 29°44'54"W	36.92
9	S 81°31'25"W	39.74
10	N 44°15'51"W	47.56
11	S 74°12'21"W	20.84
12	N 65°31'35"W	31.14
13	N 88°47'45"W	4.15

SOUTHEAST CORNER  
TAMPA BAY PARK OF  
COMMERCE PHASE 1  
PLAT BOOK 96,  
PAGE 14-15

SHEET 2 OF 5  
SEE SHEET 4 FOR DESCRIPTION

SKETCH ONLY- NOT A SURVEY

**CUMBEY & FAIR, INC.**  
CONSULTING ENGINEERS AND LAND SURVEYORS



2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 33763  
797-8982 (CLW) 223-4333 (TPA)

**EXHIBIT C**  
**POND 6**

SECTION 13, TOWNSHIP 28 SOUTH, RANGE 16 EAST  
PINELLAS COUNTY, FLORIDA

SCALE: 1" = 100'    DATE: 9/11/98    DR/CHK: MFC/KCL    JOB NO. 063A

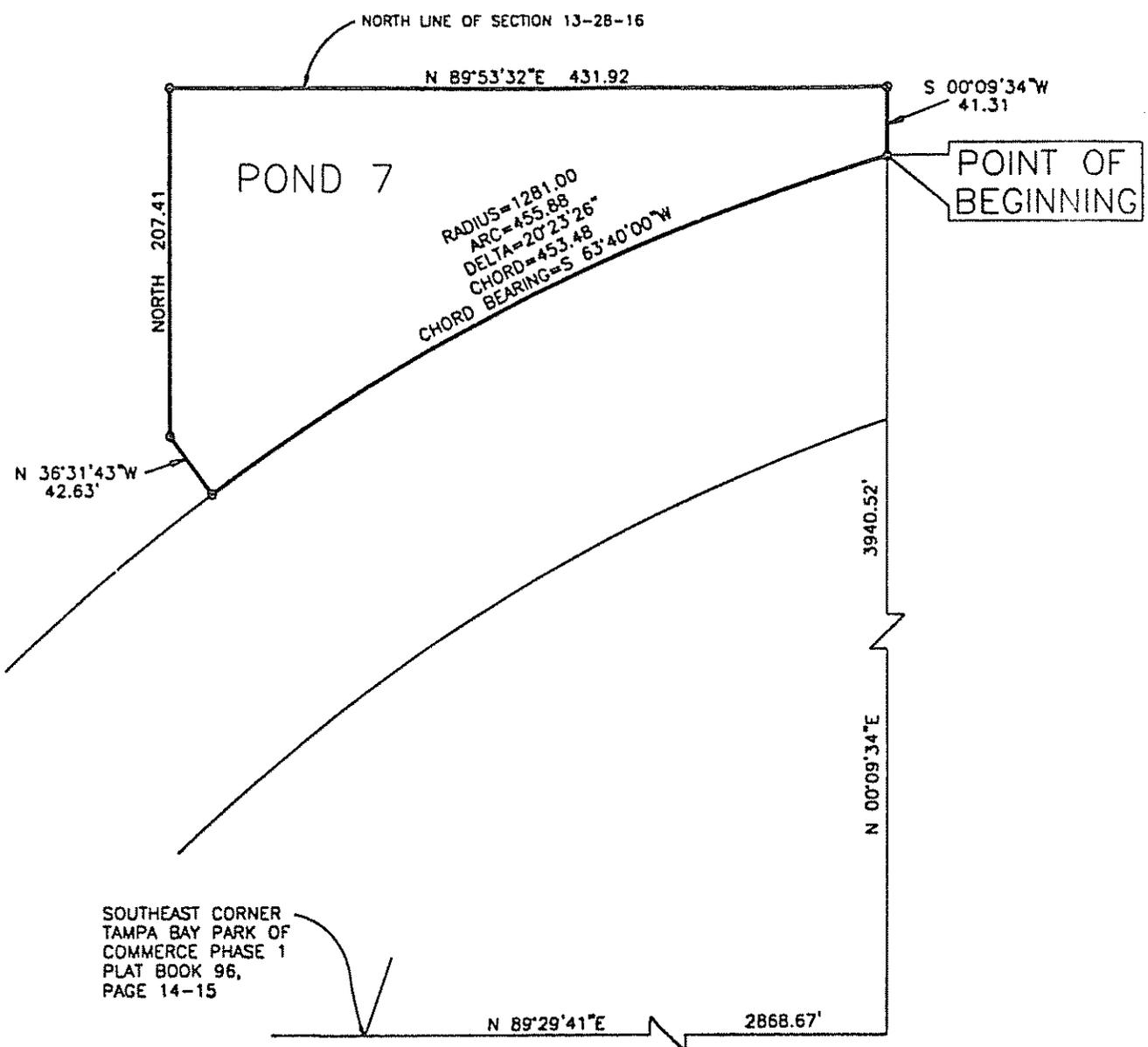


100 50 0 200



SCALE IN FEET

1" = 100'



SHEET 3 OF 5  
SEE SHEET 5 FOR DESCRIPTION

SKETCH ONLY- NOT A SURVEY

**CUMBEY & FAIR, INC.**  
CONSULTING ENGINEERS AND LAND SURVEYORS



2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 33763  
797-8982 (CLW) 223-4333 (TPA)

**EXHIBIT C**  
**POND 7**

SECTION 13, TOWNSHIP 28 SOUTH, RANGE 16 EAST  
PINELLAS COUNTY, FLORIDA

SCALE: 1" = 100'	DATE: 9/11/98	DR/CHK: MFC/KCL	JOB NO. 063A
------------------	---------------	-----------------	--------------

POND 5

That portion of Section 13, Township 28 South, Range 16 East, Pinellas County, Florida being further described as follows:

Commence at the Southeast corner of TAMPA BAY PARK OF COMMERCE PHASE 1 according to the plat thereof recorded in Plat Book 96, Page 14 and 15 of the Public Records of Pinellas County, Florida; thence along the Easterly extension of the South line of said plat, N.89°29'41"E., 2868.67 feet; thence leaving said line N.00°09'34"E., 3783.34 feet to a nontangent curve concave Southeasterly, having a radius of 1131.00 feet; thence Southwesterly 794.48 feet along the arc of said curve through a central angle of 40°14'52" a chord bearing and distance of S.51°30'11"W., 778.24 feet; thence S.31°22'45"W., 995.78 feet to a curve concave Northwesterly, having a radius of 1281.00 feet; thence Southwesterly 455.93 feet along the arc of said curve through a central angle of 20°23'33" a chord bearing and distance of S.41°34'32"W., 453.53 feet to the cusp of a curve concave Southwesterly, having a radius of 25.00 feet and the POINT OF BEGINNING; thence Southeasterly 38.12 feet along the arc of said curve through a central angle of 87°22'00" a chord bearing and distance of S.84°32'42"E., 34.53 feet; thence S.40°51'41"E., 86.18 feet to a curve concave Northwesterly, having a radius of 35.00 feet; thence Southwesterly 54.98 feet along the arc of said curve through a central angle of 90°00'00" a chord bearing and distance of S.04°08'19"W., 49.50 feet; thence S.49°08'19"W., 140.00 feet to a curve concave Southeasterly, having a radius of 175.00 feet; thence Southwesterly 228.38 feet along the arc of said curve through a central angle of 74°46'18" a chord bearing and distance of S.11°45'10"W., 212.51 feet to a reverse curve concave Northwesterly, having a radius of 35.00 feet; thence Southwesterly 70.64 feet along the arc of said curve through a central angle of 115°38'00" a chord bearing and distance of S.32°11'00"W., 59.24 feet; thence West, 96.34 feet; thence N.05°12'25"W., 132.80 feet; thence N.10°17'39"E., 49.87 feet; thence N.30°45'53"E., 92.23 feet; thence N.01°41'09"E., 53.45 feet; thence N.35°02'31"W., 48.10 feet to a nontangent curve concave Northwesterly, having a radius of 1281.00 feet; thence Northeasterly 206.61 feet along the arc of said curve through a central angle of 09°14'28" a chord bearing and distance of N.56°23'32"E., 206.38 feet to the Point of Beginning.

Containing 1.552 acres, more or less.

POND 6

That portion of Section 13, Township 28 South, Range 16 East, Pinellas County, Florida being further described as follows:

Commence at the Southeast corner of TAMPA BAY PARK OF COMMERCE PHASE 1 according to the plat thereof recorded in Plat Book 96, Page 14 and 15 of the Public Records of Pinellas County, Florida; thence along the Easterly extension of the South line of said plat, N.89°29'41"E., 2868.67 feet; thence leaving said line N.00°09'34"E., 3940.52 feet to a nontangent curve concave Southeasterly, having a radius of 1281.00 feet; thence Southwesterly 949.81 feet along the arc of said curve through a central angle of 42°28'58" a chord bearing and distance of S.52°37'14"W., 928.21 feet; thence S.31°22'45"W., 195.96 feet to the POINT OF BEGINNING; thence continue S.31°22'45"W., 214.35 feet; thence S.79°07'58"W., 20.74 feet; thence N.44°36'13"W., 20.96 feet; thence N.77°41'17"W., 36.51 feet; thence N.44°11'21"W., 31.32 feet; thence N.33°34'35"W., 28.65 feet; thence N.36°21'05"W., 23.54 feet; thence N.30°25'52"W., 25.93 feet; thence N.29°44'54"W., 36.92 feet; thence S.81°31'25"W., 39.74 feet; thence N.44°15'51"W., 47.56 feet; thence S.74°12'21"W., 20.84 feet; thence N.65°31'35"W., 31.14 feet; thence N.88°47'45"W., 4.15 feet; thence N.15°45'55"E., 64.44 feet; thence S.78°54'34"E., 130.22 feet to a curve concave Northwesterly, having a radius of 190.00 feet; thence Northeasterly 154.71 feet along the arc of said curve through a central angle of 46°39'11" a chord bearing and distance of N.77°45'51"E., 150.47 feet; thence nontangent S.58°37'15"E., 114.96 feet to the Point of Beginning.

Containing 1.125 acres, more or less.

SHEET 4 OF 5

SKETCH ONLY- NOT A SURVEY

**CUMBEY & FAIR, INC.**

CONSULTING ENGINEERS AND LAND SURVEYORS



2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 33763  
797-8982 (CLW) 223-4333 (TPA)

EXHIBIT C  
PONDS 5, 6 & 7

SCALE: 1"= 100'    DATE: 9/11/98    DR/CHK: MFC/KCL    JOB NO. 063A

SECTION 13, TOWNSHIP 28 SOUTH, RANGE 16 EAST  
PINELLAS COUNTY, FLORIDA

POND 7

That portion of Section 13, Township 28 South, Range 16 East, Pinellas County, Florida being further described as follows:

Commence at the Southeast corner of TAMPA BAY PARK OF COMMERCE PHASE 1 according to the plat thereof recorded in Plat Book 96, Page 14 and 15 of the Public Records of Pinellas County, Florida; thence along the Easterly extension of the South line of said plat, N.89°29'41"E., 2868.67 feet; thence leaving said line N.00°09'34"E., 3940.52 feet to a nontangent curve concave Southeasterly, having a radius of 1281.00 feet and the POINT OF BEGINNING; thence Southwesterly 455.88 feet along the arc of said curve through a central angle of 20°23'26" a chord bearing and distance of S.63°40'00"W., 453.48 feet; thence nontangent N.36°31'43"W., 42.63 feet; thence North 207.41 feet to the North line of said Section 13; thence along said north line, N.89°53'32"E., 431.92 feet; thence leaving said line, S.00°09'34"W., 41.31 feet to the Point of Beginning.

Containing 1.311 Acres, more or less.

**NOTES**

1. Bearings shown here are based on the South boundary of Tampa Bay Park Phase 1, as recorded in Plat Book 96, Pages 14 and 15 of the Public Records of Pinellas County, Florida said line bears, S.89°29'41"E.
2. Legal description was prepared by Cumbey & Fair, Inc.

I HEREBY CERTIFY THAT THIS SKETCH AND DESCRIPTION MEETS THE MINIMUM TECHNICAL STANDARDS AS SET FORTH BY THE FLORIDA BOARD OF PROFESSIONAL SURVEYORS AND MAPPERS IN CHAPTER 61G17-6 FLORIDA ADMINISTRATIVE CODE, PURSUANT TO SECTION 472.027, FLORIDA STATUTES.



KATHLEEN C. LANZNER, LS #5120  
FLORIDA REGISTERED SURVEYOR

**NOT VALID WITHOUT THE SIGNATURE AND ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER.**

SHEET 5 OF 5

SKETCH ONLY- NOT A SURVEY

**CUMBEY & FAIR, INC.**  
CONSULTING ENGINEERS AND LAND SURVEYORS



2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 33763  
797-8982 (CLW) 223-4333 (TPA)

**EXHIBIT C**  
**PONDS 5, 6 & 7**

SECTION 13, TOWNSHIP 28 SOUTH, RANGE 16 EAST  
PINELLAS COUNTY, FLORIDA

SCALE: 1" = 100'

DATE: 9/11/98

DR/CHK: MFC/KCL

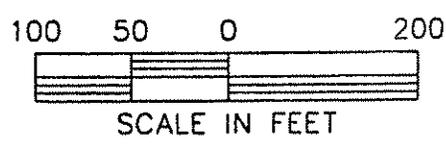
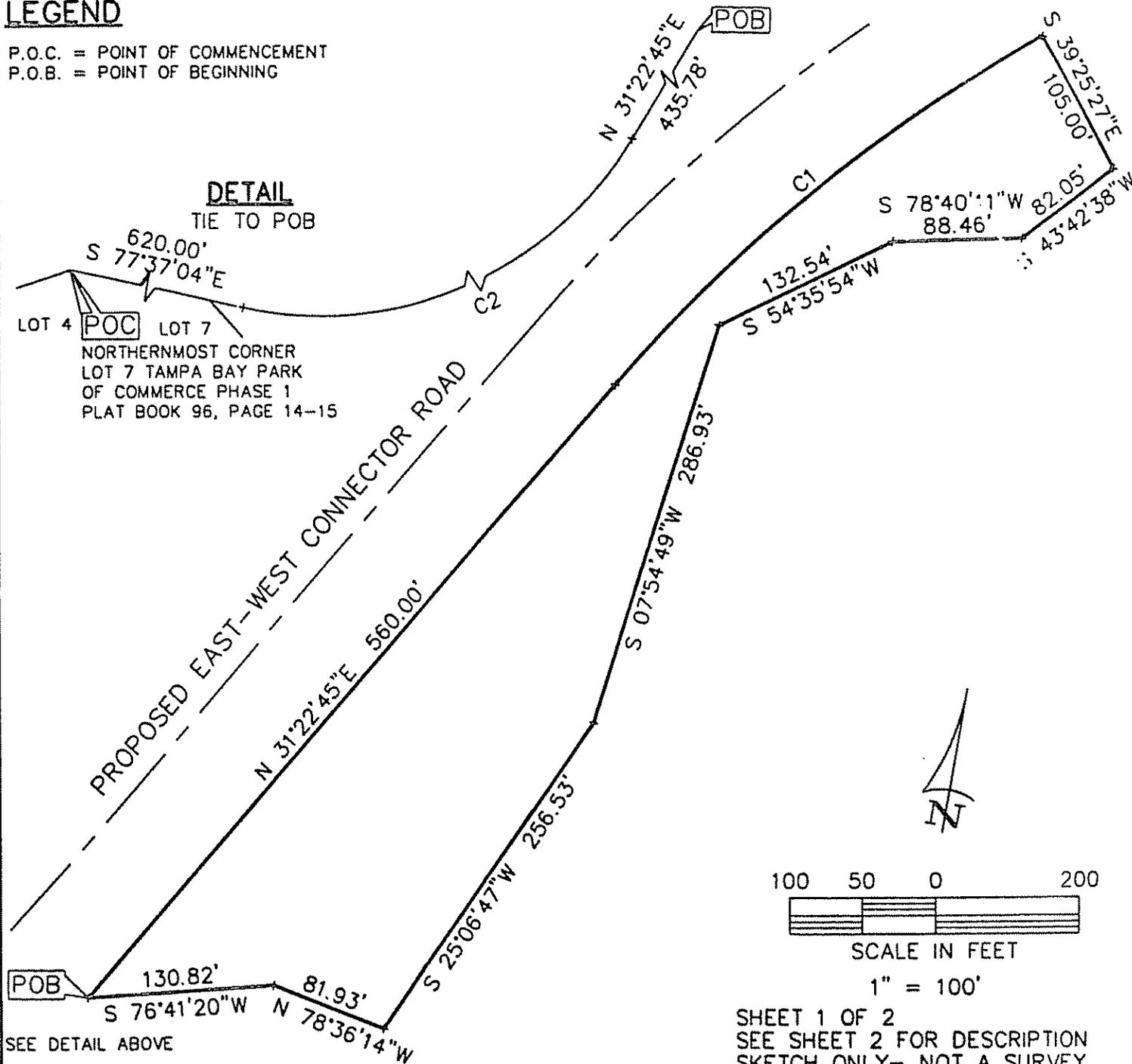
JOB NO. 063A

# CURVE TABLE

CURVE	DELTA	RADIUS	ARC	CHORD	TANGENT	CHORD BRG
1	19°11'48"	1139.50	381.78	380.00	192.70	N 40°58'39"E
2	71°00'11"	1272.50	1576.93	1477.95	907.72	N 66°52'50"E

## LEGEND

P.O.C. = POINT OF COMMENCEMENT  
 P.O.B. = POINT OF BEGINNING



1" = 100'

SHEET 1 OF 2  
 SEE SHEET 2 FOR DESCRIPTION  
 SKETCH ONLY- NOT A SURVEY

**CUMBEY & FAIR, INC.**  
 CONSULTING ENGINEERS AND LAND SURVEYORS

2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 33763  
 797-8982 (CLW) 223-4333 (TPA)



**EXHIBIT D**  
 MITIGATION AREA  
 EAST-WEST CONNECTOR  
 ROAD

SECTION 13, TOWNSHIP 28 SOUTH, RANGE 16 EAST  
 PINELLAS COUNTY, FLORIDA

SCALE: 1" = 100'	DATE: 9/11/98	DR/CHK: MFC/KCL	JOB NO. 063A
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That portion of Section 13, Township 28 South, Range 16 East, Pinellas County, Florida being further described as follows:

Commence at the Northernmost corner of Lot 7, Tampa Bay Park Of Commerce Phase 1, as recorded in Plat Book 96, Pages 14 and 15 of the Public Records of Pinellas County, Florida; thence S.77°37'04"E., 620.00 feet along the North boundary of said Lot 7 and said line extended to a curve concave Northwesterly and having a radius of 1272.50 feet; thence Northeasterly along said curve, 1576.93 feet through a central angle of 71°00'11" (Chord Bearing N.66°52'50"E., 1477.95 feet); thence N.31°22'45"E., 435.78 feet to the POINT OF BEGINNING; thence N.31°22'45"E., 560.00 feet to a curve concave Southeasterly and having a radius of 1139.50 feet; thence Northeasterly along said curve, 381.78 feet through a central angle of 19°11'48" (Chord Bearing N.40°58'39"E., 380.00 feet); thence non-tangent S.39°25'27"E., 105.00 feet; thence S.43°42'38"W., 82.05 feet; thence S.78°40'11"W., 88.46 feet; thence S.54°35'54"W., 132.54 feet; thence S.07°54'49"W., 286.93 feet; thence S.25°06'47"W., 256.53 feet; thence N.78°36'14"W., 81.93 feet; thence S.76°41'20"W., 130.82 feet to the POINT OF BEGINNING.

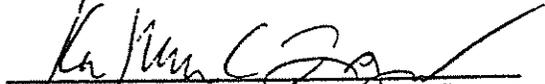
Containing 2.10 Acres more or less.

### NOTES

1. Bearings shown here are based on the North boundary of Lot 7, Tampa Bay Park Phase 1, as recorded in Plat Book 96, Pages 14 and 15 of the Public Records of Pinellas County, Florida said line bears, S.77°37'04"E.
2. Legal description was prepared by Cumbeys & Fair, Inc.

I HEREBY CERTIFY THAT THIS SKETCH AND DESCRIPTION MEETS THE MINIMUM TECHNICAL STANDARDS AS SET FORTH BY THE FLORIDA BOARD OF PROFESSIONAL SURVEYORS AND MAPPERS IN CHAPTER 61G17-6 FLORIDA ADMINISTRATIVE CODE, PURSUANT TO SECTION 472.027, FLORIDA STATUTES.

FOR CUMBEY & FAIR, INC.

  
KATHLEEN C. LANZNER, E.S. #5120  
FLORIDA REGISTERED SURVEYOR

**NOT VALID WITHOUT THE SIGNATURE AND ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER.**

SHEET 2 OF 2

SKETCH ONLY- NOT A SURVEY

**CUMBEY & FAIR, INC.**  
CONSULTING ENGINEERS AND LAND SURVEYORS



2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 33763  
797-8982 (CLW) 223-4333 (TPA)

**EXHIBIT D**  
**MITIGATION AREA**  
**EAST-WEST CONNECTOR**  
**ROAD**

SECTION 13, TOWNSHIP 28 SOUTH, RANGE 16 EAST  
PINELLAS COUNTY, FLORIDA

SCALE: 1" = 100'    DATE: 9/11/98    DR/CHK: MFC/KCL    JOB NO. 063A

**EXHIBIT "E"**

**Impact Fee Credit Summary**

#	Agreement Reference	Subject	Basis	Dollar Amount
1	4.1.1(a)	Dedicated 150' R-O-W	\$40K/acre x 12.948 ac (rounded to 12.95)	518,000.00
2	4.1.1(b)	Dedicated non-exclusive drainage easements	\$40k/acre x 3.988 ac (rounded to 3.99)	159,600.00
3	4.1.1(c)	Easement over Tbpoc mitigation area	\$40k/acre x <u>2.0</u> ac	80,000
4	5.2	Plans	Negotiated valuation	103,321.60
5	Unadjusted Credits			\$860,921.60
	Agreement Reference	Subject	Basis	Dollar Amount
6	4.3.1.1(a)	SRTR% R-O-W reduced by 40%	40% x 518,000.00 Credit Reduction	(207,200.00)
7	4.3.1.1(b)	SRTR% Ponds reduced by 40%	40% x 159,600.00 Credit Reduction	(63,840.00)
8	4.3.1.1(c)	SRTR% Tbpoc mitigation area reduced by 40%	40% x 80,000 Credit Reduction	(32,000)
9	4.3.1.1.2	SRTR%	10% x additional design/construction costs. \$200,000 cap. Credit Reduction	(200,000.00)
10	4.3.1.1.3	Impact fees due on existing	§4.3.1.2	(7,953.00)
11	Total Credit Reductions		(5)+(6)+(7)+(8)+(9)+(10)	\$510,993.00
12	Total Credits	Credits available post dedication	(5) - (11)	\$349,928.60

Site Related Transportation Requirement Percentage - SRTR%

September 9, 1998

*Jim Bennett  
(Jody Miller)  
County Attorney*

No. 12  
BCC 10-27-98  
9:30 A.M. Buckley

*Corres. Comp.*

#12 TAMPA BAY PARK OF COMMERCE (TBPOC)/EAST-WEST CONNECTOR AGREEMENT WITH CYPRESS LAKES INDUSTRIAL PARK, LTD. AND JOINED IN AND CONSENTED TO BY THE CITY OF OLDSMAR FOR BUILDING OF THE TBPOC DEVELOPMENT OF REGIONAL IMPACT (DRI) SEGMENT OF THE DRI OBLIGATION ROAD - APPROVED FOR EXECUTION

---

County Administrator Fred E. Marquis recommended approval of the Tampa Bay Park of Commerce (TBPOC)/East-West Connector Agreement with Cypress Lakes Industrial Park, Ltd. and joined in and consented to by the City of Oldsmar for building of the TBPOC Development of Regional Impact (DRI) segment of the DRI Obligation Road.

Commissioner Parks moved, seconded by Commissioner Harris and carried, that the recommendation of the County Administrator be approved.

*10/28/98 Copy of BO + 4 original Agmts to Co. Atty Jim Bennett*

*11/9/98 - Copy of B.O., memo, CRS, agrmt w/Exhibits to Janice Metzger; Jim*

## TAMPA BAY PARK OF COMMERCE/EAST-WEST CONNECTOR AGREEMENT

This Joint Project Agreement for building of the TBPOC DRI Segment (defined below) of the DRI Obligation Road (defined below), hereinafter referred to as the "Agreement", is made as of the effective date stated herein, between Cypress Lakes Industrial Park, Ltd., a Florida limited partnership ("CLIP"), and Pinellas County, Florida, a political subdivision of the State of Florida ("PINELLAS COUNTY"), and is joined in and consented to by the City of Oldsmar, Florida, a municipal corporation ("CITY"), for the limited purpose set forth in Section 11 hereof.

### RECITALS

WHEREAS, CLIP is the developer of record of that certain development of regional impact ("DRI") situated in Pinellas County, Florida, known as the Tampa Bay Park of Commerce DRI, pursuant to PINELLAS COUNTY Resolution No. 85-264, as amended and superseded by PINELLAS COUNTY Resolution No. 98-229 ("TBPOC" or "TBPOC DRI"); and

WHEREAS, the Resolution Trust Corporation is the receiver for the developer of record of the Forest Lakes DRI ("Forest Lakes" or "Forest Lakes DRI"), an approved DRI, pursuant to City of Oldsmar Resolution No. 81-10, as amended; and

WHEREAS, the Milford Corporation ("Milford") is the developer of record of the Cypress Lakes Development of Regional Impact ("Cypress Lakes" or "Cypress Lakes DRI"), an approved DRI, pursuant to City of Oldsmar Resolution No. 95-13; and

WHEREAS, the development orders for the Forest Lakes DRI, Cypress Lakes DRI and TBPOC DRI contemplated the cooperative design and dedication requirements for that certain public six lane road, previously known and referred to herein as the "East-West Connector," to be situated along the same alignment as the DRI Obligation Road more particularly albeit generally depicted on Exhibit "A;" and

WHEREAS, the development orders for the Forest Lakes DRI, Cypress Lakes DRI and TBPOC DRI contemplated the coordinated construction ("Road Project") of a public two-lane road, situated in Pinellas County ("DRI Obligation Road"), more particularly albeit generally located on Exhibit "A" hereto; and

WHEREAS, PINELLAS COUNTY as a political subdivision of the State of Florida is the governmental entity responsible for the approval of plans and construction for, and ultimate maintenance of, Pinellas County roadways and is the recipient of the Forest Lakes DRI proportionate share contribution that previously was apportioned out of the proceeds of the sale of certain Forest Lakes DRI properties to PINELLAS COUNTY and the Southwest Florida Water Management District; and

WHEREAS, the approved development orders for the Cypress Lakes DRI, TBPOC DRI and Forest Lakes DRI contain certain respective obligations related to the planning, design, and right-of-way and retention pond dedication requirements of the East-West Connector to the extent the road traverses, or is adjacent to or contiguous with, the Cypress Lakes DRI, TBPOC DRI and Forest Lakes DRI, respectively, and with respect to the TBPOC DRI, to the extent that the East-West Connector extends beyond its boundaries to Race Track Road; and

WHEREAS, no funds or contributions related to the East-West Connector, the DRI Obligation Road or the Road Project (as defined below) have been or are to be paid to CLIP, directly or indirectly, by the Forest Lakes DRI developer or Milford, nor has CLIP paid, nor does it owe, any such amounts to PINELLAS COUNTY, Milford, or the Forest Lakes DRI developer; and

WHEREAS, PINELLAS COUNTY desires to proceed expeditiously with completion of the plans and right-of-way and pond site acquisition for the East-West Connector, and construction of what is hereinafter defined as the TBPOC Segment of the DRI Obligation Road, together with appurtenant retention areas and other related improvements and facilities which will facilitate the subsequent six lane expansion thereof, referred to herein collectively as the "Road Project"; and

WHEREAS, to minimize public cost, PINELLAS COUNTY desires to utilize, in whole or in part, the existing plans and improvements previously procured or prepared at the direction of CLIP for the TBPOC Segment of the DRI Obligation Road and the East-West Connector; and

WHEREAS, CLIP intends to excavate a borrow pit on a portion of the TBPOC DRI and can make available certain fill dirt that may be used in the construction of the East-West Connector; and

WHEREAS, concurrently herewith CLIP and the CITY are consummating an annexation of portions of the TBPOC DRI into the CITY, and adoption of a new joint development order by the CITY as CITY of Oldsmar Resolution No. 98-28 and PINELLAS COUNTY Resolution No. 98-229 (the "Joint development order") pursuant to Section 380.06(15)(g), Florida Statutes; and

WHEREAS, the Joint development order for the TBPOC DRI will provide that construction of the TBPOC Segment of the DRI Obligation Road pursuant to this Agreement shall satisfy CLIP's pipelining obligations with respect to the TBPOC Segment of the DRI Obligation Road and the East-West Connector under the development order for the TBPOC DRI; and

WHEREAS, PINELLAS COUNTY, CLIP, and the CITY all desire and intend that the terms of this Agreement shall survive any such annexation, development order adoption and/or conditions and amendment(s), and changes in land use, without any legal effect on the terms and conditions and the enforceability of this Agreement;

NOW, THEREFORE, for and in consideration of the mutual covenants which follow, and of other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

## AGREEMENT

SECTION 1. INCORPORATION OF RECITALS AND EXHIBITS The above recitals are true and correct and are incorporated by reference herein. Exhibits attached hereto are demonstrative in nature.

### SECTION 2. DELINEATION OF DRI OBLIGATION ROAD SEGMENTS AND OTHER PROPERTY

2.1 THE DRI OBLIGATION ROAD The DRI Obligation Road consists of a two-lane divided, arterial roadway, designed for a forty-five miles per hour (45 mph) speed limit and having access to adjoining properties restricted as established in the Forest Lakes DRI, Cypress Lakes DRI and TBPOC DRI development orders. The DRI Obligation Road is to extend from the north intersection of Forest Lakes Boulevard and State Road 584 to Race Track Road, as shown, albeit generally, in Exhibit "A" of this Agreement.

2.2 TBPOC SEGMENT For purposes of this Agreement, the "TBPOC Segment" of the East-West Connector is a right-of-way 150' wide and extending 5,034 linear feet more or less, from the western property boundary of the TBPOC DRI extending eastward to Race Track Road, as generally depicted on Exhibit "B." The parties acknowledge that said 150' right-of-way is intended to follow the centerline alignment of the original 133' right-of-way depicted on the Roadway Plans identified in Section 2.3, below. The TBPOC Segment includes approximately 914 linear feet more or less east of the TBPOC eastern property boundary (the "Race Track Road Access Parcel") for which CLIP shall have no responsibility or obligation hereunder. Portions of the DRI Obligation Road also are to be located within the Forest Lakes DRI ("Forest Lakes Segment") and the Cypress Lakes DRI ("Cypress Lakes Segment"), as denoted in that certain Forest Lakes/East-West Connector Road Agreement bearing an effective date of April 18, 1995. CLIP and its successors and assigns covenant and agree to retain ownership of said 150' right-of-way within the TBPOC boundaries pending conveyance thereof to Pinellas County hereunder, and not to encumber or restrict said ability to convey by reason of any intervening property transfers to third parties within the TBPOC project.

2.3 OTHER PROPERTY In addition to the 150' wide road right-of-way within the TBPOC property required for the TBPOC Segment of the East-West Connector, certain drainage and/or retention areas within TBPOC are required for the TBPOC Segment of the East-West Connector. The original 133 feet of the road right-of-way and the original location of drainage and/or retention areas and the wetland mitigation areas are generally depicted and described in the sixty percent (60%) plans prepared by King Engineering Associates, Inc. filed with the Clerk of the Board of County Commissioners as part of the record in support of the April 18, 1995,

adoption of the Forest Lakes/East-West Connector Road Agreement with the Milford Corporation, hereinafter referred to as the "Roadway Plans." The TBPOC pond areas are hereby relocated and re-designated as "Pond #5," "Pond #6," and "Pond #7," respectively, as generally depicted on Exhibit "C" hereto, which areas equal or exceed the requirements originally contemplated within TBPOC by the Roadway Plans. The TBPOC pond areas do not include Pond #8, related to the Race Track Road Access Parcel, for which CLIP shall have no responsibility or obligation hereunder. With respect to the TBPOC pond areas, the parties agree that:

2.3.1. Subject to non-Pinellas County permitting agency legal requirements, CLIP may utilize 4:1 (rather than 3:1) pond slopes to ensure an aesthetically pleasing feature for TBPOC; provided, however, that CLIP shall dedicate easements over, for no cash or credits, the additional areas(s) necessary to accommodate such 4:1 slope (as opposed to a 3:1 slope).

2.3.2. Subject to non-Pinellas permitting agency legal requirements, the pond areas shall not be fenced, and shall be maintained (including littoral shelves, structure, wetland buffers and slopes) by CLIP, its successor DRI developer-of-record, or a designated owner's association in a manner consistent with the aesthetic appearance of TBPOC's developed areas; provided, however, that PINELLAS COUNTY shall have reasonable maintenance access to and the right to enter upon and maintain said areas if CLIP or its designee fail to do so in a reasonable manner, the expenses for which actions by the County shall be paid by CLIP or its designee to the County.

2.3.3. CLIP or its designee shall retain fee ownership of the pond areas subject to appropriate non-exclusive drainage easements in favor of the County.

2.3.4. CLIP may request PINELLAS COUNTY to relocate any TBPOC pond area(s) prior to execution of a road construction contract by PINELLAS COUNTY; provided, however that (i) the capacity of the TBPOC ponds equals or exceeds that contemplated by the Roadway Plans, (ii) TBPOC pays the cost of re-design of the Roadway Plans related thereto, and (iii) the projected cost of road construction is not increased thereby, or CLIP agrees to pay such additional cost; and (iv) TBPOC dedicates easements over the substitute areas pursuant to Section 4.1.1 below.

2.3.5. The parties agree to cooperate fully and to utilize their respective best efforts to facilitate the procurement on non-Pinellas County agency permits, including both drainage and construction permits, to expedite both the road construction and TBPOC site development without merging said applications, to allow utilization of existing PINELLAS COUNTY land that is available for road mitigation, and to minimize the cost of required drainage and mitigation for the Road Project and the TBPOC project, respectively. The parties agree that the permit applicant as to each required permit shall be that party which best can facilitate the intent hereof, regardless of which party is responsible as the Constructing Entity or for pond or mitigation operation and maintenance hereunder.

### SECTION 3. COMPLETION OF THE ROAD

3.1 CONSTRUCTING ENTITY As of the Effective Date (as defined below) of this Agreement, and subject to Sections 3.1.1, 3.1.2 and 3.1.3 below, the parties agree that PINELLAS COUNTY shall be the entity responsible for finalizing the design and for construction of the TBPOC Segment ("Constructing Entity") of the DRI Obligation Road, as part of the Road Project. The parties recognize that PINELLAS COUNTY'S obligation to complete the DRI Obligation Road is subject to:

3.1.1. CLIP fulfilling its obligations under this Agreement and the Joint development order; and

3.1.2. The funding restrictions set forth in Sections 129.07, 129.08, and 129.09, Florida Statutes (1997), the regulatory restrictions of PINELLAS COUNTY'S transportation impact fee ordinance, PINELLAS COUNTY'S legislative responsibilities to its comprehensive plan, and regulatory restrictions of the Metropolitan Planning Organization's ("MPO") long-range plan and other regulatory agencies, which may affect PINELLAS COUNTY'S obligations with respect thereto.

3.1.3. Acquisition of necessary property rights.

The parties further recognize that to the extent that County's obligations are not fulfilled because of failure of one of the conditions set forth in this Section 3.1, CLIP's obligations under the development order are not fulfilled, unless CLIP or its successor or designee (i) reaches agreement with the County to become the Constructing Entity hereunder, or (ii) otherwise complies with Section 4.2.2 of the Joint development order.

### 3.2 Environmental Permit construction, maintenance and monitoring

3.2.1. CLIP shall remain responsible for the mitigation maintenance and monitoring for the TBPOC Mitigation Area depicted and described on Exhibit "D" hereto, which is subject to existing permits as of the Effective Date of this agreement. CLIP hereby agrees to indemnify Pinellas County and hold it harmless with respect to such required mitigation maintenance and monitoring for said existing area.

3.2.2. Pinellas County hereby assumes responsibility for procurement of any additional environmental permits, for provision of land owned or controlled by Pinellas County for any additional mitigation area, and for all additional mitigation construction required for the Road Project. Once such additional permits are procured and said additional construction is completed on Pinellas County owned or controlled land, CLIP or its designee shall assume the operation and maintenance responsibility, including monitoring, under said permits and agrees to indemnify Pinellas County and hold it harmless with respect to such required mitigation maintenance and monitoring.

3.2.3. Except for obligations imposed upon CLIP by its existing permits(s) and under this Agreement, CLIP shall have no responsibility for future permitting, mitigation or maintenance activities related to the Road Project unless construction of the TBPOC Segment of the DRI Obligation Road does not occur pursuant to this Agreement.

### 3.3 Failure of Condition

In the event of failure of any condition to PINELLAS COUNTY's obligation pursuant to section 3.1 above, the County may terminate this Agreement. In such event, the County and CLIP agree that, notwithstanding such termination:

3.3.1. The right-of-way, pond, and mitigation area conveyances affected hereunder shall remain in place;

3.3.2. The fee credits earned by CLIP hereunder shall remain in place;

3.3.3. The County and CLIP, its successors or assigns, shall negotiate in good faith for a capital front-ending agreement to allow CLIP or its designee to become the Constructing Entity for the Road Project, including mutually agreeable terms for re-assignment of then-existing Roadway Plans and permits;

3.3.4 CLIP, its successors or assigns, may utilize the County-owned land area contemplated by Section 3.2.2, above, for road permit mitigation purposes;

3.3.5. The County remains responsible for procurement of the Race Track Road Access Parcel identified in Section 2, above; and

3.3.6 CLIP, its successors or assigns, may exercise its rights under Section 4.2.2 of the Joint Development Order to request adjustment of its proportionate share obligation based upon its reduced development entitlements for TBPOC.

3.4 SCOPE OF WORK The scope of work on the Road Project remaining to be performed under this Agreement and that companion Agreement with Milford, which shall be directed and controlled by PINELLAS COUNTY, consists of the following:

3.4.1. Completion of the remaining design and future permitting requirements for the Road Project; and

3.4.2. Actual physical construction of the DRI Obligation Road, including geotechnical and testing work, construction staking and construction improvements; and

3.4.3. Construction engineering and inspection services for the DRI Obligation Road, including bidding services, construction observation, record drawings, and certifications.

3.5 CLIP OBLIGATIONS Upon construction of the TBPOC Segment of the DRI Obligation Road by Pinellas County under this Agreement, and except only for the executory and continuing requirements of Sections 2, 4, and 5 of this Agreement, CLIP shall have no further responsibility to perform any part of the TBPOC DRI Segment of the DRI Obligation Road nor for any other transportation-related mitigation requirement under the Joint development order.

#### SECTION 4. DEDICATIONS FOR TBPOC SEGMENT

##### 4.1. INITIAL CONVEYANCES

4.1.1. AREAS TO BE DEDICATED. Within 30 days of the Effective Date hereof, unless extended because of the need to satisfy the due diligence requirements of section 6, CLIP shall convey to PINELLAS COUNTY:

- 4.1.1.1. the 150' right-of-way for the portion of the TBPOC Segment within the TBPOC property boundaries, totaling 12.95 acres MOL.
- 4.1.1.2. non-exclusive drainage easements for Pond #5, Pond #6, and Pond #7 totaling 3.99 acres MOL, as depicted on Exhibit "C" hereto. If the ponds need reconfiguration or require mitigation due to wetland impacts, CLIP shall provide easements over such land or mitigation as required, prior to commencement of road construction.
- 4.1.1.3. a non-exclusive ingress-egress easement over the TBPOC Mitigation Area totaling 2.00 acres MOL.

Said 150' right-of-way already includes all areas necessary for road side slopes, sidewalks, and utilities, as they are identified by the Roadway Plans and no additional areas shall be required to be dedicated by CLIP.

4.1.2. DEEDS All right-of-way conveyances shall be by statutory general warranty deed unless and to the extent that this requirement is waived by the Board, in their sole discretion. The pond easements shall be consistent in substance with section 2.3, above. CLIP shall provide good marketable title free of encumbrances and liens to the satisfaction of and in a form approved by PINELLAS COUNTY. CLIP shall be responsible for the costs of any title insurance; PINELLAS COUNTY shall be responsible for the costs of any surveys.

4.1.3. RIGHTS CONVEYED FROM REMAINDER The conveyance shall also grant all rights of ingress and egress (except for the three (3) approved points of ingress and egress within TBPOC identified in Section 4.5, below and as limited therein), and certain rights of light, air, and view between the grantor's remaining property and any facility constructed within said right-of-way. The conveyance of these rights, in a form approved by PINELLAS COUNTY, shall

be sufficient to avert the imposition of business or severance damages or any attorney fees against PINELLAS COUNTY and CLIP resulting from PINELLAS COUNTY'S planned improvements to the East-West Connector Road as described in Exhibit "A" and the Roadway Plans.

#### 4.2. SUBSEQUENT CONVEYANCES

4.2.1. CONVEYANCE OBLIGATIONS Successors-in-interest to properties adjacent to the proposed right-of-way and ponds for the East-West Connector as set forth in the Roadway Plans, as modified by this agreement, are bound by this Agreement, are obligated under the Joint development order and shall be additionally notified by CLIP or CLIP'S successor in interest, of such obligations, as limited by subsection 2.3 of this Agreement, by the inclusion of the provision set forth Section 4.4, below, in deeds to future grantees, as well as recordation, by CLIP or CLIP'S successor in interest, of this agreement in a form and manner satisfactory to the County.

4.2.2. SURPLUS PROPERTY To the extent that the subsections 4.1.1.1 and 4.1.1.2 conveyances included property not necessary for the East-West Connector as determined solely by PINELLAS COUNTY, PINELLAS COUNTY shall reconvey that property upon request by CLIP or its successor(s)-in-interest with an accompanying reduction in the transportation impact fee credits, if available, or cash, based on the appraised values originally established under Section 4.3.2, below.

4.3. IMPACT FEE CREDITS FOR CONVEYANCES The parties acknowledge that the conveyances required under this Section 4 are existing conditions of the TBPOC DRI development order, for which CLIP shall receive transportation impact fee credits totaling \$860,921.60 based on the acreage described in Section 4.1.1, the credit allocations described in Section 4.3.2 and the values for the plans dedicated pursuant to Section 5.1, all as provided by law, and subject to the following provisions:

##### 4.3.1. CREDIT REDUCTIONS

4.3.1.1. SITE RELATED TRANSPORTATION REQUIREMENT PERCENTAGE A sixty foot portion of the DRI Obligation Road is considered by PINELLAS COUNTY to be site related under the PINELLAS COUNTY transportation impact fee code, Chapter 150 of the PINELLAS COUNTY Land Development Code. Additionally, various aspects of the DRI Obligation Road are attributable as a site related improvement, dependent upon their rational nexus to the anticipated on-site and off-site impacts thereof. PINELLAS COUNTY has established said respective percentages as the basis for what will be hereinafter referred to as the Site Related Transportation Requirement Percentage.

- (a) Based on the Site Related Transportation Requirement Percentage, the credit received for the right-of-way for the TBPOC Segment of the East-West Connector is reduced by 40% for a credit reduction totaling \$207,200.00.
- (b) Based on the Site Related Transportation Requirement Percentage, the credit received by CLIP for the value of the property conveyed by easement for TBPOC pond areas TBPOC will be reduced by 40% for a credit reduction totaling \$63,840.00.
- (c) Based on the Site Related Transportation Requirement Percentage, the credit received for the TBPOC mitigation area is reduced by 40% for a credit reduction totaling \$ 32,000.00.
- (d) Based on the Site Related Transportation Requirement Percentage, the credits received by CLIP shall be further reduced by 10% of the County's additional design and construction costs hereafter incurred by PINELLAS COUNTY for the TBPOC Segment of the DRI Obligation Road, up to a maximum credit reduction of \$200,000.00 (based on a cap for purposes of this Agreement of \$2,000,000.00 for such additional design and construction costs). These credit reductions will be taken up front for purposes of issuing credits associated with this Agreement and will be adjusted as details of said costs are refined., if they are less than \$2,000,000.00.

4.3.1.2. CREDIT OFFSETS FROM EXISTING DEVELOPMENT Impact fees payable incident to existing structures within the TBPOC as of the effective date hereof, total \$112,953.74. Presently, CLIP holds \$105,000 in credits pursuant to Section 4.13.1 of PINELLAS COUNTY Resolution No. 94-369. Therefore CLIP's credit shall be subject to a one time reduction in the amount of \$7,953.74.

4.3.1.3. LIMIT ON CREDIT REDUCTIONS Notwithstanding this Section 4.3.1, total credit reductions shall not reduce the TBPOC fee credits below \$349,928.60.

4.3.2. VERIFICATION OF CREDITS Verification of the credits due for the dedications of real property required by Section 4.1.1 and 4.2.1 above, has been accomplished. Crediting shall be at the agreed rate of \$40,000.00 per acre, to the nearest one-hundredth (.01) acre, as has been determined by survey. Said rate shall apply to all right-of-way fee areas, pond easement areas, and TBPOC mitigation area. Said agreed value is based upon pre-existing appraisals and independent evaluation by the parties, and shall be binding on the parties. CLIP

shall be entitled to credits for dedication of all areas required by Sections 4.1.1 and 4.2.1, above, based on the agreed value set forth herein, but CLIP will not be entitled to either business damages, severance damages, attorney fees, or any other form of damages associated with the conveyance of property, pursuant to Section 4.1.3 above, nor shall CLIP be allowed credits based on such damage or fees. A calculation of the net credits due the Developer hereunder, based upon a good faith estimate of acreage, is attached as Exhibit "E" hereto.

4.3.3. UTILIZATION OF CREDITS All credits earned by CLIP hereunder shall be freely assignable by CLIP within the TBPOC DRI, at any time after the Effective Date of this Agreement up to amounts that have been verified as earned and not subject to further reduction.

4.3.4. FAIR SHARE CALCULATION The value of the property required to be dedicated by CLIP hereunder plus the value of CLIP's prior work is expected to exceed CLIP's revised fair share obligation for TBPOC, had TBPOC not elected the pipelining option. The ultimate construction of the two lane facility remains a condition of continued development pursuant to TBPOC's pipeline election, subject to Section 4.2.2 of the Joint Development Order.

#### 4.4 DEED RESTRICTION

4.4.1. In all real property conveyances within TBPOC that abut the right-of-way or ponds for the East-West Connector as set forth in the Roadway Plans as modified by this Agreement or subsequent design changes by PINELLAS COUNTY, which are affected by CLIP or CLIP's successor in interest subsequent to the effective date of this Agreement, CLIP or CLIP's successor in interest shall include in the instrument of conveyance, as a restrictive covenant, the substance of the following provisions in language agreed to by PINELLAS COUNTY:

"Grantee hereby covenants and agrees, as to any portion of the real property conveyed hereunder that abuts either the alignment of the East-West Connector as delineated in the sixty percent (60%) plans prepared by King Engineering Associates, Inc. filed with the Clerk of the Board of County Commissioners as part of the record in support of the adoption of the Tampa Bay Park of Commerce/East-West Connector road Agreement dated October 27, 1998 or the 150' wide road right-of-way within the TBPOC property required for the TBPOC Segment of the East-West Connector, certain drainage and/or retention areas within TBPOC as required for the TBPOC Segment of the East-West Connector and conveyed pursuant to that Tampa Bay Park of Commerce/East-West Connector Agreement dated October 27, 1998:

(i) Grantee understands and acknowledges by acceptance of this instrument that the property being conveyed by this instrument does not have rights of direct access to the East-West Connector Road, except as provided in said Agreement.

(i) Grantee understands and acknowledges by acceptance of this instrument that the property being conveyed by this instrument does not have rights of direct access to the East-West Connector Road, except as provided in said Agreement.

(ii) Grantee hereby waives any business or severance damages, or attorneys' fees, against Grantor, PINELLAS COUNTY, Florida, or the CITY of Oldsmar, Florida, or predecessors in interest arising from any improvements to the East-West Connector, including, without limitation, any damage for the potential closure of existing or future access points to the two, four or six lane version of that road referenced in PINELLAS COUNTY Resolution No. 98-229, or any subsequent development order governing the property.

(iii) Grantee understands and acknowledges by acceptance of this instrument that it is bound by the obligations of CLIP as its successor-in-interest pursuant to that certain Tampa Bay Park of Commerce/East-West Connector Road Agreement entered into with PINELLAS COUNTY on October 27, 1998 on record with the Clerk of the Board of County Commissioners.

This restrictive covenant shall be binding upon Grantee's heirs, successors and assigns, shall constitute a covenant running with the land, and shall survive termination of PINELLAS COUNTY Resolution No. 98-229, or its successor."

4.4.2. CLIP agrees to be similarly bound with respect to all property to which it retains title.

4.5 GUARANTEED POINTS OF ACCESS Notwithstanding the foregoing requirements, however, PINELLAS COUNTY expressly acknowledges that for the duration of the TBPOC DRI Development Order, CLIP and its successors-in-interest shall be entitled, as provided by law, to the street access points to the DRI Obligation Road, or equivalent access implemented through the engineered plans, all as specifically detailed as Stations 102+50.93, 111+52.24 and 125+77.35 on the Roadway Plans.

## SECTION 5. ASSIGNMENT OF PLANS AND PERMITS

5.1. PRIOR WORK CLIP previously has contracted with professional engineers and construction companies to prepare the design for the TBPOC Segment of the DRI Obligation Road and of the East-West Connector to include the design work, preparation of construction documents and permitting information and physically commence construction, and has advanced the amount of \$345,513.00 for said work, which amount has been verified and approved by the applicable departments within PINELLAS COUNTY as reasonably required, and shall not be subject to any further verification or approval hereunder. The value of this work

further reduction under Section 4.3.1 above, pursuant to appropriate legal documents mutually approved by legal counsel for CLIP and PINELLAS COUNTY, the following items:

5.2.1. All right, title, and interest of CLIP in and to any and all information including but not limited to the base data and design plans prepared for the East-West Connector Road and the TBPOC Segment of the DRI Obligation Road; and

5.2.2. All right, title, and interest of CLIP in and to all existing permits procured by or at the direction of CLIP for the East-West Connector Road and the DRI Obligation Road; provided, however, that CLIP shall retain the maintenance and monitoring obligations of existing and future permit(s) pursuant to Section 3.2, above; and

5.2.3. An indemnity agreement from CLIP holding PINELLAS COUNTY harmless and indemnifying PINELLAS COUNTY from all persons, regardless of status as an individual, partnership or corporation who have worked on the East-West Connector Road and the TBPOC Segment of the DRI Obligation Road for CLIP or CLIP's representative(s), prior to the Effective Date hereof, stating that they have been paid and have not, and will not look to PINELLAS COUNTY for additional funds; and

5.2.4. An affidavit of no liens as to the TBPOC Segment permits and plans from CLIP.

### 5.3. MUTUAL COOPERATION

5.3.1. CLIP recognizes that PINELLAS COUNTY desires to efficiently coordinate the design plans for the TBPOC Segment with the design plans for the Forest Lakes and Cypress Lakes Segments of the DRI Obligation Road and to proceed with the Road Project. CLIP further recognizes that PINELLAS COUNTY'S ability to perform under this Agreement and under its separate agreement with Milford is dependent, in part, upon CLIP'S performance hereunder. CLIP shall diligently pursue satisfaction of its obligations under this Agreement and will cooperate with PINELLAS COUNTY in effectuating the effective transfer of its contractual rights as contemplated in subsection 5.1.

5.3.2. The parties agree to cooperate with one another to ensure the orderly progress of the Road Project to completion pursuant to Section 3 above, including finalization of all engineering plans, procurement of any additional permits, right-of-way, and pond sites and related easements which are required, and actual construction of the improvements necessary for the Road Project, all as expressly provided herein.

5.3.3. Subject to the express conditions of this Agreement, Pinellas County agrees to utilize diligent, good faith efforts to complete the design plans and permitting for the DRI Obligation Road, and to commence construction thereof, within nine (9) months of accomplishment of the conveyances detailed in section 4.1 above or the effective date of this Agreement, whichever is later, subject further to force majeure, the funding limitations set

forth herein, procurement of road construction permits, procurement of necessary right-of-way, clearance of matters of title, and other acts beyond Pinellas County's reasonable control. Once commenced, road construction shall be diligently pursued to completion. It is understood by the parties that the easternmost terminus of the East-West Connector Road, and the intersection at Race Track Road, may be constructed in a subsequent phase to construction of the TBPOC Segment of the DRI Obligation Road to avoid delay in the construction of the road from the west, to TBPOC's eastern boundary; however, such subsequent phase shall be completed as soon as practical, once the design issues regarding such portion are resolved.

## SECTION 6. WARRANTIES AND REPRESENTATIONS

6.1. CLIP represents and warrants that there are no facts known to CLIP materially affecting the value of the property being conveyed under Section 4, collectively referred to herein as the "Property," which are not readily observable by PINELLAS COUNTY or which have not been disclosed to PINELLAS COUNTY.

6.2. CLIP represents and warrants that the Property is not now being used and to the best of its knowledge and belief, has not been used, by any business or other activity which uses or used toxic chemicals, hazardous substances (including hazardous wastes) or substances likely to infiltrate the soil or groundwater and is not now being used and to the best of its knowledge and belief, as not been used in the past as a hazardous waste or toxic chemical storage facility or dumpsite. CLIP further represents and warrants that the Property is not now being used and to the best of its knowledge and belief, has not been used in the past as a garbage dump or landfill area.

6.3. CLIP represents and warrants that to the best of its knowledge and belief the Property is not in violation of any federal, state or local law, rule, ordinance or regulation relating to hazardous substances or hazardous wastes, or to environmental conditions on, under or about the Property, including, but not limited to, soil and groundwater conditions.

6.4. PINELLAS COUNTY shall have the right, prior to closing, to come upon the Property at reasonable times with independent contractors, employees, engineers and other personnel to inspect and conduct testing on all or part of the Property.

6.5. In the alternative, to the extent environmental audits have already been conducted on all or a portion of the Property, CLIP shall make the results of those audits available to PINELLAS COUNTY for their review, or PINELLAS COUNTY may conduct its own environmental audit of the Property at its expense, prior to closing.

6.6. If PINELLAS COUNTY determines that the Property contains any toxic waste or chemical contamination, or has been used as a hazardous waste (or chemical storage facility

or dump-site or as a garbage dump or landfill site), PINELLAS COUNTY may, prior to the closing:

6.6.1. Request that CLIP pay for a full cleanup and remediation of the Property to standards acceptable to the Florida Department of Environmental Protection;  
or

6.6.2. Cancel this Agreement if CLIP declines such request.

6.7. This Agreement is specifically made contingent upon the Property being free of contamination as represented above.

6.8. If PINELLAS COUNTY requests and CLIP agrees to remediation prior to closing, closing shall be delayed until such time as a qualified environmental company from PINELLAS COUNTY's "short list" of such companies prepares an estimate of the cost of remediation, and then such sum plus all testing costs expended by PINELLAS COUNTY, provided by CLIP, shall be held in escrow by an escrow agent mutually agreed by PINELLAS COUNTY and CLIP with all escrow fees and related expenses paid by PINELLAS COUNTY to first reimburse PINELLAS COUNTY and then to pay for the cost of remediation.

6.9. CLIP shall indemnify, reimburse, defend and hold harmless PINELLAS COUNTY from and against all demands, claims, liabilities, fines, fees, losses or expenses (including attorney fees and costs, cleanup costs and fines) by reason of CLIP's breach of Sections 6.1, 6.2 or 6.3 hereof.

6.10. The representations, warranties, and liabilities of CLIP contained herein shall survive the closing.

SECTION 7. LIMITATIONS Nothing herein shall obligate PINELLAS COUNTY to exceed its authority under the limitations listed in Subsection 3.1, or to exercise its authority in any particular manner. Exercise of its authority in any particular manner shall not create an estoppel.

SECTION 8. EFFECTIVE DATE This Agreement shall become effective on the date that it is executed by all parties, following approval by the Board of County Commissioners for Pinellas and the City Council for the City of Oldsmar, Florida ("Effective Date").

## SECTION 9. MISCELLANEOUS PROVISIONS

9.1. This Agreement shall be governed by and construed under the laws of the State of Florida. Venue in any proceeding related hereto shall lie exclusively in PINELLAS COUNTY, Florida.

9.2. In the event of any litigation arising hereunder, each party shall bear its own attorneys' fees and costs, including any incurred on appeal.

9.3. This Agreement reflects the complete and entire understanding and agreement between the parties on the subject matter covered hereby, and all prior negotiations, understandings, and agreements, whether oral or written, are merged herein.

9.4. This Agreement may be modified only in writing, executed by both parties, and duly approved as provided by law. The CITY shall not be required as a party for any such modification, its joinder being limited to the purpose stated in Section 12 below.

9.5. The captions and headings in this Agreement are for ease of reference and do not constitute a part of this Agreement.

9.6. As both parties participated in the drafting of this agreement, except as to matters relating to sovereign immunity or statutory or constitutional authority, ambiguities shall not, as a matter of the law of this contract be construed against any particular party on the basis of their involvement in drafting of the agreement.

9.7. The provisions of this Agreement shall be binding on all successors and assigns.

9.8. Following execution of this agreement, CLIP agrees to cause the same to be recorded in the Official Records of PINELLAS COUNTY in such form and manner, acceptable to the County, with the result being to become record notice to successors and assigns of all obligations and limitations that have attached to their property.

9.9. The credit allocations documented in Sections 4 and 5 of this Agreement fulfill the County's obligations with respect to the impact fee credit requirements of PINELLAS COUNTY Resolution No. 94-369, as amended and superseded by PINELLAS COUNTY Resolution No. 98-229, and other requirements of law.

SECTION 10. NOTICE All notices required under this Agreement shall be by personal service or certified mail upon the County Administrator, 315 Court Street Clearwater, Florida 34616 as to the County and upon Theodore R. Stotzer, Esquire, Michael Swerdlow

SECTION 11. JOINER OF MUNICIPALITY The CITY is joining this Agreement solely to consent to the terms hereof as the local government having jurisdiction over the TBPOC DRI, and to acknowledge and agree to the satisfaction of the DRI pipeline election by fulfillment of all obligations of all parties under this Agreement. All terms hereof shall survive any annexation of the TBPOC DRI into the CITY, and the adoption of the Joint development order as contemplated herein. The CITY and CLIP, by signing this document, specifically agree that the impact fee crediting provisions outlined herein supersedes the crediting provisions of any previous City of Oldsmar ordinances or resolutions and any contrary provision in the Joint development order.

SECTION 12 CONVEYANCES

12.1 The properties agreed to be dedicated in Section 4.1 above shall be conveyed from CLIP to Pinellas County by warranty deeds, in form acceptable to Pinellas County, within 30 days from the date of execution of this Agreement.

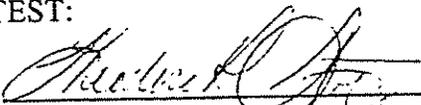
12.2 All conveyances shall be of a fee simple interest, with the exception of the parcels designated for Ponds #5, #6, and #7, which shall be perpetual drainage easements, and the TBPOC Mitigation Area, which shall be a permanent ingress-egress easement. The drainage easement deeds over the ponds and the easement to the TBPOC Mitigation Area shall specify that all maintenance, for both function and beautification, shall remain with the fee simple owner, CLIP, or its successors in interest.

12.3 Execution of this Agreement authorizes the conveyances to proceed to closing without further action by the Board of County Commissioners, with staff to provide evidence of consideration to be exchanged for deeds in a simultaneous transaction.

WHEREFORE, the parties have set their hands and seals.

CYPRESS LAKES INDUSTRIAL PARK,  
LTD, a Florida limited partnership through  
TBPOC Investor, Inc.  
its general partner

ATTEST:

By:   
Theodore R. Stötzer,  
Its: Secretary

By:   
Michael J. Swerdlow  
Its: President

Date: October 15 1998

APPROVED AS TO FORM:

THE BOARD OF COUNTY  
COMMISSIONERS OF PINELLAS COUNTY,  
FLORIDA

By: *JL Bennett*  
James Bennett,  
Chief Asst. County Attorney

By: *Barbara Shew Todd*  
Barbara Todd, Chairman

Date: October 27, 1998

APPROVED AS TO FORM:

THE CITY OF OLDSMAR

By: *Thomas Trask*  
Thomas Trask  
City Attorney

By: *Jerry Beverland*  
Jerry Beverland  
Mayor

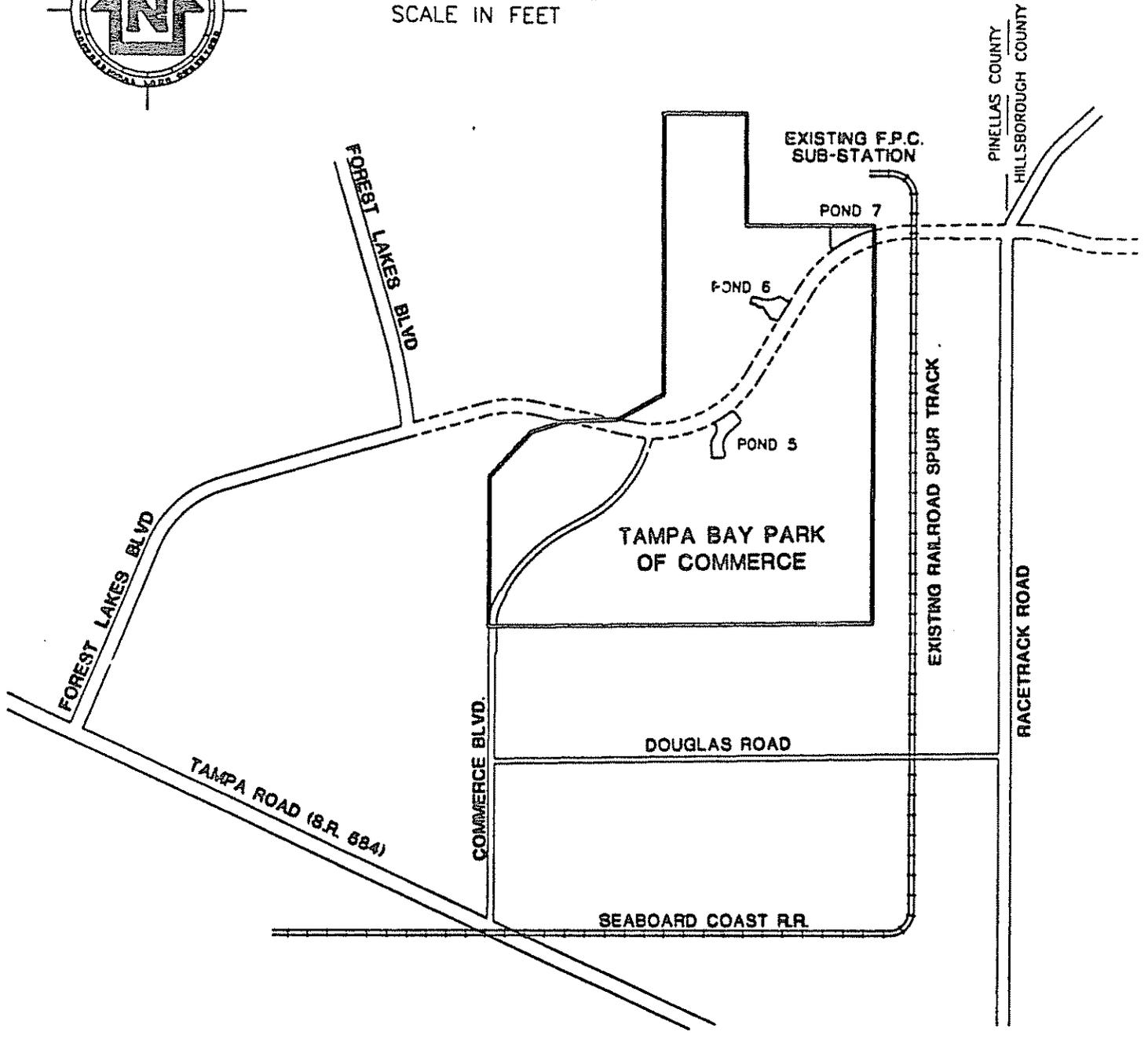
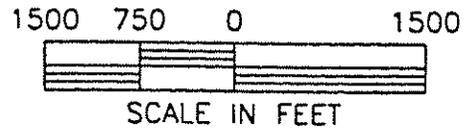
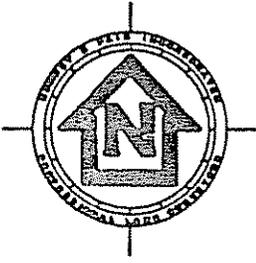
Date: October 20, 1998

ATTEST: Karleen F. De Blaker,  
Clerk to the Board of County Commissioners

BY: *Linda R. Reed*  
Deputy Clerk 10/27/98

## INDEX OF EXHIBITS

- EXHIBIT A: Sketch of DRI Obligation Road Alignment From Tampa Road to Race Track Road [Generally].
- EXHIBIT B: Legal and Sketch of TBPOC Segment [to include Race Track Road Access Parcel].
- EXHIBIT C: Legal and Sketch of Ponds 5, 6, and 7 within TBPOC.
- EXHIBIT D: Existing TBPOC Mitigation Area.
- EXHIBIT E: Preliminary Calculation of Net Fee Credits.



**CUMBEY & FAIR, INC.**  
CONSULTING ENGINEERS AND LAND SURVEYORS

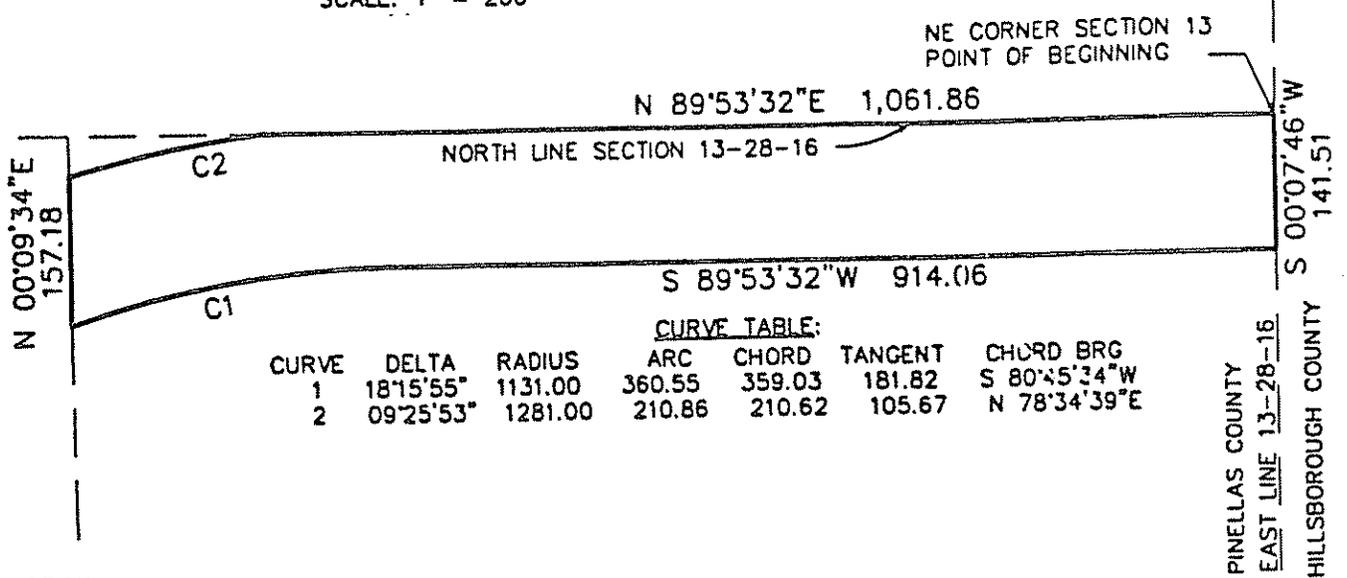
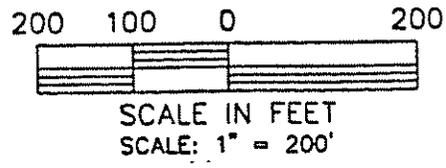


2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 33763  
797-8982 (CLW) 223-4333 (TPA)

**EXHIBIT A**  
**ROAD ALIGNMENT**

SECTION 13, TOWNSHIP 28 SOUTH, RANGE 16 EAST  
PINELLAS COUNTY, FLORIDA

SCALE: 1"=1500'    DATE: 9/11/98    DR/CHK: MFC/KCL    JOB NO. 063A



CURVE TABLE:

CURVE	DELTA	RADIUS	ARC	CHORD	TANGENT	CHORD BRG
1	18°15'55"	1131.00	360.55	359.03	181.82	S 80°45'34"W
2	09°25'53"	1281.00	210.86	210.62	105.67	N 78°34'39"E

**DESCRIPTION:**

That portion of the Northeast 1/4 of Section 13, Township 28 South, Range 16 East, Pinellas County, Florida being further described as follows:  
 BEGIN at the Northeast corner of said Section 13; thence along the East line of said Section, S.00°07'46"W., 141.51 feet; thence S.89°53'32"W., 914.06 feet to a curve concave Southeasterly having a radius of 1131.00 feet; thence Southwesterly along the arc of said curve, 360.55 feet through a central angle of 18°15'55" a chord bearing and distance of S.80°45'34"W., 359.03 feet; thence non-tangent, N.00°09'34"E., 157.18 feet to a non tangent curve concave South-easterly having a radius of 1281.00 feet; thence Northeasterly along the arc of said curve, 210.86 feet through a central angle of 09°25'53" a chord bearing and distance of N.78°34'39"E., 210.62 feet to the North line of said Section; thence non-tangent along said line N.89°53'32"E., 1061.86 feet to the Point of Beginning. Containing 4.19 Acres, more or less.

**NOTES:**

- Bearings shown hereon are based on the East line of Section 13, Township 28 South, Range 16 East. Said line bears S.00°07'46"W.
- Legal description prepared by Cumbe & Fair, Inc.

I HEREBY CERTIFY that this sketch and description meets the minimum technical standards as set forth by the Florida Board of Professional Surveyors and mappers in Chapter 61 G 17-6, Florida Administrative Code, pursuant to Section 472.027, Florida Statutes.

For Cumbe & Fair, Inc.

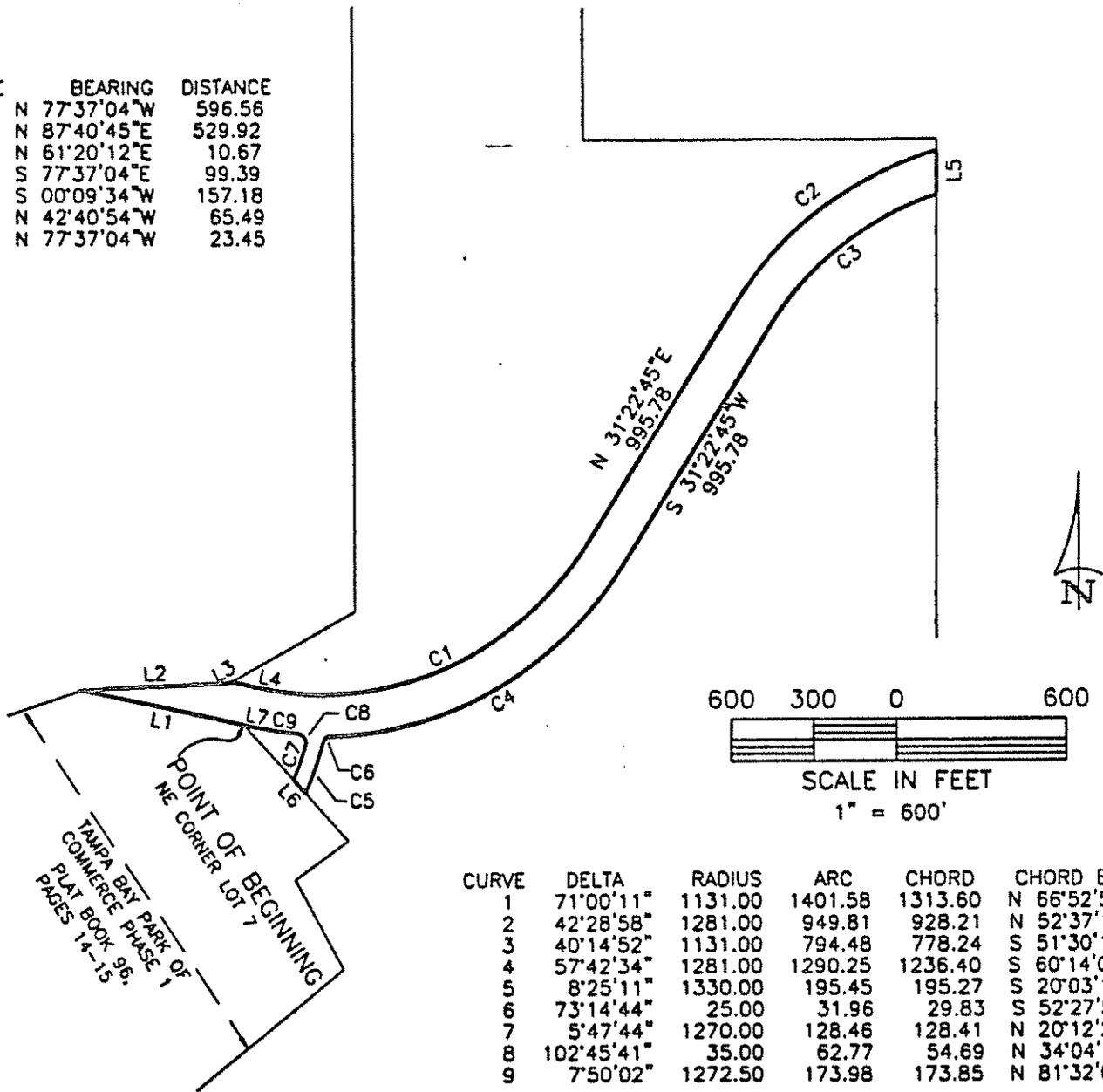
9-11-99  
Date:

*Kathleen C. Lanzner*  
Kathleen C. Lanzner, U.S. 5120  
Florida Registered Surveyor

NOT VALID WITHOUT THE SIGNATURE AND ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER  
 SHEET 1 OF 3  
 SKETCH ONLY- NOT A SURVEY

<p><b>CUMBEY &amp; FAIR, INC.</b>          CONSULTING ENGINEERS AND LAND SURVEYORS</p> <p>2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 33763          797-8982(CLW) 223-4333(TPA)</p>			<p><b>EXHIBIT B</b>  <b>EAST-WEST CONNECTOR ROAD</b></p>	
SCALE: 1" = 200'	DATE: 9/11/98		DR/CHK: MFC/KCL	JOB NO. 063A

LINE	BEARING	DISTANCE
1	N 77°37'04"W	596.56
2	N 87°40'45"E	529.92
3	N 61°20'12"E	10.67
4	S 77°37'04"E	99.39
5	S 00°09'34"W	157.18
6	N 42°40'54"W	65.49
7	N 77°37'04"W	23.45



CURVE	DELTA	RADIUS	ARC	CHORD	CHORD BRG
1	71°00'11"	1131.00	1401.58	1313.60	N 66°52'51"E
2	42°28'58"	1281.00	949.81	928.21	N 52°37'14"E
3	40°14'52"	1131.00	794.48	778.24	S 51°30'11"W
4	57°42'34"	1281.00	1290.25	1236.40	S 60°14'02"W
5	8°25'11"	1330.00	195.45	195.27	S 20°03'10"W
6	73°14'44"	25.00	31.96	29.83	S 52°27'56"W
7	5°47'44"	1270.00	128.46	128.41	N 20°12'28"E
8	102°45'41"	35.00	62.77	54.69	N 34°04'15"W
9	7°50'02"	1272.50	173.98	173.85	N 81°32'08"W

**NOTES**

1. Bearings shown here are based on the North boundary of Lot 7, Tampa Bay Park Phase 1, as recorded in Plat Book 96, Pages 14 and 15 of the Public Records of Pinellas County, Florida said line bears, S.77°37'04"E.

2. Legal description was prepared by Cumbey & Fair, Inc.

SHEET 2 OF 3  
SEE SHEET 3 FOR DESCRIPTION

SKETCH ONLY- NOT A SURVEY

**CUMBEY & FAIR, INC.**  
CONSULTING ENGINEERS AND LAND SURVEYORS



2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 33763  
797-8982 (CLW) 223-4333 (TPA)

**EXHIBIT B**  
**EAST-WEST CONNECTOR ROAD**

SECTION 13, TOWNSHIP 28 SOUTH, RANGE 16 EAST  
PINELLAS COUNTY, FLORIDA

SCALE: 1" = 600'

DATE: 9/11/98

DR/CHK: MFC/KCL

JOB NO. 063A

That portion of Section 13, Township 28 South, Range 16 East, Pinellas County, Florida being further described as follows:  
 BEGIN at the Northeast corner of Lot 7 of TAMPA BAY PARK OF COMMERCE PHASE 1, according to the plat thereof recorded in Plat Book 96, Pages 14 and 15 of the Public Records of Pinellas County, Florida; thence along the North line of said Lot 7, N.77°37'04"W., 596.56 feet; thence leaving said line N.87°40'45"E., 529.92 feet; thence N.61°20'12"E., 10.67 feet; thence S.77°37'04"E., 99.39 feet to a curve concave Northwesterly having a radius of 1131.00 feet; thence Northeasterly along the arc of said curve 1401.58 feet through a central angle of 71°00'11" a chord bearing and distance of N.66°52'51"E., 1313.60 feet; thence N.31°22'45"E., 995.78 feet to a curve concave Southeasterly, having a radius of 1281.00 feet; thence Northeasterly along the arc of said curve 949.81 feet through a central angle of 42°28'58" a chord bearing and distance of N.52°37'14"E., 928.21 feet; thence nontangent S.00°09'34"W., 157.18 feet to a nontangent curve concave Southeasterly, having a radius of 1131.00 feet, thence Southwesterly along the arc of said curve 794.48 feet through a central angle of 40°14'52" a chord bearing and distance of S.51°30'11"W., 778.24 feet; thence S.31°22'45"W., 995.78 feet to a curve concave Northwesterly, having a radius of 1281.00 feet; thence Southwesterly along the arc of said curve 1290.25 feet through a central angle of 57°42'34", a chord bearing and distance of S.60°14'02"W., 1236.40 feet to a reverse curve concave Southeasterly, having a radius of 25.00 feet; thence Southeasterly along the arc of said curve, 31.96 feet through a central angle of 73°14'44" a chord bearing and distance of S.52°27'56"W., 29.83 feet to a reverse curve concave Northwesterly, having a radius of 1330.00 feet; thence Southwesterly along the arc of said curve 195.45 feet through a central angle of 08°25'11" a chord bearing and distance of S.20°03'10"W., 195.27 feet to the North line of the aforementioned Tampa Bay Park of Commerce Phase 1; thence along the North line of said plat, nontangent, N.42°40'54"W., 65.49 feet to a nontangent curve concave Northwesterly, having a radius of 1270.00 feet; thence leaving said plat boundary, Northeasterly along the arc of said curve 128.46 feet through a central angle of 05°47'44" a chord bearing and distance of N.20°12'28"E., 128.41 feet to a reverse curve concave Southwesterly, having a radius of 35.00 feet; thence Northwesterly along the arc of said curve 62.77 feet through a central angle of 102°45'41" a chord bearing and distance of N.34°04'15"W., 54.69 feet to a reverse curve concave Northeasterly, having a radius of 1272.50 feet; thence Northwesterly along the arc of said curve 173.98 feet through a central angle of 07°50'02" a chord bearing and distance of N.81°32'08"W., 173.85 feet; thence N.77°37'04"W., 23.45 feet to the Point of Beginning.  
 Containing 12.95 acres, more or less.

I HEREBY CERTIFY THAT THIS SKETCH AND DESCRIPTION MEETS THE MINIMUM TECHNICAL STANDARDS AS SET FORTH BY THE FLORIDA BOARD OF PROFESSIONAL SURVEYORS AND MAPPERS IN CHAPTER 61G17-6 FLORIDA ADMINISTRATIVE CODE, PURSUANT TO SECTION 472.027, FLORIDA STATUTES.

FOR CUMBEY & FAIR, INC.

  
 KATHLEEN C. LANZNER, LS# 5120  
 FLORIDA REGISTERED SURVEYOR

NOT VALID WITHOUT THE SIGNATURE AND ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER.  
 SHEET 3 OF 3

SKETCH ONLY - NOT A SURVEY

**CUMBEY & FAIR, INC.**  
 CONSULTING ENGINEERS AND LAND SURVEYORS



2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 33763  
 797-8982 (CLW) 223-4333 (TPA)

**EXHIBIT B**  
**EAST-WEST CONNECTOR ROAD**

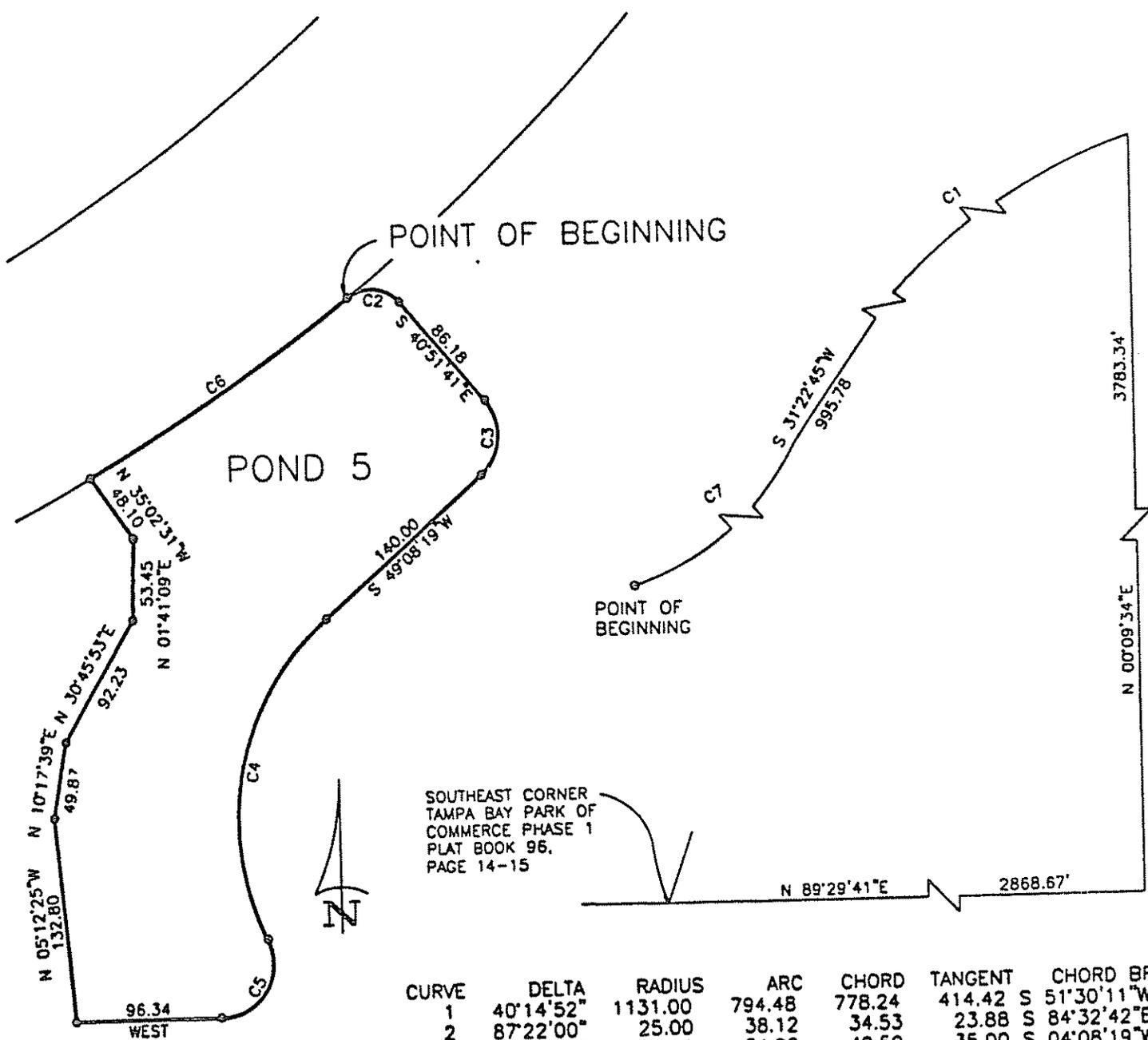
SECTION 13, TOWNSHIP 28 SOUTH, RANGE 16 EAST  
 PINELLAS COUNTY, FLORIDA

SCALE: 1" = 600'

DATE: 9/11/98

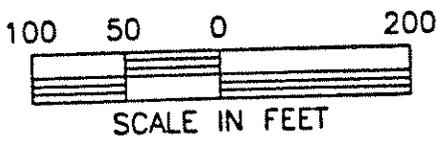
DR/CHK: MFC/KCL

JOB NO. 063A



SOUTHEAST CORNER  
TAMPA BAY PARK OF  
COMMERCE PHASE 1  
PLAT BOOK 96,  
PAGE 14-15

CURVE	DELTA	RADIUS	ARC	CHORD	TANGENT	CHORD BRG
1	40°14'52"	1131.00	794.48	778.24	414.42	S 51°30'11"W
2	87°22'00"	25.00	38.12	34.53	23.88	S 84°32'42"E
3	90°00'00"	35.00	54.98	49.50	35.00	S 04°08'19"W
4	74°46'18"	175.00	228.38	212.51	133.73	S 11°45'10"W
5	115°38'00"	35.00	70.64	59.24	55.61	S 32°11'00"W
6	9°14'28"	1281.00	206.61	206.38	103.53	N 56°23'32"E
7	20°23'33"	1281.00	455.93	453.53	230.40	S 41°34'32"W



SHEET 1 OF 5  
SEE SHEET 4 FOR DESCRIPTION

SKETCH ONLY- NOT A SURVEY

**CUMBEY & FAIR, INC.**  
CONSULTING ENGINEERS AND LAND SURVEYORS

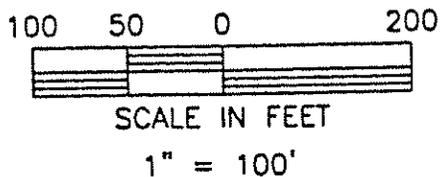


2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 33763  
797-8982 (CLW) 223-4333 (TPA)

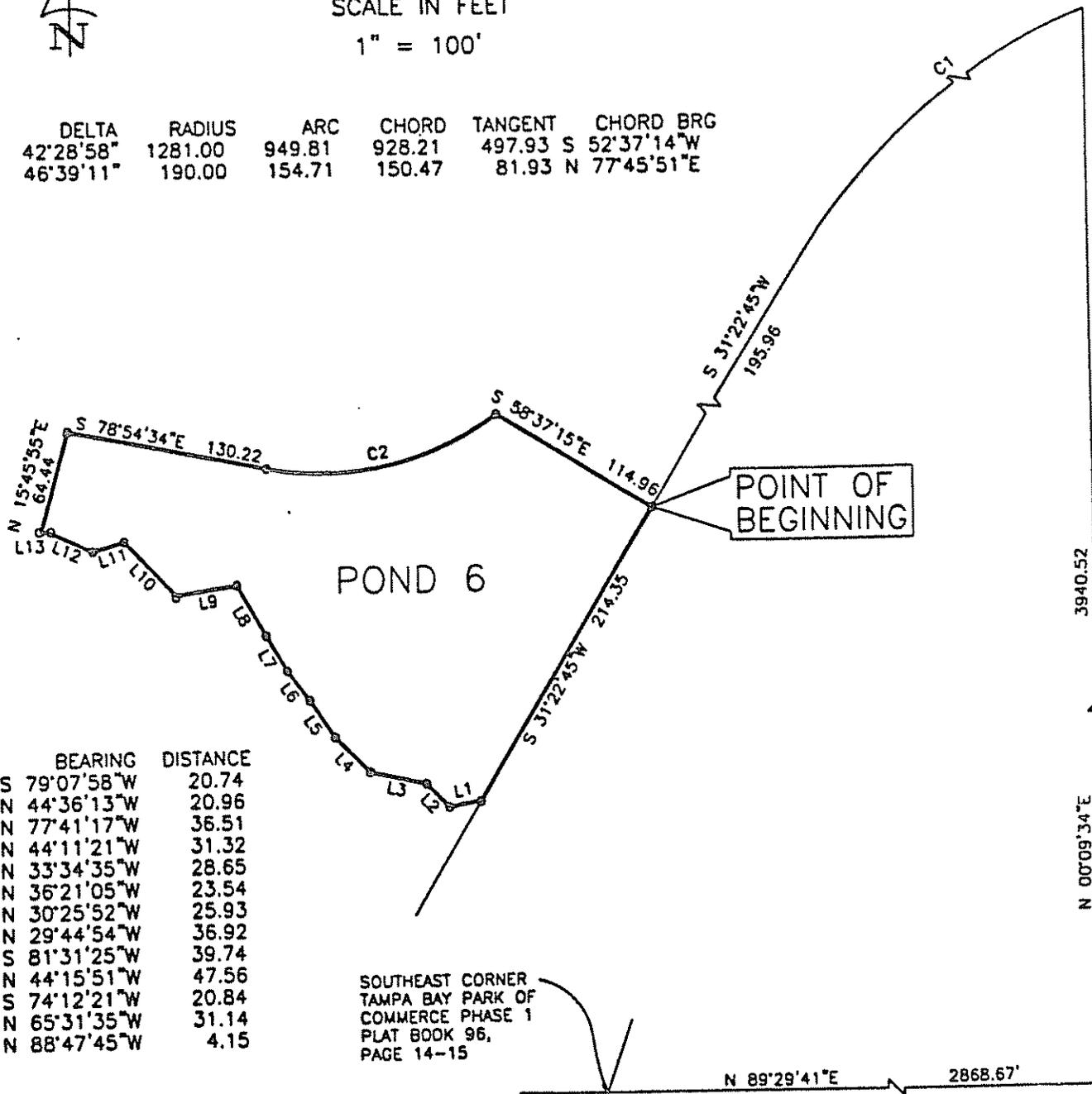
**EXHIBIT C**  
**POND 5**

SECTION 13, TOWNSHIP 28 SOUTH, RANGE 16 EAST  
PINELLAS COUNTY, FLORIDA

SCALE: 1" = 100'    DATE: 9/11/98    DR/CHK: MFC/KCL    JOB NO. 063A



CURVE	DELTA	RADIUS	ARC	CHORD	TANGENT	CHORD BRG
1	42°28'58"	1281.00	949.81	928.21	497.93 S	52°37'14"W
2	46°39'11"	190.00	154.71	150.47	81.93 N	77°45'51"E



LINE	BEARING	DISTANCE
1	S 79°07'58"W	20.74
2	N 44°36'13"W	20.96
3	N 77°41'17"W	36.51
4	N 44°11'21"W	31.32
5	N 33°34'35"W	28.65
6	N 36°21'05"W	23.54
7	N 30°25'52"W	25.93
8	N 29°44'54"W	36.92
9	S 81°31'25"W	39.74
10	N 44°15'51"W	47.56
11	S 74°12'21"W	20.84
12	N 65°31'35"W	31.14
13	N 88°47'45"W	4.15

SOUTHEAST CORNER  
TAMPA BAY PARK OF  
COMMERCE PHASE 1  
PLAT BOOK 96,  
PAGE 14-15

SHEET 2 OF 5  
SEE SHEET 4 FOR DESCRIPTION

SKETCH ONLY— NOT A SURVEY

**CUMBEY & FAIR, INC.**  
CONSULTING ENGINEERS AND LAND SURVEYORS

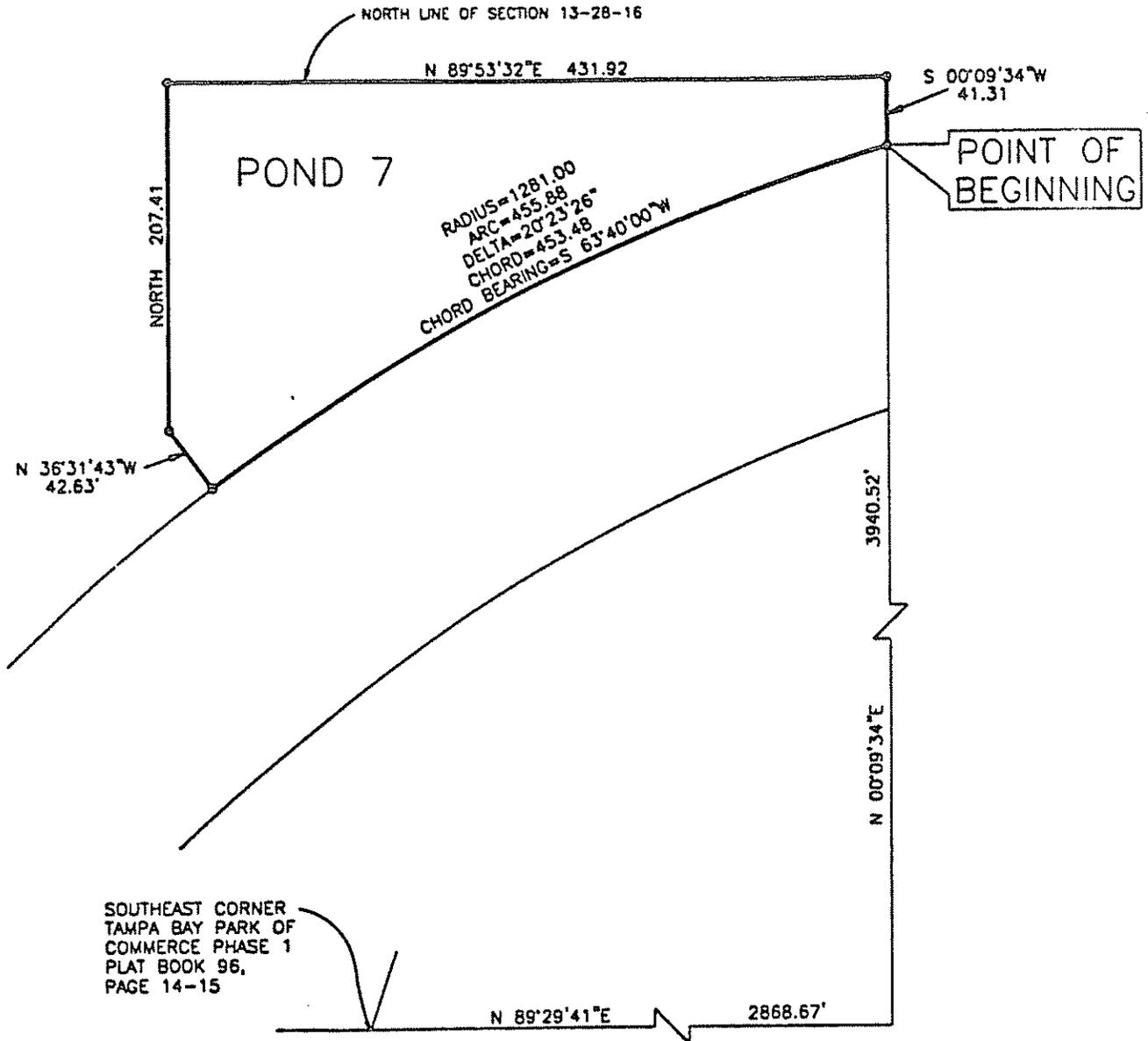
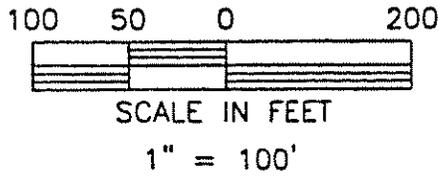


2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 33763  
797-8982 (CLW) 223-4333 (TPA)

**EXHIBIT C**  
**POND 6**

SECTION 13, TOWNSHIP 28 SOUTH, RANGE 16 EAST  
PINELLAS COUNTY, FLORIDA

SCALE: 1" = 100'    DATE: 9/11/98    DR/CHK: MFC/KCL    JOB NO. 063A



SHEET 3 OF 5  
SEE SHEET 5 FOR DESCRIPTION

SKETCH ONLY- NOT A SURVEY

**CUMBEY & FAIR, INC.**  
CONSULTING ENGINEERS AND LAND SURVEYORS



2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 33763  
797-8982 (CLW) 223-4333 (TPA)

**EXHIBIT C**  
**POND 7**

SECTION 13, TOWNSHIP 28 SOUTH, RANGE 16 EAST  
PINELLAS COUNTY, FLORIDA

SCALE: 1" = 100'

DATE: 9/11/98

DR/CHK: MFC/KCL

JOB NO. 063A

POND 5

That portion of Section 13, Township 28 South, Range 16 East, Pinellas County, Florida being further described as follows:

Commence at the Southeast corner of TAMPA BAY PARK OF COMMERCE PHASE 1 according to the plat thereof recorded in Plat Book 96, Page 14 and 15 of the Public Records of Pinellas County, Florida; thence along the Easterly extension of the South line of said plat, N.89°29'41"E., 2868.67 feet; thence leaving said line N.00°09'34"E., 3783.34 feet to a nontangent curve concave Southeasterly, having a radius of 1131.00 feet; thence Southwesterly 794.48 feet along the arc of said curve through a central angle of 40°14'52" a chord bearing and distance of S.51°30'11"W., 778.24 feet; thence S.31°22'45"W., 995.78 feet to a curve concave Northwesterly, having a radius of 1281.00 feet; thence Southwesterly 455.93 feet along the arc of said curve through a central angle of 20°23'33" a chord bearing and distance of S.41°34'32"W., 453.53 feet to the cusp of a curve concave Southwesterly, having a radius of 25.00 feet and the POINT OF BEGINNING; thence Southeasterly 38.12 feet along the arc of said curve through a central angle of 87°22'00" a chord bearing and distance of S.84°32'42"E., 34.53 feet; thence S.40°51'41"E., 86.18 feet to a curve concave Northwesterly, having a radius of 35.00 feet; thence Southwesterly 54.98 feet along the arc of said curve through a central angle of 90°00'00" a chord bearing and distance of S.04°08'19"W., 49.50 feet; thence S.49°08'19"W., 140.00 feet to a curve concave Southeasterly, having a radius of 175.00 feet; thence Southwesterly 228.38 feet along the arc of said curve through a central angle of 74°46'18" a chord bearing and distance of S.11°45'10"W., 212.51 feet to a reverse curve concave Northwesterly, having a radius of 35.00 feet; thence Southwesterly 70.64 feet along the arc of said curve through a central angle of 115°38'00" a chord bearing and distance of S.32°11'00"W., 59.24 feet; thence West, 96.34 feet; thence N.05°12'25"W., 132.80 feet; thence N.10°17'39"E., 49.87 feet; thence N.30°45'53"E., 92.23 feet; thence N.01°41'09"E., 53.45 feet; thence N.35°02'31"W., 48.10 feet to a nontangent curve concave Northwesterly, having a radius of 1281.00 feet; thence Northeasterly 206.61 feet along the arc of said curve through a central angle of 09°14'28" a chord bearing and distance of N.56°23'32"E., 206.38 feet to the Point of Beginning.

Containing 1.552 acres, more or less.

POND 6

That portion of Section 13, Township 28 South, Range 16 East, Pinellas County, Florida being further described as follows:

Commence at the Southeast corner of TAMPA BAY PARK OF COMMERCE PHASE 1 according to the plat thereof recorded in Plat Book 96, Page 14 and 15 of the Public Records of Pinellas County, Florida; thence along the Easterly extension of the South line of said plat, N.89°29'41"E., 2868.67 feet; thence leaving said line N.00°09'34"E., 3940.52 feet to a nontangent curve concave Southeasterly, having a radius of 1281.00 feet; thence Southwesterly 949.81 feet along the arc of said curve through a central angle of 42°28'58" a chord bearing and distance of S.52°37'14"W., 928.21 feet; thence S.31°22'45"W., 195.96 feet to the POINT OF BEGINNING; thence continue S.31°22'45"W., 214.35 feet; thence S.79°07'58"W., 20.74 feet; thence N.44°36'13"W., 20.96 feet; thence N.77°41'17"W., 36.51 feet; thence N.44°11'21"W., 31.32 feet; thence N.33°34'35"W., 28.65 feet; thence N.36°21'05"W., 23.54 feet; thence N.30°25'52"W., 25.93 feet; thence N.29°44'54"W., 36.92 feet; thence S.81°31'25"W., 39.74 feet; thence N.44°15'51"W., 47.56 feet; thence S.74°12'21"W., 20.84 feet; thence N.65°31'35"W., 31.14 feet; thence N.88°47'45"W., 4.15 feet; thence N.15°45'55"E., 64.44 feet; thence S.78°54'34"E., 130.22 feet to a curve concave Northwesterly, having a radius of 190.00 feet; thence Northeasterly 154.71 feet along the arc of said curve through a central angle of 46°39'11" a chord bearing and distance of N.77°45'51"E., 150.47 feet; thence nontangent S.58°37'15"E., 114.96 feet to the Point of Beginning.

Containing 1.125 acres, more or less.

SHEET 4 OF 5

SKETCH ONLY- NOT A SURVEY

**CUMBEY & FAIR, INC.**

CONSULTING ENGINEERS AND LAND SURVEYORS



2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 33763  
797-8982 (CLW) 223-4333 (TPA)

EXHIBIT C  
PONDS 5, 6 & 7

SECTION 13, TOWNSHIP 28 SOUTH, RANGE 16 EAST  
PINELLAS COUNTY, FLORIDA

SCALE: 1" = 100'	DATE: 9/11/98	DR/CHK: MFC/KCL	JOB NO. 063A
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POND 7

That portion of Section 13, Township 28 South, Range 16 East, Pinellas County, Florida being further described as follows:

Commence at the Southeast corner of TAMPA BAY PARK OF COMMERCE PHASE 1 according to the plat thereof recorded in Plat Book 96, Page 14 and 15 of the Public Records of Pinellas County, Florida; thence along the Easterly extension of the South line of said plat, N.89°29'41"E., 2868.67 feet; thence leaving said line N.00°09'34"E., 3940.52 feet to a nontangent curve concave Southeasterly, having a radius of 1281.00 feet and the POINT OF BEGINNING; thence Southwesterly 455.88 feet along the arc of said curve through a central angle of 20°23'26" a chord bearing and distance of S.63°40'00"W., 453.48 feet; thence nontangent N.36°31'43"W., 42.63 feet; thence North 207.41 feet to the North line of said Section 13; thence along said north line, N.89°53'32"E., 431.92 feet; thence leaving said line, S.00°09'34"W., 41.31 feet to the Point of Beginning.

Containing 1.311 Acres, more or less.

**NOTES**

1. Bearings shown here are based on the South boundary of Tompa Bay Park Phase 1, as recorded in Plat Book 96, Pages 14 and 15 of the Public Records of Pinellas County, Florida said line bears, S.89°29'41"E.
2. Legal description was prepared by Cumbeby & Fair, Inc.

I HEREBY CERTIFY THAT THIS SKETCH AND DESCRIPTION MEETS THE MINIMUM TECHNICAL STANDARDS AS SET FORTH BY THE FLORIDA BOARD OF PROFESSIONAL SURVEYORS AND MAPPERS IN CHAPTER 61G17-6 FLORIDA ADMINISTRATIVE CODE, PURSUANT TO SECTION 472.027, FLORIDA STATUTES.

*Kathleen C. Lanzner*  
 KATHLEEN C. LANZNER, LS #5120  
 FLORIDA REGISTERED SURVEYOR

NOT VALID WITHOUT THE SIGNATURE AND ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER.

SHEET 5 OF 5

SKETCH ONLY- NOT A SURVEY

**CUMBEY & FAIR, INC.**  
 CONSULTING ENGINEERS AND LAND SURVEYORS



2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 33763  
 797-8982 (CLW) 223-4333 (TPA)

**EXHIBIT C**  
**PONDS 5, 6 & 7**

SECTION 13, TOWNSHIP 28 SOUTH, RANGE 16 EAST  
 PINELLAS COUNTY, FLORIDA

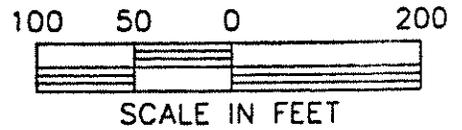
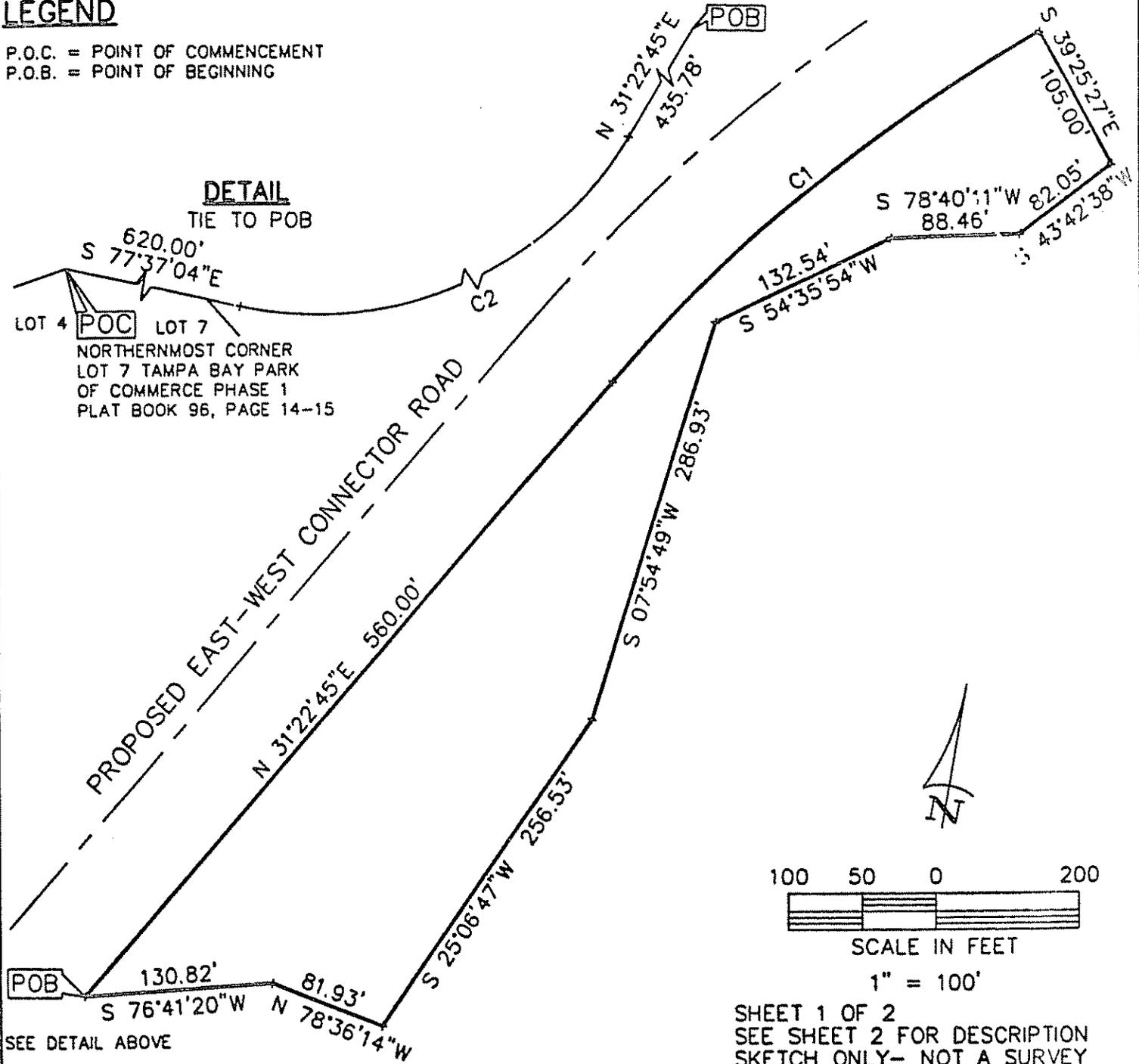
SCALE: 1" = 100'	DATE: 9/11/98	DR/CHK: MFC/KCL	JOB NO. 063A
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# CURVE TABLE

CURVE	DELTA	RADIUS	ARC	CHORD	TANGENT	CHORD BRG
1	19°11'48"	1139.50	381.78	380.00	192.70	N 40°58'39"E
2	71°00'11"	1272.50	1576.93	1477.95	907.72	N 66°52'50"E

## LEGEND

P.O.C. = POINT OF COMMENCEMENT  
 P.O.B. = POINT OF BEGINNING



SHEET 1 OF 2  
 SEE SHEET 2 FOR DESCRIPTION  
 SKETCH ONLY- NOT A SURVEY

**CUMBEY & FAIR, INC.**

CONSULTING ENGINEERS AND LAND SURVEYORS



2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 33763  
 797-8982 (CLW) 223-4333 (TPA)

**EXHIBIT D**  
**MITIGATION AREA**  
**EAST-WEST CONNECTOR**  
**ROAD**

SECTION 13, TOWNSHIP 28 SOUTH, RANGE 16 EAST  
 PINELLAS COUNTY, FLORIDA

SCALE: 1" = 100'    DATE: 9/11/98    DR/CHK: MFC/KCL    JOB NO. 063A

That portion of Section 13, Township 28 South, Range 16 East, Pinellas County, Florida being further described as follows:

Commence at the Northernmost corner of Lot 7, Tampa Bay Park Of Commerce Phase 1, as recorded in Plat Book 96, Pages 14 and 15 of the Public Records of Pinellas County, Florida; thence S.77°37'04"E., 620.00 feet along the North boundary of said Lot 7 and said line extended to a curve concave Northwesterly and having a radius of 1272.50 feet; thence Northeasterly along said curve, 1576.93 feet through a central angle of 71°00'11" (Chord Bearing N.66°52'50"E., 1477.95 feet); thence N.31°22'45"E., 435.78 feet to the POINT OF BEGINNING; thence N.31°22'45"E., 560.00 feet to a curve concave Southeasterly and having a radius of 1139.50 feet; thence Northeasterly along said curve, 381.78 feet through a central angle of 19°11'48" (Chord Bearing N.40°58'39"E., 380.00 feet); thence non-tangent S.39°25'27"E., 105.00 feet; thence S.43°42'38"W., 82.05 feet; thence S.78°40'11"W., 88.46 feet; thence S.54°35'54"W., 132.54 feet; thence S.07°54'49"W., 286.93 feet; thence S.25°06'47"W., 256.53 feet; thence N.78°36'14"W., 81.93 feet; thence S.76°41'20"W., 130.82 feet to the POINT OF BEGINNING.

Containing 2.10 Acres more or less.

### NOTES

1. Bearings shown here are based on the North boundary of Lot 7, Tampa Bay Park Phase 1, as recorded in Plat Book 96, Pages 14 and 15 of the Public Records of Pinellas County, Florida said line bears, S.77°37'04"E.
2. Legal description was prepared by Cumbey & Fair, Inc.

I HEREBY CERTIFY THAT THIS SKETCH AND DESCRIPTION MEETS THE MINIMUM TECHNICAL STANDARDS AS SET FORTH BY THE FLORIDA BOARD OF PROFESSIONAL SURVEYORS AND MAPPERS IN CHAPTER 61G17-6 FLORIDA ADMINISTRATIVE CODE, PURSUANT TO SECTION 472.027, FLORIDA STATUTES.

FOR CUMBEY & FAIR, INC.

  
KATHLEEN C. LANZNER, C.S. #5120  
FLORIDA REGISTERED SURVEYOR

NOT VALID WITHOUT THE SIGNATURE AND ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER.

SHEET 2 OF 2

SKETCH ONLY- NOT A SURVEY

**CUMBEY & FAIR, INC.**

CONSULTING ENGINEERS AND LAND SURVEYORS



2463 ENTERPRISE ROAD, CLEARWATER, FLORIDA 33763  
797-8982 (CLW) 223-4333 (TPA)

**EXHIBIT D**  
**MITIGATION AREA**  
**EAST-WEST CONNECTOR**  
**ROAD**

SECTION 13, TOWNSHIP 28 SOUTH, RANGE 16 EAST  
PINELLAS COUNTY, FLORIDA

SCALE: 1" = 100'

DATE: 9/11/98

DR/CHK: MFC/KCL

JOB NO. 063A

**EXHIBIT "E"**

**Impact Fee Credit Summary**

#	Agreement Reference	Subject	Basis	Dollar Amount
1	4.1.1(a)	Dedicated 150' R-O-W	\$40K/acre x 12.948 ac (rounded to 12.95)	518,000.00
2	4.1.1(b)	Dedicated non-exclusive drainage easements	\$40k/acre x 3.988 ac (rounded to 3.99)	159,600.00
3	4.1.1(c)	Easement over Tbpoc mitigation area	\$40k/acre x <u>2.0</u> ac	80,000
4	5.2	Plans	Negotiated valuation	103,321.60
5	Unadjusted Credits			\$860,921.60
	Agreement Reference	Subject	Basis	Dollar Amount
6	4.3.1.1(a)	SRTR% R-O-W reduced by 40%	40% x 518,000.00 Credit Reduction	(207,200.00)
7	4.3.1.1(b)	SRTR% Ponds reduced by 40%	40% x 159,600.00 Credit Reduction	(63,840.00)
8	4.3.1.1(c)	SRTR% Tbpoc mitigation area reduced by 40%	40% x 80,000 Credit Reduction	(32,000)
9	4.3.1.1.2	SRTR%	10% x additional design/construction costs. \$200,000 cap. Credit Reduction	(200,000.00)
10	4.3.1.1.3	Impact fees due on existing	§4.3.1.2	(7,953.00)
11	Total Credit Reductions		(5)+(6)+(7)+(8)+(9)+(10)	\$510,993.00
12	Total Credits	Credits available post dedication	(5) - (11)	\$349,928.60

Site Related Transportation Requirement Percentage - SRTR%

September 9, 1998



# City of Oldsmar

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

100 State Street • P.O. Box 100 • Oldsmar, Florida 34677 • (813) 855-4693 FAX (813) 854-3121 • SUNCOM 552-7550

February 20, 1997

RECEIVED  
FEB 24 1997  
Tampa Bay Regional  
Planning Council

Marina Pennington  
Florida Department of Community Affairs  
2555 Shumard Oak Boulevard  
Tallahassee, FL 32399-2100

**Via Certified Mail**

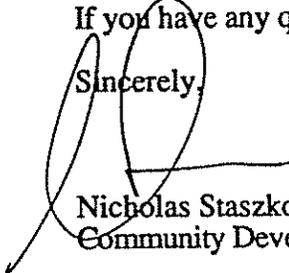
RE: City of Oldsmar Resolution No. 97-05 - Development Order - Tampa Bay Park of Commerce

Dear Mr. Taylor:

Enclosed please find a certified copy of City of Oldsmar Resolution No. 97-05, the Development Order for the Tampa Bay Park of Commerce Development of Regional Impact. This Resolution was adopted by the City Council on February 18, 1997.

If you have any questions or need additional information please do not hesitate to call me.

Sincerely,

  
Nicholas Staszko, AICP  
Community Development Director

c.c. Joel Tew, Esq., Tew, Zinober, Barnes, Zimmet & Unice  
David L. Powell, Esq., Hopping Green Sams & Smith, P.A.  
Julia Green, Executive Director, Tampa Bay Regional Planning Council  
Paul Castle, Development Services Director, Pinellas County  
Bruce T. Haddock, City Manager, w/o attachment  
Thomas J. Trask, City Attorney, w/o attachment

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

*Council-Manager Government*

RESOLUTION 97-05

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA, AMENDING RESOLUTION 96-16 TO AMEND, RESTATE, AND ADOPT A DEVELOPMENT ORDER FOR THE TAMPA BAY PARK OF COMMERCE DEVELOPMENT OF REGIONAL IMPACT, PURSUANT TO CHAPTER 380, FLORIDA STATUTES, PROVIDING FINDINGS OF FACT; PROVIDING CONCLUSIONS OF LAW; PROVIDING FOR GENERAL PROVISIONS, INCLUDING NAMING THE DEVELOPMENT AND IDENTIFYING THE DEVELOPER AND THE AFFECTED PROPERTY; PROVIDING FOR APPROVAL OF THE APPLICATION AND THE PIPELINING OPTION; ESTABLISHING THIS RESOLUTION AS THE DEVELOPMENT ORDER; PROVIDING FOR CONVENTIONAL REFERENCES, IMPERVIOUS SURFACE ALLOCATION, GOVERNMENTAL REVIEWS AND TRANSFER OF MAINTENANCE RESPONSIBILITIES; PROVIDING FOR AMENDMENTS, MONITORING, ENFORCEMENT AND PENALTIES; PROVIDING FOR AN ANNUAL REPORT; ESTABLISHING APPLICABLE RULES AND REGULATIONS; PROVIDING FOR CONDITIONS OF DEVELOPMENT APPROVAL INCLUDING A PHASING SCHEDULE, ONGOING RESPONSIBILITIES AND RE-ANALYSIS; PROVIDING FOR STORMWATER DRAINAGE, PUBLIC FACILITIES, OPEN SPACE, WILDLIFE, HAZARDOUS WASTE MANAGEMENT, ENERGY ISSUES, ARCHAEOLOGICAL RESOURCES, AIR QUALITY, HURRICANE EVACUATION, ENVIRONMENTAL PRESERVATION AND CONSERVATION, TRANSPORTATION AND TRANSPORTATION IMPACT FEE CREDITS; ESTABLISHING AN EFFECTIVE DATE AND DURATION; PROVIDING FOR SEVERABILITY; PROVIDING FOR RENDERING OF THE DEVELOPMENT ORDER AND FOR AN EFFECTIVE DATE OF THE AMENDMENT; PROVIDING FOR CONTINUING APPLICABILITY OF THE AMENDED DEVELOPMENT ORDER AND FOR THE STATUS OF PRIOR DEVELOPMENT ORDERS; ESTABLISHING THE STATUS OF THE HEADINGS.

WHEREAS, in June, 1984, Cypress Lakes Industrial Park, Limited (hereinafter referred to as "Developer"), Pinellas County and the Tampa Bay Regional Planning Council (TBRPC) executed an alternative review agreement in accordance with the provisions of Section 380.06(20)(b), Florida Statutes (F.S.) (1983), now Section 380.06(21)(b), F.S. (1986), agreeing to participate in the review procedures specified in that statutory provision and its implementing regulations for the Development of Regional Impact (DRI) known as the Tampa Bay Park of Commerce (TBPOC); and

WHEREAS, in accordance with that agreement, the Developer filed an Application for Master Development Approval and an Application for Incremental Development Approval for Phase I of that project with the Pinellas County Board of County Commissioners (Board) pursuant to the provisions of Section 380.06, F.S. (1986); and

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**CERTIFICATION**

I DO HEREBY CERTIFY THAT THIS IS A TRUE AND CORRECT COPY OF RESOLUTION 97-05 THE CITY OF OLDSMAR PUBLIC RECORDS.

[Signature]  
CITY CLERK

WHEREAS, in May 1985, the Board issued Resolution No. 85-264 granting Master Development Approval for the development of the Tampa Bay Park of Commerce, including development approval for Phase I of that project; and

WHEREAS, the Developer elected pursuant to the Alternative Review Agreement and the Master Development Order issued by the Board to file an Application for Development Approval (ADA) for all remaining aspects of the Tampa Bay Park of Commerce on November 26, 1986; and

WHEREAS, the ADA has satisfactorily addressed all issues of regional significance related to the mixed use office/research/warehouse/service center park to be located in Northeast Pinellas County; and

WHEREAS, the Board, as the governing body of the local government having jurisdiction pursuant to Section 380.06, F.S. (1986), was authorized and empowered to consider applicants for development approvals for development of regional impacts (DRIs); and

WHEREAS, the Public Notice Requirements of Section 380.06, F.S. (1986), have been satisfied; and

WHEREAS, the Board received and considered the report and recommendations of the TBRPC adopted on June 8, 1987; and

WHEREAS, the Board, on the 14th day of July, 1987, held a duly noticed public hearing on said ADA and heard and considered testimony and documents received thereon; and

WHEREAS, the Board approved Resolution No. 88-42 amending Resolution 87-266 pursuant to an appeal by the Department of Community Affairs (DCA); and

WHEREAS, the Board received a Notice of Proposed Change (NOPC) dated July 21, 1994, requesting amendments to the previously approved development orders; and

WHEREAS, in order to facilitate the conveyance of the real property constituting Phase IV to the Southwest Florida Water Management District (SWFWMD) for preservation and conservation purposes, as provided by that certain agreement between the Developer and the District, dated June 2, 1994, the development order was amended pursuant to a public hearing dated September 20, 1994, with the resulting Resolution No. 94-298 amending the development order so that the real property subject to the development order shall include only Phases I, II, and III as legally described in Composite Exhibit "A" to the Resolution No.

94-298. Phase IV, by action on that date, was released from the development order; and

WHEREAS, the City of Oldsmar (herein after known as the "City") annexed a portion of Phase I and all of Phases II and III of the Tampa Bay Park of Commerce, by agreement, on September 6, 1994; and

WHEREAS, said agreement requires the City Council of the City of Oldsmar to adopt a Development Order for the Project which substantively conforms to and incorporates the provisions of Resolution No. 87-266 of Pinellas County, as amended by Resolution No. 88-42, and as finally amended by Resolution No. 94-369 of Pinellas County; and

WHEREAS, the City has received comments and recommendations from interested citizens, County, State and regional agencies, as well as the developer; and

WHEREAS, in the interest of clarity, the City wishes to amend and restate the development order in its entirety;

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Oldsmar, Florida:

**SECTION I. FINDINGS OF FACT**

1.1. Developer submitted to Pinellas County, Florida, an ADA, as well as sufficiency responses.

1.2. The real property which is the subject of the ADA, as revised by the NOPC, is legally described as set forth in Composite Exhibit "A," attached hereto and made a part hereof by reference.

1.3. The proposed development is not located in an area of critical state concern as designated pursuant to Section 380.05, F.S. (1986).

1.4. All development will occur in accordance with this Development Order and application, as well as Pinellas County Resolution 85-264, to the extent that the previous resolution is not specifically superseded by the terms and conditions stated herein.

1.5. A comprehensive review of the impact generated by the development has been conducted by Pinellas County Administrator, the TBRPC, and other participating agencies.

1.6. All conditions precedent contained in Resolution 85-264 for commencement of construction have been satisfied except for

completion of the transportation improvements listed on page 17 of that resolution and those conditions specifically stated in this order. Pinellas County specifically found that the Developer has complied with the previous order and provided a sufficient environmental study, wastewater treatment plan, transportation system management plan and emergency preparedness and prevention plan except as otherwise noted in this Development Order.

1.7 The City Council of the City of Oldsmar, by annexation agreement approved September 6, 1994, agreed to adopt the provisions of Pinellas County Resolution No. 94-369 as its own development order for the Tampa Bay Park of Commerce.

## SECTION II. CONCLUSIONS OF LAW

2.1. Based upon compliance with the terms and conditions of this Development Order, provisions of the application as set forth in composite Exhibit "A", the reports, recommendations and testimony heard and considered by the City Council, it is concluded that:

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

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

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

2.2. In considering whether the development should be approved subject to conditions, restrictions and limitations, the City has considered the criteria stated in Section 380.06(14), F.S. (1986).

2.3. The City accepts the review by Pinellas County, TBRPC, and other participating agencies and interested citizens that indicated that impacts are adequately addressed pursuant to the requirements of Section 380.06, F.S. (1986), within the terms and conditions of this Development Order, and the application.

2.4. The ADA is approved subject to all terms and conditions of this Development Order.

2.5. The amendments incorporated herein do not constitute a substantial deviation to the conditions of the development order as adopted in Pinellas County Resolution 85-264 or Pinellas County Resolution 87-266 as subsequently amended by Pinellas County Resolutions 88-42, 94-298, 94-369, and City Resolution 97-05.

## SECTION III. GENERAL PROVISIONS

### 3.1 The Name of the Development and the Developer; Affected Properties

3.1.1. The name of this DRI development is the Tampa Bay Park of Commerce, hereinafter referred to as TBPOC.

3.1.2. The Developer is Cypress Lakes Industrial Park, Limited, hereinafter referred to as the "Developer", which can be located at "in care of Michael Swerdlow Companies, Inc., 200 South Park Road, Suite 200, Hollywood, FL 33021." The Developer agrees that its authorized agent shall be Theodore P. Stotzer, Vice President and General Counsel. Mr. Stotzer can be located at the above address. The Developer may change its address and authorized agent by notifying the City, TBRPC, and DCA in writing and such change shall not require an amendment to this Development Order.

3.1.3. Affected Properties -- The legal description set forth in composite Exhibit "A" is hereby incorporated into and by reference made part of this Development Order.

### 3.2 Status of ADA and NOPC

3.2.1. Both the ADA and the NOPC are approved subject to the terms and conditions of this Development Order. All provisions contained within the ADA marked Composite Exhibit "A" and of the NOPC shall be considered conditions of this Development Order unless inconsistent with the terms and conditions of this Development Order or Pinellas County Resolution No. 85-264, in which case the terms and conditions of this Development Order shall control.

3.2.2. Concurrent with the approval of this Development Order is the ratification of the 1988 approval of the pipelining option as set forth in subsection 4.13.3.

3.3 Establishing the Development Order -- As provided for in Section VIII, this Resolution, herein referred to as the Development Order, shall constitute the development order of the City of Oldsmar as previously adopted by Pinellas County Resolution 94-369.

### 3.4. Conventions

3.4.1. The definitions contained in Chapter 380, F.S. (1986), shall govern and apply to this Development Order.

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

**3.5 Impervious Surface Allocation** -- The total of all site plan development shall be in accordance with the impervious surface stipulation of forty (40) percent coverage, calculated on a basis of forty (40) percent of the gross acreage of the entire TBPOC. If this provision conflicts with other sections of this Development Order, this provision shall govern the amount and location of the total development.

**3.6. Governmental Reviews** -- Whenever this Development Order provides for or otherwise necessitates reviews or determinations of any kind subsequent to its issuance, the right to review shall include all directly affected government agencies and departments as are or may be designated by the City to review DRI applications as well as all governmental agencies and departments set forth under applicable laws and rules governing DRIs.

**3.7. Transfer of Maintenance Responsibilities** -- In each instance in this Development Order where the Developer is responsible for ongoing maintenance of facilities at the Tampa Bay Park of Commerce, the Developer may transfer any or all of its responsibilities to improve and maintain those facilities to an appropriate private body created to perform such responsibilities. Provided, however, that before such transfer may be effective, the body to which responsibilities have been or will be transferred must be approved by the City, or any other affected governmental agency, upon determination that the entity in question can and will be responsible to provide maintenance as required in this Development Order, which approval shall not be unreasonably withheld.

### **3.8 Amendments**

3.8.1. Development activity constituting a substantial deviation from the terms or conditions of this Development Order or other changes to the approved development plans or ADA which create a reasonable likelihood of additional adverse regional impacts, or any other regional impact not previously reviewed by the Regional Planning Council, shall result in further DRI review pursuant to section 380.06, F.S. (1986), and may result in the City ordering a termination of development activity pending such review.

3.8.2 The City agrees that the approved DRI shall not be subject to downzoning, unit density reduction, or intensity

reduction for the duration of this Development Order, unless it is demonstrated by the local government that:

- A. substantial changes in the conditions underlying the approval of this Development Order have occurred; or
- B. that the Development Order was based on substantially inaccurate information provided by the Developer; or
- C. that the change is clearly established by the local government to be essential to the public health, safety, or welfare.

3.8.3. Any revisions to the Development Order not addressed herein shall be subject to review by the TBRPC.

### 3.9. Monitoring and Enforcement

3.9.1. The City Manager of the City of Oldsmar (City Manager) shall be responsible for monitoring all terms and conditions of this Development Order. For purpose of this condition, the City Manager may rely upon or utilize information supplied by the TBRPC or any City department or agency, and including all state agencies such as SWFWMD, having particular responsibility over the area or subject involved. The City Manager shall report to the City Council, any findings of deviation from the terms and conditions of this Development Order. The City Manager shall issue a notice of such noncompliance to the Developer. If, in the judgment of the City Manager, the deviation is not corrected within a reasonable amount of time, or if the deviation is of such a nature that it cannot be corrected within a reasonable amount of time, or the Developer fails or is unable to pursue appropriate corrective action, the City Manager shall recommend that the City Council establish a hearing to consider such deviations and to take any action it deems necessary, in its discretion, reasonably exercised, to insure compliance with this Development Order including termination of further development.

3.9.2 In addition to the enforcement remedies provided in Chapter 380, F.S., the authorized representative, agents or employees of the City may enter and inspect any portion of the Property or improvements thereon, which are reasonably and customarily accessible to the general public, for the purpose of inspecting the same to determine whether a violation of this Development Order is occurring, or to verify achievement of compliance with the provisions of this Development Order. Inspections conducted pursuant to this section shall be limited to obtaining that information which is reasonably necessary for the above purposes and shall be conducted in such a manner as to not interfere with normal business operations or uses of the premises.

The owner or operator of the premises shall, upon request receive a report setting forth all facts found which relate to compliance status

3.9.3 Pursuant to Chapter 380.11, F.S., the state land planning agency, a state attorney and the City are authorized to bring an action for injunctive relief, both temporary and permanent, against any person or Developer found to be in violation of Chapter 380.06, F.S., rules and regulations thereunder, or this Development Order.

### 3.10. Annual Report

3.10.1. Due Date -- The Developer shall file an annual report in accordance with Section 380.06(15), F.S. (1986), and appropriate rules and regulations. Such report shall be due on July 14, 1987 and on the anniversary of that date every year thereafter until and including such time as all terms and conditions of this Development Order are satisfied.

3.10.2 Review -- The report shall be submitted to the City Manager, who shall after appropriate review, submit it for review by the City Council. The City Council shall review the report for compliance with the terms and conditions of this Development Order and may issue further orders and conditions to insure compliance with the terms and conditions of this Development Order. The Developer shall be notified of any City Council hearing wherein such report is to be resolved. Provided, however, that the receipt and review by the City Council shall not be considered as a substitute or a waiver of any terms or conditions of this Development Order.

3.10.3. Contents of Report -- The annual report shall contain:

A. The information required by the State Land Planning Agency to be included in the annual report, which information is described in the rules and regulations promulgated by the State Land Planning Agency pursuant to Section 380.06, F.S. (1986);

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

C. A statement listing all applications of incremental review required pursuant to this Development Order or other applicable local regulations which the Developer proposes to submit during the year immediately following submittal of the annual report; and

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

E. The annual report shall also contain all monitoring results and a discussion of those results.

1. Mitigation Areas -- This section of the report shall include reports on location and success of mitigation areas, water quality analyses and analysis of success of hydroperiod maintenance.

2. Water Quality -- The water quality analyses are to include those analyses of waters of the state ensuring that the conditions of subsection 4.3.5 are met as well as data generated from any monitoring required as a result of stormwater or wastewater treatment plant operational permits.

3. Hazardous Materials

a. The environmental section of the annual report shall also include an analysis of hazardous material usages and provisions implemented to meet the conditions of subsection 4.7.

b. The environmental section of the annual report must be promulgated annually until two years after the final certificate of occupancy has been issued. Where state-generated permits require monitoring for a period in excess of this timeframe, copies of those monitoring results must be forwarded to the City concurrently with the submittal to the permitting agency.

4. Transportation -- Any monitoring on transportation issues required under this Development Order.

F. Where ongoing monitoring has indicated that a problem or potential problem exists, the City shall be notified immediately and appropriate corrective measures enacted.

3.11. Applicable Rules and Regulations -- The provisions of this Development Order shall not be construed as a waiver of or exception to any rule, regulation, or Resolution of Pinellas County or the City of Oldsmar, its agencies or commissions. To the extent that further review is proposed for in this Development Order or required by the City site plan review, said review shall be subject to all applicable rules, regulations and Resolutions in effect at the time of the review.

## SECTION IV. CONDITIONS OF DEVELOPMENT APPROVAL

### 4.1. Phasing Schedule.

4.1. Phasing Generally -- The development of the TBPOC is generally described in phases using square footage and start and end dates for each phase as set forth on the phasing schedule attached hereto as Revised Exhibit "B." In the previous development order, Pinellas County Resolution No. 85-264, the phasing schedule was included as Exhibit 2. The development of Phase I has been delayed as a result of the various regulatory approval processes. The Developer has also agreed to convey all 169.9 acres of Phase IV to the SWFWMD for preservation and conservation purposes, so development is not planned for and will not be undertaken in that area pursuant to this development order. Consequently, construction in Phase II and subsequent phases project will be concomitantly affected.

4.1.2. Phasing Flexibility -- The Developer has represented in the ADA that actual development within the TBPOC will progress on the site consistent with on-site availability of public services and facilities as well as market conditions. Therefore, the development phase information provided was presented for planning purposes, so the sequential progression of development need not be limited to the geographic boundaries of the phases as depicted in the ADA and Revised Exhibit "B" however, the development of square footages will be bound to the timeframes in the Revised Exhibit "B".

4.1.3. Re-allocation of Square Footage -- In the event the specified square footage for a specific phase is not constructed within that geographic planning unit, that square footage may be transferred within the boundaries of the areas identified as Phases I, II, and III. In no event will this transfer of square footage result in an increase beyond the projected 2,545,000 square foot total contained in revised Exhibit "B". To the extent development within a phase does not reach the specified square footage, all nontransportation exactions and conditions will continue to be based on the amount of square footage actually constructed. Transportation exactions and conditions are addressed in section 4.13 of this Development Order.

### 4.2. Ongoing Responsibilities and Re-analysis

4.2.1. For purposes of this Development Order TBPOC shall be considered complete upon the issuance of the final certificate of occupancy. This consideration of completeness shall not relieve the Developer of the responsibilities of the annual report as stated in Section 3.10 nor the responsibility to complete monitoring required as conditions of any permit. Any significant

departure in TBPOC buildout from the phasing schedule set forth in Revised Exhibit "B" as it relates to square footage shall be subject to a substantial deviation determination pursuant to Section 380.06(19), F.S. (1986).

4.2.2. Any time during the life of this Development Order, the Developer may submit traffic analyses or other data justifying a reduction in the impact from this development as a consequence of a reduction in the size of the actual development undertaken. If such a reduction in TBPOC's impacts is substantiated, the Developer shall be eligible for a pro rata or corresponding reduction in the required exactions or other estimated fair share contributions, unless the Developer has elected and Pinellas County has accepted and notified the City of the election, to mitigate up-front the transportation impact of TBPOC through the pipelining option.

4.3. Stormwater System/Drainage -- The stormwater system for the TBPOC shall be designed and constructed in accordance with the design guidelines of the SWFWMD, Florida Department of Environmental Protection (DEP), the City of Oldsmar, and the criteria contained on page 113 of the stormwater and lake systems maintenance and design guidelines (Areawide Water Quality - A Management Plan for the Tampa Bay Area, Tampa Bay Regional Planning Council, 1978).

4.3.1. Design Criteria -- The design criteria of the system shall include the following elements:

A. 30 to 50 percent of the surface area of the detention pond at the normal water level (NWL) shall consist of a shallow vegetated littoral shelf.

B. The littoral shelf can be incorporated into the pond bank, wherever possible near the pond outlet, to provide a final polishing treatment for the stormwater. As an alternative, the littoral shelf can be established on a shallow submerged island in the middle of the pond.

C. A sediment sump shall be provided at all influent pipes to accumulate sediment and to provide easy access for sediment removal.

D. The littoral shelf, if located along the pond bank, should have side slopes no greater than 4:1 with the top of the shelf NWL and sloping to a depth of three feet or less.

E. The littoral shelf shall be variegated with a diverse group of native species which can include "Sagittarai, pickerelweed, juncus, water lilies, cypress," etc. These species aid in

nutrient and heavy metal uptake as well as enhancing the pond by providing blooming flowers and presenting a more natural appearance.

F. A copy of an operation and maintenance schedule for the detention areas, mitigation areas, and other excavated water bodies shall be prepared by the Developer and submitted to the City with the first annual report submitted after the approval of this Development Order. The operation and maintenance schedule shall include an estimation of the frequency of sediment removal operation, need or periodically removing dead or nuisance aquatic vegetation and the need for possibly revegetating with desirable plant species. An annual update of the operation and maintenance schedule showing compliance with its terms and any applicable permit conditions shall be included in the annual report.

4.3.2. Design, Construction and Maintenance -- The proposed stormwater management system shall be designed and constructed, and maintained to meet or exceed Chapter 17-25, Florida Administrative Code (F.A.C.), and Rule 40D-4, SWFWMD standards, and the stormwater management system shall be approved by the SWFWMD prior to the development of each tract. This requirement is not intended to supersede normal Pinellas County or City of Oldsmar Land Development Code drainage requirements.

4.3.3. SWFWMD Permitting/Exemption -- Prior to final plat approval for an individual site or detailed site plan approval, the Developer shall submit to the City a copy of the SWFWMD stormwater discharge permit or exemption.

4.3.4. Floodplain -- The elevation of all habitable structures shall be at or above the 100-year base flood elevation as required by the Federal Flood Insurance Program.

4.3.5. Nondegradation Policy -- In order to protect the water quality in Double Branch Creek and other waters of the state, there shall be no degradation of state water quality standards from stormwater exiting the site.

#### 4.4. Public Facilities

4.4.1. Solid Waste -- The collection, transportation and disposal of solid waste is controlled by City ordinance and shall take place in accordance with the terms of said ordinance.

4.4.2. Wastewater Treatment -- The following wastewater treatment and disposal conditions shall apply:

A. Assurance of adequate wastewater treatment and disposal capacity for the development shall be provided prior to approval

of vertical construction of each phase of this development. In providing this assurance, it should be verified that:

1. Wetlands are not being adversely impacted as a result of any on-site wastewater treatment and effluent/sludge disposal;

2. The groundwater in the vicinity of the site is not being degraded; and

3. Operational Compliance -- Any existing on-site wastewater treatment plant(s) and effluent sludge disposal systems are and have been operating in compliance with state and local regulations.

4. No building permit shall be issued without documented assurance from the DEP, City of Oldsmar (City), if applicable, Pinellas County that acceptable and sufficient wastewater treatment capabilities and sufficient effluent and sludge disposal facilities are available.

B. Any interim wastewater treatment plant constructed to serve the development shall be designed to applicable state and local standards. Upon utilization of an alternative treatment source, the on-site facility shall be dismantled or incorporated into the overall system.

C. The Developer shall demonstrate that the proposed development is consistent with applicable DEP regulations or with the completed wasteload allocation study for Tampa Bay, if applicable.

D. Industrial wastewater shall be pretreated prior to entering the wastewater stream, if necessary to meet DEP standards or City of Oldsmar standards.

E. Any proposed change to the wastewater treatment plan submitted concurrent with the ADA shall be subject to a determination whether it is a substantial deviation pursuant to Section 380.06(19), F.S. (1986).

#### 4.4.3. Potable Water

A. Conservation -- The Developer shall propose water conservation measures to be utilized within the development, such as a secondary "gray water" system. At minimum, nonpotable water for landscape use shall be provided from on-site shallow wells, sewage effluent or stormwater runoff retention facilities. The entity responsible for operation and long-term maintenance of these measures shall be the Developer, its heirs or assigns.

B. Concurrency -- No building permit shall be issued without an approved, permitted potable water distribution system with available capacity for that portion of the building construction. Approval shall be obtained from all appropriate local and state agencies.

C. Water Service Provider -- The County will provide and the City will distribute water service to the TBPOC on the following terms and conditions:

1. Water Connection Design and Construction -- The Developer shall design, construct and install, in accordance with prevailing City design criteria and subject to prior City inspection and approval, all on-site improvements required by the City to connect the development to the City water system. [ On-site improvements shall be defined as all water facilities, including but not limited to, all lines, mains, equipment, improvements, easements, right-of-ways or utilities, located within the development, including all water mains, up to and including water meters. ]

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

D. Nondegradation Policy -- In order to protect the water quality in Double Branch Creek and other waters of the state, there shall be no degradation of Chapter 17-3, F.A.C. (1987) water quality standards from wastewater effluent leaving the site.

E. Groundwater Protection

1. All excavations, for borrow pits and retention ponds must be reviewed and approved by the City and must include soil boring data.

2. The Developer must execute an agreement with Pinellas County deeding deep aquifer rights to Pinellas County so that the capacity of the wellfield can be assured.

#### 4.5. Open Space

4.5.1. The Developer, his assigned agent or successor, shall be responsible for the maintenance of all open space/recreational areas and landscaped areas within the development.

4.5.2. Those portions of the stormwater drainage system and retention and detention ponds not dedicated to the City or Pinellas County shall remain the responsibility of the Developer, his assigned agent or his successor.

4.5.3. The Developer or his successor shall be responsible for the operation and maintenance of all on-site wells and landscape irrigation systems. The Developer shall be required to utilize either shallow on-site wells, pumping from retention areas or acceptance of nonpotable water for open space and landscape irrigation. The Developer shall utilize water-saving devices and native vegetation shall be used in landscaping wherever feasible or where required by City ordinance.

4.6. Wildlife -- In the event that any endangered or threatened species as defined in Rule 39-27.003-.004, F.A.C., are observed frequenting the TBPOC site for the purpose of feeding, nesting or brooding, the Developer shall notify the City, and immediately institute appropriate mitigation measures to avoid harm to the species. Mitigation measures shall be undertaken in cooperation with the Florida Game and Fresh Water Fish Commission and Pinellas County.

4.7. Hazardous Waste -- Separate hazardous waste collection/transfer facilities within the TBPOC shall be provided by individual tenants based on deed restrictions or leases. These areas shall be clearly marked and/or colored so as to clearly distinguish the areas intended for hazardous waste and materials. [ Hazardous wastes are those substances and materials defined in Section 403.703(21), F.S. (1986), and listed in Title 40 Code of Federal Regulations (C.F.R.) Part 261. ]

4.7.1. The Developer shall provide all TBPOC business information that:

A. Indicates types of wastes and materials that are considered to be hazardous and are to be stored or disposed of only in specially designated containers/areas;

B. Indicates the location of the specially designated hazardous waste and material containers/areas; and

C. Advises of applicable statutes and regulations regarding hazardous waste and materials at the time of purchase or lease.

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

4.8. Energy -- The energy conservation measures described in the application shall be instituted by the Developer.

4.9. Archaeological Resources -- The disposition of any archaeological resources discovered during TBPOC construction shall be reported to and the disposition shall be determined in cooperation with the Florida Division of Archives. All identified archaeological sites shall be subjected to an investigative excavation as approved by the Division of Archives. The data and artifacts recovered shall be reported to the Division of Archives prior to land-clearing for construction in those specific areas.

4.10. Air Quality -- The measures designed to reduce air emissions referenced in the application shall be required.

4.10.1. Fugitive Dust -- The Developer shall, as a means of reducing fugitive dust, accomplish the following:

A. Undertake periodic cleaning of dirt during the construction on paved roads adjacent to the site or as required by grading permit.

B. Wherever possible, use selective clearing to allow natural seeding to stabilize the disturbed soil and berms to minimize wind erosion.

C. Water all dirt roads as necessary.

D. Developed paved roads as soon as practicable.

E. Stage clearing of lands within development areas to reduce land opened and exposed to windy conditions.

F. Undertake watering and spraying at all stages of clearing to insure dust control.

G. Undertake mulching, seeding, and sodding as soon as possible after final grading is completed.

H. Undertake progressive development of roadways, landscaping and buildings for purposes of reducing fugitive dust emissions.

4.10.2. Air Quality Analysis -- Prior to initiation of vertical construction beyond the 200,000th square foot of building space, for this TBPOC, the Developer shall provide to Pinellas County, for review and approval, with notice to the City of Oldsmar, a comprehensive air quality analysis for impacts expected in each phase as outlined. The analysis shall be of a scope and format to be mutually agreed on by the Developer and Pinellas County. There are numerous methods for conducting this analysis. Should the parties agree to the carbon monoxide modeling analysis or a comparable yet less costly analysis, all models, receptor siting, and other assumptions used should be consistent with the following criteria:

A. Certain representative links or intersections presently operating or projected to operate at LOS E or F during any year, up to and including the final buildout year for each phase to which the TBPOC contributes 5% or more of peak hour traffic volume as listed in the ADA, provide estimated worst-case carbon monoxide concentration. The Developer shall provide build and no-build alternatives for each phase of the TBPOC under existing conditions and also under mitigated conditions if the receptor projects an exceedance of the National Ambient Air Quality Standards due to TBPOC-generated emissions. The Developer will demonstrate compliance using certain representative intersections or links that are indicative of worst-case concentrations. Factors to be considered in determining worst case include traffic volume, V/C ratios, vehicle speeds, and receptor location. Links abutting analyzed intersections may be excluded.

B. All assumptions, except receptor siting, should be consistent with DEP's interim guidelines for evaluating the air quality impacts of indirect sources of carbon monoxide emissions unless other parameters are specifically authorized.

C. Traffic volumes must be those peak-hour traffic volume forecasts projected in the ADA unless volume projections have significantly changed, and include all other existing indirect sources and those approved for or under construction in the study area during build-out of the relevant phase.

D. The acceptable overall persistence factor is 0.6 (0.8 meteorological x 0.75 traffic). This factor is to be used to convert one-hour concentrations to eight-hour values unless another per-distance factor is developed by site-specific wintertime monitoring in accordance with a pre-approved monitoring plan.

E. Analysis Report -- To be complete, the analysis report must include the following information:

1. One-hour and eight-hour ambient carbon monoxide concentration that will result from the TBPOC's implementation. Estimates should be made for ambient carbon monoxide levels expected at the completion of each phase of the TBPOC, employing both build and no-build alternatives. These estimates should be presented in tabular format.

2. Include a detailed description of the analysis techniques and assumptions used. The County recommends MOBILE5a, or the most currently approved version/release of same to determine emission factors, and CALINE3 or any subsequently approved version/release of same to model line sources; and the most currently approved version/release of CAL3QHC or TEXIN to model intersections in accordance with the DEP interim Guidelines for Evaluating Carbon Monoxide Impacts of Indirect Sources.

3. Provide a location map to identify receptors.

4. For any receptor projecting an exceedance of the one-hour or eight-hour carbon monoxide standard due to TBPOC-generated traffic, identify what measures could be taken to minimize and mitigate adverse impacts and what concentrations would result from implementation of the mitigation.

5. Include a list of the links and intersections analyzed. Provide a location map to identify these sources.

6. Include a list of highway capacities and traffic volumes used for the analysis. These should reflect funded improvements, improvements planned by the Developer and traffic from all other existing sources, sources approved for construction, and sources under construction in the study area during the analysis period.

4.10.03. Exceedances -- If exceedances of the ambient carbon monoxide standard due to traffic generated by the development are indicated by the analysis, the Developer shall provide to Pinellas County, for review and approval, a mitigation analysis which identifies measures that will abate those adverse impacts. The Developer shall provide its fair share contribution to the funding of structural mitigation measures. If nonstructural mitigations such as flex time, compressed workweeks, car or van pooling, or other such measures are proposed, the Developer shall include enforceable provisions that will assure occupant compliance with these measures. The mitigation analysis shall be of a scope and format to be mutually agreed on by the Developer and Pinellas County. Upon a determination by Pinellas County that mitigation

measures are required Pinellas County will notify the City. Prior to the City issuing further certificates of occupancy for this TBPOC, the mitigation analysis must be completed and all identified nonstructural mitigation measures must be in place and the Developer's fair share contribution to identified structural mitigation measures paid, unless otherwise satisfied through pipelining.

4.10.4. Congestion Management -- The Developer shall design the development so as to reasonably minimize vehicle congestion and queuing problems at ingress/egress points and along internal circulation routes.

4.11. Hurricane Evacuation -- The Developer shall promote awareness of and shall cooperate with local and regional authorities having jurisdiction to issue hurricane evacuation orders. The Developer shall further implement and comply with the emergency preparedness and prevention plan submitted concurrent with the ADA. In addition, the Developer shall coordinate with the Pinellas County Director of Civil Emergency Services as to the feasibility of designating buildings within the TBPOC Development, as public hurricane evacuation centers to shelter the residents of the more vulnerable areas and provide this information to the City.

4.12. Environmental Preservation and Conservation

4.12.1. ADA Requirements -- The Developer shall abide by the preservation/conservation delineations and constraints indicated in Figure 4-1 of the ADA.

4.12.4 2. Wetland Protection -- In order to protect the natural values of wetland areas, the following shall be required except as otherwise permitted by agencies having permitting jurisdiction, provided the City has reviewed such permit requests:

A. No substantial hydroperiod alterations shall be permitted in the conservation (C-1) or preservation areas depicted in Figure 4-1. Natural annual hydroperiods, normal pool elevations and seasonal high-water elevations shall be maintained, as well as hydrologic connections between on-site and off-site wetlands.

B. The Developer shall provide adequate natural buffering, if necessary, around preservation/conservation areas to provide an upland transition into the wetland areas and to protect the natural systems from development impact.

C. No substantial dredging, filling or development activities will be allowed within the preservation areas. Activities within the C-1 conservation areas as depicted in Figure 4-1 and buffer

zones, if any, shall be limited to stormwater management and other similarly unobtrusive structures.

D. Substantial dredging and filling of C-2 conservation areas in accordance with Figure 4-1 will be avoided wherever practicable.

#### 4.12.3. Wetland Mitigation

A. All wetland losses shall require one-to-one acreage replacement as shown in Figure 4-1, resulting in at least 112.4 acres of undisturbed wetland and mitigation areas. Mitigation for wetland losses shall be implemented concurrent with the construction activities resulting in the wetland loss.

B. All mitigation monitoring reports and data shall be submitted to the City as part of the annual report.

#### 4.12.4. Upland Vegetation

A. The Developer shall comply with the standards of the Oldsmar Land Development Code, Article XII, in effect as of the date of this Resolution.

B. The 6.8-acre hammock (or an equivalent City of Oldsmar-permitted substitution) northwest of the Florida Power Corporation substation and the hammock south of the East-West Connector Road (as described in section 4.13.3.C) along the east property line shall be preserved so as to insure their continued natural function and value.

4.12.5. Environmental permits issued for activities in Phase III as depicted in Figure 4-1 of the ADA shall provide for monitoring provisions no less stringent than those in existing environmental permits for this TBPOC.

#### 4.13. Transportation

4.13.1. In Pinellas County Resolution 85-264, the Developer's estimated fair share contribution for the first 780,000 square feet of development (Phase I) was calculated to result in an obligation of \$395,250. This fair share contribution was calculated in accordance with Exhibit 1 based on the prior development order, and the road improvements required in accordance with that fair share contribution were listed in that exhibit. In addition, the prior development order limited the issuance of building permits to 250,000 square feet until such time as seven specifically described improvements were accomplished. (See page 17 of Resolution 85-264). Since that time, various capital improvement programs have been initiated,

and the Developer has satisfied \$105,000 of the \$395,250 fair share obligation. The Developer's submission of \$105,000 towards an environmental assessment as part of the comprehensive transportation analysis of SR 584 was approved by Pinellas County on August 15, 1986. In providing the \$105,000 contribution, (of which \$11,150 has been credited toward the Pinellas County Transportation impact fee payment to General Datacom Industries), the Developer satisfied the requirement contained in Pinellas County Resolution 85-264 that \$58,800 be utilized toward SR 584 preliminary engineering; it deleted the \$30,000 intersection improvement specified for Race Track Road and Douglas Road; and it reduced by \$16,200 the intersection improvement on SR 580 and Memorial Highway. Consequently, the prior square footage limitation was rescinded, the previous fair share contribution was superseded and the Developer shall receive building permits for up to 780,000 square feet of development within the TBPOC site by completing the following improvements and providing the following transportation data:

A. Improvements to be Completed

<u>Intersection</u>	<u>Improvements Required</u>
1. McMullen-Booth/SR 580	Shared Northbound/through right turn lane (fair share cost \$46,000).
2. Gim Gong/SR 584	Signalize the intersection when warranted eastbound and westbound through lanes (fair share cost \$50,900)

B. Data to be Provided

1. Confirmation of Findings -- Before building permits are issued for any development in excess 250,000 square feet, the Developer shall provide transportation data consistent with Pinellas County criteria which serves to affirm the findings in pages 18 and 19 Pinellas County Resolution 85-264 for Phase I, which are adopted here by reference.

2. Transportation System Management (TSM) Plan

a. Development and Annual Update

(1) The TSM Plan shall be developed in cooperation with the Florida Department of Transportation (FDOT), the Pinellas County Metropolitan Planning Organization (MPO), Pinellas Suncoast Transit Authority (PSTA), TBRPC and provided to the City. This

program shall seek to implement, and will be measured by, the TSM objectives and policies set forth in the Pinellas County MPO Transportation Planning Process, as mandated in 23 C.F.R. 450, the Metropolitan Planning Rule.

(2) The TSM analysis provided on November 26, 1986, shall now be updated annually beginning on the first year anniversary date of this Development Order rather than after receipt of certificates of occupancy for the first 100,000 square feet of development as previously stated. The TSM analysis may be submitted as part of the annual report. The City shall provide a copy of the annual report to Pinellas County for the purpose of TSM monitoring.

b. Report Contents

(1) This TSM analysis shall report the success of the diversion of vehicle trips from the PM peak hour as well as the achieved mode split percentage.

(2) The TSM report shall include an annual assessment of the actual achievement of vehicle trips diverted from the peak hour as a result of the success of the TSM techniques, public transit activity, private paratransit, worker flextime ride-sharing and other traffic demand management measures, as appropriate.

(3) The annual report shall serve to affirm the findings of the original ADA and will be submitted to the City for review and TBRPC for review and approval. The City shall forward a copy of the report to Pinellas County for its review and approval.

c. Substantial Deviation Determination

(1) Substantial Deviation -- If the annual report indicates that the total trip diversions are less than half the projected diversion of vehicle trips from the PM peak hour, Pinellas County shall require the City to conduct a substantial deviation determination pursuant to subsection 380.06(19), F.S., and amend the Development Order to change TSM objectives and/or require additional roadway improvements.

(2) Development Order Amendments -- The results of the TSM study may serve as a basis for the Developer or reviewing agencies to request Development Order amendments.

4.13.2. Phasing Option -- As a result of the election of the pipelining option, the phasing option approved under the prior development orders is eliminated.

### 4.13.3. Pipelining Option

A. Election Subject to Approval -- In lieu of securing funding commitments for the improvements specified in Exhibits "G," "H," and "I," the Developer has elected, with Pinellas County approval, to mitigate the TBPOC transportation impact through a pipelining option as described in 4.13.3. of this Development Order.

B. Pipelining Conditions -- The Developer shall comply with the following provisions of this Development Order as specified below:

1. Pipelining Candidates -- The roadway improvements to be pipelined are identified in the Development Order and shall:

a. Be selected from the list of improvements to existing or proposed regional transportation facilities identified in the Exhibits "G," "H" and "I" of this Development Order; and

b. Be consistent with MPO long range plan, and the Transportation Element of the Pinellas County Comprehensive Plan, sector 2 traffic circulation plan; and

c. Be acceptable to Pinellas County and with review and comment by the City of Oldsmar, MPO, FDOT and TBRPC.

2. Fair Share Amount -- The Developer's fair share pipeline contribution shall be equal to or exceed the amount calculated pursuant to the DCA Transportation Policy Rule. The schedule of estimated fair share amounts as described in Exhibit "C" attached hereto and by this reference made a part hereof reflects the Developer's estimated fair share amount for off-site road improvements associated with this project TBPOC.

### 3. Consequences from Pipeline

a. The Developer's proportionate fair share contribution of the total costs of the improvements set forth in Exhibit "C" for Phases II-III beyond the first 780,000 square feet of the TBPOC has been determined to be \$4,475,637. The expenditure of \$4,674,772 consistent with the provisions of this Development Order is the amount anticipated to be necessary to design and construct the TBPOC Segment described in Exhibits "D", "E", and "F".

b. The \$4,674,772 represents an amount greater than 100% of the TBPOC's total fair share contribution of \$4,475,637, which is calculated in Exhibit "C". Consequently, compliance with the pipeline mitigation measures described in this Development Order

for Phases II-III are found to authorize construction of 1,765,000 square feet of total development and it fully satisfies and discharges the Developer's transportation requirement for that amount of additional development.

#### 4. Transportation Impact Fee Credits

a. General Limitations -- The Developer shall receive credit against Pinellas County Transportation Impact Fees pursuant to law. In accordance with DCA and TBRPC rules and policies, credit against the Developer's fair share contribution will only be granted for off-site improvements. Hence, credit for the Developer's construction and right-of-way dedication will be granted for performance in excess of local site plan requirements.

#### b. Credits Allowed

- (1) Subject to review and approval by the County of appropriate financial records, the Developer shall receive full credit as allowed by Pinellas County for the cost of any right-of-way, engineering and design, or construction of any transportation improvements required to mitigate the impacts of this project, over and above those expenditures which would have been necessary for this project's sole benefit, if such credits are in accordance with the Pinellas County Impact Fee Ordinance.
- (2) The construction, design and donation of right-of-way specified in this order results in an off-site contribution of \$2,833,110. Subject to the verification procedures of subsection C below, the sum of \$2,833,110 shall be credited against any present or future transportation impact fee assessments pursuant to Pinellas County Ordinance No. 86-43, as amended. The resulting transportation improvements are hereby deemed by the County to be related to off-site facilities which are not otherwise necessary to provide safe and adequate services to the development. In exchange for dedication of the development right-of-way specified in this order, and such right-of-way can be obtained from the land which is the subject to this order, the Developer shall receive full credit for the fair market value of the land so provided, pursuant to subsection 4.13.3.B.4., against the agreed upon maximum Developer

contribution of \$4,475,637 and Pinellas County Ordinance 86-43, as amended.

c. Credit Verification

- (1) Verification of the creditable nature of expenditures shall be based upon a reasonableness standard for such expenditures on engineering, design or construction costs. Verification shall not be unreasonably delayed or withheld by the County.
- (2) Right-of-way cost and credit has been calculated based upon an estimated value of \$200,000 per acre, as provided by the Developer. Final acceptance of this figure will occur pending the results of appraisals as required by Pinellas County procedures. Verification of the credits due for the conveyance of real property shall be determined by the simplified appraisal procedure in the following subsections (a) and (b):
  - (a) The County and the Developer will each select one firm to appraise the property conveyed. The appraisers shall use as comparable sales only arm's length transactions between unrelated third parties and shall assume that the property being appraised may be used for the highest and best use using standard appraisal techniques. The appraisals shall be exchanged simultaneously by the County and the Developer.
  - (b) Pursuant to Pinellas County Resolution 94-369, the appraisers' charges shall be paid by the County. The average of the two appraisals shall be accepted as binding on the parties except in the case of patent error or a variance such that the higher appraised value exceeds the lower appraised value by more than one hundred and twenty percent (120%) or more. If such a variance exists between the two independent certified appraisals, and unless the County and the Developer otherwise agree to a different process, then either a third independent certified appraisal or an independent certified review appraisal shall be obtained. The

third appraiser or review appraiser shall be selected by the two appraisers. The average of the two closest appraisals shall be accepted as binding upon the Developer and the County. The Developer and the County recognize and accept the funding restrictions set forth in Sections 129.07, 129.08, and 129.09 F.S. (1993), the regulatory restrictions of the County's transportation impact fee ordinance, and of the County and MPO's long-range plan which may affect the County's obligations, if any, hereunder.

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

e. Credit Offset -- Impact fees payable incident to existing structures as of August 19, 1994, within the Development total \$87,534.00. Once the Developer's Proportionate Share has been satisfied either by payment or a combination of payment and conveyances, and prior to the utilization of any impact fee credits earned, the Developer's credit shall be subject to a one time reduction in the amount of \$87,534.00.

f. Impact Fee Utilization

- (1) Impact fee credits shall be available for use once the expenditures are verified as creditable. Such credits shall be utilized only incident to construction within the TBPOC by the Developer, its affiliates, or authorized successors and shall be utilized based upon the impact fee schedule in effect as of the date of utilization of the credit. Impact fee credits shall be exhausted before impact fee payments will be payable incident to construction within the TBPOC.
- (2) Pursuant to Pinellas County Resolution 94-369, and except as provided in subsection 4.13.3.B.4.c.2.f(3) below, the County shall issue transportation impact fee credits only to the Developer, or its affiliates, or authorized successors and only for construction within the

Development. In order to receive such credits, the Developer shall notify the County Administrator or his designee, in writing, of the dollar value of the credit being taken and the specific property to which the credit is to be applied.

- (3) Transportation impact fee credits shall be assignable by the Developer, at the Developer's sole discretion, for use by persons or entities developing land within the Development. Any such person or entity must provide evidence of such assignment to the County Administrator or his designee, in order to receive any credit against transportation impact fees. The Developer is responsible for keeping the County Administrator or his designee informed, in writing.
- (4) In the event transportation impact fees exceed the credits available, the Developer, or another person or entity developing property within the TBPOC, shall be responsible for paying the transportation impact fee in effect at the time of permitting.

5. Monitoring Program -- At Pinellas County's request, the Developer shall institute a monitoring program to provide peak hour and daily traffic counts at the TBPOC entrance to verify that the projected number of external trips found in the ADA has not been exceeded. The County may request that monitoring occur at any time through the buildout of the TBPOC. The results of this transportation study may serve as the basis for the reviewing agencies to request Development Order amendments. All transportation information submitted to Pinellas County pursuant to this Section shall be provided to the City and to the TBRPC.

6. Transportation Systems Management (TSM) Program -- The Developer or its assigns shall participate in a TSM Program in cooperation with FDOT, the Pinellas County MPO, PSTA and TBRPC. This program will be measured by the TSM objectives and policies set forth in the Florida Transportation Plan.

### C. Pipeline Implementation

#### 1. Pipeline Candidate

a. Optimal Benefit -- The construction of the TBPOC segment of the East-West Connector Road is one of the major improvements listed in Exhibits "G" and "C" and is specifically

calculated and is hereby deemed to optimally benefit the regional roadway network which will be substantially impacted by the proposed development.

b. Basis for Selection -- The selection of this mitigation/curing mechanism is based upon the TBPOC's impact on regional transportation facilities, the substantial public benefit to be gained by accelerating the design, construction, and use of this major public facility, the savings in direct and administrative costs associated with construction of this major public facility, and its consistency with the TBRPC and DCA policies regarding pipelining transportation improvements. The accelerated construction and design of the TBPOC segment of the East-West Connector Road and the provision of right-of-way needed to expand this road are fully consistent with the TBRPC and DCA pipeline policies, and have been deemed an appropriate mitigative measure by the FDOT and the MPO.

2. Pipeline Obligation -- The Developer has begun and shall diligently pursue to completion the design and construction of the TBPOC segment of the East-West Connector Road as described generally in Section 4.13.3.C.1.a. (TBPOC Segment). Design and construction shall be in cooperation with the developers of the Forest Lakes DRI (or the County) and the Cypress Lakes DRI. The TBPOC Segment shall be built to the applicable Pinellas County and FDOT standards. The East-West Connector Road consists of that regionally significant facility extending from the north intersection of Forest Lakes Boulevard with State Road 584 to Race Track Road, as shown in Exhibits "D" and "E."

a. Design -- The Developer shall design the TBPOC Segment, under the standards required and set forth in Exhibits "D," "E" and "F."

(1) Length -- The TBPOC Segment shall extend from the TBPOC's western property boundary to Race Track Road. The TBPOC Segment includes approximately 1,200 feet east of the TBPOC property line.

(2) Design Concept -- As depicted in Exhibits "D" and "E," the road shall be designed as a six-lane urban enhanced arterial with limited curb and median openings.

(3) Roadway Alignment -- The alignment for the TBPOC Segment will be designed by the Developer using a 45 to 65 MPH design speed or other design speed approved by the County and a high priority to avoid major environmentally sensitive areas.

- (a) Exhibits "D" and "E" depict both the East-West Connector Road and the TBPOC Segment alignments, the median and curb cuts, intersections, detention pond locations and proposed typical sections. It is recognized that the general alignment and pond locations depicted in Exhibit "D" are subject to movement as the design is completed. All right-of-ways and pond sites ultimately to be dedicated to the County shall comply with the ultimate locations depicted on the final design plans.
- (b) The Florida Power Corporation railroad crossing near Race Track Road will be an at-grade crossing for the two-lane construction phases due to the infrequent use of these tracks. The six-lane design may include a railroad overpass, however, the Developer will not provide this component of the design.
- (c) Drainage will be designed by the Developer for the ultimate six-lane divided enhanced arterial configuration. During construction of the initial phase, roadway drainage may be conveyed by open ditches to detention ponds, and be designed and sized for the final six-lane roadway.

(4) Intersection Design -- The Developer will provide the design for an intersection of the two-lane East-West Connector Road at Race Track Road.

- (a) The design phase will be a six-lane divided arterial section with one six-lane intersection within the TBPOC and right-of-way reserved to accommodate one grade separated interchange at this location in the future as depicted in Exhibits "D" and "E."
- (b) However, the Developer is only obligated to provide preliminary design and engineering sufficient to determine right-of-way limits for the grade

separated interchange. The Developer is not obligated to construct the interchange.

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

3. Coordination of Design with the County -- The Developer will coordinate the two-lane and six-lane design of the arterial with the Pinellas County Engineering Department and will provide plans for 30%, 60%, and opportunity for final reviews by the County. The Developer shall complete the design to 100% no later than one year after the effective date of Pinellas County Resolution 94-369. In order to expedite the construction of the initial phase, Pinellas County will provide plan review within 14 days of submittal. This review will not result in changes to the design specifications contained in this Development Order or the exhibits attached hereto without the approval of the Developer.

4. Right-of-Way for the East-West Connector Road -- The dedication of any right-of-way or real property for ponds or easements for sidewalks, utilities or sideslopes shall be free of charge to the County but with transportation impact fee credits as provided for in subsection 4.13.3.B.4. All conveyances shall be by statutory general warranty deed unless and to the extent that this requirement is waived by the Board, in their sole discretion. The Developer shall provide good marketable title free of encumbrances and liens to the satisfaction of the County. The Developer shall be responsible for the costs of any title insurance.

a. Conveyance of Right-of-Way

- (1) The Developer will provide 133 feet of right-of-way where needed for the main roadway corridor within the TBPOC Segment of the East-West Connector Road, and will grant sufficient sidewalk and utility easements in conformance with Pinellas County design standards, not to exceed seven feet on each side of the road. The Developer will dedicate, retaining full rights to use the development rights attendant to that

property, an additional easement, as determined solely by the County to be necessary to accommodate those side-slopes necessary for construction of the ultimate design of the East-West Connector Road.

- (2) Acquisition of property and property rights will be done as authorized by law, and all property rights shall be in fee simple.
- (3) Within one hundred and twenty (120) days after the effective date of an Annexation Agreement between the Developer and the City or within six (6) months of the Effective Date of Pinellas County Resolution 94-369, whichever occurs earlier, unless extended by the County Administrator, the Developer shall dedicate to Pinellas County the right-of-way for the East-West Connector Road, including easements for that property necessary for side slopes and sidewalks and associated retention ponds required by this Development Order as they are identified by the plans in their stage of completion at the time of the annexation.
- (4) It is recognized that the right-of-way dedicated pursuant to the preceding subsection (3), above, may be over- or under-inclusive of that right-of-way actually required by the 100% design plans.
  - (a) To the extent that the preceding subsection (3) dedication failed to include portions of the right-of-way necessary for the 100% design plans, the Developer shall, within 30 days notice by the County, dedicate any right-of-way required for the TBPOC Segment but not included in the initial subsection (3) dedication, including that property necessary for side-slopes.
  - (b) To the extent that the subsection (3) dedication included property not necessary for the 100% design plans, as determined solely by the County, the County shall reconvey that property upon request by TBPOC with an accompanying reduction in the transportation impact fee credits, based on the appraised

values originally determined under subsection 4.13.3.B.4.

b. Vacation in the Event of Lack of Necessity -- The easements for sidewalks and utilities referenced in subsection a.(1), above will be vacated upon request by TBPOC, if found to be unnecessary as determined solely by the County.

c. Accommodating the Right-of-Way -- TBPOC entrance/information signs along the East-West Connector Road will be permitted with a zero setback from the right-of-way line, provided such placement, as determined through the City's site planning process, with review and comment from Pinellas County will not cause any site distance or other safety problem. Any signage shall otherwise be consistent with the provisions of the City's sign regulations existing at the time of the sign permit application.

## 5. Construction

a. Parties to Construction -- By election of this option, the Developer will participate in the construction of a regionally significant roadway, i.e., the East-West Connector Road, its portion of which extends from the western property line of the TBPOC to Racetrack Road on the east. Under a separate development order, the Cypress Lakes DRI developer will be responsible for construction of the East-West Connector Road from the existing Forest Lakes Boulevard on the west to the western property line of the TBPOC on the east. In addition, under a separate development order, the developer of Forest Lakes DRI will be responsible for construction of the East-West Connector Road from the existing intersection of Forest Lakes Boulevard with State Road 584, to the southwest, to the Cypress Lakes DRI property line on the east. Nothing in this Development Order shall be construed as imposing upon the Developer or the County the duty to discharge any obligation of the developers of the Cypress Lakes DRI or Forest Lakes DRI pursuant to their development orders.

b. Developer's Obligation -- The Developer will be responsible for construction of the two-lane divided arterial facility within the TBPOC Segment of the East-West Connector Road and 1,200 feet east of the TBPOC property boundary (with right-of-way to be provided by others), and the intersection of the two-lane East-West Connector Road at Race Track Road.

## 6. Pipelining Limitations

a. Construction Timetable -- The construction of the TBPOC Segment by the Developer must commence within three (3)

years of the effective date of Pinellas County Resolution 94-369 or within one (1) year of the issuance of a building permit for construction of the 780,000th square foot of development for TBPOC, whichever occurs earlier. Construction shall be completed within one (1) year of commencement.

b. Delays in Construction of the Pipelining Segment --

In the event that the commencement or completion of the construction is delayed by more than one (1) year from the applicable date, the Developer shall address the delay in a Notice of Proposed Change. No further development permits beyond 780,000 square feet shall be issued until the Development Order is amended to address the delay and to establish a new timeframe to complete the required improvements, if appropriate, or establish new transportation requirements.

D. Access Rights

1. Limited and Controlled Access Rights

a. The Developer will provide for the implementation of an internal roadway network which limits ingress and egress points consistent with the planned "enhanced arterial" status of the roadway during the interim two-lane configuration and consistent with the limited access status of the ultimate roadway design.

b. The TBPOC's internal roadway system will be planned and aligned to support the MPO plan and the adopted Transportation Element of the Pinellas County Comprehensive Plan. All site plans for property adjacent to the TBPOC segment of the East-West Connector Road will be master planned to preserve the ability to implement the controlled access features as shown on attached Exhibit "D" and as contemplated in the MPO Plan. The internal roadways are shown conceptually in Exhibit "D".

c. The conveyance shall also grant all rights of ingress and egress, (except the ingress and egress needed for the interchange planned for the six-lane facility within TBPOC), and certain rights of light, air, and view between the grantor's remaining property and any facility constructed within said right-of-way. The conveyance of these rights shall be sufficient to avert the imposition of business or severance damages or any attorney fees against the County and the Developer resulting from the County's planned improvements to the East-West Connector Road as described in exhibit "F", including closure of the internal roadway system access points to the East-West Connector in favor of access to the proposed interchange as shown on Exhibit "D". These provisions shall be included in all deeds so as to survive the duration of this Development Order.

d. Interim Access Rights -- Access rights to the East-West Connector Road will be granted on an interim basis until such time as the ultimate design of the six-lane enhanced arterial, including the interchange design, is implemented.

#### SECTION V. DURATION OF EFFECTIVENESS

This Development Order shall remain in effect for a period of twenty (20) years from the effective date of Pinellas County Resolution 87-266. Any development activity wherein plans have been submitted to the County or the City for its review and approval prior to the expiration of this development order may be completed, if approved. This Development Order may be extended by the City Council on the finding of excusable delay in any proposed development activity.

#### SECTION VI. SEVERABILITY

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

#### SECTION VII. EFFECTIVE DATE OF THIS AMENDATORY RESOLUTION

##### 7.1 Rendering of the Development Order

7.1.1. Upon adoption, executed copies of this Resolution amending the prior development order shall be transmitted by City Clerk, by certified mail, to the DCA, the TBRPC, and the Developer.

7.1.2. The Developer shall record a Notice of Adoption of this Development Order as required pursuant to Chapter 380, F.S., and shall furnish the City Clerk a copy of the recorded Notice.

7.1.3. This Development Order shall be deemed rendered upon transmittal of copies of this Development Order to the recipients specified in Chapter 380, F.S.

7.1.4. A copy of this Development Order shall be located in the City of Oldsmar Community Development Department for the convenience of the public.

7.2 Effective Date of the Development Order -- This Development Order shall become effective upon adoption by the City Council in accordance with Section 380.06, F.S. (1994).

SECTION VIII. CONTINUING APPLICABILITY OF THE DEVELOPMENT ORDER AND STATUS OF PRIOR DEVELOPMENT ORDERS

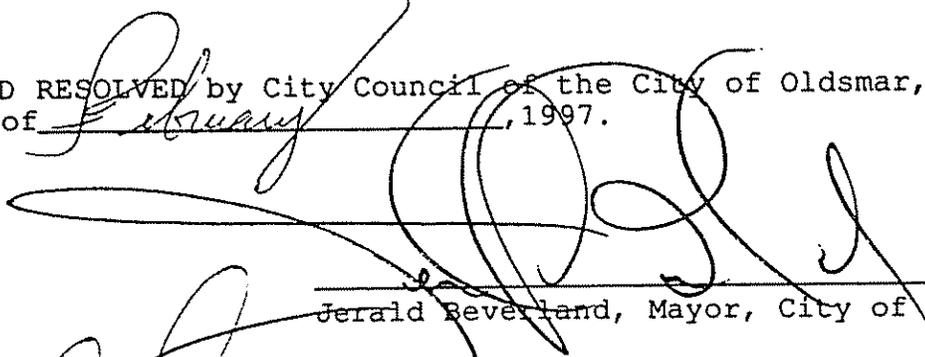
8.1 Continuing Applicability -- This Development Order shall be binding upon the Developer and its heirs, assignees, or successors in interest, including any entity which may assume any of the responsibilities imposed on the Developer by this Development Order.

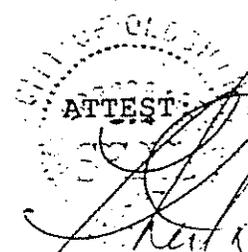
8.2 Status of Prior Development Orders -- Upon its effective date, this Development Order serves to ratify all prior development orders for the TBPOC but supersedes and replaces in their entirety the prior development orders adopted by the Board in Pinellas County Resolution Numbers 87-266, 88-42, 94-298 and 94-369, and by the City of Oldsmar in Resolution 96-16. However, nothing herein shall serve to modify the continuing obligations of the developer to Pinellas County pursuant to Pinellas County Resolution 94-369.

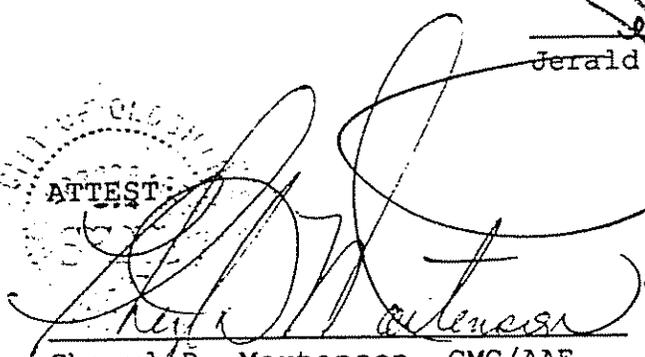
SECTION IX. HEADINGS

The captions and headings in this Development Order are for ease of reference and do not constitute a part of this Development Order.

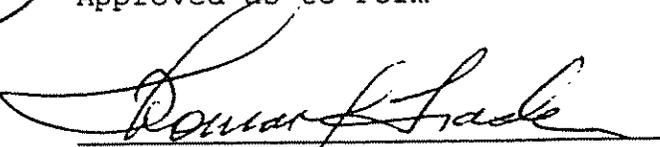
PASSED AND RESOLVED by City Council of the City of Oldsmar, this 18<sup>th</sup> day of February, 1997.

  
\_\_\_\_\_  
Jerald Beverland, Mayor, City of Oldsmar

 ATTEST

  
\_\_\_\_\_  
Cheryl D. Mortenson, CMC/AE  
City Clerk, City of Oldsmar

Approved as to Form

  
\_\_\_\_\_  
Thomas J. Trask, Esquire  
City Attorney

Composit Exhibit "A"

Phases I and II

A parcel of land lying in Sections 12, 13 and 14,  
Township 28 South, Range 16 East, Pinellas County,  
Florida, being more fully described as follows:

Begin at the South 1/4 corner of said Section 12, being  
the Southwest corner of a Florida Power right-of-way, as  
recorded in O.R. 4477, Page 944, of the Public Records of  
Pinellas County, Florida; thence N. 89° 53' 32" E., 1268.70  
feet along the South line of said Florida Power  
right-of-way, being also the South line of said Section  
12; thence leaving said right-of-way line and section  
line, S. 00° 09' 34" W., 3981.83 feet, to the forty-acre  
line, being also the Oldsmar City limit line, thence S.  
89° 29' 41" W., 3811.06 feet, along said city limit line,  
to the West line of said Section 13; thence N.  
89° 38' 49" W., 33.00 feet; thence N. 00° 14' 58" E., 1486.20  
feet along a line 33 feet West and parallel with the East  
line of aforesaid Section 14; thence N. 43° 14' 46" E.,  
610.89 feet; thence N. 71° 51' 26" E., 347.00 feet; thence  
N. 87° 40' 45" E., 529.92 feet; thence N. 61° 20' 17" E.,  
529.92 feet; thence N. 00° 04' 27" W., 2814.94 feet to the  
South line of a Florida Power right-of-way, as recorded  
in O.R. 4477, Page 942, in the Public Records of Pinellas  
County, Florida; thence along said line, S. 89° 53' 28" E.,  
833.00 feet to the West line of a Florida Power  
right-of-way, as recorded in O.R. 4477, Page 944 in the  
Public Records of Pinellas County, Florida; thence along  
said right-of-way line, S. 00° 25' 18" E., 1115.41 feet to  
the Point Of Beginning.

Containing 193.755 acres, more or less.

the aforesaid Section 1; thence along the East line of Section 1; S. 00°14'30" E., 2664.55 feet to the Northeast corner of Section 12, Township 28 South, Range 16 East; thence along the East line of Section 12, S. 00°03'33" W., 2669.40 feet to the East 1/4 corner of said Section 12; thence continue along said East Section line; S. 00°10'46" W., 2698.41 feet to the Point of Beginning.

Containing 107.500 acres more or less.

Subject to any easements, restrictions, rights-of-way of record.

LESS AND EXCEPT THE FOLLOWING PARCELS FROM PHASE I:

Lots 5, 6 and 7 of Tampa Bay Park of Commerce Phase 1 as recorded in Plat Book 96, Pages 14 and 15 of the Public Records of Pinellas County, Florida.

Containing 19.113 acres, more or less, AND

A strip of land 100.00 feet in width lying in Sections 12 and 13, Township 28 South, Range 16 East, Pinellas County, Florida, being further described as follows:

Commence at the East most corner of Lot 7, Tampa Bay Park of Commerce Phase 1 as recorded in Plat Book 96, Pages 14 and 15 of the Public Records of Pinellas County, Florida; thence along the North line of said Lot 7, the following: N.42°40'54"W., 267.19 feet; thence N.77°37'04"W., 202.56 feet to the POINT OF BEGINNING; thence continue N.77°37'04"W., 394.00 feet; thence leaving said North line, N.87°40'45"E., 529.92 feet; thence N.61°20'12"E., 529.92 feet; thence N.00°04'27"W., 2814.94 feet to the South line of the Florida Power right-of-way recorded in OR Book 4477, Page 942 of the Public Records of Pinellas County; thence along said South line S.89°53'28"E., 100.00 feet; thence S.00°04'27"E., 2874.01 feet; thence S.61°20'12"W., 612.71 feet; thence S.87°40'45"W., 172.23 feet to the POINT OF BEGINNING.

Containing 8.647 acres, more or less.

Having a combined acreage of 27.760 acres, more or less.

#

REVISED EXHIBIT "C"

LINK	E-4 ROAD	FURST LAKES TO BACE TRUCK	H/A 0.71	CON 4LD	EST/MI	SEC 37	PROP	EXIST	E1 SV-	D1	TOTAL SV. INC.	RES SV. INC.	RES SV. INC.	D1/ SV. INC.	IMP. COST	EXIST V/C	TOTAL V/C	IMP. SV. E F	D1/ IMP. SV.	FAIRWAYS
					2637	0	6710	27615	27750	0.210	62,952,000									8134,449

LINK	E-4 ROAD	LIMBROUGH	UTILITY TO HARDENSON	SWIDEN TO HILBY	FURST LAKES TO BACE TRUCK	H/A 0.71	CON 4LD	EST/MI	SEC 37	PROP	EXIST	E1 SV-	D1	TOTAL SV. INC.	RES SV. INC.	RES SV. INC.	D1/ SV. INC.	IMP. COST	EXIST V/C	TOTAL V/C	IMP. SV. E F	D1/ IMP. SV.	FAIRWAYS	
																								1772

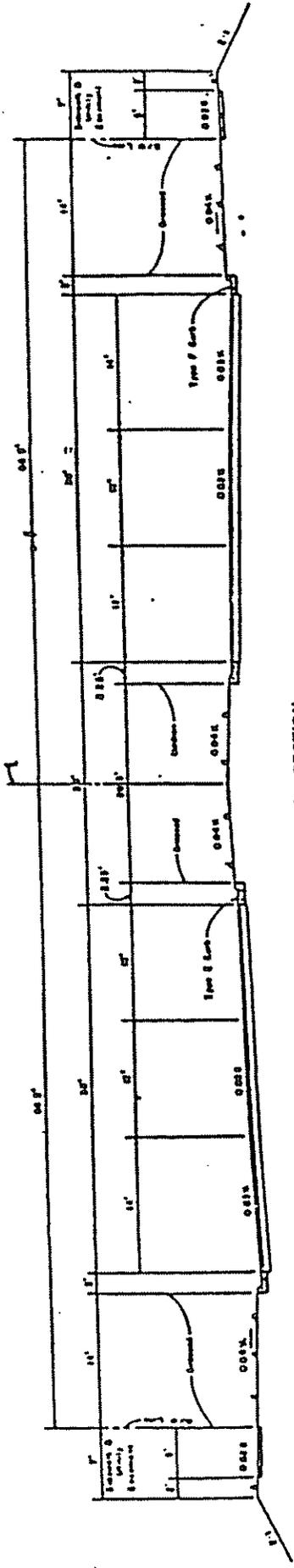
TOTAL 1535,420

LINK	E-4 ROAD	LIMBROUGH DR	HARDENSON TO SWIDEN	HILBY TO FURST LAKES	BACE TRUCK TO H/A 0.71	CON 4LD	EST/MI	SEC 37	PROP	EXIST	E1 SV-	D1	TOTAL SV. INC.	RES SV. INC.	RES SV. INC.	D1/ SV. INC.	IMP. COST	EXIST V/C	TOTAL V/C	IMP. SV. E F	D1/ IMP. SV.	FAIRWAYS		
																							1772	1773

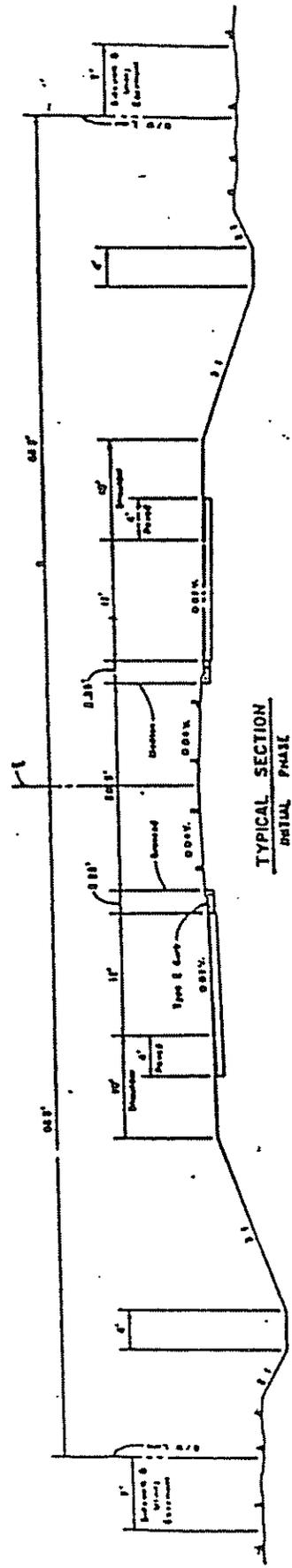
TOTAL 62,314,734

GRAND TOTAL 14,475,617

This calculation was performed to maintain volume to capacity ratio on a road with existing LOS & conditions pursuant to DCA Rule 9j-2.022



TYPICAL SECTION  
FINAL PHASE  
6 LAKE URBAN



TYPICAL SECTION  
INITIAL PHASE

EXHIBIT E

<p>DATE: 11/11/11          DRAWN BY: JLL          CHECKED BY: JLL</p>	<p>PROPOSED TYPICAL SECTIONS          EAST-WEST CONNECTOR ROAD</p>	<p>Wade-Trim          ARCHITECTS          1000 17th Street, Suite 1000          San Francisco, CA 94103          (415) 774-1100          www.wade-trim.com</p>	<p>THE MILFORD CORPORATION          AND          CYPRESS LAKES INDUSTRIAL PARK LTD.          HOLLYWOOD LAND DEVELOPMENT CO., INC.</p>	<p>11/11/11          JLL          JLL</p>
---	--	--	---	---

EXHIBIT G

PHASE II IMPROVEMENTS

- (1) Construct a six-lane divided arterial on SR 584 from SR 586 to Forest Lakes Boulevard.
- (2) Construct a four-lane undivided arterial on SR 586 from U.S. 19 to McMullen Booth Road.
- (3) Construct a two-lane divided arterial on SR 586 from McMullen Booth Road to SR 584.
- (4) Construct a two-lane divided arterial referred to as the East-West Connector Road from Forest Lakes Boulevard to Race Track Road.
- (5) Construct a four-lane undivided arterial on Linebaugh Avenue from Sheldon Road to Gunn Highway.
- (6) Provide signalization, when warranted, at the intersection of SR 590 and Main Street.
- (7) Provide an exclusive right turn lane northbound at the intersection of SR 586 and SR 584.

EXHIBIT I

PHASE IV IMPROVEMENTS

- (1) Construct a six-lane freeway on SR 580 from Race Track Road to Waters Avenue.
- (2) Construct a six-lane expressway on SR 584 from SR 586 to Forest Lakes Boulevard.
- (3) Construct a two-lane divided arterial on Race Track Road from SR 580 to the East-West Connector Road.
- (4) Construct a two-lane divided arterial on Race Track Road from the East-West Connector Road to Mobley Road.
- (5) Provide an exclusive right turn lane northbound, add an exclusive right turn lane east bound, and add an exclusive right turn lane westbound at the intersection of SR 586 and McMullen Booth Road.
- (6) Provide an exclusive right turn lane northbound, add an exclusive left turn lane northbound, add an exclusive right turn lane southbound, add an exclusive left turn lane southbound, add an exclusive right turn lane eastbound, and add an exclusive right turn lane westbound at the intersection of SR 580 and McMullen Booth Road.
- (7) Provide an exclusive left turn lane eastbound at the intersection of SR 590 and Main Street.
- (8) Provide an additional through lane northbound at the intersection of SR 590 and Bayshore Road.
- (9) Provide an additional through lane northbound at the intersection of SR 584 and SR 586.



# City of Oldsmar

158  
SEL  
TB

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

100 State Street • P.O. Box 100 • Oldsmar, Florida 34677 • (813) 855-4693 • FAX (813) 854-3121 • SUNCOM 552-7550

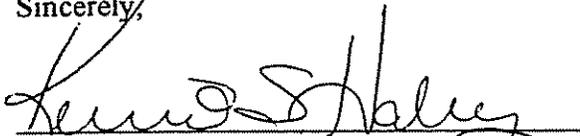
August 22, 1996

Ms. Julia Greene  
Tampa Bay Regional Planning Council  
9455 Koger Blvd.  
St. Petersburg, Fl. 33702

Dear Ms. Greene,

Enclosed please find a certified copy of Resolution 96-16 of the City of Oldsmar. If I can be of further assistance, please feel free to contact me.

Sincerely,

  
Kerri S. Haley, Records Coordinator  
City of Oldsmar, Florida

KSH

cc: Nicholas Staszko, Community Development Director

RESOLUTION 96-16

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA, ADOPTING A DEVELOPMENT ORDER FOR THE TAMPA BAY PARK OF COMMERCE DEVELOPMENT OF REGIONAL IMPACT, PURSUANT TO CHAPTER 380, FLORIDA STATUTES; PROVIDING FINDINGS OF FACT; PROVIDING CONCLUSIONS OF LAW; PROVIDING FOR GENERAL PROVISIONS, INCLUDING NAMING THE DEVELOPMENT AND IDENTIFYING THE DEVELOPER AND THE AFFECTED PROPERTY; PROVIDING FOR APPROVAL OF THE APPLICATION AND THE PIPELINING OPTION; ESTABLISHING THIS RESOLUTION AS THE DEVELOPMENT ORDER; PROVIDING FOR CONVENTIONAL REFERENCES, IMPERVIOUS SURFACE ALLOCATION, GOVERNMENTAL REVIEWS AND TRANSFER OF MAINTENANCE RESPONSIBILITIES; PROVIDING FOR AMENDMENTS, MONITORING, ENFORCEMENT AND PENALTIES; PROVIDING FOR AN ANNUAL REPORT; ESTABLISHING APPLICABLE RULES AND REGULATIONS; PROVIDING FOR CONDITIONS OF DEVELOPMENT APPROVAL INCLUDING A PHASING SCHEDULE, ONGOING RESPONSIBILITIES AND RE-ANALYSIS; PROVIDING FOR STORMWATER DRAINAGE, PUBLIC FACILITIES, OPEN SPACE, WILDLIFE, HAZARDOUS WASTE MANAGEMENT, ENERGY ISSUES, ARCHAEOLOGICAL RESOURCES, AIR QUALITY, HURRICANE EVACUATION, ENVIRONMENTAL PRESERVATION AND CONSERVATION, TRANSPORTATION AND TRANSPORTATION IMPACT FEE CREDITS; ESTABLISHING AN EFFECTIVE DATE AND DURATION; PROVIDING FOR SEVERABILITY; PROVIDING FOR RENDERING OF THE DEVELOPMENT ORDER AND FOR THE STATUS OF PRIOR DEVELOPMENT ORDERS; ESTABLISHING THE STATUS OF THE HEADINGS AND PROVIDING FOR AN EFFECTIVE DATE THEREOF.

WHEREAS, in June, 1984, Cypress Lakes Industrial Park, Limited (hereinafter referred to as "Developer"), Pinellas County and the Tampa Bay Regional Planning Council (TBRPC) executed an alternative review agreement in accordance with the provisions of Section 380.06(20)(b), Florida Statutes (F.S.) (1983), now Section 380.06(21)(b), F.S. (1986), agreeing to participate in the review procedures specified in that statutory provision and its implementing regulations for the Development of Regional Impact (DRI) known as the Tampa Bay Park of Commerce (TBPOC); and

WHEREAS, in accordance with that agreement, the Developer filed an Application for Master Development Approval and an Application for Incremental Development Approval for Phase I of that project with the Pinellas County Board of County Commissioners (Board) pursuant to the provisions of Section 380.06, F.S. (1986); and

WHEREAS, in May 1985, the Board issued Resolution No. 85-264 granting Master Development Approval for the development of the Tampa Bay Park of Commerce, including development approval for Phase I of that project; and

WHEREAS, the Developer elected pursuant to the Alternative Review Agreement and the Master Development Order issued by the Board to file an Application for Development Approval (ADA) for all remaining aspects of the Tampa Bay Park of Commerce on November 26, 1986; and

**CERTIFICATION**

I DO HEREBY CERTIFY THAT THIS IS A TRUE AND CORRECT  
COPY OF Resolution 96-16  
THE CITY OF OLDSMAR PUBLIC RECORDS.

[Signature]  
CITY CLERK

WHEREAS, the ADA has satisfactorily addressed all issues of regional significance related to the mixed use office/research/ warehouse/service center park to be located in Northeast Pinellas County; and

WHEREAS, the Board, as the governing body of the local government having jurisdiction pursuant to Section 380.06, F.S. (1986), was authorized and empowered to consider applicants for development approvals for development of regional impacts (DRIs); and

WHEREAS, the Public Notice Requirements of Section 380.06, F.S. (1986), have been satisfied; and

WHEREAS, the Board received and considered the report and recommendations of the TBRPC adopted on June 8, 1987; and

WHEREAS, the Board, on the 14th day of July, 1987, held a duly noticed public hearing on said ADA and heard and considered testimony and documents received thereon; and

WHEREAS, the Board approved Resolution No. 88-42 amending Resolution 87-266 pursuant to an appeal by the Department of Community Affairs (DCA).

WHEREAS, the Board received a Notice of Proposed Change (NOPC) dated July 21, 1994, requesting amendments to the previously approved development orders,

WHEREAS, in order to facilitate the conveyance of the real property constituting Phase IV to the Southwest Florida Water Management District (SWFWMD) for preservation and conservation purposes, as provided by that certain agreement between the Developer and the District, dated June 2, 1994, the development order was amended pursuant to a public hearing dated September 20, 1994, with the resulting Resolution No. 94-298 amending the development order so that the real property subject to the development order shall include only Phases I, II, and III as legally described in Composite Exhibit "A" to the Resolution No. 94-298. Phase IV, by action on that date, was released from the development order; and

WHEREAS, the City of Oldsmar (herein after known as the "City") annexed a portion of Phase I and all of Phases II and III of the Tampa Bay Park of Commerce, by agreement, on September 6, 1994; and

WHEREAS, said agreement requires the City Council of the City of Oldsmar to adopt a development order for the Project which substantively conforms to and incorporates the provisions of Resolution No. 87-266 of Pinellas County, as amended by Resolution No. 88-42, and as finally amended by Resolution 94-369 of Pinellas County;

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Oldsmar, Florida:

#### **SECTION I. FINDINGS OF FACT**

1.1. Developer submitted to Pinellas County, Florida, an ADA, as well as sufficiency responses.

1.2. The real property which is the subject of the ADA, as revised by the NOPC, is legally described as set forth in Composite Exhibit "A," attached hereto and made a part hereof by reference.

1.3. The proposed development is not located in an area of critical state concern as designated pursuant to Section 380.05, F.S. (1986).

1.4. All development will occur in accordance with this Development Order and application, as well as Pinellas County Resolution 85-264, to the extent that the previous resolution is not specifically superseded by the terms and conditions stated herein.

1.5. A comprehensive review of the impact generated by the development has been conducted by Pinellas County Administrator, the TBRPC, and other participating agencies.

1.6. All conditions precedent contained in Resolution 85-264 for commencement of construction have been satisfied except for completion of the transportation improvements listed on page 17 of that resolution and those conditions specifically stated in this order. Pinellas County specifically found that the Developer has complied with the previous order and provided a sufficient environmental study, wastewater treatment plan, transportation system management plan and emergency preparedness and prevention plan except as otherwise noted in this Development Order.

1.7. The City Council of the City of Oldsmar, by annexation agreement approved September 6, 1994, agreed to adopt the provisions of Pinellas County Resolution No. 94-369 as its own development order for the Tampa Bay Park of Commerce.

## SECTION II. CONCLUSIONS OF LAW

2.1. Based upon compliance with the terms and conditions of this Development Order, provisions of the application as set forth in composite Exhibit "A-1", the reports, recommendations and testimony heard and considered by the City Council, it is concluded that:

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

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

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

2.2. In considering whether the development should be approved subject to conditions, restrictions and limitations, the City has considered the criteria stated in Section 380.06(14), F.S. (1986).

2.3. The City accepts the review by Pinellas County, TBRPC, and other participating agencies and interested citizens that indicated that impacts are adequately addressed pursuant to

the requirements of Section 380.06, F.S. (1986), within the terms and conditions of this Development Order, and the application.

2.4. The ADA is approved subject to all terms and conditions of this Development Order.

2.5. The amendments incorporated herein do not constitute a substantial deviation to the conditions of the development order as adopted in Pinellas County Resolution 85-264 or Pinellas County Resolution 87-266 as subsequently amended by Pinellas County Resolution 88-42, Pinellas County Resolution 94-298, and Pinellas County Resolution 94-369.

### **SECTION III. GENERAL PROVISIONS**

#### **3.1 The Name of the Development and the Developer; Affected Properties**

3.1.1. The name of this DRI development is the Tampa Bay Park of Commerce, hereinafter referred to as TBPOC.

3.1.2. The Developer is Cypress Lakes Industrial Park, Limited, hereinafter referred to as the "Developer", which can be located at "in care of Michael Swerdlow Companies, Inc., 200 South Park Road, Suite 200, Hollywood, FL 33021." The Developer agrees that its authorized agent shall be Theodore P. Stotzer, Vice President and General Counsel. Mr. Stotzer can be located at the above address. The Developer may change its address and authorized agent by notifying the City, TBRPC, and DCA in writing and such change shall not require an amendment to this Development Order.

3.1.3. Affected Properties -- The legal description set forth in composite Exhibit "A" is hereby incorporated into and by reference made part of this Development Order.

#### **3.2 Status of ADA and NOPC**

3.2.1. Both the ADA and the NOPC are approved subject to the terms and conditions of this Development Order. All provisions contained within the ADA marked Composite Exhibit "A" and of the NOPC shall be considered conditions of this Development Order unless inconsistent with the terms and conditions of this Development Order and Pinellas County Resolution No. 85-264, in which case the terms and conditions of this Development Order shall control.

3.2.2. Concurrent with the approval of this Development Order is the ratification of the 1988 approval of the pipelining option as set forth in subsection 4.13.3.

3.3 Establishing the Development Order -- As provided for in Section VIII, this Resolution, herein referred to as the Development Order, shall constitute the development order of the City of Oldsmar as previously adopted by Pinellas County Resolution 94-369.

### **3.4. Conventions**

3.4.1. The definitions contained in Chapter 380, F.S. (1986), shall govern and apply to this Development Order.

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

**3.5 Impervious Surface Allocation** -- The total of all site plan development shall be in accordance with the impervious surface stipulation of forty (40) percent coverage, calculated on a basis of forty (40) percent of the gross acreage of the entire TBPOC. If this provision conflicts with other sections of this Development Order, this provision shall govern the amount and location of the total development.

**3.6. Governmental Reviews** -- Whenever this Development Order provides for or otherwise necessitates reviews or determinations of any kind subsequent to its issuance, the right to review shall include all directly affected government agencies and departments as are or may be designated by the City to review DRI applications as well as all governmental agencies and departments set forth under applicable laws and rules governing DRIs.

**3.7. Transfer of Maintenance Responsibilities** -- In each instance in this Development Order where the Developer is responsible for ongoing maintenance of facilities at the Tampa Bay Park of Commerce, the Developer may transfer any or all of its responsibilities to improve and maintain those facilities to an appropriate private body created to perform such responsibilities. Provided, however, that before such transfer may be effective, the body to which responsibilities have been or will be transferred must be approved by the City, or any other affected governmental agency, upon determination that the entity in question can and will be responsible to provide maintenance as required in this Development Order, which approval shall not be unreasonably withheld.

### **3.8 Amendments**

3.8.1. Development activity constituting a substantial deviation from the terms or conditions of this Development Order or other changes to the approved development plans or ADA which create a reasonable likelihood of additional adverse regional impacts, or any other regional impact not previously reviewed by the Regional Planning Council, shall result in further DRI review pursuant to section 380.06, F.S. (1986), and may result in the City ordering a termination of development activity pending such review.

3.8.2 The City agrees that the approved DRI shall not be subject to downzoning, unit density reduction, or intensity reduction for the duration of this Development Order, unless it is demonstrated by the local government that:

- A. substantial changes in the conditions underlying the approval of this Development Order have occurred; or

- B. that the Development Order was based on substantially inaccurate information provided by the Developer; or
- C. that the change is clearly established by the local government to be essential to the public health, safety, or welfare.

3.8.3. Any revisions to the Development Order not addressed herein shall be subject to review by the TBRPC.

### **3.9. Monitoring and Enforcement**

3.9.1. The City Manager of the City of Oldsmar (City Manager) shall be responsible for monitoring all terms and conditions of this Development Order. For purpose of this condition, the City Manager may rely upon or utilize information supplied by the TBRPC or any City department or agency, and including all state agencies such as SWFWMD, having particular responsibility over the area or subject involved. The City Manager shall report to the City Council, any findings of deviation from the terms and conditions of this Development Order. The City Manager shall issue a notice of such noncompliance to the Developer. If, in the judgment of the City Manager, the deviation is not corrected within a reasonable amount of time, or if the deviation is of such a nature that it cannot be corrected within a reasonable amount of time, or the Developer fails or is unable to pursue appropriate corrective action, the City Manager shall recommend that the City Council establish a hearing to consider such deviations and to take any action it deems necessary, in its discretion, reasonably exercised, to insure compliance with this Development Order including termination of further development.

3.9.2 In addition to the enforcement remedies provided in Chapter 380, F.S., the authorized representative, agents or employees of the City may enter and inspect any portion of the Property or improvements thereon, which are reasonably and customarily accessible to the general public, for the purpose of inspecting the same to determine whether a violation of this Development Order is occurring, or to verify achievement of compliance with the provisions of this Development Order. Inspections conducted pursuant to this section shall be limited to obtaining that information which is reasonably necessary for the above purposes and shall be conducted in such a manner as to not interfere with normal business operations or uses of the premises. The owner or operator of the premises shall, upon request receive a report setting forth all facts found which relate to compliance status

3.9.3 Pursuant to Section 380.11, F.S., the state land planning agency, a state attorney and the City are authorized to bring an action for injunctive relief, both temporary and permanent, against any person or Developer found to be in violation of Chapter 380.06, F.S., rules and regulations thereunder, or this Development Order.

### **3.10. Annual Report**

3.10.1. Due Date -- The Developer shall file an annual report in accordance with Section 380.06(15), F.S. (1986), and appropriate rules and regulations. Such report shall be due on July 14, 1987 and on the anniversary of that date every year thereafter until and including such time as all terms and conditions of this Development Order are satisfied.

3.10.2 Review -- The report shall be submitted to the City Manager, who shall after appropriate review, submit it for review by the City Council. The City Council shall review the report for compliance with the terms and conditions of this Development Order and may issue further orders and conditions to insure compliance with the terms and conditions of this Development Order. The Developer shall be notified of any City Council hearing wherein such report is to be resolved. Provided, however, that the receipt and review by the City Council shall not be considered as a substitute or a waiver of any terms or conditions of this Development Order.

3.10.3. Contents of Report -- The annual report shall contain:

A. The information required by the State Land Planning Agency to be included in the annual report, which information is described in the rules and regulations promulgated by the State Land Planning Agency pursuant to Section 380.06, F.S. (1986);

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

C. A statement listing all applications of incremental review required pursuant to this Development Order or other applicable local regulations which the Developer proposes to submit during the year immediately following submittal of the annual report; and

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

E. The annual report shall also contain all monitoring results and a discussion of those results.

1. Mitigation Areas -- This section of the report shall include reports on location and success of mitigation areas, water quality analyses and analysis of success of hydroperiod maintenance.

2. Water Quality -- The water quality analyses are to include those analyses of waters of the state ensuring that the conditions of subsection 4.3.5 are met as well as data generated from any monitoring required as a result of stormwater or wastewater treatment plant operational permits.

3. Hazardous Materials

a. The environmental section of the annual report shall also include an analysis of hazardous material usages and provisions implemented to meet the conditions of subsection 4.7.

b. The environmental section of the annual report must be promulgated annually until two years after the final certificate of occupancy has been issued. Where state-generated permits require monitoring for a period in excess of this timeframe,

copies of those monitoring results must be forwarded to the City concurrently with the submittal to the permitting agency.

4. Transportation -- Any monitoring on transportation issues required under this Development Order.

F. Where ongoing monitoring has indicated that a problem or potential problem exists, the City shall be notified immediately and appropriate corrective measures enacted.

**3.11. Applicable Rules and Regulations** -- The provisions of this Development Order shall not be construed as a waiver of or exception to any rule, regulation, or Resolution of the City of Oldsmar, its agencies or commissions. To the extent that further review is proposed for in this Development Order or required by the City of Oldsmar site plan review, said review shall be subject to all applicable rules, regulations and Resolutions in effect at the time of the review.

#### **SECTION IV. CONDITIONS OF DEVELOPMENT APPROVAL**

##### **4.1. Phasing Schedule.**

**4.1. Phasing Generally** -- The development of the TBPOC is generally described in phases using square footage and start and end dates for each phase as set forth on the phasing schedule attached hereto as Revised Exhibit "B." In the previous development order, Pinellas County Resolution No. 85-264, the phasing schedule was included as Exhibit 2. The development of Phase I has been delayed as a result of the various regulatory approval processes. The Developer has also agreed to convey all 169.9 acres of Phase IV to the SWFWMD for preservation and conservation purposes, so development is not planned for and will not be undertaken in that area pursuant to this development order. Consequently, construction in Phase II and subsequent phases project will be concomitantly affected.

**4.1.2. Phasing Flexibility** -- The Developer has represented in the ADA that actual development within the TBPOC will progress on the site consistent with on-site availability of public services and facilities as well as market conditions. Therefore, the development phase information provided was presented for planning purposes, so the sequential progression of development need not be limited to the geographic boundaries of the phases as depicted in the ADA and Revised Exhibit "B" however, the development of square footages will be bound to the timeframes in the Revised Exhibit "B".

**4.1.3. Re-allocation of Square Footage** -- In the event the specified square footage for a specific phase is not constructed within that geographic planning unit, that square footage may be transferred within the boundaries of the areas identified as Phases I, II, and III. In no event will this transfer of square footage result in an increase beyond the projected 2,545,000 square foot total contained in revised Exhibit "B". To the extent development within a phase does not reach the specified square footage, all nontransportation exactions and conditions will continue to be based on the amount of square footage actually constructed. Transportation exactions and conditions are addressed in section 4.13 of this Development Order.

## 4.2. Ongoing Responsibilities and Re-analysis

4.2.1. For purposes of this Development Order TBPOC shall be considered complete upon the issuance of the final certificate of occupancy. This consideration of completeness shall not relieve the Developer of the responsibilities of the annual report as stated in Section 3.10 nor the responsibility to complete monitoring required as conditions of any permit. Any significant departure in TBPOC buildout from the phasing schedule set forth in Revised Exhibit "B" as it relates to square footage shall be subject to a substantial deviation determination pursuant to Section 380.06(19), F.S. (1986).

4.2.2. Any time during the life of this Development Order, the Developer may submit traffic analyses or other data justifying a reduction in the impact from this development as a consequence of a reduction in the size of the actual development undertaken. If such a reduction in TBPOC's impacts is substantiated, the Developer shall be eligible for a pro rata or corresponding reduction in the required exactions or other estimated fair share contributions, unless the Developer has elected and the City has accepted the election, to mitigate up-front the transportation impact of TBPOC through the pipelining option.

**4.3. Stormwater System/Drainage** -- The stormwater system for the TBPOC shall be designed and constructed in accordance with the design guidelines of the SWFWMD, Florida Department of Environmental Protection (DEP), the City of Oldsmar, and the criteria contained on page 11-13 of the stormwater and lake systems maintenance and design guidelines (Areawide Water Quality-A Management Plan for the Tampa Bay Region, Tampa Bay Regional Planning Council, 1978).

**4.3.1. Design Criteria** -- The design criteria of the system shall include the following elements:

A. 30 to 50 percent of the surface area of the detention pond at the normal water level (NWL) shall consist of a shallow vegetated littoral shelf.

B. The littoral shelf can be incorporated into the pond bank, wherever possible near the pond outlet, to provide a final polishing treatment for the stormwater. As an alternative, the littoral shelf can be established on a shallow submerged island in the middle of the pond.

C. A sediment sump shall be provided at all influent pipes to accumulate sediment and to provide easy access for sediment removal.

D. The littoral shelf, if located along the pond bank, should have side slopes no greater than 4:1 with the top of the shelf NWL and sloping to a depth of three feet or less.

E. The littoral shelf shall be variegated with a diverse group of native species which can include "Sagittaria, pickerelweed, juncus, water lilies, cypress," etc. These species aid in nutrient and heavy metal uptake as well as enhancing the pond by providing blooming flowers and presenting a more natural appearance.

F. A copy of an operation and maintenance schedule for the detention areas, mitigation areas, and other excavated water bodies shall be prepared by the Developer and submitted to the

City of Oldsmar with the first annual report submitted after the approval of this Development Order. The operation and maintenance schedule shall include an estimation of the frequency of sediment removal operation, need or periodically removing dead or nuisance aquatic vegetation and the need for possibly revegetating with desirable plant species. An annual update of the operation and maintenance schedule showing compliance with its terms and any applicable permit conditions shall be included in the annual report.

4.3.2. Design, Construction and Maintenance -- The proposed stormwater management system shall be designed and constructed, and maintained to meet or exceed Chapter 17-25, Florida Administrative Code (F.A.C.), and Rule 40D-4, SWFWMD standards, and the stormwater management system shall be approved by the SWFWMD prior to the development of each tract. This requirement is not intended to supersede normal City Land Development Code drainage requirements.

4.3.3. SWFWMD Permitting/Exemption -- Prior to final plat approval for an individual site or detailed site plan approval, the Developer shall submit to the City a copy of the SWFWMD stormwater discharge permit or exemption.

4.3.4. Floodplain -- The elevation of all habitable structures shall be at or above the 100-year base flood elevation as required by the Federal Flood Insurance Program.

4.3.5. Nondegradation Policy -- In order to protect the water quality in Double Branch Creek and other waters of the state, there shall be no degradation of state water quality standards from stormwater exiting the site.

#### **4.4. Public Facilities**

4.4.1. Solid Waste -- The collection, transportation and disposal of solid waste is controlled by City ordinance and shall take place in accordance with the terms of said ordinance.

4.4.2. Wastewater Treatment -- The following wastewater treatment and disposal conditions shall apply:

A. Assurance of adequate wastewater treatment and disposal capacity for the development shall be provided prior to approval of vertical construction of each phase of this development. No building permit shall be issued without documented assurance from the DEP and the City that acceptable and sufficient wastewater treatment capabilities and sufficient effluent and sludge disposal facilities are available.

B. The Developer shall demonstrate that the proposed development is consistent with applicable DEP regulations or with the completed wasteload allocation study for Tampa Bay, if applicable.

C. Industrial wastewater shall be pretreated prior to entering the wastewater stream, if necessary to meet DEP standards or City standards.

D. Any proposed change to the wastewater treatment plan submitted concurrent with the ADA shall be subject to a determination whether it is a substantial deviation pursuant to Section 380.06(19), F.S. (1986).

#### 4.4.3. Potable Water

A. Conservation -- The Developer shall propose water conservation measures to be utilized within the development, such as a secondary "gray water" system. At minimum, nonpotable water for landscape use shall be provided from on-site shallow wells, sewage effluent or stormwater runoff retention facilities. The entity responsible for operation and long-term maintenance of these measures shall be the Developer, its heirs or assigns.

B. Concurrency -- No building permit shall be issued without an approved, permitted potable water distribution system with available capacity for that portion of the building construction. Approval shall be obtained from all appropriate local and state agencies.

C. Water Service Provider -- The City will provide water service to the TBPOC on the following terms and conditions:

1. Water Connection Design and Construction -- The Developer shall design, construct and install, in accordance with prevailing City design criteria and subject to prior City inspection and approval, all on-site improvements required by the City to connect the development to the City water system. [ On-site improvements shall be defined as all water facilities, including but not limited to, all lines, mains, equipment, improvements, easements, right-of-ways or utilities, located within the development, including all water mains, up to and including water meters. ]

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

D. Nondegradation Policy -- In order to protect the water quality in Double Branch Creek and other waters of the state, there shall be no degradation of Chapter 17-3, F.A.C. (1987) water quality standards from wastewater effluent leaving the site.

#### E. Groundwater Protection

1. All excavations, for borrow pits and retention ponds must be reviewed and approved by the County water system and must include soil boring data.

2. The Developer must execute an agreement with the City deeding deep aquifer rights to the City.

**4.5. Open Space**

4.5.1. The Developer, his assigned agent or successor, shall be responsible for the maintenance of all open space/recreational areas and landscaped areas within the development.

4.5.2. All detention ponds not dedicated to Pinellas County shall remain the responsibility of the Developer, his assigned agent or his successor.

4.5.3. The Developer or his successor may utilize either shallow on-site wells or pumping from retention areas for open space and landscape irrigation; however, the Developer or his successors shall be required to connect to the City's reclaimed water system, provided the system is extended to the Developer's property boundary for open space and landscape irrigation. The Developer shall utilize water-saving devices and native vegetation shall be used in landscaping wherever feasible or where required by City ordinance.

**4.6. Wildlife** -- In the event that any endangered or threatened species as defined in Rule 39-27.003-.004, F.A.C., are observed frequenting the TBPOC site for the purpose of feeding, nesting or brooding, the Developer shall notify the City, and immediately institute appropriate mitigation measures to avoid harm to the species. Mitigation measures shall be undertaken in cooperation with the Florida Game and Fresh Water Fish Commission.

**4.7 Hazardous Waste** -- Separate hazardous waste collection/transfer facilities within the TBPOC shall be provided by individual tenants based on deed restrictions or leases. These areas shall be clearly marked and/or colored so as to clearly distinguish the areas intended for hazardous waste and materials. [ Hazardous wastes are those substances and materials defined in Section 403.703(21), F.S. (1986), and listed in Title 40 Code of Federal Regulations (C.F.R.) Part 261. ]

4.7.1. The Developer shall provide all TBPOC business information that:

A. Indicates types of wastes and materials that are considered to be hazardous and are to be stored or disposed of only in specially designated containers/areas;

B. Indicates the location of the specially designated hazardous waste and material containers/areas; and

C. Advises of applicable statutes and regulations regarding hazardous waste and materials at the time of purchase or lease.

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

**4.8. Energy** -- The energy conservation measures described in the application shall be instituted by the Developer.

**4.9. Archaeological Resources** -- The disposition of any archaeological resources discovered during TBPOC construction shall be reported to and the disposition shall be determined in

cooperation with the Florida Division of Archives. All identified archaeological sites shall be subjected to an investigative excavation as approved by the Division of Archives. The data and artifacts recovered shall be reported to the Division of Archives prior to land-clearing for construction in those specific areas.

**4.10. Air Quality** -- The measures designed to reduce air emissions referenced in the application shall be required.

**4.10.1. Fugitive Dust** -- The Developer shall, as a means of reducing fugitive dust, accomplish the following:

A. Undertake periodic cleaning of dirt during the construction on paved roads adjacent to the site or as required by grading permit.

B. Wherever possible, use selective clearing to allow natural seeding to stabilize the disturbed soil and berms to minimize wind erosion.

C. Water all dirt roads as necessary.

D. Develop paved roads as soon as practicable.

E. Stage clearing of lands within development areas to reduce land opened and exposed to windy conditions.

F. Undertake watering and spraying at all stages of clearing to insure dust control.

G. Undertake mulching, seeding, and sodding as soon as possible after final grading is completed.

H. Undertake progressive development of roadways, landscaping and buildings for purposes of reducing fugitive dust emissions.

**4.10.2. Air Quality Analysis** -- Prior to initiation of vertical construction beyond the 200,000th square foot of building space, for this TBPOC, the Developer shall provide to the City, for review and approval, a comprehensive air quality analysis for impacts expected in each phase as outlined. The analysis shall be of a scope and format to be mutually agreed on by the Developer and the City. There are numerous methods for conducting this analysis. Should the parties agree to the carbon monoxide modeling analysis or a comparable yet less costly analysis, all models, receptor siting, and other assumptions used should be consistent with the following criteria:

A. Certain representative links or intersections presently operating or projected to operate at LOS E or F during any year, up to and including the final buildout year for each phase to which the TBPOC contributes 5% or more of peak hour traffic volume as listed in the ADA, provide estimated worst-case carbon monoxide concentration. The Developer shall provide build and no-build alternatives for each phase of the TBPOC under existing conditions and also under mitigated conditions if the receptor projects an exceedance of the National Ambient Air Quality Standards due to TBPOC-generated emissions. The Developer will demonstrate compliance using certain representative intersections or links that are indicative of worst-case concentrations.

Factors to be considered in determining worst case include traffic volume, V/C ratios, vehicle speeds, and receptor location. Links abutting analyzed intersections may be excluded.

B. All assumptions, except receptor siting, should be consistent with DEP's interim guidelines for evaluating the air quality impacts of indirect sources of carbon monoxide emissions unless other parameters are specifically authorized.

C. Traffic volumes must be those peak-hour traffic volume forecasts projected in the ADA unless volume projections have significantly changed, and include all other existing indirect sources and those approved for or under construction in the study area during build-out of the relevant phase.

D. The acceptable overall persistence factor is 0.6 (0.8 meteorological x 0.75 traffic). This factor is to be used to convert one-hour concentrations to eight-hour values unless another per-distance factor is developed by site-specific wintertime monitoring in accordance with a pre-approved monitoring plan.

E. Analysis Report -- To be complete, the analysis report must include the following information:

1. One-hour and eight-hour ambient carbon monoxide concentration that will result from the TBPOC's implementation. Estimates should be made for ambient carbon monoxide levels expected at the completion of each phase of the TBPOC, employing both build and no-build alternatives. These estimates should be presented in tabular format.

2. Include a detailed description of the analysis techniques and assumptions used. The City recommends MOBILE5a, or the most currently approved version/release of same to determine emission factors, and CALINE3 or any subsequently approved version/release of same to model line sources; and the most currently approved version/release of CAL3QHC or TEXIN to model intersections in accordance with the DEP interim Guidelines for Evaluating Carbon Monoxide Impacts of Indirect Sources.

3. Provide a location map to identify receptors.

4. For any receptor projecting an exceedence of the one-hour or eight-hour carbon monoxide standard due to TBPOC-generated traffic, identify what measures could be taken to minimize and mitigate adverse impacts and what concentrations would result from implementation of the mitigation.

5. Include a list of the links and intersections analyzed. Provide a location map to identify these sources.

6. Include a list of highway capacities and traffic volumes used for the analysis. These should reflect funded improvements, improvements planned by the Developer and traffic from all other existing sources, sources approved for construction, and sources under construction in the study area during the analysis period.

**4.10.3. Exceedances** -- If exceedances of the ambient carbon monoxide standard due to traffic generated by the development are indicated by the analysis, the Developer shall provide to the City, for review and approval, a mitigation analysis which identifies measures that will abate those adverse impacts. The Developer shall provide its fair share contribution to the funding of structural mitigation measures. If nonstructural mitigations such as flex time, compressed workweeks, car or van pooling, or other such measures are proposed, the Developer shall include enforceable provisions that will assure occupant compliance with these measures. The mitigation analysis shall be of a scope and format to be mutually agreed on by the Developer and the City. Upon a determination by the City that mitigation measures are required, then, prior to issuing further certificates of occupancy for this TBPOC, the mitigation analysis must be completed and all identified nonstructural mitigation measures must be in place and the Developer's fair share contribution to identified structural mitigation measures paid, unless otherwise satisfied through pipelining.

**4.10.4. Congestion Management** -- The Developer shall design the development so as to reasonably minimize vehicle congestion and queuing problems at ingress/egress points and along internal circulation routes.

**4.11. Hurricane Evacuation** -- The Developer shall promote awareness of and shall cooperate with local and regional authorities having jurisdiction to issue hurricane evacuation orders. The Developer shall further implement and comply with the emergency preparedness and prevention plan submitted concurrent with the ADA. In addition, the Developer shall coordinate with the City as to the feasibility of designating buildings within the TBPOC Development, as public hurricane evacuation centers to shelter the residents of the more vulnerable areas.

**4.12. Environmental Preservation and Conservation**

**4.12.1. ADA Requirements** -- The Developer shall abide by the preservation/conservation delineations and constraints indicated in Figure 4-1 of the ADA.

**4.12.2. Wetland Protection** -- In order to protect the natural values of wetland areas, the following shall be required except as otherwise permitted by agencies having permitting jurisdiction, provided the City has reviewed such permit requests:

A. No substantial hydroperiod alterations shall be permitted in the conservation (C-1) or preservation areas depicted in Figure 4-1. Natural annual hydroperiods, normal pool elevations and seasonal high-water elevations shall be maintained, as well as hydrologic connections between on-site and off-site wetlands.

B. The Developer shall provide adequate natural buffering, if necessary, around preservation/conservation areas to provide an upland transition into the wetland areas and to protect the natural systems from development impact.

C. No substantial dredging, filling or development activities will be allowed within the preservation areas. Activities within the C-1 conservation areas as depicted in Figure 4-1 and buffer zones, if any, shall be limited to stormwater management and other similarly unobtrusive structures.

D. Substantial dredging and filling of C-2 conservation areas in accordance with Figure 4-1 will be avoided wherever practicable.

#### 4.12.3. Wetland Mitigation

A. All wetland losses shall require one-to-one acreage replacement as shown in Figure 4-1, resulting in at least 112.4 acres of undisturbed wetland and mitigation areas. Mitigation for wetland losses shall be implemented concurrent with the construction activities resulting in the wetland loss.

B. All mitigation monitoring reports and data shall be submitted to the City as part of the annual report.

#### 4.12.4. Upland Vegetation

A. The Developer shall comply with Article XII, Tree Protection, Landscaping and Buffering, of the Oldsmar Land Development Code in effect as of the date of this Resolution.

B. The hammock south of the East-West Connector Road along the east property line shall be preserved so as to insure its continued natural function and value.

4.12.5. Environmental permits issued for activities in Phase III as depicted in Figure 4-1 of the ADA shall provide for monitoring provisions no less stringent than those in existing environmental permits for this TBPOC.

### **4.13. Transportation**

4.13.1. In Pinellas County Resolution 85-264, the Developer's estimated fair share contribution for the first 780,000 square feet of development (Phase I) was calculated to result in an obligation of \$395,250. This fair share contribution was calculated in accordance with Exhibit I based on the prior development order, and the road improvements required in accordance with that fair share contribution were listed in that exhibit. In addition, the prior development order limited the issuance of building permits to 250,000 square feet until such time as seven specifically described improvements were accomplished. (See page 17 of Pinellas County Resolution 85-264). Since that time, various capital improvement programs have been initiated, and the Developer has satisfied \$105,000 of the \$395,250 fair share obligation. The Developer's submission of \$105,000 towards an environmental assessment as part of the comprehensive transportation analysis of SR 584 was approved by Pinellas County on August 15, 1986. In providing the \$105,000 contribution, (of which \$11,150 has been credited toward the Pinellas County Transportation impact fee payment to General Datacom Industries), the Developer satisfied the requirement contained in Pinellas County Resolution 85-264 that \$58,800 be utilized toward SR 584 preliminary engineering; it deleted the \$30,000 intersection improvement specified for Race Track Road and Douglas Road; and it reduced by \$16,200 the intersection improvement on SR 580 and Memorial Highway. Consequently, the prior square footage limitation is rescinded, the previous fair share contribution is superseded and the Developer shall receive building permits for up to 780,000 square feet of development within the TBPOC site by completing the following improvements and providing the following transportation data:

A. Improvements to be Completed

<u>Intersection</u>	<u>Improvements Required</u>
1. McMullen-Booth/SR 580	Shared Northbound/through right turn lane (fair share cost \$46,000).
2. Gim Gong/SR 584	Signalize the intersection when warranted eastbound and westbound through lanes (fair share cost \$50,900)

B. Data to be Provided

1. Confirmation of Findings -- Before building permits are issued for any development in excess 250,000 square feet, the Developer shall provide transportation data consistent with Pinellas County criteria which serves to affirm the findings in pages 18 and 19 Pinellas County Resolution 85-264 for Phase I, which are adopted here by reference.

2. Transportation System Management (TSM) Plan

a. Development and Annual Update

(1) The TSM Plan shall be developed in cooperation with the Florida Department of Transportation (FDOT), the Pinellas County Metropolitan Planning Organization (MPO), Pinellas Suncoast Transit Authority (PSTA) and TBRPC. This program shall seek to implement, and will be measured by, the TSM objectives and policies set forth in the Pinellas County MPO Transportation Planning Process, as mandated in 23 C.F.R. 450, the Metropolitan Planning Rule.

(2) The TSM analysis provided on November 26, 1986, shall now be updated annually beginning on the first year anniversary date of this Development Order rather than after receipt of certificates of occupancy for the first 100,000 square feet of development as previously stated. The TSM analysis may be submitted as part of the annual report.

b. Report Contents

(1) This TSM analysis shall report the success of the diversion of vehicle trips from the PM peak hour as well as the achieved mode split percentage.

(2) The TSM report shall include an annual assessment of the actual achievement of vehicle trips diverted from the peak hour as a result of the success of the TSM techniques, public transit activity, private paratransit, worker flextime ride-sharing and other traffic demand management measures, as appropriate.

(3) The annual report shall serve to affirm the findings of the original ADA and will be submitted to the City and TBRPC for review and approval.

c. Substantial Deviation Determination

(1) Substantial Deviation -- If the annual report indicates that the total trip diversions are less than half the projected diversion of vehicle trips from the PM peak hour, the City shall conduct a substantial deviation determination pursuant to subsection 380.06(19), F.S., and amend the Development Order to change TSM objectives and/or require additional roadway improvements.

(2) Development Order Amendments -- The results of the TSM study may serve as a basis for the Developer or reviewing agencies to request Development Order amendments.

4.13.2. Phasing Option -- As a result of the election of the pipelining option, the phasing option approved under the prior development orders is eliminated.

4.13.3. Pipelining Option

A. Election Subject to Approval -- In lieu of securing funding commitments for the improvements specified in Exhibits "G," "H," and "I," the Developer has elected, with Pinellas County and City of Oldsmar approval, to mitigate the TBPOC transportation impact through a pipelining option as described in 4.13.3. of this Development Order.

B. Pipelining Conditions -- The Developer shall comply with the following provisions of this Development Order as specified below:

1. Pipelining Candidates -- The roadway improvements to be pipelined are identified in the Development Order and shall:

a. Be selected from the list of improvements to existing or proposed regional transportation facilities identified in the Exhibits "G," "H" and "I" of this Development Order; and

b. Be consistent with MPO long range plan, and the Transportation Element of the Pinellas County Comprehensive Plan, sector 2 traffic circulation plan; and

c. Be acceptable to the City and Pinellas County and with review and comment by the MPO, FDOT and TBRPC.

2. Fair Share Amount -- The Developer's fair share pipeline contribution shall be equal to or exceed the amount calculated pursuant to the DCA Transportation Policy Rule. The schedule of estimated fair share amounts as described in Exhibit "C" attached hereto and by this reference made a part hereof reflects the Developer's estimated fair share amount for off-site road improvements associated with this project TBPOC.

3. Consequences from Pipeline

a. The Developer's proportionate fair share contribution of the total costs of the improvements set forth in Exhibit "C" for Phases II-III beyond the first 780,000 square feet of the TBPOC has been determined to be \$4,475,637. The expenditure of \$4,674,772 consistent with the provisions of this Development Order is the amount anticipated to be necessary to design and construct the TBPOC Segment described in Exhibits "D", "E", and "F".

b. The \$4,674,772 represents an amount greater than 100% of the TBPOC's total fair share contribution of \$4,475,637, which is calculated in Exhibit "C". Consequently, compliance with the pipeline mitigation measures described in this Development Order for Phases II-III are found to authorize construction of 1,765,000 square feet of total development and it fully satisfies and discharges the Developer's transportation requirement for that amount of additional development.

#### 4. Transportation Impact Fee Credits

a. General Limitations -- The Developer shall receive credit against Pinellas County Transportation Impact Fees pursuant to law. In accordance with DCA and TBRPC rules and policies, credit against the Developer's fair share contribution will only be granted for off-site improvements. Hence, credit for the Developer's construction and right-of-way dedication will be granted for performance in excess of requirements for site plan approval as stipulated in the City's Land Development code.

#### b. Credits Allowed

- (1) Subject to review and approval by the City of appropriate financial records, the Developer shall receive full credit as allowed by the City for the cost of any right-of-way, engineering and design, or construction of any transportation improvements required to mitigate the impacts of this project, over and above those expenditures which would have been necessary for this project's sole benefit, if such credits are in accordance with the Pinellas County Impact Fee Ordinance.
- (2) The construction, design and donation of right-of-way specified in this order results in an off-site contribution of \$2,833,110. Subject to the verification procedures of subsection C below, the sum of \$2,833,110 shall be credited against any present or future transportation impact fee assessments pursuant to Pinellas County Ordinance No. 86-43, as amended. The resulting transportation 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. In exchange for dedication of the development right-of-way specified in this order, and such right-of-way can be obtained from the land which is the subject to this order, the Developer shall receive full credit for the fair market value of the land so provided, pursuant to subsection 4.13.3.B.4., against the agreed upon maximum Developer contribution of \$4,475,637 and Pinellas County Ordinance 86-43, as amended.

c. Credit Verification

- (1) Verification of the creditable nature of expenditures shall be based upon a reasonableness standard for such expenditures on engineering, design or construction costs. Verification shall not be unreasonably delayed or withheld.
- (2) Right-of-way cost and credit has been calculated based upon an estimated value of \$200,000 per acre, as provided by the Developer. Final acceptance of this figure will occur pending the results of appraisals as required by Pinellas County procedures. Verification of the credits due for the conveyance of real property shall be determined by the simplified appraisal procedure in the following subsections (a) and (b):
  - (a) The County and the Developer will each select one firm to appraise the property conveyed. The appraisers shall use as comparable sales only arm's length transactions between unrelated third parties and shall assume that the property being appraised may be used for the highest and best use using standard appraisal techniques. The appraisals shall be exchanged simultaneously by the County and the Developer.
  - (b) The appraisers' charges shall be paid by the County. The average of the two appraisals shall be accepted as binding on the parties except in the case of patent error or a variance such that the higher appraised value exceeds the lower appraised value by more than one hundred and twenty percent (120%) or more. If such a variance exists between the two independent certified appraisals, and unless the County and the Developer otherwise agree to a different process, then either a third independent certified appraisal or an independent certified review appraisal shall be obtained. The third appraiser or review appraiser shall be selected by the two appraisers. The average of the two closest appraisals shall be accepted as binding upon the Developer and the County. The Developer and the County recognize and accept the funding restrictions set forth in Sections 129.07, 129.08, and 129.09 F.S. (1993), the regulatory restrictions of the County's transportation impact fee ordinance, and of the County and MPO's long-range plan which may affect the County's obligations, if any, hereunder.

d. Credit Allocation -- The Developer will be entitled to credits based on the appraised value of the property, as determined herein, but the Developer will not be entitled to either business damages, severance damages, attorney fees, or any other form of damages

associated with the conveyance of the property, nor shall the Developer be allowed credits based on such damage or fees.

e. Credit Offset -- Impact fees payable incident to existing structures as of August 19, 1994, within the Development total \$87,534.00. Once the Developer's Proportionate Share has been satisfied either by payment or a combination of payment and conveyances, and prior to the utilization of any impact fee credits earned, the Developer's credit shall be subject to a one time reduction in the amount of \$87,534.00.

f. Impact Fee Utilization

- (1) Impact fee credits shall be available for use once the expenditures are verified as creditable. Such credits shall be utilized only incident to construction within the TBPOC by the Developer, its affiliates, or authorized successors and shall be utilized based upon the impact fee schedule in effect as of the date of utilization of the credit. Impact fee credits shall be exhausted before impact fee payments will be payable incident to construction within the TBPOC.
- (2) Except as provided in subsection 4.13.3.B.4.c.2.f(3) below, the City shall issue transportation impact fee credits only to the Developer, or its affiliates, or authorized successors and only for construction within the Development. In order to receive such credits, the Developer shall notify the City Manager or his designee, in writing, of the dollar value of the credit being taken and the specific property to which the credit is to be applied.
- (3) Transportation impact fee credits shall be assignable by the Developer, at the Developer's sole discretion, for use by persons or entities developing land within the Development. Any such person or entity must provide evidence of such assignment to the City Manager or his designee, in order to receive any credit against transportation impact fees. The Developer is responsible for keeping the City Manager or his designee informed, in writing.
- (4) In the event transportation impact fees exceed the credits available, the Developer, or another person or entity developing property within the TBPOC, shall be responsible for paying the transportation impact fee in effect at the time of permitting.

5. Monitoring Program -- At the City's or Pinellas County's request, the Developer shall institute a monitoring program to provide peak hour and daily traffic counts at the TBPOC entrance to verify that the projected number of external trips found in the ADA has not been exceeded. The City or the County may request that monitoring occur at any time through the buildout of the TBPOC. The results of this transportation study may serve as the basis for the reviewing agencies to request Development Order amendments. All transportation information submitted to the City and Pinellas County pursuant to this Section shall be provided to TBRPC.

6. Transportation Systems Management (TSM) Program -- The Developer or its assigns shall participate in a TSM Program in cooperation with FDOT, the Pinellas County MPO, PSTA and TBRPC. This program will be measured by the TSM objectives and policies set forth in the Florida Transportation Plan.

### C. Pipeline Implementation

#### 1. Pipeline Candidate

a. Optimal Benefit -- The construction of the TBPOC segment of the East-West Connector Road is one of the major improvements listed in Exhibits "G" and "C" and is specifically calculated and is hereby deemed to optimally benefit the regional roadway network which will be substantially impacted by the proposed development.

b. Basis for Selection -- The selection of this mitigation/curing mechanism is based upon the TBPOC's impact on regional transportation facilities, the substantial public benefit to be gained by accelerating the design, construction, and use of this major public facility, the savings in direct and administrative costs associated with construction of this major public facility, and its consistency with the TBRPC and DCA policies regarding pipelining transportation improvements. The accelerated construction and design of the TBPOC segment of the East-West Connector Road and the provision of right-of-way needed to expand this road are fully consistent with the TBRPC and DCA pipeline policies, and have been deemed an appropriate mitigative measure by the FDOT and the MPO.

2. Pipeline Obligation -- The Developer has begun and shall diligently pursue to completion the design and construction of the TBPOC segment of the East-West Connector Road as described generally in Section 4.13.3.C.1.a. (TBPOC Segment). Design and construction shall be in cooperation with the developers of the Forest Lakes DRI (or the County) and the Cypress Lakes DRI. The TBPOC Segment shall be built to the applicable Pinellas County and FDOT standards. The East-West Connector Road consists of that regionally significant facility extending from the north intersection of Forest Lakes Boulevard with State Road 584 to Race Track Road, as shown in Exhibits "D" and "E."

a. Design -- The Developer shall design the TBPOC Segment, under the standards required and set forth in Exhibits "D," "E" and "F."

- (1) Length -- The TBPOC Segment shall extend from the TBPOC's western property boundary to Race Track Road. The TBPOC Segment includes approximately 1,200 feet east of the TBPOC property line.
- (2) Design Concept -- As depicted in Exhibits "D" and "E," the road shall be designed as a six-lane urban enhanced arterial with limited curb and median openings.
- (3) Roadway Alignment -- The alignment for the TBPOC Segment will be designed by the Developer using a 45 to 65 MPH design speed or other design speed approved by the County and a high priority to avoid major environmentally sensitive areas.

- (a) Exhibits "D" and "E" depict both the East-West Connector Road and the TBPOC Segment alignments, the median and curb cuts, intersections, detention pond locations and proposed typical sections. It is recognized that the general alignment and pond locations depicted in Exhibit "D" are subject to movement as the design is completed. All right-of-ways and pond sites ultimately to be dedicated to the County shall comply with the ultimate locations depicted on the final design plans.
  - (b) The Florida Power Corporation railroad crossing near Race Track Road will be an at-grade crossing for the two-lane construction phases due to the infrequent use of these tracks. The six-lane design may include a railroad overpass, however, the Developer will not provide this component of the design.
  - (c) Drainage will be designed by the Developer for the ultimate six-lane divided enhanced arterial configuration. During construction of the initial phase, roadway drainage may be conveyed by open ditches to detention ponds, and be designed and sized for the final six-lane roadway.
- (4) Intersection Design -- The Developer will provide the design for an intersection of the two-lane East-West Connector Road at Race Track Road.
- (a) The design phase will be a six-lane divided arterial section with one six-lane intersection within the TBPOC and right-of-way reserved to accommodate one grade separated interchange at this location in the future as depicted in Exhibits "D" and "E."
  - (b) However, the Developer is only obligated to provide preliminary design and engineering sufficient to determine right-of-way limits for the grade separated interchange. The Developer is not obligated to construct the interchange.
- (5) Interim Improvement Design -- The design will allow for the construction of a two-lane divided arterial section to be designed by the Developer to applicable Pinellas County and FDOT standards and with 10-foot shoulders of which 4 feet will be paved, and with a design speed of 45 to 65 MPH as depicted in Exhibits "D" and "E" or other design speed approved by the County. Other design changes may be made if approved in writing by the County Administrator.

3. Coordination of Design with the County -- The Developer will coordinate the two-lane and six-lane design of the arterial with the Pinellas County Engineering Department and will provide plans for 30%, 60%, and opportunity for final reviews by the County. The Developer shall complete the design to 100% no later than one year after the effective date of this Development Order. In order to expedite the construction of the initial phase, Pinellas County will provide plan review within 14 days of submittal. This review will not result in changes to the design specifications contained in this Development Order or the exhibits attached hereto without the approval of the Developer.

4. Right-of-Way for the East-West Conector Road -- The dedication of any right-of-way or real property for ponds or easements for sidewalks, utilities or sideslopes shall be free of charge to the County but with transportation impact fee credits as provided for in subsection 4.13.3.B.4. All conveyances shall be by statutory general warranty deed unless and to the extent that this requirement is waived by the Board, in their sole discretion. The Developer shall provide good marketable title free of encumbrances and liens to the satisfaction of the County. The Developer shall be responsible for the costs of any title insurance.

a. Conveyance of Right-of-Way

- (1) The Developer will provide 133 feet of right-of-way where needed for the main roadway corridor within the TBPOC Segment of the East-West Connector Road, and will grant sufficient sidewalk and utility easements in conformance with Pinellas County design standards, not to exceed seven feet on each side of the road. The Developer will dedicate, retaining full rights to use the development rights attendant to that property, an additional easement, as determined solely by the County to be necessary to accommodate those side-slopes necessary for construction of the ultimate design of the East-West Connector Road.
- (2) Acquisition of property and property rights will be done as authorized by law, and all property rights shall be in fee simple.
- (3) Within thirty (30) days after the effective date of this Development Order, unless mutually extended by the County Administrator and the City Manager, the Developer shall dedicate to Pinellas County the right-of-way for the East-West Connector Road, including easements for that property necessary for side slopes and sidewalks and associated retention ponds required by this Development Order as they are identified by the plans in their stage of completion at that time.
- (4) It is recognized that the right-of-way dedicated pursuant to the preceding subsection (3), above, may be over- or under-inclusive of that right-of-way actually required by the 100% design plans.
  - (a) To the extent that the preceding subsection (3) dedication failed to include portions of the right-of-way necessary for the 100% design plans, the Developer shall, within 30 days

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notice by the County, dedicate any right-of-way required for the TBPOC Segment but not included in the initial subsection (3) dedication, including that property necessary for side-slopes.

- (b) To the extent that the subsection (3) dedication included property not necessary for the 100% design plans, as determined solely by the County, the County shall reconvey that property upon request by TBPOC with an accompanying reduction in the transportation impact fee credits, based on the appraised values originally determined under subsection 4.13.3.B.4.

b. Vacation in the Event of Lack of Necessity -- The easements for sidewalks and utilities referenced in subsection a.(1), above will be vacated upon request by TBPOC, if found to be unnecessary as determined by the County and the City.

c. Accommodating the Right-of-Way -- TBPOC entrance/information signs along the East-West Connector Road will be permitted with a zero setback from the right-of-way line, provided such placement, as determined through the City site planning process, will not cause any site distance or other safety problem. Any signage shall otherwise be consistent with the provisions of the City sign regulations existing at the time of the sign permit application.

## 5. Construction

a. Parties to Construction -- By election of this option, the Developer will participate in the construction of a regionally significant roadway, i.e., the East-West Connector Road, its portion of which extends from the western property line of the TBPOC to Racetrack Road on the east. Under a separate development order, the Cypress Lakes DRI developer will be responsible for construction of the East-West Connector Road from the existing Forest Lakes Boulevard on the west to the western property line of the TBPOC on the east. In addition, under a separate development order, the developer of Forest Lakes DRI will be responsible for construction of the East-West Connector Road from the existing intersection of Forest Lakes Boulevard with State Road 584, to the southwest, to the Cypress Lakes DRI property line on the east. Nothing in this Development Order shall be construed as imposing upon the Developer or the County the duty to discharge any obligation of the developers of the Cypress Lakes DRI or Forest Lakes DRI pursuant to their development orders.

b. Developer's Obligation -- The Developer will be responsible for construction of the two-lane divided arterial facility within the TBPOC Segment of the East-West Connector Road and 1,200 feet east of the TBPOC property boundary (with right-of-way to be provided by others), and the intersection of the two-lane East-West Connector Road at Race Track Road.

## 6. Pipelining Limitations

a. Construction Timetable -- The construction of the TBPOC Segment by the Developer must commence within one (1) year of the effective date of this Development Order or within one (1) year of the issuance of a building permit for construction of the 780,000th

square foot of development for TBPOC, whichever occurs earlier. Construction shall be completed within one (1) year of commencement.

b. Delays in Construction of the Pipelining Segment -- In the event that the commencement or completion of the construction is delayed by more than one (1) year from the applicable date, the Developer shall address the delay in a Notice of Proposed Change. No further development permits beyond 780,000 square feet shall be issued until the Development Order is amended to address the delay and to establish a new timeframe to complete the required improvements, if appropriate, or establish new transportation requirements.

#### D. Access Rights

##### 1. Limited and Controlled Access Rights

a. The Developer will provide for the implementation of an internal roadway network which limits ingress and egress points consistent with the planned "enhanced arterial" status of the roadway during the interim two-lane configuration and consistent with the limited access status of the ultimate roadway design.

b. The TBPOC's internal roadway system will be planned and aligned to support the MPO plan and the adopted Transportation Element of the Pinellas County Comprehensive Plan. All site plans for property adjacent to the TBPOC segment of the East-West Connector Road will be master planned to preserve the ability to implement the controlled access features as shown on attached Exhibit "D" and as contemplated in the MPO Plan. The internal roadways are shown conceptually in Exhibit "D".

c. The conveyance shall also grant all rights of ingress and egress, (except the ingress and egress needed for the interchange planned for the six-lane facility within TBPOC), and certain rights of light, air, and view between the grantor's remaining property and any facility constructed within said right-of-way. The conveyance of these rights shall be sufficient to avert the imposition of business or severance damages or any attorney fees against the County and the Developer resulting from the County's planned improvements to the East-West Connector Road as described in exhibit "F", including closure of the internal roadway system access points to the East-West Connector in favor of access to the proposed interchange as shown on Exhibit "D". These provisions shall be included in all deeds so as to survive the duration of this Development Order.

d. Interim Access Rights -- Access rights to the East-West Connector Road will be granted on an interim basis until such time as the ultimate design of the six-lane enhanced arterial, including the interchange design, is implemented.

#### SECTION V. DURATION OF EFFECTIVENESS

This Development Order shall remain in effect for a period of twenty (20) years from the effective date of Pinellas County Resolution 87-266. Any development activity wherein plans have been submitted to the City for its review and approval prior to the expiration of this

development order may be completed, if approved. This Development Order may be extended by the City Council on the finding of excusable delay in any proposed development activity.

## **SECTION VI. SEVERABILITY**

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

## **SECTION VII. EFFECTIVE DATE OF THIS RESOLUTION**

### **7.1 Rendering of the Development Order**

7.1.1. Upon adoption, executed copies of this Resolution shall be transmitted by the City Clerk, by certified mail, to the DCA, the TBRPC, and the Developer.

7.1.2. The Developer shall record a Notice of Adoption of this Development Order as required pursuant to Chapter 380, F.S., and shall furnish the City Manager, City Clerk and County Clerk a copy of the recorded Notice.

7.1.3. This Development Order shall be deemed rendered upon transmittal of copies of this Development Order to the recipients specified in Chapter 380, F.S.

7.1.4. A copy of this Development Order shall be located in the Community Development Department, City of Oldsmar for the convenience of the public.

**7.2 Effective Date of the Development Order** -- This Development Order shall become effective upon adoption by the City Council in accordance with Section 380.06, F.S. (1994).

## **SECTION VIII. CONTINUING APPLICABILITY OF THE DEVELOPMENT ORDER AND STATUS OF PRIOR DEVELOPMENT ORDERS**

**8.1 Continuing Applicability** -- This Development Order shall be binding upon the Developer and its heirs, assignees, or successors in interest, including any entity which may assume any of the responsibilities imposed on the Developer by this Development Order.

**8.2 Status of Prior Development Orders** -- Upon its effective date, this Development Order serves to ratify all prior development orders for the TBPOC but supersedes and replaces in their entirety the prior development orders adopted by the Board in Resolution Numbers 87-266, 88-42 and 94-298.

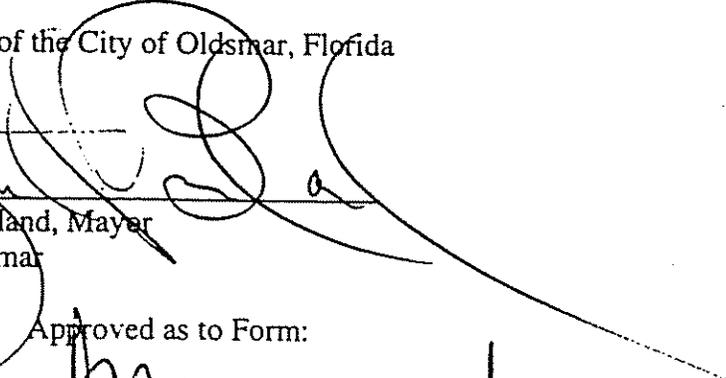
## **SECTION IX. HEADINGS**

The captions and headings in this Development Order are for ease of reference and do not constitute a part of this Development Order.

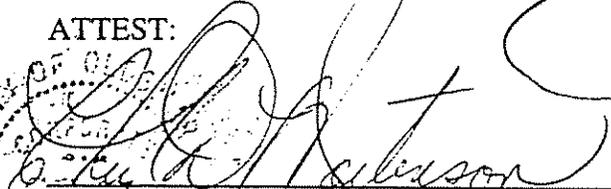
**SECTION X. EFFECTIVE DATE OF THIS RESOLUTION**

This Resolution shall be effective upon passage and adoption.

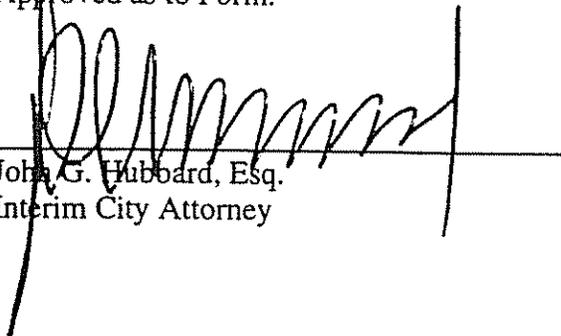
PASSED AND RESOLVED by the City Council of the City of Oldsmar, Florida

  
\_\_\_\_\_  
Jerald Beverland, Mayor  
City of Oldsmar

ATTEST:

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

Approved as to Form:

  
\_\_\_\_\_  
John G. Hubbard, Esq.  
Interim City Attorney

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Composit Exhibit "A"

Phases I and II

A parcel of land lying in Sections 12, 13 and 14, Township 28 South, Range 16 East, Pinellas County, Florida, being more fully described as follows:

Begin at the South 1/4 corner of said Section 12, being the Southwest corner of a Florida Power right-of-way, as recorded in O.R. 4477, Page 944, of the Public Records of Pinellas County, Florida; thence N. 87° 53' 32" E., 1268.20 feet along the South line of said Florida Power right-of-way, being also the South line of said Section 12; thence leaving said right-of-way line and section line, S. 00° 09' 34" W., 3981.83 feet, to the forty-acre line, being also the Oldsmar City limit line, thence S. 89° 29' 43" W., 3811.06 feet, along said city limit line to the West line of said Section 13; thence N. 89° 38' 49" W., 33.00 feet; thence N. 00° 14' 38" E., 1486.20 feet along a line 33 feet West and parallel with the East line of aforesaid Section 14; thence N. 43° 14' 46" E., 610.89 feet; thence N. 71° 31' 26" E., 347.00 feet; thence N. 87° 40' 45" E., 529.92 feet; thence N. 61° 20' 12" E., 529.92 feet; thence N. 00° 04' 27" W., 2814.94 feet to the South line of a Florida Power right-of-way, as recorded in O.R. 4477, Page 942, in the Public Records of Pinellas County, Florida; thence along said line, S. 89° 53' 38" E., 833.00 feet to the West line of a Florida Power right-of-way, as recorded in O.R. 4477, Page 944 in the Public Records of Pinellas County, Florida; thence along said right-of-way line, S. 00° 25' 18" E., 1115.41 feet to the Point Of Beginning.

Containing 293,355 acres, more or less.

Phase III

A tract of land lying in Sections 1 and 12, Township 28 South, Range 16 East, Pinellas County, Florida, being more fully described as follows:

Begin at the Southeast corner of Section 12, Township 28 South, Range 16 East; thence along the South line of said Section 12, S. 89° 53' 30" W., 137.00 feet to a point on the East line of a Florida Power Substation as recorded in O.R. Book 4477, Page 944 of the Public Records of Pinellas County, Florida; thence along the East line of said Florida Power Substation, said line being 132.00 feet West of and parallel to the East line of said Section 12, N. 00° 10' 46" E., 2698.32 feet; thence S. 89° 51' 10" W., 667.57 feet along the North line of said Florida Power Substation; being also the East-West centerline of Section 12; thence N. 00° 14' 59" W., 5342.83 feet along the West line of a Florida Power right-of-way as recorded in O.R. Book 4477, Page 493 of the Public Records of Pinellas County, Florida; thence S. 89° 31' 18" E., 814.40 feet to the East 1/4 corner of the aforesaid Section 12; thence along the East line of Section 12, S. 00° 14' 30" E., 2664.33 feet to the Northeast corner of Section 12, Township 28 South, Range 16 East; thence along the East line of Section 12, S. 00° 03' 33" W., 2669.40 feet to the East 1/4 corner of said Section 12; thence continue along said East Section line; S. 00° 10' 46" W., 2698.41 feet to the Point of Beginning.

Containing 107.500 acres more or less.

Subject to any easements, restrictions, rights-of-way of record.

Composit Exhibit "A-1"

Phases I and II

A parcel of land lying in Sections 12, 13 and 14, Township 28 South, Range 16 East, Pinellas County, Florida, being more fully described as follows:

Begin at the South 1/4 corner of said Section 12, being the Southwest corner of a Florida Power right-of-way, as recorded in O.R. 4477, Page 944, of the Public Records of Pinellas County, Florida; thence N.  $89^{\circ}53'32''$  E., 1268.20 feet along the South line of said Florida Power right-of-way, being also the South line of said Section 12; thence leaving said right-of-way line and section line, S.  $00^{\circ}09'34''$  W., 3981.83 feet, to the forty-acre line, being also the Oldsmar City limit line, thence S.  $89^{\circ}29'41''$  W., 3811.06 feet, along said city limit line; to the West line of said Section 13; thence N.  $89^{\circ}38'49''$  W., 33.00 feet; thence N.  $00^{\circ}14'58''$  E., 1486.20 feet along a line 33 feet West and parallel with the East line of aforesaid Section 14; thence N.  $43^{\circ}14'46''$  E., 610.89 feet; thence N.  $71^{\circ}51'26''$  E., 347.00 feet; thence N.  $87^{\circ}40'45''$  E., 529.92 feet thence N.  $61^{\circ}20'12''$  E, 529.92 feet; thence N.  $00^{\circ}04'27''$  W., 2814.94 feet to the South line of a Florida Power right-of-way, as recorded in O.R. 4477, Page 942, in the Public Records of Pinellas County, Florida; thence along said line, S.  $89^{\circ}53'28''$  E., 833.00 feet to the West line of a Florida Power right-of-way, as recorded in O.R. 4477, Page 944 in the Public Records of Pinellas County, Florida; thence along said right-of-way line, S.  $00^{\circ}25'18''$  E., 1115.41 feet to the Point of Beginning.

Containing 293.355 acres, more or less.

Phase III

A tract of land lying in Sections 1 and 12, Township 28 South, Range 16 East, Pinellas County, Florida, being more fully described as follows:

Begin at the Southeast corner of Section 12, Township 28 South, Range 16 East; thence along the South line of said Section; S.  $89^{\circ}53'30''$  W., 132.00 feet to a point on the East line of a Florida Power Substation as recorded in O.R. Book 4477, Page 944 of the Public Records of Pinellas County, Florida; thence along the East line of said Florida Power Substation, said line being 132.00 feet West of and parallel to the East line of said Section 12, N.  $00^{\circ}10'46''$  E., 2698.32 feet; thence S.  $89^{\circ}51'10''$  W., 667.57 feet along the North line of said Florida Power Substation; being also the East-West centerline of Section 12; thence N.  $00^{\circ}14'59''$  W., 5342.83 feet along the West line of a Florida Power right-of-way as recorded in O.R. Book 4477, Page 493 of the Public Records of Pinellas County, Florida; thence S.  $89^{\circ}31'18''$  E., 814.40 feet to the East 1/4 corner of

the aforesaid Section 1; thence along the East line of Section 1; S. 00°14'30" E., 2664.55 feet to the Northeast corner of Section 12, Township 28 South, Range 16 East; thence along the East line of Section 12, S. 00°03'33" W., 2669.40 feet to the East 1/4 corner of said Section 12; thence continue along said East Section line; S. 00°10'46" W., 2698.41 feet to the Point of Beginning.

Containing 107.500 acres more or less.

Subject to any easements, restrictions, rights-of-way of record.

LESS AND EXCEPT THE FOLLOWING PARCELS FROM PHASE I:

Lots 5, 6 and 7 of Tampa Bay Park of Commerce Phase 1 as recorded in Plat Book 96, Pages 14 and 15 of the Public Records of Pinellas County, Florida.

Containing 19.113 acres, more or less, AND

A strip of land 100.00 feet in width lying in Sections 12 and 13, Township 28 South, Range 16 East, Pinellas County, Florida, being further described as follows:

Commence at the East most corner of Lot 7, Tampa Bay Park of Commerce Phase 1 as recorded in Plat Book 96, Pages 14 and 15 of the Public Records of Pinellas County, Florida; thence along the North line of said Lot 7, the following: N.42°40'54"W., 267.19 feet; thence N.77°37'04"W., 202.56 feet to the POINT OF BEGINNING; thence continue N.77°37'04"W., 394.00 feet; thence leaving said North line, N.87°40'45"E., 529.92 feet; thence N.61°20'12"E., 529.92 feet; thence N.00°04'27"W., 2814.94 feet to the South line of the Florida Power right-of-way recorded in OR Book 4477, Page 942 of the Public Records of Pinellas County; thence along said South line S.89°53'28"E., 100.00 feet; thence S.00°04'27"E., 2874.01 feet; thence S.61°20'12"W., 612.71 feet; thence S.87°40'45"W., 172.23 feet to the POINT OF BEGINNING.

Containing 8.647 acres, more or less.

Having a combined acreage of 27.760 acres, more or less.

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TAMPA BAY PARK OF COMMERCE

Revised Exhibit "B" to Resolution No. 87-266, as amended  
by Resolution No. 94-298

Phasing Schedule

Phase	Office (Sq. Ft.)	Commercial (Sq. Ft.)	Industrial (Sq. Ft.)	Totals by Phase
Phase I (5/7/85- 12/31/96)	90,000	- 0 -	295,000	385,000
Phase II (1/1/97- 12/31/01)	400,000	50,000	1,460,000	1,910,000
Phase III (1/1/02- 6/1/03)	- 0 -	- 0 -	250,000	250,000
Totals by Use	490,000	50,000	2,005,000	
Grand Total				2,545,000

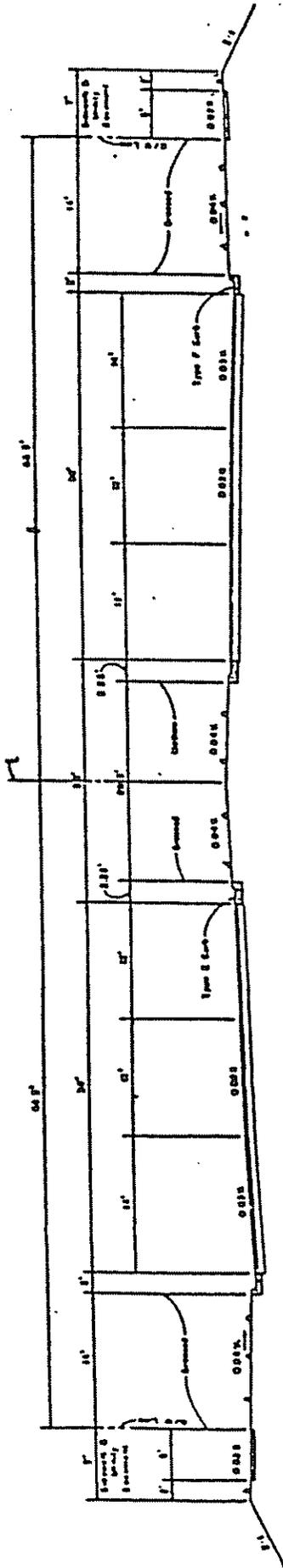
Rev. 11/16/94

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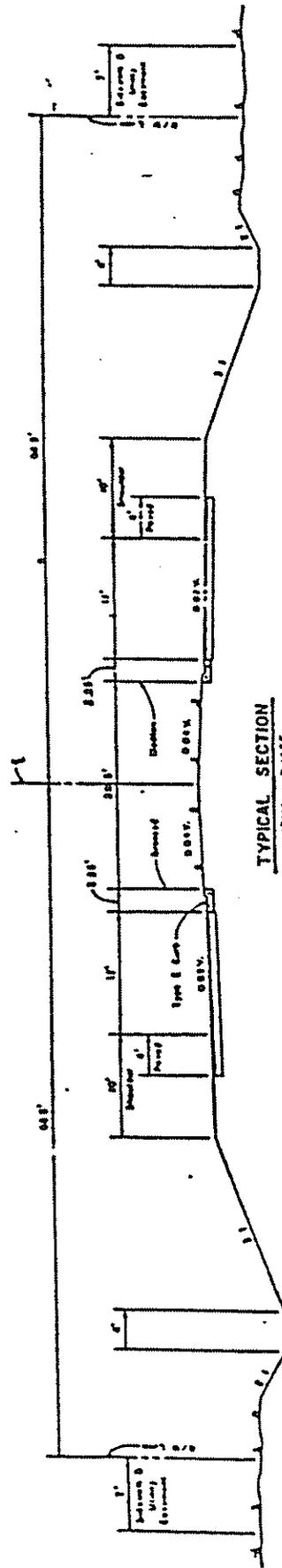
34







TYPICAL SECTION  
FINAL PHASE  
6 LANE URBAN



TYPICAL SECTION  
INITIAL PHASE

EXHIBIT E

THE MILFORD CORPORATION  
AND  
CYPRESS LAKES INDUSTRIAL PARK LTD.  
HOLLYWOOD LAND DEVELOPMENT CO., INC.

Wade-Trim  
INCORPORATED  
1000 N. GARDNER ST.  
DALLAS, TEXAS 75207  
TELEPHONE 734-1111

PROPOSED TYPICAL SECTIONS  
"EAST-WEST CONNECTOR ROAD"

SEE SHEET NO. 101  
DATE: 10/10/68

EXHIBIT F

DESIGN STANDARDS FOR THE ULTIMATE SIX-LANE ENHANCED ARTERIAL CONFIGURATION OF THE EAST-WEST CONNECTOR ROAD AS DIRECTED BY PINELLAS COUNTY

1. The alignment for the proposed East-West Connector Road, as shown on Exhibits "D" and "E", should provide a 65 mph design speed, or as approved by Pinellas County such that posted speed may be 55 mph, with maximum curvature of 4.75 degrees, and a maximum super elevation rate of 8%. The super elevation of curves #3 and #4 of Exhibits "D" and "E" will be designed initially for speeds less than 65 mph since these curves will be reconstructed in the future within the designated right of way pursuant to Exhibits "D" and "E" to accommodate overpasses and interchanges.
2. Minimum of 133 ft. right-of-way requirement is needed to facilitate compliance with the design of the six-lane major arterial using curb and gutter cross section with sidewalk and utility easements not to exceed 7 feet on either side of the road to be granted by the developer.
3. The East-West Connector will be an evacuation route, therefore, minimum roadway elevation will be above the 100 year flood level.
4. Intersection configuration of the East-West Connector Road at Race Track Road to be determined by the Northeast Pinellas Highway Corridor Study, however, the Developer will not provide this design.
5. Intersections/median openings at 66+00, 73+00, 92+00, and 97+00 will be closed when the road becomes a controlled access facility.
6. Overpass and interchange geometry shall be consistent with 55 mph posted speed at station 82+00, as shown in Exhibits "D" and "E", however, the Developer will not provide this final design.
7. The enhanced arterial designation of the East-West Connector Road is defined in the adopted Pinellas County Year 2010 Long Range Highway Plan. This designation includes the limitation or elimination of curb and median openings, the provision of access to adjacent property by means of service roads or an internal network of streets, the construction of interchanges at selected intersections, and the establishment of land use control measure where applicable to protect the roadway capacity.

EXHIBIT G

PHASE II IMPROVEMENTS

- (1) Construct a six-lane divided arterial on SR 584 from SR 586 to Forest Lakes Boulevard.
- (2) Construct a four-lane undivided arterial on SR 586 from U.S. 19 to McMullen Booth Road.
- (3) Construct a two-lane divided arterial on SR 586 from McMullen Booth Road to SR 584.
- (4) Construct a two-lane divided arterial referred to as the East-West Connector Road from Forest Lakes Boulevard to Race Track Road.
- (5) Construct a four-lane undivided arterial on Linebaugh Avenue from Sheldon Road to Gunn Highway.
- (6) Provide signalization, when warranted, at the intersection of SR 590 and Main Street.
- (7) Provide an exclusive right turn lane northbound at the intersection of SR 586 and SR 584.

EXHIBIT H

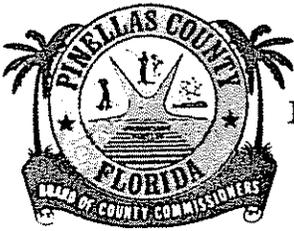
PHASE III IMPROVEMENTS

- (1) Construct a six-lane divided arterial on SR 580 from U.S. 19 to McMullen Booth Road.
- (2) Construct an eight-lane divided arterial on SR 580 from Race Track Road to Waters Avenue.
- (3) Construct an eight-lane divided arterial on SR 584 from SR 586 to Forest Lakes Boulevard.
- (4) Construct a four-lane divided arterial on SR 586 from U.S. 19 to McMullen Booth Road.
- (5) Construct a four-lane undivided arterial on SR 586 from McMullen Booth Road to SR 584.
- (6) Construct a two-lane divided arterial on Forest Lakes Boulevard from SR 584 to the East-West Connector Road.
- (7) Construct a six-lane divided arterial on the East-West Connector Road from Forest Lakes Boulevard to Race Track Road.
- (8) Construct a four-lane divided arterial on Linebaugh Avenue from Sheldon Road to Gunn Highway.
- (9) Provide an exclusive left turn lane east bound and an exclusive left turn westbound at the intersection of SR 580 and McMullen Booth Road.
- (10) Provide an exclusive right turn lane northbound, add a through lane northbound, add an exclusive right turn lane southbound, add a through lane southbound, and add an exclusive left turn lane east bound at the intersection of SR 590 and Bayshore Road.
- (11) Provide a signal, when warranted, at the intersection of Race Track Road and Mobley Road.
- (12) Provide an exclusive right turn lane northbound, add an exclusive right turn lane southbound, and add an exclusive right turn lane east bound at the intersection of SR 584 and Forest Lakes Boulevard.

EXHIBIT I

PHASE IV IMPROVEMENTS

- (1) Construct a six-lane freeway on SR 580 from Race Track Road to Waters Avenue.
  - (2) Construct a six-lane expressway on SR 584 from SR 586 to Forest Lakes Boulevard.
  - (3) Construct a two-lane divided arterial on Race Track Road from SR 580 to the East-West Connector Road.
  - (4) Construct a two-lane divided arterial on Race Track Road from the East-West Connector Road to Mobley Road.
  - (5) Provide an exclusive right turn lane northbound, add an exclusive right turn lane east bound, and add an exclusive right turn lane westbound at the intersection of SR 586 and McMullen Booth Road.
  - (6) Provide an exclusive right turn lane northbound, add an exclusive left turn lane northbound, add an exclusive right turn lane southbound, add an exclusive left turn lane southbound, add an exclusive right turn lane eastbound, and add an exclusive right turn lane westbound at the intersection of SR 580 and McMullen Booth Road.
  - (7) Provide an exclusive left turn lane eastbound at the intersection of SR 590 and Main Street.
  - (8) Provide an additional through lane northbound at the intersection of SR 590 and Bayshore Road.
  - (9) Provide an additional through lane northbound at the intersection of SR 584 and SR 596.
- 41



BOARD OF COUNTY COMMISSIONERS  
PINELLAS COUNTY, FLORIDA

315 COURT STREET  
CLEARWATER, FLORIDA 34616

KARLEEN F. De BLAKER  
CLERK OF BOARD OF COUNTY COMMISSIONERS  
CLERK OF WATER AND NAVIGATION CONTROL AUTHORITY  
COUNTY AUDITOR AND TREASURER

Certified Mail  
Return Receipt Requested

December 9, 1994

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

Dear Mr. Butts:

Enclosed herewith is a certified copy of Resolution No. 94-369 amending and restating the Development Order for the Tampa Bay Park of Commerce Development of Regional Impact. This resolution was adopted by the Board of County Commissioners in its meeting held December 6, 1994.

Very truly yours,

KARLEEN F. De BLAKER, CLERK

By Norma Grant  
Deputy Clerk

NG/ec

enc

cc: Al Navaroli  
Development Review Services Manager

#159d

RESOLUTION NO. 94- 298

RECEIVED

DEC 13 1994

PINELLAS COUNTY  
Development Review Services

RESOLUTION AMENDING RESOLUTION NO. 88-42, AS AMENDED BY RESOLUTION 87-266, AND RESOLUTION 85-264, THE DEVELOPMENT ORDER FOR THE TAMPA BAY PARK OF COMMERCE DEVELOPMENT OF REGIONAL IMPACT; PROVIDING FOR FINDINGS OF FACT; PROVIDING FOR CONCLUSIONS OF LAW; -PROVIDING FOR THOSE AMENDMENTS NECESSARY FOR THE ELIMINATION FROM THE OBLIGATIONS AND RESTRICTIONS OF THE DEVELOPMENT ORDER THAT REAL PROPERTY IDENTIFIED AS PHASE IV TO FACILITATE THE SALE OF THAT PROPERTY TO THE SOUTHWEST FLORIDA WATER MANAGEMENT DISTRICT FOR PRESERVATION AND CONSERVATION PURPOSES; PROVIDING FOR SEVERABILITY; PROVIDING FOR AN EFFECTIVE DATE

WHEREAS, on May 7, 1985 the Board of County Commissioners of Pinellas County (Board), pursuant to Section 380.06 Florida Statutes (F.S.), adopted Resolution No. 85-264, which granted master development approval for development of the Tampa Bay Park of Commerce (Project), with Phase I of said development to consist of 600,000 square feet of industrial/warehouse usage and 180,000 square feet of office usage; and

WHEREAS, on July 14, 1987, the Board pursuant to Section 380.06, Florida Statutes (F.S.), adopted Resolution No. 87-266, granting a development of regional impact (DRI) development order for all remaining phases of the Project for a total 5,070,144 square feet; and

WHEREAS, the Department of Community Affairs (DCA), pursuant to Section 380.07, F.S., instituted an administrative appeal of the DRI development order granted by Resolution No. 87-266 solely with respect to the Project's proportionate share of certain transportation improvements; and

WHEREAS, the parties to that proceeding agreed to a settlement which was consummated through the adoption by the Board of Resolution No. 88-42, amending Resolution No. 87-266, on January 26, 1988 thereby creating the presently applicable DRI development order hereinafter referred to as the Development Order; and

WHEREAS, the Developer, Cypress Lakes Industrial Park, Ltd. (CLIP), has agreed to convey approximately 170 acres, comprising the entire Phase IV of the Project, to the Southwest Florida Water Management District (SWFWMD) for preservation and conservation purposes, hereinafter referred to as the SWFWMD Purchase; and

WHEREAS, CLIP has submitted a Notice of Proposed Change (NOPC) which

among other changes, proposes removal of the land comprising the SWFWMD Purchase, hereinafter referred to as the Proposed Change; and

WHEREAS, in order to facilitate timely conveyance of the SWFWMD Purchase, the Board has chosen to bifurcate the amendment of the Development Order, first amending the resolution to address the Proposed Change thereby releasing the SWFWMD Purchase from any of the obligations and benefits of the Development Order; and

WHEREAS, the Proposed Change, is presumed to create a substantial deviation, pursuant to Subsection 380.06(19), F.S.; and

WHEREAS, the NOPC has satisfactorily addressed all regional issues related to the Proposed Change; and

WHEREAS, the Board, as the governing body of the local government having jurisdiction pursuant to Chapter 380 F.S., is authorized and empowered to consider applications for proposed changes to previously approved DRIs; and

WHEREAS, the County has solicited, received, and considered reports, comments and recommendations from interested citizens, the County and state and regional agencies; and

WHEREAS, the notice requirements of Section 380.06, F.S., have been satisfied and the Board, on the 20th day of September, 1994, held a duly noticed public hearing on the proposed amendment to effectuate the Proposed Change and has heard and considered testimony and documents received thereon.

WHEREAS, the Board has received a recommendation from the Pinellas Land Planning Agency, the findings of which determine that the Proposed Change and this Resolution are consistent with the adopted Comprehensive Plan for Pinellas County, Florida; and

WHEREAS, it is the intent of the Board to continue the public hearing on the remainder of the changes proposed in the NOPC to a date certain and to consider only those changes necessary to effectuate the Proposed Change in this amendatory resolution.

NOW THEREFORE, be it resolved by the Board, in regular session duly assembled this 20th day of September, 1994 that the DRI development Order is amended as follows:

## ARTICLE I FINDINGS OF FACT

The Board, having received the Application and the NOPC, and having received all related comments, testimony and evidence submitted by CLIP, appropriate reviewing agencies and the public, finds there is substantial competent evidence to support the following findings of fact:

Section 1.1. The foregoing recitals are true and correct and are incorporated herein by reference.

Section 1.2. CLIP, the Developer of certain undeveloped areas of the Project, submitted the NOPC to the County.

Section 1.3. The property which is the subject of the NOPC is legally described as set forth in Exhibit "A," which legal description describes the Development and the SWFWMD Property proposed for deletion from the Development Order.

Section 1.4. The NOPC proposes to modify the amount and type of approved Development, to modify other provisions of the DRI Development Order but in matters relevant to this amendment, proposes to eliminate approximately 170 acres, comprising the entire Phase IV of the Project, in anticipation of a sale to the SWFWMD for preservation and conservation purposes. It is that portion of the NOPC which accomplishes the Proposed Change, which is the sole subject of this amendment.

Section 1.5. The SWFWMD Property which is the subject of the Proposed Change is not located in an area of critical state concern, designated as such pursuant to Section 380.05, Florida Statutes (1993).

## ARTICLE 2. CONCLUSIONS OF LAW.

The Board, having made the above findings of fact, reaches the following conclusions of law:

Section 2.1. The Project as built to date is consistent with the local comprehensive plan and local land development regulations under which it was developed.

Section 2.2. The Project, as depicted on the original Exhibit "A", as modified by the elimination of the SWFWMD Property and as governed by the Development Order as amended herein, will not interfere with the achievement of the objectives of the adopted state land development plan applicable to the area.

Section 2.3. The Proposed Change is consistent with the adopted local comprehensive plan and the local land development regulations currently in effect.

Section 2.4. Review of the NOPC by the County, Tampa Bay Regional Planning Council (TBRPC), and Department of Community Affairs (DCA) reveals that impacts of the Proposed Change are adequately addressed pursuant to the requirements of Chapter 380 F.S. within the terms and conditions of the Development Order.

Section 2.5. The County, having considered the Proposed Change, concludes that such change does not constitute a substantial deviation requiring further DRI review, pursuant to Chapter 380 F.S.

Section 2.6 Only that portion of the NOPC which provides for the removal of Phase IV of from the Project, as reflected in the amendments to this Development Order is approved, subject to the terms and conditions of the Development Order, as it is hereby amended. The remainder of the NOPC changes are to be addressed at a future date.

ARTICLE 3 Section I.B. of the Development Order is amended to read as follows:

I. FINDINGS OF FACT

B. The real property which is the subject of the application is legally described as set forth in composite Exhibit "A," attached hereto and made a part hereof by reference. In order to facilitate the conveyance of the real property constituting Phase IV to the SWFWMD for preservation and conservation purposes, as provided by that certain agreement between the Developer and the SWFWMD, dated June 2, 1994, the real property subject to this development order shall include only Phases I, II, and III as legally described in Composite Exhibit "A" to the DRI Development Order. Phase IV is hereby released from the DRI Development Order.

ARTICLE 4 The first two paragraphs of Section V.A. of the Development Order are amended to read as follows:

V. CONDITIONS OF DEVELOPMENT APPROVAL

A. PHASING SCHEDULE. The development of the project is generally described in phases using square footage for planning purposes by the phasing schedule which is attached hereto as revised Exhibit "B." In the previous Development Order, the phasing schedule was included as Exhibit 2, the development of Phase I has been delayed as a result of the various regulatory approval processes. The Developer

has also agreed to convey all 169.9 acres of Phase IV to the SWFWMD for preservation and conservation purposes, so development is not planned for and will not be undertaken in that area pursuant to this development order. Consequently, construction in Phase II and subsequent phases will be concomitantly affected. The Developer has represented in the ADA that actual development within the project will progress on the site consistent with on-site availability of public services and facilities as well as market conditions. Therefore, the development phase information provided was presented for planning purposes, so the sequential progression of development need not be limited to the geographic boundaries of the phases as depicted in the ADA and revised Exhibit "B."

In the event the specified square footage for a specific phase is not construed within that geographic planning unit, that square footage may be transferred within the boundaries of the areas described as Phases I, II, and III. In no event will this transfer of square footage result in an increase beyond the projected 4,020,000 square foot total contained in revised Exhibit "B". However, to the extent the conditions contained in the previous resolution and in this Development Order relate to a particular phase, those conditions shall be interpreted as applying to the degree and amount of square footage specified in the revised Exhibit "B" for those phases. To the extent development within a phase does not reach the specified square footage, all exactions and conditions will continue to be based on the amount of square footage actually constructed.

ARTICLE 5           The second paragraph of Section IV.L.5 of the Development Order is amended to read as follows:

#### IV       CONDITIONS OF DEVELOPMENT APPROVAL

##### L.       TRANSPORTATION

##### 5.       CONSEQUENCES FROM PIPELINE

The expenditure of \$5,474,772 (\$4,674,772 E/W Construction and ROW + \$800,000 N/E ROW) is the amount anticipated to be necessary to design and construct the East-West Connector facility described in Exhibits "D", "E", and "F" and provide for 4.0 acres of right-of-way for the Pinellas County northeast corridor valued at \$200,000 per acre. The \$5,474,772 represents an amount greater than 100% of the TBPOC's total fair share contribution of \$4,475,637, which is calculated in Exhibit "C". Consequently, compliance with the pipeline mitigation measures described in this order for Phases II-III and the 4.0 acres of right-of-way provided for Pinellas County northeast corridor valued at \$5,474,772 are found to authorize construction of 3,240,000 square feet of total development and it fully satisfies and discharges the developer's

transportation requirement for that amount of additional development subject to the following paragraphs:

The TBPOC shall submit a revised transportation analysis in accordance with ADA Question #31 prior to receiving certificates of occupancy for greater than 3,700,000 square feet of the entire development. If the result of the Question 31 analysis provides that there are external trips generated beyond those projected by the ADA, Pinellas County shall determine the appropriate dollar value of a mitigative measure for the requested development in consultation with the TAMPA BAY REGIONAL PLANNING COUNCIL (TBRPC), DCA, and FDOT. The Development Order shall be amended prior to the issuance of certificates of occupancy for development greater than 3,700,000 square feet.

The additional expenditure of \$999,135 (\$5,474,772 + \$4,475,637) above the TBPOC's fair share contribution as calculated in Exhibit "C" shall be used to offset any dollar value mitigative measure as determined by Pinellas County as a result of a question 31 analysis. If any balance remains after applying the \$999,135, additional right-of-way for the Pinellas County's northeast corridor may be conveyed to satisfy the balance of the project's dollar value mitigative measure, if any. This additional right-of-way shall be valued at the then appraised value subsequent to the issuance of the certificate of occupancy for development greater than 3,700,000 square feet.

ARTICLE 6            Section IV.L.7. of the Development Order is added to read as follows:

#### IV      CONDITIONS OF DEVELOPMENT APPROVAL

##### L.      TRANSPORTATION

###### 6.      REVISED EXHIBITS

A.            Phase IV as legally described in Composite Exhibit "A" in the original Development Order (Resolution No. 87-266) and to this development order is deleted from the Development to reflect the conveyance of all lands comprising Phase IV to the SWFWMD for preservation and conservation purposes and the Development now consists of only Phases I, II, and III as legally described in Composite Exhibit "A" in the original Development Order and to this development order.

B. Exhibit "B" in the original Development Order (Resolution No. 87-266) is deleted and the attached revised Exhibit "B" is incorporated herein.

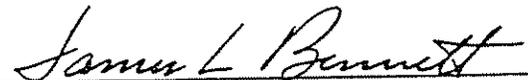
ARTICLE 7 SEVERABILITY. If any Section, Subsection, sentence, clause, phrase or provision of this Ordinance is for any reason held invalid, or unconstitutional by any court of competent jurisdiction, such holding shall not be construed to render the remaining provisions of this Ordinance invalid or unconstitutional. Findings of Facts or Conclusions of Law in this Ordinance are not dispositive for purposes of collateral quasi-judicial proceedings.

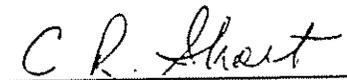
ARTICLE 8. EFFECTIVE DATE. Pursuant to Section 125.66, F.S., a certified copy of this Ordinance shall be filed with the Department of State by the Manager of Board Records within ten (10) days after enactment by the Board. This Ordinance shall become effective upon receipt of notice of such filing, or, if an appeal is filed, at the conclusion of such appeal, whichever is later.

  
CHAIRMAN, BOARD OF COUNTY COMMISSIONERS

ATTEST: KARLEEN F. DeBLAKER, CLERK

\_\_\_\_\_

  
APPROVED AS TO FORM  
OFFICE OF THE COUNTY ATTORNEY

By:   
Deputy Clerk

Commissioner RAINEY offered the foregoing Resolution and moved its adoption, which was seconded by Commissioner SEIBERT, and the vote was:

AYES: TYNDALL, TODD, RAINEY, SEIBERT, PARKS

NAYS: NONE

ABSENT AND NOT VOTING: NONE

caojlb SWFWMD.dri 9/20/94 - Clean Copy

Phases I and II

A parcel of land lying in Sections 12, 13 and 14,  
Township 28 South, Range 16 East, Pinellas County,  
Florida, being more fully described as follows:

Begin at the South 1/4 corner of said Section 12, being  
the Southwest corner of a Florida Power right-of-way, as  
recorded in O.R. 4477, Page 944, of the Public Records of  
Pinellas County, Florida; thence N.  $89^{\circ}53'12''$  E., 1268.20  
feet along the South line of said Florida Power  
right-of-way, being also the South line of said Section  
12; thence leaving said right-of-way line and section  
line, S.  $00^{\circ}09'34''$  W., 3981.83 feet, to the forty-acre  
line, being also the Oldsmar City limit line, thence S.  
 $89^{\circ}29'41''$  W., 3811.06 feet, along said city limit line;  
to the West line of said Section 13; thence N.  
 $89^{\circ}38'49''$  W., 33.00 feet; thence N.  $00^{\circ}14'58''$  E., 1486.20  
feet along a line 33 feet West and parallel with the East  
line of aforesaid Section 14; thence N.  $43^{\circ}14'46''$  E.,  
610.89 feet; thence N.  $71^{\circ}51'26''$  E., 347.00 feet; thence  
N.  $87^{\circ}40'45''$  E., 529.92 feet; thence N.  $61^{\circ}20'12''$  E.,  
529.92 feet; thence N.  $00^{\circ}04'27''$  W., 2814.94 feet to the  
South line of a Florida Power right-of-way, as recorded  
in O.R. 4477, Page 942, in the Public Records of Pinellas  
County, Florida; thence along said line, S.  $89^{\circ}53'28''$  E.,  
833.00 feet to the West line of a Florida Power  
right-of-way, as recorded in O.R. 4477, Page 944 in the  
Public Records of Pinellas County, Florida; thence along  
said right-of-way line, S.  $00^{\circ}25'18''$  E., 1115.41 feet to  
the Point Of Beginning.

Containing 293.355 acres, more or less.

Exhibit "A"

Phase III

A tract of land lying in Sections 1 and 12, Township 28 South, Range 16 East, Pinellas County, Florida, being more fully described as follows:

Begin at the Southeast corner of Section 12, Township 28 South, Range 16 East; thence along the South line of said Section; S.  $89^{\circ}53'30''$  W., 132.00 feet to a point on the East line of a Florida Power Substation as recorded in O.R. Book 4477, Page 944 of the Public Records of Pinellas County, Florida; thence along the East line of said Florida Power Substation, said line being 132.00 feet West of and parallel to the East line of said Section 12, N.  $00^{\circ}10'46''$  E., 2698.32 feet; thence S.  $89^{\circ}51'10''$  W., 667.57 feet along the North line of said Florida Power Substation; being also the East-West centerline of Section 12; thence N.  $00^{\circ}14'59''$  W., 5342.83 feet along the West line of a Florida Power right-of-way as recorded in O.R. Book 4477, Page 493 of the Public Records of Pinellas County, Florida; thence S.  $89^{\circ}31'18''$  E., 814.40 feet to the East 1/4 corner of the aforesaid Section 1; thence along the East line of Section 1; S.  $00^{\circ}14'30''$  E., 2664.55 feet to the Northeast corner of Section 12, Township 28 South, Range 16 East; thence along the East line of Section 12, S.  $00^{\circ}03'33''$  W., 2669.40 feet to the East 1/4 corner of said Section 12; thence continue along said East Section line; S.  $00^{\circ}10'46''$  W., 2698.41 feet to the Point of Beginning.

Containing 107.500 acres more or less.

Subject to any easements, restrictions, rights-of-way of record.

Phase IV

A parcel of land lying in Sections 1 and 12, Township 28 South, Range 16 East, Pinellas County, Florida, being more fully described as follows:

Commence at the West 1/4 corner of Section 12, Township 28 South, Range 16 East, Pinellas County, Florida; thence N.  $89^{\circ}51'10''$  E., 1304.90 feet along the East-West centerline of said Section 12, to the Point of Beginning; thence continue along said East-West centerline of Section 12; N.  $89^{\circ}51'10''$  E., 640.00 feet; thence leaving said East-West centerline; N.  $00^{\circ}15'01''$  W., 2685.79 feet; to the North line of said Section 12; thence S.  $89^{\circ}51'11''$  E., 608.95 feet, along said North line of Section 12; thence leaving said North line; N.  $00^{\circ}53'19''$  W., a distance of 491.97 feet; thence N.  $75^{\circ}00'00''$  E., a distance of 1,166.67 feet to the West line of a Florida Power right-of-way as recorded in O.R. 4477, Page 493, of the Public Records of Pinellas County, Florida; thence along said Florida Power right-of-way line S.  $00^{\circ}14'59''$  E., 3516.18 feet to the North line of a Florida Power right-of-way, as recorded in O.R. 4477, Page 944, also being the East-West centerline of the aforesaid Section 12; thence along said East-West centerline and right-of-way line, S.  $89^{\circ}51'10''$  W., 1275.13 feet to the center of said Section 12; thence leaving said East-West centerline of Section 12, along the West line of said Florida Power right-of-way, S.  $00^{\circ}25'18''$  E., 1176.23 feet to the North line of a Florida Power right-of-way, as recorded in O.R. 4477, Page 942; thence N.  $89^{\circ}53'28''$  W., 1256.99 feet along said right-of-way line; thence leaving said right-of-way line; N.  $00^{\circ}25'18''$  W., 1170.61 feet to the Point of Beginning.

Containing 169.982 acres more or less.

TAMPA BAY PARK OF COMMERCE

Revised Exhibit "B" to Resolution No. 87-266, as amended

Phasing Schedule

Phase	Office (Sq. Ft.)	Commercial (Sq. Ft.)	Industrial (Sq. Ft.)	Totals by Phase
Phase I (approved in 1985 and now under construction although expected build-out delayed by regulatory processing)	180,000	- 0 -	600,000	780,000
Phase II (1988-1990)	520,000	25,000	1,600,000	2,145,000
Phase III (1990-1992)	270,000	25,000	800,000	1,095,000
Totals by Use	970,000	50,000	3,000,000	
Grand Total				4,020,000

Rev. 9/13/94

I, KARLEEN F. De BLAKER, Clerk of the Circuit Court and Clerk Ex-Officio, Board of County Commissioners, do hereby certify that the above and foregoing is a true and correct copy of the original as it appears in the official files of the Board of County Commissioners of Pinellas County, Florida.  
 Witness my hand and seal of said County.  
 this 2<sup>nd</sup> day of Dec., A.D. 1995  
 KARLEEN F. De BLAKER, Clerk of the Circuit Court Ex-Officio Clerk to the Board of County Commissioners, Pinellas County, Florida.  
 By: *[Signature]*  
 Deputy Clerk

RESOLUTION NO. 94-369

A RESOLUTION OF PINELLAS COUNTY, FLORIDA, AMENDING PINELLAS COUNTY RESOLUTION 88-42, AS AMENDED BY RESOLUTIONS 85-264, 87-266, AND 94-298 TO AMEND AND RESTATE THE DEVELOPMENT ORDER FOR THE TAMPA BAY PARK OF COMMERCE DEVELOPMENT OF REGIONAL IMPACT, PURSUANT TO CHAPTER 380, FLORIDA STATUTES, ON A NOTICE OF PROPOSED CHANGE, FILED BY CYPRESS LAKES INDUSTRIAL PARK, LTD. BY PROVIDING FINDINGS OF FACT; PROVIDING CONCLUSIONS OF LAW; PROVIDING FOR GENERAL PROVISIONS INCLUDING NAMING THE DEVELOPMENT AND IDENTIFYING THE DEVELOPER AND THE AFFECTED PROPERTY, PROVIDING FOR APPROVAL OF THE APPLICATION, THE NOTICE OF PROPOSED CHANGE AND THE PIPELINING OPTION; ESTABLISHING THIS RESOLUTION AS THE DEVELOPMENT ORDER; PROVIDING FOR CONVENTIONAL REFERENCES, IMPERVIOUS SURFACE ALLOCATION, GOVERNMENTAL REVIEWS AND TRANSFER OF MAINTENANCE RESPONSIBILITIES; PROVIDING FOR AMENDMENTS, MONITORING, ENFORCEMENT AND PENALTIES; PROVIDING FOR AN ANNUAL REPORT; ESTABLISHING APPLICABLE RULES AND REGULATIONS; PROVIDING FOR CONDITIONS OF DEVELOPMENT APPROVAL INCLUDING A PHASING SCHEDULE, ONGOING RESPONSIBILITIES AND REANALYSIS; PROVIDING FOR STORMWATER DRAINAGE, PUBLIC FACILITIES, OPEN SPACE, WILDLIFE, HAZARDOUS WASTE MANAGEMENT, ENERGY ISSUES, ARCHAEOLOGICAL RESOURCES, AIR QUALITY, HURRICANE EVACUATION, ENVIRONMENTAL PRESERVATION AND CONSERVATION, TRANSPORTATION AND TRANSPORTATION IMPACT FEE CREDITS; ESTABLISHING AN EFFECTIVE DATE AND DURATION; PROVIDING FOR SEVERABILITY; PROVIDING FOR RENDERING OF THE DEVELOPMENT ORDER AND FOR AN EFFECTIVE DATE OF THE AMENDMENT; PROVIDING FOR CONTINUING APPLICABILITY OF THE AMENDED DEVELOPMENT ORDER AND FOR THE STATUS OF PRIOR DEVELOPMENT ORDERS; ESTABLISHING THE STATUS OF THE HEADINGS

WHEREAS, in June, 1984 Cypress Lakes Industrial Park Limited (hereinafter referred to as "Developer"), Pinellas County and the Tampa Bay Regional Planning Council (TBRPC) executed an alternative review agreement in accordance with the provisions of Section 380.06(20)(b), Florida Statutes (F.S.) (1983), now Section 380.06(21)(b), F.S. (1986), agreeing to participate in the review procedures specified in that statutory provision and its implementing regulations for the Development of Regional Impact (DEVELOPMENT OF REGIONAL IMPACT) known as the "Tampa Bay Park of Commerce" (TBPOC); and

WHEREAS, in accordance with that agreement, the Developer filed an application for Master Development Approval and an application for Incremental Development Approval for Phase I of that project with the Pinellas County Board of

County Commissioners (Board) pursuant to the provisions of Section 38.06, F.S. (1986); and

WHEREAS, in May 1985, the Board issued Resolution No. 85-264 granting Master Development Approval for the development of the Tampa Bay Park of Commerce including development approval for Phase I of that project; and

WHEREAS, the Developer elected pursuant to the Alternative Review Agreement and the Master Development Order issued by the Board to file an Application for Development Approval (ADA) for all remaining aspects of the Tampa Bay Park of Commerce on November 26, 1986; and

WHEREAS, the ADA has satisfactorily addressed all issues of regional significance related to the mixed use office/research/warehouse/service center park to be located in Northeast Pinellas County; and

WHEREAS, the Board, as the governing body of the local government having jurisdiction pursuant to Section 380.06, F.S. (1986), is authorized and empowered to consider applicants for development approvals for development of regional impacts (DRIs); and

WHEREAS, the Public Notice Requirements of Section 380.06, F.S. (1986), have been satisfied; and

WHEREAS, the Board received and considered the report and recommendations of the TBRPC adopted on June 8, 1987; and

WHEREAS, the Board, on the 14th day of July, 1987, held a duly noticed public hearing on said ADA and heard and considered testimony and documents received thereon; and

WHEREAS, the Board approved Resolution No. 88-42 amending Resolution 87-266 pursuant to an appeal by the Department of Community Affairs (DCA).

WHEREAS, the Board received a Notice of Proposed Change (NOPC) dated July 21, 1994 requesting amendments to the previously approved development orders, and

WHEREAS, in order to facilitate the conveyance of the real property constituting Phase IV to the Southwest Florida Water Management District (SWFWMD) for preservation and conservation purposes, as provided by that certain agreement between the Developer and the District, dated June 2, 1994, the development order was amended pursuant to a public hearing dated September 20, 1994 with the resulting

stated in this order. Pinellas County specifically finds that the Developer has complied with the previous order and provided a sufficient environmental study, wastewater treatment plan, transportation system management plan and emergency preparedness and prevention plan except as otherwise noted in this Development Order.

## SECTION II. CONCLUSIONS OF LAW

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

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

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

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

2.2. In considering whether the development should be approved subject to conditions, restrictions, and limitations, Pinellas County has considered the criteria stated in subsection 380.06(14), F.S. (1986).

2.3. The review by Pinellas County, TBRPC, and other participating agencies and interested citizens indicates that impacts are adequately addressed pursuant to the requirements of Section 380.06, F.S. (1986), within the terms and conditions of this Development Order, and the application.

2.4. The ADA is approved subject to all terms and conditions of this Development Order.

2.5. The amendments incorporated herein do not constitute a substantial deviation to the conditions of the development order as adopted in Resolution 85-264 or Resolution 87-266 or subsequently amended by Resolution No. 88-42 and Resolution No. 94-298.

### SECTION III. GENERAL PROVISIONS

#### 3.1. The Name of the Development and the Developer; Affected Properties

3.1.1. The name of this DRI development is the Tampa Bay Park of Commerce, hereinafter referred to as TBPOC.

3.1.2. The Developer is Cypress Lakes Industrial Park Limited , hereinafter referred to as the "Developer", which can be located at "in care of Michael Swerdlow Companies, Inc., 200 South Park Road, Suite 200, Hollywood. FL 33021. The Developer agrees that its authorized agent shall be Theodore P. Stotzer, Vice President and General Counsel. Mr. Stotzer can be located at the above address. The Developer may change its address and authorized agent by notifying the County, TBRPC, and DCA in writing and such change shall not require an amendment to this Development Order.

3.1.3. Affected Properties - The legal description set forth in composite Exhibit "A" is hereby incorporated into and by reference made part of this Development Order.

#### 3.2. Status of the ADA and the NOPC

3.2.1. Both the and ADA and the NOPC are approved subject to the terms and conditions of this Development Order. All provisions contained within the ADA marked "Composite Exhibit "A" and of the NOPC shall be considered conditions of this Development Order unless inconsistent with the terms and conditions of this Development Order or Resolution No. 85-264, in which case the terms and conditions of this Development Order shall control.

3.2.2. Concurrent with the approval of this Development Order is the ratification of the 1988 approval of the pipelining option as set forth in subsection 4.13.3.

3.3. Establishing the Development Order - As provided for in Section VIII, this Resolution, herein referred to as the Development Order, shall constitute the development order of Pinellas County in Response to the ADA for the Tampa Bay Park of Commerce and in response to the NOPC.

#### 3.4. Conventions

3.4.1. The definitions contained in Chapter 380, F.S. (1986), shall govern and apply to this Development Order.

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

3.5. **Impervious Surface Allocation** - The total of all site plan development shall be in accordance with the impervious surface stipulation of forty (40) percent coverage, calculated on a basis of forty (40) percent of the gross acreage of the entire TBPOC. If this provision conflicts with other sections of this Development Order, this provision shall govern the amount and location of the total development.

3.6. **Governmental Reviews** - Whenever this Development Order provides for or otherwise necessitates reviews or determinations of any kind subsequent to its issuance, the right to review shall include all directly affected government agencies and departments as are or may be designated by the Board to review DRI applications as well as all governmental agencies and departments set forth under applicable laws and rules governing DRIs.

3.7. **Transfer of Maintenance Responsibilities** - In each instance in this Development Order where the Developer is responsible for ongoing maintenance of facilities at the Tampa Bay Park of Commerce, the Developer may transfer any or all of its responsibilities to improve and maintain those facilities to an appropriate private body created to perform such responsibilities. Provided, however, that before such transfer may be effective, the body to which responsibilities have been or will be transferred must be approved by the County, or any other affected governmental agency, upon determination that the entity in question can and will be responsible to provide maintenance as required in this Development Order, which approval shall not be unreasonably withheld.

### 3.8. **Amendments**

3.8.1. Development activity constituting a substantial deviation from the terms or conditions of this Development Order or other changes to the approved development plans or ADA which create a reasonable likelihood of additional adverse regional impacts, or any other regional impact not previously reviewed by the Regional Planning Council, shall result in further DRI review pursuant to section 380.06, F.S. (1986), and may result in Pinellas County ordering a termination of development activity pending such review.

3.8.2 Pinellas County agrees that the approved DRI shall not be subject to down-zoning, unit density reduction, or intensity reduction for the duration of this Development Order, unless it is demonstrated by the local government that:

- A. substantial changes in the conditions underlying the approval of this Development Order have occurred; or
- B. that the Development Order was based on substantially inaccurate information provided by the Developer; or
- C. that the change is clearly established by the local government to be essential to the public health, safety, or welfare.

3.8.3. Any revisions to the Development Order not addressed herein shall be subject to review by the TBRPC.

### 3.9. **Monitoring and Enforcement**

3.9.1. The County Administrator of Pinellas County (County Administrator) shall be responsible for monitoring all terms and conditions of this Development Order. For purpose of this condition, the County Administrator may rely upon or utilize information supplied by the TBRPC or any Pinellas County department or agency and including all state agencies such as SWFWMD having particular responsibility over the area or subject involved. The County Administrator shall report to the Board any findings of deviation from the terms and conditions of this Development Order. The County Administrator shall issue a notice of such non-compliance to the Developer. If, in the judgment of the County Administrator, the deviation is not corrected within a reasonable amount of time, or if the deviation is of such a nature that it cannot be corrected within a reasonable amount of time, or the Developer fails or is unable to pursue appropriate corrective action, the County Administrator shall recommend that the Board establish a hearing to consider such deviations and to take any action it deems necessary, in its discretion, reasonably exercised, to insure compliance with this Development Order including termination of any further development.

3.9.2 In addition to the enforcement remedies provided in Chapter 380, F.S., the authorized representative, agents or employees of the County, may enter and inspect any portion of the Property or improvements thereon, which are reasonably and customarily accessible to the general public, for the purpose of inspecting the same to determine whether a violation of this Development Order is occurring, or to verify achievement of compliance with the provisions of this Development Order. Inspections conducted pursuant to this section shall be limited to obtaining that information which is reasonably necessary for the above purposes and shall be conducted in such a manner

as to not interfere with normal business operations or uses of the premises. The owner or operator of the premises shall, upon request receive a report setting forth all facts found which relate to compliance status

3.9.3 Pursuant to Chapter 380.11, F.S., the state and land planning agency, a state attorney and the County are each authorized to bring an action for injunctive relief, both temporary and permanent, against any person or Developer found to be in violation of Chapter 380.06, F.S., rules and regulations thereunder, or this Development Order.

### 3.10. Annual Report

3.10.1. **Due Date** - The Developer shall file an annual report in accordance with Section 380.06(15), F.S. (1986), and appropriate rules and regulations. Such report shall be due on July 14, 1987 and on the anniversary of that date every year thereafter until and including such time as all terms and conditions of this Development Order are satisfied.

3.10.2. **Review** - The report shall be submitted to the County Administrator who shall after appropriate review, submit it for review by the Board. The Board shall review the report for compliance with the terms and conditions of this Development Order and may issue further orders and conditions to insure compliance with the terms and conditions of this Development Order. The Developer shall be notified of any Board hearing wherein such report is to be resolved. Provided, however, that the receipt and review by the Board shall not be considered as a substitute or a waiver of any terms or conditions of this Development Order.

3.10.3. **Contents of the Report** - The annual report shall contain:

A. The information required by the State Land Planning Agency to be included in the annual report, which information is described in the rules and regulations promulgated by the State Land and Planning Agency pursuant to Section 380.06, F.S. (1986);

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

C. A statement listing all applications of incremental review required pursuant to this Development Order or other applicable local regulations which the Developer proposes to submit during the year immediately following submittal of the annual report; and

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

E. The annual report shall also contain all monitoring results and a discussion of those results.

1. Mitigation Areas - This section of the report shall include reports on location and success of mitigation areas, water quality analyses and analysis of success of hydroperiod maintenance.

2. Water Quality - The water quality analyses are to include those analyses of waters of the state ensuring that the conditions of subsection 4.3.5 are met as well as data generated from any monitoring required as a result of stormwater or wastewater treatment plant operational permits.

3. Hazardous Materials

a. The environmental section of the annual report shall also include an analysis of hazardous material usages and provisions implemented to meet the conditions of subsection 4.7.

b. The environmental section of the annual report must be promulgated annually until two years after the final certificate of occupancy has been issued. Where state generated permits require monitoring for a period in excess of this time frame, copies of those monitoring results must be forwarded to Pinellas County concurrently with the submittal to the permitting agency.

4. Transportation - Any monitoring on transportation issues required under this Development Order.

F. Where ongoing monitoring has indicated that a problem or potential problem exists, Pinellas County shall be notified immediately and appropriate corrective measures enacted.

3.11. Applicable Rules and Regulations - The provisions of this Development Order shall not be construed as a waiver of or exception to any rule, regulation, or Resolution of Pinellas County, its agencies or commissions and to the extent that further review is proposed for in this Development Order or required by Pinellas County site plan review, said review shall be subject to all applicable rules, regulations and Resolutions in effect at the time of the review.

## SECTION IV. CONDITIONS OF DEVELOPMENT APPROVAL

### 4.1. Phasing Schedule.

4.1.1. **Phasing Generally** - The development of the TBPOC is generally described in phases using square footage and start and end dates for each phase as set forth on the phasing schedule which is attached hereto as Revised Exhibit "B." In the previous development order, Resolution No. 85-264, the phasing schedule was included as Exhibit 2. The development of Phase I has been delayed as a result of the various regulatory approval processes. The Developer has also agreed to convey all 169.9 acres of Phase IV to the SWFWMD for preservation and conservation purposes, so development is not planned for and will not be undertaken in that area pursuant to this development order. Consequently, construction in Phase II and subsequent phases project will be concomitantly affected.

4.1.2. **Phasing Flexibility** - The Developer has represented in the ADA that actual development within the TBPOC will progress on the site consistent with on-site availability of public services and facilities as well as market conditions. Therefore, the development phase information provided was presented for planning purposes, so the sequential progression of development need not be limited to the geographic boundaries of the phases as depicted in the ADA and Revised Exhibit "B" however, the development of square footages will be bound to the time frames in the Revised Exhibit "B".

4.1.3. **Reallocation of Square Footage** - In the event the specified square footage for a specific phase is not constructed within that geographic planning unit, that square footage may be transferred within the boundaries of the areas identified as Phases I, II, and III. In no event will this transfer of square footage result in an increase beyond the projected 2,545,000 square foot total contained in revised Exhibit "B". To the extent development within a phase does not reach the specified square footage, all non-transportation exactions and conditions will continue to be based on the amount of square footage actually constructed. Transportation exactions and conditions are addressed in section 4.13 of this Development Order.

### 4.2. Ongoing Responsibilities and Re-analysis

4.2.1. For purposes of this Development Order TBPOC shall be considered complete upon the issuance of the final certificate of occupancy. This consideration of completeness shall not relieve the Developer of the responsibilities of the annual report as stated in Section 3.10 nor the responsibility to complete monitoring required as conditions of any permit. Any significant departure in TBPOC build-out from the

phasing schedule set forth in Revised Exhibit "B" as it relates to square footage shall be subject to a substantial deviation determination pursuant to Section 380.06(19), F.S. (1986).

4.2.2. Any time during the life of this Development Order, the Developer may submit traffic analyses or other data justifying a reduction in the impact from this development as a consequence of a reduction in the size of the actual development undertaken. If such a reduction in TBPOC's impacts is substantiated, the Developer shall be eligible for a pro rata or corresponding reduction in the required exactions or other estimated fair share contributions, unless the Developer has elected and Pinellas County has accepted to mitigate up-front the transportation impact of TBPOC through the pipelining option.

4.3. **Stormwater System/Drainage** - The stormwater system for the TBPOC shall be designed and constructed in accordance with the design guidelines of the SWFWMD, Florida Department of Environmental Protection (DEP), Pinellas County, and the criteria contained on page 113 of the stormwater and lake systems maintenance and design guidelines (Tampa Bay Regional Planning Council, 1978).

4.3.1. **Design Criteria** - The design criteria of the system shall include the following elements:

A. 30 to 50 percent of the surface area of the detention pond at the normal water level (NWL) shall consist of a shallow vegetated littoral shelf.

B. The littoral shelf can be incorporated into the pond bank, wherever possible near the pond outlet, to provide a final polishing treatment for the stormwater. As an alternative, the littoral shelf can be established on a shallow submerged island in the middle of the pond.

C. A sediment sump shall be provided at all influent pipes to accumulate sediment and to provide easy access for sediment removal.

D. The littoral shelf, if located along the pond bank, should have side slopes no greater than 4:1 with the top of the shelf NWL and sloping to a depth of three feet or less.

E. The littoral shelf shall be variegated with a diverse group of native species which can include "Sagittaria, pickerelweed, juncus, water lilies, cypress," etc. These species aid in nutrient and heavy metal uptake as well as enhancing the pond by providing blooming flowers and presenting a more natural appearance.

F. A copy of an operation and maintenance schedule for the detention areas, mitigation areas, and other excavated water bodies shall be prepared by the Developer and submitted to Pinellas County with the first annual report submitted after the approval of this Development Order. The operation and maintenance schedule shall include an estimation of the frequency of sediment removal operation, need or periodically removing dead or nuisance aquatic vegetation and the need for possibly revegetating with desirable plant species. An annual update of the operation and maintenance schedule showing compliance with its terms and any applicable permit conditions shall be included in the annual report.

**4.3.2. Design, Construction and Maintenance** - The proposed stormwater management system shall be designed and constructed, and maintained to meet or exceed Chapter 17-25, Florida Administrative Code (F.A.C.), and Rule 40D-4, SWFWMD standards, and the stormwater management system shall be approved by the SWFWMD prior to the development of each tract. This requirement is not intended to supersede normal Pinellas County Engineering Department drainage requirements.

**4.3.3. SWFWMD Permitting/Exemption** Prior to final plat approval for an individual site or detailed site plan approval, the Developer shall submit to Pinellas County a copy of the SWFWMD stormwater discharge permit or exemption.

**4.3.4. Floodplain** - The elevation of all habitable structures shall be at or above the 100-year base flood elevation as required by the Federal Flood Insurance Program.

**4.3.5. Non-degradation Policy** - In order to protect the water quality in Double Branch Creek and other waters of the state, there shall be no degradation of state water quality standards from stormwater exiting the site.

#### **4.4. Public Facilities.**

**4.4.1. Solid Waste** - The collection, transportation and disposal of solid waste is controlled by county ordinance and shall take place in accordance with the terms of said ordinance.

**4.4.2. Wastewater Treatment** - The following wastewater treatment and disposal conditions shall apply:

A. Assurance of adequate wastewater treatment and disposal capacity for the development shall be provided prior to approval of vertical construction of each phase of this development. In providing this assurance, it should be verified that:

1. Wetlands are not being adversely impacted as a result of any on-site wastewater treatment and effluent/sludge disposal;

2. The groundwater in the vicinity of the site is not being degraded; and

3. Operational Compliance - Any existing on-site wastewater treatment plant(s) and effluent sludge disposal systems are and have been operating in compliance with state and local regulations.

4. No building permit shall be issued without documented assurance from the DEP, City of Oldsmar (City), if applicable, Pinellas County that acceptable and sufficient wastewater treatment capabilities and sufficient effluent and sludge disposal facilities are available.

B. Any interim wastewater treatment plant constructed to serve the development shall be designed to applicable state and local standards. Upon utilization of an alternative treatment source, the on-site facility shall be dismantled or incorporated into the overall system.

C. The Developer shall demonstrate that the proposed development is consistent with applicable DEP regulations or with the completed wasteload allocation study for Tampa Bay, if applicable.

D. Industrial Wastewater shall be pre-treated prior to entering the wastewater stream, if necessary to meet DEP standards or Pinellas County standards.

E. Any proposed change to the wastewater treatment plan submitted concurrent with the ADA shall be subject to a determination whether it is a substantial deviation pursuant to Section 380.06(19), F.S. (1986).

#### 4.4.3. Potable Water

A. Conservation - The Developer shall propose water conservation measures to be utilized within the development, such as a secondary "gray water" system. At minimum, non-potable water for landscape use shall be provided from on-site shallow wells, sewage effluent or stormwater run-off retention facilities. The entity responsible for operation and long-term maintenance of these measures shall be the Developer, its heirs or assigns.

B. Concurrency - No building permit shall be issued without an approved, permitted potable water distribution system with available capacity for that portion of the building construction. Approval shall be obtained from all appropriate local and state agencies.

C. Water Service Provider - The County will provide and the City will distribute water service to the TBPOC on the following terms and conditions:

1. Water Connection Design and Construction - The Developer shall design, construct and install, in accordance with prevailing City design criteria and subject to prior City inspection and approval, all on-site improvements required by the City to connect the development to the City water system. [On-site improvements shall be defined as all water facilities, including but not limited to, all lines, mains, equipment, improvements, easements, right-of-ways or utilities, located within the development, including all water mains, up to and including water meters.]

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

D. Non-degradation Policy - In order to protect the water quality in Double Branch Creek and other waters of the state, there shall be no degradation of Chapter 17-3 F.A.A. (1987) water quality standards from wastewater effluent leaving the site.

E. Groundwater Protection

1. All excavations, for borrow pits and retention ponds must be reviewed and approved by the Pinellas County water system and must include soil boring data.

2. The Developer must execute an agreement with Pinellas County deeding deep aquifer rights to Pinellas County so that the capacity of the wellfield can be assured.

4.5. Open Space.

4.5.1. The Developer, his assigned agent or successor, shall be responsible for the maintenance of all open space/recreational areas and landscaped areas within the development.

4.5.2. Those portions of the stormwater drainage system and retention and detention ponds not dedicated to Pinellas County shall remain the responsibility of the Developer, his assigned agent or his successor.

4.5.3. The Developer or his successor shall be responsible for the operation and

maintenance of all on-site wells and landscape irrigation systems. The Developer shall be required to utilize either shallow on-site wells, pumping from retention areas or acceptance of non-potable water for open space and landscape irrigation. The Developer shall utilize water-saving devices and native vegetation shall be used in landscaping wherever feasible or where required by County ordinance.

4.6. **Wildlife** - In the event that any endangered or threatened species as defined in Rule 39-27.003-004, F.A.C., are observed frequenting the TBPOC site for the purpose of feeding, nesting or brooding, the Developer shall notify Pinellas County and immediately institute appropriate mitigation measures to avoid harm to the species. Mitigation measures shall be undertaken in cooperation with the Florida Game And Fresh Water Fish Commission and Pinellas County.

4.7. **Hazardous Waste** - Separate hazardous waste collection/transfer facilities within the TBPOC shall be provided by individual tenants based on deed restrictions or leases. These areas shall be clearly marked and/or colored so as to clearly distinguish the areas intended for hazardous waste and materials. (Hazardous wastes are those substances and materials defined in Section 403.703(21), F.S. (1986), and listed in Title 40 Code of Federal Regulations (C.F.R.) Part 261.)

4.7.1. The Developer shall provide all TBPOC business information that:

A. Indicates types of wastes and materials that are considered to be hazardous and are to be stored or disposed of only in specially designated containers/areas;

B. Indicates the location of the specially designated hazardous waste and material containers/areas; and

C. Advises of applicable statutes and regulations regarding hazardous waste and materials at the time of purchase or lease.

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

4.8. **Energy** - The energy conservation measures described in the application shall be instituted by the Developer.

4.9. **Archaeological Resources** - The disposition of any archaeological resources discovered during TBPOC construction shall be reported to and the disposition shall be determined in cooperation with the Florida Division of Archives. All identified archaeological sites shall be subjected to an investigative excavation as approved by the Division of Archives, the data and artifacts recovered shall be reported to the Division of Archives prior to land-clearing for construction in those specific areas.

4.10. **Air Quality** - The measures designed to reduce air emissions referenced in the application shall be required.

4.10.1. **Fugitive Dust** - The Developer shall, as a means of reducing fugitive dust, accomplish the following:

A. Undertake periodic cleaning of dirt during the construction on paved roads adjacent to the site or as required by grading permit.

B. Wherever possible, use elective clearing to allow natural seeding to stabilize the disturbed soil and berms to minimize wind erosion.

C. Water all dirt roads as necessary.

D. Developed paved roads as soon as practicable.

E. Stage clearing of lands within development areas to reduce land opened and exposed to windy conditions.

F. Undertake watering and spraying at all stages of clearing to insure dust control.

G. Undertake mulching, seeding, and sodding as soon as possible after final grading is completed.

H. Undertake progressive development of roadways, landscaping and buildings for purposes of reducing fugitive dust emissions.

4.10.2. **Air Quality Analysis** - Prior to initiation of vertical construction beyond the 200,000th square foot of building space for this TBPOC, the Developer shall provide to Pinellas County, for review and approval, a comprehensive air quality analysis for impacts expected in each phase as outlined. The analysis shall be of a scope and format to be mutually agreed on by the Developer and Pinellas County. There are numerous methods for conducting this analysis. Should the parties agree to the carbon monoxide modeling analysis or a comparable yet less costly analysis, all models,

receptor siting, and other assumptions used should be consistent with the following criteria:

A. Certain representative links or intersections presently operating or projected to operate at Los E or F during any year up to and including the final build-out year for each phase to which the TBPOC contributes 5% or more of peak hour traffic volume as listed in the ADA, provide estimated worst case carbon monoxide concentration. The Developer shall provide build and no build alternatives for each phase of the TBPOC under existing conditions and also under mitigated conditions if the receptor projects an exceedance of the National Ambient Air Quality Standards due to TBPOC-generated emissions. The Developer will demonstrate compliance using certain representative intersections or links that are indicative of worst-case concentrations. Factors to be considered in determining worst-case include traffic volume, V/C ratios, vehicle speeds, and receptor location. Links abutting analyzed intersections may be excluded.

B. All assumptions, except receptor siting, should be consistent with DEP's interim guidelines for evaluating the air quality impacts of indirect sources of carbon monoxide emissions unless other parameters are specifically authorized.

C. Traffic volumes must be those peak hour traffic volume forecasts projected in the ADA unless volume projections have significantly changed, and include all other existing indirect sources and those approved for or under construction in the study area during build-out of the relevant phase.

D. The acceptable overall persistence factor is 0.6 (0.8 meteorological x 0.75 traffic). This factor is to be used to convert one-hour concentrations to eight-hour values unless another per distance factor is developed by site-specific wintertime monitoring in accordance with a pre-approved monitoring plan.

E. Analysis Report - To be complete, the analysis report must include the following information:

1. One-hour and eight-hour ambient carbon monoxide concentration that will result from the TBPOC's implementation. Estimates should be made for ambient carbon monoxide levels expected at the completion of each phase of the TBPOC employing both build and no build alternatives. These estimates should be presented in tabular format.

2. Include a detailed description of the analysis techniques and assumptions used. The County recommends MOBILE5a, or the most currently approved version/release of same to determine emission factors, and CALINE3 or any subsequently approved version/release of same to model line sources; and the most currently approved version/release of CAL3QHC or TEXIN to model intersections in

accordance with the DEP interim Guidelines for Evaluating Carbon Monoxide Impacts of Indirect Sources.

3. Provide a location map to identify receptors.

4. For any receptor projecting an exceedence of the one-hour or eight-hour carbon monoxide standard due to TBPOC-generated traffic, identify what measures could be taken to minimize and mitigate adverse impacts and what concentrations would result from implementation of the mitigation.

5. Include a list of the links and intersections analyzed. Provide a location map to identify these sources.

6. Include a list of highway capacities and traffic volumes used for the analysis. These should reflect funded improvements, improvements planned by the Developer and traffic from all other existing sources, sources approved for construction, and sources under construction in the study area during the analysis period.

4.10.3. **Exceedances** - If exceedances of the ambient carbon monoxide standard due to traffic generated by the development are indicated by the analysis, the Developer shall provide to Pinellas County, for review and approval, a mitigation analysis which identifies measures that will abate those adverse impacts. The Developer shall provide its fair share contribution to the funding of structural mitigation measures. If nonstructural mitigations such as flex time, compressed workweeks, car or van pooling, or other such measures are proposed, the Developer shall include enforceable provisions that will assure occupant compliance with these measures. The mitigation analysis shall be of a scope and format to be mutually agreed on by the Developer and Pinellas County. Upon a determination by Pinellas County that mitigation measures are required, then, prior to issuing further certificates of occupancy for this TBPOC, the mitigation analysis must be completed and all identified non-structural mitigation measures must be in place and the Developer's fair share contribution to identified structural mitigation measures paid, unless otherwise satisfied through pipelining.

4.10.4. **Congestion Management** - The Developer shall design the development so as to reasonably minimize vehicle congestion and queuing problems at ingress/egress points and along internal circulation routes.

4.11. **Hurricane Evacuation** - The Developer shall promote awareness of and shall cooperate with local and regional authorities having jurisdiction to issue hurricane evacuation orders. The Developer shall further implement and comply with the emergency preparedness and prevention plan submitted concurrent with the ADA. In

addition, the Developer shall coordinate with the Pinellas County Director of Civil Emergency Services as to the feasibility of designating buildings within the TBPOC Development, as public hurricane evacuation centers to shelter the residents of the more vulnerable areas.

#### 4.12. Environmental Preservation and Conservation.

4.12.1. **ADA Requirements** - The Developer shall abide by the preservation/conservation delineations and constraints indicated in figure 4-1 of the ADA.

4.12.2. **Wetland Protection** - In order to protect the natural values of wetland areas, the following shall be required except as otherwise permitted by agencies having permitting jurisdiction provided Pinellas County has reviewed such permit requests:

A. No substantial hydroperiod alterations shall be permitted in the conservation (C-1) or preservation areas depicted in figure 4-1. Natural annual hydroperiods, normal pool elevations and seasonal high water elevations shall be maintained, as well as hydrologic connections between on-site and off-site wetlands.

B. The Developer shall provide adequate natural buffering, if necessary, around preservation/conservation areas to provide an upland transition into the wetland areas and to protect the natural systems from development impact.

C. No substantial dredging, filling or development activities will be allowed within the preservation areas. Activities within the C-1 conservation areas as depicted in figure 4-1 and buffer zones, if any, shall be limited to stormwater management and other similarly unobtrusive structures.

D. Substantial dredging and filling of C-2 conservation areas in accordance with figure 4-1 will be avoided wherever practicable.

#### 4.12.3. **Wetland Mitigation**

A. All wetland losses shall require one to one acreage replacement as shown in figure 4-1 resulting in at least 112.4 acres of undisturbed wetland and mitigation areas. Mitigation for wetland losses shall be implemented concurrent with the construction activities resulting in the wetland loss.

B. All mitigation monitoring reports and data shall be submitted to Pinellas County as part of the annual report.

#### 4.12.4. Upland Vegetation

A. The Developer shall comply with the standards of the Pinellas County Tree Ordinance. No. 76-16 in effect as of the date of this Resolution.

B. The 6.8 acre hammock (or an equivalent, Pinellas County permitted substitution) northwest of the Florida Power Corporation substation and the hammock south of the East-West Connector Road (as described in section 4.13.3.C) along the east property line shall be preserved so as to insure their continued natural function and value.

4.12.5. Environmental permits issued for activities in Phase III as depicted in Figure 4-1 of the ADA shall provide for monitoring provisions no less stringent than those in existing environmental permits for this TBPOC.

#### 4.13. Transportation.

4.13.1. In Resolution 85-264, the Developer's estimated fair share contribution for the first 780,000 square feet of development (Phase I) was calculated to result in an obligation of \$395,250. This fair share contribution was calculated in accordance with Exhibit 1 based on the prior development order and the road improvements required in accordance with that fair share contribution were listed in that exhibit. In addition, the prior development order limited the issuance of building permits to 250,000 square feet until such time as seven specifically described improvements were accomplished (see page 17 of Resolution 85-264). Since that time, various capital improvement programs have been initiated, and the Developer has satisfied \$105,000 of the \$395,250 fair share obligation. The Developer's submission of \$105,000 towards an environmental assessment as part of the comprehensive transportation analysis of SR 584 was approved by Pinellas County on August 15, 1986. In providing the \$105,000 contribution, (of which \$11,150 has been credited toward the Pinellas County Transportation impact fee payment to General Datacom Industries) the Developer satisfied the requirement contained in Resolution 85-264 that \$58,800 be utilized toward SR 584 preliminary engineering; it deleted the \$30,000 intersection improvement specified for Race Track Road and Douglas Road; and it reduced by \$16,200 the intersection improvement on SR 580 and Memorial Highway. Consequently, the prior square footage limitation is rescinded, the previous fair share contribution is superseded and the Developer shall receive building permits for up to 780,000 square feet of development within the TBPOC site by completing the following improvements and providing the following transportation data:

A. Improvements to be Completed

<u>Intersection</u>	<u>Improvements Required</u>
1. McMullen-Booth/SR 580	Shared Northbound/through right turn lane (fair share cost \$46,000).
2. Gim Gong/SR 584	Signalize the intersection when warranted eastbound and westbound through lanes (fair share cost \$50,900)

B. Data to be Provided

1. Confirmation of Findings - Before building permits are issued for any development in excess 250,000 square feet, the Developer shall provide transportation data consistent with Pinellas County criteria which serves to affirm the findings in pages 18 and 19 Pinellas County Resolution 85-264 for Phase I which are adopted here by reference.

2. Transportation System Management (TSM) Plan

a. Development and Annual Update

(1) The TSM Plan shall be developed in cooperation with the Florida Department of Transportation (FDOT), the Pinellas County Metropolitan Planning Organization (MPO), Pinellas Suncoast Transit Authority (PSTA) and TBRPC. This program shall seek to implement, and will be measured by, the TSM objectives and policies set forth in the Pinellas County MPO Transportation Planning Process, as mandated in 23 C.F.R. part 450, the Metropolitan Planning Rule.

(2) The TSM analysis provided on November 26, 1986 shall now be updated annually beginning on the first year anniversary date of this Development Order rather than after receipt of certificates of occupancy for the first 100,000 square feet of development as previously stated. The TSM analysis may be submitted as part of the annual report.

b. Report Contents

(1) This TSM analysis shall report the success of the diversion of vehicle trips from the PM peak hour as well as the achieved mode split percentage.

(2) The TSM report shall include an annual assessment of the actual achievement of vehicle trips diverted from the peak hour as a result of the success of the TSM techniques, public transit activity, private paratransit, worker

flextime ride-sharing and other traffic demand management measures, as appropriate.

(3) The annual report shall serve to affirm the findings of the original ADA and will be submitted to the County and TBRPC for review and approval.

c. **Substantial Deviation Determination**

(1) Substantial Deviation - If the Annual report indicates that the total trip diversions are less than half the projected diversion of vehicle trips from the PM peak hour, Pinellas County shall conduct a substantial deviation determination pursuant to subsection 380.06(19), F.S. and amend the Development Order to change TSM objectives and/or require additional roadway improvements.

(2) Development Order Amendments - The results of the TSM study may serve as a basis for the Developer or reviewing agencies to request Development Order amendments.

4.13.2. **Phasing Option** - As a result of the election of the pipelining option, the phasing option approved under the prior development orders is eliminated.

4.13.3. **Pipelining Option.**

A. Election Subject to Approval - In lieu of securing funding commitments for the improvements specified in Exhibits "G," "H," and "I," the Developer has elected, with Pinellas County approval, to mitigate the TBPOC transportation impact through a pipelining option as described in 4.13.3. of this Development Order.

B. Pipelining Conditions - The Developer shall comply with the following provisions of this Development Order as specified below:

1. Pipelining Candidates - The roadway improvements to be pipelined are identified in the Development Order and shall:

a. Be selected from the list of improvements to existing or proposed regional transportation facilities identified in the Exhibits "G," "H" and "I" of this Development Order; and

b. Be consistent with MPO long range plan, and the Transportation Element of the Pinellas County Comprehensive Plan, sector 2 traffic circulation plan; and

c. Be acceptable to Pinellas County and with review and comment by the MPO, FDOT and TBRPC.

2. Fair Share Amount - The Developer's fair share pipeline contribution shall be equal to or exceed the amount calculated pursuant to the DCA Transportation Policy Rule. The schedule of estimated fair share amounts as described in Exhibit "C" attached hereto and by this reference made a part hereof reflects the Developer's estimated fair share amount for off-site road improvements associated with this project TBPOC.

3. Consequences from Pipeline.

a. The Developer's proportionate, fair share contribution of the total costs of the improvements set forth in Exhibit "C" for Phases II-III beyond the first 780,000 square feet of the TBPOC has been determined to be \$4,475,637. The expenditure of \$4,674,772 consistent with the provisions of this Development Order is the amount anticipated to be necessary to design and construct the TBPOC Segment described in Exhibits "D", "E", and "F".

b. The \$4,674,772 represents an amount greater than 100% of the TBPOC's total fair share contribution of \$4,475,637, which is calculated in Exhibit "C". Consequently, compliance with the pipeline mitigation measures described in this Development Order for Phases II-III are found to authorize construction of 1,765,000 square feet of total development and it fully satisfies and discharges the Developer's transportation requirement for that amount of additional development.

4. Transportation Impact Fee Credits

a. General Limitations - The Developer shall receive credit against Pinellas County Transportation Impact Fees, pursuant to law. In accordance with DCA and TBRPC rules and policies, credit against the Developer's fair share contribution will only be granted for off-site improvements. Hence, credit for the Developer's construction and right-of-way dedication will be granted for performance in excess of requirements for site plan approval as stipulated in the Pinellas County subdivision regulations.

b. Credits Allowed

- (1) Subject to review and approval by the County of appropriate financial records, the Developer shall receive full credit as allowed by Pinellas County for the cost of any right-of-way, engineering and design, or construction of any transportation improvements required to mitigate the impacts of this project, over and above those expenditures which would have been necessary for this project's sole benefit, if such credits are in accordance with the Pinellas County Impact Fee Ordinance.

- (2) The construction, design and donation of right-of-way specified in this order results in an off-site contribution of \$2,833,110. Subject to the verification procedures of subsection c, below, the total sum of \$2,833,110 shall be credited against any present or future transportation impact fee assessments pursuant to Pinellas County Ordinance No. 86-43, as amended. The resulting transportation improvements are hereby deemed by the County to be related to off-site facilities which are not otherwise necessary to provide safe and adequate services to the development. In exchange for dedication of the development right-of-way specified in this order, and such right-of-way can be obtained from the land which is the subject to this order, the Developer shall receive full credit for the fair market value of the land so provided, pursuant to subsection 4.13.3.B.4., against the agreed upon maximum Developer contribution of \$4,475,637 and Pinellas County Ordinance 86-43, as amended.

c. Credit Verification

- (1) Verification of the creditable nature of expenditures shall be based upon a reasonableness standard for such expenditures on engineering, design or construction costs. Verification shall not be unreasonably delayed or withheld.
- (2) Right-of-way cost and credit has been calculated based upon an estimated value of \$200,000 per acre, as provided by the Developer. Final acceptance of this figure will occur pending the results of appraisals as required by Pinellas County procedures. Verification of the credits due for the conveyance of real property shall be determined by the simplified appraisal procedure in the following subsections (a) and (b):
  - (a) The County and the Developer will each select one firm to appraise the property conveyed. The appraisers shall use as comparable sales only arm's length transactions between unrelated third parties and shall assume that the property being appraised may be used for the highest and best use using standard appraisal techniques. The appraisals shall be exchanged simultaneously by the County and the Developer.

(b) The appraisers' charges shall be paid by the County. The average of the two appraisals shall be accepted as binding on the parties except in the case of patent error or a variance such that the higher appraised value exceeds the lower appraised value by more than one hundred and twenty percent (120%) or more. If such a variance exists between the two independent certified appraisals, and unless the County and the Developer otherwise agree to a different process, then either a third independent certified appraisal or an independent certified review appraisal shall be obtained. The third appraiser or review appraiser shall be selected by the two appraisers. The average of the two closest appraisals shall be accepted as binding upon the Developer and the County. The Developer and the County recognize and accept the funding restrictions set forth in Sections 129.07, 129.08, and 129.09 F.S. (1993), the regulatory restrictions of the County's transportation impact fee ordinance, and of the County and MPO's long range plan which may affect the County's obligations, if any, hereunder.

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

e. Credit Offset - Impact fees payable incident to existing structures as of August 19, 1994 within the Development total \$87,534.00. Once the Developer's Proportionate Share has been satisfied either by payment or a combination of payment and conveyances, and prior to the utilization of any impact fee credits earned, the Developer's credit shall be subject to a one time reduction in the amount of \$87,534.00.

f. Impact Fee Utilization

(1) Impact fee credits shall be available for use once the expenditures are verified as creditable. Such credits shall be utilized only incident to construction within the TBPOC by the Developer, its affiliates, or authorized successors and shall be utilized based upon the impact fee schedule in effect as of the date of utilization of the credit. Impact fee credits shall be

exhausted before impact fee payments will be payable incident to construction within the TBPOC.

- (2) Except as provided in subsection 4.13.3.B.4.c.2.f(3), below, the County or City, as applicable, shall issue transportation impact fee credits only to the Developer, or its affiliates, or authorized successors and only for construction within the Development. In order to receive such credits, the Developer shall notify the County Administrator or his designee, in writing, of the dollar value of the credit being taken and the specific property to which the credit is to be applied.
- (3) Transportation impact fee credits shall be assignable by the Developer, at the Developer's sole discretion, for use by persons or entities developing land within the Development. Any such person or entity must provide evidence of such assignment to the County Administrator or his designee, in order to receive any credit against transportation impact fees from the County. The Developer is responsible for keeping the City Manager, or his designee, informed, in writing.
- (4) In the event transportation impact fees exceed the credits available, the Developer, or another person or entity developing property within the TBPOC, shall be responsible for paying the transportation impact fee in effect at the time of permitting.

5. Monitoring Program - At Pinellas County's request, the Developer shall institute a monitoring program to provide peak hour and daily traffic counts at the TBPOC entrance to verify that the projected number of external trips found in the ADA has not been exceeded. The County may request that monitoring occur at any time through the build-out of the TBPOC. The results of this transportation study may serve as the basis for the reviewing agencies to request Development Order amendments. All transportation information submitted to Pinellas County pursuant to this Section shall also be provided to TBRPC.

6. Transportation Systems Management (TSM) Program - The Developer or its assigns shall participate in a TSM Program in cooperation with FDOT, the Pinellas County MPO, PSTA and TBRPC. This program will be measured by the TSM objectives and policies set forth in the Florida Transportation Plan.

### C. Pipeline Implementation

#### 1. Pipeline Candidate

a. Optimal Benefit - The construction of the TBPOC segment of the East-West Connector Road is one of the major improvements listed in Exhibits "G" and "C" and is specifically calculated and is hereby deemed to optimally benefit the regional roadway network which will be substantially impacted by the proposed development.

b. Basis for Selection - The selection of this mitigation/curing mechanism is based upon the TBPOC's impact on regional transportation facilities, the substantial public benefit to be gained by accelerating the design, construction, and use of this major public facility, the savings in direct and administrative costs associated with construction of this major public facility, and its consistency with the TBRPC and DCA policies regarding pipelining transportation improvements. The accelerated construction and design of the TBPOC segment of the East-West Connector Road and the provision of right-of-way needed to expand this road are fully consistent with the TBRPC and DCA pipeline policies, and have been deemed an appropriate mitigative measure by the FDOT and the MPO.

2. Pipeline Obligation - The Developer has begun and shall diligently pursue to completion the design and construction of the TBPOC segment of the East-West Connector Road as described generally in Section 4.13.3.C.1.a. (TBPOC Segment). Design and construction shall be in cooperation with the developers of the Forest Lakes DRI (or the County) and the Cypress Lakes DRI. The TBPOC Segment shall be built to the applicable Pinellas County and FDOT standards. The East-West Connector Road consists of that regionally significant facility extending from the north intersection of Forest Lakes Boulevard with State Road 584 to Race Track Road, as shown in Exhibits D and E.

a. Design - The Developer shall design the TBPOC Segment, under the standards required and set forth in Exhibits D, E and F.

- (1) Length - The TBPOC Segment shall extend from the TBPOC's western property boundary to Race Track Road. The TBPOC Segment of the East-West Connector Road includes approximately 1200 ft. east of the TBPOC property line.
- (2) Design Concept - As depicted in Exhibits "D" and "E," the road shall be designed as a six-lane urban enhanced arterial with limited curb and median openings.
- (3) Roadway Alignment - The alignment for the TBPOC Segment of the East-West Connector Road will be designed by the Developer using a 45 to 65 MPH design speed or other design speed approved by the County and a high priority to avoid major environmentally sensitive areas.

- (a) Exhibits "D" and "E" depict both the East-West Connector Road and the TBPOC Segment alignments, the median and curb cuts, intersections, detention pond locations and proposed typical sections. It is recognized that the general alignment and pond locations depicted in Exhibit D are subject to movement as the design is completed. All right-of-ways and pond sites ultimately to be dedicated to the County shall comply with the ultimate locations depicted on the final design plans.
  - (b) The Florida Power Corporation railroad crossing near Race Track Road will be an at-grade crossing for the two-lane construction phases due to the infrequent use of these tracks. The six-lane design may include a railroad overpass, however, the Developer will not provide this component of the design.
  - (c) Drainage - Drainage will be designed by the Developer for the ultimate six-lane divided enhanced arterial configuration. During construction of the initial phase, roadway drainage may be conveyed by open ditches to detention ponds, and be designed and sized for the final six-lane roadway.
- (4) Intersection Design - The Developer will provide the design for an intersection of the two-lane East-West Connector Road at Race Track Road.
- (a) The design phase will be a six-lane divided arterial section with one six-lane intersection within the TBPOC and right of way reserved to accommodate one grade separated interchange at this location in the future as depicted in Exhibits "D" and "E."
  - (b) However, the Developer is only obligated to provide preliminary design and engineering sufficient to determine right of way limits for the grade separated interchange. The Developer is not obligated to construct the interchange.
- (5) Interim Improvement Design - The design will allow for the construction of a two-lane divided arterial section to be designed by the Developer to applicable Pinellas County and

FDOT standards and with 10-foot shoulders of which 4 feet will be paved, and with a design speed of 45 to 65 MPH as depicted in Exhibits "D" and "E" or other design speed approved by the County. Other design changes may be made if approved in writing by the County Administrator.

3. Coordination of Design with the County - The Developer will coordinate the two-lane and six-lane design of the arterial with the Pinellas County Engineering Department and will provide plans for 30%, 60%, and opportunity for final reviews by the County. The Developer shall complete the design to 100% no later than one year after the effective date of this Development Order. In order to expedite the construction of the initial phase, Pinellas County will provide plan review within 14 days of submittal. This review will not result in changes to the design specifications contained in this Development Order or the exhibits attached hereto without the approval of the Developer.

4. Right-of-Way for the East-West Connector Road - The dedication of any right-of-way or real property for ponds or easements for sidewalks, utilities or sideslopes shall be free of charge to the County but with transportation impact fee credits as provided for in subsection 4.13.3.B.4. All conveyances shall be by statutory general warranty deed unless and to the extent that this requirement is waived by the Board, in their sole discretion. The Developer shall provide good marketable title free of encumbrances and liens to the satisfaction of the County. The Developer shall be responsible for the costs of any title insurance.

a. Conveyance of Necessary Right-of-Way

- (1) The Developer will provide 133 feet of right-of-way where needed for the main roadway corridor within the TBPOC segment of the East-West Connector Road, and will grant sufficient sidewalk and utility easements in conformance with Pinellas County design standards, not to exceed seven feet on each side of the road. The Developer will dedicate, retaining full rights to use the development rights attendant to that property, an additional easement, as determined solely by the County to be necessary to accommodate those side-slopes necessary for construction of the ultimate design of the East-West Connector Road.
- (2) Acquisition of property and property rights will be done as authorized by law, and all property rights shall be in fee simple.

- (3) Within one hundred and twenty (120) days after the effective date of an Annexation Agreement between the Developer and the City or within six (6) months of the Effective Date of this Development Order, whichever occurs earlier, unless extended by the County Administrator, the Developer shall dedicate to Pinellas County the right-of-way for the East-West Connector Road, including easements for that property necessary for side slopes and sidewalks and associated retention ponds required by this Development Order as they are identified by the plans in their stage of completion at the time of the annexation.
  
- (4) It is recognized that the Right-of-Way dedicated pursuant to the preceding subsection (3), above, may be over or under inclusive of that right-of-way actually required by the 100% design plans.
  - (a) To the extent that the preceding subsection (3) dedication failed to include portions of the right-of-way necessary for the 100% design plans, the Developer shall, within 30 days notice by the County, dedicate any right-of-way required for the TBPOC Segment but not included in the initial subsection (3) dedication, including that property necessary for side-slopes.
  
  - (b) To the extent that the subsection (3) dedication included property not necessary for the 100% design plans, as determined solely by the County, the County shall reconvey that property upon request by TBPOC with an accompanying reduction in the transportation impact fee credits, based on the appraised values originally determined under subsection 4.13.3.B.4.

b. Vacation in the Event of Lack of Necessity - The easements for sidewalks and utilities referenced in subsection a.(1), above will be vacated upon request by TBPOC, if found to be unnecessary as determined solely by the County.

c. Accommodating the Right-of-Way - TBPOC entrance/information signs along the East-West Connector Road will be permitted with a zero setback from the right-of-way line, provided such placement, as determined through the County site planning process, will not cause any site distance or other safety problem. Any signage shall otherwise be consistent with the provisions of the County sign regulations existing at the time of the sign permit application.

## 5. Construction.

a. Parties to Construction - By election of this option, the Developer will participate in the construction of a regionally significant roadway, i.e., the East-West Connector Road, its portion of which extends from the western property line of the TBPOC to Racetrack Road on the east. Under a separate development order, the Cypress Lakes DRI Developer will be responsible for construction of the East-West Connector Road from the existing Forest Lakes Boulevard on the west to the western property line of the TBPOC on the east. In addition, under a separate development order, the Developer of Forest Lakes DRI will be responsible for construction of the East-West Connector Road from the existing intersection of Forest Lakes Boulevard with state Road 584, to the southwest, to the Cypress Lakes DRI property line on the east. Nothing in this Development Order shall be construed as imposing upon the Developer or the County the duty to discharge any obligation of the Developers of the Cypress Lakes DRI or Forest Lakes DRI pursuant to their development orders.

b. Developer's Obligation - The Developer will be responsible for construction of the two-lane divided arterial facility within the TBPOC segment of the East-West Connector Road and 1200 feet east of the TBPOC property boundary (with right-of-way to be provided by others), and the intersection of the two-lane East-West Connector Road at Race Track Road.

## 6. Pipelining Limitations

a. Construction Timetable - The construction of the TBPOC Segment by the Developer must commence within three (3) years of the effective date of this Development Order or within one (1) year of the issuance of a building permit for construction of the 780,000th square foot of development for TBPOC, whichever occurs earlier. Construction shall be completed within one (1) year of commencement.

b. Delays in Construction of the Pipelining Segment - In the event that the commencement or completion of the construction is delayed by more than one (1) year from the applicable date, the Developer shall address the delay in a Notice of Proposed change. No further development permits beyond 780,000 square feet shall be issued until the Development Order is amended to address the delay and to establish a new time-frame to complete the required improvements, if appropriate, or establish new transportation requirements.

## D. Access Rights

### 1. TBPOC Design to Accommodate Both Limited and Controlled Access Rights

a. The Developer will provide for the implementation of an internal roadway network which limits ingress and egress points consistent with the planned "enhanced arterial" status of the roadway during the interim two-lane configuration and consistent with the limited access status of the ultimate roadway design.

b. The TBPOC's internal roadway system will be planned and aligned to support the MPO plan and the adopted Transportation Element of the Pinellas County Comprehensive Plan. All site plans for property adjacent to the TBPOC segment of the East-West Connector Road will be master planned to preserve the ability to implement the controlled access features as shown on attached Exhibit "D" and as contemplated in the MPO Plan. The internal roadways are shown conceptually in Exhibit "D".

b. The conveyance shall also grant all rights of ingress and egress, (except the ingress and egress needed for the interchange planned for the six-lane facility within TBPOC), and certain rights of light, air, and view between the grantor's remaining property and any facility constructed within said right-of-way. The conveyance of these rights shall be sufficient to avert the imposition of business or severance damages or any attorney fees against the County and the Developer resulting from the County's planned improvements to the East-West Connector Road as described in exhibit "F", including closure of the internal roadway system access points to the East-West Connector in favor of access to the proposed interchange as shown on Exhibit "D". These provisions shall be included in all deeds so as to survive the duration of this Development Order.

c. Interim Access Rights - Access rights to the East-West Connector Road will be granted on an interim basis until such time as the ultimate design of the six-lane enhanced arterial, including the interchange design, is implemented.

**SECTION V. DURATION OF EFFECTIVENESS** This Development Order shall remain in effect for a period of twenty (20) years from the effective date of Resolution 87-266. Any development activity wherein plans have been submitted to the County for its review and approval prior to the expiration of this development may be completed, if approved. This Development Order may be extended by the Board on the finding of excusable delay in any proposed development activity.

## **SECTION VI. SEVERABILITY**

In the event that any portion or section of this development is determined to be invalid, illegal or unconstitutional by a court of competent jurisdiction, such decision

shall in no manner affect the remaining portions or sections of this Development Order which shall remain in full force and effect.

## **SECTION VII. EFFECTIVE DATE OF THIS AMENDATORY RESOLUTION**

### **7.1. Rendering of the Development Order**

7.1.1. Upon adoption, executed copies of this Resolution amending the prior development order shall be transmitted by the Manager of Board Records, by certified mail, to the DCA, the TBRPC, and the Developer.

7.1.2. The Developer shall record a Notice of Adoption of this Development Order as required pursuant to Chapter 380, and shall furnish the County Clerk a copy of the recorded Notice.

7.1.3. This Development Order shall be deemed rendered upon transmittal of copies of this Development Order to the recipients specified in Chapter 380 F.S.

7.1.4. A copy of this Development Order shall be located in the Pinellas County Zoning Division for the convenience of the public.

7.2. Effective Date of the Development Order - This Development Order shall become effective upon adoption by the Board of County Commissioners of Pinellas County, Florida in accordance with section 380.06, F.S. (1994).

## **SECTION VIII. CONTINUING APPLICABILITY OF THE DEVELOPMENT ORDER AND STATUS OF PRIOR DEVELOPMENT ORDER.**

8.1. Continuing Applicability - This Development Order shall be binding upon the Developer and its heirs, assignees, or successors in interest, including any entity which may assume any of the responsibilities imposed on the Developer by this Development Order.

8.2. Status of Prior Development Order - Upon its effective date, this Development Order serves to ratify all prior development orders for the TBPOC but supersedes and replaces in their entirety the prior development orders adopted by the Board in Resolution Numbers 87-266, 88-42, and 94-298.

**SECTION XI. ANNEXATION**

In the event of annexation of all or part of the TBPOC by the City of Oldsmar, the Developer will, to the maximum extent possible, assure that the County Administrator of Pinellas County, in addition to other officials as provided by law, is authorized by the City to monitor implementation of those terms and conditions of the applicable development order which involve the design and construction of the East-West Connector Road. The Developer shall request that any development order for the project include authorization for the County Administrator to make such reports to the City of Oldsmar as necessary to assure completion of the Developer's obligations for the design and construction of the East-West Connector Road. The County Administrator may rely upon or utilize information supplied by the TBRPC, Hillsborough County, the City, or any County department or agency and all state agencies having particular jurisdiction over the East-West Connector Road or other roadways necessary for implementation of the regional significance of the East-West Connector Road.

**SECTION X. HEADINGS**

The captions and headings in this Development Order are for ease of reference and do not constitute a part of this Development Order.

**PASSED AND RESOLVED** by the Pinellas County Board of County Commissioners.

*Bruce Zundell*  
Chairman, Board of Pinellas County Commissioners

ATTEST:  
KARLEEN F. De BLAKER, Clerk

By: *Norma Grant*  
Deputy Clerk

Commissioner Rainey offered the foregoing Resolution and moved its adoption, which was seconded by Commissioner Parks, and the vote was:

AYES: Tyndall, Rainey, Parks and Seibert.

NAYS: None.

ABSENT AND NOT VOTING: Stewart.

I, KARLEEN F. De BLAKER, Clerk of the Circuit Court and Clerk Ex-Officio, Board of County Commissioners, do hereby certify that the above and foregoing is a true and correct copy of the original as it appears in the official files of the Board of County Commissioners of Pinellas County Florida.

Witness my hand and seal of said County.  
this 9<sup>th</sup> day of December, A.D. 19 94.  
KARLEEN F. De BLAKER, Clerk of the Circuit Court Ex-Officio Clerk to the Board of County Commissioners, Pinellas County, Florida.  
By: *Norma Grant*  
Deputy Clerk

Phases I and II

A parcel of land lying in Sections 12, 13 and 14,  
Township 28 South, Range 16 East, Pinellas County,  
Florida, being more fully described as follows:

Begin at the South 1/4 corner of said Section 12, being  
the Southwest corner of a Florida Power right-of-way, as  
recorded in O.R. 4477, Page 944, of the Public Records of  
Pinellas County, Florida; thence N.  $89^{\circ}53'32''$  E., 1268.20  
feet along the South line of said Florida Power  
right-of-way, being also the South line of said Section  
12; thence leaving said right-of-way line and section  
line, S.  $00^{\circ}09'34''$  W., 3981.83 feet, to the forty-acre  
line, being also the Oldsmar City limit line, thence S.  
 $89^{\circ}29'43''$  W., 3811.06 feet, along said city limit line;  
to the West line of said Section 13; thence N.  
 $89^{\circ}38'49''$  W., 33.00 feet; thence N.  $00^{\circ}14'58''$  E., 1486.20  
feet along a line 33 feet West and parallel with the East  
line of aforesaid Section 14; thence N.  $43^{\circ}14'46''$  E.,  
610.89 feet; thence N.  $71^{\circ}31'26''$  E., 347.00 feet; thence  
N.  $87^{\circ}40'45''$  E., 529.92 feet; thence N.  $61^{\circ}20'12''$  E.,  
529.92 feet; thence N.  $00^{\circ}04'27''$  W., 2814.94 feet to the  
South line of a Florida Power right-of-way, as recorded  
in O.R. 4477, Page 942, in the Public Records of Pinellas  
County, Florida; thence along said line, S.  $89^{\circ}53'28''$  E.,  
833.00 feet to the West line of a Florida Power  
right-of-way, as recorded in O.R. 4477, Page 944 in the  
Public Records of Pinellas County, Florida; thence along  
said right-of-way line, S.  $00^{\circ}25'18''$  E., 1115.41 feet to  
the Point Of Beginning.

Containing 293.755 acres, more or less.

Phase III

A tract of land lying in Sections 1 and 12, Township 28 South, Range 16 East, Pinellas County, Florida, being more fully described as follows:

Begin at the Southeast corner of Section 12, Township 28 South, Range 16 East; thence along the South line of said Section 9,  $89^{\circ}53'30''$  W., 132.00 feet to a point on the East line of a Florida Power Substation as recorded in O.R. Book 4477, Page 944 of the Public Records of Pinellas County, Florida; thence along the East line of said Florida Power Substation, said line being 132.00 feet West of and parallel to the East line of said Section 12, N.  $00^{\circ}10'46''$  E., 2698.32 feet; thence S.  $89^{\circ}51'10''$  W., 667.57 feet along the North line of said Florida Power Substation; being also the East-West centerline of Section 12; thence N.  $00^{\circ}14'59''$  W., 5342.83 feet along the West line of a Florida Power right-of-way as recorded in O.R. Book 4477, Page 493 of the Public Records of Pinellas County, Florida; thence S.  $89^{\circ}31'18''$  E., 814.40 feet to the East 1/4 corner of the aforesaid Section 1; thence along the East line of Section 1; S.  $00^{\circ}14'30''$  E., 2664.55 feet to the Northeast corner of Section 12, Township 28 South, Range 16 East; thence along the East line of Section 12, S.  $00^{\circ}03'33''$  W., 2669.40 feet to the East 1/4 corner of said Section 12; thence continue along said East Section line; S.  $00^{\circ}10'46''$  W., 2698.41 feet to the Point of Beginning.

Containing 107.500 acres more or less.

Subject to any easements, restrictions, rights-of-way of record.

TAMPA BAY PARK OF COMMERCE

Revised Exhibit "B" to Resolution No. 87-266, as amended  
by Resolution No. 94-298

Phasing Schedule

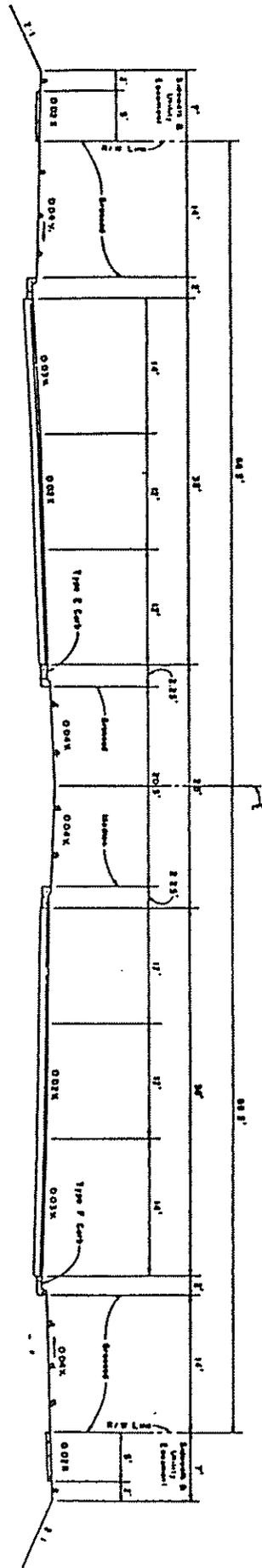
Phase	Office (Sq. Ft.)	Commercial (Sq. Ft.)	Industrial (Sq. Ft.)	Totals by Phase
Phase I (5/7/85- 12/31/96)	90,000	- 0 -	295,000	385,000
Phase II (1/1/97- 12/31/01)	400,000	50,000	1,460,000	1,910,000
Phase III (1/1/02- 6/1/03)	- 0 -	- 0 -	250,000	250,000
Totals by Use	490,000	50,000	2,005,000	
Grand Total				2,545,000

Rev. 11/16/94

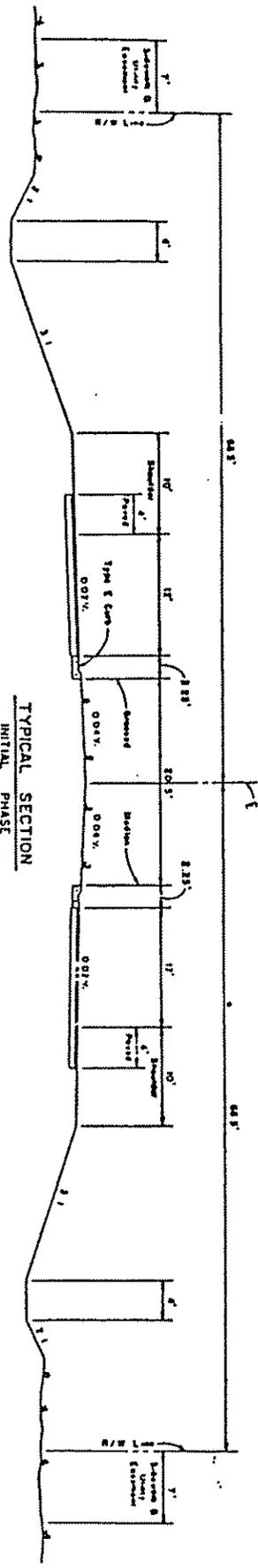
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TYPICAL SECTION  
FINAL PHASE  
6 LANE URBAN



TYPICAL SECTION  
INITIAL PHASE

EXHIBIT E

THE MILFORD CORPORATION  
CYPRESS LAKES INDUSTRIAL PARK LTD.  
HOLLYWOOD LAND DEVELOPMENT CO., INC.



Wade-Tim

PROPOSED TYPICAL SECTIONS  
"EAST-WEST CONNECTOR ROAD"

DATE: 11/11/51  
DRAWN BY: [Signature]

## EXHIBIT F

### DESIGN STANDARDS FOR THE ULTIMATE SIX-LANE ENHANCED ARTERIAL CONFIGURATION OF THE EAST-WEST CONNECTOR ROAD AS DIRECTED BY PINELLAS COUNTY

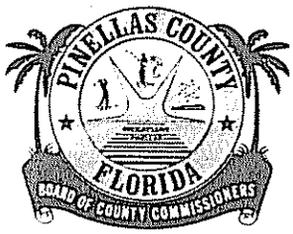
1. The alignment for the proposed East-West Connector Road, as shown on Exhibits "D" and "E", should provide a 65 mph design speed, or as approved by Pinellas County such that posted speed may be 55 mph, with maximum curvature of 4.75 degrees, and a maximum super elevation rate of 8%. The super elevation of curves #3 and #4 of Exhibits "D" and "E" will be designed initially for speeds less than 65 mph since these curves will be reconstructed in the future within the designated right of way pursuant to Exhibits "D" and "E" to accommodate overpasses and interchanges.
2. Minimum of 133 ft. right-of-way requirement is needed to facilitate compliance with the design of the six-lane major arterial using curb and gutter cross section with sidewalk and utility easements not to exceed 7 feet on either side of the road to be granted by the developer.
3. The East-West Connector will be an evacuation route, therefore, minimum roadway elevation will be above the 100 year flood level.
4. Intersection configuration of the East-West Connector Road at Race Track Road to be determined by the Northeast Pinellas Highway Corridor Study, however, the Developer will not provide this design.
5. Intersections/median openings at 66+00, 73+00, 92+00, and 97+00 will be closed when the road becomes a controlled access facility.
6. Overpass and interchange geometry shall be consistent with 55 mph posted speed at station 82+00, as shown in Exhibits "D" and "E", however, the Developer will not provide this final design.
7. The enhanced arterial designation of the East-West Connector Road is defined in the adopted Pinellas County Year 2010 Long Range Highway Plan. This designation includes the limitation or elimination of curb and median openings, the provision of access to adjacent property by means of service roads or an internal network of streets, the construction of interchanges at selected intersections, and the establishment of land use control measure where applicable to protect the roadway capacity.

## EXHIBIT G

### PHASE II IMPROVEMENTS

- (1) Construct a six-lane divided arterial on SR 584 from SR 586 to Forest Lakes Boulevard.
- (2) Construct a four-lane undivided arterial on SR 586 from U.S. 19 to McMullen Booth Road.
- (3) Construct a two-lane divided arterial on SR 586 from McMullen Booth Road to SR 584.
- (4) Construct a two-lane divided arterial referred to as the East-West Connector Road from Forest Lakes Boulevard to Race Track Road.
- (5) Construct a four-lane undivided arterial on Linebaugh Avenue from Sheldon Road to Gunn Highway.
- (6) Provide signalization, when warranted, at the intersection of SR 590 and Main Street.
- (7) Provide an exclusive right turn lane northbound at the intersection of SR 586 and SR 584.

ARC - February



BOARD OF COUNTY COMMISSIONERS  
PINELLAS COUNTY, FLORIDA

315 COURT STREET  
CLEARWATER, FLORIDA 34616

COMMISSIONERS

- JOHN CHESNUT, JR. - CHAIRMAN
- BRUCE TYNDALL - VICE CHAIRMAN
- GEORGE GREER
- CHARLES E. RAINEY
- BARBARA SHEEN TODD

February 5, 1988

Suzanne Cooper, DRI Coordinator  
Tampa Bay Regional Planning Council  
9455 Koger Boulevard  
St. Petersburg, FL 33702-2491

Re: DRI # 158 - Tampa Bay Park of Commerce, Pinellas County

Dear Ms. Cooper:

Please find attached resolution No. 88-42 amending Resolution No. 87-266 resolving the DCA appeal as enunciated in a stipulation entered by the parties and filed in the matter of Department of Community Affairs vs. Pinellas County and Cypress Lakes Industrial Park, Ltd., DOAH Case No. 87-4662. This resolution was approved on January 26, 1988 by action of the Board of County Commissioners at the public hearing.

Should there be any question regarding this matter, please feel free to contact me at 462-3403.

Sincerely,

Al Navaroli  
Principal Planner

AN/dm

158 master Do file

PLEASE ADDRESS REPLY TO:  
DEPARTMENT OF PLANNING

RESOLUTION NO. 88-42  
RESOLUTION AMENDING RESOLUTION  
NO. 86-266.

WHEREAS, in May, 1985, Pinellas County issued Resolution No. 85-264 granting master development approval for the development of Tampa Bay Park of Commerce (TBPOC). Phase I of said development consisted of 600,000 square feet of industrial/warehouse usage and 180,000 square feet of office usage at buildout of that phase; and

WHEREAS, on July 14, 1987, Pinellas County approved a development of regional impact (DRI) development order (Resolution No. 87-266) approving all remaining phases of the TBPOC consisting of 5,070,144 square feet; and

WHEREAS, the Department of Community Affairs (DCA), pursuant to Section 380.07, Florida Statutes, instituted an appeal of Resolution No. 87-266 solely on the issue of whether TBPCO's proportionate share of required transportation improvements was adequate; and

WHEREAS, the parties have met and otherwise communicated to discuss the mutual resolution of the sole issue raised in the DCA appeal and have agreed to resolve the matter as enunciated in a stipulation entered by the parties and filed in the matter of Department of Community Affairs v. Pinellas County and Cypress Lakes Industrial Park Ltd., DOAH Case No. 87-4662; and

WHEREAS, the settlement of the above-referenced appellate matter is premised on Pinellas County amending Resolution No. 87-266; and

WHEREAS, all parties to the appellate litigation, as well as the Tampa Bay Regional Planning Council, have concurred with the proposed amendments to the TBPOC development order; and

WHEREAS, the notice requirements of Section 380.06, Florida Statutes, have been satisfied and the Board of County Commissioners of Pinellas County, Florida has, on this 26th day of January, 1988, held a duly noticed public hearing on the proposed amendments and has heard and considered testimony and documents received thereon.

NOW, THEREFORE, be it resolved by the Board of County Commissioners of Pinellas County, Florida, in regular session duly assembled this 26th day of January 1988:

Amendment No. 1, page 10,: Add paragraph "S" as follows:

Concurrent with the approval of this Development Order is the approval of the pipelining option as set forth in sections 4.L.3 and 4.L.4.

Amendment No. 2, Section IV.K., page 24, line 29: Add a new subsection 6.

6. Environmental permits issued for activities in Phases III and IV as depicted in Figure 4-1 of the ADA shall provide for monitoring provisions no less stringent than those in existing environmental permits for this project.

Amendment No. 3, page 27, line 24: Strike "2,737,353" and add "\$4,475,637".

Amendment No. 4, page 31 (D): Strike whole paragraph and add the following:

D. At Pinellas County's request, the developer shall institute a monitoring program to provide peak hour and daily traffic counts at the TRPOC project entrance to verify that the projected number of external trips found in the ADA has not been exceeded. The County may request that monitoring occur at any time through the buildout of the project. The results of this transportation study may serve as the basis for the reviewing agencies to request development order amendments. All transportation information submitted to Pinellas County pursuant to this Section shall also be provided to TBRPC.

Amendment No. 5, page 37, line 5: Strike "\$2,737,353" and add "\$4,475,637".

Amendment No. 6, page 37, line 1: Revise the first paragraph and add a new paragraph as follows:

Consequences from pipelining. The developer's proportionate, fair share contribution of the total costs of the improvements set forth in Exhibit "C" for Phases II-IV of the project has been determined to be \$4,475,637.

The expenditure of \$5,474,772 (\$4,674,772 E/W Construction and ROW + \$800,000 N/E ROW) is the amount anticipated to be necessary to design and construct the East-West Connector facility described in Exhibits "D", "E", and "F" and provide for 4.0 acres of right-of-way for the Pinellas County northeast corridor valued at \$200,000 per acre. The \$5,474,772 represents an amount greater than 100% of the TBPOC's total fair share contribution of \$4,475,637, which is calculated in Exhibit "C". Consequently, compliance with the pipeline mitigation measures described in this order for Phases II-IV and the 4.0 acres of right-of-way provided for Pinellas County northeast corridor valued at \$5,474,772 are found to authorize construction of 4,290,144 square feet of total development and it fully satisfies and discharges the developer's transportation requirement for that amount of additional development subject to the following paragraphs:

The TBPOC shall submit a revised transportation analysis in accordance with ADA Question #31 prior to receiving certificates of occupancy for greater than 3,700,000 square feet of the entire development. If the result of the Question 31 analysis provides that there are external trips generated beyond those projected by the ADA, Pinellas County shall determine the appropriate dollar value of a mitigative measure for the requested development in consultation with the TBRPC, DCA, and FDOT. The Development Order shall be amended prior to the issuance of certificates of occupancy for development greater than 3,700,000 square feet.

The additional expenditure of \$999,135 (\$5,474,772 - \$4,475,637) above the TBPOC's fair share contribution as calculated in Exhibit "C" shall be used to offset any dollar value mitigative measure as determined by Pinellas County as a result of a question 31 analysis. If any balance remains after applying the \$999,135 additional right-of-way for the Pinellas County's northeast corridor may be conveyed to satisfy the balance of the project's dollar value mitigative measure, if any. This additional right-of-way shall be valued at the then appraised value subsequent to the issuance of the certificate of occupancy for development greater than 3,700,000 square feet.

Amendment No. 8, page 39, line 13: Strike "\$2,737,353" and add "\$4,475,637".

Exhibit "C" in the original Development Order (Resolution No. 87-266) is deleted and the attached revised Exhibit "C" is hereby incorporated fully herein.

Commissioner Greer offered the foregoing resolution and moved its adoption, which was seconded by Commissioner Tyndall, and upon roll call the vote was:

Ayes: Chesnut, Tyndall, Rainey, Todd and Greer.

Nays: None.

Absent and Not Voting: None.

0142F

REVISED EXHIBIT "C"

ROAD	LINK	XTB LENGT SEC MILES	PROPOSED IMP.	IMP. CST/MILE	PROP SEC	EXIST SV	EXIST VOL	EXIST BOXG	EXIST BOXG	EXIST EX VOL	EXIST EX VOL	DRI TRIPS	DRI TRIPS	TOTAL TRIPS	SV. INC.	REB SV.	DRI/ SV. INC.	IMP. COST	IMP. COST	EXIST V/C	TOTAL/ V/C	IMP. SV. @ F	DRI/ IMP. SV. @ F	FAIRSHARE
E-H Road	Forest Lakes to Race Trac	N/A	0.71	CON	4LD	-	20637	0	6318	27615	27300	0.248	\$2,962,000	\$734,443										

PHASE 3 - 1932

ROAD	LINK	XTB LENGT SEC MILES	PROPOSED IMP.	IMPROVEMENT CST/MILE	PROP SEC	EXIST SV	EXIST VOL	EXIST BOXG	EXIST BOXG	EXIST EX VOL	EXIST EX VOL	DRI TRIPS	DRI TRIPS	TOTAL TRIPS	SV. INC.	REB SV.	DRI/ SV. INC.	IMP. COST	IMP. COST	EXIST V/C	TOTAL/ V/C	IMP. SV. @ F	DRI/ IMP. SV. @ F	FAIRSHARE
SR-580	Bayshore to CR-233	4LD	0.45	ADD 2 LANES	6LD	27900	3633	24267	106	3733	28006	42700	0.007	\$1,648,130				\$11,604		1.65	20684	11500	0.128	\$112,463
SR-580	SR-584 to Racetrack	2LU	0.40	ADD 2 LANES	4LU	11800	32618	19449	1473	34031	3000	14800	0.426	\$325,000				\$139,450						\$280,114
Forest Lakes	SR-584 to E-H Road	2LU	0.65	ADD 1 LANE	2LD	11800	5137	6663	1278	6415	13078	42700	0.395	\$710,000				\$157,174						\$123,447
E-H Road	Forest Lakes to Racetrack	4LD	0.71	ADD 2 LANES	6LD	27900	4645	23255	5839	10484	33733	14800	0.165	\$1,500,000										
Linebaugh	Sheldon to Hilsky	2LU	1.00	ADD 3 LANES	4LD	11800	-6544	20344	1687	22031	16100	27900	0.002	\$1,500,000										
Linebaugh	Wilsky to Henderson	2LU	1.00	ADD 3 LANES	4LD	11800	-6544	20344	1325	21669	16100	27900												

PHASE 4 - 1935

ROAD	LINK	XTB LENGT SEC MILES	PROPOSED IMP.	IMPROVEMENT CST/MILE	PROP SEC	EXIST SV	EXIST VOL	EXIST BOXG	EXIST BOXG	EXIST EX VOL	EXIST EX VOL	DRI TRIPS	DRI TRIPS	TOTAL TRIPS	SV. INC.	REB SV.	DRI/ SV. INC.	IMP. COST	IMP. COST	EXIST V/C	TOTAL/ V/C	IMP. SV. @ F	DRI/ IMP. SV. @ F	FAIRSHARE
SR-580	SR-584 to Racetrack	4LU	0.40	ADD 1 LANE	4LD	11800	4478	7322	1450	5328	13250	3000	0.443	\$800,000				\$1,063,915		1.65	35464	8800	0.202	\$214,597
SR-584	SR-586 to Forest Lakes	4LD	1.00	ADD 2 LANES	6LD	11800	56877	24635	4440	61117	3000	14800	0.148	\$1,400,000				\$3,662,512		2.03	23275	8800	0.505	\$1,647,304
Race Track	SR-580 to E-H Road	2LU	1.60	ADD 1 LANE	2LD	11800	1842	9728	445	2387	12245	3000	0.178	\$335,000				\$386,667						\$207,667
Race Track	E-H Road to Mobley	2LU	2.80	ADD 1 LANE	2LD	11800	7935	7935	976	7861	15796	5600	0.178	\$335,000				\$207,667						\$207,667
Forest Lakes	SR-584 to E-H Road	2LD	0.65	ADD 1 LANE	4LU	14800	24231	24231	1471	25702	16100	27900	0.031	\$2,190,000				\$200,033						\$200,033
Linebaugh Ar	Henderson to Sugarsmill	2LU	1.46	ADD 3 LANES	4LD	11800																		

TOTAL \$826,458

\* This calculation was performed to maintain volume to capacity ratio on a road with existing LOS F conditions pursuant to DCA Rule 9j-2.0225

RESOLUTION NO. 87-266

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

UPON MOTION OF COMMISSIONER Tyndall, SECONDED BY  
COMMISSIONER Chesnut, AND CARRIED, THE FOLLOWING  
RESOLUTION WAS ADOPTED THIS 14TH DAY OF JULY, 1987,

WHEREAS, IN JUNE, 1984, CYPRESS LAKES INDUSTRIAL PARK  
LIMITED (HEREINAFTER REFERRED TO AS "DEVELOPER"), PINELLAS COUNTY  
AND THE TAMPA BAY REGIONAL PLANNING COUNCIL (TBRPC) EXECUTED AN  
ALTERNATIVE REVIEW AGREEMENT IN ACCORDANCE WITH THE PROVISIONS OF  
SECTION 380.06(20)(B), FLORIDA STATUTES (1983), NOW SECTION  
380.06(21)(B), FLORIDA STATUTES (1986), AGREEING TO PARTICIPATE IN  
THE REVIEW PROCEDURES SPECIFIED IN THAT STATUTORY PROVISION AND ITS  
IMPLEMENTING REGULATIONS FOR THE DEVELOPMENT OF REGIONAL IMPACT  
(DRI) KNOWN AS THE "TAMPA BAY PARK OF COMMERCE" (TBPOC); AND

WHEREAS, IN ACCORDANCE WITH THAT AGREEMENT, THE  
DEVELOPER FILED AN APPLICATION FOR MASTER DEVELOPMENT  
APPROVAL (AMDA) AND AN APPLICATION FOR INCREMENTAL DEVELOPMENT  
APPROVAL (AIDA) FOR PHASE I OF THAT PROJECT WITH THE PINELLAS COUNTY  
BOARD OF COUNTY COMMISSIONERS PURSUANT TO THE PROVISIONS OF  
SECTION 380.06, FLORIDA STATUTES (1986); AND

WHEREAS, IN MAY, 1985, THE PINELLAS COUNTY BOARD OF  
COUNTY COMMISSIONERS ISSUED RESOLUTION NO. 85-264 GRANTING MASTER  
DEVELOPMENT APPROVAL FOR THE DEVELOPMENT OF THE TAMPA BAY PARK OF  
COMMERCE INCLUDING DEVELOPMENT APPROVAL FOR PHASE I OF THAT  
PROJECT; AND

WHEREAS, THE DEVELOPER ELECTED PURSUANT TO THE  
ALTERNATIVE REVIEW AGREEMENT AND THE MASTER DEVELOPMENT ORDER  
ISSUED BY THE PINELLAS COUNTY BOARD OF COUNTY COMMISSIONERS  
TO FILE AN APPLICATION FOR DEVELOPMENT APPROVAL (ADA) FOR ALL  
REMAINING ASPECTS OF THE TAMPA BAY PARK OF COMMERCE ON NOVEMBER 26,  
1986; AND

WHEREAS, THE ADA HAS SATISFACTORILY ADDRESSED ALL ISSUES OF REGIONAL SIGNIFICANCE RELATED TO THE MIXED USE OFFICE/RESEARCH/WAREHOUSE/SERVICE CENTER PARK TO BE LOCATED IN NORTHEAST PINELLAS COUNTY; AND

WHEREAS, THE PINELLAS COUNTY BOARD OF COUNTY COMMISSIONERS, AS THE GOVERNING BODY OF LOCAL GOVERNMENT HAVING JURISDICTION PURSUANT TO SECTION 380.06, FLORIDA STATUTES (1986), IS AUTHORIZED AND EMPOWERED TO CONSIDER APPLICATIONS FOR DEVELOPMENT APPROVALS FOR DRIS; AND

WHEREAS, THE PUBLIC NOTICE REQUIREMENTS OF SECTION 380.06, FLORIDA STATUTES (1986), HAVE BEEN SATISFIED; AND

WHEREAS, THE PINELLAS COUNTY BOARD OF COUNTY COMMISSIONERS HAS, ON THE 14TH DAY OF JULY, 1987, HELD A DULY NOTICED PUBLIC HEARING ON SAID ADA AND HAS HEARD AND CONSIDERED TESTIMONY AND DOCUMENTS RECEIVED THEREON; AND

WHEREAS, THE PINELLAS COUNTY BOARD OF COUNTY COMMISSIONERS HAS RECEIVED AND CONSIDERED THE REPORT AND RECOMMENDATIONS OF THE TBRPC ADOPTED ON JUNE 8, 1987; AND

WHEREAS, PINELLAS COUNTY HAS SOLICITED, RECEIVED, AND CONSIDERED REPORTS, COMMENTS AND RECOMMENDATIONS FROM INTERESTED CITIZENS, COUNTY, STATE AND REGIONAL AGENCIES, AS WELL AS THE REVIEW AND REPORT OF PINELLAS COUNTY ADMINISTRATION;

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

#### I. FINDINGS OF FACT

- A. DEVELOPER SUBMITTED TO PINELLAS COUNTY, FLORIDA AN ADA, AS WELL AS SUFFICIENCY RESPONSES WHICH ARE ATTACHED HERETO AND MARKED AS COMPOSITE EXHIBIT "A" AND INCORPORATED HEREIN BY REFERENCE. HEREINAFTER THE WORD "APPLICATION" SHALL REFER TO THE ADA, THE SUFFICIENCY RESPONSES, AND ALL OTHER DOCUMENTS SUBMITTED AS COMPOSITE EXHIBIT "A".

- B. THE REAL PROPERTY WHICH IS THE SUBJECT OF THE APPLICATION IS LEGALLY DESCRIBED AS SET FORTH IN COMPOSITE EXHIBIT "A", ATTACHED HERETO AND MADE A PART HEREOF BY REFERENCE.
- C. THE PROPOSED DEVELOPMENT IS NOT LOCATED IN AN AREA OF CRITICAL STATE CONCERN AS DESIGNATED PURSUANT TO SECTION 380.05, FLORIDA STATUTES (1986).
- D. ALL DEVELOPMENT WILL OCCUR IN ACCORDANCE WITH THIS DEVELOPMENT ORDER AND APPLICATION, AS WELL AS RESOLUTION NO. 85-264 TO THE EXTENT THAT THE PREVIOUS RESOLUTION IS NOT SPECIFICALLY SUPERSEDED BY THE TERMS AND CONDITIONS STATED HEREIN.
- E. A COMPREHENSIVE REVIEW OF THE IMPACT GENERATED BY THE DEVELOPMENT HAS BEEN CONDUCTED BY PINELLAS COUNTY ADMINISTRATION, THE TBRPC, AND OTHER PARTICIPATING AGENCIES.
- F. ALL CONDITIONS PRECEDENT CONTAINED IN RESOLUTION 85-264 FOR COMMENCEMENT OF CONSTRUCTION HAVE BEEN SATISFIED EXCEPT FOR COMPLETION OF THE TRANSPORTATION IMPROVEMENTS LISTED AT PAGE 17 OF THAT RESOLUTION AND THOSE CONDITIONS SPECIFICALLY STATED IN THIS ORDER. PINELLAS COUNTY SPECIFICALLY FINDS THAT THE DEVELOPER HAS COMPLIED WITH THE PREVIOUS ORDER AND PROVIDED A SUFFICIENT ENVIRONMENTAL STUDY, WASTEWATER TREATMENT PLAN, TRANSPORTATION SYSTEM PLAN AND EMERGENCY PREPAREDNESS AND PREVENTION PLAN EXCEPT AS OTHERWISE NOTED IN THIS DEVELOPMENT ORDER.

## II. CONCLUSIONS OF LAW

- A. BASED UPON COMPLIANCE WITH THE TERMS AND CONDITIONS OF THIS DEVELOPMENT ORDER, PROVISIONS OF THE APPLICATION AS SET FORTH IN COMPOSITE EXHIBIT "A", THE REPORTS, RECOMMENDATIONS AND TESTIMONY HEARD AND CONSIDERED BY THE BOARD OF COUNTY COMMISSIONERS, IT IS CONCLUDED THAT:
  - 1. THE DEVELOPMENT WILL NOT UNREASONABLY INTERFERE WITH THE ACHIEVEMENT OF THE OBJECTIVES OF THE

ADOPTED STATE LAND DEVELOPMENT PLAN APPLICABLE TO THE AREA.

2. THE DEVELOPMENT IS CONSISTENT WITH THE LOCAL LAND DEVELOPMENT REGULATIONS.
  3. THE DEVELOPMENT IS CONSISTENT WITH THE REPORT AND RECOMMENDATIONS OF THE TBRPC.
- B. IN CONSIDERING WHETHER THE DEVELOPMENT SHOULD BE APPROVED SUBJECT TO CONDITIONS, RESTRICTIONS, AND LIMITATIONS, PINELLAS COUNTY HAS CONSIDERED THE CRITERIA STATED IN SUBSECTION 380.06(14), FLORIDA STATUTES (1986).
- C. THE REVIEW BY PINELLAS COUNTY, TBRPC, AND OTHER PARTICIPATING AGENCIES AND INTERESTED CITIZENS INDICATES THAT IMPACTS ARE ADEQUATELY ADDRESSED PURSUANT TO THE REQUIREMENTS OF SECTION 380.06, FLORIDA STATUTES (1986), WITHIN THE TERMS AND CONDITIONS OF THIS DEVELOPMENT ORDER, AND THE APPLICATION.
- D. THE ADA IS APPROVED SUBJECT TO ALL TERMS AND CONDITIONS OF THIS DEVELOPMENT ORDER.

### III. GENERAL PROVISIONS

- A. THE LEGAL DESCRIPTION SET FORTH IN COMPOSITE EXHIBIT "A" IS HEREBY INCORPORATED INTO AND BY REFERENCE MADE PART OF THIS DEVELOPMENT ORDER.
- B. ALL PROVISIONS CONTAINED WITHIN THE APPLICATION MARKED "COMPOSITE EXHIBIT "A"" SHALL BE CONSIDERED CONDITIONS OF THIS DEVELOPMENT ORDER UNLESS INCONSISTENT WITH THE TERMS AND CONDITIONS OF THIS DEVELOPMENT ORDER OR RESOLUTION NO. 85-264, IN WHICH CASE THE TERMS AND CONDITIONS OF THIS DEVELOPMENT ORDER SHALL CONTROL.
- C. THIS RESOLUTION SHALL CONSTITUTE THE DEVELOPMENT ORDER OF PINELLAS COUNTY IN RESPONSE TO THE ADA FOR THE TAMPA BAY PARK OF COMMERCE.
- D. THE DEFINITIONS CONTAINED IN CHAPTER 380, FLORIDA STATUTES (1986), SHALL GOVERN AND APPLY TO THIS DEVELOPMENT ORDER. -

- E. THIS DEVELOPMENT ORDER SHALL BE BINDING UPON THE DEVELOPER AND ITS HEIRS, ASSIGNEES, OR SUCCESSORS IN INTEREST, INCLUDING ANY ENTITY WHICH MAY ASSUME ANY OF THE RESPONSIBILITIES IMPOSED ON THE DEVELOPER BY THIS DEVELOPMENT ORDER.
- F. IT IS UNDERSTOOD THAT ANY REFERENCE HEREIN TO ANY GOVERNMENTAL AGENCY SHALL BE CONSTRUED TO MEAN ANY FUTURE INSTRUMENTALITY WHICH MAY BE CREATED OR DESIGNATED AS SUCCESSORS IN INTEREST TO, OR WHICH OTHERWISE POSSESSES ANY OF THE POWERS AND DUTIES OF, ANY BRANCH OF GOVERNMENT OR GOVERNMENTAL AGENCY.
- G. IN THE EVENT THAT ANY PORTION OR SECTION OF THIS DEVELOPMENT IS DETERMINED TO BE INVALID, ILLEGAL OR UNCONSTITUTIONAL BY A COURT OF COMPETENT JURISDICTION, SUCH DECISION SHALL IN NO MANNER AFFECT THE REMAINING PORTIONS OR SECTIONS OF THIS DEVELOPMENT ORDER WHICH SHALL REMAIN IN FULL FORCE AND EFFECT.
- H. THE TOTAL OF ALL SITE PLAN DEVELOPMENT SHALL BE IN ACCORDANCE WITH THE IMPERVIOUS SURFACE STIPULATION OF FORTY (40) PERCENT COVERAGE, CALCULATED ON A BASIS OF FORTY (40) PERCENT OF THE GROSS ACREAGE OF THE ENTIRE PROJECT. IF THIS PROVISION CONFLICTS WITH OTHER SECTIONS OF THIS ORDER, THIS PROVISION SHALL GOVERN THE AMOUNT AND LOCATION OF THE TOTAL DEVELOPMENT.
- I. WHENEVER THIS DEVELOPMENT ORDER PROVIDES FOR OR OTHERWISE NECESSITATES REVIEWS OR DETERMINATIONS OF ANY KIND SUBSEQUENT TO ITS ISSUANCE, THE RIGHT TO REVIEW SHALL INCLUDE ALL DIRECTLY AFFECTED GOVERNMENT AGENCIES AND DEPARTMENTS AS ARE OR MAY BE DESIGNATED BY THE BOARD OF COUNTY COMMISSIONERS OF PINELLAS COUNTY TO REVIEW DEVELOPMENT OF REGIONAL IMPACT APPLICATIONS AS WELL AS ALL GOVERNMENTAL AGENCIES AND DEPARTMENTS SET FORTH UNDER APPLICABLE LAWS AND RULES GOVERNING DRIS. IN EACH INSTANCE IN THIS DEVELOPMENT ORDER WHERE THE DEVELOPER IS RESPONSIBLE FOR ONGOING MAINTENANCE OF FACILITIES AT THE TAMPA BAY PARK OF COMMERCE, THE DEVELOPER MAY TRANSFER ANY OR ALL OF ITS RESPONSIBILITIES TO IMPROVE AND MAINTAIN THOSE FACILITIES TO AN APPROPRIATE

PRIVATE BODY CREATED TO PERFORM SUCH RESPONSIBILITIES. PROVIDED, HOWEVER, THAT BEFORE SUCH TRANSFER MAY BE EFFECTIVE, THE BODY TO WHICH RESPONSIBILITIES HAVE BEEN OR WILL BE TRANSFERRED MUST BE APPROVED BY THE COUNTY, OR ANY OTHER AFFECTED GOVERNMENTAL AGENCY, UPON DETERMINATION THAT THE ENTITY IN QUESTION CAN AND WILL BE RESPONSIBLE TO PROVIDE MAINTENANCE AS REQUIRED IN THIS DEVELOPMENT ORDER, WHICH APPROVAL SHALL NOT BE UNREASONABLY WITHHELD.

- J. DEVELOPMENT ACTIVITY CONSTITUTING A SUBSTANTIAL DEVIATION FROM THE TERMS OR CONDITIONS OF THIS DEVELOPMENT ORDER OR OTHER CHANGES TO THE APPROVED DEVELOPMENT PLANS OR ADA WHICH CREATE A REASONABLE LIKELIHOOD OF ADDITIONAL ADVERSE REGIONAL IMPACTS, OR ANY OTHER REGIONAL IMPACT NOT PREVIOUSLY REVIEWED BY THE REGIONAL PLANNING COUNCIL, SHALL RESULT IN FURTHER DRI REVIEW PURSUANT TO SECTION 380.06, FLORIDA STATUTES (1986), AND MAY RESULT IN PINELLAS COUNTY ORDERING A TERMINATION OF DEVELOPMENT ACTIVITY PENDING SUCH REVIEW.
- K. PINELLAS COUNTY AGREES THAT THE APPROVED DRI SHALL NOT BE SUBJECT TO DOWN-ZONING OR INTENSITY REDUCTION FOR THE DURATION OF THIS DEVELOPMENT ORDER, UNLESS IT IS DEMONSTRATED THAT SUBSTANTIAL CHANGES IN THE CONDITIONS UNDERLYING THE APPROVAL OF THIS DEVELOPMENT ORDER HAVE OCCURRED, OR THAT THE DEVELOPMENT ORDER WAS BASED ON INACCURATE INFORMATION, OR THAT THE CHANGE IS CLEARLY ESTABLISHED BY THE LOCAL GOVERNMENT TO BE ESSENTIAL TO THE PUBLIC HEALTH, SAFETY, OR WELFARE.
- L. THE COUNTY ADMINISTRATOR OF PINELLAS COUNTY SHALL BE RESPONSIBLE FOR MONITORING ALL TERMS AND CONDITIONS OF THIS DEVELOPMENT ORDER. FOR PURPOSE OF THIS CONDITION, THE COUNTY ADMINISTRATOR MAY RELY UPON OR UTILIZE INFORMATION SUPPLIED BY THE TBRPC OR ANY PINELLAS COUNTY DEPARTMENT OR AGENCY AND INCLUDING ALL STATE AGENCIES SUCH AS SOUTHWEST FLORIDA WATER MANAGEMENT DISTRICT HAVING PARTICULAR RESPONSIBILITY OVER THE AREA OR SUBJECT

INVOLVED. THE COUNTY ADMINISTRATOR SHALL REPORT TO THE BOARD OF COUNTY COMMISSIONERS ANY FINDINGS OF DEVIATION FROM THE TERMS AND CONDITIONS OF THIS DEVELOPMENT ORDER. THE COUNTY ADMINISTRATOR SHALL ISSUE A NOTICE OF SUCH NON-COMPLIANCE TO THE DEVELOPER, AND IF THE DEVIATION IS NOT CORRECTED WITHIN A REASONABLE AMOUNT OF TIME, THE ADMINISTRATOR SHALL RECOMMEND THAT THE BOARD OF COUNTY COMMISSIONERS ESTABLISH A HEARING TO CONSIDER SUCH DEVIATIONS AND TO TAKE ANY ACTION IT DEEMS NECESSARY TO INSURE COMPLIANCE WITH THIS ORDER INCLUDING TERMINATION OF ANY FURTHER DEVELOPMENT.

M. THE DEVELOPER SHALL FILE AN ANNUAL REPORT IN ACCORDANCE WITH SECTION 380.06(15), FLORIDA STATUTES (1986), AND APPROPRIATE RULES AND REGULATIONS. SUCH REPORT SHALL BE DUE ON THE ANNIVERSARY OF THE EFFECTIVE DATE OF THIS DEVELOPMENT ORDER FOR EACH FOLLOWING YEAR UNTIL AND INCLUDING SUCH TIME AS ALL TERMS AND CONDITIONS OF THIS DEVELOPMENT ORDER ARE SATISFIED. THE ANNUAL REPORT PREVIOUSLY REQUIRED PURSUANT TO RESOLUTION NO. 85-264 ON MAY 7 OF EACH YEAR SHALL NO LONGER BE REQUIRED AND THE INFORMATION THAT WOULD HAVE BEEN SUPPLIED IN ACCORDANCE WITH RESOLUTION NO. 85-264 SHALL NOW BE SUBMITTED ANNUALLY ON THE ANNIVERSARY DATE OF THE EFFECTIVE DATE OF THIS DEVELOPMENT ORDER. SUCH REPORT SHALL BE SUBMITTED TO THE COUNTY ADMINISTRATOR WHO SHALL, AFTER APPROPRIATE REVIEW, SUBMIT IT FOR REVIEW BY THE BOARD OF COUNTY COMMISSIONERS. THE BOARD OF COUNTY COMMISSIONERS SHALL REVIEW THE REPORT FOR COMPLIANCE WITH THE TERMS AND CONDITIONS OF THIS DEVELOPMENT ORDER AND MAY ISSUE FURTHER ORDERS AND CONDITIONS TO INSURE COMPLIANCE WITH THE TERMS AND CONDITIONS OF THIS DEVELOPMENT ORDER. THE DEVELOPER SHALL BE NOTIFIED OF ANY BOARD OF COUNTY COMMISSION HEARING WHEREIN SUCH REPORT IS TO BE REVIEWED. PROVIDED, HOWEVER, THAT THE RECEIPT AND REVIEW BY THE BOARD OF COUNTY COMMISSIONERS SHALL NOT BE CONSIDERED AS A SUBSTITUTE OR A WAIVER OF ANY TERMS OR CONDITIONS OF THIS DEVELOPMENT ORDER. THIS ANNUAL REPORT SHALL CONTAIN:

1. THE INFORMATION REQUIRED BY THE STATE LAND PLANNING AGENCY TO BE INCLUDED IN THE ANNUAL REPORT, WHICH INFORMATION IS DESCRIBED IN THE RULES AND REGULATIONS PROMULGATED BY THE STATE LAND PLANNING AGENCY PURSUANT TO SECTION 380.06, FLORIDA STATUTES (1986);
2. A DESCRIPTION OF ALL DEVELOPMENT ACTIVITIES PROPOSED TO BE CONDUCTED UNDER THE TERMS OF THIS DEVELOPMENT ORDER FOR THE YEAR IMMEDIATELY FOLLOWING THE SUBMITTAL OF THE ANNUAL REPORT;
3. A STATEMENT LISTING ALL APPLICATIONS OF INCREMENTAL REVIEW REQUIRED PURSUANT TO THIS DEVELOPMENT ORDER OR OTHER APPLICABLE LOCAL REGULATIONS WHICH THE DEVELOPER PROPOSES TO SUBMIT DURING THE YEAR IMMEDIATELY FOLLOWING SUBMITTAL OF THE ANNUAL REPORT; AND
4. A STATEMENT SETTING FORTH THE NAME(S) AND ADDRESS(ES) OF ANY HEIR, ASSIGNEE, OR SUCCESSOR IN INTEREST TO THIS DEVELOPMENT ORDER OR PORTION OF THIS DEVELOPMENT ORDER OR INCREMENT.
5. THE ANNUAL REPORT SHALL ALSO CONTAIN ALL MONITORING RESULTS AND A DISCUSSION OF THOSE RESULTS. THIS SECTION OF THE REPORT SHALL INCLUDE REPORTS ON LOCATION AND SUCCESS OF MITIGATION AREAS, WATER QUALITY ANALYSES AND ANALYSIS OF SUCCESS OF HYDROPERIOD MAINTENANCE. THE WATER QUALITY ANALYSES ARE TO INCLUDE THOSE ANALYSES OF WATERS OF THE STATE ENSURING THAT THE CONDITIONS OF SECTION IV.B.5 ARE MET AS WELL AS DATA GENERATED FROM ANY MONITORING REQUIRED AS A RESULT OF STORMWATER OR WASTEWATER TREATMENT PLANT OPERATIONAL PERMITS. THE ENVIRONMENTAL SECTION OF THE ANNUAL REPORT SHALL ALSO INCLUDE AN ANALYSIS OF HAZARDOUS MATERIAL USAGES AND PROVISIONS IMPLEMENTED TO MEET THE CONDITIONS OF SECTION IV.F.

THE ENVIRONMENTAL SECTION OF THE ANNUAL REPORT MUST BE PROMULGATED ANNUALLY UNTIL TWO YEARS AFTER THE FINAL CERTIFICATE OF OCCUPANCY HAS BEEN ISSUED. WHERE STATE GENERATED PERMITS REQUIRE MONITORING FOR A PERIOD IN EXCESS OF THIS TIME FRAME, COPIES OF THOSE MONITORING RESULTS MUST BE FORWARDED TO PINELLAS COUNTY CONCURRENTLY WITH THE SUBMITTAL TO THE PERMITTING AGENCY.

6. WHERE ONGOING MONITORING HAS INDICATED THAT A PROBLEM OR POTENTIAL PROBLEM EXISTS, PINELLAS COUNTY SHALL BE NOTIFIED IMMEDIATELY AND APPROPRIATE CORRECTIVE MEASURES ENACTED.
- N. THE PROVISIONS OF THIS DEVELOPMENT ORDER SHALL NOT BE CONSTRUED AS A WAIVER OF OR EXCEPTION TO ANY RULE, REGULATION, OR ORDINANCE OF PINELLAS COUNTY, ITS AGENCIES OR COMMISSIONS AND TO THE EXTENT THAT FURTHER REVIEW IS PROPOSED FOR IN THIS DEVELOPMENT ORDER OR REQUIRED BY PINELLAS COUNTY SITE PLAN REVIEW, SAID REVIEW SHALL BE SUBJECT TO ALL APPLICABLE RULES, REGULATIONS AND ORDINANCES IN EFFECT AT THE TIME OF THE REVIEW.
- O. THIS DEVELOPMENT ORDER SHALL BECOME EFFECTIVE UPON ADOPTION BY THE BOARD OF COUNTY COMMISSIONERS OF PINELLAS COUNTY, FLORIDA IN ACCORDANCE WITH SECTION 380.06, FLORIDA STATUTES (1986).
- P. THIS DEVELOPMENT ORDER SHALL REMAIN IN EFFECT FOR A PERIOD OF TWENTY (20) YEARS FROM THE EFFECTIVE DATE HEREOF. ANY DEVELOPMENT ACTIVITY WHEREIN PLANS HAVE BEEN SUBMITTED TO THE COUNTY FOR ITS REVIEW AND APPROVAL PRIOR TO THE EXPIRATION OF THIS DEVELOPMENT MAY BE COMPLETED, IF APPROVED. THIS DEVELOPMENT ORDER MAY BE EXTENDED BY THE COUNTY COMMISSION ON THE FINDING OF EXCUSABLE DELAY IN ANY PROPOSED DEVELOPMENT ACTIVITY.
- Q. UPON ADOPTION, THE DEVELOPMENT ORDER SHALL BE TRANSMITTED BY THE CLERK, BY CERTIFIED MAIL, TO THE STATE LAND PLANNING AGENCY, THE TBRPC, AND THE DEVELOPER.

R. ANY REVISIONS TO THE DEVELOPMENT ORDER NOT ADDRESSED HEREIN SHALL BE SUBJECT TO REVIEW BY THE TBRPC.

#### IV. CONDITIONS OF DEVELOPMENT APPROVAL

A. PHASING SCHEDULE. THE DEVELOPMENT OF THE PROJECT IS GENERALLY DESCRIBED IN PHASES USING SQUARE FOOTAGE FOR PLANNING PURPOSES BY THE PHASING SCHEDULE WHICH IS ATTACHED HERETO AS EXHIBIT "B". IN THE PREVIOUS DEVELOPMENT ORDER, THE PHASING SCHEDULE WAS INCLUDED AS EXHIBIT 2. THE DEVELOPMENT OF PHASE I HAS BEEN DELAYED AS A RESULT OF THE VARIOUS REGULATORY APPROVAL PROCESSES. CONSEQUENTLY, CONSTRUCTION IN PHASE II AND SUBSEQUENT PHASES WILL BE CONCOMITANTLY AFFECTED. THE DEVELOPER HAS REPRESENTED IN THE ADA THAT ACTUAL DEVELOPMENT WITHIN THE PROJECT WILL PROGRESS ON THE SITE CONSISTENT WITH ON-SITE AVAILABILITY OF PUBLIC SERVICES AND FACILITIES AS WELL AS MARKET CONDITIONS. THEREFORE, THE DEVELOPMENT PHASE INFORMATION PROVIDED WAS PRESENTED FOR PLANNING PURPOSES, SO THE SEQUENTIAL PROGRESSION OF DEVELOPMENT NEED NOT BE LIMITED TO THE GEOGRAPHIC BOUNDARIES OF THE PHASES AS DEPICTED IN THE ADA AND EXHIBIT "B".

IN THE EVENT THE SPECIFIED SQUARE FOOTAGE FOR A SPECIFIC PHASE IS NOT CONSTRUCTED WITHIN THAT GEOGRAPHIC PLANNING UNIT, THAT SQUARE FOOTAGE MAY BE TRANSFERRED WITHIN THE BOUNDARIES OF THE PROJECT SITE. IN NO EVENT WILL THIS TRANSFER OF SQUARE FOOTAGE RESULT IN AN INCREASE BEYOND THE PROJECTED 5,070,144 SQUARE FOOT TOTAL CONTAINED IN THE ADA. HOWEVER, TO THE EXTENT THE CONDITIONS CONTAINED IN THE PREVIOUS RESOLUTION AND IN THIS DEVELOPMENT ORDER RELATE TO A PARTICULAR PHASE, THOSE CONDITIONS SHALL BE INTERPRETED AS APPLYING TO THE DEGREE AND AMOUNT OF SQUARE FOOTAGE SPECIFIED IN THE ADA FOR THOSE PHASES. TO THE EXTENT DEVELOPMENT WITHIN A PHASE DOES NOT REACH THE SPECIFIED SQUARE FOOTAGE, ALL EXACTIONS AND CONDITIONS WILL CONTINUE TO BE BASED ON THE AMOUNT OF SQUARE FOOTAGE ACTUALLY CONSTRUCTED.

FOR PURPOSES OF THIS ORDER, THE PROJECT SHALL BE CONSIDERED COMPLETE UPON THE ISSUANCE OF THE FINAL CERTIFICATE OF OCCUPANCY. THIS CONSIDERATION OF COMPLETENESS SHALL NOT RELIEVE THE DEVELOPER OF THE RESPONSIBILITIES OF THE ANNUAL REPORT AS STATED IN SECTION III.L.5 NOR THE RESPONSIBILITY TO COMPLETE MONITORING REQUIRED AS CONDITIONS OF ANY PERMIT. ANY SIGNIFICANT DEPARTURE IN PROJECT BUILD-OUT FROM THE PHASING SCHEDULE SET FORTH IN EXHIBIT "B" AS IT RELATES TO SQUARE FOOTAGE SHALL BE SUBJECT TO A SUBSTANTIAL DEVIATION DETERMINATION PURSUANT TO SECTION 380.06(19), FLORIDA STATUTES (1986).

ANY TIME DURING THE LIFE OF THIS DEVELOPMENT ORDER, THE DEVELOPER MAY SUBMIT TRAFFIC ANALYSES OR OTHER DATA JUSTIFYING A REDUCTION IN THE IMPACT FROM THIS DEVELOPMENT AS A CONSEQUENCE OF A REDUCTION IN THE SIZE OF THE ACTUAL DEVELOPMENT UNDERTAKEN. IF SUCH A REDUCTION IN THE PROJECT'S IMPACTS IS SUBSTANTIATED, THE DEVELOPER SHALL BE ELIGIBLE FOR A PRO RATA OR CORRESPONDING REDUCTION IN THE REQUIRED EXACTIONS OR OTHER ESTIMATED FAIR SHARE CONTRIBUTIONS, UNLESS THE DEVELOPER HAS ELECTED AND PINELLAS COUNTY HAS ACCEPTED TO MITIGATE UPFRONT THE TRANSPORTATION IMPACT OF TBPOC THROUGH THE PIPELINING OPTION.

- B. STORMWATER SYSTEM/DRAINAGE. THE STORMWATER SYSTEM FOR THIS PROJECT SHALL BE DESIGNED AND CONSTRUCTED IN ACCORDANCE WITH THE DESIGN GUIDELINES OF THE SOUTHWEST FLORIDA WATER MANAGEMENT DISTRICT, FLORIDA DEPARTMENT OF ENVIRONMENTAL REGULATION (DER), PINELLAS COUNTY, AND THE CRITERIA CONTAINED ON PAGE 113 OF THE STORMWATER AND LAKE SYSTEMS MAINTENANCE AND DESIGN GUIDELINES (TAMPA BAY REGIONAL PLANNING COUNCIL, 1978).

1. THE DESIGN CRITERIA OF THE SYSTEM SHALL INCLUDE THE FOLLOWING ELEMENTS:
  - (A) 30 TO 50 PERCENT OF THE SURFACE AREA OF THE DETENTION POND AT THE NORMAL WATER LEVEL (NWL) SHALL CONSIST OF A SHALLOW VEGETATED LITTORAL SHELF.
  - (B) THE LITTORAL SHELF CAN BE INCORPORATED INTO THE POND BANK, WHEREVER POSSIBLE NEAR THE POND OUTLET, TO PROVIDE A FINAL POLISHING TREATMENT FOR THE STORMWATER. AS AN ALTERNATIVE, THE LITTORAL SHELF CAN BE ESTABLISHED ON A SHALLOW SUBMERGED ISLAND IN THE MIDDLE OF THE POND.
  - (C) A SEDIMENT SUMP SHALL BE PROVIDED AT ALL INFLUENT PIPES TO ACCUMULATE SEDIMENT AND TO PROVIDE EASY ACCESS FOR SEDIMENT REMOVAL.
  - (D) THE LITTORAL SHELF, IF LOCATED ALONG THE POND BANK, SHOULD HAVE SIDE SLOPES NO GREATER THAN 4:1 WITH THE TOP OF THE SHELF NWL AND SLOPING TO A DEPTH OF THREE FEET OR LESS.
  - (E) THE LITTORAL SHELF SHALL BE VEGETATED WITH A DIVERSE GROUP OF NATIVE SPECIES WHICH CAN INCLUDE "SAGITTARIA, PICKERELWEED, JUNCUS, WATER LILIES, CYPRESS," ETC. THESE SPECIES AID IN NUTRIENT AND HEAVY METAL UPTAKE AS WELL AS ENHANCING THE POND BY PROVIDING BLOOMING FLOWERS AND PRESENTING A MORE NATURAL APPEARANCE.
  - (F) A COPY OF AN OPERATION AND MAINTENANCE SCHEDULE FOR THE DETENTION AREAS, MITIGATION AREAS, AND OTHER EXCAVATED WATER BODIES SHALL BE PREPARED BY THE DEVELOPER AND SUBMITTED TO PINELLAS COUNTY WITH THE FIRST ANNUAL REPORT SUBMITTED AFTER THE APPROVAL OF THIS DEVELOPMENT ORDER. THE OPERATION AND MAINTENANCE SCHEDULE SHALL INCLUDE AN ESTIMATION OF THE FREQUENCY OF SEDIMENT REMOVAL OPERATION, NEED

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FOR PERIODICALLY REMOVING DEAD OR NUISANCE AQUATIC VEGETATION AND THE NEED FOR POSSIBLY REVEGETATING WITH DESIRABLE PLANT SPECIES.

AN ANNUAL UPDATE OF THE OPERATION AND MAINTENANCE SCHEDULE SHOWING COMPLIANCE WITH ITS TERMS AND ANY APPLICABLE PERMIT CONDITIONS SHALL BE INCLUDED IN THE ANNUAL REPORT.

2. THE PROPOSED STORMWATER MANAGEMENT SYSTEM SHALL BE DESIGNED AND CONSTRUCTED, AND MAINTAINED TO MEET OR EXCEED CHAPTER 17-25, FLORIDA ADMINISTRATIVE CODE, AND RULE 40D-4, SOUTHWEST FLORIDA WATER MANAGEMENT DISTRICT, STANDARDS, AND THE STORMWATER MANAGEMENT SYSTEM SHALL BE APPROVED BY THE SOUTHWEST FLORIDA WATER MANAGEMENT DISTRICT PRIOR TO THE DEVELOPMENT OF EACH TRACT. THIS REQUIREMENT IS NOT INTENDED TO SUPERSEDE NORMAL PINELLAS COUNTY ENGINEERING DEPARTMENT DRAINAGE REQUIREMENTS.

3. PRIOR TO FINAL PLAT APPROVAL OR DETAILED SITE PLAN APPROVAL, IF THE PROJECT IS NOT TO BE PLATTED, THE DEVELOPER SHALL SUBMIT TO PINELLAS COUNTY A COPY OF THE SOUTHWEST FLORIDA WATER MANAGEMENT DISTRICT STORMWATER DISCHARGE PERMIT OR EXEMPTION.

4. THE ELEVATION OF ALL HABITABLE STRUCTURES SHALL BE AT OR ABOVE THE 100-YEAR BASE FLOOD ELEVATION AS REQUIRED BY THE FEDERAL FLOOD INSURANCE PROGRAM.

5. IN ORDER TO PROTECT THE WATER QUALITY IN DOUBLE BRANCH CREEK AND OTHER WATERS OF THE STATE, THERE SHALL BE NO DEGRADATION OF STATE WATER QUALITY STANDARDS FROM STORMWATER EXITING THE SITE.

C. PUBLIC FACILITIES.

1. THE COLLECTION, TRANSPORTATION AND DISPOSAL OF SOLID WASTE IS CONTROLLED BY COUNTY ORDINANCE AND SHALL TAKE PLACE IN ACCORDANCE WITH THE TERMS OF SAID ORDINANCE.

2. THE FOLLOWING WASTEWATER TREATMENT AND DISPOSAL CONDITIONS SHALL APPLY:
- (A) ASSURANCE OF ADEQUATE WASTEWATER TREATMENT AND DISPOSAL CAPACITY FOR THE DEVELOPMENT SHALL BE PROVIDED PRIOR TO APPROVAL OF VERTICAL CONSTRUCTION OF EACH PHASE OF THIS DEVELOPMENT. IN PROVIDING THIS ASSURANCE, IT SHOULD BE VERIFIED THAT:
- (1) WETLANDS ARE NOT BEING ADVERSELY IMPACTED AS A RESULT OF ANY ON-SITE WASTEWATER TREATMENT AND EFFLUENT/SLUDGE DISPOSAL;
  - (2) THE GROUNDWATER IN THE VICINITY OF THE SITE IS NOT BEING DEGRADED; AND
  - (3) ANY EXISTING ON-SITE WASTEWATER TREATMENT PLANT(S) AND EFFLUENT SLUDGE DISPOSAL SYSTEMS ARE AND HAVE BEEN OPERATING IN COMPLIANCE WITH STATE AND LOCAL REGULATIONS.
- NO BUILDING PERMIT SHALL BE ISSUED WITHOUT DOCUMENTED ASSURANCE FROM THE DER, CITY OF OLDSMAR AND, IF APPLICABLE, PINELLAS COUNTY THAT ACCEPTABLE AND SUFFICIENT WASTEWATER TREATMENT CAPABILITIES AND SUFFICIENT EFFLUENT AND SLUDGE DISPOSAL FACILITIES ARE AVAILABLE.
- (B) ANY INTERIM WASTEWATER TREATMENT PLANT CONSTRUCTED TO SERVE THE DEVELOPMENT SHALL BE DESIGNED TO APPLICABLE STATE AND LOCAL STANDARDS. UPON UTILIZATION OF AN ALTERNATIVE TREATMENT SOURCE, THE ON-SITE FACILITY SHALL BE DISMANTLED OR INCORPORATED INTO THE OVERALL SYSTEM.
3. THE DEVELOPER SHALL DEMONSTRATE THAT THE PROPOSED DEVELOPMENT IS CONSISTENT WITH APPLICABLE DER REGULATIONS OR WITH THE COMPLETED WASTELOAD ALLOCATION STUDY FOR TAMPA BAY, IF APPLICABLE.

4. INDUSTRIAL WASTEWATER SHALL BE PRE-TREATED PRIOR TO ENTERING THE WASTEWATER STREAM, IF NECESSARY TO MEET DER STANDARDS OR PINELLAS COUNTY STANDARDS.
5. ANY PROPOSED CHANGE TO THE WASTEWATER TREATMENT PLAN SUBMITTED CONCURRENT WITH THE ADA SHALL BE SUBJECT TO A DETERMINATION WHETHER IT IS A SUBSTANTIAL DEVIATION PURSUANT TO SECTION 380.06(19), FLORIDA STATUTES (1986).
6. THE DEVELOPER SHALL PROPOSE WATER CONSERVATION MEASURES TO BE UTILIZED WITHIN THE DEVELOPMENT, SUCH AS A SECONDARY "GRAY WATER" SYSTEM. AT MINIMUM, NON-POTABLE WATER FOR LANDSCAPE USE SHALL BE PROVIDED FROM ON-SITE SHALLOW WELLS, SEWAGE EFFLUENT OR STORMWATER RUN-OFF RETENTION FACILITIES. THE ENTITY RESPONSIBLE FOR OPERATION AND LONG-TERM MAINTENANCE OF THESE MEASURES SHALL BE THE DEVELOPER, ITS HEIRS OR ASSIGNS.
7. NO BUILDING PERMIT SHALL BE ISSUED WITHOUT AN APPROVED, PERMITTED POTABLE WATER DISTRIBUTION SYSTEM WITH AVAILABLE CAPACITY FOR THAT PORTION OF THE BUILDING CONSTRUCTION. APPROVAL SHALL BE OBTAINED FROM ALL APPROPRIATE LOCAL AND STATE AGENCIES.
8. THE COUNTY WILL PROVIDE AND THE CITY OF OLDSMAR (CITY) WILL DISTRIBUTE WATER SERVICE TO THE TBPOC ON THE FOLLOWING TERMS AND CONDITIONS:
  - (A) THE DEVELOPER SHALL DESIGN, CONSTRUCT AND INSTALL, IN ACCORDANCE WITH PREVAILING CITY DESIGN CRITERIA AND SUBJECT TO PRIOR CITY INSPECTION AND APPROVAL, ALL ON-SITE IMPROVEMENTS REQUIRED BY THE CITY TO CONNECT THE DEVELOPMENT TO THE CITY WATER SYSTEM. [ON-SITE IMPROVEMENTS SHALL BE DEFINED AS ALL WATER FACILITIES, INCLUDING BUT NOT LIMITED TO, ALL LINES, MAINS, EQUIPMENT, IMPROVEMENTS, EASEMENTS, RIGHTS-OF-WAY OR UTILITIES, LOCATED WITHIN THE DEVELOPMENT, INCLUDING ALL WATER MAINS, UP TO AND INCLUDING WATER METERS.]

(B) AFTER CITY INSPECTION AND APPROVAL, THE DEVELOPER SHALL CONVEY TO THE CITY BY INSTRUMENTS ACCEPTABLE TO THE CITY, SAID ON-SITE IMPROVEMENTS FOR WATER. IN ADDITION, THE DEVELOPER, AT ITS OWN EXPENSE, SHALL ACQUIRE AND CONVEY TO THE CITY NECESSARY AND REASONABLE PERMITS, RIGHTS-OF-WAY, EASEMENTS, PROPERTY INTERESTS, OR THINGS SPECIFIED BY THE CITY TO PROVIDE THE DEVELOPMENT WITH A WORKING WATER SYSTEM. UPON INSPECTION AND ACCEPTANCE OF SAID FACILITIES, PERMITS, EASEMENTS, RIGHTS-OF-WAY, PROPERTY, INTEREST OR THINGS, THE CITY SHALL OPERATE AND MAINTAIN SAID FACILITIES AND IMPROVEMENTS AS PART OF THE CITY'S UTILITY SYSTEM AND SUBJECT TO THE CITY'S ORDINANCES.

9. IN ORDER TO PROTECT THE WATER QUALITY IN DOUBLE BRANCH CREEK AND OTHER WATERS OF THE STATE, THERE SHALL BE NO DEGRADATION OF CHAPTER 17-3 F.A.C. (1987) WATER QUALITY STANDARDS FROM WASTEWATER EFFLUENT LEAVING THE SITE.

10. (A) ALL EXCAVATIONS, FOR BORROW PITS AND RETENTION PONDS MUST BE REVIEWED AND APPROVED BY THE PINELLAS COUNTY WATER SYSTEM AND MUST INCLUDE SOIL BORING DATA.

(B) THE DEVELOPER MUST EXECUTE AN AGREEMENT WITH PINELLAS COUNTY DEEDING DEEP AQUIFER RIGHTS TO PINELLAS COUNTY SO THAT THE CAPACITY OF THE WELLFIELD CAN BE ASSURED.

D. OPEN SPACE.

1. THE DEVELOPER, HIS ASSIGNED AGENT OR SUCCESSOR, SHALL BE RESPONSIBLE FOR THE MAINTENANCE OF ALL OPEN SPACE/RECREATIONAL AREAS AND LANDSCAPED AREAS WITHIN THE DEVELOPMENT.

2. THOSE PORTIONS OF THE STORMWATER DRAINAGE SYSTEM AND RETENTION AND DETENTION PONDS NOT DEDICATED TO PINELLAS COUNTY SHALL REMAIN THE RESPONSIBILITY OF THE DEVELOPER, HIS ASSIGNED AGENT OR HIS SUCCESSOR.
  3. THE DEVELOPER OR HIS SUCCESSOR SHALL BE RESPONSIBLE FOR THE OPERATION AND MAINTENANCE OF ALL ON-SITE WELLS AND LANDSCAPE IRRIGATION SYSTEMS. THE DEVELOPER SHALL BE REQUIRED TO UTILIZE EITHER SHALLOW ON-SITE WELLS, PUMPING FROM RETENTION AREAS OR ACCEPTANCE OF NON-POTABLE WATER FOR OPEN SPACE AND LANDSCAPE IRRIGATION. THE DEVELOPER SHALL UTILIZE WATER-SAVING DEVICES AND NATIVE VEGETATION SHALL BE USED IN LANDSCAPING WHEREVER FEASIBLE.
- E. WILDLIFE. IN THE EVENT THAT ANY ENDANGERED OR THREATENED SPECIES AS DEFINED IN RULE 39-27.003-.004, F.A.C., ARE OBSERVED FREQUENTING THE PROJECT SITE FOR THE PURPOSE OF FEEDING, NESTING OR BROODING, THE DEVELOPER SHALL NOTIFY PINELLAS COUNTY AND IMMEDIATELY INSTITUTE APPROPRIATE MITIGATION MEASURES TO AVOID HARM TO THE SPECIES. MITIGATION MEASURES SHALL BE UNDERTAKEN IN COOPERATION WITH THE FLORIDA GAME AND FRESH WATER FISH COMMISSION AND PINELLAS COUNTY.
- F. HAZARDOUS WASTE. SEPARATE HAZARDOUS WASTE COLLECTION/ TRANSFER FACILITIES WITHIN THE PROJECT SHALL BE PROVIDED BY INDIVIDUAL TENANTS BASED ON DEED RESTRICTIONS OR LEASES. THESE AREAS SHALL BE CLEARLY MARKED AND/OR COLORED SO AS TO CLEARLY DISTINGUISH THE AREAS INTENDED FOR HAZARDOUS WASTE AND MATERIALS. (HAZARDOUS WASTES ARE THOSE SUBSTANCES AND MATERIALS DEFINED IN SECTION 403.703(21), FLORIDA STATUTES (1986), AND LISTED IN TITLE 40 CFR PART 261).

1. THE DEVELOPER SHALL PROVIDE TO ALL TBPOC BUSINESSES INFORMATION THAT:

(A) INDICATES TYPES OF WASTES AND MATERIALS THAT ARE CONSIDERED TO BE HAZARDOUS AND ARE TO BE STORED OR DISPOSED OF ONLY IN SPECIALLY DESIGNATED CONTAINERS/AREAS;

(B) INDICATES THE LOCATION OF THE SPECIALLY DESIGNATED HAZARDOUS WASTE AND MATERIAL CONTAINERS/AREAS; AND

(C) ADVISES OF APPLICABLE STATUTES AND REGULATIONS REGARDING HAZARDOUS WASTE AND MATERIALS AT THE TIME OF PURCHASE OR LEASE.

2. THE DEVELOPER SHALL REQUIRE THAT ANY HAZARDOUS WASTE WILL BE TRANSPORTED AND DISPOSED IN A MANNER CONSISTENT WITH APPLICABLE REGULATIONS THROUGH RESTRICTIVE COVENANTS.

G. ENERGY. THE ENERGY CONSERVATION MEASURES DESCRIBED IN THE APPLICATION SHALL BE INSTITUTED BY THE DEVELOPER.

H. ARCHAEOLOGICAL RESOURCES. THE DISPOSITION OF ANY ARCHAEOLOGICAL RESOURCES DISCOVERED DURING PROJECT CONSTRUCTION SHALL BE REPORTED TO AND THE DISPOSITION SHALL BE DETERMINED IN COOPERATION WITH THE FLORIDA DIVISION OF ARCHIVES. ALL IDENTIFIED ARCHAEOLOGICAL SITES SHALL BE SUBJECTED TO AN INVESTIGATIVE EXCAVATION AS APPROVED BY THE DIVISION OF ARCHIVES, THE DATA AND ARTIFACTS RECOVERED SHALL BE REPORTED TO THE DIVISION OF ARCHIVES PRIOR TO LAND-CLEARING FOR CONSTRUCTION IN THOSE SPECIFIC AREAS.

I. AIR QUALITY.

1. THE MEASURES DESIGNED TO REDUCE AIR EMISSIONS REFERENCED IN THE APPLICATION SHALL BE REQUIRED. THE DEVELOPER SHALL, AS A MEANS OF REDUCING FUGITIVE DUST, ACCOMPLISH THE FOLLOWING:

(A) UNDERTAKE PERIODIC CLEANING OF DIRT DURING THE CONSTRUCTION ON PAVED ROADS ADJACENT TO THE SITE OR AS REQUIRED BY GRADING PERMIT.

- (B) WHEREVER POSSIBLE, USE SELECTIVE CLEARING TO ALLOW NATURAL SEEDING TO STABILIZE THE DISTURBED SOIL AND BERMS TO MINIMIZE WIND EROSION.
  - (C) WATER ALL DIRT ROADS AS NECESSARY.
  - (D) DEVELOP PAVED ROADS AS SOON AS PRACTICABLE.
  - (E) STAGE CLEARING OF LANDS WITHIN DEVELOPMENT AREAS TO REDUCE LAND OPENED AND EXPOSED TO WINDY CONDITIONS.
  - (F) UNDERTAKE WATERING AND SPRAYING AT ALL STAGES OF CLEARING TO INSURE DUST CONTROL.
  - (G) UNDERTAKE MULCHING, SEEDING, AND SODDING AS SOON AS POSSIBLE AFTER FINAL GRADING IS COMPLETED.
  - (H) UNDERTAKE PROGRESSIVE DEVELOPMENT OF ROADWAYS, LANDSCAPING AND BUILDINGS FOR PURPOSES OF REDUCING FUGITIVE DUST EMISSIONS.
2. PRIOR TO INITIATION OF VERTICAL CONSTRUCTION FOR BEYOND THE 2,000,000TH SQUARE FOOT OF BUILDING SPACE FOR THIS PROJECT, THE DEVELOPER SHALL PROVIDE TO PINELLAS COUNTY, FOR REVIEW AND APPROVAL, A COMPREHENSIVE AIR QUALITY ANALYSIS FOR IMPACTS EXPECTED IN EACH PHASE AS OUTLINED. THE ANALYSIS SHALL BE OF A SCOPE AND FORMAT TO BE MUTUALLY AGREED ON BY THE DEVELOPER AND PINELLAS COUNTY. THERE ARE NUMEROUS METHODS FOR CONDUCTING THIS ANALYSIS. SHOULD THE PARTIES AGREE TO THE CARBON MONOXIDE MODELING ANALYSIS OR A COMPARABLE YET LESS COSTLY ANALYSIS, ALL MODELS, RECEPTOR SITING, AND OTHER ASSUMPTIONS USED SHOULD BE CONSISTENT WITH THE FOLLOWING CRITERIA:
- (A) CERTAIN REPRESENTATIVE LINKS OR INTERSECTIONS PRESENTLY OPERATING OR PROJECTED TO OPERATE AT LOS E OR F DURING ANY YEAR UP TO AND INCLUDING THE FINAL BUILD-OUT YEAR FOR EACH PHASE TO WHICH THE DEVELOPER'S PROJECT CONTRIBUTES 5% OR MORE OF PEAK HOUR TRAFFIC VOLUME AS LISTED IN THE ADA, PROVIDE ESTIMATED WORST CASE

CARBON MONOXIDE CONCENTRATION. THE DEVELOPER SHALL PROVIDE BUILD AND NO BUILD ALTERNATIVES FOR EACH PHASE OF THE PROJECT UNDER EXISTING CONDITIONS AND ALSO UNDER MITIGATED CONDITIONS IF THE RECEPTOR PROJECTS AN EXCEEDANCE OF THE NATIONAL AMBIENT STANDARDS DUE TO PROJECT-GENERATED EMISSIONS. THE DEVELOPER WILL DEMONSTRATE COMPLIANCE USING CERTAIN REPRESENTATIVE INTERSECTIONS OR LINKS THAT ARE INDICATIVE OF WORST-CASE CONCENTRATIONS. FACTORS TO BE CONSIDERED IN DETERMINING WORST-CASE INCLUDE TRAFFIC VOLUME, V/C RATIOS, VEHICLE SPEEDS, AND RECEPTOR LOCATION. LINKS ABUTTING ANALYZED INTERSECTIONS MAY BE EXCLUDED.

- (B) ALL ASSUMPTIONS, EXCEPT RECEPTOR SITING, SHOULD BE CONSISTENT WITH DER'S INTERIM GUIDELINES FOR EVALUATING THE AIR QUALITY IMPACTS OF INDIRECT SOURCES OF CARBON MONOXIDE EMISSIONS UNLESS OTHER PARAMETERS ARE SPECIFICALLY AUTHORIZED.
- (C) TRAFFIC VOLUMES MUST BE THOSE PEAK HOUR COUNTS PROJECTED IN THE ADA UNLESS VOLUME PROJECTIONS HAVE SIGNIFICANTLY CHANGED, AND INCLUDE ALL OTHER EXISTING INDIRECT SOURCES AND THOSE APPROVED FOR OR UNDER CONSTRUCTION IN THE STUDY AREA DURING BUILD-OUT OF THE RELEVANT PHASE.
- (D) THE ACCEPTABLE OVERALL PERSISTENCE FACTOR IS 0.6 (0.8 METEOROLOGICAL X 0.75 TRAFFIC). THIS FACTOR IS TO BE USED TO CONVERT ONE-HOUR CONCENTRATIONS TO EIGHT-HOUR VALUES UNLESS ANOTHER PER DISTANCE FACTOR IS DEVELOPED BY SITE-SPECIFIC WINTERTIME MONITORING IN ACCORDANCE WITH A PRE-APPROVED MONITORING PLAN.

- (E) To be complete, the analysis report must include the following information:
- (1) ONE-HOUR AND EIGHT-HOUR AMBIENT CARBON MONOXIDE CONCENTRATION THAT WILL RESULT FROM THE PROJECT'S IMPLEMENTATION. ESTIMATES SHOULD BE MADE FOR AMBIENT CARBON MONOXIDE LEVELS EXPECTED AT THE COMPLETION OF EACH PHASE OF THE PROJECT EMPLOYING BOTH BUILD AND NO BUILD ALTERNATIVES. THESE ESTIMATES SHOULD BE PRESENTED IN TABULAR FORMAT.
  - (2) INCLUDE A DETAILED DESCRIPTION OF THE ANALYSIS TECHNIQUES AND ASSUMPTIONS USED. (DER) THE COUNTY RECOMMENDS MOBILE2, OR ANY SUBSEQUENTLY APPROVED VERSION/RELEASE OF SAME TO DETERMINE EMISSION FACTORS, AND CALINE3 OR ANY SUBSEQUENTLY APPROVED VERSION/RELEASE OF SAME TO MODEL LINE SOURCES; AND TEXIN OR ANY SUBSEQUENTLY APPROVED VERSION/RELEASE OF SAME TO MODEL INTERSECTIONS. OTHER COMPARABLE MODELS MAY BE APPROPRIATE CHOICES.
  - (3) PROVIDE A LOCATION MAP TO IDENTIFY RECEPTORS.
  - (4) FOR ANY RECEPTOR PROJECTING AN EXCEEDANCE OF THE ONE-HOUR OR EIGHT-HOUR CARBON MONOXIDE STANDARD DUE TO PROJECT-GENERATED TRAFFIC, IDENTIFY WHAT MEASURES COULD BE TAKEN TO MINIMIZE AND MITIGATE ADVERSE IMPACTS AND WHAT CONCENTRATIONS WOULD RESULT FROM IMPLEMENTATION OF THE MITIGATION.
  - (5) INCLUDE A LIST OF THE LINKS AND INTERSECTIONS ANALYZED. PROVIDE A LOCATION MAP TO IDENTIFY THESE SOURCES.

- ( INCLUDE A LIST OF CAPACITIES AND VOLUMES USED FOR THE ANALYSIS. THESE SHOULD REFLECT FUNDED IMPROVEMENTS, IMPROVEMENTS PLANNED BY THE DEVELOPER AND TRAFFIC FROM ALL OTHER EXISTING SOURCES, SOURCES APPROVED FOR CONSTRUCTION, AND SOURCES UNDER CONSTRUCTION IN THE STUDY AREA DURING THE ANALYSIS PERIOD.
3. IF EXCEEDANCES OF THE AMBIENT CARBON MONOXIDE STANDARD DUE TO TRAFFIC GENERATED BY THE DEVELOPMENT ARE INDICATED BY THE ANALYSIS, THE DEVELOPER SHALL PROVIDE TO PINELLAS COUNTY, FOR REVIEW AND APPROVAL, A MITIGATION ANALYSIS WHICH IDENTIFIES MEASURES THAT WILL ABATE THOSE ADVERSE IMPACTS. THE DEVELOPER SHALL PROVIDE ITS FAIR SHARE CONTRIBUTION TO THE FUNDING OF STRUCTURAL MITIGATION MEASURES. IF NONSTRUCTURAL MITIGATIONS SUCH AS FLEX TIME, COMPRESSED WORKWEEKS, CAR OR VAN POOLING, OR OTHER SUCH MEASURES ARE PROPOSED, THE DEVELOPER SHALL INCLUDE ENFORCEABLE PROVISIONS THAT WILL ASSURE OCCUPANT COMPLIANCE WITH THESE MEASURES. THE MITIGATION ANALYSIS SHALL BE OF A SCOPE AND FORMAT TO BE MUTUALLY AGREED ON BY THE DEVELOPER AND PINELLAS COUNTY. UPON A DETERMINATION BY PINELLAS COUNTY THAT MITIGATION MEASURES ARE REQUIRED, THEN PRIOR TO ISSUING FURTHER CERTIFICATES OF OCCUPANCY FOR THIS PROJECT, THE MITIGATION ANALYSIS MUST BE COMPLETED AND ALL IDENTIFIED NON-STRUCTURAL MITIGATION MEASURES MUST BE IN PLACE AND THE DEVELOPER'S FAIR SHARE CONTRIBUTION TO IDENTIFIED STRUCTURAL MITIGATION MEASURES PAID, UNLESS OTHERWISE SATISFIED THROUGH PIPELINING.
4. THE DEVELOPER SHALL DESIGN THE DEVELOPMENT SO AS TO REASONABLY MINIMIZE VEHICLE CONGESTION AND QUEUEING PROBLEMS AT INGRESS/EGRESS POINTS AND ALONG INTERNAL CIRCULATION ROUTES.

- J. HURRICANE EVACUATION. THE DEVELOPER SHALL PROMOTE AWARENESS OF AND SHALL COOPERATE WITH LOCAL AND REGIONAL AUTHORITIES HAVING JURISDICTION TO ISSUE HURRICANE EVACUATION ORDERS. THE DEVELOPER SHALL FURTHER IMPLEMENT AND COMPLY WITH THE EMERGENCY PREPAREDNESS AND PREVENTION PLAN SUBMITTED CONCURRENT WITH THE ADA. IN ADDITION, THE DEVELOPER SHALL COORDINATE WITH THE PINELLAS COUNTY BUREAU OF EMERGENCY MANAGEMENT AS THE FEASIBILITY OF DESIGNATED BUILDINGS WITHIN THE TBPOC DEVELOPMENT, AS APPROPRIATE, AS PUBLIC HURRICANE EVACUATION CENTERS TO SHELTER THE RESIDENTS OF MORE VULNERABLE AREAS.
- K. ENVIRONMENTAL PRESERVATION AND CONSERVATION. THE DEVELOPER SHALL ABIDE BY THE PRESERVATION/CONSERVATION DELINEATIONS AND CONSTRAINTS INDICATED IN FIGURE 4-1 OF THE ADA.
1. IN ORDER TO PROTECT THE NATURAL VALUES OF WETLAND AREAS, THE FOLLOWING SHALL BE REQUIRED EXCEPT AS OTHERWISE PERMITTED BY AGENCIES HAVING PERMITTING JURISDICTION PROVIDED PINELLAS COUNTY HAS REVIEWED SUCH PERMIT REQUESTS:
- (A) NO SUBSTANTIAL HYDROPERIOD ALTERATIONS SHALL BE PERMITTED IN THE CONSERVATION (C-1) OR PRESERVATION AREAS DEPICTED IN FIGURE 4-1. NATURAL ANNUAL HYDROPERIODS, NORMAL POOL ELEVATIONS AND SEASONAL HIGH WATER ELEVATIONS SHALL BE MAINTAINED, AS WELL AS HYDROLOGIC CONNECTIONS BETWEEN ON-SITE AND OFF-SITE WETLANDS.
- (B) THE DEVELOPER SHALL PROVIDE ADEQUATE NATURAL BUFFERING, IF NECESSARY, AROUND PRESERVATION/ CONSERVATION AREAS TO PROVIDE AN UPLAND TRANSITION INTO THE WETLAND AREAS AND TO PROTECT THE NATURAL SYSTEMS FROM DEVELOPMENTAL IMPACT.

(C) NO SUBSTANTIAL DREDGING, FILLING OR DEVELOPMENT ACTIVITIES WILL BE ALLOWED WITHIN THE PRESERVATION AREAS. ACTIVITIES WITHIN THE C-1 CONSERVATION AREAS AS DEPICTED IN FIGURE 4-1 AND BUFFER ZONES, IF ANY, SHALL BE LIMITED TO STORMWATER MANAGEMENT AND OTHER SIMILARLY UNOBTRUSIVE STRUCTURES.

(D) SUBSTANTIAL DREDGING AND FILLING OF C-2 CONSERVATION AREAS IN ACCORDANCE WITH FIGURE 4-1 WILL BE AVOIDED WHEREVER PRACTICABLE.

2. ALL WETLAND LOSSES SHALL REQUIRE ONE TO ONE ACREAGE REPLACEMENT AS SHOWN IN FIGURE 4-1 RESULTING IN AT LEAST 206.89 ACRES OF UNDISTURBED WETLAND AND MITIGATION AREAS. MITIGATION FOR WETLAND LOSSES SHALL BE IMPLEMENTED CONCURRENT WITH THE CONSTRUCTION ACTIVITIES RESULTING IN THE WETLAND LOSS.
3. ALL MITIGATION MONITORING REPORTS AND DATA SHALL BE SUBMITTED TO PINELLAS COUNTY AS PART OF THE ANNUAL REPORT.
4. THE DEVELOPER SHALL COMPLY WITH THE STANDARDS OF THE PINELLAS COUNTY TREE ORDINANCE, NO. 76-16 IN EFFECT AS OF THE DATE OF THIS ORDINANCE.
5. THE 6.8 ACRE HAMMOCK (OR AN EQUIVALENT, PINELLAS COUNTY PERMITTED SUBSTITUTION) NORTHWEST OF THE FPC SUBSTATION AND THE HAMMOCK SOUTH OF THE EAST-WEST CONNECTOR ROAD ALONG THE EAST PROPERTY LINE SHALL BE PRESERVED SO AS TO INSURE THEIR CONTINUED NATURAL FUNCTION AND VALUE.

L. TRANSPORTATION.

1. IN RESOLUTION 85-264, THE DEVELOPER'S ESTIMATED FAIR SHARE CONTRIBUTION FOR THE FIRST 780,000 SQUARE FEET OF DEVELOPMENT (PHASE I) WAS CALCULATED TO RESULT IN AN OBLIGATION OF \$395,250. THIS FAIR SHARE CONTRIBUTION WAS CALCULATED IN ACCORDANCE WITH EXHIBIT 1 TO THE PRIOR DEVELOPMENT ORDER AND THE ROAD IMPROVEMENTS REQUIRED IN ACCORDANCE WITH THAT FAIR SHARE CONTRIBUTION WERE LISTED IN THAT EXHIBIT. IN ADDITION, THE DEVELOPMENT ORDER LIMITED THE ISSUANCE OF BUILDING PERMITS TO 250,000 SQUARE FEET UNTIL SUCH TIME AS SEVEN SPECIFICALLY DESCRIBED IMPROVEMENTS WERE ACCOMPLISHED (SEE PAGE 17 OF RESOLUTION 85-264). SINCE THAT TIME, VARIOUS CAPITAL IMPROVEMENT PROGRAMS HAVE BEEN INITIATED, AND THE DEVELOPER HAS SATISFIED \$105,000 OF THE \$395,250 FAIR SHARE OBLIGATION. THE DEVELOPER'S SUBMISSION OF \$105,000 TOWARDS AN ENVIRONMENTAL ASSESSMENT AS PART OF THE COMPREHENSIVE TRANSPORTATION ANALYSIS OF SR 584 WAS APPROVED BY PINELLAS COUNTY ON AUGUST 15, 1986. IN PROVIDING THE \$105,000 CONTRIBUTION, (OF WHICH \$11,150 HAS BEEN CREDITED TOWARD THE PINELLAS COUNTY TRANSPORTATION IMPACT FEE PAYMENT TO GENERAL DATACOM INDUSTRIES) THE DEVELOPER SATISFIED THE REQUIREMENT CONTAINED IN RESOLUTION 85-264 THAT \$58,800 BE UTILIZED TOWARD SR 584 PRELIMINARY ENGINEERING; IT DELETED THE \$30,000 INTERSECTION IMPROVEMENT SPECIFIED FOR RACE TRACK ROAD AND DOUGLAS ROAD; AND IT REDUCED BY \$16,200 THE INTERSECTION IMPROVEMENT ON SR 580 AND MEMORIAL HIGHWAY. CONSEQUENTLY, THE PRIOR SQUARE FOOTAGE LIMITATION IS RESCINDED, THE PREVIOUS FAIR SHARE CONTRIBUTION IS SUPERSEDED AND THE DEVELOPER SHALL RECEIVE BUILDING PERMITS FOR UP TO 780,000 SQUARE FEET OF DEVELOPMENT WITHIN THE PROJECT SITE BY COMPLETING THE FOLLOWING IMPROVEMENTS AND PROVIDING THE FOLLOWING TRANSPORTATION DATA:

INTERSECTION

IMPROVEMENTS REQUIRED

MCMULLEN-BOOTH/SR 580

SHARED NORTHBOUND/THROUGH RIGHT TURN LANE  
(FAIR SHARE COST \$46,000)

GIM GONG/SR 584

SIGNALIZE THE INTERSECTION WHEN WARRANTED  
EASTBOUND AND WESTBOUND THROUGH LANES  
(FAIR SHARE COST \$50,900)

DATA

- (A) BEFORE BUILDING PERMITS ARE ISSUED FOR ANY DEVELOPMENT IN EXCESS OF 250,000 SQUARE FEET, THE DEVELOPER SHALL PROVIDE TRANSPORTATION DATA CONSISTENT WITH PINELLAS COUNTY CRITERIA WHICH SERVES TO AFFIRM THE FINDINGS IN PAGES 18 AND 19 PINELLAS COUNTY RESOLUTION 85-264 FOR PHASE I WHICH ARE ADOPTED HERE BY REFERENCE.
- (B) THE TSM ANALYSIS PROVIDED ON NOVEMBER 26, 1986 SHALL NOW BE UPDATED ANNUALLY BEGINNING ON THE FIRST YEAR ANNIVERSARY DATE OF THIS DEVELOPMENT ORDER RATHER THAN AFTER RECEIPT OF CERTIFICATES OF OCCUPANCY FOR THE FIRST 100,000 SQUARE FEET OF DEVELOPMENT AS PREVIOUSLY STATED. THIS TSM ANALYSIS SHALL REPORT THE SUCCESS OF THE DIVERSION OF VEHICLE TRIPS FROM THE PM PEAK HOUR AS WELL AS THE ACHIEVED MODE SPLIT PERCENTAGE. THE TSM ANALYSIS MAY BE SUBMITTED AS PART OF THE ANNUAL REPORT. THE TSM REPORT SHALL INCLUDE AN ANNUAL ASSESSMENT OF THE ACTUAL ACHIEVEMENT OF VEHICLE TRIPS DIVERTED FROM THE PEAK HOUR AS A RESULT OF THE SUCCESS OF THE TSM TECHNIQUES, PUBLIC TRANSIT ACTIVITY, PRIVATE PARATRANSIT, WORKER FLEXTIME RIDESHARING AND OTHER APPROPRIATE MEASURES. THE ANNUAL REPORT SHALL SERVE TO AFFIRM THE FINDINGS OF THE ORIGINAL ADA, AND WILL BE SUBMITTED TO THE COUNTY AND TBRPC FOR REVIEW AND APPROVAL. IF THE ANNUAL REPORT

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INDICATES THAT THE TOTAL TRIP DIVERSIONS ARE LESS THAN HALF THE PROJECTED DIVERSION OF VEHICLE TRIPS FROM THE PM PEAK HOUR, PINELLAS COUNTY SHALL CONDUCT A SUBSTANTIAL DEVIATION DETERMINATION PURSUANT TO SUBSECTION 380.06(19), F.S. AND AMEND THE DEVELOPMENT ORDER TO CHANGE TSM OBJECTIVES AND/OR REQUIRE ADDITIONAL ROADWAY IMPROVEMENTS. THE RESULTS OF THE TSM STUDY MAY SERVE AS A BASIS FOR THE DEVELOPER OR REVIEWING AGENCIES TO REQUEST DEVELOPMENT ORDER AMENDMENTS. IN ADDITION, THIS TSM PROGRAM SHALL BE DEVELOPED IN COOPERATION WITH FDOT, THE PINELLAS COUNTY MPO, PSTA AND TBRPC. THIS PROGRAM SHALL SEEK TO IMPLEMENT, AND WILL BE MEASURED BY, THE TSM OBJECTIVES AND POLICIES SET FORTH IN THE FLORIDA TRANSPORTATION PLAN.

2. PHASING OPTION. THE SCHEDULE OF ESTIMATED FAIR SHARE AMOUNTS AS DESCRIBED IN EXHIBIT "C" ATTACHED HERETO AND BY THIS REFERENCE MADE A PART HEREOF REFLECTS THE DEVELOPER'S ESTIMATED FAIR SHARE AMOUNT FOR OFF-SITE ROAD IMPROVEMENTS ASSOCIATED WITH THIS PROJECT. THE DEVELOPER'S ESTIMATED FAIR SHARE CONTRIBUTION FOR OFF-SITE ROAD IMPROVEMENTS FOR PHASES II-IV HAS BEEN ESTIMATED TO BE \$2,737,353 AS SHOWN ON EXHIBIT "C". THIS AMOUNT EXCEEDS THE AMOUNT OF TRANSPORTATION IMPACT FEES THAT WOULD BE ASSESSED AGAINST THIS PROJECT PURSUANT TO PINELLAS COUNTY ORDINANCE NO. 86-43. IN ORDER FOR THE DEVELOPER TO SATISFY ITS FAIR SHARE REQUIREMENT OF NEEDED ROAD IMPROVEMENTS, THE DEVELOPER SHALL:

(A) PRIOR TO THE ISSUANCE OF CERTIFICATES OF OCCUPANCY IN EXCESS OF 780,000 SQ. FT. OF BUILDING SPACE TO BE CONSTRUCTED AT THE PROJECT, THE DEVELOPER SHALL INSTITUTE A MONITORING PROGRAM TO PROVIDE PEAK HOUR AND DAILY TRAFFIC COUNTS AT THE TBPOC PROJECT ENTRANCE TO VERIFY THAT THE PROJECTED NUMBER OF EXTERNAL TRIPS FOUND IN THE ADA FOR PHASE I HAS NOT BEEN

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EXCEEDED. THE SUBMISSION OF THIS TRAFFIC INFORMATION SHALL CONTINUE ON AN ANNUAL BASIS THROUGH THE BUILD-OUT OF THE PROJECT AND IT SHALL BE SUPPLIED IN THE REQUIRED ANNUAL REPORT. IF AN ANNUAL REPORT IS NOT SUBMITTED WITHIN 30 DAYS OF ITS DUE DATE, OR IF THE ANNUAL REPORT INDICATES THAT THE TOTAL TRIPS EXCEED THE STATUTORY THRESHOLD OF CHAPTER 380.06(19) F.S. (1986)(PROJECTED COUNTS BY MORE THAN 15%). PINELLAS COUNTY SHALL CONDUCT A SUBSTANTIAL DEVIATION DETERMINATION PURSUANT TO SUBSECTION 380.06(19), FLORIDA STATUTES (1986), AND MAY AMEND THE DEVELOPMENT ORDER TO CHANGE OR REQUIRE ADDITIONAL ROADWAY IMPROVEMENTS. THE RESULTS OF THIS TRANSPORTATION STUDY MAY ALSO SERVE AS THE BASIS FOR THE DEVELOPER OR REVIEWING AGENCIES TO REQUEST DEVELOPMENT ORDER AMENDMENTS. IF THE EXTERNAL TRIPS GENERATED EXCEED THE STATUTORY THRESHOLD OF CHAPTER 380.06(19) F.S., AND ARE DETERMINED TO BE A SUBSTANTIAL DEVIATION, A REVISED TRANSPORTATION ANALYSIS SHALL THEN BE REQUIRED, BASED UPON RESULTS OF THE MONITORING PROGRAM AND AGREEMENTS AT ANOTHER TRANSPORTATION METHODOLOGY MEETING TO BE HELD PRIOR TO THE PREPARATION OF THE NEW ANALYSIS.

- (B) PRIOR TO THE ISSUANCE OF CERTIFICATES OF OCCUPANCY FOR THE <sup>(starting phase)</sup> 780,001ST SQUARE FOOT OF BUILDING SPACE TO BE CONSTRUCTED AT THE PROJECT, FUNDING COMMITMENTS SHALL BE SECURED FOR THE CONSTRUCTION OF THE IMPROVEMENTS DEPICTED IN EXHIBIT "G".

CERTIFICATES OF OCCUPANCY FOR DEVELOPMENT BETWEEN 780,001 FEET AND 2,925,000 FEET MAY BE ALLOWED TO THE EXTENT THAT THE DEVELOPMENT ALLOWED WOULD NOT RESULT IN THE ADDITION OR MORE THAN 5% OF THE DAILY LOS "C" CAPACITY, OR MORE THAN 5% OF THE PEAK HOUR "D" CAPACITY OF A REGIONALLY SIGNIFICANT ROAD, AND THE DAILY LOS WOULD NOT BECOME WORSE THAN "C" OR PEAK HOUR WOULD NOT BECOME WORSE THAN "D". THE AMOUNT OR DEGREE OF DEVELOPMENT SHALL BE DETERMINED BY PINELLAS COUNTY AND THE DEVELOPER PROPORTIONATELY TO THE ABOVE-REFERENCED THRESHOLD.

- (C) PRIOR TO THE ISSUANCE OF CERTIFICATES OF OCCUPANCY FOR THE 2,925,001ST SQUARE FOOT OF BUILDING SPACE CONSTRUCTED AT THE PROJECT, FUNDING COMMITMENTS SHALL BE SECURED FOR THE CONSTRUCTION, AND THE CONSTRUCTION OF THE IMPROVEMENTS DEPICTED IN EXHIBIT "H" SHALL BE INITIATED. CERTIFICATES OF OCCUPANCY FOR DEVELOPMENT BETWEEN 2,925,001 FEET AND 4,020,000 FEET MAY BE ALLOWED TO THE EXTENT THAT THE DEVELOPMENT ALLOWED WOULD NOT RESULT IN THE ADDITION OR MORE THAN 5% OF THE DAILY LOS "C" CAPACITY, OR MORE THAN 5% OF THE PEAK HOUR "D" CAPACITY OF A REGIONALLY SIGNIFICANT ROAD, AND THE DAILY LOS WOULD NOT BECOME WORSE THAN "C" OR PEAK HOUR WOULD NOT BECOME WORSE THAN "D". THE AMOUNT OR DEGREE OF DEVELOPMENT SHALL BE DETERMINED BY PINELLAS COUNTY AND THE DEVELOPER PROPORTIONATELY TO THE ABOVE-REFERENCED THRESHOLD.

(D) PRIOR TO THE ISSUANCE OF BUILDING PERMITS FOR THE 4,020,001ST SQUARE FOOT OF BUILDING SPACE CONSTRUCTED AT THE PROJECT, FUNDING COMMITMENTS SHALL BE SECURED FOR THE CONSTRUCTION OF THE IMPROVEMENTS DEPICTED IN EXHIBIT "I". CERTIFICATES OF OCCUPANCY FOR DEVELOPMENT BETWEEN 4,020,001 FEET AND 5,070,144 FEET MAY BE ALLOWED TO THE EXTENT THAT THE DEVELOPMENT ALLOWED WOULD NOT RESULT IN THE ADDITION OR MORE THAN 5% OF THE DAILY LOS "C" CAPACITY, OR MORE THAN 5% OF THE PEAK HOUR "D" CAPACITY OR A REGIONALLY SIGNIFICANT ROAD, AND THE DAILY LOS WOULD NOT BECOME WORSE THAN "C" OR PEAK HOUR WOULD NOT BECOME WORSE THAN "D". THE AMOUNT OR DEGREE OF DEVELOPMENT SHALL BE DETERMINED BY PINELLAS COUNTY AND THE DEVELOPER PROPORTIONATELY TO THE ABOVE-REFERENCED THRESHOLD.

3. PIPELINING OPTION. IN LIEU OF SECURING FUNDING COMMITMENTS FOR THE IMPROVEMENTS SPECIFIED IN EXHIBITS "G", "H", AND "I", THE DEVELOPER MAY ELECT, SUBJECT TO PINELLAS COUNTY APPROVAL, TO MITIGATE THE TBPOC TRANSPORTATION IMPACT THROUGH A PIPELINING OPTION AS DESCRIBED IN 4.L.4. OF THIS ORDER. IF THIS OPTION IS ELECTED AND APPROVED, THE DEVELOPER SHALL COMPLY WITH THE FOLLOWING PROVISIONS OF THIS DEVELOPMENT ORDER AS SPECIFIED BELOW:

A. THE ROADWAY IMPROVEMENTS TO BE PIPELINED ARE IDENTIFIED IN THE DEVELOPMENT ORDER AND SHALL:

1. BE SELECTED FROM THE LIST OF IMPROVEMENTS TO EXISTING OR PROPOSED REGIONAL TRANSPORTATION FACILITIES IDENTIFIED IN THE EXHIBITS "G", "H" AND "I" OF THIS DEVELOPMENT ORDER,

2. BE CONSISTENT WITH PINELLAS COUNTY MPO LONG-RANGE PLAN, AND BCC SECTOR 2 TRAFFIC CIRCULATION PLAN,
  3. BE ACCEPTABLE TO PINELLAS COUNTY AND WITH REVIEW AND COMMENT BY THE MPO, FDOT AND TBRPC.
- B. THE DEVELOPER'S FAIR SHARE PIPELINE CONTRIBUTION SHALL BE EQUAL TO OR EXCEED THE AMOUNT CALCULATED PURSUANT TO THE DEPARTMENT OF COMMUNITY AFFAIRS (DCA) TRANSPORTATION POLICY RULE.
- C. THE DEVELOPER SHALL RECEIVE CREDIT AGAINST PINELLAS COUNTY TRANSPORTATION IMPACT FEES, PURSUANT TO LAW.
- D. THE DEVELOPER SHALL INSTITUTE A MONITORING PROGRAM TO PROVIDE PEAK HOUR AND DAILY TRAFFIC COUNTS AT THE TBPOC PROJECT ENTRANCE(S) TO VERIFY THE PROJECTED NUMBER OF EXTERNAL TRIPS AS A TRIGGER TO DETERMINE SUBSTANTIAL DEVIATION PER CHAPTER 380.06(19) F.S. (1986).
- E. THE DEVELOPER OR ITS ASSIGNS SHALL PARTICIPATE IN A TRANSPORTATION SYSTEMS MANAGEMENT (TSM) PROGRAM IN COOPERATION WITH FDOT, THE PINELLAS COUNTY MPO, PSTA AND TBRPC. THIS PROGRAM WILL BE MEASURED BY THE TSM OBJECTIVES AND POLICIES SET FORTH IN THE FLORIDA TRANSPORTATION PLAN.

4. PIPELINE IMPLEMENTATION. THE DEVELOPER SHALL, NO LATER THAN DECEMBER 31, 1987, EXPEDITIOUSLY BEGIN AND DILIGENTLY PURSUE TO COMPLETION THE DESIGN AND CONSTRUCTION OF THE FOLLOWING IMPROVEMENTS WHICH SHALL BE BUILT TO THE APPLICABLE PINELLAS COUNTY AND FDOT STANDARDS.

A. DESIGN. THE DEVELOPER SHALL DESIGN THE TBPOC SEGMENT OF THE EAST-WEST CONNECTOR ROAD, UNDER THE STANDARDS REQUIRED AND SET FORTH IN EXHIBITS D, E AND F. SAID ROADWAY SEGMENT SHALL EXTEND FROM THE PROJECT'S WESTERN PROPERTY BOUNDARY TO RACE TRACK ROAD. THIS SEGMENT INCLUDES APPROXIMATELY 1200 FT. EAST OF THE TBPOC PROPERTY LINE. AS DEPICTED IN EXHIBITS "D" AND "E", THE ROAD SHALL BE DESIGNED AS A SIX-LANE URBAN ENHANCED ARTERIAL WITH LIMITED CURB AND MEDIAN OPENINGS. THE DEVELOPER WILL PROVIDE THE DESIGN FOR AN INTERSECTION OF THE TWO-LANE EAST-WEST CONNECTOR ROAD AT RACE TRACK ROAD. THE DESIGN PHASE WILL BE A SIX-LANE DIVIDED ARTERIAL SECTION WITH ONE SIX-LANE INTERSECTION WITHIN THE TBPOC AND RIGHT OF WAY RESERVED TO ACCOMMODATE ONE GRADE SEPARATED INTERCHANGE AT THIS LOCATION IN THE FUTURE AS DEPICTED IN EXHIBITS "D" AND "E". HOWEVER, THE DEVELOPER IS ONLY OBLIGATED TO PROVIDE PRELIMINARY DESIGN AND ENGINEERING SUFFICIENT TO DETERMINE RIGHT OF WAY LIMITS FOR THE GRADE SEPARATED INTERCHANGE. THE DEVELOPER IS NOT OBLIGATED TO CONSTRUCT THE INTERCHANGE. THE DESIGN WILL ALLOW FOR THE CONSTRUCTION OF A TWO-LANE DIVIDED ARTERIAL SECTION TO BE DESIGNED BY THE DEVELOPER TO APPLICABLE PINELLAS COUNTY AND FDOT STANDARDS AND WITH 10-FOOT SHOULDERS OF WHICH 4 FEET WILL BE PAVED, AND WITH A DESIGN SPEED OF 45 TO 65 MPH AS DEPICTED IN EXHIBITS "D" AND "E" OR OTHER DESIGN SPEED APPROVED BY THE COUNTY.

THE DEVELOPER WILL COORDINATE THE TWO-LANE AND SIX-LANE DESIGNS OF THE ARTERIAL WITH THE PINELLAS COUNTY ENGINEERING DEPARTMENT AND WILL PROVIDE PLANS FOR 30%, 60%, AND OPPORTUNITY FOR FINAL REVIEWS BY THE COUNTY. IN ORDER TO EXPEDITE THE CONSTRUCTION OF THE INITIAL PHASE, PINELLAS COUNTY WILL PROVIDE PLAN REVIEW WITHIN 14 DAYS OF SUBMITTAL. THIS REVIEW WILL NOT RESULT IN CHANGES TO THE DESIGN SPECIFICATIONS CONTAINED IN THIS DEVELOPMENT ORDER OR THE EXHIBITS ATTACHED HERETO WITHOUT THE APPROVAL OF THE DEVELOPER.

THE ALIGNMENT FOR THE PROPOSED EAST-WEST CONNECTOR ROAD WITHIN THE TBPOC SEGMENT WILL BE DESIGNED BY THE DEVELOPER USING A 45 TO 65 MPH DESIGN SPEED OR OTHER DESIGN SPEED APPROVED BY THE COUNTY AND A HIGH PRIORITY TO AVOID MAJOR ENVIRONMENTALLY SENSITIVE AREAS. THE FLORIDA POWER CORPORATION RAILROAD CROSSING NEAR RACE TRACK ROAD WILL BE AN AT-GRADE CROSSING FOR THE TWO-LANE CONSTRUCTION PHASES DUE TO THE INFREQUENT USE OF THESE TRACKS. THE SIX-LANE DESIGN MAY INCLUDE A RAILROAD OVERPASS, HOWEVER, THE DEVELOPER WILL NOT PROVIDE THIS COMPONENT OF THE DESIGN.

DRAINAGE WILL BE DESIGNED BY THE DEVELOPER FOR THE ULTIMATE SIX-LANE DIVIDED ENHANCED ARTERIAL CONFIGURATION. DURING CONSTRUCTION OF THE INITIAL PHASE, ROADWAY DRAINAGE MAY BE CONVEYED BY OPEN DITCHES TO DETENTION PONDS, AND BE DESIGNED AND SIZED FOR THE FINAL SIX-LANE ROADWAY.

EXHIBITS "D" AND "E" DEPICT THE ROADWAY ALIGNMENT, THE MEDIAN AND CURB CUTS, INTERSECTIONS AND PROPOSED TYPICAL SECTIONS.

- B. CONSTRUCTION. THE DEVELOPER WILL BE RESPONSIBLE FOR CONSTRUCTION OF THE TWO-LANE DIVIDED ARTERIAL FACILITY WITHIN THE TBPOC SEGMENT OF THE EAST-WEST CONNECTOR ROAD AND 1200 FEET EAST OF THE TBPOC PROPERTY BOUNDARY (WITH RIGHT-OF-WAY TO BE PROVIDED BY OTHERS), AND THE INTERSECTION OF THE TWO-LANE EAST-WEST CONNECTOR ROAD AT RACE TRACK ROAD.
- C. RIGHT-OF-WAY. THE DEVELOPER WILL PROVIDE 133 FEET OF RIGHT-OF-WAY WHERE NEEDED FOR THE MAIN ROADWAY CORRIDOR WITHIN THE TBPOC SEGMENT OF THE EAST-WEST CONNECTOR ROAD, AND WILL GRANT SUFFICIENT SIDEWALK AND UTILITY EASEMENTS IN CONFORMANCE WITH PINELLAS COUNTY DESIGN STANDARDS, NOT TO EXCEED SEVEN FEET ON EACH SIDE OF THE ROAD. THIS EASEMENT WILL REVERT TO THE DEVELOPER OR BE VACATED UPON A DEMONSTRATION THAT IT IS NOT NECESSARY. TBPOC ENTRANCE/INFORMATION SIGNS ALONG THE EAST-WEST CONNECTOR ROAD WILL BE PERMITTED WITH A ZERO SETBACK FROM THE RIGHT-OF-WAY LINE. THE DEVELOPER WILL ALSO PROVIDE FOR THE IMPLEMENTATION OF AN INTERNAL ROADWAY NETWORK WHICH LIMITS INGRESS AND EGRESS POINTS CONSISTENT WITH THE PLANNED "ENHANCED ARTERIAL" STATUS OF THE ROADWAY. THE PROJECT'S INTERNAL ROADWAY SYSTEM WILL BE PLANNED AND ALIGNED TO SUPPORT THE MPO PLAN AND THE ADOPTED

SECTION 2 TRAFFIC CIRCULATION PLAN OF THE BOARD OF COUNTY COMMISSIONERS. ALL SITE PLANS FOR PROPERTY ADJACENT TO THE TBPOC SEGMENT OF THE EAST-WEST CONNECTOR ROAD WILL BE MASTER PLANNED TO PRESERVE THE ABILITY TO IMPLEMENT THE LIMITED ACCESS FEATURES AS SHOWN ON ATTACHED EXHIBITS "D" AND "E" AND AS CONTEMPLATED IN THE MPO PLAN. THE INTERNAL ROADWAYS ARE SHOWN CONCEPTUALLY IN EXHIBITS "D" AND "E". ADDITIONAL RIGHT-OF-WAY SHALL BE PROVIDED AT THE PLANNED INTERCHANGE, AS SHOWN IN EXHIBITS "D" AND "E". THE EXACT EXTENT OF RIGHT-OF-WAY REQUIRED FOR THE INTERCHANGE WILL BE AS SHOWN ON EXHIBITS "D" AND "E" AND WILL ALLOW FOR FUTURE CONSTRUCTION OF THE INTERCHANGE FACILITY APPROVED IN APPLICABLE ADOPTED PLANS AT THIS LOCATION.

- D. ACCESS RIGHTS. RIGHTS-OF-WAY CONVEYED TO PINELLAS COUNTY FOR THE EAST-WEST CONNECTOR ROAD SHALL BE DESIGNATED AS LIMITED ACCESS RIGHT-OF-WAY. THE CONVEYANCE SHALL ALSO GRANT ALL RIGHTS OF INGRESS AND EGRESS, (EXCEPT THE INGRESS AND EGRESS NEEDED FOR THE INTERCHANGE PLANNED FOR THE SIX-LANE FACILITY WITHIN TBPOC), AND CERTAIN RIGHTS OF LIGHT, AIR, AND VIEW BETWEEN THE GRANTOR'S REMAINING PROPERTY AND ANY FACILITY CONSTRUCTED WITHIN SAID RIGHT-OF-WAY. THE CONVEYANCE OF THESE RIGHTS SHALL BE SUFFICIENT TO AVERT THE IMPOSITION OF BUSINESS DAMAGES AGAINST THE COUNTY AND THE DEVELOPER RESULTING FROM THE COUNTY'S PLANNED IMPROVEMENTS TO THE EAST-WEST CONNECTOR ROAD AS DESCRIBED IN EXHIBIT "F". ACCESS RIGHTS TO THE EAST-WEST CONNECTOR ROAD WILL BE GRANTED ON AN INTERIM BASIS UNTIL SUCH TIME AS THE ULTIMATE DESIGN OF THE SIX-LANE ENHANCED ARTERIAL, INCLUDING THE INTERCHANGE DESIGN, IS IMPLEMENTED. ACQUISITION OF PROPERTY AND PROPERTY RIGHTS WILL BE DONE AS AUTHORIZED BY LAW, AND ALL PROPERTY RIGHTS SHALL BE IN FEE SIMPLE.

THE INTERNAL ROADWAY NETWORK WILL BE DESIGNED TO SERVE AS ALTERNATIVES TO FRONTAGE ROADS. THE SITE PLAN REVIEW PROCESS SHALL ASSURE THAT EACH PARCEL FRONTING ON THE EAST-WEST CONNECTOR ROAD HAS ALTERNATIVE MEANS OF INGRESS AND EGRESS ON THE INTERNAL ROADWAY NETWORK. INTERNAL ROADWAY NETWORK COMPONENTS SHALL BE TWO-LANE SECTIONS CONSTRUCTED ON 60-FOOT RIGHTS-OF-WAY. THE LOOP NETWORK WITHIN PHASE II WILL BE CONSIDERED AS PART OF THE OVERALL RIGHT-OF-WAY REQUIREMENT SATISFACTION OF THE RIGHT-OF-WAY PLAN, AS ADOPTED BY THE BOARD OF COUNTY COMMISSIONERS SECTOR 2 TRAFFIC CIRCULATION PLAN.

MOREOVER, THE DEVELOPER MAY ELECT TO PROVIDE RIGHT-OF-WAY FOR THE PINELLAS COUNTY NORTHEAST CORRIDOR WITHIN ITS PROPERTY BOUNDARY TO PARTIALLY OFF-SET TRANSPORTATION EXACTIONS SPECIFIED IN THIS ORDER AND ANY APPLICABLE IMPACT FEES PURSUANT TO PINELLAS COUNTY ORDINANCE NO. 86-43 IF THE PIPELINED MITIGATION IS LESS THAN THE DEVELOPER'S FAIR SHARE AS CALCULATED IN EXHIBIT "C". THE RIGHT-OF-WAY REQUIRED FOR THE PROPOSED PINELLAS COUNTY NORTHEAST CORRIDOR THAT MAY BE WITHIN THE TBPOC IS HEREBY FOUND TO FURTHER THE CONSTRUCTION OF THAT PROPOSED REGIONAL FACILITY. IF THE RIGHT-OF-WAY FOR THE PINELLAS COUNTY NORTHEAST CORRIDOR IS DEDICATED, THE COUNTY SHALL PROVIDE TWO POINTS OF ACCESS TO THE TBPOC ALONG THE 8,033 FEET NORTHEAST BOUNDARY OF THE PROPERTY.

5. CONSEQUENCES FROM PIPELINING. THE DEVELOPER'S PROPORTIONATE, FAIR SHARE CONTRIBUTION OF THE TOTAL COSTS OF THE IMPROVEMENTS SET FORTH IN EXHIBIT "C" FOR PHASES II-IV OF THE PROJECT HAS BEEN DETERMINED TO BE \$2,737,353. THAT SUM IS DEEMED TO MAKE ADEQUATE FINANCIAL PROVISION FOR ALL SUCH FACILITIES OR, IS EQUAL TO OR GREATER THAN THE SUM OF THE COSTS OF IMPROVEMENTS ATTRIBUTABLE TO THE PROJECT DERIVED FROM THE APPLICATION OF THE FORMULA FOUND AT RULE 9J-2.0255, F.A.C.

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 DESCRIBED IN PARAGRAPH 2 OF THIS SECTION, THE COST OF IMPROVEMENTS ATTRIBUTABLE TO THE PROJECT SHALL BE 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.

THE CONSTRUCTION OF THE TBPOC SEGMENT OF THE EAST-WEST CONNECTOR ROAD IS ONE OF THE MAJOR IMPROVEMENTS LISTED IN EXHIBITS "G" AND "C" AND IS SPECIFICALLY CALCULATED AND IS HEREBY DEEMED TO OPTIMALLY BENEFIT THE REGIONAL ROADWAY NETWORK WHICH WILL BE SUBSTANTIALLY IMPACTED BY THE PROPOSED DEVELOPMENT. THE SELECTION OF THIS MITIGATION/CURING MECHANISM IS BASED UPON THE PROJECT'S IMPACT ON REGIONAL TRANSPORTATION FACILITIES, THE SUBSTANTIAL PUBLIC BENEFIT TO BE GAINED BY ACCELERATING THE DESIGN, CONSTRUCTION, AND USE OF THIS MAJOR PUBLIC FACILITY, THE SAVINGS IN DIRECT AND ADMINISTRATIVE

COSTS ASSOCIATED WITH CONSTRUCTION OF THIS MAJOR PUBLIC FACILITY, AND ITS CONSISTENCY WITH THE TBRPC AND DCA POLICIES REGARDING PIPELINING TRANSPORTATION IMPROVEMENTS. THE ACCELERATED CONSTRUCTION AND DESIGN OF THE TBPOC SEGMENT OF THE EAST-WEST CONNECTOR ROAD AND THE PROVISION OF RIGHT-OF-WAY NEEDED TO EXPAND THIS ROAD, AS WELL AS THE POTENTIAL PROVISION OF RIGHT-OF-WAY FOR THE PROPOSED PINELLAS COUNTY NORTHEAST CORRIDOR, ARE FULLY CONSISTENT WITH THE TBRPC AND DEPARTMENT OF COMMUNITY AFFAIRS (DCA) "PIPELINE" POLICIES, AND HAVE BEEN DEEMED AN APPROPRIATE MITIGATIVE MEASURE BY THE FDOT AND THE PINELLAS COUNTY MPO.

6. IMPACT FEE CREDIT. IN ACCORDANCE WITH DCA AND TBRPC RULES AND POLICIES, CREDIT AGAINST THE DEVELOPER'S FAIR SHARE CONTRIBUTION WILL ONLY BE GRANTED FOR OFF-SITE IMPROVEMENTS. HENCE, CREDIT FOR THE DEVELOPER'S CONSTRUCTION AND RIGHT-OF-WAY DEDICATION WILL BE GRANTED FOR PERFORMANCE IN EXCESS OF REQUIREMENTS FOR SITE PLAN APPROVAL AS STIPULATED IN THE PINELLAS COUNTY SUBDIVISION REGULATIONS.

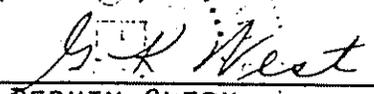
THE CONSTRUCTION, DESIGN AND DONATION OF RIGHT-OF-WAY (EXCLUSIVE OF THE NORTHEAST CORRIDOR) SPECIFIED IN THIS ORDER RESULTS IN AN OFF-SITE CONTRIBUTION OF \$2,833,110. THUS, THE PERFORMANCE OF THE ACTIONS DESCRIBED IN THIS SECTION, INCLUDING THE DEDICATION OF RIGHT-OF-WAY SHALL THEREFORE CONSTITUTE THE FULL, FINAL AND COMPLETE DEVELOPER EXPENDITURES FOR THE COUNTY APPROVED TRANSPORTATION IMPROVEMENTS NEEDED AS A RESULT OF THE DEVELOPMENT. THE TOTAL SUM OF \$2,833,110 SHALL BE CREDITED AGAINST ANY PRESENT OR FUTURE TRANSPORTATION IMPACT FEE ASSESSMENTS

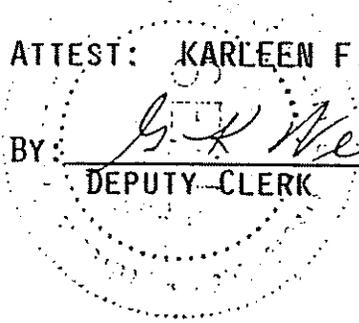
PURSUANT TO PINELLAS COUNTY ORDINANCE NO. 86-43. THE RESULTING TRANSPORTATION IMPROVEMENTS ARE HEREBY DEEMED BY THE COUNTY TO BE RELATED TO OFF-SITE FACILITIES WHICH ARE NOT OTHERWISE NECESSARY TO PROVIDE SAFE AND ADEQUATE SERVICES TO THE DEVELOPMENT. IN EXCHANGE FOR DEDICATION OF THE DEVELOPMENT RIGHT-OF-WAY SPECIFIED IN THIS ORDER, AND SUCH RIGHT-OF-WAY CAN BE OBTAINED FROM THE LAND WHICH IS THE SUBJECT OF THIS ORDER, THE DEVELOPER SHALL RECEIVE FULL CREDIT FOR THE FAIR MARKET VALUE OF THE LAND SO PROVIDED AGAINST THE AGREED UPON MAXIMUM DEVELOPER CONTRIBUTION OF \$2,737,353 AND PINELLAS COUNTY ORDINANCE 86-43. RIGHT-OF-WAY COST AND CREDIT HAS BEEN CALCULATED BASED UPON AN ESTIMATED VALUE OF \$200,000 PER ACRE, AS PROVIDED BY THE DEVELOPER. FINAL ACCEPTANCE OF THIS FIGURE WILL OCCUR PENDING THE RESULTS OF APPRAISALS AS REQUIRED BY PINELLAS COUNTY PROCEDURES.

PASSED AND ORDAINED BY THE PINELLAS COUNTY BOARD OF COUNTY COMMISSIONERS.

  
CHAIRMAN BOARD OF PINELLAS  
COUNTY COMMISSIONERS

ATTEST: KARLEEN F. DE BLAKER, CLERK

BY:   
DEPUTY CLERK



TAMPA BAY PARK OF COMMERCE

EXHIBIT B

Phasing Schedule

Years	Office (Sq. Ft.)	Commercial (Sq. Ft.)	Industrial (Sq. Ft.)	Totals by Phase
Phase I (approved in 1985 and now under construction although expected build-out delayed by regulatory processing)	180,000	-0-	600,000	780,000
Phase II (1988-1990)	520,000	25,000	1,600,000	2,145,000
Phase III (1990-1992)	270,000	25,000	800,000	1,095,000
Phase IV (1992-1995)	330,000	-0-	720,144	1,050,144
Totals by Use	1,300,000	50,000	3,720,144	5,070,144 (Grand Total)

EXHIBIT C

TAMPA BAY PARK OF COMMERCE

DRI PROPORTIONATE FAIR SHARE CONSTRUCTION\*

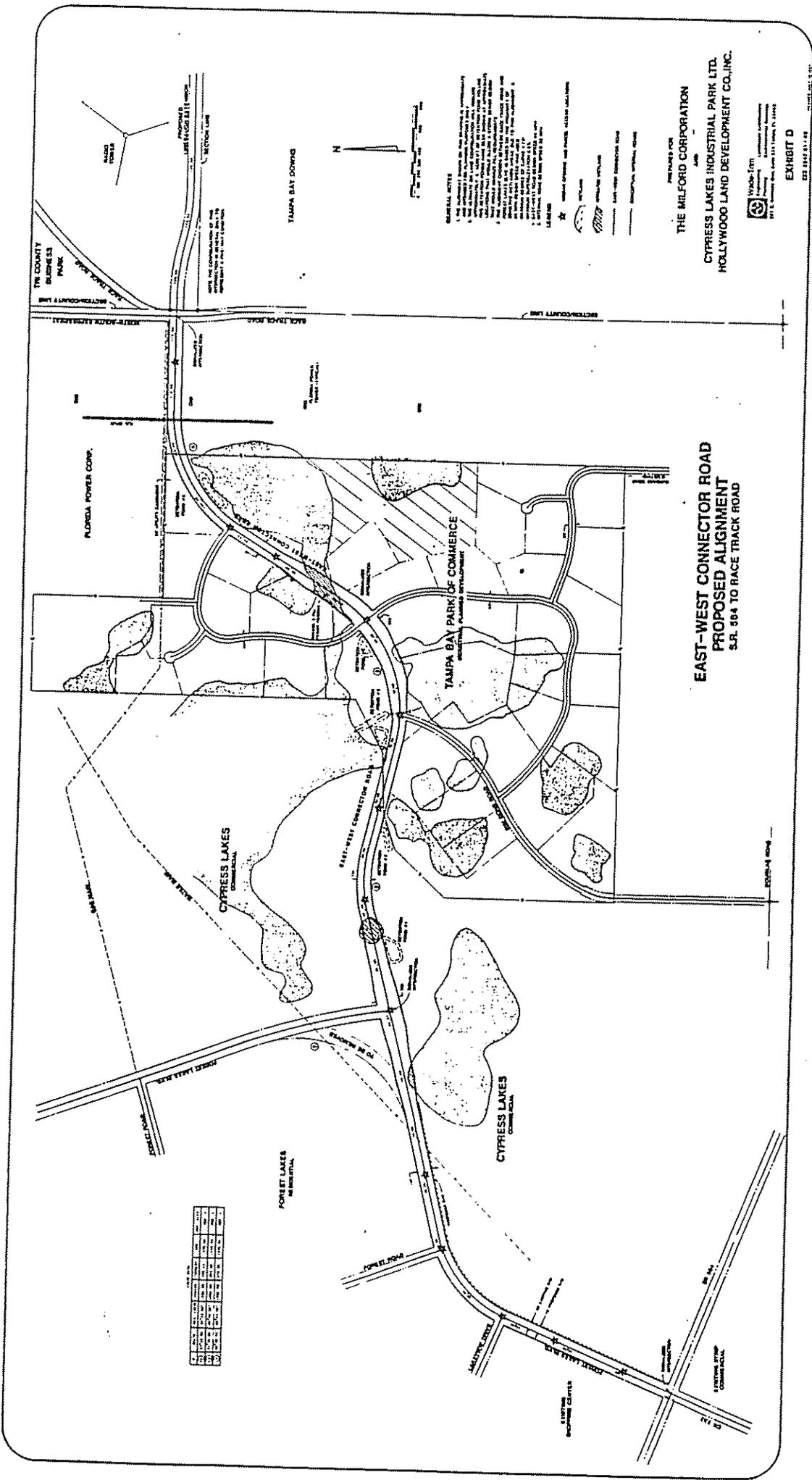
Road	Link	Kty Sec	Length Miles	Proposed Improvement	Prop Sec	Improvement Cost	DCA (Fair share) Cost
<b>PHASE 2</b>							
E-W Connector	East to West Property Lines	M/A	0.71	Con 4LD	4LD	\$2,962,000	\$ 734,449
						TOTALS:	\$ 734,449
<b>PHASE 3</b>							
SR 580	Bayshore to CR 233	4LD	0.45	Add 2 Lanes	6LD	\$ 450,000	\$ 3,223
*SR 580	SR 584 to Race Track Road	2LD	0.40	Add 2 Lanes	4LU	400,000	51,235
Forest Lakes	SR 584 to E-W Connector	2LU	0.65	Add 1 Lane	2LD	325,000	138,450
E-W Connector	East to West Property Lines	4LD	0.71	Add 2 Lanes	6LD	1,224,000	482,901
Linebaugh Ave	Sheldon Road to Wilsky	2LU	1.00	Add 3 Lanes	4LD	1,500,000	157,174
Linebaugh Ave	Wilsky to Henderson	2LU	1.00	Add 3 Lanes	4LD	1,500,000	123,447
						TOTALS:	\$ 956,430
<b>PHASE 4</b>							
**SR 580	SR 584 to Race Tract Road	4LU	0.40	Add 1 Lane	4LD	\$ 200,000	\$ 40,341
*SR 584	SR 586 to Forest Lakes Blvd	4LD	1.00	Add 2 Lanes	6LD	1,000,000	225,381
Race Track Rd	SR 580 to E-W Connector	2LU	1.60	Add 1 Lane	2LD	800,000	386,667
Race track Rd	E-W Connector to Mobley Road	2LU	2.80	Add 1 Lane	2LD	1,400,000	207,667
Forest Lakes	SR 584 to E-W Connector	2LD	0.65	Add 2 Lanes	4LD	650,000	49,370
Linebaugh Ave	Henderson to Sugarmill	2LU	1.00	Add 3 Lanes	4LD	1,500,000	137,050
						TOTALS:	\$1,046,475

\$2,737,353

\* Based on \$500,000 per lane/mile for construction. East-West Connector Road improvement cost includes funds needed for right-of-way purchase.

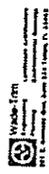
\*\* This calculation was performed to maintain volume to capacity ratio on a road with existing LOS "F" pursuant to DCA Rule 9J-2,0256

X



**EAST-WEST CONNECTOR ROAD  
PROPOSED ALIGNMENT  
S.R. 904 TO RACE TRACK ROAD**

PREPARED FOR  
**THE MILFORD CORPORATION**  
 AND  
**CYPRESS LAKES INDUSTRIAL PARK LTD.  
 HOLLYWOOD LAND DEVELOPMENT CO., INC.**

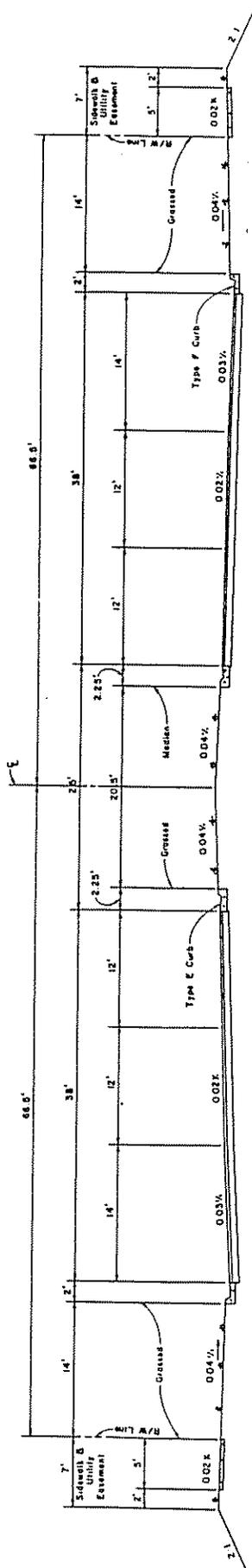


**EXHIBIT D**  
 SEE SHEET 90-1-08

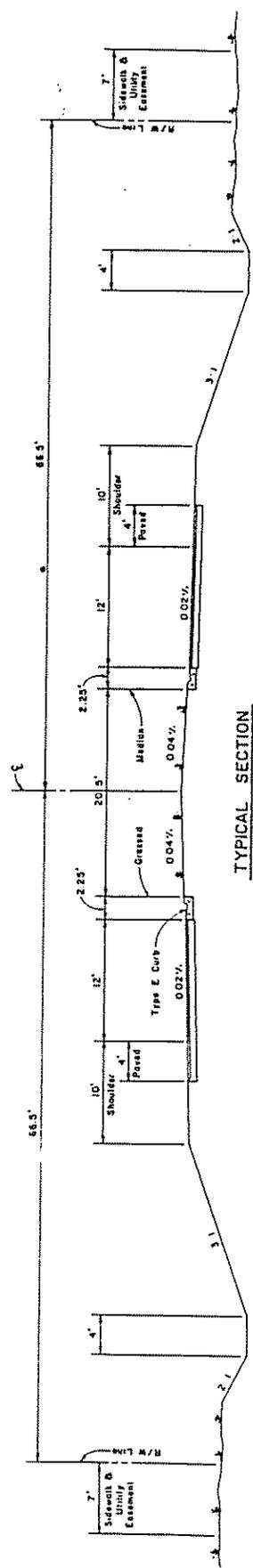
- GENERAL NOTES**
1. All dimensions shown on this plan are in feet and inches.
  2. All dimensions are to the centerline of the proposed road.
  3. All dimensions are to the centerline of the proposed road.
  4. All dimensions are to the centerline of the proposed road.
  5. All dimensions are to the centerline of the proposed road.
  6. All dimensions are to the centerline of the proposed road.
  7. All dimensions are to the centerline of the proposed road.
  8. All dimensions are to the centerline of the proposed road.
  9. All dimensions are to the centerline of the proposed road.
  10. All dimensions are to the centerline of the proposed road.



NO.	DESCRIPTION	DATE
1	PRELIMINARY PLAN	11/15/78
2	REVISED PLAN	12/15/78
3	REVISED PLAN	1/15/79
4	REVISED PLAN	2/15/79
5	REVISED PLAN	3/15/79
6	REVISED PLAN	4/15/79
7	REVISED PLAN	5/15/79
8	REVISED PLAN	6/15/79
9	REVISED PLAN	7/15/79
10	REVISED PLAN	8/15/79
11	REVISED PLAN	9/15/79
12	REVISED PLAN	10/15/79
13	REVISED PLAN	11/15/79
14	REVISED PLAN	12/15/79
15	REVISED PLAN	1/15/80
16	REVISED PLAN	2/15/80
17	REVISED PLAN	3/15/80
18	REVISED PLAN	4/15/80
19	REVISED PLAN	5/15/80
20	REVISED PLAN	6/15/80
21	REVISED PLAN	7/15/80
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44	REVISED PLAN	6/15/82
45	REVISED PLAN	7/15/82
46	REVISED PLAN	8/15/82
47	REVISED PLAN	9/15/82
48	REVISED PLAN	10/15/82
49	REVISED PLAN	11/15/82
50	REVISED PLAN	12/15/82



**TYPICAL SECTION  
FINAL PHASE  
6 LANE URBAN**



**TYPICAL SECTION  
INITIAL PHASE**

**EXHIBIT E**

<p>THE MILFORD CORPORATION AND CYPRESS LAKES INDUSTRIAL PARK LTD. HOLLYWOOD LAND DEVELOPMENT CO., INC.</p>		<p><b>Wade-Trim</b> INCORPORATED 1000 W. 10th Street Tulsa, Oklahoma 74106 918-438-1111</p>		<p>PROPOSED TYPICAL SECTIONS "EAST-WEST CONNECTOR ROAD"</p>		<p>DATE: 11/21/84 BY: J.M.S.</p>
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## EXHIBIT F

### DESIGN STANDARDS FOR THE ULTIMATE SIX-LANE ENHANCED ARTERIAL CONFIGURATION OF THE EAST-WEST CONNECTOR ROAD AS DIRECTED BY PINELLAS COUNTY

1. The alignment for the proposed East-West Connector Road, as shown on Exhibits "D" and "E", should provide a 65 mph design speed, or as approved by Pinellas County such that posted speed may be 55 mph, with maximum curvature of 4.75 degrees, and a maximum super elevation rate of 8%. The super elevation of curves #3 and #4 of Exhibits "D" and "E" will be designed initially for speeds less than 65 mph since these curves will be reconstructed in the future within the designated right of way pursuant to Exhibits "D" and "E" to accommodate overpasses and interchanges.
2. Minimum of 133 ft. right-of-way requirement is needed to facilitate compliance with the design of the six-lane major arterial using curb and gutter cross section with sidewalk and utility easements not to exceed 7 feet on either side of the road to be granted by the developer.
3. The East-West Connector will be an evacuation route, therefore, minimum roadway elevation will be above the 100 year flood level.
4. Intersection configuration of the East-West Connector Road at Race Track Road to be determined by the Northeast Pinellas Highway Corridor Study, however, the Developer will not provide this design.
5. Intersections/median openings at 66+00, 73+00, 92+00, and 97+00 will be closed when the road becomes a controlled access facility.
6. Overpass and interchange geometry shall be consistent with 55 mph posted speed at station 82+00, as shown in Exhibits "D" and "E", however, the Developer will not provide this final design.
7. The enhanced arterial designation of the East-West Connector Road is defined in the adopted Pinellas County Year 2010 Long Range Highway Plan. This designation includes the limitation or elimination of curb and median openings, the provision of access to adjacent property by means of service roads or an internal network of streets, the construction of interchanges at selected intersections, and the establishment of land use control measure where applicable to protect the roadway capacity.

EXHIBIT G

PHASE II IMPROVEMENTS

- (1) Construct a six-lane divided arterial on SR 584 from SR 586 to Forest Lakes Boulevard.
- (2) Construct a four-lane undivided arterial on SR 586 from U.S. 19 to McMullen Booth Road.
- (3) Construct a two-lane divided arterial on SR 586 from McMullen Booth Road to SR 584.
- (4) Construct a two-lane divided arterial referred to as the East-West Connector Road from Forest Lakes Boulevard to Race Track Road.
- (5) Construct a four-lane undivided arterial on Linebaugh Avenue from Sheldon Road to Gunn Highway.
- (6) Provide signalization, when warranted, at the intersection of SR 590 and Main Street.
- (7) Provide an exclusive right turn lane northbound at the intersection of SR 586 and SR 584.

EXHIBIT H

PHASE III IMPROVEMENTS

- (1) Construct a six-lane divided arterial on SR 580 from U.S. 19 to McMullen Booth Road.
- (2) Construct an eight-lane divided arterial on SR 580 from Race Track Road to Waters Avenue.
- (3) Construct an eight-lane divided arterial on SR 584 from SR 586 to Forest Lakes Boulevard.
- (4) Construct a four-lane divided arterial on SR 586 from U.S. 19 to McMullen Booth Road.
- (5) Construct a four-lane undivided arterial on SR 586 from McMullen Booth Road to SR 584.
- (6) Construct a two-lane divided arterial on Forest Lakes Boulevard from SR 584 to the East-West Connector Road.
- (7) Construct a six-lane divided arterial on the East-West Connector Road from Forest Lakes Boulevard to Race Track Road.
- (8) Construct a four-lane divided arterial on Linebaugh Avenue from Sheldon Road to Gunn Highway.
- (9) Provide an exclusive left turn lane east bound and an exclusive left turn westbound at the intersection of SR 580 and McMullen Booth Road.
- (10) Provide an exclusive right turn lane northbound, add a through lane northbound, add an exclusive right turn lane southbound, add a through lane southbound, and add an exclusive left turn lane east bound at the intersection of SR 590 and Bayshore Road.
- (11) Provide a signal, when warranted, at the intersection of Race Track Road and Mobley Road.
- (12) Provide an exclusive right turn lane northbound, add an exclusive right turn lane southbound, and add an exclusive right turn lane east bound at the intersection of SR 584 and Forest Lakes Boulevard.

## EXHIBIT I

### PHASE IV IMPROVEMENTS

- (1) Construct a six-lane freeway on SR 580 from Race Track Road to Waters Avenue.
- (2) Construct a six-lane expressway on SR 584 from SR 586 to Forest Lakes Boulevard.
- (3) Construct a two-lane divided arterial on Race Track Road from SR 580 to the East-West Connector Road.
- (4) Construct a two-lane divided arterial on Race Track Road from the East-West Connector Road to Mobley Road.
- (5) Provide an exclusive right turn lane northbound, add an exclusive right turn lane east bound, and add an exclusive right turn lane westbound at the intersection of SR 586 and McMullen Booth Road.
- (6) Provide an exclusive right turn lane northbound, add an exclusive left turn lane northbound, add an exclusive right turn lane southbound, add an exclusive left turn lane southbound, add an exclusive right turn lane eastbound, and add an exclusive right turn lane westbound at the intersection of SR 580 and McMullen Booth Road.
- (7) Provide an exclusive left turn lane eastbound at the intersection of SR 590 and Main Street.
- (8) Provide an additional through lane northbound at the intersection of SR 590 and Bayshore Road.
- (9) Provide an additional through lane northbound at the intersection of SR 584 and SR 586.

EXHIBIT H

PHASE III IMPROVEMENTS

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- (2) Construct an eight-lane divided arterial on SR 580 from Race Track Road to Waters Avenue.
- (3) Construct an eight-lane divided arterial on SR 584 from SR 586 to Forest Lakes Boulevard.
- (4) Construct a four-lane divided arterial on SR 586 from U.S. 19 to McMullen Booth Road.
- (5) Construct a four-lane undivided arterial on SR 586 from McMullen Booth Road to SR 584.
- (6) Construct a two-lane divided arterial on Forest Lakes Boulevard from SR 584 to the East-West Connector Road.
- (7) Construct a six-lane divided arterial on the East-West Connector Road from Forest Lakes Boulevard to Race Track Road.
- (8) Construct a four-lane divided arterial on Linebaugh Avenue from Sheldon Road to Gunn Highway.
- (9) Provide an exclusive left turn lane east bound and an exclusive left turn westbound at the intersection of SR 580 and McMullen Booth Road.
- (10) Provide an exclusive right turn lane northbound, add a through lane northbound, add an exclusive right turn lane southbound, add a through lane southbound, and add an exclusive left turn lane east bound at the intersection of SR 590 and Bayshore Road.
- (11) Provide a signal, when warranted, at the intersection of Race Track Road and Mobley Road.
- (12) Provide an exclusive right turn lane northbound, add an exclusive right turn lane southbound, and add an exclusive right turn lane east bound at the intersection of SR 584 and Forest Lakes Boulevard.

EXHIBIT I

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- (6) Provide an exclusive right turn lane northbound, add an exclusive left turn lane northbound, add an exclusive right turn lane southbound, add an exclusive left turn lane southbound, add an exclusive right turn lane eastbound, and add an exclusive right turn lane westbound at the intersection of SR 580 and McMullen Booth Road.
- (7) Provide an exclusive left turn lane eastbound at the intersection of SR 590 and Main Street.
- (8) Provide an additional through lane northbound at the intersection of SR 590 and Bayshore Road.
- (9) Provide an additional through lane northbound at the intersection of SR 584 and SR 586.