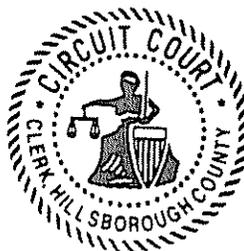


#207

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



P.O. Box 1110
Tampa, Florida 33601
Telephone (813) 276-8100

December 19, 2002

JOHN MEYER DRI COORDINATOR
TAMPA BAY REGIONAL PLANNING COUNCIL
9455 KOGER BOULEVARD SUITE 219
ST PETERSBURG FL 33702

Re: Resolution No. R02-275 - Amending the Development Order for
Wolf Creek Branch (DRI #207)

Dear Mr. Meyer:

Attached is a certified original of referenced resolution, which
was adopted by the Hillsborough County Board of County
Commissioners on December 10, 2002.

We are providing this original for your files.

Sincerely,


Gail M. Letzring
Manager, BOCC Records

jg

Attachment

FedEx#805649479793

cc: Board files (orig.)

Charles Gauthier, Chief, DCA Bureau of State Planning
(orig.ltr.)

Georgianne Ratliff, WilsonMiller, Inc. Attorney at Law(orig.
ltr.)

Susan Fernandez, Assistant County Attorney

John Healy, Senior Planner, Planning & Growth Management

Beth Novak, County Attorney's Office

Jim Glaros, Assistant Chief Deputy, Valuation, Property
Appraiser's Office

RESOLUTION NO. R02-275

RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF
HILLSBOROUGH COUNTY, FLORIDA, AMENDED AND
RESTATED DEVELOPMENT ORDER WOLF CREEK BRANCH
DEVELOPMENT OF REGIONAL IMPACT (DRI #207)

Upon Motion by Commissioner Norman, seconded by
Commissioner Hart, the following Resolution was adopted by a
vote of 5 to 1, Commissioner(s) _____,
Frank voting "No".

RECITALS

WHEREAS, on April 17, 1989, Magnolia Management Corporation, on behalf of the Corporation of the Presiding Bishop of the Church of Jesus Christ of Latterday Saints, a Utah corporation, filed with the Hillsborough County Board of County Commissioners an Application for Development Approval of a Development of Regional Impact ("DRI/ADA"), pursuant to the provisions of Section 380.06, Florida Statutes, on land legally described in Exhibit "A" attached hereto and incorporated herein by reference. The DRI/ADA, together with the associated Sufficiency Responses and all exhibits attached thereto or incorporated therein, all of which is on file with the Hillsborough County Planning and Growth Management Department and incorporated herein by reference, is referred to hereinafter as the "Application"; and

WHEREAS, said Application proposed construction of a RESIDENTIAL, COMMERCIAL and OFFICE PROJECT on approximately Six Hundred Twenty-Seven and Six-tenths (627.6) acres, located in South Hillsborough County, hereinafter referred to as "Wolf Creek Branch" or the "Project"; and

WHEREAS, on January 23, 1990, the Board of County Commissioners of Hillsborough County held a duly noticed public hearing on said Application and heard and considered testimony and other documents and evidence, received and considered the report and recommendation of the Tampa Bay Regional Planning Council, and solicited, received and considered reports, comments and recommendations from interested citizens, County agencies and the review and report of the Hillsborough County Administration; and

WHEREAS, the Board of County Commissioners of Hillsborough County, Florida, in regular meeting on January 23, 1990, adopted Resolution Number R90-0031 that approved the Application with conditions, as set forth in the Wolf Creek Branch DRI Development Order (hereinafter referred to as the "Development Order"); and

WHEREAS, on March 15, 1990, the Tampa Bay Regional Planning Council ("TBRPC") filed an administrative appeal of the Wolf Creek Branch DRI Development Order pursuant to Section 380.07, Florida Statutes (1987); and

WHEREAS, on May 8, 1990, the Board of County Commissioners of Hillsborough County, Florida, in regular meeting, adopted Resolution Number R90-0100 that approved a specific modification of Paragraph D.1.e of the Development Order to require commencement of physical development of Wolf Creek Branch within two years of the effective date of the amendment to the Development Order (hereinafter referred to as the "First Amendment"); and

WHEREAS, Magnolia Management Corporation commenced physical development of the Project in compliance with the terms of the Development Order and filed a Notification of a Proposed Change to a Previously Approved Development of Regional Impact ("NOPC") that requested an extension of the date of buildout under the Development Order by four (4) years and eleven (11) months, and an amendment to the Project's phasing schedule; and

WHEREAS, on August 25, 1992, the Board of County Commissioners of Hillsborough County, Florida, in regular meeting, adopted Resolution R92-0210 (hereinafter referred to as the "Second Amendment") that approved an extension of the date of buildout by four (4) years and eleven (11) months and an amendment to the Project's phasing schedule such that Phase I encompasses the dates of 1990 through November 30, 2001, Phase II encompasses dates ranging from 1997 through November 30, 2008, and Phase III encompasses dates ranging from 2004 through January 23, 2015 (hereinafter references to the Development Order shall include the original Development Order as amended by the First Amendment and the Second Amendment); and

WHEREAS, Property Reserve, Inc., a Utah corporation and wholly owned subsidiary of the Church of Jesus Christ of Latterday Saints (the "Developer"), acquired the Project by Special Warranty Deed dated November 14, 1991, and recorded November 26, 1991, at O.R. Book 6444, Page 1542 in the Public Records of Hillsborough County, Florida; and

WHEREAS, on November 21, 2001, the Developer filed an NOPC with Hillsborough County, the Tampa Bay Regional Planning Council, the Florida Department of Community Affairs and other review agencies requesting an extension of the buildout date for Phase 1 of the Project (or until November 30, 2007), revisions to the Map H Master Plan, an extension of the Development Order termination date, and an extension of the date by which Hillsborough County agrees not to downzone or reduce the intensity of the Project; and

WHEREAS, on August 6, 2002, the Developer filed the Response to Comments on the NOPC (hereinafter referred to as the "Response to Comments") with reviewing agencies; and

WHEREAS, on October 8, 2002, the Developer filed the Second Response to Comments; and

WHEREAS the NOPC proposes to amend the Development Order to: (a) extend the Project's Phase I buildout date to encompass the dates of 1990 through November 30, 2007; (b) extend the Development Order termination date until January 23, 2020; (c) extend the date by which Hillsborough County agrees not to downzone or reduce the intensity of the Project until January 24, 2020; and (d) to incorporate Revised Map H, dated August 1, 2002, attached hereto as Exhibit "B" and incorporated herein by reference, modified to reflect the extension of the

timeframe for Phase I of the Project until November 30, 2007 (hereinafter the above changes shall together be referred to as the "Proposed Changes"); and

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

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

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

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

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

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners of Hillsborough County, Florida, in regular meeting, duly assembled, this 10th day of December, 2002:

A. FINDINGS OF FACT

The Board of County Commissioners, having received the above-referenced documents, and having received all related comments, testimony and evidence submitted by all persons and members of the general public, and having considered the provisions of Chapter 380, Florida Statutes, concerning substantial deviations, finds that there is substantial, competent, clear and convincing evidence to support the following findings of fact:

1. The Board of County Commissioners of Hillsborough County, the local government body having jurisdiction over the review and approval of said DRI pursuant to Section 380.06, Florida Statutes, as amended, held a duly noticed public hearing on the Proposed Changes on December 10, 2002, in accordance with the requirements of Chapter 380, Florida Statutes.

2. The authorized agent of the Developer for all purposes herein is Georgianne Ratliff, WilsonMiller, Inc., 1101 Channelside Drive - Suite 400N, Tampa, Florida 33602.

3. All applicable statutory and regulatory procedures have been adhered to.

4. A comprehensive review of the impacts generated by the Proposed Changes has been conducted by Hillsborough County, the Tampa Bay Regional Planning Council ("TBRPC"), the Florida Department of Community Affairs ("DCA"), and other participating agencies.

5. The Development Order for the Wolf Creek Branch Development of Regional Impact, including the First Amendment, the Second Amendment, and the Proposed Changes, do not unreasonably interfere with the achievement of the objectives of the adopted State Land Development Plan applicable to the area and are consistent with the State Comprehensive Plan.

6. The Proposed Changes are consistent with all local land use development regulations and the local comprehensive plan.

7. The Proposed Changes are consistent with the report and recommendations of the Tampa Bay Regional Planning Council.

8. The Proposed Changes do not individually or cumulatively create additional regional impacts on transportation or other public facilities, including water, wastewater, drainage, solid waste, recreation and mass transit, nor do they create impacts that were not previously reviewed, nor meet or exceed any of the criteria set forth in Subsection 380.06 (19)(b), Florida Statutes, and as such no further development of regional impact review is necessary.

B. CONCLUSIONS OF LAW

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

1. These proceedings have been duly conducted pursuant to the applicable law and regulations and, based upon the record of these proceedings, the Developer is authorized to conduct the development as described herein, subject only to the terms and conditions of the Development Order, the First Amendment, the Second Amendment, and the amendments, conditions, restrictions and limitations set forth herein (the "Third Amendment").

2. The review by the County, TBRPC, DCA, and other participating agencies and interested citizens concludes that the impacts of the Third Amendment are adequately addressed pursuant to the requirements of Chapter 380, Florida Statutes.

3. The County has, at its proceedings, considered all previous changes and the Third Amendment, and determined that such changes do not individually or cumulatively constitute a substantial deviation requiring further DRI review pursuant to Section 380.06, Florida Statutes.

C. GENERAL PROVISIONS

Based on the above findings of fact and conclusions of law, it is ordered that the Third Amendment is approved subject to all terms and conditions of this Development Order, and the Wolf Creek Branch DRI Development Order, together with the First Amendment, the Second Amendment, and incorporating the Third Amendment, be amended and restated as set forth below:

1. This Resolution shall constitute the Amended and Restated Development Order of Hillsborough County for the Wolf Creek Branch Development of Regional Impact. Specific approval with conditions is granted for Phase I of the Project. Conceptual approval is granted for Phases II and III subject to a new traffic and air quality impact analysis as referenced in Paragraphs D. 1(c), 2 and 6 of this Amended and Restated Development Order.

2. The legal description set forth in Exhibit "A" is hereby incorporated into and by reference made a part of this Amended and Restated Development Order.

3. All provisions contained within the DRI/ADA and subsequent notices of proposed change shall be considered conditions of this Amended and Restated Development Order unless inconsistent with the terms and conditions hereof, in which case the terms and conditions of this Amended and Restated Development Order shall control.

4. The requirements of and conditions imposed by this Amended and Restated Development Order shall constitute regulations or restrictions which restrict the development of the real property. Following the adoption of this Amended and Restated Development Order, all plans for development on the referenced property shall be consistent with the conditions and restrictions recited herein. Such regulations and restrictions shall be binding upon all successors in interest to any of the parties hereto, including any entity which may assume any of the responsibilities imposed on the Developer by this Amended and Restated Development Order. It is understood that any reference herein to any governmental agency shall be construed to include 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 government agency.

5. If the Board of County Commissioners determines that any development on an individual tract or increment is not in substantial compliance with the Amended and Restated Development Order or any other provisions thereof are not complied with, all development on that increment or tract shall cease until the development activity in question is brought into compliance with the Amended and Restated Development Order.

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

7. In each instance in this Amended and Restated Development Order where the Developer is responsible for ongoing maintenance of facilities on the real property, the Developer may transfer any or all of his responsibilities to improve and maintain those facilities to an appropriate private body created to perform such responsibilities. Provided, however, that before such transfer may be effective, the body to which responsibility has been or will be transferred must be approved by the County and/or other agencies having jurisdiction, concurrent or otherwise, now or later, upon determination that the entity in question can and will be responsible to provide maintenance as required in this Amended and Restated Development Order, which approval shall not be unreasonably withheld.

8. In the event that any portion or section of this Amended and Restated 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 Amended and Restated Development Order, which shall remain in full force and effect.

9. Whenever this Amended and Restated Development Order provides for or otherwise necessitates reviews or determinations of any kind subsequent to its issuance, the right to review shall include all directly affected government agencies and departments as are or may be designated by the Board of County Commissioners of Hillsborough County to review developments set forth under applicable laws and rules governing Developments of Regional Impact.

10. Development activity constituting a substantial deviation from the terms or conditions of this Amended and Restated Development Order as defined by the criteria of Subsection 380.06(19), Florida Statutes, or other changes to the approved development plans which create a reasonable likelihood of additional adverse regional impact, or any other type of regional impact not previously reviewed by Hillsborough County and TBRPC, shall result in further development of regional impact review pursuant to Section 380.06, Florida Statutes.

11. The County Administrator of Hillsborough County shall be responsible for monitoring all terms and conditions of this Amended and Restated Development Order. For purposes of this condition, the County Administrator may rely upon or utilize information supplied by any Hillsborough County department or agency having particular responsibility over the area or subject involved. The County Administrator shall report to the Board of County Commissioners any findings of deviation from the terms and conditions of this Amended and Restated Development Order. In the event of a deviation, the County Administrator may issue a notice of such noncompliance to the Developer, or the County Administrator may immediately recommend that the Board of County Commissioners establish a hearing to consider such deviations.

12. The Developer shall file an annual report in accordance with Subsection 380.06(18), Florida Statutes, and appropriate rules and regulations. The report shall be submitted on Florida Department of Community Affairs Form BLWM-07-85, as amended. Such report

shall be due on the anniversary of the date of adoption by the Board of County Commissioners of this Amended and Restated Development Order for each following year until and including such time as all terms and conditions of this Amended and Restated Development Order are satisfied. Such report shall be submitted to the Hillsborough County Planning and Growth Management Department, which 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 Amended and Restated Development Order. The Developer shall be notified of any Board of County Commissioners' hearing wherein such report is to be reviewed. The receipt and review by the Board of County Commissioners shall not be considered a substitute or a waiver of any terms or conditions of this Amended and Restated Development Order. This 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, Florida Statutes; and

b. A description of all development activities proposed to be conducted under the terms of this Amended and Restated Development Order for the year immediately following the submittal of the Annual Report; and

c. A statement listing all Applications for Incremental Review required pursuant to this Amended and Restated 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 successors or assigns to this Amended and Restated Development Order; and

e. A statement describing how the Developer has complied with each term and condition of this Amended and Restated Development Order applicable when the Annual Report was prepared.

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

14. This Amended and Restated Development Order shall become effective upon the date of transmittal to the parties specified in Subsection 380.07(2), Florida Statutes, as amended.

15. The Developer has elected, pursuant to Subsection 380.06(5)(c), Florida Statutes, to be bound by the provisions of Chapters 403 and 373 and each Chapter's respective implementing rules and regulations in effect as of the effective date of this Amended and

Restated Development Order. Accordingly, to the extent that the provisions of Subsection 380.06(5)(c), Florida Statutes, affect the determination as to which laws, rules or regulations are applicable to the Development, said determination shall apply, notwithstanding any condition in this Amended and Restated Development Order to the contrary.

16. The Developer's commitments set forth in the DRI/ADA are summarized in Exhibit "C". These commitments shall be honored, except as they may be superseded by specific terms of the Amended and Restated Development Order.

D. SPECIFIC CONDITIONS

1. Phasing Schedule and Deadlines:

a. Development of Wolf Creek Branch shall proceed in accordance with the following proposed phasing schedule. The phasing of the project will be by square footage/dwelling units of development with the types of uses developed being determined by market conditions. The various uses can be traded based upon external trip generation allowing flexibility for the exact use mix. That is, the mix of multi-family residential units, single-family residential units, office and commercial square footage may vary within a given phase with the trade-off for such uses as provided in the DRI/ADA and summarized in the matrix attached as Exhibit "D". The transportation impacts of the proposed trade-offs will be subject to review and approval by Hillsborough County to ensure the number of external trips will not be exceeded. The total development within Phase I shall not exceed 1327 p.m. peak hour trips as reported in the DRI/ADA and shall not exceed the total number of Residential Units, Commercial or Office square footage for the entire Development, as shown in Table 1 below:

**TABLE 1
WOLF CREEK BRANCH DRI
PROPOSED PHASING SCHEDULE**

Use	Phase I 1990- 11/30/2007* ²	Phase II 1997- 11/30/2008* ¹	Phase III 2004-1/23/2015* ¹	Total
Residential Units	1,338	1,005	1,004	3,347
Single Family	852	640	639	2,131
Multi-Family	486	365	365	1,216
Commercial (S.F.)	100,000	150,000		250,000
Office (S.F.)	50,000	50,000		100,000

* The years shown are estimates only and do not prohibit development at a slower or faster rate, subject to the other conditions of this Amended and Restated Development Order.

¹ [Dates modified on August 25, 1992 pursuant to Hillsborough County Board of County Commissioners Resolution R92-0210, the "Second Amendment"]

² [Date modified on December 10, 02 pursuant to Hillsborough County Board of County Commissioners Resolution R02-275, the "Third Amendment"]

b. For purposes of this Amended and Restated Development Order, a phase shall be considered complete upon issuance of the last Certificate of Occupancy for the phase.

c. Specific final development approval is accorded to Phase I, subject to the conditions contained herein. As provided in Hillsborough County's Comprehensive Plan, such approval is for Phase I and not limited to the portion of the Development which has received Site Development Approval within two years following expiration of a development order's initial appeal period. Specific approval of Phases II and III shall require further analysis, pursuant to the provisions of Section 380.06, Florida Statutes, and amendment of the Amended and Restated Development Order to identify the impacts of each phase on air quality and transportation and to specify the measures which must be implemented to mitigate or cure these impacts.

d. Any amendments to the proposed phasing schedule, other than the described trade-off mechanism, shall be submitted to the County for review and approval, as required by Subsection 380.06(19), Florida Statutes, which approval shall not be withheld for mere acceleration or deceleration of phases if otherwise there is compliance with the terms of this Amended and Restated Development Order. Any significant departure in project buildout from the phasing schedule set forth in the DRI/ADA shall be subject to review to determine if such departure constitutes a substantial deviation pursuant to Subsection 380.06(19), Florida Statutes.

e. The physical development of Wolf Creek Branch shall begin within two years of the effective date of the First Amendment to the Development Order, Resolution R90-100. **[Compliance with this section has been met pursuant to Findings of Fact in the "Second Amendment", Resolution R92-0210]**

f. This Development Order shall remain in effect for a period up to and including January 23, 2020 [Date modified on December 10, 02 pursuant to Hillsborough County Board of County Commissioners Resolution R02-275, the "Third Amendment"]. No new construction shall commence after expiration of the Amended and Restated Development Order except as authorized pursuant to an amendment of this Amended and Restated Development Order. Any development activity for which plans have been submitted to the County for its review and approval prior to the expiration date of this Amended and Restated Development Order may be completed in accordance with the requirements of the Amended and Restated Development Order, if approved. This Amended and Restated Development Order may be extended by the Board of County Commissioners of Hillsborough County on the finding of excusable delay in any proposed development activity. However, any application for extension must be filed with Hillsborough County, TBRPC and the Department of Community Affairs ("DCA") a minimum of thirty (30) days prior to the expiration date of this Amended and Restated Development Order.

g. This Development shall not be subject to downzoning or intensity reduction until January 24, 2020 [Date modified on December 10, 02 pursuant to Hillsborough County Board of County Commissioners Resolution R02-275, the "**Third Amendment**"], unless the local government can demonstrate that substantial changes in the conditions underlying the approval of the Amended and Restated Development Order have occurred, or the Amended and Restated Development Order was based on substantially inaccurate information provided by the Developer, or that the change is clearly established by the local government to be essential to the public health, safety or welfare.

2. Transportation:

a. Monitoring. When Certificates of Occupancy have been issued for 1,000 detached single-family residential units (or equivalent thereof in terms of trip generation), an annual monitoring program to provide peak-hour traffic counts at the Development's entrances shall be instituted to verify that the projected number of external trips for the Development are not being exceeded. The Developer may perform a more detailed engineering survey to more accurately evaluate the results of the monitoring program. Project traffic counts shall be performed on an annual basis through build-out of Phase I. This information shall be supplied in the required Annual Report. If an Annual Report is not submitted within thirty (30) days of its due date or indicates that the total external trips exceed projected counts by more than fifteen percent (15%), Hillsborough County shall conduct a substantial deviation determination and, if the variance is determined to be a substantial deviation, may amend the Amended and Restated Development Order to change or require additional roadway improvements or other mitigation measures according to the results of a revised transportation analysis. The results of the study may also serve as a basis for the Developer or reviewing agencies to request Amended and Restated Development Order amendments. If the variance is determined to be a substantial deviation, the new traffic analysis required pursuant to Subsection 380.06(19) Florida Statutes, shall be based upon the results of the monitoring program and agreements reached at another transportation methodology meeting to be held prior to the preparation of the new analysis.

b. TSM. The Developer shall prepare and implement a Transportation Systems Management (hereinafter "TSM") program upon issuance of Certificates of Occupancy for 1,000 detached single-family residential units (or the equivalent thereof in terms of trip generation), which will divert a number of vehicle trips from the PM peak-hour which is consistent with the assumptions used to prepare the Application. Such a program shall be reviewed by Hillsborough County, the Hillsborough Area Regional Transit Authority ("HART"), the Tampa Urban Area Metropolitan Planning Organization ("MPO"), TBRPC and the Florida Department of Transportation ("FDOT"). The TSM program shall include a yearly assessment of the actual achievement of vehicle trips diverted from the peak hour as a result of the TSM measures. This assessment shall also include sufficient and appropriate documentation for all diversions claimed as a result of the implementation of each TSM measure. The results of the TSM program shall be

included in the Annual Report. If the Annual Report indicates that the total trip diversions are not being met and external traffic generated by the project is greater than what was estimated in the DRI analysis, Hillsborough County shall conduct a substantial deviation determination pursuant to Subsection 380.06(19), Florida Statutes, and amend the Amended and Restated Development Order to change TSM objectives and/or require additional roadway improvements. The results of the TSM study may also serve as a basis for the Developer or reviewing agencies to request Amended and Restated Development Order amendments reducing mitigation requirements.

The Developer shall join in the effort to create a Transportation Management Association ("TMA") in the immediate area of this development.

Development of the TSM program shall be in cooperation with FDOT, Hillsborough County, MPO, HART and TBRPC. Such a program shall seek to implement the TSM objectives and policies set forth in the Florida Transportation Plan and shall include, but not be limited to:

"Policy: Promote ride sharing by public and private sector employees.

Objectives:

*Increase urban area peak hour automobile occupancy rates by 10 percent by 1995 through expanded ride-sharing efforts.

*Increase peak hour occupancy rates for transit and other high occupancy vehicles by 20 percent by 1995.

c. Transit Amenities. The Developer shall provide transit amenities as specified in the approved zoning conditions.

d. Development Conditions. Traffic for Phase I creates no impacts which require either the monitoring of programmed improvements or construction of mitigative improvements to the road network affected by Wolf Creek Branch. Accordingly, there is no traffic mitigation requirement for Phase I. In the event that the monitoring program described in Paragraphs 2a. or 2b. above establishes that, because of a greater number of external trips for the Development than projected, the Development's transportation impact will require mitigation prior to the buildout of Phase I, the Developer shall, at its option, select one of the following alternatives to mitigate such transportation impacts.

(i) Option 1. Subphasing of the Development is acceptable subject to agreement by Hillsborough County and TBRPC as to the amount of development in the subphase and the existence of funding commitments for roadway improvements on affected roadways that would operate below LOS D at peak hour (C peak in rural areas) and the development consumes five percent or more of the existing LOS D peak hour (C peak rural) service volume of the facility. At the point in the development of Phase I at which roadway improvements are

required pursuant to TBRPC policy for which no funding commitments can be assured, development in the project shall be subject to a stop order. The stop order shall require a new traffic analysis or monitoring as appropriate.

(ii) Option 2. In the event that the monitoring program establishes that by virtue of greater external trips from the Development than projected, the commitments for transportation improvements are only adequate to accommodate a portion of Phase I of the Development, the capacity and loading of transportation facilities in the Wolf Creek Branch transportation study network shall be limiting factors in any subsequent approvals. Accordingly, in the event that the monitoring program establishes that by virtue of greater external trips from the Development than projected, the roadway study network will not maintain a satisfactory LOS D at peak hour (C peak in rural areas), the Developer shall prepare and provide Hillsborough County, the MPO, the FDOT and TBRPC, pursuant to the provisions of Section 380.06, Florida Statutes, with updated current traffic counts on the roadway study network and projections of traffic volumes that will result from the completion of construction of any previously approved portion of Phase I plus that to be generated by the portion for which the Developer is seeking approval. Each updated traffic analysis shall serve to verify the findings of the DRI traffic analysis or shall indicate alternative transportation improvements or mechanisms which, when implemented, will maintain the roadway study network at a satisfactory LOS D at peak hour (C peak in rural areas). Both the traffic counts and the projections of traffic volumes shall be prepared consistent with generally accepted traffic engineering practices and shall be reviewed and approved by Hillsborough County. Prior to any specific approval beyond initial subphase approval, the County or its designee shall insure in written findings of fact that the applicable roadways are operating at or above LOS D peak hour (C peak in rural areas), and that the expected trips to be generated by such approval would not cause the roadways to operate below LOS D at peak hour (C peak in rural areas).

e. The Developer shall be eligible for applicable transportation impact fee credits per the Hillsborough County Transportation Impact Fee Ordinance and Section 380.06, Florida Statutes.

3. Wetlands:

a. The portions of Wolf Creek Branch which meet the definition of preservation and/or conservation area as defined by Policies 10.1.2 and 10.3.1 of the Tampa Bay Regional Planning Council's Future of the Region (the "FRCRPP") as shown on Exhibit "E" attached hereto, shall be so designated and their ultimate disposition indicated on the revised General Development Plan submitted to Hillsborough County for Planned Development approval. The Developer shall provide a buffer zone, in accordance with applicable local and state regulations, around all preservation and conservation areas to provide an upland transition into the wetland areas and to protect the natural systems from development impact. No dredging, filling or development

activities shall be allowed within the preservation areas except to provide cross-access between the tracts within the development and between the development and property adjoining the development, as provided in the zoning conditions, and shall be subject to approval of the Environmental Protection Commission of Hillsborough County.

b. All modifications to on-site wetlands shall be carried out so as to substantially maintain existing natural hydroperiods, normal pool elevations and seasonal high water elevation pursuant to applicable local, State and Federal regulations, and as permitted by the Florida Department of Environmental Protection ("DEP") and the Southwest Florida Water Management District ("SWFWMD"). Documentation that the proposed modifications meet regulatory and permitting criteria shall be reported as part of each annual report beginning with commencement of construction or site clearing activity and continuing for three years following build-out.

c. Existing conservation area wetlands which are permitted to be altered or eliminated should be used as donor material for re-vegetation of mitigation areas where feasible.

d. All mitigation areas and littoral shelves shall be monitored quarterly for a period of one year and semi-annually for the next three years. Monitoring shall include species diversity composition, spreading (regeneration) and exotic species encroachment. Additional planting shall be required to maintain an 85 percent survival of planted species at the end of the three-year monitoring period.

e. Monitoring of wetlands and wetlands hydroperiods shall be performed by the Developer and a report thereof, including any significant adverse alterations to wetlands hydroperiods, shall be part of the annual report. If it is apparent to applicable regulatory agencies that preservation/conservation areas are being adversely affected beyond that predicted in the ADA, due to project development activities, Hillsborough County, and/or the applicable regulatory agency, shall notify the Developer and shall direct the development activity which is causing such adverse affects to cease until remedial measures have been taken to correct the hydroperiod imbalance. Documentation that required remedial measures have been implemented shall be provided in the annual report, if applicable.

f. All wetland losses shall be mitigated on a minimum 1 – 1 in-kind basis elsewhere on-site. Mitigation for wetland losses shall be implemented prior to or concurrent with any wetland disturbance.

g. In order to protect the natural values of preserved/conserved wetland areas, prior to development approval for each increment or phase, the Developer shall submit a wetland/lake management plan to TBRPC for review and to Hillsborough County, DEP and SWFWMD for approval. The plan shall address but not be limited to, wetlands to be preserved, proposed wetland/lake alteration, control of exotic species, mitigation of lost wetlands, control of on-site water quality, and methods for wetlands restoration/enhancement.

4. Flood Plains and Disaster Preparedness:

a. The Developer shall, in conjunction with the applicable state and local agencies, establish a plan for the safe evacuation of residents and employees from the project upon issuance of a Level D or E hurricane evacuation order. The plan shall discourage residents and employees from leaving the project during Level A, B or C evacuations except as necessary for health and safety considerations. The plan shall be provided to Hillsborough County, DCA and disaster preparedness officials for approval and TBRPC for review, prior to any Certificates of Occupancy being issued for development within the level D & E evacuation zone.

b. There shall be no impervious surfaces constructed within the 25-year flood plain, except minimal, properly permitted and mitigated intrusions for necessary roadways or easements.

c. Base floor elevations for all habitable structures and all roadway accesses to residential areas shall be at or above the 100-year floodplain elevation.

5. Soils:

a. The soil conservation measures referenced in the DRI/ADA on Pages 13-6, 14-3 and 14-4, at a minimum, shall be implemented.

b. The methods referenced in Pages 14-1 and 14-3 of the DRI/ADA to overcome problems associated with particular on-site soil types shall be implemented.

6. Air Quality:

a. Specific approval of Phases II and III shall require review of air quality, in the form of an updated air quality impact analysis as required by Chapter 380, Florida Statutes, and applicable rules and regulations of DEP and the Hillsborough County Environmental Protection Commission ("EPC"), with review and comment by TBRPC, and amendment of the Amended and Restated Development Order to incorporate necessary measures to alleviate project impact.

b. If pipelining is available and allowed for traffic impact mitigation for Phase II or III, air quality modeling shall be based upon parameters consistent with that option. Air quality modeling shall not be based on the improved road network set forth in Developer's response to Question 31 of the DRI/ADA, unless funding commitments by a responsible entity are confirmed.

c. Hillsborough County reserves the right to require mitigation measures or revision of the Master Plan to alleviate any potential impacts of the project on ambient air quality expected from any changes to the project which cause additional regional impact pursuant to Subsection 380.06(19), Florida Statutes.

d. The Developer shall, at minimum, implement the measures to reduce erosion, fugitive dust and air emissions referenced on pages 13-6, 14-3, 14-4 of the DRI/ADA.

7. Natural Vegetation and Wildlife:

a. Should any species which are listed in Section 39-27.003-005, Florida Administrative Code, be observed frequenting the site for nesting, feeding or breeding, proper protection/mitigation measures as required by applicable law, shall be employed immediately by the Developer in cooperation with the Florida Fish and Wildlife Conservation Commission ("FWCC").

b. Representative tracts of the pine-mesic oak forest and live oak hammock communities, listed on pages 12-4 and 18-1 of the DRI/ADA, shall be designated on the Master Site Plan and preserved on-site in a manner which will protect or enhance their continued natural function and value. These tracts should be located contiguously in order to maximize their natural value. The FWCC shall be consulted on the extent of these upland preservation areas.

c. Habitat areas of the Woodwardia areolata, the Snowy egret and the Gopher tortoise, as described in the DRI/ADA, shall be protected or enhanced and shall be designated on the Master Site Plan as protected habitat areas.

8. Historical and Archaeological Sites:

The discovery of any significant historical or archaeological resources during development activities shall be reported immediately to the Florida Division of Historical Resources. The disposition of such resources shall be determined in cooperation with the Division of Historical Resources and Hillsborough County Historical Commission. Any activity disturbing such resources shall cease until the disposition of such resources has been determined.

9. Utilities: Water Supply and Wastewater Treatment:

a. The Developer shall be responsible for maintenance of all on-site water and wastewater facilities unless dedicated to Hillsborough County.

b. The Developer shall be responsible for off-site expansion of the water distribution and wastewater collection systems, if any, including any oversizing that may be required for project hook-up as provided in the Future of Hillsborough Comprehensive Plan.

c. Disposal of hazardous waste, as defined by applicable regulations, into the sewer system is prohibited.

d. The selection of spray irrigation sites for Wolf Creek Branch shall be based on a complete analysis of the treated effluent and a detailed hydrogeological analysis of the sites to determine the potential for groundwater contamination from any hazardous waste or other pollutants. A groundwater monitoring program may be required in the event of on-site wastewater treatment and disposal.

e. The Developer shall pursue with Hillsborough County private interest cost-sharing in the construction of any needed new or expanded wastewater treatment facilities to serve Wolf Creek Branch and future surrounding development prior to seeking approval of a project specific interim wastewater treatment plant.

f. Should an interim wastewater treatment plant be proposed, it shall be subject to review and approval under applicable regulations of Hillsborough County in effect at the time of such application. The interim wastewater treatment plant shall only be located where a detailed hydrogeological analysis of the site determines low potential for groundwater contamination. In addition, a timetable, plan and system of standards shall be developed whereby Wolf Creek Branch will connect to regional wastewater facilities and close down its interim wastewater treatment plant.

g. The Developer shall be required to take back effluent utilizing a functional recovered water system capable of taking back an amount of effluent appropriate to the development in accordance with any uniformly applicable Hillsborough County Ordinance or Policy in effect at the time of detailed site plan approval.

h. Wolf Creek Branch sewer lines shall be monitored for leaks and ruptures once every three (3) years until such time as said lines are dedicated to Hillsborough County. The entity(ies) to carry out the monitoring shall be the Developer or its assigns. Faulty lines shall be replaced as quickly as possible.

i. Hillsborough County will provide, operate and maintain water service for each phase of the development.

j. An acceptable water use plan (potable and non-potable) shall be submitted to Hillsborough County, SWFWMD and the TBRPC for their approval prior to issuance of any project construction permits. The plan shall include at minimum:

(i) A phased estimate of the potable and non-potable water demands of Wolf Creek Branch.

(ii) Monitoring requirements to protect surface and groundwater resources from project development such as an interim wastewater treatment plant and percolation ponds, the stormwater drainage system, wastewater reuse and / or irrigation wells.

(iii) Xeriscape provisions.

- (iv) Well protection, pumping and abandonment requirements.
- (v) Non-potable use and source provisions including discussion of any reuse program and a scheduled irrigation plan.
- (vi) Hydrant installation, flow and testing requirements.
- (vii) An implementation timetable.
- k. Wolf Creek Branch shall utilize, to the maximum extent possible, the lowest quality water reasonably available and suitable for irrigation or other non-potable uses.
- l. Fire flow and pressure appropriate for the development shall be maintained within the Wolf Creek Branch water supply system.
- m. Developer shall be responsible for maintenance and operation of any on-site wells.
- n. Water saving devices shall be required in the project as mandated by the Florida Water Conservation Act (Section 553.14, Florida Statutes, 1985) and native vegetation shall be used in landscaping to the greatest extent feasible. The Developer shall use xeriscape techniques in areas where wastewater reuse is not feasible.
- o. Developer shall incorporate the Eastern Tampa Bay Water Use Cautionary Measures to the extent feasible.

10. Solid / Hazardous Waste:

- a. The collection, transportation, and disposal of solid waste is controlled by county ordinance(s) and shall take place in accordance with the terms of said ordinance(s).
- b. The Developer shall advise and encourage Wolf Creek Branch tenants, businesses, residents, etc. to:
 - (i) Avoid the generation of hazardous waste through proper usage of materials and good management practices.
 - (ii) Properly collect and separate hazardous waste from the normal solid waste stream and to properly dispose of said waste.
 - (iii) For generators to notify the Environmental Protection Commission of Hillsborough County that their operations generate hazardous waste in large quantities (over 1000kg / month), small quantities (100-1000 kg / month) or small quantities exempt (less than 100 kg / month) and to arrange for a verification inspection of their facilities.

11. Energy:

a. The Developer shall encourage all Wolf Creek Branch tenants, businesses, residents, etc. to:

(i) Use energy alternatives, such as solar energy, resource recovery, waste heat recovery and cogeneration, where economically feasible;

(ii) Obtain energy audits provided by energy companies or other qualified agencies;

(iii) Install water heater timers and set water heaters at 130 degrees Fahrenheit or lower;

(iv) Use landscaping and building orientation to reduce heat gain, where feasible, for all Wolf Creek Branch construction;

(v) Promote energy conservation by employees, buyers, suppliers and the public;

(vi) Reduce levels of operation of all air conditioning, heating, and lighting systems during non-business hours;

(vii) Institute and utilize recycling programs;

(viii) Utilize energy efficient packaging and/or recyclable materials; and

(ix) Install total energy systems on large facilities when cost effective.

b. The Developer shall implement the energy conservation measures referenced on Pages 25-3 to 25-5 of the DRI/ADA, including adherence to the Florida Energy Efficient Building Code, as appropriate.

c. Tampa Electric Company (TECO) has capability and will provide electricity for each phase of the development of Wolf Creek Branch.

12. Stormwater Management and Water Quality:

a. All stormwater management system components shall comply with Chapters 17-25, 40D-4 and 17-3, Florida Administrative Code, as well as any other applicable local, state and federal rules and regulations. Treatment shall be provided by biological filtration, wherever feasible.

b. The Developer shall institute and implement ground and surface water monitoring to assure that there is no degradation of water quality by development of the

project. Sampling locations shall be at two locations on Wolf Creek Branch, one where Wolf Creek enters the project site and a second where Wolf Creek exits the site. Samples will be taken twice – once at the end of the rainy season and again at the end of the dry season. The baseline sampling data and monitoring reports shall report the following: fecal coliform; dissolved oxygen; nutrients; pesticides; herbicides; pH; and heavy metals (including cadmium, copper, iron, lead and mercury). The baseline will be established before any site alteration. The monitoring program shall be initiated upon commencement of site alteration and shall continue through project buildout. SWFWMD and other appropriate agencies, pursuant to applicable law, will approve the parameters proposed to be tested, sampling location, methodologies, and frequencies, and shall review the monitoring results. All analytical methods and procedures used shall comply with the United States Environmental Protection Agency / Florida Department of Environmental Protection Quality Control Standards and Requirements (“EPA DEP Quality Control Standards”). If determined to be necessary by these agencies, the water quality monitoring program will be expanded concurrent with development of the project. Documentation that all required monitoring plans and mitigative measures have been implemented shall be provided to Hillsborough County as part of each annual report. Should the monitoring indicate that because of development of the project applicable state water quality standards are not being met, the violation which is or may be contributing to or causing the non-compliance, shall be reported to Hillsborough County immediately and, if caused by on-site activities, such on-site activities identified as causing the violation shall cease until the violation is corrected.

c. The Developer shall implement best management practices for reducing water quality impacts as recommended by currently adopted regulations of Hillsborough County and SWFWMD including a street cleaning program for parking and roadway areas within the development.

d. In the event of on-site wastewater treatment and disposal, assurance of protection of groundwater quality through the development of a groundwater monitoring program with appropriate sampling frequencies in compliance with EPA DEP Quality Control Standards shall be required. This program must be instituted prior to on-site wastewater treatment and disposal and continued periodically throughout the life of the project.

e. Prior to construction plan approval and the subsequent issuance of site alteration/building permits, the Master Stormwater Management Plan for Wolf Creek Branch shall be submitted to DEP and TBRPC for review, and to Hillsborough County and SWFWMD for approval. The stormwater management system for the development shall be designed, constructed and maintained to meet or exceed the requirements contained in Hillsborough County’s Stormwater Management Technical Manual. The appropriate design criteria to be used is that which is in effect at the time of Construction Plan submittal and review for a particular phase of the development. This condition shall not require the Developer to remove and replace or otherwise retrofit stormwater management structures and improvements that are in place pursuant to approved

construction plans if stormwater management design requirements/criteria change prior to development of a later phase.

f. All drainage and associated access easements necessary to accommodate any and all of the impacts of the Development shall be donated by the Developer to the County, as required, and in accordance with the appropriate County policy in effect at the time of the Construction Plan submittal and review. All easement documents associated with a particular parcel or phase must be fully executed and recorded prior to, or concurrent with, the issuance of Certificate(s) of Occupancy or plat approval, whichever is applicable, for the particular parcel or phase.

g. The Developer shall operate and maintain all on-site stormwater management facilities unless otherwise required or approved by the County.

13. Educational Facilities:

a. The Developer shall participate in the provision of adequate school facilities/personnel/equipment to serve the site by paying all education impact fees, present and future, which are applicable to the Wolf Creek Branch project.

b. No building permits shall be issued for Wolf Creek Branch without compliance with all applicable education impact fee requirements or confirmation of education facilities capacity to accommodate each proposed increment of development for which application for building permits is being made.

14. Fire Protection:

a. Prior to the issuance of building permits, the Developer shall provide documentation to Hillsborough County of adequate fire protection for the portions of the project then being developed, including functioning fire hydrants (in adequate numbers and locations), sprinkler systems and alarms in all non-residential buildings and appropriate fire flows and water pressure to serve each increment of the development for which approval is being sought.

b. Wolf Creek Branch shall be designed and constructed to meet or exceed state and local fire codes and regulations.

15. Economy:

a. Any excess infrastructure capacity constructed during Phase I which may be available to serve latter phases of the development shall be at the Developer's risk and shall not vest latter phase development rights.

b. Wolf Creek Branch shall encourage promotion of entrepreneurship and small and minority-owned business start-ups and provide for non-discriminatory employment opportunities.

c. Wolf Creek Branch development employers shall be encouraged to institute programs to provide child care facilities at the place of employment or as a cooperative effort with other businesses.

16. Recreation and Open Space:

a. The Wolf Creek Branch park(s) and recreational facilities shall be designated on the Master Site Plan and shall be accessible to the handicapped.

b. The Developer shall comply with the Hillsborough County Park Site Improvement Program (Ordinances 85-23 and 85-25E, as amended by 86-13 and 87-13) and land use, zoning and open space requirements.

c. Hillsborough County will be responsible for maintenance of all recreation and open space areas, which are accepted for dedication to Hillsborough County within the Wolf Creek Branch project. All recreation and open space not so dedicated will be maintained by the Developer.

17. Housing:

a. Wolf Creek Branch shall encourage the development of some living units as accessible by the handicapped.

b. In order to ensure that people will find adequate housing opportunities reasonably accessible to their places of employment, the Developer shall cooperate in conducting an analysis of housing needs to determine the availability of adequate housing in the impact area. This analysis and determination shall be accomplished using a methodology approved by DCA. If such analysis indicates that a substantial need for adequate housing exists, then the Developer shall further cooperate in the preparation of a Housing Affordability and Implementation Plan ("HAIP"). The HAIP shall comply with the goals and standards established by the FRCRPP, the adopted local government comprehensive plan, and all applicable rules and policies established by the state land planning agency prior to the commencement of construction.

18. General Conditions:

a. Prior to issuance of building permits, the Developer shall verify to the satisfaction of Hillsborough County that adequate solid waste disposal, water, wastewater, electricity, fire, emergency medical services and police capabilities and facilities are available for the building(s) that are the subject of such building permits.

b. The Developer shall record a Notice of Adoption of this Resolution in the Public Records of Hillsborough County, Florida, in accordance with Subsection 380.06(15), Florida Statutes, as amended.

c. If any section, subsection, sentence, clause or provision of this Amended and Restated Development Order is held invalid, illegal, or unconstitutional by a court of competent jurisdiction, such decision shall in no manner affect the remaining sections, subsections, sentences, clauses or provisions of this Amended and Restated Development Order, which shall remain in full force and effect.

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

I, RICHARD AKE, Clerk of the Circuit Court and Ex-Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its regular meeting of December 10, 2002 as same appears of record in Minute Book _____ of the Public Records of Hillsborough County, Florida.

Witness my hand and official seal this 19th day of December, 2002.

RICHARD AKE, Clerk

By: Julene W. Gregory
Deputy Clerk



APPROVED AS TO FORM AND LEGAL SUFFICIENCY

By: [Signature]
Assistant County Attorney

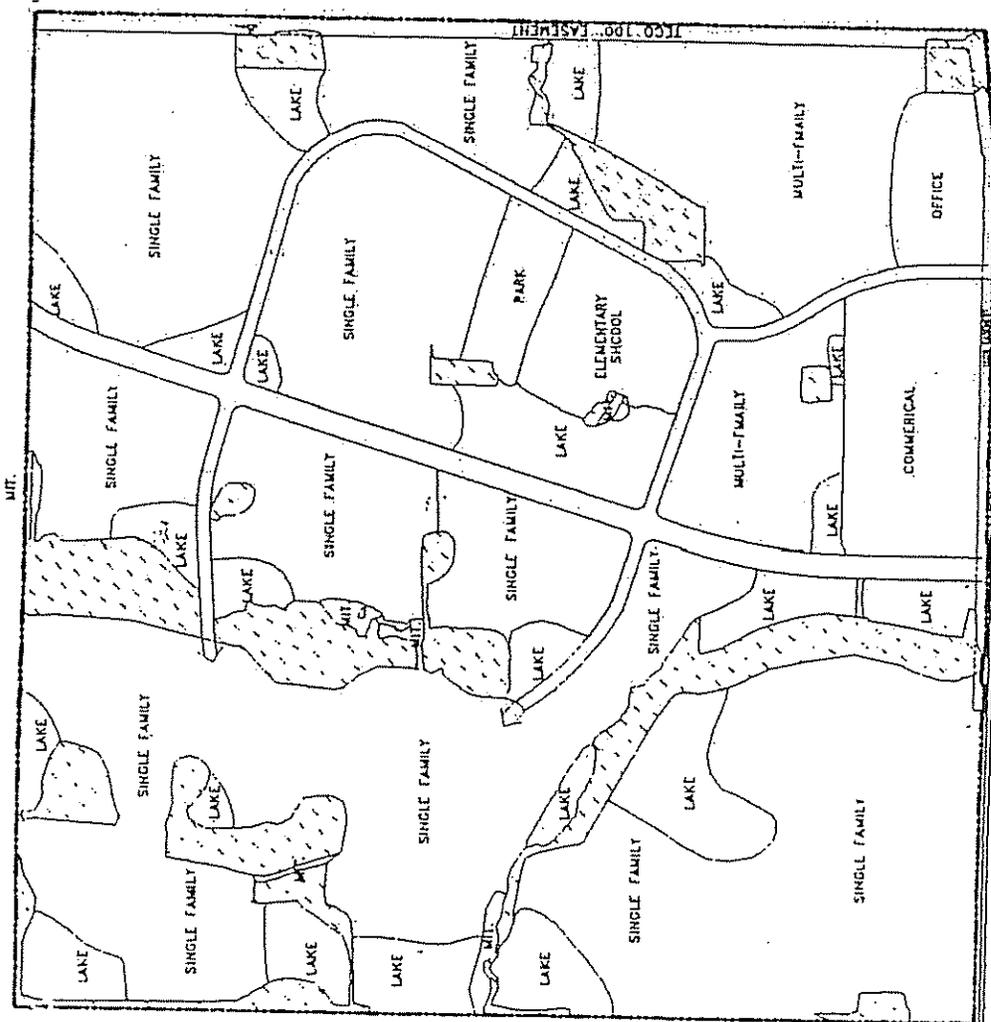
EXHIBIT A
Legal Description

All of Section 34, Township 31 South, Range 19 East, LESS right-of-way for 19th Avenue, and
LESS right-of-way for I-75, Hillsborough County, Florida.

SOURCE: Landmark Engineering & Surveying Corporation
Boundary Survey, July 25, 1986

EXHIBIT B

Map H (Revised August 1, 2002)



PROJECT PHASING SCHEDULE

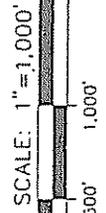
USE	PHASE I 1990 - 11/30/2007 1330	PHASE II 1990 - 11/30/2008 1005	PHASE III 2004 - 12/31/2016 1004	TOTAL
Residential Units	852	640	639	3347
Single Family	486	365	365	2131
Multi-Family	100,000 s.f.	150,000 s.f.		250,000 s.f.
Commercial	50,000 s.f.	50,000 s.f.		100,000 s.f.
Office		15 acres		15 acres
School		7.2 acres		7.2 acres
Park				

LAND USE SCHEDULE

USE	NET ACREAGE	UNITS	SQUARE FEET
Single Family	317.18	2131	
Multi-Family	60.75	1216	250,000
Commercial	25.02		100,000
Office	10.03		
Environmental Areas	64.82		
Retention (Lakes)	79.98		
Mitigation	3.35		
School	15.03		
Park	7.2		
Roads	29.12		
Utility Easement	15.14		
TOTAL	627.82	3347	350,000



NOTES:
Development pads are conceptual and subject to modifications, during more detailed design.
Depicts Environmental Areas



CLIENT: PROPERTY RESERVE, INC.

PROJECT: WOLF CREEK BRANCH DRI

TITLE: DEVELOPMENT CONCEPT MAP H

DATE: 08/01/2002	DATE: 08/01/2002
PROFESSIONAL SCALE: 1"=1,000'	PROFESSIONAL SCALE: 1"=1,000'
GRAPHIC SCALE: 1"=1,000'	GRAPHIC SCALE: 1"=1,000'
SEC TWP: RCE	SEC TWP: RCE
REL: F	REL: F
CROSS	CROSS
PROJECT NUMBER: 3572-000-000	

Wilson Miller
 Planners • Engineers • Ecologists • Surveyors • Landscape Architects • Transportation Consultants
 Wilson Miller, Inc.
 10000 North 15th Avenue, Suite 100, Fort Lauderdale, Florida 33322 • Phone 407-223-8500 • Fax 407-223-0020 • Website www.wilsonmiller.com

EXHIBIT "C"
DEVELOPER'S COMMITMENTS

1. Dedication of the proposed school site will be coordinated with the County's Public School System and will be provided in accordance with the County's School Impact Fee Ordinance. Should the School System determine that a school site within the project boundary is not necessary, or another school in close proximity to the site is more appropriate, the use of the proposed school site will convert to a park or single family development pod, as described in Question 12. In the event the site converts to a single family development pod, there would be no increase in the total number of residential units to be built.
2. In order to ensure that the park level of service standards are addressed "concurrent" with development, the applicant is proposing dedication of the neighborhood park site shown on the Master Plan during Phase II of the project development, if the option to dedicate property in lieu of payment of the impact assessment is agreed upon by the applicant and Hillsborough County. If the donation of the indicated site or an alternative site cannot be agreed upon with Hillsborough County, the identified site will become available for single family use without increasing the total number of residential units to be built in the project.
3. The applicant will implement corrective measures during development to minimize flooding problems. The corrective measures to be employed will include fill replacement for building pads prior to construction of foundations, use of anti-corrosive additives in concrete and sealants under structures.
4. The applicant will seek to minimize soil erosion during development along pond embankments and reservoirs by use of sod placement and soil stabilizers. Removal and replacement of unsuitable soils, filling to proper grade and compaction are corrective measures which will be used during the road and pavement process.
5. Development of the site will be in accordance with applicable Hillsborough County regulations governing land development and construction, including provisions to protect against soil erosions.
6. Some of the measure to be utilized in development of the property in order to minimize or avoid adversely affecting surface water quality include filtration resulting from conveyance through a network of detention ponds and, where feasible, grass swale sections prior to discharge to receiving creeks. Additional secondary treatment through freshwater marshes and freshwater swamps will be used where feasible to minimize potential for the degradation of over-all water quality discharge off-site.

7. Specific site characteristics will be incorporated into the drainage design to minimize potential adverse effects on both surface and groundwater quality. The system design will incorporate to the extent feasible, methods for management and treatment of stormwater runoff, including the following:
 - a. Maintaining, wherever practical, existing drainage basins and flow patterns;
 - b. Incorporation of natural wetlands into the drainage system as secondary stormwater treatment and for stormwater storage to the extent feasible;
 - c. Conservation of natural vegetation when practicable;
 - d. Use of grassed roadside and side yard swales wherever practical to promote infiltration and filtration of surface runoff;
 - e. Use of rear lot line filtration berms to provide filtration of runoff from minor areas where practicable;
 - f. Integration of pond areas within the drainage system to decrease discharge, promote infiltration, and provide volume for detention of first flush waters;
 - g. Where applicable, the use of underdrain systems will be employed to provide final filtration of first flush waters;
 - h. Where applicable, the use of littoral shelves in detention areas to provide additional filtration and treatment of stormwater runoff.
8. The stormwater management system will treat, to the extent required by law, stormwater runoff before discharging off-site or to the wetlands on-site.
9. The normal water levels in any artificially created lakes established adjacent to existing wetlands will be matched to the hydroperiod of the existing adjacent wetland in order to avoid altering the existing hydroperiod.
10. Mitigation for any necessary wetland impacts will be accomplished with lake littoral shelf plantings or creation of wetland areas on a one-to-one basis.
11. The finished floor elevations of any proposed building within the project site will be constructed at or above the 100-year flood elevation. Any fill that may be placed in the 100-year flood prone area will be compensated by a one-to-one mitigation for the volume placed from the natural grade to the 100-year flood elevation.
12. If wastewater treatment capacity is not available, any interim treatment plant to be constructed on-site will provide advance secondary treatment.

13. If required, operation and maintenance of the temporary treatment facility will be provided under an interim treatment plant agreement with the County.
14. If percolation ponds / spray irrigation is necessary to provide on-site effluent disposal, the sites will be located in the area of the development which has the lower average water table.
15. Septic tanks may be used for wastewater disposal during the construction phase of the project. However, there will be no permanent septic tanks with the site. Temporary septic tanks, if any, shall meet all applicable local, regional, and state laws and regulations.
16. Sinkholes are not expected on-site. However, should a sinkhole be encountered, a buffer in accordance with applicable FDER and EPCHC regulations will be maintained, thus eliminating the potential for water quality impacts to the surficial and / or Floridan aquifer.
17. The site will be designed to intercept runoff in catch basins and transmit the flows to detention lake systems via storm sewer pipes or grassed swales. The control structure for each proposed lake will be designed to remove sediment and floatable debris prior to discharging runoff off-site or into existing wetlands.
18. The construction of the stormwater management system will be adequate to meet or exceed the applicable requirements of SWFWMD and Hillsborough County.
19. The construction plans for the stormwater management system will be based on the design criteria that area in effect at the time of the Master Stormwater Drainage Plan approval.
20. Necessary drainage and access easements will be provided to Hillsborough County in accordance with applicable County regulations in effect at the time construction plans are submitted. Necessary easement documents associated with a parcel will be executed prior to issuance of certificates of occupancy or in conjunction with plat approval, whichever is applicable.
21. The lakes will provide water treatment which meets the Florida Department of Environmental Regulation's (FDER) requirements as specified under Chapter 40D-4, Florida Administrative Code (FAC) by allowing the water to either percolate into the natural soils or be treated by existing or created vegetated wetlands. If the soils analysis indicates that percolation into the natural soils is not reasonably practical, the site will use alternate methods, such as sand filter beds, which meet all agency requirements.
22. The lakes will be designed to attenuate and convey stormwater runoff and provide water quality treatment for the site. Stormwater runoff from developed areas of the

project will be directed to retention/detention areas for water quality treatment by filtration or assimilation prior to discharge off-site.

23. Discharge from the retention / detention basins is to be controlled by a system of water control structures, such as the modified FDOT inlet. The primary function of the control structures will be to regulate water levels in the lakes and to restrict the rate of runoff from the site to the downstream receiving water bodies.
24. Ponds incorporated with existing isolated wetlands will be designed to detain one inch of runoff from each pond's contributing drainage area.
25. In utilizing wetlands for water quality treatment, the volume of runoff required for treatment as per Chapter 17-25, F.A.C., will be detained within the isolated wetlands between the normal pool and high pool elevations.
26. The water quality treatment volume will be released gradually through a bleed-down device at a rate which will allow proper treatment.
27. The swales will be designed in accordance with Hillsborough County and SWFWMD requirements for a three-year storm event. To reduce the potential for mosquito breeding, the swales will be designed to remain dry under normal conditions and will contain standing water only for short periods of time.
28. Within parking lots and roadway areas, storm sewer systems will be utilized to collect and transport runoff to the lakes. The internal system of interconnected pipes and inlets will be designed on the basis of a storm event with a 3-year recurrence interval. The flows will be transmitted to a lake where sediments will be deposited and floatables skimmed from the runoff. The runoff will be treated to improve water quality using aquatic vegetation.
29. The post-development 25-year / 24-hour peak discharge will be maintained at the pre-development 10-year / 24-hour conditions through attenuation of runoff in the lakes.
30. The controlled water levels of the proposed detention system are to be designed to coincide with the existing topography.
31. Control elevations for ponds which utilize existing wetlands will be set according to the existing wetland's hydroperiod.
32. Adequate easements and rights-of-way for the stormwater management system will be dedicated for accessibility.
33. The water distribution system will be designed to meet Hillsborough County fire flow standards.

34. Any abandonment of wells would be performed in compliance with SWFWMD requirements.
35. All building design and construction for the project will meet applicable requirements of the Southern Building Code and the Florida Energy Efficient Building Code.
36. The developer will work with the HART Authority to accommodate transit usage by the Wolf Creek Branch patrons. Consideration will be given, as appropriate, to such items as lane widths, curve radii, pull-out bays, shelters, and information kiosks. The developer will also work with the Hillsborough County MPO in supporting their car and van pooling programs.
37. It is estimated, at project buildout, the single family net density should not exceed seven (7) dwelling units per acre and the multi-family should not exceed a net density of twenty (20) dwelling units per acre.
38. Final mitigation alternatives for jurisdictional wetlands will be resolved after official jurisdictional delineations have been completed, desired location of improvements determined, and mitigation plans are submitted to applicable environmental agencies.
39. Any additional access points off of 19th Avenue N.E. and 30th Street will be consistent with the major access analysis provided in the ADA.
40. Stormwater discharge will be designed to not adversely affect any off-site locations when compared to existing conditions.
41. The peak flow to Wolf Branch Creek as calculated for existing conditions will be maintained post development.
42. Trees requiring protection by Hillsborough County Parks Department will be barricaded and well-marked prior to construction.
43. Where appropriate, rim and drainage ditches will be filled to natural grade to re-establish a natural wetland edge. Wetlands to be "incorporated into lakes" will be designed to function as one system with the lake. Hydroperiods will be the same. Existing vegetation in the wetlands in such instances will not be disturbed, rather the lake will expand the present wetland acreage. Hydroperiods will be determined during the wetlands delineation / field staking process.
44. All protected areas will be clearly marked in the field prior to any earth moving activities. Slopes grading towards wetlands will be stabilized with vegetation as soon as possible following disturbance of existing grades. Hay bale barriers will be kept in place along the wetland fringe to control sedimentation at construction sites until affected slopes are stabilized. As soon as feasible, stormwater from

construction sites will be directed into proposed retention ponds to reduce surface runoff. Silt screens will be utilized where dredge and fill activities with wetlands warrant their use.

45. The applicant will engage in water quality monitoring as required by applicable laws and regulations.
46. Should any significant archaeological or historical resources be discovered on site during development, a professional archaeologist will be contracted to review and remove the resources prior to any further development activities, likely to jeopardize those resources, being conducted in the immediate areas in which discoveries are made. The Division of Historical Resources will also be contacted prior to beginning or continuing such development activities in the vicinity of the resource.
47. If Hillsborough County expands its existing recycling program to include the Wolf Creek Branch site, the applicant will participate in the program.
48. Where feasible, the applicant will incorporate provisions of the Hillsborough County Sheriff's Department Crime Prevention Through Environmental Design (CPTED) program.
49. The upland area as shown in Exhibit "E", located within the conservation area in the north-central area of the site, will not be developed but may be utilized for mitigation if approved for such purposes by an administrative or permitting agency responsible for reviewing a mitigation plan.

EXHIBIT "D"

Matrix Summarizing Trade-Off Mechanism

Conversion of Land Use From:

Conversion of Land Use To:

1 Single-Family d.u.	= 1.7 Multi-Family d.u.
1 Single-Family d.u.	= 111 s.f. of Retail
1 Single-Family d.u.	= 191 s.f. of Office
1 Multi-Family d.u.	= 0.46 Single-Family d.u.
1 Multi-Family d.u.	= 52 s.f. of Retail
1 Multi-Family d.u.	= 88 s.f. of Office
1,000 s.f. of Retail	= 0 units of other uses (1)
1,000 s.f. of Office	= 0.60 Single-Family d.u.
1,000 s.f. of Office	= 1.0 Multi-Family d.u.
1,000 s.f. of Office	= 118 s.f. of Retail

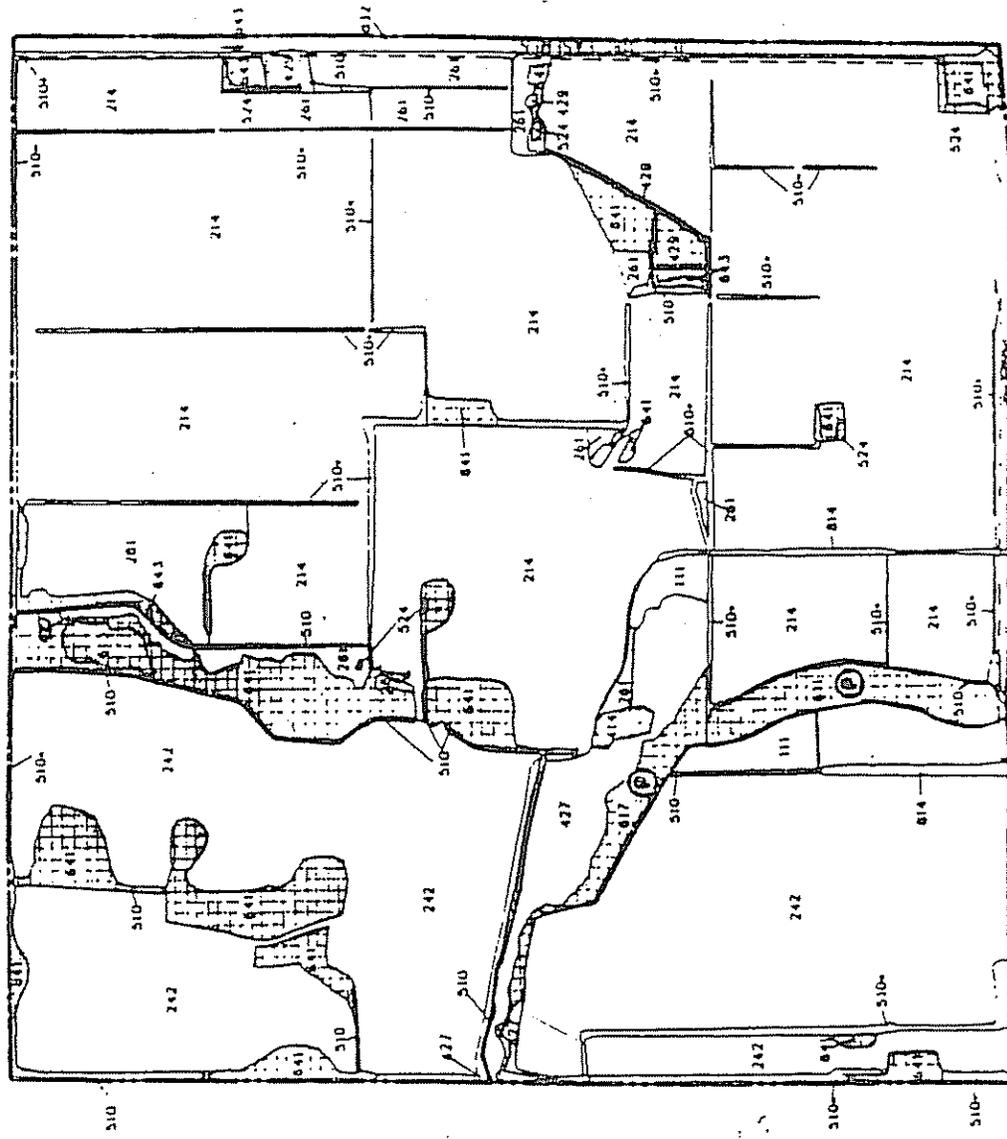
Notes: Conversions reported in the exhibit are based upon data and analysis provided in the Application.

(1) Other land uses cannot be increased from retail tradeoff based on shorter retail trip lengths.

EXHIBIT E

Preservation and/or Conservation Areas on site as defined in Policies 10.1.2 and 10.3.1 of the Tampa Bay Regional Planning Council's "Future of the Region – Comprehensive Regional Policy Plan."

EXHIBIT E



LEGEND

CODE	CLASSIFICATION
111	Fixed Single Family, Low Density
214	Row Crops
242	Sad Farm
261	Fallow Crop Lands
414	Pine-Mosaic Oak
427	Live Oak
429	Wax Myrtle
510*	Upland-Cut Ditches
510	Ditches
524	Farm Pond Less than 10 Acres
611	Bay Swamp
613	Gum Swamp
617	Mixed Wetland Hardwoods
641	Freshwater Marshes
643	Wet Prairies
814	Roads
832	Electrical Power Transmission Lines

	Conservation Areas, as defined by Future of the Region section 10.1.2
	Preservation Areas, as defined by Future of the Region section 10.3.1

SOURCE:
Florida Land Use, Uses and Farms Classification System
A Technical Manual
Florida DRI
July, 1983 2nd ed

EXISTING LAND USE/LAND COVER

July 1983
1/19/90

WOLF CREEK BRANCH DRI

FLD&E
planning / engineering / landscape architecture
1000 North State Street, Suite 100, Tampa, FL 33602 (813) 251-1111

RESOLUTION NO. R90-0100

RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS
OF HILLSBOROUGH COUNTY, FLORIDA
AMENDMENT TO DEVELOPMENT ORDER FOR WOLF CREEK BRANCH
DEVELOPMENT OF REGIONAL IMPACT (DRI #207)

Upon Motion by Commissioner Rodney Colson, seconded by
Commissioner Phyllis Busansky, the following Resolution was adopted by a
vote of 4 to 0, Commissioner(s) _____ v o t i n g
"No".

RECITALS

WHEREAS, on January 23, 1990, the Hillsborough County Board of County
Commissioners adopted Resolution No. R90-0031 (the "Development Order"),
issuing a Development Order approving, with conditions, the Wolf Creek Branch
Development of Regional Impact "(DRI)" for real property described as all of Section
34, Township 31 South, Range 19 East, Less right-of-way for 19th Avenue and Less
right-of-way for I-75 in Hillsborough County, Florida; and

WHEREAS, on March 15, 1990, the Tampa Bay Regional Planning Council
("TBRPC") filed an administrative appeal of the Wolf Creek Branch Development
Order pursuant to Section 380.07, Florida Statutes (1987); and

WHEREAS, TBRPC's appeal was based on their claim that the Development
Order included a provision which permitted the Developer to delay physical
commencement of the project for up to five (5) years; and

WHEREAS, Magnolia Management Corporation disputes TBRPC's claim and
contends that the Development Order for Wolf Creek Branch is adequate as written;
and

WHEREAS, Magnolia and TBRPC have negotiated and reached an agreement
as to specific revisions of the Development Order which, once adopted, would
resolve all the disputed issues on appeal.

NOW, THEREFORE, BE IT RESOLVED by the Board of County
Commissioners of Hillsborough County, Florida in regular meeting, duly
assembled, this 8th day of May, 1990 approved the following specific
revisions to the Development Order:

I. Paragraph D.1.e. on Page 7 of the Development Order is hereby
amended to read and substituted in its entirety with the following:

e. The physical development of Wolf Creek Branch shall
commence within two years of the effective date of this Amendment to the
Development Order.

II. The Development Order remains unchanged in all other respects.

III. The specific revisions to the Development Order approved hereby shall not constitute a substantial deviation requiring further development of regional impact review pursuant to Section 280.06(19), Florida Statutes.

IV. If any section, subsection, sentence, clause or provision of this Amendment to Development Order is held invalid, illegal, or unconstitutional by a court of competent jurisdiction, such decision shall in no manner affect the remaining sections, subsections, sentences, clauses or provisions of the this Amendment to Development Order which shall remain in full force and effect.

STATE OF FLORIDA)
)
COUNTY OF HILLSBOROUGH)

I, RICHARD AKE, Clerk of the Circuit Court and Ex-Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its regular meeting of May 8, 1990 as same appears of record in Minute Book 168 of the Public Records of Hillsborough County, Florida.

Witness my hand and official seal this 14th day of May, 1990.

RICHARD AKE, Clerk

By: Judith M. Nichols
Deputy Clerk

APPROVED AS TO LEGAL FORM AND SUFFICIENCY
Office of the County Attorney

By: John Ripper Wall
Attorney

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk of the Circuit Court and
Ex Officio Clerk of the Board of County Commissioners of
Hillsborough County, Florida, do hereby certify that the
above and foregoing is a true and correct copy of _____
Resolution No. R90-0100 - Amendment to Development Order
for Wolf Creek Branch Development of Regional Impact
(DRI #207)

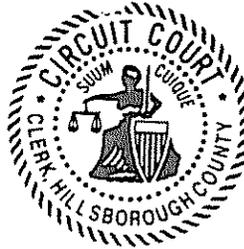
adopted by the Board in its regular meeting of
May 8, 1990, as the same appears of
record in MINUTE BOOK 168 of the Public Records of
Hillsborough County, Florida.

WITNESS my hand and official seal this 14th
day of May, 1990.

RICHARD AKE, CLERK

By: Judith M. Nichols
Deputy Clerk

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



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

January 30, 1990

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

Attn: Suzanne Cooper
DRI Coordinator

Re: Resolution No. R90-0031 - DRI #207 Development Order -
Wolf Creek Branch

Dear Ms. Cooper:

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

We are providing this certified copy for your official
files.

Sincerely,

RICHARD AKE
CLERK OF CIRCUIT COURT

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

Mailed 1/31/90

ELF:LT

cc: Board files (orig.)
Ed Lehman, State of Florida, Department of Community
Affairs
Jeff Miller, Director, Planning & Zoning
David L. Cooley, Attorney for Wolf Creek Branch, Magnolia
Management Corp.
John Dixon Wall, Assistant County Attorney

Enclosure

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk of the Circuit Court and
Ex Officio Clerk of the Board of County Commissioners of
Hillsborough County, Florida, do hereby certify that the
above and foregoing is a true and correct copy of _____
Resolution No. R90-0031 for DRI #207 Development Order -
Wolf Creek Branch, Magnolia Management Corporation

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

WITNESS my hand and official seal this 30th
day of January, 1990.

RICHARD AKE, CLERK

By: Judith M. Nichols
Deputy Clerk

RESOLUTION NO. R90-0031

RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS
OF HILLSBOROUGH COUNTY, FLORIDA
WOLF CREEK BRANCH
DEVELOPMENT OF REGIONAL IMPACT (DRI #207)

Upon Motion by Commissioner Poe, seconded by
Commissioner Padgett, the following Resolution was adopted by a
vote of 4 to 2, Commissioner(s) Busansky and Platt voting
"No".

RECITALS

WHEREAS, on April 17, 1989, Magnolia Management Corporation (hereinafter "Applicant" or "Developer") filed with the Hillsborough County Board of County Commissioners an Application for Development Approval of a Development of Regional Impact ("ADA"), pursuant to the provisions of Section 380.06, Florida Statutes, which, together with the associated Sufficiency Responses and all exhibits attached thereto or incorporated therein, all of which is attached hereto, marked as Composite Exhibit B and incorporated herein, and shall be referred to hereinafter as the "Application"; and

WHEREAS, said Application proposed construction of a RESIDENTIAL, COMMERCIAL and OFFICE PROJECT on approximately Six Hundred Twenty-Seven and Six-tenths (627.6) acres, located in South Hillsborough County, hereinafter referred to as "Wolf Creek Branch" or the "Development"; and

WHEREAS, the described project lies within the unincorporated area of Hillsborough County; and

WHEREAS, the Board of County Commissioners as the governing body of the local government having jurisdiction pursuant to Section 380.06, Florida Statutes, is authorized and empowered to consider Applications for Development Approval for Developments of Regional Impact; and

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

WHEREAS, the Zoning Hearing Master appointed pursuant to the Zoning Code of Hillsborough County (Ordinance 85-10), has reviewed the Application and filed a recommendation with the Board of County Commissioners; and

WHEREAS, the Board of County Commissioners of Hillsborough County has on January 23, 1990, held a duly noticed public hearing on said Application and has heard and considered testimony and other documents and evidence; and

WHEREAS, the Board of County Commissioners has received and considered the report and recommendation of the Tampa Bay Regional Planning Council; and

WHEREAS, the Board of County Commissioners has solicited, received and considered reports, comments and recommendations from interested citizens, County agencies and the review and report of the Hillsborough County Administration; and

WHEREAS, the Application has been reviewed in accordance with Chapter 380.06, Florida Statutes, as amended; and

WHEREAS, the culmination of that review requires the approval, denial, or approval with conditions, of the above-referenced Application.

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners of Hillsborough County, Florida in regular meeting, duly assembled, this 23rd day of January, 1990, that:

The above-referenced Application is approved with conditions, as set forth in the following Development Order, which is hereby adopted by the Hillsborough County Board of County Commissioners:

WOLF CREEK BRANCH DEVELOPMENT ORDER

A. FINDINGS OF FACT

The Hillsborough County Board of County Commissioners incorporates the above Recitals herein as true and accurate and makes the following additional general Findings of Fact:

1. The Magnolia Management Corporation has filed in accordance with Section 380.06, Florida Statutes, as amended, the Application for the Wolf Creek Branch Development of Regional Impact (DRI #207).
2. The Hillsborough County Board of County Commissioners is the local government governing body having jurisdiction over the review and approval of said Development of Regional Impact in accordance with Section 380.06, Florida Statutes, as amended.
3. The Board of County Commissioners is in receipt of notification from the Tampa Bay Regional Planning Council ("TBRPC") dated September 27, 1989 authorizing and requesting a public hearing be set for the Application.
4. Both the Zoning Hearing Master appointed pursuant to the Zoning Code of Hillsborough County and the Board of County Commissioners have scheduled and held public hearings on the above-referenced Application on December 18, 1989, and January 23, 1990, respectively.
5. Notice of these hearings has been properly given in advance of the date set for the hearings, with all parties afforded the opportunity to present evidence and argument on all issues, conduct cross-examination, and submit rebuttal evidence. Any member of the general public requesting to do so was given the opportunity to present written or oral communications.
6. The Board of County Commissioners has received and considered the TBRPC report on the Application.
7. The Board of County Commissioners has received and considered the recommendation of the Zoning Hearing Master and various other reports and information, including, but not limited to, the recommendation of the Hillsborough County Planning and Zoning staff.
8. The real property encompassed by this proposed Development of Regional Impact is described in Exhibit "A" attached hereto and made a part hereof by reference (the "Real Property"). It is not in an Area of Critical State Concern as designated pursuant to Section 380.05, Florida Statutes.
9. The nature, type, scope, intensity, density, costs and general impact of the proposed Development of Regional Impact is in the Application for Development Approval, the Sufficiency Responses and all exhibits attached thereto, all of which is attached as Composite Exhibit "B" (the "Application") and incorporated by reference herein.

10. All development shall occur in accordance with this Development Order and the Application.

11. A comprehensive review of the impact generated by the Development has been conducted by the Hillsborough County Administration, the Hillsborough County City-County Planning Commission, and the Tampa Bay Regional Planning Council and other affected agencies.

12. The authorized agents of the Applicant for all purposes herein are David L. Smith, Esquire and David L. Cooley, Esquire, Smith & Williams, P.A. , 712 South Oregon, Tampa, Florida 33606, and Georgianne Ratliff, Florida Land Design & Engineering, Inc., One North Dale Mabry, Suite 700, Tampa, Florida 33609.

B. CONCLUSIONS OF LAW

Based upon the compliance with the terms and conditions of this Development Order, provisions of the Application as set forth in Composite Exhibit "B", the reports, recommendations and testimony heard and considered by the Zoning Hearing Master, it is concluded that:

1. The Wolf Creek Branch Development of Regional Impact will not unreasonably interfere with the achievement of the objectives of the adopted Land Development Plan applicable to the area.

2. The Development is consistent with local land development regulations and is consistent with the local government comprehensive plan adopted pursuant to the Hillsborough County Local Government Comprehensive Planning Act, Chapter 75-390, Laws of Florida, as amended, and state and regional comprehensive plans.

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

4. The Hillsborough County Future Land Use Element designation for the area subject to the Application is Urban Level - 1 (UL-1). The land uses proposed in the Application are consistent with the policies of the adopted Future of Hillsborough County Comprehensive Plan.

5. In considering whether the Development should be approved subject to conditions, restrictions and limitations, Hillsborough County has considered the criteria stated in Section 380.06 and more specifically Subsection 380.06(14), Florida Statutes.

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

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

C. GENERAL PROVISIONS

1. This Resolution shall constitute the Development Order of Hillsborough County in response to the Application. Specific approval with conditions is granted for Phase I of the Wolf Creek Branch Development of

Regional Impact. Conceptual approval is granted for Phases II and III subject to a new traffic and air quality impact analysis as referenced in Specific Conditions 1(c), 2 and 6.

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

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

4. The requirements of and conditions imposed by this Development Order shall constitute regulations or restrictions which restrict the development of the Real Property. Following the adoption of this Development Order, all plans for development on the referenced property shall be consistent with the conditions and restrictions recited herein. Such regulations and restrictions shall be binding upon all successors in interest to any of the parties hereto including any entity which may assume any of the responsibilities imposed on the Developer by this Development Order. It is understood that any reference herein to any governmental agency shall be construed to include 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 government agency.

5. If the Board of County Commissioners determines that any development on an individual tract or increment is not in substantial compliance with the Development Order or any other provisions thereto are not complied with, all development on that increment or tract shall cease until the development activity in question is brought into compliance with the Development Order.

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

7. In each instance in this Development Order where the Developer is responsible for ongoing maintenance of facilities on the Real Property, the Developer may transfer any or all of his responsibilities to improve and maintain those facilities to an appropriate private body created to perform such responsibilities. Provided, however, that before such transfer may be effective, the body to which responsibility has been or will be transferred must be approved by the County, and/or other agencies having jurisdiction, concurrent or otherwise, now or later, 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.

8. 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.

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

10. Development activity constituting a substantial deviation from the terms or conditions of this Development Order as defined by the criteria of Subsection 380.06(19)(b), Florida Statutes, or other changes to the approved

development plans which create a reasonable likelihood of additional adverse regional impact, or any other type of regional impact not previously reviewed by Hillsborough County and TBRPC, shall result in further Development of Regional Impact ("DRI") review pursuant to Section 380.06, Florida Statutes.

11. The County Administrator of Hillsborough County shall be responsible for monitoring all terms and conditions of this Development Order. For purposes of this condition, the County Administrator may rely upon or utilize information supplied by any Hillsborough County department or agency having particular responsibility over the area or subject involved. The County Administrator shall report to the Board of County Commissioners any findings of deviation from the terms and conditions of this Development Order. In the event of a deviation, the County Administrator may issue a notice of such noncompliance to the Developer, or the County Administrator may immediately recommend that the Board of County Commissioners establish a hearing to consider such deviations.

12. The Developer shall file an annual report in accordance with Subsection 380.06(18), Florida Statutes, and appropriate rules and regulations. The report shall be submitted on Florida Department of Community Affairs Form BLWM-07-85, as amended. Such report shall be due on the anniversary of the date of adoption by the Board of County Commissioners of this Development Order for each following year until and including such time as all terms and conditions of this Development Order are satisfied. Such report shall be submitted to the Planning and Zoning Department which 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. The Developer shall be notified of any Board of County Commissioners' hearing wherein such report is to be reviewed. The receipt and review by the Board of County Commissioners shall not be considered a substitute or a waiver of any terms or conditions of this Development Order. This 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, Florida Statutes; and

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; and

c. A statement listing all Applications for 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 successors or assigns to this Development Order; and

e. A statement describing how the Developer has complied with each term and condition of this Development Order applicable when the Annual Report was prepared.

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

14. This Development Order shall become effective upon the date of transmittal to the parties specified in Subsection 380.07(2), Florida Statutes, as amended.

15. The Developer has elected, pursuant to Subsection 380.06(5)(c), Florida Statutes, to be bound by the provisions of Chapters 403 and 373 and each Chapter's respective implementing rules and regulations in effect as of the effective date of this Development Order. Accordingly, to the extent that the provisions of Subsection 380.06(5)(c), Florida Statutes, affect the determination as to which laws, rules or regulations are applicable to the Development, said determination shall apply, notwithstanding any condition in this Development Order to the contrary.

16. The Developer's commitments set forth in the Application are summarized in Exhibit "D". These commitments shall be honored, except as they may be superseded by specific terms of the Development Order.

D. SPECIFIC CONDITIONS

1. Phasing Schedule and Deadlines

a. Development of Wolf Creek Branch shall proceed in accordance with the following proposed phasing schedule. The phasing of the project will be by square footage/dwelling units of development with the types of uses developed being determined by market conditions. The various uses can be traded based upon external trip generation allowing flexibility for the exact use mix. That is, the mix of multi-family residential units, single-family residential units, office and commercial square footage may vary within a given phase with the trade-off for such uses as provided in the Application and summarized in the matrix attached as Exhibit "E". The transportation impacts of the proposed trade-offs will be subject to review and approval by Hillsborough County to ensure the number of external trips will not be exceeded. The total development within Phase I shall not exceed 1327 p.m. peak hour trips as reported in the Application and shall not exceed the total number of Residential Units, Commercial or Office square footage for the entire Development, as shown in Table 1 below:

TABLE 1
WOLF CREEK BRANCH DRI
PROPOSED PHASING SCHEDULE

Use	Phase I 1990 - 1996*	Phase II 1997 - 2003*	Phase III 2004 - 2010*	Total
Residential Units	1,338	1,005	1,004	3,347
Single Family	852	640	639	2,131
Multi-Family	486	365	365	1,216
Commercial (S.F.)	100,000	150,000		250,000
Office (S.F.)	50,000	50,000		100,000

* The years shown are estimates only and do not prohibit development at a slower or faster rate, subject to the other conditions of this Development Order.

b. For purposes of this Development Order, a phase shall be considered complete upon issuance of the last Certificate of Occupancy for the phase.

c. Specific final development approval is accorded to Phase I, subject to the conditions contained herein. As provided in Hillsborough County's Comprehensive Plan, such approval is for Phase I and not limited to the portion of the Development which has received Site Development Approval within two years following expiration of a development order's initial appeal period. Specific approval of Phases II and III shall require further analysis, pursuant to the provisions of Section 380.06, Florida Statutes, and amendment of the Development Order to identify the impacts of each phase on air quality and transportation and to specify the measures which must be implemented to mitigate or cure these impacts.

d. Any amendments to the proposed phasing schedule, other than the described trade-off mechanism, shall be submitted to the County for review and approval, as required by Subsection 380.06(19), Florida Statutes, which approval shall not be withheld for mere acceleration or deceleration of phases if otherwise there is compliance with the terms of this Development Order. Any significant departure in project buildout from the phasing schedule set forth in the Application shall be subject to review to determine if such departure constitutes a substantial deviation pursuant to Subsection 380.06(19), Florida Statutes.

e. The physical development of Wolf Creek Branch shall begin within five years of the effective date of this Development Order.

f. This Development Order shall remain in effect for a period of twenty-five years, up to and including January 23, 2015. No new construction shall commence after expiration of the Development Order except as authorized pursuant to an amendment of this Development Order. Any development activity for which plans have been submitted to the County for its review and approval prior to the expiration date of this Development Order may be completed in accordance with the requirements of the Development Order, if approved. This Development Order may be extended by the Board of County Commissioners of Hillsborough County on the finding of excusable delay in any proposed development activity. However, any application for extension must be filed with Hillsborough County, TBRPC and the Department of Community Affairs ("DCA") a minimum of thirty (30) days prior to the expiration date of this Development Order.

g. This Development shall not be subject to downzoning or intensity reduction until January 24, 2015, unless the local government can demonstrate that substantial changes in the conditions underlying the approval of the Development Order have occurred, or the Development Order was based on substantially inaccurate information provided by the Developer, or that the change is clearly established by the local government to be essential to the public health, safety or welfare.

2. Transportation

a. Monitoring. When Certificates of Occupancy have been issued for 1,000 detached single-family residential units (or the equivalent thereof in terms of trip generation), an annual monitoring program to provide peak-hour traffic counts at the Development's entrances shall be instituted to verify that the projected number of external trips for the Development are not being exceeded. The Developer may perform a more detailed engineering survey to more accurately evaluate the results of the monitoring program. Project traffic counts shall be performed on an annual basis through build-out of Phase I. This information shall be supplied in the required Annual Report. If an Annual Report is not submitted within thirty (30) days of its due date or indicates that the total external trips exceed projected counts by more than fifteen percent (15%), Hillsborough County shall conduct a substantial deviation determination and, if the variance is determined to be a substantial deviation, may amend the Development Order to change or require

additional roadway improvements or other mitigation measures according to the results of a revised transportation analysis. The results of the study may also serve as a basis for the Developer or reviewing agencies to request Development Order amendments. If the variance is determined to be a substantial deviation, the new traffic analysis required pursuant to Subsection 380.06(19) Florida Statutes, shall be based upon the results of the monitoring program and agreements reached at another transportation methodology meeting to be held prior to the preparation of the new analysis.

b. TSM. The Developer shall prepare and implement a Transportation Systems Management (hereinafter "TSM") program upon issuance of Certificates of Occupancy for 1,000 detached single-family residential units (or the equivalent thereof in terms of trip generation) which will divert a number of vehicle trips from the PM peak-hour which is consistent with the assumptions used to prepare the Application. Such a program shall be reviewed by Hillsborough County, the Hillsborough Area Regional Transit Authority ("HART"), the Tampa Urban Area Metropolitan Planning Organization ("MPO"), TBRPC and the Florida Department of Transportation ("FDOT"). The TSM program shall include a yearly assessment of the actual achievement of vehicle trips diverted from the peak hour as a result of the TSM measures. This assessment shall also include sufficient and appropriate documentation for all diversions claimed as a result of the implementation of each TSM measure. The results of the TSM program shall be included in the Annual Report. If the Annual Report indicates that the total trip diversions are not being met and external traffic generated by the project is greater than what was estimated in the DRI analysis, Hillsborough County shall conduct a substantial deviation determination pursuant to Subsection 380.06(19), Florida Statutes, and amend the Development Order to change TSM objectives and/or require additional roadway improvements. The results of the TSM study may also serve as a basis for the Developer or reviewing agencies to request Development Order amendments reducing mitigation requirements.

The Developer shall join in the effort to create a Transportation Management Association ("TMA") in the immediate area of this development.

Development of the TSM program shall be in cooperation with FDOT, Hillsborough County, MPO, HART and TBRPC. Such a program shall seek to implement the TSM objectives and policies set forth in the Florida Transportation Plan and shall include, but not be limited to:

"Policy: Promote ride sharing by public and private sector employees.

Objectives:

*Increase urban area peak hour automobile occupancy rates by 10 percent by 1995 through expanded ride-sharing efforts.

*Increase peak hour occupancy rates for transit and other high occupancy vehicles by 20 percent by 1995."

c. Transit Amenities. The Developer shall provide transit amenities as specified in the approved zoning conditions.

d. Development Conditions. Traffic for Phase I creates no impacts which require either the monitoring of programmed improvements or construction of mitigative improvements to the road network affected by Wolf Creek Branch. Accordingly, there is no traffic mitigation requirement for Phase I. In the event that the monitoring program described in Paragraphs 2a. or 2b. above establishes that, because of a greater number of external trips for the Development than projected, the Development's transportation impact will require mitigation prior to the

buildout of Phase I, the Developer shall, at its option, select one of the following alternatives to mitigate such transportation impacts.

(i) Option 1. Subphasing of the Development is acceptable subject to agreement by Hillsborough County and TBRPC as to the amount of development in the subphase and the existence of funding commitments for roadway improvements on affected roadways that would operate below LOS D at peak hour (C peak in rural areas) and the development consumes five percent or more of the existing LOS D peak hour (C peak rural) service volume of the facility. At the point in the development of Phase I at which roadway improvements are required pursuant to TBRPC policy for which no funding commitments can be assured, development in the project shall be subject to a stop order. The stop order shall require a new traffic analysis or monitoring as appropriate.

(ii) Option 2. In the event that the monitoring program establishes that by virtue of greater external trips from the Development than projected, the commitments for transportation improvements are only adequate to accommodate a portion of Phase I of the Development, the capacity and loading of transportation facilities in the Wolf Creek Branch transportation study network shall be limiting factors in any subsequent approvals. Accordingly, in the event that the monitoring program establishes that by virtue of greater external trips from the Development than projected, the roadway study network will not maintain a satisfactory LOS D at peak hour (C peak in rural areas), the Developer shall prepare and provide Hillsborough County, the MPO, the FDOT and TBRPC, pursuant to the provisions of Section 380.06, Florida Statutes, with updated current traffic counts on the roadway study network and projections of traffic volumes that will result from the completion of construction of any previously approved portion of Phase I plus that to be generated by the portion for which the Developer is seeking approval. Each updated traffic analysis shall serve to verify the findings of the DRI traffic analysis or shall indicate alternative transportation improvements or mechanisms which, when implemented, will maintain the roadway study network at a satisfactory LOS D at peak hour (C peak in rural areas). Both the traffic counts and the projections of traffic volumes shall be prepared consistent with generally accepted traffic engineering practices and shall be reviewed and approved by Hillsborough County. Prior to any specific approval beyond initial subphase approval, the County or its designee shall insure in written findings of fact that the applicable roadways are operating at or above LOS D peak hour (C peak in rural areas), and that the expected trips to be generated by such approval would not cause the roadways to operate below LOS D at peak hour (C peak in rural areas).

e. The Developer shall be eligible for applicable transportation impact fee credits per the Hillsborough County Transportation Impact Fee Ordinance and Section 380.06, Florida Statutes.

3. Wetlands

a. The portions of Wolf Creek Branch which meet the definition of preservation and/or conservation area as defined by Policies 10.1.2 and 10.3.1 of the Tampa Bay Regional Planning Council's Future of the Region (the "FRCRPP") as shown on Exhibit "C" attached hereto, shall be so designated and their ultimate disposition indicated on the revised General Development Plan submitted to Hillsborough County for Planned Development approval. The Developer shall provide a buffer zone, in accordance with applicable local and state regulations, around all preservation and conservation areas to provide an upland transition into the wetland areas and to protect the natural systems from development impact. No dredging, filling or development activities shall be allowed within the preservation areas except to provide cross-access between the tracts within the development and

between the development and property adjoining the development, as provided in the zoning conditions, and shall be subject to approval of the Environmental Protection Commission of Hillsborough County.

b. All modifications to on-site wetlands shall be carried out so as to substantially maintain existing natural hydroperiods, normal pool elevations and seasonal high water elevation pursuant to applicable local, State and Federal regulations, and as permitted by the Florida Department of Environmental Regulation ("DER") and the Southwest Florida Water Management District ("SWFWMD"). Documentation that the proposed modifications meet regulatory and permitting criteria shall be reported as part of each annual report beginning with commencement of construction or site clearing activity and continuing for three years following build-out.

c. Existing conservation area wetlands which are permitted to be altered or eliminated should be used as donor material for re-vegetation of mitigation areas where feasible.

d. All mitigation areas and littoral shelves shall be monitored quarterly for a period of one year and semi-annually for the next three years. Monitoring shall include species diversity composition, spreading (regeneration) and exotic species encroachment. Additional planting shall be required to maintain an 85 percent survival of planted species at the end of the three-year monitoring period.

e. Monitoring of wetlands and wetlands hydroperiods shall be performed by the Developer and a report thereof, including any significant adverse alterations to wetlands hydroperiods, shall be part of the annual report. If it is apparent to applicable regulatory agencies that preservation/conservation areas are being adversely affected beyond that predicted in the ADA, due to project development activities, Hillsborough County, and/or the applicable regulatory agency, shall notify the Developer and shall direct the development activity which is causing such adverse affects to cease until remedial measures have been taken to correct the hydroperiod imbalance. Documentation that required remedial measures have been implemented shall be provided in the annual report, if applicable.

f. All wetland losses shall be mitigated on a minimum 1 - 1 in-kind basis elsewhere on-site. Mitigation for wetland losses shall be implemented prior to or concurrent with any wetland disturbance.

g. In order to protect the natural values of preserved/conserved wetland areas, prior to development approval for each increment or phase, the Developer shall submit a wetland/lake management plan to TBRPC for review and to Hillsborough County, DER and SWFWMD for approval. The plan shall address, but not be limited to, wetlands to be preserved, proposed wetland/lake alterations, control of exotic species, mitigation of lost wetlands, control of on-site water quality, and methods for wetlands restoration/enhancement.

4. Flood Plains and Disaster Preparedness

a. The Developer shall, in conjunction with the applicable state and local agencies, establish a plan for the safe evacuation of residents and employees from the project upon issuance of a Level D or E hurricane evacuation order. The plan shall discourage residents and employees from leaving the project during Level A, B or C evacuations except as necessary for health and safety considerations. The plan shall be provided to Hillsborough County, DCA and disaster preparedness officials for approval and TBRPC for review, prior to any Certificates of Occupancy being issued for development within the level D & E evacuation zone.

b. There shall be no impervious surfaces constructed within the 25-year flood plain, except minimal, properly permitted and mitigated intrusions for necessary roadways or easements.

c. Base floor elevations for all habitable structures and all roadway accesses to residential areas shall be at or above the 100-year floodplain elevation.

5. Soils

a. The soil conservation measures referenced in the Application on Pages 13-6, 14-3 and 14-4, at a minimum, shall be implemented.

b. The methods referenced in Pages 14-1 and 14-3 of the Application to overcome problems associated with particular on-site soil types shall be implemented.

6. Air Quality

a. Specific approval of Phases II and III shall require review of air quality, in the form of an updated air quality impact analysis as required by Chapter 380, Florida Statutes, and applicable rules and regulations of DER and the Hillsborough County Environmental Protection Commission ("EPC"), with review and comment by TBRPC, and amendment of the Development Order to incorporate necessary measures to alleviate project impact.

b. If pipelining is available and allowed for traffic impact mitigation for Phase II or III, air quality modelling shall be based upon parameters consistent with that option. Air quality modelling shall not be based on the improved road network set forth in Developer's response to Question 31 of the Application, unless funding commitments by a responsible entity are confirmed.

c. Hillsborough County reserves the right to require mitigation measures or revision of the Master Plan to alleviate any potential impacts of the project on ambient air quality expected from any changes to the project which cause additional regional impact pursuant to Subsection 380.06(19), Florida Statutes.

d. The Developer shall, at minimum, implement the measures to reduce erosion, fugitive dust and air emissions referenced on pages 13-6, 14-3 and 14-4 of the ADA.

7. Natural Vegetation and Wildlife

a. Should any species which are listed in Section 39-27.003-005, Florida Administrative Code, be observed frequenting the site for nesting, feeding or breeding, proper protection/mitigation measures as required by applicable law, shall be employed immediately by the Developer in cooperation with the Florida Game and Fresh Water Fish Commission.

b. Representative tracts of the pine-mesic oak forest and live oak hammock communities, listed on pages 12-4 and 18-1 of the ADA, shall be designated on the Master Site Plan and preserved on-site in a manner which will protect or enhance their continued natural function and value. These tracts should be located contiguously in order to maximize their natural value. The Florida Game and Fresh Water Fish Commission shall be consulted on the extent of these upland preservation areas.

c. Habitat areas of the Woodwardia areolata, the Snowy egret and the Gopher tortoise, as described in the Application, shall be protected or enhanced and shall be designated on the Master Site Plan as protected habitat areas.

8. Historical and Archaeological Sites

The discovery of any significant historical or archaeological resources during development activities shall be reported immediately to the Florida Division of Historical Resources. The disposition of such resources shall be determined in cooperation with the Division of Historical Resources and Hillsborough County Historical Commission. Any activity disturbing such resources shall cease until the disposition of such resources has been determined.

E. PUBLIC UTILITIES

1. Utilities: Water Supply and Wastewater Treatment

- a. The Developer shall be responsible for maintenance of all on-site water and wastewater facilities unless dedicated to Hillsborough County.
- b. The Developer shall be responsible for off-site expansion of the water distribution and wastewater collection systems, if any, including any oversizing that may be required for project hook-up as provided in the Future of Hillsborough Comprehensive Plan.
- c. Disposal of hazardous waste, as defined by applicable regulations, into the sewer system is prohibited.
- d. The selection of spray irrigation sites for Wolf Creek Branch shall be based on a complete analysis of the treated effluent and a detailed hydrogeological analysis of the sites to determine the potential for groundwater contamination from any hazardous waste or other pollutants. A groundwater monitoring program may be required in the event of on-site wastewater treatment and disposal.
- e. The Developer shall pursue with Hillsborough County private interest cost-sharing in the construction of any needed new or expanded wastewater treatment facilities to serve Wolf Creek Branch and future surrounding development prior to seeking approval of a project specific interim wastewater treatment plant.
- f. Should an interim wastewater treatment plant be proposed, it shall be subject to review and approval under applicable regulations of Hillsborough County in effect at the time of such application. The interim wastewater treatment plant shall only be located where a detailed hydrogeological analysis of the site determines low potential for groundwater contamination. In addition, a timetable, plan and system of standards shall be developed whereby Wolf Creek Branch will connect to regional wastewater facilities and close down its interim wastewater treatment plant.
- g. The Developer shall be required to take back effluent utilizing a functional recovered water system capable of taking back an amount of effluent appropriate to the development in accordance with any uniformly applicable Hillsborough County Ordinance or Policy in effect at the time of detailed site plan approval.
- h. Wolf Creek Branch sewer lines shall be monitored for leaks and ruptures once every three (3) years until such time as said lines are dedicated to Hillsborough County. The entity(ies) to carry out the monitoring shall be the Developer or its assigns. Faulty lines shall be replaced as quickly as possible.
- i Hillsborough County will provide, operate and maintain water service for each phase of the development.

j. An acceptable water use plan (potable and non-potable) shall be submitted to Hillsborough County, SWFWMD and the TBRPC for their approval prior to issuance of any project construction permits. The plan shall include at minimum:

1. A phased estimate of the potable and non-potable water demands of Wolf Creek Branch.
2. Monitoring requirements to protect surface and groundwater resources from project development such as an interim wastewater treatment plant and percolation ponds, the stormwater drainage system, wastewater reuse and /or irrigation wells.
3. Xeriscape provisions.
4. Well protection, pumping and abandonment requirements.
5. Non-potable use and source provisions including discussion of any reuse program and a scheduled irrigation plan.
6. Hydrant installation, flow and testing requirements.
7. An implementation timetable.

k. Wolf Creek Branch shall utilize, to the maximum extent possible, the lowest quality water reasonably available and suitable for irrigation or other non-potable uses.

l. Fire flow and pressure appropriate for the development shall be maintained within the Wolf Creek Branch water supply system.

m. Developer shall be responsible for maintenance and operation of any on-site wells.

n. Water saving devices shall be required in the project as mandated by the Florida Water Conservation Act (Section 553.14, Florida Statutes, 1985) and native vegetation shall be used in landscaping to the greatest extent feasible. The Developer shall use xeriscape techniques in areas where wastewater reuse is not feasible.

o. Developer shall incorporate the Eastern Tampa Bay Water Use Cautionary Measures to the extent feasible.

2. Solid/Hazardous Waste

a. The collection, transportation, and disposal of solid waste is controlled by county ordinance(s) and shall take place in accordance with the terms of said ordinance(s).

b. The Developer shall advise and encourage Wolf Creek Branch tenants, businesses, residents, etc. to:

(i) Avoid the generation of hazardous waste through proper usage of materials and good management practices.

(ii) Properly collect and separate hazardous waste from the normal solid waste stream and to properly dispose of said waste.

(iii) For generators to notify the Environmental Protection Commission of Hillsborough County that their operations generate hazardous waste in large quantities (over 1000 kg/month), small quantities (100-1000 kg/month) or small quantities exempt (less than 100 kg/month) and to arrange for a verification inspection of their facilities.

3. Energy

a. The Developer shall encourage all Wolf Creek Branch tenants, businesses, residents, etc. to:

(i) Use energy alternatives, such as solar energy, resource recovery, waste heat recovery and cogeneration, where economically feasible;

(ii) Obtain energy audits provided by energy companies or other qualified agencies;

(iii) Install water heater timers and set water heaters at 130 degrees Fahrenheit or lower;

(iv) Use landscaping and building orientation to reduce heat gain, where feasible, for all Wolf Creek Branch construction;

(v) Promote energy conservation by employees, buyers, suppliers and the public;

(vi) Reduce levels of operation of all air conditioning, heating, and lighting systems during non-business hours;

(vii) Institute and utilize recycling programs;

(viii) Utilize energy efficient packaging and/or recyclable materials; and

(ix) Install total energy systems on large facilities when cost effective.

b. The Developer shall implement the energy conservation measures referenced on Pages 25-3 to 25-5 of the ADA, including adherence to the Florida Energy Efficient Building Code, as appropriate.

c. Tampa Electric Company (TECO) has capability and will provide electricity for each phase of the development of Wolf Creek Branch.

4. Stormwater Management and Water Quality

a. All stormwater management system components shall comply with Chapters 17-25, 40D-4 and 17-3, Florida Administrative Code, as well as any other applicable local, state and federal rules and regulations. Treatment shall be provided by biological filtration, wherever feasible.

b. The Developer shall institute and implement ground and surface water monitoring to assure that there is no degradation of water quality by development of the project. Sampling locations shall be at two locations on Wolf Creek Branch, one where Wolf Creek enters the project site and a second where Wolf Creek exits the site. Samples will be taken twice -- once at the end of the rainy season and again at the end of the dry season. The baseline sampling data and monitoring reports shall report the following: fecal coliform; dissolved oxygen;

nutrients; pesticides; herbicides; pH; and heavy metals (including cadmium, copper, iron, lead and mercury). The baseline will be established before any site alteration. The monitoring program shall be initiated upon commencement of site alteration and shall continue through project buildout. SWFWMD and other appropriate agencies, pursuant to applicable law, will approve the parameters proposed to be tested, sampling locations, methodologies, and frequencies, and shall review the monitoring results. All analytical methods and procedures used shall comply with the United States Environmental Protection Agency/Florida Department of Environmental Regulation Quality Control Standards and Requirements ("EPA/DER Quality Control Standards"). If determined to be necessary by these agencies, the water quality monitoring program will be expanded concurrent with development of the project. Documentation that all required monitoring plans and mitigative measures have been implemented shall be provided to Hillsborough County as part of each annual report. Should the monitoring indicate that because of development of the project applicable state water quality standards are not being met, the violation which is or may be contributing to or causing the non-compliance, shall be reported to Hillsborough County immediately and, if caused by on-site activities, such on-site activities identified as causing the violation shall cease until the violation is corrected.

c. The Developer shall implement best management practices for reducing water quality impacts as recommended by currently adopted regulations of Hillsborough County and SWFWMD including a street cleaning program for parking and roadway areas within the development.

d. In the event of on-site wastewater treatment and disposal, assurance of protection of groundwater quality through the development of a groundwater monitoring program with appropriate sampling frequencies in compliance with EPA/DER Quality Control Standards shall be required. This program must be instituted prior to on-site wastewater treatment and disposal and continued periodically throughout the life of the project.

e. Prior to construction plan approval and the subsequent issuance of site alteration/building permits, the Master Stormwater Management Plan for Wolf Creek Branch shall be submitted to DER and TBRPC for review, and to Hillsborough County and SWFWMD for approval. The stormwater management system for the development shall be designed, constructed and maintained to meet or exceed the requirements contained in Hillsborough County's Stormwater Management Technical Manual. The appropriate design criteria to be used is that which is in effect at the time of Construction Plan submittal and review for a particular phase of the development. This condition shall not require the Developer to remove and replace or otherwise retrofit stormwater management structures and improvements that are in place pursuant to approved construction plans if stormwater management design requirements/criteria change prior to development of a later phase.

f. All drainage and associated access easements necessary to accommodate any and all of the impacts of the Development shall be donated by the Developer to the County, as required, and in accordance with the appropriate County policy in effect at the time of the Construction Plan submittal and review. All easement documents associated with a particular parcel or phase must be fully executed and recorded prior to, or concurrent with, the issuance of Certificate(s) of Occupancy or plat approval, whichever is applicable, for the particular parcel or phase.

g. The Developer shall operate and maintain all on-site stormwater management facilities unless otherwise required or approved by the County.

5. Educational Facilities

a. The Developer shall participate in the provision of adequate school facilities/personnel/equipment to serve the site by paying all education impact fees, present and future, which are applicable to the Wolf Creek Branch project.

b. No building permits shall be issued for Wolf Creek Branch without compliance with all applicable education impact fee requirements or confirmation of education facilities capacity to accommodate each proposed increment of development for which application for building permits is being made.

6. Fire Protection

a. Prior to the issuance of building permits, the Developer shall provide documentation to Hillsborough County of adequate fire protection for the portions of the project then being developed, including functioning fire hydrants (in adequate numbers and locations), sprinkler systems and alarms in all non-residential buildings and appropriate fire flows and water pressure to serve each increment of the development for which approval is being sought.

b. Wolf Creek Branch shall be designed and constructed to meet or exceed state and local fire codes and regulations.

7. Economy

a. Any excess infrastructure capacity constructed during Phase I which may be available to serve latter phases of the development shall be at the Developer's risk and shall not vest latter phase development rights.

b. Wolf Creek Branch shall encourage promotion of entrepreneurship and small and minority-owned business start-ups and provide for non-discriminatory employment opportunities.

c. Wolf Creek Branch development employers shall be encouraged to institute programs to provide child care facilities at the place of employment or as a cooperative effort with other businesses.

8. Recreation and Open Space

a. The Wolf Creek Branch park(s) and recreational facilities shall be designated on the Master Site Plan and shall be accessible to the handicapped.

b. The Developer shall comply with the Hillsborough County Park Site Improvement Program (Ordinances 85-23 and 85-25E, as amended by 86-13 and 87-13) and land use, zoning and open space requirements.

c. Hillsborough County will be responsible for maintenance of all recreation and open space areas which are accepted for dedication to Hillsborough County within the Wolf Creek Branch project. All recreation and open space not so dedicated will be maintained by the Developer.

9. Housing

a. Wolf Creek Branch shall encourage the development of some living units as accessible by the handicapped.

b. In order to ensure that people will find adequate housing opportunities reasonably accessible to their places of employment, the Developer shall cooperate in conducting an analysis of housing needs to determine the availability of adequate housing in the impact area. This analysis and determination shall be accomplished using a methodology approved by DCA. If such analysis indicates that a substantial need for adequate housing exists, then the Developer shall further cooperate in the preparation of a Housing Affordability and Implementation Plan ("HAIP"). The HAIP shall comply with the goals and standards established by the FRCRPP, the adopted local government comprehensive plan, and all applicable rules and policies established by the state land planning agency prior to the commencement of construction.

10. General Conditions

a. Prior to issuance of building permits, the Developer shall verify to the satisfaction of Hillsborough County that adequate solid waste disposal, water, wastewater, electricity, fire, emergency medical services and police capabilities and facilities are available for the building(s) that are the subject of such building permits.

b. The Developer shall record a Notice of Adoption of this Resolution in the Public Records of Hillsborough County, Florida, in accordance with Subsection 380.06(15), Florida Statutes, as amended.

c. If any section, subsection, sentence, clause or provision of this Development Order is held invalid, illegal, or unconstitutional by a court of competent jurisdiction, such decision shall in no manner affect the remaining sections, subsections, sentences, clauses or provisions of this Development Order which shall remain in full force and effect.

STATE OF FLORIDA)
)
COUNTY OF HILLSBOROUGH)

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

Witness my hand and official seal this 30th day of January, 1990.

RICHARD AKE, Clerk

By: Judith M. Nichols
Deputy Clerk

APPROVED AS TO LEGAL FORM AND SUFFICIENCY
Office of the County Attorney

By: John Dejean Wall
Attorney

EXHIBIT A
Legal Description

All of Section 34, Township 31 South, Range 19 East, LESS right-of-way for 19th Avenue, and LESS right-of-way for I-75, Hillsborough County, Florida.

SOURCE: Landmark Engineering & Surveying Corporation
Boundary Survey, July 25, 1986

COMPOSITE EXHIBIT B

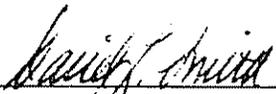
AFFIDAVIT

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I hereby certify that on this day before me, the undersigned notary public authorized in this State and County named above to administer oaths and take acknowledgements, personally appeared David L. Smith, as attorney for Magnolia Management Corporation, the applicant for the Wolf Creek Branch DRI, to me well known, who being by me first duly sworn, says upon oath as stated below:

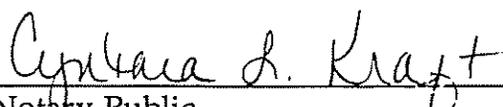
1. Magnolia Management Corporation filed its application for development approval for Wolf Creek Branch on April 17, 1989. The first sufficiency response was filed on July 18, 1989. The second sufficiency response was filed on September 14, 1989.

2. The aforementioned documents were filed with Hillsborough County, the State of Florida Department of Community Affairs ("DCA"), the Tampa Bay Regional Planning Council ("TBRPC") and those other governmental agencies described in the distribution list attached to this Affidavit as Exhibit B-1 and the aforementioned documents are on file for public review at the Planning and Zoning Department of Hillsborough County and TBRPC.



David L. Smith
Attorney for Magnolia Management
Corporation

Sworn to and subscribed before me this 22nd day of January, 1990.



Notary Public
My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES: OCT. 27, 1991.
BONDED THRU NOTARY PUBLIC UNDERWRITERS.

EXHIBIT B-1

Mr. David Smith
South Area Planning Manager
Hillsborough County Department
of Planning and Zoning
Post Office Box 1110
Tampa, Florida 33601

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

Mr. Richard Adair
Florida Department of Transportation
4950 West Kennedy Blvd., Suite 500
Tampa, Florida 33609

Ms. Kathy Lile, DRI Coordinator
Mr. Louis Fernandez
Department of Environmental Regulation
4520 Oak Fair Boulevard
Tampa, Florida 33610-7347

Mr. George W. Percy
State Historic Preservation Officer
Chief, Bureau of Historic Preservation
Division of Historical Resources
Department of State, The Capitol
Tallahassee, Florida 32399

Mr. Rich Gooch
Office of Environmental Services
Florida Game and Fresh Water Fish Commission
29200 Tucker's Grade
Punta Gorda, Florida 33955

Mr. Oliver Dewitt
Resource Regulation Department
Southwest Florida Water Management District
2379 Broad Street
Brooksville, Florida 33512-9712

Mr. Bill Howell
Bureau of Biological &
Interpretive Services
Department of Natural Resources
3900 Commonwealth Boulevard, Room 508
Tallahassee, Florida 32303

Mr. Gene Heath, General Manager
West Coast Regional Water Supply Authority
2535 Landmark Drive, Suite 211
Clearwater, Florida 33519

Mr. William Saalman, III
U.S. Department of Agriculture
Soil Conservation Service
5118 North 56th Street, Suite 250
Tampa, Florida 33610

Mr. Dennis Harmon, Chief
Bureau of Economic Analysis
Florida Department of Commerce
406 Fletcher Building
Tallahassee, Florida 32399-8111

Mr. Tom Beck, Chief
Department of Community Affairs
Bureau of State Planning
Rhyne Building
2740 Centerview Drive
Tallahassee, Florida 32399

Mr. A.J. Salem
Planning Division
U.S. Army Corps of Engineers
Post Office Box 4970
Jacksonville, Florida 32232-00

Mr. Connor Davis
Marine Fisheries Commission
2562 Executive Center Circle, E
Suite 211
Tallahassee, Florida 32399

Mr. Jim Muller
Florida Natural Areas Inventory
254 East Sixth Avenue
Tallahassee, Florida 32303

Mr. David Ferrell
Field Supervisor
U.S. Fish & Wildlife Service
Post Office Box 2676
Vero Beach, Florida 32960
1360 U.S. #1
Vero Beach, Florida 32961-2676

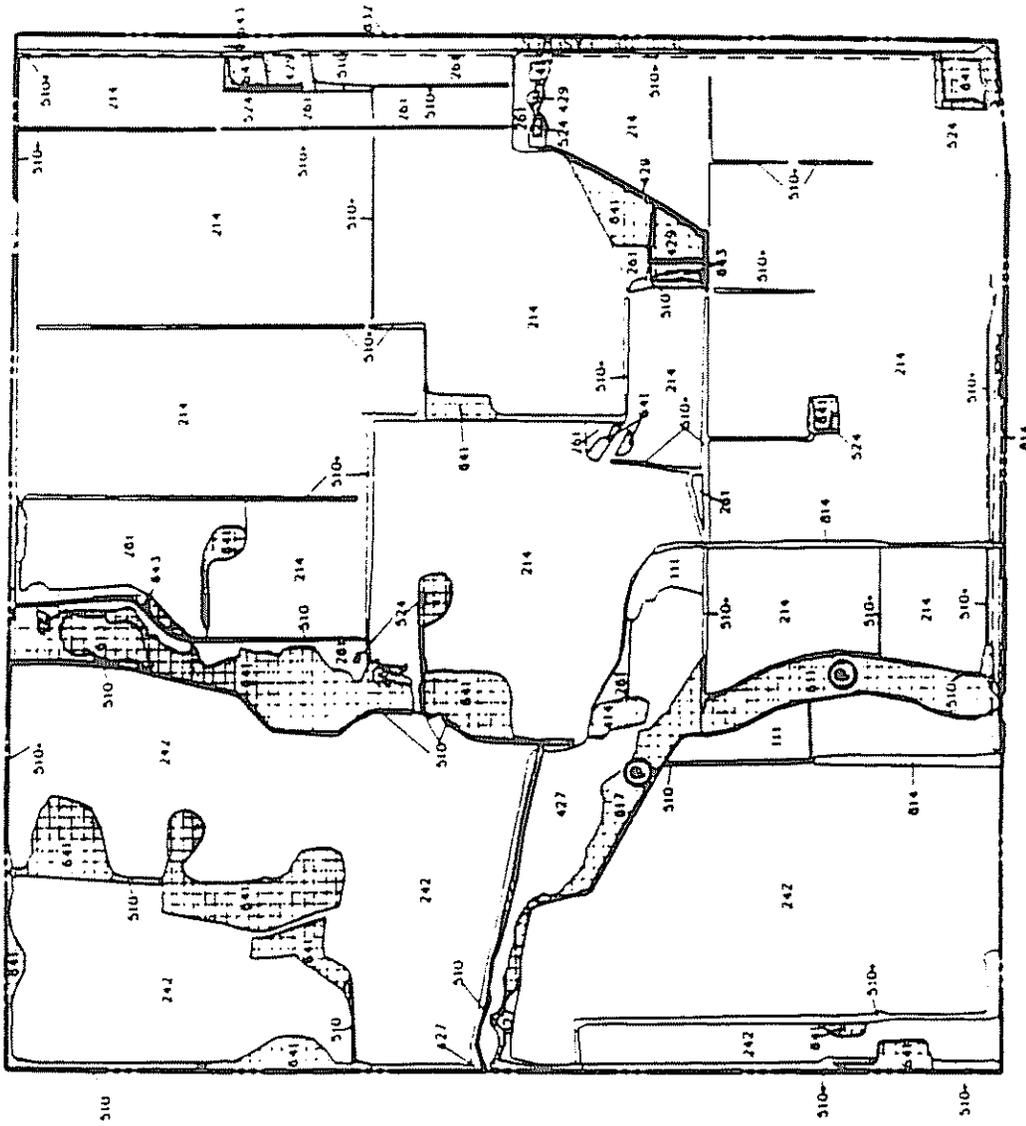
Mr. Joe Costa
HART
4305 East 21st Avenue
Tampa, Florida 33605

Ms. Rebecca Chittum
HCCCPC
201 E. Kennedy
Suite 600
Tampa, Florida 33601

LEGEND

CODE	CLASSIFICATION
111	Fixed Single Family, Low Density
214	Row Crops
242	Sod Farm
261	fallow crop lands
414	Pine Mesic Oak
427	Live Oak
429	Wax Myrtle
510*	Upland-Cut Ditches
510	Ditches
524	farm Pond Less than 10 Acres
611	Bay Swamp
613	Gum Swamp
617	Mixed Wetland Hardwoods
641	Freshwater Marshes
643	Wet Prairies
814	Roads
832	Electrical Power Transmission Lines
	Conservation Areas, as defined by future of the Region section 10.1.2
	Preservation Areas, as defined by future of the Region section 10.3.1

SOURCE
Florida Land Use, Trees and Farms Classification System
A Technical Manual
Florida DNR
July, 1983 2nd ed



FLD&E

planning / engineering / landscape architecture
one north state street suite 700 tampa 33604 (813) 275-1113

WOLF CREEK BRANCH DRI

EXISTING LAND USE/LAND COVER

any revision
from 1/14/90



EXHIBIT C

EXHIBIT "D"
DEVELOPER'S COMMITMENTS

1. Dedication of the proposed school site will be coordinated with the County's Public School System and will be provided in accordance with the County's School Impact Fee Ordinance. Should the School System determine that a school site within the project boundary is not necessary, or another school in close proximity to the site is more appropriate, the use of the proposed school site will convert to a park or single family development pod, as described in Question 12. In the event the site converts to a single family development pod, there would be no increase in the total number of residential units to be built.
2. In order to ensure that the park level of service standards are addressed "concurrent" with development, the applicant is proposing dedication of the neighborhood park site shown on the Master Plan during Phase II of the project development, if the option to dedicate property in lieu of payment of the impact assessment is agreed upon by the applicant and Hillsborough County. If the donation of the indicated site or an alternative site cannot be agreed upon with Hillsborough County, the identified site will become available for single family use without increasing the total number of residential units to be built in the project.
3. The applicant will implement corrective measures during development to minimize flooding problems. The corrective measures to be employed will include fill placement for building pads prior to construction of foundations, use of anti-corrosive additives in concrete and sealants under structures.
4. The applicant will seek to minimize soil erosion during development along pond embankments and reservoirs by use of sod placement and soil stabilizers. Removal and replacement of unsuitable soils, filling to proper grade and compaction are corrective measures which will be used during the road and pavement process.
5. Development of the site will be in accordance with applicable Hillsborough County regulations governing land development and construction, including provisions to protect against soil erosions.
6. Some of the measures to be utilized in development of the property in order to minimize or avoid adversely affecting surface water quality include filtration resulting from conveyance through a network of detention ponds and, where feasible, grass swale sections prior to discharge to receiving creeks. Additional secondary treatment through freshwater marshes and freshwater swamps will be used where feasible to minimize potential for the degradation of overall water quality discharge off-site.
7. Specific site characteristics will be incorporated into the drainage design to minimize potential adverse effects on both surface and groundwater quality. The system design will incorporate to the extent feasible, methods for management and treatment of stormwater runoff, including the following:
 - a. Maintaining, wherever practical, existing drainage basins and flow patterns;
 - b. Incorporation of natural wetlands into the drainage system as secondary stormwater treatment and for stormwater storage to the extent feasible;

- c. Conservation of natural vegetation when practicable;
 - d. Use of grassed roadside and side yard swales wherever practical to promote infiltration and filtration of surface runoff;
 - e. Use of rear lot line filtration berms to provide filtration of runoff from minor areas where practicable;
 - f. Integration of pond areas within the drainage system to decrease discharge, promote infiltration, and provide volume for detention of first flush waters;
 - g. Where applicable, the use of underdrain systems will be employed to provide final filtration of first flush waters;
 - h. Where applicable, the use of littoral shelves in detention areas to provide additional filtration and treatment of stormwater runoff.
8. The stormwater management system will treat, to the extent required by law, stormwater runoff before discharging off-site or to the wetlands on-site.
 9. The normal water levels in any artificially created lakes established adjacent to existing wetlands will be matched to the hydroperiod of the existing adjacent wetland in order to avoid altering the existing hydroperiod.
 10. Mitigation for any necessary wetland impacts will be accomplished with lake littoral shelf plantings or creation of wetland areas on a one-to-one basis.
 11. The finished floor elevations of any proposed building within the project site will be constructed at or above the 100-year flood elevation. Any fill that may be placed in the 100-year flood prone area will be compensated by a one-to-one mitigation for the volume placed from the natural grade to the 100-year flood elevation.
 12. If wastewater treatment capacity is not available, any interim treatment plant to be constructed on-site will provide advance secondary treatment.
 13. If required, operation and maintenance of the temporary treatment facility will be provided under an interim treatment plant agreement with the County.
 14. If percolation ponds/spray irrigation is necessary to provide on-site effluent disposal, the sites will be located in the area of the development which has the lower average water table.
 15. Septic tanks may be used for wastewater disposal during the construction phase of the project. However, there will be no permanent septic tanks within the site. Temporary septic tanks, if any, shall meet all applicable local, regional, and state laws and regulations.
 16. Sinkholes are not expected on-site. However, should a sinkhole be encountered, a buffer in accordance with applicable FDER and EPCHC regulations will be maintained, thus eliminating the potential for water quality impacts to the surficial and/or Floridan aquifer.
 17. The site will be designed to intercept runoff in catch basins and transmit the flows to detention lake systems via storm sewer pipes or grassed swales. The control structure for each proposed lake will be designed to remove sediment and floatable debris prior to discharging runoff off-site or into existing wetlands.
 18. The construction of the stormwater management system will be adequate to meet or exceed the applicable requirements of SWFWMD and Hillsborough County.

19. The construction plans for the stormwater management system will be based on the design criteria that are in effect at the time of the Master Stormwater Drainage Plan approval.
20. Necessary drainage and access easements will be provided to Hillsborough County in accordance with applicable County regulations in effect at the time construction plans are submitted. Necessary easement documents associated with a parcel will be executed prior to issuance of certificates of occupancy or in conjunction with plat approval, whichever is applicable.
21. The lakes will provide water treatment which meets the Florida Department of Environmental Regulation's (FDER) requirements as specified under Chapter 40D-4, Florida Administrative Code (FAC) by allowing the water to either percolate into the natural soils or be treated by existing or created vegetated wetlands. If the soils analysis indicates that percolation into the natural soil is not reasonably practical, the site will use alternate methods, such as sand filter beds, which meet all agency requirements.
22. The lakes will be designed to attenuate and convey stormwater runoff and provide water quality treatment for the site. Stormwater runoff from developed areas of the project will be directed to retention/detention areas for water quality treatment by filtration or assimilation prior to discharge off-site.
23. Discharge from the retention/detention basins is to be controlled by a system of water control structures, such as the modified FDOT inlet. The primary function of the control structures will be to regulate water levels in the lakes and to restrict the rate of runoff from the site to the downstream receiving water bodies.
24. Ponds incorporated with existing isolated wetlands will be designed to detain one inch of runoff from each pond's contributing drainage area.
25. In utilizing wetlands for water quality treatment, the volume of runoff required for treatment as per Chapter 17-25, F.A.C., will be detained within the isolated wetlands between the normal pool and high pool elevations.
26. The water quality treatment volume will be released gradually through a bleed-down device at a rate which will allow proper treatment.
27. The swales will be designed in accordance with Hillsborough County and SWFWMD requirements for a three-year storm event. To reduce the potential for mosquito breeding, the swales will be designed to remain dry under normal conditions and will contain standing water only for short periods of time.
28. Within parking lots and roadway areas, storm sewer systems will be utilized to collect and transport runoff to the lakes. The internal system of interconnected pipes and inlets will be designed on the basis of a storm event with a 3-year recurrence interval. The flows will be transmitted to a lake where sediments will be deposited and floatables skimmed from the runoff. The runoff will be treated to improve water quality using aquatic vegetation.
29. The post-development 25-year/24-hour peak discharge will be maintained at the pre-development 10-year/24-hour conditions through attenuation of runoff in the lakes.
30. The controlled water levels of the proposed detention system are to be designed to coincide with the existing topography.
31. Control elevations for ponds which utilize existing wetlands will be set according to the existing wetland's hydroperiod.
32. Adequate easements and rights-of-way for the stormwater management system will be dedicated for accessibility.

33. The water distribution system will be designed to meet Hillsborough County fire flow standards.
34. Any abandonment of wells would be performed in compliance with SWFWMD requirements.
35. All building design and construction for the project will meet applicable requirements of the Southern Building Code and the Florida Energy Efficient Building Code.
36. The developer will work with the HART Authority to accommodate transit usage by the Wolf Creek Branch patrons. Consideration will be given, as appropriate, to such items as lane widths, curve radii, pull-out bays, shelters, and information kiosks. The developer will also work with the Hillsborough County MPO in supporting their car and van pooling programs.
37. It is estimated, at project buildout, the single family net density should not exceed seven (7) dwelling units per acre and the multi-family should not exceed a net density of twenty (20) dwelling units per acre.
38. Final mitigation alternatives for jurisdictional wetlands will be resolved after official jurisdictional delineations have been completed, desired location of improvements determined, and mitigation plans are submitted to applicable environmental agencies.
39. Any additional access points off of 19th Avenue N.E. and 30th Street will be consistent with the major access analysis provided in the ADA.
40. Stormwater discharge will be designed to not adversely affect any off-site locations when compared to existing conditions.
41. The peak flow to Wolf Branch Creek as calculated for existing conditions will be maintained post-development.
42. Trees requiring protection by Hillsborough County Parks Department will be barricaded and well-marked prior to construction.
43. Where appropriate, rim and drainage ditches will be filled to natural grade to re-establish a natural wetlands edge. Wetlands to be "incorporated into lakes" will be designed to function as one system with the lake. Hydroperiods will be the same. Existing vegetation in the wetlands in such instances will not be disturbed, rather the lake will expand the present wetland acreage. Hydroperiods will be determined during the wetlands delineation/field staking process.
44. All protected areas will be clearly marked in the field prior to any earth moving activities. Slopes grading towards wetlands will be stabilized with vegetation as soon as possible following disturbance of existing grades. Hay bale barriers will be kept in place along the wetland fringe to control sedimentation at construction sites until affected slopes are stabilized. As soon as feasible, stormwater from construction sites will be directed into proposed retention ponds to reduce surface runoff. Silt screens will be utilized where dredge and fill activities within wetlands warrant their use.

45. The applicant will engage in water quality monitoring as required by applicable laws and regulations.
46. If significant archaeological or historical resources are discovered on site during development, a professional archaeologist will be contacted to review and protect the resources prior to any further development activities likely to jeopardize those resources, being conducted in the immediate areas in which discoveries are made. The Division of Historical Resources will also be contacted prior to beginning or continuing such development activities in the vicinity of the resource.
47. If Hillsborough County expands its existing recycling program to include the Wolf Creek Branch site, the applicant will participate in the program.
48. Where feasible, the applicant will incorporate provisions of the Hillsborough County Sheriff's Department Crime Prevention Through Environmental Design (CPTED) program.
49. The planned area as shown in Exhibit "C", located within the proposed area in the north-central area of the site, will not be developed but may be utilized for mitigation if approved by an administrative or permitting agency after reviewing a mitigation plan.

EXHIBIT "E"

Matrix Summarizing Trade-Off Mechanism

Conversion of Land Use From:

1 Single-Family d.u.
1 Single-Family d.u.
1 Single-Family d.u.
1 Multi-Family d.u.
1 Multi-Family d.u.
1 Multi-Family d.u.
1,000 s.f. of Retail
1,000 s.f. of Office
1,000 s.f. of Office
1,000 s.f. of Office

Conversion of Land Use To:

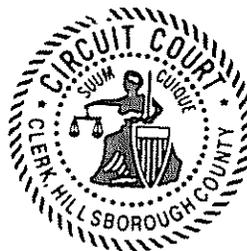
= 1.7 Multi-Family d.u.
= 111 s.f. of Retail
= 191 s.f. of Office
= 0.46 Single-Family d.u.
= 52 s.f. of Retail
= 88 s.f. of Office
= 0 units of other uses (1)
= 0.60 Single-Family d.u.
= 1.0 Multi-Family d.u.
= 118 s.f. of Retail

Notes: Conversions reported in this exhibit are based upon data and analysis provided in the Application.

(1) Other land uses cannot be increased from retail trade-off based on shorter retail trip lengths.

APPROVED
DATE: 8/17/01
PLANNING BOARD

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



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

May 14, 1990

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

Re: Resolution No. R90-0100 - Amendment to Development Order
for Wolf Creek Branch Development of Regional Impact
(DRI #207)

Dear Ms. Cooper:

Enclosed please find a certified executed copy of the referenced
resolution, which was adopted by the Hillsborough County Board
of County Commissioners on May 8, 1990.

We are providing this copy for your official files.

Sincerely,

RICHARD AKE
CLERK OF CIRCUIT COURT

By: Judith M. Nichols
Judith M. Nichols
Manager, BOCC Records

JMN:CS

Enclosure

Certified Mail

cc: Board files (1 orig.)

J. Thomas Beck, State Department of Community Affairs

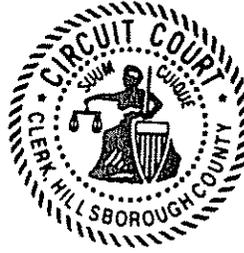
Lucia Garsys, Contracts Manager

David Cooley, Esquire (for Wolf Creek Branch)

John Dixon Wall, Assistant County Attorney

mailed 5/15/90
received 5/18/90

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



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

September 21, 1992

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

Re: Resolution No. R92-0210 - Amending the Development Order
for Wolf Creek Branch (DRI #207)

Dear Ms. Cooper:

Attached is a certified copy of referenced resolution, which
was adopted by the Hillsborough County Board of County
Commissioners on August 25, 1992.

We are providing this copy for your files.

Sincerely,

RICHARD AKE
CLERK OF CIRCUIT COURT

mailed 9/22/92
received 9/23/92

By: Linda Fryman
Linda Fryman
Manager, BOCC Records

LF:ADF

Attachment

Certified Mail

cc: Board files (1 orig.)

J. Thomas Beck, Florida Department of Community Affairs

David L. Cooley, Esq. - Smith and Williams

Kevin S. Kuenzel, Assistant County Attorney

Gene Boles, Director, Planning and Development Management

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk of the Circuit Court and
Ex Officio Clerk of the Board of County Commissioners of
Hillsborough County, Florida, do hereby certify that the
above and foregoing is a true and correct copy of Resolution
No. R92-0210 - Amending the Development Order for Wolf
Creek Branch (DRI 207)

adopted by the Board in its regular meeting of
August 25, 1992, as the same appears of
record in MINUTE BOOK 195 of the Public Records of
Hillsborough County, Florida.

WITNESS my hand and official seal this 21st day
of September, 1992.

RICHARD AKE, CLERK

BY: Linda Lyman
Deputy Clerk

RESOLUTION NO. R92-0210

RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS
OF HILLSBOROUGH COUNTY, FLORIDA
SECOND AMENDMENT TO DEVELOPMENT ORDER FOR
WOLF CREEK BRANCH
DEVELOPMENT OF REGIONAL IMPACT (DRI #207)

Upon Motion by Commissioner Pam Iorio, seconded by
Commissioner James Selvey, the following Resolution was adopted by a
vote of 6 to 0, Commissioner(s) _____ v o t i n g
"No".

RECITALS

WHEREAS, on January 23, 1990, the Hillsborough County Board of County Commissioners adopted Resolution No. R90-0031 (the "Development Order"), issuing a Development Order approving, with conditions, the Wolf Creek Branch Development of Regional Impact (the "Project") for real property described as all of Section 34, Township 31 South, Range 19 East, Less right-of-way for 19th Avenue and Less right-of-way for I-75 in Hillsborough County, Florida (the "Property"); and

WHEREAS, Hillsborough County Resolution No. R90-0100 was adopted on May 8, 1990 and recorded at O. R. Book 5981, Page 1826, Public Records of Hillsborough County, Florida to amend the Development Order in certain particulars contained therein (the "First Amendment"); and

WHEREAS, Corporation of the Presiding Bishop of the Church of Jesus Christ of Latter-day Saints, a Utah corporation sole conveyed the Property to Property Reserve, Inc., a Utah corporation (the "Owner") by Special Warranty Deed dated November 14, 1991 and recorded November 26, 1991 at O. R. Book 6444, Page 1542 in the Public Records of Hillsborough County, Florida; and

WHEREAS, Magnolia Management Corporation (the "Developer") has commenced development of the Project in compliance with the terms of the Development Order and filed a Second Amended Notification of Proposed Change to the Development Order seeking to extend the date of buildout under the Development Order by four (4) years, eleven (11) months and an amendment to change to the Project's current phasing schedules as follows: Phase I encompasses the dates of 1990 through November 30, 2001. Phase II encompasses dates ranging from 1997 through November 30, 2008. Phase III encompasses dates ranging from 2004 through January 23, 2015 (the "Proposed Change"); and

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

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

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

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

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

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners of Hillsborough County, Florida in regular meeting, duly assembled, this 25th day of August, 1992 :

1. The following findings of fact are made:
 - A. The Developer has commenced development of the Project in compliance with the terms of the Development Order and filed a Second Amended Notification of Proposed Change to the Development Order seeking to extend the date of buildout under the Development Order by four (4) years, eleven (11) months and an amendment to change to the Project's current phasing schedules as follows: Phase I encompasses the dates of 1990 through November 30, 2001. Phase II encompasses dates ranging from 1997 through November 30, 2008. Phase III encompasses dates ranging from 2004 through January 23, 2015.
 - B. All statutory procedures have been adhered to.
 - C. The findings of fact and conclusions of law made in the Development Order, together with the First Amendment, are incorporated herein by reference.
 - D. That the Proposed Change is consistent with all local land use development regulations and local comprehensive plan.

E. That the Proposed Change does not unreasonably interfere with the achievement of the objectives of the adopted State Land Development Plan applicable to the area.

F. That the Proposed Change is consistent with the report and recommendations of the Tampa Bay Regional Planning Council.

G. That the Proposed Change does not create additional regional impacts or impacts that were not previously reviewed nor meet or exceed any of the criteria set forth in Subsection 380.06 (19)(b), Florida Statutes (1991).

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

A. That these proceedings have been duly conducted pursuant to the applicable law and regulations and, based upon the record of these proceedings, the Developer is authorized to conduct the Development as described herein, subject to the terms and conditions of the Development Order, First Amendment and the amendments, conditions, restrictions and limitations set forth herein.

B. The review by the County, the Tampa Bay Regional Planning Council and other participating agencies and interested citizens concludes that the impacts of the Proposed Change are adequately addressed pursuant to the requirements of Chapter 380, Florida Statutes, within the terms and conditions of this Resolution.

C. That based on the foregoing and pursuant to Section 380.06(19), Florida Statutes, the Proposed Change is found not to be substantial deviation to the previously approved Development Order.

3. The Development Order, together with the First Amendment, is hereby amended to incorporate a change to the Project's current phasing schedules as follows: Phase I encompasses the dates of 1990 through November 30, 2001. Phase II encompasses dates ranging from 1997 through November 30, 2008. Phase III encompasses dates ranging from 2004 through January 23, 2015.

Based on the above findings of fact and conclusions of law the Wolf Creek Branch Development Order is hereby specifically amended as follows:

The bold type headings for Table 1 in Paragraph D.1.a. on Page 6 of the Development Order is hereby amended to read and substituted with the following:

Use	Phase I 1990 - November 30, 2001*	Phase II 1997 - November 30, 2008*	Phase III 2004- January 23, 2015*	Total
-----	--	---	---	-------

(Simply extends the completion dates by four years, 11 months). No other change in the Table is necessary.

4. All maps, schedules and plans submitted in conjunction with the Development Order and in relation to the Project are amended and deemed to be changed to show the following change to the Project's current phasing schedules: Phase I encompassing the dates of 1990 through November 30, 2001. Phase II encompassing dates ranging from 1997 through November 30, 2008. Phase III encompassing dates ranging from 2004 through January 23, 2015.

5. The Development Order remains unchanged in all other respects.

6. If any section, subsection, sentence, clause or provision of this Second Amendment to Development Order is held invalid, illegal, or unconstitutional by a court of competent jurisdiction, such decision shall in no manner affect the remaining sections, subsections, sentences, clauses or provisions of the this Second Amendment to Development Order which shall remain in full force and effect.

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

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

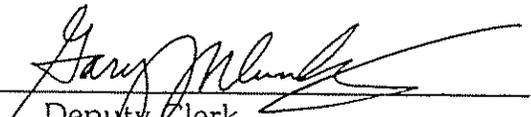
9. Upon adoption, this Resolution shall be transmitted by the Ex Officio Clerk to the Board of County Commissioners by certified mail to the State Land Planning Agency, the Tampa Bay Regional Planning Council, and other recipients specified by statute or rules.

STATE OF FLORIDA)
)
COUNTY OF HILLSBOROUGH)

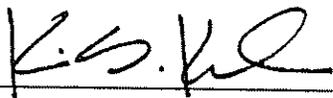
I, RICHARD AKE, Clerk of the Circuit Court and Ex-Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its regular meeting of Aug. 25, 1992 as same appears of record in Minute Book 195 of the Public Records of Hillsborough County, Florida.

Witness my hand and official seal this 21st day of September, 1992.

RICHARD AKE, Clerk

By: 
Deputy Clerk
Gary J. Klunk

APPROVED AS TO LEGAL FORM AND SUFFICIENCY
Office of the County Attorney

By: 
Attorney