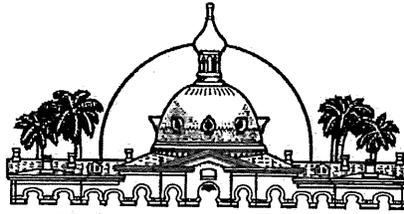


#241



Hillsborough County
Florida

Office of the County Administrator
Michael S. Merrill

BOARD OF COUNTY COMMISSIONERS

Kevin Beckner
Victor D. Crist
Ken Hagan
Al Higginbotham
Lesley "Les" Miller, Jr.
Sandra L. Murman
Mark Sharpe

CHIEF ADMINISTRATIVE OFFICER
Helene Marks

CHIEF FINANCIAL ADMINISTRATOR
Bonnie M. Wise

DEPUTY COUNTY ADMINISTRATORS
Lucia E. Garsys
Sharon D. Subadan

May 15, 2012

Erin R. McCormick
Fowler White Boggs P.A.
501 E. Kennedy Blvd., Suite 1700
Tampa, FL 33602

RE: Harbor Bay Development of Regional Impact – DRI #241
Build Out Date Extension per HB 7207 & Extension of Time Pursuant to Section 252.363, F.S
and Executive Order Numbers 11-128, 11-172 & 11-202

Dear Ms. McCormick:

We have received your letters notifying the County that you intend to utilize the provisions of House Bill (HB) 7207 and Section 252.363, F.S and Executive Order Numbers 11-128, 11-172 and 11-202 to extend the build out date of the Harbor Bay DRI.

The Harbor Bay DRI is a single-phase project with a current build out date of December 31, 2013. This build out date was established pursuant to a previous extension authorized by Senate Bill 360 and acknowledged by the County in a letter dated December 22, 2009.

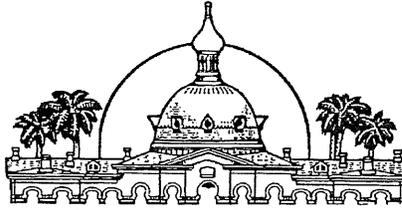
Pursuant to Sections 73 and 54 of HB 7202, and Section 252.363, F.S and Executive Order Numbers 11-128, 11-172 and 11-202, the County acknowledges that the project's build out date is extended to November 20, 2020. The Development Order's effective date is also extended to March 20, 2023.

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

Sincerely,

John E. Healey, AICP

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



Hillsborough County
Florida

Office of the County Administrator
Patricia G. Bean

BOARD OF COUNTY COMMISSIONERS

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ADMINISTRATORS

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Carl S. Harness
Eric R. Johnson
Michael S. Merrill
Manus J. O' Donnell
Edith M. Stewart

December 22, 2009

Ms. Rhea F. Law
Fowler White Boggs P.A.
501 East Kennedy Boulevard
Suite 1700
Tampa, FL 33602

RE: Harbor Bay, Development of Regional Impact (DRI #241)
Build Out Date Extension

Dear Ms. Law:

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

The Harbor Bay DRI is a single-phase project with a current build out date of December 31, 2011. Therefore, the Harbor Bay DRI is eligible for the two year extension and the build out date is extended to December 31, 2013.

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

Sincerely,

John E. Healey, AICP

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

#241



Rhea F. Law
Direct Dial: 813-222-1179
Direct Fax: 813-384-2880
rlaw@fowlerwhite.com

December 11, 2009

Mr. John Healey
Senior Planner
Planning and Growth Management
20th Floor
601 E. Kennedy Boulevard
Tampa, Florida 33601-1110

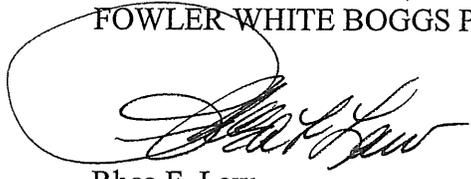
Re: Extension of time for Harbor
Bay DRI No. 241

Dear John:

On behalf of the permittee on the Harbor Bay DRI No. 241, Crosland Mirabay, LLC , and the Developer of Record, Newland Communities, I am providing notice of our exercise of the extension of time for the referenced project, pursuant to Senate Bill 360. The current buildout date is December 31, 2011, and with this extension, the new buildout date will be December 31, 2013.

Further, the Harbor Bay project also includes Pocket 101 which is vested from DRI review under Chapter 380, F.S. and located outside the Harbor Bay DRI. The vesting for Pocket 101 will remain in full force and effect. Thank you for updating your files for this project.

Sincerely,

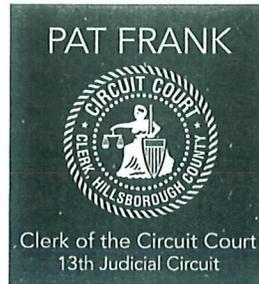
FOWLER WHITE BOGGS P.A.

Rhea F. Law

RFL:cdf

CC: Mr. John Meyer, TBRPC
Ms. Debra R. Dremann
Mr. Tom Griggs
Mr. Chris N. Grenier

1 330

#241



October 17, 2007

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

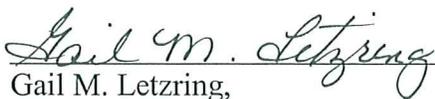
Re: Resolution No. R07-188 – Amended and Restated Development Order for Harbor Bay
Development (DRI #241)

Dear Mr. Meyer:

Attached is a certified original of referenced resolution, which was adopted by the Hillsborough
County Board of County Commissioners on October 9, 2007.

We are providing this original for your files.

Sincerely,


Gail M. Letzring,
Manager, BOCC Records

bam

Certified Mail Receipt # 7003 3110 0004 4684 6241

Attachment

cc: Board files (orig.)
Keith W. Brickleyer, Esq., Brickleyer Smolker & Bolves, P.A. (orig. ltr.)
Charles Gauthier, Chief, DCA Bureau of State Planning (orig. ltr.)
Nancy Y. Takemori, Assistant County Attorney
John Healey, Senior Planner, Planning and Growth Management
Sandra Davidson, County Attorney's Office
Christopher Weiss, Property Appraiser's Office
Mary Mahoney, Management and Budget

**AMENDED AND RESTATED DEVELOPMENT ORDER
HARBOR BAY DRI NO. 241**

RESOLUTION NO. R07-188

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, AMENDING AND RESTATING THE DEVELOPMENT ORDER (RESOLUTION NO. R99-051) FOR THE HARBOR BAY DEVELOPMENT OF REGIONAL IMPACT (DRI # 241) ADOPTED BY HILLSBOROUGH COUNTY ON MARCH 23, 1999, AS PREVIOUSLY AMENDED, REVISING THE DRI MASTER PLAN AND EXTENDING THE BUILD OUT AND TERMINATION DATES PURSUANT TO CHAPTER 380, FLORIDA STATUTES.

Upon motion, the following Resolution was adopted on this 9th day of October, 2007, by a vote of 7 to 0, Commissioner(s) _____ voting "no".

WHEREAS, on February 21, 1979, Hillsborough County (County) approved a development order for the Apollo Beach Development of Regional Impact (DRI) (DRI # 59) pursuant to Chapter 380, Florida Statutes (F.S.); and

WHEREAS, the original development order approved development of Apollo Beach DRI # 59 in Phases I-IV, granting specific approval for Phase I and conceptual approval for Phases II-IV; and

WHEREAS, on February 5, 1985, Hillsborough County approved a revised development order, Resolution No. 85-0038, for the Apollo Beach DRI (DRI # 59); and

WHEREAS, on April 24, 1990, Hillsborough County approved a development order, Resolution No. R90-0116, for the Apollo Beach DRI Phases II, III and IV (DRI # 209) which granted specific approval for Phases II and III, and conceptual approval for Phase IV; and

WHEREAS, on May 7, 1991, Hillsborough County approved a revised development order, Resolution No. R91-086, for the Apollo Beach DRI Phases II, III and IV (DRI # 209); and

WHEREAS, on September 21, 1993, Hillsborough County approved a revised development order, Resolution No. R93-202, for the Apollo Beach DRI Phase I (DRI # 59); and

WHEREAS, on July 15, 1997, Hillsborough County approved a "consolidated development order" combining the approval of Apollo Beach DRI # 59 and DRI # 209, into a single DRI (DRI # 59) development order (Resolution No. R97-169) covering all phases of the DRI; and

WHEREAS, on March 23, 1999, Hillsborough County approved a separate Development Order, Resolution No. R99-051 (DRI # 241), for the Harbor Bay DRI containing certain lands contained in Phases II and III from the Apollo Beach DRI and other lands outside the DRI and including them in a separate new DRI development order for the Harbor Bay DRI (Resolution No. R99-051), and making conforming amendments to the Apollo Beach DRI; and,

WHEREAS, on January 23, 2001 Hillsborough County approved Resolution No. R01-008 which: (1) deleted approximately 374.4 acres within the Apollo Beach DRI from that DRI and (2) added that land to the Harbor Bay DRI, (3) amended the land use program and buildout date, and (4) made conforming changes to the Apollo Beach DRI development order to reflect the deletion of those lands; and,

WHEREAS, on October 9, 2001, Hillsborough County approved Resolution No. R01-226, which internally reconfigured certain approved land uses and revised the Master Plan for the Harbor Bay DRI accordingly; and

WHEREAS, on August 27, 2002 Hillsborough County approved Resolution No. R02-167, which amended the approved Map H for the Harbor Bay DRI; and

WHEREAS, on February 28, 2007 Crosland Mirabay, LLC submitted to Hillsborough County an application for a Notice of Proposed Change (“Notification”) to the Harbor Bay DRI to add an access point for the commercial center on Leisey Road and to modify an access point on U.S. Highway 41; and

WHEREAS, on October 9, 2007 the Hillsborough County Board of County Commissioners held a noticed public hearing on the Notification, as required by Section 380.06, F.S., and other regulations, and provided the public and other interested parties an opportunity to be heard and present evidence concerning the proposed Notification.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS 9th DAY OF OCTOBER, 2007, THAT THE NOTIFICATION BE APPROVED WITH CONDITIONS, SUBJECT TO THE FOLLOWING FINDINGS OF FACT AND CONCLUSIONS OF LAW:

I. FINDINGS OF FACT

- A. The property within the Harbor Bay DRI encompasses approximately 1,095.6 acres. All of these lands are legally described in Composite Exhibit A, incorporated herein by reference.
- B. The Harbor Bay project also includes approximately 45.8 acres in “Pocket 101” that are vested from DRI review under Chapter 380, F.S., and located outside the Harbor Bay

- DRI. This vested land is legally described in Composite Exhibit A.
- C. The DRI master plan for the property within the Harbor Bay DRI and corresponding land use tables are attached hereto as Composite Exhibit B and incorporated herein by reference. This plan also shows the area vested from DRI review.
 - D. The changes proposed by Crosland Mirabay, LLC, do not constitute a substantial deviation to the Harbor Bay DRI pursuant to Section 380.06(19), F.S.
 - E. The proposed development is not in an Area of Critical State Concern as designated pursuant to Section 380.05, F.S.
 - F. The changes proposed by Crosland Mirabay, LLC have been reviewed by Hillsborough County, the Tampa Bay Regional Planning Council (TBRPC), the Department of Community Affairs (DCA), and other affected agencies.
 - G. The Developer of Record for the Harbor Bay DRI is Newland Communities – Mirabay, 1137 Marbella Plaza Drive, Tampa, FL, 33619.
 - H. The Developer’s Certification attached hereto as Exhibit C and incorporated herein, affirms that copies of the Notification have been delivered to all persons as required by law.

II. CONCLUSIONS OF LAW

- A. The proposed amendments, together with all previous amendments, do not create a reasonable likelihood of additional impact, or any type of regional impact not previously reviewed by the regional planning agency. The proposed amendments, therefore, do not constitute a "substantial deviation" from the Harbor Bay Development Order, pursuant to Chapter 380.06, Florida Statutes.
- B. All applicable statutory and regulatory procedures have been adhered to.
- C. The Harbor Bay DRI Development Order, as amended hereby, is consistent with the Future of Hillsborough County Comprehensive Plan, and development in accordance with the Development Order, as amended, will not unreasonably interfere with the achievement of the objectives of the adopted State Land Development Plan.
- D. Nothing contained in this Amended and Rested Development Order shall limit or modify the rights originally approved by the Development Order or the protection afforded under Subsection 163.3167(8), Florida Statutes.
- E. The Developer's Affidavit of Certification, Part I, Item 1 of the Department of Community Affairs Notification of a Proposed Change to a Previously Approved Development of Regional Impact (DRI) Subsection 380.06 (19), F.S., attached hereto as Exhibit C, affirms that a copy of the Notification has been delivered to all persons as

required by law.

- F. The Developer shall record a Notice of Adoption of this Resolution in accordance with Section 380.06(15), Florida Statutes.
- G. Within thirty (30) days after adoption, a certified copy of this Resolution, together with all exhibits hereto, shall be transmitted by the Ex Officio Clerk to the Board of County Commissioners by certified mail or other delivery service for which a receipt as proof of service is required, to the State Land Planning Agency, the Tampa Bay Regional Planning Council, and other recipients in accordance with Section 380.06, Florida Statutes.

III. GENERAL CONDITIONS

- A. This resolution shall constitute the Amended and Restated Development Order for the Harbor Bay DRI No. 241, formerly a part of the Apollo Beach DRI.
- B. The legal description for the land within the Harbor Bay DRI is set forth in Composite Exhibit A and hereby incorporated into and made a part of this development order by reference.
- C. The development authorized for the Harbor Bay DRI is depicted on the revised DRI master plan dated August 10, 2007 and corresponding land use tables, attached as Composite Exhibit B and incorporated by reference, which includes an additional access point for the commercial center on Leisey Road and a modified access point on U.S. Highway 41 to a directional median cut, which changes are hereby approved. The Harbor Bay DRI is a single-phase project with a full buildout date of December 31, 2008, which buildout date has been extended by Fla. H.B. 7203 (2007) to December 31, 2011. Any future extensions of the buildout date shall be presumed to create a substantial deviation pursuant to Subsection 380.06(19)(c), F.S., absent any intervening change in the pertinent statutory provisions.
- D. The terms and conditions of this Amended and Restated Development Order shall control over any inconsistent provisions of Resolution No. R97-169 or the Apollo Beach DRI Applications for Development Approval as to the lands included within the Harbor Bay DRI, as more specifically described in Composite Exhibit A.
- E. The definitions contained in Chapter 380, F.S., shall govern and apply to this Amended and Restated Development Order.
- F. This Amended and Restated Development Order shall be binding upon the owners and developers of land within the Harbor Bay DRI and their successors and assigns, including any entity, which may assume any of the responsibilities imposed on them 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 governmental agency.

- G. 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 development order, which shall remain in full force and effect.
- H. Whenever this Amended and Restated Development Order provides for or otherwise necessitates reviews or determinations of any kind subsequent to its issuance, the right to review shall include all directly affected governmental 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 DRIs.
- I. Proposed development activity constituting a substantial deviation from the terms and conditions of this Amended and Restated Development Order as determined by the criteria in Section 380.06(19), F.S., shall result in further DRI review pursuant to Section 380.06, F.S.
- J. The County Administrator of Hillsborough County or the Administrator's designee 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 development order. In the event of a deviation, the County Administrator shall issue a notice of such noncompliance to the developer, or the County Administrator shall recommend that the Board of County Commissioners establish a hearing to consider such deviations.
- K. The developer shall file an annual report for the Harbor Bay DRI in accordance with Section 380.06(18), F.S., and appropriate rules and regulations. The report shall be submitted on Florida Department of Community Affairs Form PPM-BSP-Annual Report-1, as amended. Such report shall be due on March 23 of each 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 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 at which 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:
 - 1. The information required by the State Land Planning Agency to be included in the Annual Report, which information is described in the Rules

and Regulations promulgated by the State Land Planning Agency pursuant to Section 380.06, F.S.; and

2. A description of all development activities proposed to be conducted under the terms of this development order for the year immediately following the submittal of the Annual Report; and
3. A statement setting forth the name(s) and address(es) of any successors or assigns to this Amended and Restated Development Order; and
4. A statement describing how the developer has complied with each term and condition of this development order applicable when the Annual Report was prepared.

L. The provisions of this Amended and Restated Development Order shall not be construed as a waiver of or exception to any applicable 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 laws, rules, regulations and ordinances in effect at the time of the review unless exempted or vested pursuant to law.

M. This Amended and Restated Development Order shall become effective upon the date of transmittal to the parties specified in Section 380.07(2), F.S. Crosland Mirabay, LLC shall record a notice of the adoption in the Hillsborough County public records pursuant to the requirements set forth in Section 380.06(15)(f), F.S. All time frames stipulated herein shall be tolled during any appeal or litigation affecting this Amended and Restated Development Order.

N. The developer has elected, pursuant to Section 380.06(5)(c), F.S., and to the extent not already exempted, to be bound by the provisions of Chapters 403 and 373, F.S., 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 Section 380.06(5)(c), F.S., 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.

O. Any amendments to the proposed build out schedule shall be submitted to the County for review and approval, as required by Section 380.06(19), F.S. Any significant departure in project build out shall be subject to a substantial deviation determination pursuant to Section 380.06(19), F.S.

P. Residential Boat Slips: Each waterfront residential unit shall be permitted one (1) individual non-commercial boat slip. Such slips shall not require a substantial deviation determination pursuant to Subsection 380.06(19), F.S.

- Q. This Amended and Restated Development Order shall remain in effect for a period up to and including April 29, 2014. That date shall also be the DRI termination date. No development shall be commenced after expiration of the 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 DCA a minimum of thirty (30) days prior to the expiration date of this Amended and Restated Development Order.
- R. This development shall not be subject to down zoning, or intensity reduction prior to April 29, 2014, 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.
- S. This Amended and Restated Development Order shall not prevent the County from requiring the payment of impact fees and/or other fees for development or construction within the area described in this development order when such impact fees and/or other fees are also charged for similar activities within the other incorporated areas of the County. The County shall comply with Section 380.06(16), F.S. (1997).

IV. SPECIFIC CONDITIONS

A. Transportation

1. General Transportation Conditions

- a. Monitoring. Peak-hour traffic counts at the entrances to the Harbor Bay DRI shall be instituted to verify that the projected number of external trips for the Harbor Bay DRI are not being exceeded. Counts shall be performed on an annual basis through build-out of the Harbor Bay DRI and 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 if the annual report indicates that the Harbor Bay DRI trips exceed the directional external volumes provided in the 1998 Notification by more than fifteen percent (15%), Hillsborough County shall conduct a substantial deviation determination pursuant to Section 380.06(19), F.S. The methodology for any new traffic analysis required during the additional review 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. This methodology shall be reviewed and approved by Hillsborough County, the DCA, the Florida Department of Transportation, and TBRPC.

2. Mitigation

- a. The developer shall add a second westbound left turn lane on U.S. 41 at Big Bend Road when warranted by the FDOT and Hillsborough County, but no later than December 31, 2008 (the DRI buildout date). This condition has been satisfied. (*amended by R07-188*).

B. Historical and Archaeological Sites

- 1. Any other historical or archaeological resources discovered during development of the Harbor Bay DRI shall be immediately reported to the Florida Department of State, Division of Historical Resources, TBRPC, and Hillsborough County. Treatment of such resources must be completed before resource-disturbing activities are allowed to continue.

C. Wildlife

- 1. Except as otherwise allowable by this Amended and Restated Development Order or any applicable permit consistent with this Amended and Restated Development Order, site development related activities shall not result in the harming, pursuit or harassment of wildlife species classified as endangered, threatened or a species of special concern by either the state or federal government in contravention of applicable state or federal laws. Should such species be determined to be residing on, or be otherwise significantly dependent upon the Harbor Bay DRI site, the developer shall cease all activities, which might negatively affect that individual or population and immediately notify the Florida Game and Fresh Water Fish Commission and the United States Fish and Wildlife Service. The developer shall provide proper protection, to the satisfaction of all agencies with jurisdiction, in accordance with Rule 9J-2.041, F.A.C. "Harming" and "harassment" as used in this recommendation shall be defined in the same manner as "harm" and "harass" respectively are defined in 50 CFR Section 17.3.
- 2. Prior to removal of an earthen plug at the former location of a boat lift in Pocket 108 in the Apollo Beach DRI, the developer shall provide for the following:
 - a. Limited speed zones and motor boat prohibition zones consistent with the Florida Department of Environmental Protection's letter of March 16, 1999, for this project, shall be reviewed and approved by the Bureau of Protected Species Management and shall be established and posted. A copy of this letter is attached as Exhibit D and incorporated by reference.
 - b. Seagrass informational markers shall be in place and maintained in

perpetuity.

- c. The navigational channel shall be re-marked and maintained.
- d. Initial establishment of a buoy marker system for the speed zones described above shall be accomplished and Atlantic Gulf Communities agrees to assist -in maintenance of the system in perpetuity.
- e. An educational program, reviewed and approved by the Bureau of Protected Species Management, shall be implemented and maintained in perpetuity.
- f. Marketing materials will reflect the limited access from the Lagoon system.
- g. A declaration shall be recorded which states:

“Lots located on the lagoon shall have access to the canal system and ultimately to Tampa Bay only through a single boatlift or other mechanical means but shall never have a direct connection to the canal system and to Tampa Bay. This restrictive covenant shall run with the land and shall bind all future owners of these lots in perpetuity.”
- h. Limitation of the total number of individual docks in the Harbor Bay DRI to 675, of which no more than 300 individual docks shall be in the “Lake” shown on the DRI Master Plan (Composite Exhibit B).
- i. Issuance of all required environmental approvals and permits.

D. Public Facilities

1. Wastewater/Reclaimed Water

- a. Hillsborough County shall provide, operate and maintain wastewater treatment service and disposal capacity for the Harbor Bay DRI.
- b. The Developer shall be required to use reclaimed water, within 30 days of being advised by Hillsborough County that it is available, for irrigation of the golf course east of U.S. 41. Potable water shall not be used for the golf course. Permitted non-potable groundwater withdrawals may be used to supplement reclaimed water if the County determines that insufficient reclaimed water is available. Regarding other irrigable areas east of U.S. 41, the Developer shall be required to install reclaimed water distribution facilities and to maximize the use of reclaimed water, as available. During the construction planning process, the Developer shall work with the County to determine the most efficient plan for minimizing potable and

non-potable (groundwater) water use in the development east of U.S. 41. The Developer may utilize an alternative non-potable water source to augment its reclaimed water irrigation plan when reclaimed water is not available. The Harbor Bay DRI shall implement a reclaimed water system within the balance of the Harbor Bay DRI to provide for the non-potable water needs of the project when feasible or when required by Hillsborough County ordinance, whichever comes first. The developer shall submit plans for a reclaimed water system within two (2) years of notification by Hillsborough County that such an ordinance is in effect. *(as modified by R 01-008)*

- c. Prior to dedication to the County, sewer lines provided by the developer of the Harbor Bay DRI shall be initially tested for leaks and ruptures by the developer. Faulty lines shall be replaced by the developer prior to acceptance by the County. Subsequent to the acceptance of sewer lines and the expiration of any warranties, the County shall replace faulty lines as they occur as quickly as possible.
- d. The disposal into the sewer system of non-domestic hazardous wastes, as defined by applicable regulations, shall be prohibited.

2. Water Supply

- a. Accompanying the year 2000 annual report, the developer of the Harbor Bay DRI shall submit a plan to Hillsborough County and TBRPC for use of non-potable water for irrigation and the encouragement of water conservation measures in project development. This condition has been satisfied. *(amended by R07-188)*.
- b. Water saving devices shall be required in the project as mandated by the Florida Water- Conservation Act (Section 553.14 F.S.) and native vegetation shall be used in landscaping to the greatest extent feasible. In addition, the water conservation measures such as xeriscaping shall be encouraged.
- c. The developer shall encourage the use of the lowest quality water reasonably available and suitable for a given purpose in order to reduce the unnecessary use of potable water.
- d. Adequate fire flow and pressure shall be maintained within Harbor Bay DRI.
- e. Planning and development of this project shall conform to, and further, the rules and guidelines adopted by the Southwest Florida Water Management District for the Eastern Tampa Bay Water Use Caution Area.

3. Schools and Parks

- a. Parcel 31 as shown in the master plan that is part of Composite Exhibit B may be developed as a school or with residential uses. If developed as residential, it shall not result in an increase in the overall number of residential units approved for the Harbor Bay DRI. *(added by R01-008)*.
- b. The Developer shall be required to fund and construct a pedestrian crossing meeting Americans with Disabilities Act requirements and with the approval of the Florida Department of Transportation, to provide for a safe crossing for residents from the west side of U.S. 41 to access the school site on the east side of U.S. 41. *(added by R01-008)*.
- c. Parcel 32 as shown in the master plan that is part of Composite Exhibit B may be developed as a park or with residential uses. If developed as residential, it shall not result in an increase in the overall number of residential units approved for the Harbor Bay DRI. *(added by R01-008)*.

E. Drainage, Flood Control, and Air and Water Quality

1. The stormwater management systems shall be designed, constructed, and maintained to meet or exceed Chapter 40D-4, Florida Administrative Code (F.A.C.), unless specifically exempted by Southwest Florida Water Management District (SWFWMD). The systems shall be designed, constructed, and maintained to meet or exceed Chapter 17-25, F.A.C. Treatment shall be provided by biological filtration, wherever feasible.
2. The stormwater management system for the development shall be designed, constructed, and maintained, at a minimum, to meet the requirements of the Hillsborough County Stormwater Management Technical Manual. The design criteria to be used are those in effect at the time of construction plan submittal for a particular phase of the development. In addition, the stormwater management system shall provide retention of the first one-inch of runoff generated from the site, unless this requirement is proven by the developer to be unnecessary for groundwater recharge and surface water quality protection purposes.
3. Prior to construction plan approval and the issuance of any permits, the master plan for each proposed drainage sub-basin in the Harbor Bay DRI shall be submitted to the Hillsborough County Environmental Protection Commission (EPC) for review, to Hillsborough County for approval, and to the Southwest Florida Water Management District, to the extent applicable, for approval. This plan shall address, but not be limited to, control of on-site stormwater, maintenance of water quality, wetlands to be preserved, proposed wetland alterations, mitigation for lost wetlands; maintenance of hydroperiods and methods for wetlands restoration/enhancement. All on-site wetlands within the Harbor Bay DRI defined as preservation or conservation areas by policies 10.1.2

and 10.3.1 Tampa Bay Comprehensive Regional Policy Plan as shown in Exhibit E, except those existing lakes which are man-made, shall be delineated as such in the Master Stormwater Management Plan. No development shall occur in wetlands shown as preservation areas on Exhibit E. Any development that is proposed in wetlands shown as conservation areas on Exhibit E shall be in compliance with the environmental permitting requirements of agencies with jurisdiction and applicable requirements of Section 380.06(19), F.S.

4. Best Management Practices for reducing water quality impacts, as recommended by Hillsborough County and SWFWMD, shall be implemented and shall include a street cleaning program for parking and roadway areas within the development.
5. In order to protect water quality in the Wolf Creek watersheds and Tampa Bay, there shall be no degradation of water quality exiting the site at the point of discharge of any stormwater facility below the standards set forth in Chapter 40D-4, FAC. The developers of the Harbor Bay DRI shall provide for surface water quality monitoring program mutually acceptable to SWFWMD and Hillsborough County EPC to be instituted before construction commences and to continue through buildout of the Harbor Bay DRI.
 - (a) Sampling locations and parameters shall be determined by Hillsborough County, with review and comment by SWFWMD in accordance with permit conditions and TBRPC.
 - (b) All water quality analytical methods and procedures shall be thoroughly documented and shall comply with SWFWMD Quality Control Standards and Requirements.
 - (c) The monitoring results shall be submitted to Hillsborough County and SWFWMD. Should the monitoring indicate that applicable state water quality standards are not being met, the violation shall be reported to Hillsborough County and SWFWMD immediately. If there is evidence that the developer is responsible for the violation, construction within the subbasin(s) where the violation is noted may be stopped until the violation is corrected.
6. The developer shall be responsible for the operation and maintenance of the onsite stormwater management facilities unless otherwise required or approved by the County.
7. No fill shall be allowed in the 100-year freshwater riverine floodplain without equal flood plain storage value compensation within the stormwater management system. Also, in order to mitigate potential property damage from flooding, all elevations for habitable structures shall be at or above the 100-year flood level.
8. The Harbor Bay Project shall be required to utilize revetment structures on all lots

fronting on a canal or waterway. To that end, the developer is authorized and required to build retaining walls at the rear lot lines of any lots abutting internal waterways within the Harbor Bay DRI and within Pocket 101.

9. All necessary drainage and associated access easements shall be conveyed by the developer to the County as required, in accordance with County policies existing at the time of construction plan submittal. All easement documents shall be fully executed and recorded prior to, or concurrent with issuance of certificates of occupancy or plat approval, whichever is applicable for the particular parcel.
10. The Developer shall provide for and implement an Integrated Pest Management Plan (IPMP) addressing use of pesticides, herbicides and fertilizers on the golf course. The IPMP shall specifically address measures to facilitate minimization of irrigation and the environmentally sensitive application of fertilizers and pesticides/herbicides in golf course design and maintenance. Prior to construction plan approval for the golf course, the IPMP shall be submitted for approval to the appropriate agencies with regulatory jurisdiction. *(added by R 01-008)*
11. The contractor will be required to sod, seed, mulch or plant with landscape material the cleared and disturbed areas as soon as possible after clearing. The side slopes of detention ponds will be sodded, grassed, or natural vegetation will be encouraged to grow. The contractor will also be required to control wind erosion through sprinkling or other appropriate measures.

To alleviate the erosive effect of wind and water, the following steps will be implemented during construction:

- Only those portions of the site ready for construction will be cleared.
 - Sediment basins will be constructed at the start of each drainage system phase.
 - Areas to be cleared and disturbed by construction will be seeded, mulched with hay, straw and other landscape material, sodded, or planted with other landscape material as soon after the construction as possible.
 - Construction areas will have interim water quality control features, such as hay bales, as needed to reduce turbidity.
 - Embankment areas of stormwater filtration ponds will be seeded, sodded, or planted to stabilize shorelines and to filter runoff.
 - If wind erosion becomes significant during construction, the contractor will sprinkle the problem area with water. Following construction, the planted ground cover and the drainage system vegetation and configuration will effectively control wind and water erosion. *(added by R 01-008)*
12. To mitigate noise impacts of construction east of U. S. 41, construction activity shall be limited to hours of operation as provided for in any applicable adopted County rules and regulations. *(added by R 01-008)*

F. Hurricane Preparedness

1. The developer shall promote awareness of, and shall cooperate with, local and regional authorities to issue hurricane evacuation orders. The developer shall prepare a plan to ensure the safe and orderly evacuation of Project employees who, for security or administrative reasons, are in the development after an evacuation order is issued by: (1) ordering all buildings closed for the duration of a hurricane evacuation order; (2) informing all employees of evacuation routes out of the flood-prone area and measures to be followed in the event of same; and (3) making all efforts to coordinate with and inform appropriate public authorities of building closings, security and safety measures, and evacuation plans. This plan shall be included in the first annual report submitted after occupancy of any portion of the project.
2. Upon issuance of this first certificate of occupancy, the developer shall satisfy hurricane mitigation requirements for the Harbor Bay project west of U.S. 41 specified by local officials by providing a 100 amp, three-phase, 480-volt portable emergency electrical generator. *(as modified by R 01-008)*
3. All deeds for sale of land and/or structures within the Harbor Bay DRI located within Evacuation Zones A-C shall be accompanied by a hazard disclosure statement generally describing the properties' relative probability of damage from hurricane surge.
4. Project development within the Harbor Bay DRI remainder shall be consistent with TBRPC policies with regard to the siting of new institutions such as hospitals, nursing homes and adult congregate living facilities in evacuation levels A or B.
5. Upon, or prior to, the issuance of a building permit for the 339th residential dwelling unit located within the Harbor Bay DRI project located east of U.S. 41, the developer shall pay \$7,970 to mitigate impacts associated with hurricane shelter capacity. Payment of the "mitigation offset" shall be conveyed to the Hillsborough County School Board to be used solely for public-shelter retrofit projects. *(added by R 01-008)*

- G. Community Development District. - If a Community Development District is established by the developer-pursuant to Chapter 190, F.S., it may finance, fund, plan, establish, acquire, construct or reconstruct, enlarge or extend, equip, operate and maintain projects, systems and facilities for the purposes set forth in Chapter 190, F.S. (1997). Hillsborough County expressly approves and consents to the construction or funding by the District of all such projects within or without the boundaries of the District required by this Amended and Restated Development Order or necessary to serve the development

approved by this Amended and Restated Development Order. In addition, if a Community Development District is established, the County approves and expressly requires the construction and/or funding by the District of revetment structures, retaining walls or similar seawalls within the DRI and within the "Pocket 101" lands that are not subject to DRI review but are part of the Harbor Bay project. If the developer is required by this Amended and Restated Development Order to provide, pay for or otherwise cause to be provided infrastructure, projects, systems or facilities set forth in Chapter 190, F.S., including without limitations those in Section 190.012(1) and (2), F.S. (1997), then it is intended that the Community Development District independently may satisfy such obligations and Hillsborough County consents to the District's role. To the extent any such obligation under this Amended and Restated Development Order is met or performed by the District, then the developer shall no longer be subject to the obligation. Nothing in this Section shall be construed as approval of or consent by the County to the establishment of a Community Development District (CDD) by the developer pursuant to Chapter 190, F. S., and the County expressly maintains all rights available to it pursuant to Chapter 190, F.S., related to the proposed establishment of a CDD by the developer.

H. Developer Commitments, Effective Date, Rendition

1. Developer Commitments. The commitments of the developer of the Harbor Bay DRI are set forth in this Amended and Restated Development Order and they supersede any development order conditions, express or implied, for Apollo Beach DRI #59 and DRI #209, except as provided hereto.
2. Effective Date. The effective date of this Amended and Restated Development Order shall be the date of its transmittal by the clerk of the Board of County Commissioners. This Resolution, complete with all exhibits hereto, shall be transmitted within ten (10) days of its adoption, a certified copy of by the Ex-Officio Clerk of the Board of County Commissioners by certified mail to the DCA, TBRPC, the developer's representative and other recipients specified by statute or rules.
3. Date Rendered. This Amended and Restated Development Order shall be deemed rendered as of the postmark date of the transmittal of copies hereof to DCA, TBRPC and the developer.
4. In the event that any portion of this Resolution 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.

STATE OF FLORIDA)

COUNTY OF HILLSBOROUGH)

I, PAT FRANK, Clerk of the Circuit Court and Ex-Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida do hereby certify that the above and foregoing is true and correct copy of a Resolution adopted by the Board at its regular meeting of October 9, 2007 as same appears of record in Minute Book 377 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 16th day of October, 2007.

By: Michael K. Dejen
Deputy Clerk



By: [Signature]
Approved as to legal form
and sufficiency

LIST OF EXHIBITS

- A - Composite Exhibit A (Legal Description)
- B - Composite Exhibit B (Revised Map H)
- C - Developer's Certification
- D - March 16, 1999 DEP Letter
- E - Preservation Map (Revised 2000)

HARBOR BAY
D.R.I.

TRACT "V"

DESCRIPTION: A parcel of land lying in Sections 28, 29, 32 and 33, Township 31 South, Range 19 East, Hillsborough County, Florida and being more particularly described as follows:

From the Southwest corner of the Northwest 1/4 of Section 32, Township 31 South, Range 19 East, run thence N.00°53'55"E., 60.00 feet along the West boundary of the Northwest 1/4 of said Section 32; thence S.89°25'58"E., 780.75 feet along the North right-of-way line of Villemaire Road (also being a line 60.00 feet North of and parallel with the South boundary of the Northwest 1/4 of said Section 32) to the POINT OF BEGINNING; thence along the Easterly boundary of property deeded to Hillsborough County and recorded in Official Records Book 7073, Page 320, Public Records of Hillsborough County, Florida the following two (2) courses; 1) N.00°36'25"E., 668.30 feet; 2) S.89°16'25"E., 1860.63 feet to the Westerly maintained right-of-way line of Leisey Road; thence N.00°55'35"E., 514.13 feet along said Westerly maintained right-of-way line to the North boundary of a 30 foot wide Drainage Canal as recorded in Deed Book 1106, Page 308, Public Records of Hillsborough County, Florida; thence N.59°07'43"W., 937.77 feet along said Drainage Canal; thence N.31°17'43"W., 2730.60 feet along said Drainage Canal to the West boundary of the aforesaid Section 29; thence N.00°28'03"E., 1168.22 feet along said West boundary to the Northwest corner of the Southwest 1/4 of said Section 29; thence S.89°17'14"E., 1026.94 feet along the North boundary of the Southwest 1/4 of said Section 29 to the centerline of a drainage canal; thence along the centerline of said canal the following fourteen (14) courses: 1) N.12°57'40"W., 112.26 feet; 2) N.00°11'29"W., 77.99 feet; 3) N.26°34'39"E., 26.86 feet; 4) N.28°19'33"E., 51.78 feet; 5) N.35°31'21"E., 99.07 feet; 6) N.36°11'35"E., 79.11 feet; 7) N.36°16'26"E., 89.95 feet; 8) N.36°29'54"E., 92.87 feet; 9) N.37°43'25"E., 72.46 feet; 10) N.36°45'54"E., 83.83 feet; 11) N.36°54'42"E., 74.67 feet; 12) N.34°31'46"E., 77.69 feet; 13) N.38°01'31"E., 79.67 feet; 14) N.38°17'39"E., 111.28 feet to a point on the curved Southerly boundary of Biscayne Canal according to the plat of APOLLO BEACH - UNIT SIX, as recorded in Plat Book 37, Page 88, Public Records of Hillsborough County, Florida; thence along the Southerly boundary of said Apollo Beach Unit Six, the following four (4) courses: 1) Southeasterly, 1328.34 feet along the arc of a curve to the left having a radius of 1305.00 feet and a central angle of 58°19'14" (chord bearing S.60°18'45"E., 1272.74 feet) to a point of tangency; 2) S.89°28'22"E., 1374.19 feet to a point of curvature; 3) Northeasterly, 723.06 feet along the arc of a curve to the left having a radius of 788.28 feet and a central angle of 52°33'18" (chord bearing N.64°14'59"E., 697.97 feet); 4)

COMPOSITE EXHIBIT A

S.89°22'53"E., 442.25 feet; thence S.00°49'48"W., 653.98 feet to the South boundary of the Northeast 1/4 of said Section 29; thence S.89°17'14"E., 190.17 feet along said South boundary of the Northeast 1/4 of Section 29, to the Northwest corner of the Southwest 1/4 of the aforesaid Section 28; thence S.89°22'16"E., 1051.33 feet along the North boundary of Tract 62, RUSKIN TOMATO FARMS, according to the plat thereof as recorded in Plat Book 27, Page 110, Public Records of Hillsborough County, Florida; thence S.00°53'15"W., 1354.39 feet along the West boundary of the East 269.17 feet of said Tract 62 and a Southerly projection thereof to the South right-of-way line of Laisey Road (North boundary of Tract 71 of said RUSKIN TOMATO FARMS); thence S.89°19'05"E., 1562.31 feet along said South right-of-way line (North boundary of Tracts 71 and 72 of said RUSKIN TOMATO FARMS) to the intersection right-of-way for Laisey Road with U.S. Highway No. 41 (S.R. 45); thence S.41°51'46"E., 65.34 feet along said intersection right-of-way line; thence along the Westerly right-of-way line of said U.S. Highway No. 41 the following six (6) courses: 1) S.47°13'56"W., 349.59 feet; 2) S.47°17'54"W., 4033.93 feet to a point of curvature; 3) Southwesterly, 990.76 feet along the arc of a curve to the right having a radius of 11409.16 feet and a central angle of 04°58'32" (chord bearing S.49°47'10"W., 990.45 feet); 4) N.37°43'34"W., 18.00 feet to a point on a curve; 5) Southwesterly, 81.61 feet along the arc of said curve to the right having a radius of 11391.16 feet and a central angle of 00°24'38" (chord bearing S.52°28'44"W., 81.61 feet); 6) S.77°22'04"W., 129.32 feet to the North right-of-way line of the aforesaid Villamaire Road; thence N.89°25'58"W., 3401.98 feet along said North right-of-way line (also being a line 60.00 feet North of and parallel with the South boundary of the Northwest 1/4 of said Section 32) to the POINT OF BEGINNING.

Containing 668.298 acres, more or less.

TOGETHER WITH THE FOLLOWING:

TRACT "W"

DESCRIPTION: A parcel of land lying in the South 1/2 of Section 32, Township 31 South, Range 19 East, Hillsborough County, Florida and being more particularly described as follows:

BEGINNING at the Northeast corner of the Southwest 1/4 of Section 32, Township 31 South, Range 19 East, run thence S.89°25'58"E., 492.97 feet along the North boundary of the Southeast 1/4 of said Section 32; thence S.00°46'29"W., 836.58 feet to the Westerly right-of-way line of U.S. Highway No. 41 (S.R. No. 45); thence S.52°46'06"W., 315.97 feet to along said Westerly right-of-way line to a point of curvature; thence Southwesterly, 388.78 feet along the arc of a curve to the left having a radius of 7211.97.

feet and a central angle of $03^{\circ}05'19''$ (chord bearing $S.51^{\circ}13'26''W.$, 388.73 feet) along said Westerly right-of-way line; thence $N.89^{\circ}28'12''W.$, 1272.63 feet; thence $N.00^{\circ}55'56''E.$, 1277.53 feet to the North boundary of the Southwest 1/4 of said Section 32; thence $S.89^{\circ}25'58''E.$, 1324.84 feet along the North boundary of the Southwest 1/4 of said Section 32 to the POINT OF BEGINNING.

Containing 50.515 acres, more or less.
ALTOGETHER containing 718.813 acres, more or less.

AND ALSO TOGETHER WITH THE FOLLOWING:

DICKMAN

DESCRIPTION: Two parcels of land lying in Section 33, Township 31 South, Range 19 East, Hillsborough County, Florida, and being more particularly described as follows:

PARCEL A

From the Southwest corner of said Section 33, run thence along the West boundary of said Section 33, $N.00^{\circ}28'54''E.$, 94.37 feet; thence $S.89^{\circ}31'06''E.$, 30.00 feet to a point on the Easterly right-of-way line of 12th STREET N.E., said point also being the POINT OF BEGINNING; thence along said Easterly right-of-way line the following four (4) courses: 1) along a line lying 30.00 feet East of and parallel with said West boundary of Section 33, $N.00^{\circ}28'54''E.$, 2538.91 feet; 2) $N.89^{\circ}25'58''W.$, 2.26 feet; 3) $N.01^{\circ}10'14''E.$, 488.02 feet; 4) $N.05^{\circ}28'29''E.$, 187.04 feet to a point on the Southeasterly right-of-way line of U.S. HIGHWAY NO. 41; thence along said Southeasterly right-of-way line, $N.47^{\circ}17'54''E.$, 1752.09 feet; thence $S.89^{\circ}17'28''E.$, 1139.57 feet; thence $N.02^{\circ}05'17''E.$, 569.99 feet; thence along a line lying 30.00 feet South of and parallel with the North boundary of the aforesaid Section 33 the following two (2) courses: 1) $S.89^{\circ}17'18''E.$, 523.01 feet; 2) $S.89^{\circ}28'33''E.$, 1305.33 feet to a point on the Westerly boundary of a Hillsborough County Drainage right-of-way, as recorded in Deed Book 1233, Page 323, Public Records of Hillsborough County, Florida, said point hereinafter referred to as POINT "A"; thence along said Westerly boundary the following three (3) courses: 1) SOUTH, 778.92 feet; 2) $S.28^{\circ}37'25''W.$, 1496.17 feet; 3) $S.61^{\circ}22'35''E.$, 30.00 feet to a point on the Northwesterly boundary of a Railroad right-of-way for SEABOARD COASTLINE RAILROAD; thence along said Northwesterly boundary $S.28^{\circ}37'25''W.$, 3315.54 feet to a point on the Northerly right-of-way line of 19th AVENUE; thence along said Northerly right-of-way line the following four (4) courses: 1) $N.88^{\circ}53'27''W.$, 1144.45 feet to a point of curvature;

2) Westerly, 230.72 feet along the arc of a curve to the left having a radius of 68,799.94 feet and a central angle of $00^{\circ}11'32''$ (chord bearing $N.88^{\circ}59'13''W.$, 230.72 feet);
3) $S.00^{\circ}55'01''W.$, 5.00 feet to a point on a curve; 4) Westerly, 644.73 feet along the arc of said curve to the left having a radius of 68,794.94 feet and a central angle of $00^{\circ}32'13''$ (chord bearing $N.89^{\circ}21'05''W.$, 644.73 feet) to a point on the aforesaid Easterly right-of-way line of 12th STREET N.E.; thence along said Easterly right-of-way line, $N.26^{\circ}06'22''W.$, 55.86 feet to the POINT OF BEGINNING.

Containing 336.495 acres, more or less.

TOGETHER WITH THE FOLLOWING DESCRIBED PARCE:

PARCEL B:

From a point previously referred to as POINT "A", run thence $N.00^{\circ}31'27''E.$, 30.00 feet to a point on the aforesaid Northerly boundary of Section 33; thence along said Northerly boundary the following two (2) courses: 1) $S.89^{\circ}28'33''E.$, 29.73 feet to the POINT OF BEGINNING; 2) continue $S.89^{\circ}28'33''E.$, 443.30 feet to a point on the aforesaid Northwesterly boundary of the Railroad right-of-way for SEABOARD COASTLINE RAILROAD; thence along said Northwesterly boundary, $S.28^{\circ}37'25''W.$, 925.33 feet to a point on the Easterly boundary of the aforesaid Hillsborough County Drainage right-of-way; thence along said Easterly boundary, NORTH, 816.30 feet to the POINT OF BEGINNING.

Containing 4.153 acres, more or less.

Altogether containing 340.648 acres, more or less.

AND ALSO TOGETHER WITH THE FOLLOWING:

PARCEL C

DESCRIPTION: A portion of the 30 foot wide HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY, as recorded in Deed Book 1233, Page 323, Public Records of Hillsborough County, Florida, lying in Section 33, Township 31 South, Range 19 East, Hillsborough County, Florida, and being more particularly described as follows:

From a point previously referred to as POINT "A", said point also being the POINT OF BEGINNING, run thence along the Westerly and Southerly boundaries of said 30 foot wide HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY, the following three (3) courses: 1) SOUTH, 778.92 feet; 2) S.28°37'25"W., 1496.17 feet; 3) S.61°22'35"E., 30.00 feet to a point on the Northwesterly boundary of a Railroad right-of-way for SEABOARD COASTLINE RAILROAD; thence along the Easterly boundary of said 30 foot wide HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY, the following two (2) courses: 1) said Northwesterly boundary of a Railroad right-of-way for SEABOARD COASTLINE RAILROAD, N.28°37'25"E., 1503.83 feet; 2) NORTH, 816.30 feet to a point on the North boundary of the aforesaid Section 33, said point also being the Northeast corner of said 30 foot wide HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY; thence along said North boundary of Section 33, and the North boundary of said 30 foot wide HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY, the following two (2) courses: 1) N.89°28'33"W., 1335.01 feet; 2) N.89°17'18"W., 522.24 feet; thence S.02°05'17"W., 30.01 feet to a point on the South boundary of said 30 foot wide HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY; thence along said South boundary, lying 30.00 feet South of and parallel with the aforesaid North boundary of Section 33, the following two (2) courses 1) S.89°17'18"E., 523.01 feet; 2) S.89°28'33"E., 1305.33 feet to the POINT OF BEGINNING.

Containing 2.852 acres, more or less.

AND ALSO TOGETHER WITH THE FOLLOWING:

SCHOOL SITE

A Portion of O.R. Book 3993, Pg. 1960

DESCRIPTION: A parcel of land lying in Section 32, Township 31 South, Range 19 East, Hillsborough County, Florida, and being more particularly described as follows:

Commence at the Southwest corner of Section 33, run N.00°29'21"E., along the Westerly boundary of Section 33 a distance of 1484.40 feet to the intersection with the centerline of the Canal for POINT OF BEGINNING: From POINT OF BEGINNING run thence N.64°47'39"W., along centerline of canal a distance of 775.38 feet; thence S.75°11'06"W., a distance of 675.22 feet; thence S.54°49'48"W., a distance of 538.13 feet; thence S.89°39'54"W., a distance of 633.74 feet to a point on the Southeasterly right-of-way boundary of U.S. 41 (State Road 45); thence along a curve concave to the Southeasterly a distance of 152.90 feet with a radius of 7029.98 feet subtended by a chord of 152.90 feet, chord bearing N.52°08'49"E., thence N.52°46'12"E., along Southeasterly right-of-way boundary, a distance of 1787.09 feet to a point of curvature; thence along a curve to the left a distance of 126.72 feet with a radius of 11,591.19 feet subtended by a chord of 126.72 feet, chord bearing N.52°27'24.5"E.; thence S.89°25'52"E., 793.17 feet; thence S.00°29'21"W., 1088.31 feet along the Westerly boundary of Section 33 to the POINT OF BEGINNING.

LESS the following:

- (a) Right-of-way for 20th Avenue and 12th Street Northwest.
- (b) That part of the North 1/2 of the Southeast 1/4 of section 32, Township 31 South, Range 19 East, lying East of the public road conveyed to Tallie B. Carter, Sr., et ux, et al, by Deed recorded April 28, 1952 in Deed Book 1680 on Page 311.

Containing 33.308 acres, more or less.

ALTOGETHER containing 1095.621 acres, more or less.

AGC-AB-001

P:\APOLLO BEACH\APOLLODICKMAN-DRI-NEW

PAD

July 21, 1998

VBR

July 23, 1988

VBR

(Revised) August 29, 1998

VBR

(Revised Title) January 19, 1999

VBR

(Revised) June 30, 2000

VBR
VBR

(Revised) July 19, 2000
(Revised) August 23, 2000

APOLLO D.R.I.
(LESS HARBOR BAY, ELAPP, DICKMAN, SCHOOL
and HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY)

LEGAL DESCRIPTION:

A parcel of land lying in Sections 15, 16, 17, 19, 20, 21, 22, 27, 28, 29, 30, 31, 32 and 33, Township 31 South, Range 19 East, Hillsborough County, Florida, more particularly described as follows:

Commence at the Southwest corner of Section 33; run thence N 00°29'21" E, along the West boundary of said Section 33, a distance of 1484.40 feet; thence N 64°47'39" W, a distance of 775.38 feet; thence S 75°11'06" W, a distance of 675.22 feet; thence S 54°49'48" W, a distance of 538.13 feet; thence S 89°39'54" W, a distance of 633.74 feet; thence S 87°40'13" W, a distance of 301.58 feet; thence N 89°22'37" W, a distance of 1260.43 feet; thence N 00°48'27" E, a distance of 1282.59 feet; thence N 89°25'52" W, a distance of 1331.17 feet; thence S 00°55'14" W, a distance of 1285.88 feet; along the East boundary of Section 31; thence N 89°23'45" W, a distance of 3979.64 feet; thence S 00°35'07" W, a distance of 1298.26 feet; thence N 89°34'29" W, a distance of 1324.04 feet to the Southwest corner of said Section 31 and 30, a distance of 7423.41 feet; thence N 29°16'56" W, a distance of 3969.60 feet to a point on the Hillsborough County bulkhead line in Tampa Bay as recorded in Plat Book 35, Page 16 of the Public Records of Hillsborough County, Florida; thence N 60°43'04" E, along said bulkhead line, a distance of 5194.59 feet; thence N 45°51'25" E, a distance of 2900.52 feet; thence N 38°38'27" E, a distance of 2448.98 feet; thence N 45°37'51" E, a distance of 3629.23 feet; thence N 34°59'22" E, a distance of 2288.40 feet; thence S 88°58'27" E, a distance of 653.64 feet to the Northwest corner of Section 16; thence continue S 88°58'27" E, a distance of 1703.52 feet; thence S 34°59'22" W, a distance of 3039.10 feet to a point on the West boundary of said Section 16; thence leaving the stated bulkhead line S 00°53'49" W, along said West boundary of Section 16, a distance of 1318.47 feet; thence S 48°01'42" E, a distance of 357.43 feet to a point on the Northerly boundary of a resubdivision of Apollo Beach Unit 8, as recorded in Plat Book 42, Page 58 of the Public Records of Hillsborough County, Florida; thence along said Northerly boundary S 47°33'02" E, a distance of 50.00 feet; thence along an arc to the left a distance of 1362.35 feet with a radius of 2793.82 feet, subtended by a chord of 1348.89 feet, chord bearing S 61°31'13" E; thence S 75°29'23" E, along the North boundary of Apollo Beach Unit 8, Section A, as recorded in Plat Book 35, Page 97 of the Public Records of Hillsborough County, Florida, a distance of 958.41

feet; thence S 75°34'05" E, along the North boundary of Sabal Key Unit 2 as recorded in Plat Book 46, Page 51 of the Public Records of Hillsborough County, Florida, a distance of 1181.81 feet; thence S 01°06'31" W, a distance of 110.85 feet to a point on the North boundary of Section 21; thence along said North boundary S 89°34'17" E, a distance of 1690.87 feet to the Southwest corner of Section 15; thence N 00°44'36" E, along the West boundary of said Section 15, a distance of 662.52 feet; thence S 89°20'12" E, a distance of 2643.40 feet; thence S 00°48'54" W, a distance of 663.76 feet to a point on the North boundary of Section 22, thence S 89°18'35" E, along said North boundary a distance of 1923.31 feet to a point on the Westerly right of way boundary of U.S. Highway 41 (S.R. 45); thence along said Westerly right of way boundary S 28°38'02" W, a distance of 2577.17 feet; thence N 61°21'58" W, a distance of 200.00 feet; thence S 28°38'02" W, a distance of 100.00 feet; thence S 61°21'58" E, a distance of 200.00 feet; thence S 28°38'02" W, a distance of 769.90 feet; thence N 61°21'58" W, a distance of 18.00 feet; thence S 28°38'02" W, a distance of 1627.50 feet to a point of curvature; thence along an arc to the right a distance of 169.25 feet with a radius of 2714.79 feet subtended by a chord of 169.22 feet, chord bearing S 30°25'12" W; thence S 60°36'58" E, a distance of 13.01 feet to a point on a curve; thence along an arc concave to the Northwesterly, a distance of 246.17 feet with a radius of 2727.79 feet subtended by a chord of 246.09 feet, chord bearing of S 34°46'40" W; thence N 60°36'58" W, a distance of 40.40 feet to a point on a curve; thence along an arc concave to the Northwesterly, a distance of 457.43 feet with a radius of 2687.79 feet, subtended by a chord of 456.88 feet, chord bearing S 42°21'30" W, to a point of tangency; thence S 47°14'02" W, a distance of 229.20 feet; thence N 89°19'12" W, a distance of 134.56 feet; thence S 47°14'02" W, a distance of 243.63 feet; thence S 89°19'12" E, a distance of 200.00 feet; thence S 47°14'02" W, a distance of 572.95 feet; thence N 89°19'12" W, a distance of 490.64 feet; thence N 00°53'46" E a distance of 271.54 feet; thence N 89°12'12" W, a distance of 439.87 feet; thence N 00°53'46" E, a distance of 290.00 feet, to the Southeast corner of stated Section 21; thence N 89°23'43" W, along the South boundary of said Section 21 also being the centerline of Miller Mac Road (Clay-Gully Road Plat) a distance of 3962.79 feet; thence S 00°53'17" W, a distance of 1324.17 feet; thence N 89°22'11" W, a distance of 1320.86 feet to the East boundary of Section 29; thence S 00°53'07" W, along said East boundary, a distance of 1323.58 feet; thence N 89°20'36" W, a distance of 1322.15 feet; thence S 00°46'56" W, a distance of 1324.06 feet; thence S 89°21'52" E, a distance of 1319.77 feet; thence S 89°19'10" E, a distance of 2738.91 feet to a point on the stated Westerly right-of-way boundary of U.S. Highway 41 (S.R. 45); thence S 47°14'02" W, along said right-of-way boundary, a distance of 463.05 feet; thence S 47°18'00" W, a distance of

1464.29 feet to a point on the North boundary of Section 33; thence S 89°17'39" E, along said North boundary a distance of 3083.65 feet to a point on the Westerly right-of-way boundary of Seaboard Coastline Railroad; thence S 28°37'33" W, along said Westerly right-of-way a distance of 5791.97 feet to the South boundary of stated Section 33; thence N 89°06'38" W, along said South boundary a distance of 2050.00 feet to the Southwest corner of said Section 33, said point being the POINT OF BEGINNING.

ALSO a tract in Section 22, Township 31 South, Range 19 East, more particularly described as follows: From the Southwest corner of stated Section 22, run S 89°19'12" E, along the South boundary of Section 22, a distance of 2084.69 feet to a point on the East right-of-way boundary of Seaboard Coastline Railroad; thence N 28°37'33" E, along said right-of-way boundary a distance of 737.35 feet to a POINT OF BEGINNING; thence continue along said right-of-way boundary a distance of 726.00 feet; thence S 61°22'27" E, a distance of 300.00 feet; thence S 28°37'33" W, a distance of 726.00 feet; thence N 61°22'27" W, a distance of 300.00 feet to the POINT OF BEGINNING.

LESS:

The following described properties:

That part of the Northeast 1/4 of Section 32, Township 31 South, Range 19 East lying South of U.S. Highway 41, (S.R. 45).

ALSO that portion of the North 1/2 of the Southeast 1/4 of Section 32, Township 31 South, Range 19 East, lying North and West of U.S. Highway 41 (S.R. 45), less the West 488.10 feet.

ALSO tract 65 of Ruskin Tomato Farms as recorded in Plat book 27, Page 110 of the Public Records of Hillsborough County, Florida.

Said parcel containing 5227.19 acres M.O.L. Gross Acreage.

47.07 acres M.O.L. Rights-of-Way.

Total Net Acreage 5180.12

AND ALSO LESS

(ELAPP PROPERTY)

DESCRIPTION

A parcel of land lying in Sections 19, 20, 29, 30, 31 and 32, Township 31 South, Range 19 East, Hillsborough County, Florida; explicitly described as follows:

That part of aforesaid Section 19, lying above the mean highwater line of Tampa Bay.

Together with: that part of aforesaid Section 20, lying above the mean highwater line of Tampa Bay and Southwesterly of Biscayne Canal as shown on the record plat of Apollo Beach Unit No. 6, as recorded in Plat Book 37, Page 88, of the Public Records of Hillsborough County, Florida.

Together with: that part of Tracts 51, 52 and 53, Ruskin Tomato Farms as recorded in Plat Book 27, Page 110, of the Public Records of Hillsborough County, Florida, lying Southwesterly of Biscayne Canal as shown on the record plat of Apollo Beach Unit No. 6, as recorded in Plat Book 37, Page 88, of the Public Records of Hillsborough County, Florida and Northwesterly of the unnamed canal running through said Tracts 52 and 53; together with the unimproved right of way abutting said Tracts 51 and 52; all lying within aforesaid Section 29, Township 31 South, Range 19 East, Hillsborough County, Florida; and all of Tract 67, Ruskin Tomato Farms as recorded in Plat Book 27, Page 110, of the Public Records of Hillsborough County, Florida, lying Southwesterly of the canal right of way as recorded in Deed Book 1106, Page 308, of the Public Records of Hillsborough County, Florida

Together with: that portion of aforesaid Section 30, Township 31 South, Range 19 East, Hillsborough County, Florida, lying above the mean highwater line of Tampa Bay. Together with: All of aforesaid Section 31, Township 31 South, Range 19 East, Hillsborough County, Florida, less the Southerly 80 feet of the Southwest One-Quarter of the Southwest One-Quarter of said Section 31 for right of way purposes as recorded in Official Record Book 1648, Page 926, of the Public Records of Hillsborough County, Florida and less the Southeast One-Quarter of the Southwest One-Quarter of said Section 31 and less the South half of the Southeast One-Quarter of said Section 31, Township 31 South, Range 19 East, Hillsborough County, Florida, and less maintained right of way for Villemaire Road.

Together with; that portion of aforesaid Section 32, Township 31 South, Range 19 East, Hillsborough County, Florida, explicitly described as follows: Commence at the Northwest corner of said Section 32 for the Point of Beginning, thence on the Northerly boundary thereof S 89°22'58" E, a distance of 382.24 feet, to the Southeast corner of Section 29, Township 31 South, Range 19 East, Hillsborough County, Florida, thence continue on said Northerly boundary, S 89°22'58" E, a distance of 887.01 feet, to the Westerly right of way boundary of the canal as recorded in Deed Book 1106, Page 308, of the Public Records of Hillsborough County, Florida; thence on said Westerly canal right of way, S 31°16'29" E, a distance of 1004.27 feet; thence continue on said Westerly right of way S 59°09'11" E, a distance of 962.77 feet, to the Westerly right of way boundary of Leisey Road as maintained by Hillsborough County; thence on said Westerly maintained right of way boundary; S 00°55'35" W, a distance of 479.51 feet; thence departing said right of way boundary, N 89°16'02" W, a distance of 1860.73 feet; thence S 00°37'31" W, a distance of 668.48 feet, to the Northerly right of way boundary of Villemaire Road, as recorded in Deed Book 1106, Page 310, of the Public Records of Hillsborough County, Florida; thence on said Northerly right of way boundary, N 89°26'00" W, a distance of 780.42 feet to a point on the Westerly boundary of aforesaid Section 32, said point being N 00°53'52" E, 60.00 feet from the Southwest corner of the Northwest One-Quarter of said Section 32; thence on the Westerly boundary of said Section 32, N 00°53'52" E, a distance of 2482.35 feet to the Point of Beginning.

Contains 1079.5 acres of land more or less above mean high water.

AND ALSO LESS:

(HARBOR BAY - TRACT "V")

DESCRIPTION: A parcel of land lying in Sections 28, 29, 32 and 33, Township 31 South, Range 19 East, Hillsborough County, Florida and being more particularly described as follows;

From the Southwest corner of the Northwest 1/4 of Section 32, Township 31 South, Range 19 East, run thence N.00°53'55"E., 60.00 feet along the West boundary of the Northwest 1/4 of said Section 32; thence S.89°25'58"E., 780.75 feet along the North right-of-way line of Villemaire Road (also being a line 60.00 feet North of and parallel with the South boundary of the Northwest 1/4 of said Section 32) to the POINT OF BEGINNING; thence along the Easterly boundary of property deeded to Hillsborough County and recorded in Official Records Book 7073, Page 320, Public Records of Hillsborough County, Florida the following two (2) courses: 1) N.00°36'25"E., 668.30 feet; 2) S.89°16'25"E., 1860.63 feet to the Westerly maintained right-of-way line of Leisey Road; thence

N.00°55'35"E., 514.13 feet along said Westerly maintained right-of-way line to the North boundary of a 30 foot wide Drainage Canal as recorded in Deed Book 1106, Page 308, Public Records of Hillsborough County, Florida; thence N.59°07'43"W., 937.77 feet along said Drainage Canal; thence N.31°17'43"W., 2730.60 feet along said Drainage Canal to the West boundary of the aforesaid Section 29; thence N.00°28'03"E., 1168.22 feet along said West boundary to the Northwest corner of the Southwest 1/4 of said Section 29; thence S.89°17'14"E., 622.24 feet along the North boundary of the Southwest 1/4 of said Section 29 to the Northwest corner of Tract 65, RUSKIN TOMATO FARMS, according to the plat thereof as recorded in Plat Book 27, Page 110, Public Records of Hillsborough County, Florida; thence along the Westerly boundary of said Tract 65, S.48°41'18"E., 1991.58 feet to the Southwest corner of said Tract 65; thence along the South boundary of said Tract 65, S.89°20'09"E., 465.65 feet to the Southeast corner of said Tract 65; thence along the East boundary of said Tract 65, N.00°40'32"E., 1295.64 feet to the Northeast corner of said Tract 65; thence along the North boundary of said Tract 65, N.89°17'14"W., 1612.28 feet to the centerline of a drainage canal; thence along the centerline of said canal the following fourteen (14) courses: 1) N.12°57'40"W., 112.26 feet; 2) N.00°11'29"W., 77.99 feet; 3) N.26°34'39"E., 26.86 feet; 4) N.28°19'33"E., 51.78 feet; 5) N.35°31'21"E., 99.07 feet; 6) N.36°11'35"E., 79.11 feet; 7) N.36°16'26"E., 89.95 feet; 8) N.36°29'54"E., 92.87 feet; 9) N.37°43'25"E., 72.46 feet; 10) N.36°45'54"E., 83.83 feet; 11) N.36°54'42"E., 74.67 feet; 12) N.34°31'46"E., 77.69 feet; 13) N.38°01'31"E., 79.67 feet; 14) N.38°17'39"E., 111.88 feet to a point on the curved Southerly boundary of Biscayne Canal according to the plat of APOLLO BEACH - UNIT SIX, as recorded in Plat Book 37, Page 88, Public Records of Hillsborough County, Florida; thence along the Southerly boundary of said Apollo Beach Unit Six, the following four (4) courses: 1) Southeasterly, 1328.34 feet along the arc of a curve to the left having a radius of 1305.00 feet and a central angle of 58°19'14" (chord bearing S.60°18'45"E., 1271.74 feet) to a point of tangency; 2) S.89°28'22"E., 1374.19 feet to a point of curvature; 3) Northeasterly, 723.06 feet along the arc of a curve to the left having a radius of 788.28 feet and a central angle of 52°33'18" (chord bearing N.64°14'59"E., 697.97 feet); 4) S.89°22'53"E., 442.25 feet; thence S.00°49'48"W., 653.98 feet to the South boundary of the Northeast 1/4 of said Section 29, said point also being the North boundary of Tract 63, of the aforesaid RUSKIN TOMATO FARMS; thence along the North boundary of said Tract 63, N.89°17'14"W., 1131.95 feet; thence along the West boundary of said Tract 63, S.00°46'49"W., 1294.53 feet; thence along the South boundary of said Tract 63, S.89°20'09"E., 1319.65 feet; thence along the South boundary of the aforesaid Tract 62, S.89°19'05"E., 1051.37 feet; thence S.00°53'15"W., 60.00 feet along the Southerly projection of the West boundary of the East

269.17 feet of said Tract 62, to a point on the South right-of-way line of Leisey Road (North boundary of Tract 71 of said RUSKIN TOMATO FARMS); thence S.89°19'05"E., 1562.31 feet along said South right-of-way line (North boundary of Tracts 71 and 72 of said RUSKIN TOMATO FARMS) to the intersection right-of-way for Leisey Road with U.S. Highway No. 41 (S.R. 45); thence S.41°51'46"E., 65.34 feet along said intersection right-of-way line; thence along the Westerly right-of-way line of said U.S. Highway No.41 the following six (6) courses: 1) S.47°13'56"W., 349.59 feet; 2) S.47°17'54"W., 4033.93 feet to a point of curvature; 3) Southwesterly, 990.76 feet along the arc of a curve to the right having a radius of 11409.16 feet and a central angle of 04°58'32" (chord bearing S.49°47'10"W., 990.45 feet); 4) N.37°43'34"W., 18.00 feet to a point on a curve; 5) Southwesterly, 81.61 feet along the arc of said curve to the right having a radius of 11391.16 feet and a central angle of 00°24'38" (chord bearing S.52°28'44"W., 81.61 feet); 6) S.77°22'04"W., 129.32 feet to the North right-of-way line of the aforesaid Villemaire Road; thence N.89°25'58"W., 3401.98 feet along said North right-of-way line (also being a line 60.00 feet North of and parallel with the South boundary of the Northwest 1/4 of said Section 32) to the POINT OF BEGINNING.

Containing 561.496 acres, more or less.

AND ALSO LESS:

(HARBOR BAY - TRACT "W")

DESCRIPTION: A parcel of land lying in the South 1/2 of Section 32, Township 31 South, Range 19 East, Hillsborough County, Florida and being more particularly described as follows:

BEGINNING at the Northeast corner of the Southwest 1/4 of Section 32, Township 31 South, Range 19 East, run thence S.89°25'58"E., 492.97 feet along the North boundary of the Southeast 1/4 of said Section 32; thence S.00°46'29"W., 836.58 feet to the Westerly right-of-way line of U.S. Highway No. 41 (S.R. No.45); thence S.52°46'06"W., 315.97 feet to along said Westerly right-of-way line to a point of curvature; thence Southwesterly, 388.78 feet along the arc of a curve to the left having a radius of 7211.97 feet and a central angle of 03°05'19" (chord bearing S.51°13'26"W., 388.73 feet) along said Westerly right-of-way line; thence N.89°28'12"W., 1272.63 feet; thence N.00°55'56"E., 1277.53 feet to the North boundary of the Southwest 1/4 of said Section 32; thence S.89°25'58"E., 1324.84 feet along the North boundary of the Southwest 1/4 of said Section 32 to the POINT OF BEGINNING.

Containing 50.515 acres, more or less.

ALTOGETHER containing 3488.6 acres, more or less.

AND ALSO LESS THE TWO FOLLOWING DESCRIBED PARCELS:

DICKMAN

DESCRIPTION: Two parcels of land lying in Section 33, Township 31 South, Range 19 East, Hillsborough County, Florida, and being more particularly described as follows:

PARCEL A

From the Southwest corner of said Section 33, run thence along the West boundary of said Section 33, N.00°28'54"E., 94.37 feet; thence S.89°31'06"E., 30.00 feet to a point on the Easterly right-of-way line of 12th STREET N.E., said point also being the POINT OF BEGINNING; thence along said Easterly right-of-way line the following four (4) courses: 1) along a line lying 30.00 feet East of and parallel with said West boundary of Section 33, N.00°28'54"E., 2538.91 feet; 2) N.89°25'58"W., 2.26 feet; 3) N.01°10'14"E., 488.02 feet; 4) N.05°28'29"E., 187.04 feet to a point on the Southeasterly right-of-way line of U.S. HIGHWAY NO. 41; thence along said Southeasterly right-of-way line, N.47°17'54"E., 1752.09 feet; thence S.89°17'28"E., 1139.57 feet; thence N.02°05'17"E., 569.99 feet; thence along a line lying 30.00 feet South of and parallel with the North boundary of the aforesaid Section 33 the following two (2) courses: 1) S.89°17'18"E., 523.01 feet; 2) S.89°28'33"E., 1305.33 feet to a point on the Westerly boundary of a Hillsborough County Drainage right-of-way, as recorded in Deed Book 1233, Page 323, Public Records of Hillsborough County, Florida, said point hereinafter referred to as POINT "A"; thence along said Westerly boundary the following three (3) courses: 1) SOUTH, 778.92 feet; 2) S.28°37'25"W., 1496.17 feet; 3) S.61°22'35"E., 30.00 feet to a point on the Northwesterly boundary of a Railroad right-of-way for SEABOARD COASTLINE RAILROAD; thence along said Northwesterly boundary S.28°37'25"W., 3315.54 feet to a point on the Northerly right-of-way line of 19th AVENUE; thence along said Northerly right-of-way line the following four (4) courses: 1) N.88°53'27"W., 1144.45 feet to a point of curvature; 2) Westerly, 230.72 feet along the arc of a curve to the left having a radius of 68,799.94 feet and a central angle of 00°11'32" (chord bearing N.88°59'13"W., 230.72 feet); 3) S.00°55'01"W., 5.00 feet to a point on a curve; 4) Westerly, 644.73 feet along the arc of said curve to the left having a radius of 68,794.94 feet and a central angle of 00°32'13" (chord bearing N.89°21'05"W., 644.73 feet) to a point on the aforesaid Easterly right-of-way line of 12th STREET N.E.; thence along said Easterly right-of-way line, N.26°06'22"W., 55.86 feet to the POINT OF BEGINNING.

Containing 336.495 acres, more or less.

TOGETHER WITH THE FOLLOWING DESCRIBED PARCEL:

PARCEL B:

From a point previously referred to as POINT "A", run thence N.00°31'27"E., 30.00 feet to a point on the aforesaid Northerly boundary of Section 33; thence along said Northerly boundary the following two (2) courses: 1) S.89°28'33"E., 29.73 feet to the POINT OF BEGINNING; 2) continue S.89°28'33"E., 443.30 feet to a point on the aforesaid Northwesterly boundary of the Railroad right-of-way for SEABOARD COASTLINE RAILROAD; thence along said Northwesterly boundary, S.28°37'25"W., 925.33 feet to a point on the Easterly boundary of the aforesaid Hillsborough County Drainage right-of-way; thence along said Easterly boundary, NORTH, 816.30 feet to the POINT OF BEGINNING.

Containing 4.153 acres, more or less.

Altogether containing 340.648 acres, more or less.

AND ALSO LESS THE FOLLOWING DESCRIBED PARCEL:

PARCEL C

DESCRIPTION: A portion of the 30 foot wide HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY, as recorded in Deed Book 1233, Page 323, Public Records of Hillsborough County, Florida, lying in Section 33, Township 31 South, Range 19 East, Hillsborough County, Florida, and being more particularly described as follows:

From a point previously referred to as POINT "A", said point also being the POINT OF BEGINNING, run thence along the Westerly and Southerly boundaries of said 30 foot wide HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY, the following three (3) courses: 1) SOUTH, 778.92 feet; 2) S.28°37'25"W., 1496.17 feet; 3) S.61°22'35"E., 30.00 feet to a point on the Northwesterly boundary of a Railroad right-of-way for SEABOARD COASTLINE RAILROAD; thence along the Easterly boundary of said 30 foot wide HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY, the following two (2) courses: 1) said Northwesterly boundary of a Railroad right-of-way for SEABOARD COASTLINE RAILROAD, N.28°37'25"E., 1503.83 feet; 2) NORTH, 816.30 feet to a point on the North boundary of the aforesaid Section 33, said point also being the Northeast corner of said 30 foot wide HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY; thence along said North boundary of Section 33, and the North boundary of said 30 foot wide HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY, the following two (2) courses: 1) N.89°28'33"W., 1335.01 feet; 2)

N.89°17'18"W., 522.24 feet; thence S.02°05'17"W., 30.01 feet to a point on the South boundary of said 30 foot wide HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY; thence along said South boundary, lying 30.00 feet South of and parallel with the aforesaid North boundary of Section 33, the following two (2) courses 1) S.89°17'18"E., 523.01 feet; 2) S.89°28'33"E., 1305.33 feet to the POINT OF BEGINNING.

Containing 2.852 acres, more or less.

AND ALSO LESS THE FOLLOWING DESCRIBED PARCEL:

SCHOOL SITE

A Portion of O.R. Book 3993, Pg. 1960

DESCRIPTION: A parcel of land lying in Section 32, Township 31 South, Range 19 East, Hillsborough County, Florida, and being more particularly described as follows:

Commence at the Southwest corner of Section 33, run N.00°29'21"E., along the Westerly boundary of Section 33 a distance of 1484.40 feet to the intersection with the centerline of the Canal for POINT OF BEGINNING. From POINT OF BEGINNING run thence N.64°47'39"W., along centerline of canal a distance of 775.38 feet; thence S.75°11'06"W., a distance of 675.22 feet; thence S.54°49'48"W., a distance of 538.13 feet; thence S.89°39'54"W., a distance of 633.74 feet to a point on the Southeasterly right-of-way boundary of U.S. 41 (State Road 45); thence along a curve concave to the Southeasterly a distance of 152.90 feet with a radius of 7029.98 feet subtended by a chord of 152.90 feet, chord bearing N.52°08'49"E., thence N.52°46'12"E.; along Southeasterly right-of-way boundary, a distance of 1787.09 feet to a point of curvature; thence along a curve to the left a distance of 126.72 feet with a radius of 11,591.19 feet subtended by a chord of 126.72 feet, chord bearing N.52°27'24.5"E.; thence S.89°25'52"E., 793.17 feet; thence S.00°29'21"W., 1088.31 feet along the Westerly boundary of Section 33 to the POINT OF BEGINNING.

LESS the Following:

- (a) Right-of-way for 20th Avenue and 12th Street Northwest.
- (b) That part of the North 1/2 of the Southeast 1/4 of Section 32, Township 31 South, Range 19 East, lying East of the public road conveyed to Tallie B. Carter, Sr., et ux, et al, by Deed recorded April 28, 1952 in Deed Book 1680 on Page 311.

Containing 33.308 acres, more or less.

ALTOGETHER containing 3111.8 acres, more or less.

AGC-AB-001

F:\APOLLO BEACH\APOLLODICKMAN-DRI-REMOVE

VBR

July 22, 1998

VBR

(Revised) September 10, 1998

VBR

(Revised Title) January 19, 1999

VBR

(Revised) June 30, 2000

VBR

(Revised) July 19, 2000

VBR

(Revised) August 23, 2000

THAT PORTION OF APOLLO BEACH POCKET 101 VESTED
BY THE DEPARTMENT OF COMMUNITY AFFAIRS LETTER
DATED: JUNE 12, 1998

DESCRIPTION : ALL of Lots 25 through 40 inclusive, Block 39, Lots 41 through 67 inclusive, Block 39, Lots 1 through 4 inclusive, Block 64, Lots 1 through 9 inclusive, Block 65, Lots 1 through 20 inclusive, Block 66 and Lots 1 through 19 inclusive, Block 202, All of Hudson Court, Royal Palm Boulevard and the 15' Lane between Lots 40 and Lot 41, Block 39, of APOLLO BEACH UNIT SIX as recorded in Plat Book 37, Page 88 of the Public Records of Hillsborough County, Florida, Together with that portion of Canals lying adjacent to said Lots within the boundaries of said APOLLO BEACH UNIT SIX, LESS the East 30.00 feet of said Lot 4, Block 64, Together with that part of Golf and Sea boulevard lying West of the Westerly boundary of the East 30.00 feet of said Lot 4, Block 64, and Southerly of the South right-of-way line of Chestnut Drive, of said APOLLO BEACH UNIT SIX, and being more particularly described as follows:

BEGINNING at the Northeasterly corner of said Lot 67, Block 39, run thence S.78°24'38"W., 125.00 feet to a point on a curve on the Northerly right-of-way line of Golf and Sea Boulevard, said point also being the Westerly boundary of said Lot 67, Block 39; thence along said Northerly right-of-way line, Southerly, 53.45 feet along the arc of a curve to the left having a radius of 1040.00 feet and a central angle of 02°56'41" (chord bearing S.13°03'42"E., 53.44 feet); thence S.77°07'08"W., 221.90 feet along the aforesaid South right-of-way line of Chestnut Drive and the Easterly extension thereof to a point of curvature; thence Westerly, 71.23 feet along the arc of a curve to the right having a radius of 304.38 feet and a central angle of 13°24'30" (chord bearing S.83°49'23"W., 71.07 feet) along said South right-of-way line to a point of tangency; thence N.89°28'22"W., 18.00 feet along said South right-of-way line, to a point on the Southerly boundary of the aforesaid APOLLO BEACH UNIT SIX; thence along said Southerly boundary the following nine (9) courses: 1) S.17°28'22"E., 184.01 feet; 2) S.89°28'22"E., 48.52 feet to a point on a curve; 3) Southeasterly, 1531.35 feet along the arc of a curve to the left having a radius of 1305.00 feet and a central angle of 67°14'01" (chord bearing S.55°51'21"E., 1444.99 feet) to a point of tangency; 4) S.89°28'22"E., 1374.19 feet to a point of curvature; 5) Northeasterly, 723.06 feet along the arc of a curve to the left having a radius of 788.28 feet and a central angle of 52°33'18" (chord bearing N.64°14'59"E., 697.97 feet); 6) S.89°22'53"E., 519.05 feet; 7) N.00°37'07"E., 587.83 feet to a point of curvature; 8) Northerly, 17.70 feet along the arc of a curve to the left having a radius of 50.00 feet and a central angle of 20°16'51" (chord bearing N.09°31'18"W., 17.61 feet); 9) N.70°20'16"E., 104.59 feet; thence N.00°37'07"E.;

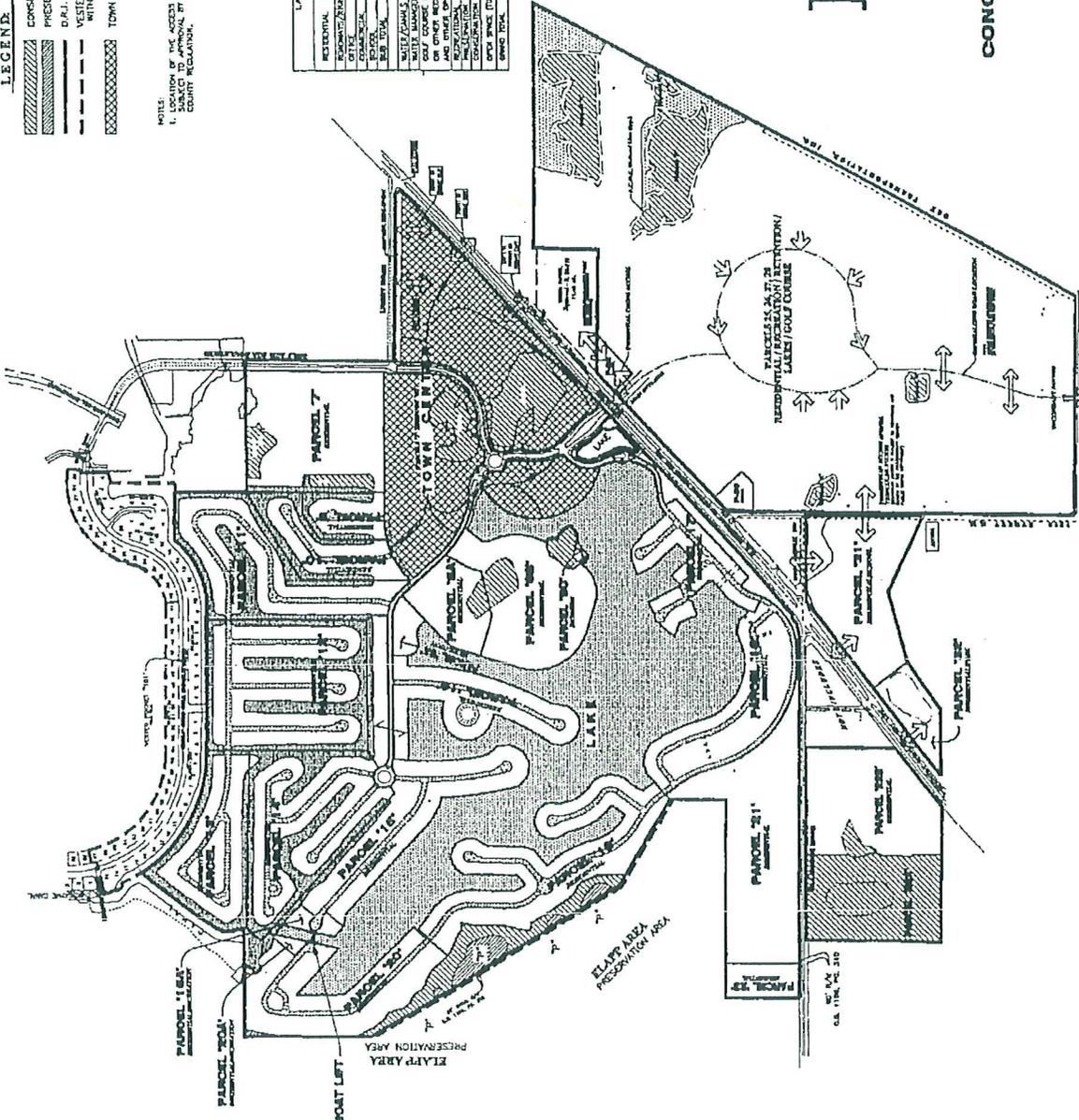
- LEGEND:**
-  CONSERVATION AREA
 -  PRESERVATION AREA
 -  D.R.I. BOUNDARY
 -  V.I.P. POLICE "101" WITHIN HARBOR BAY
 -  TOWN CENTER (includes Commercial, Office, Residential and Recreation)

NOTES:
 1. LOCATIONS OF THE ACCESS RIVERS ARE APPROXIMATE AND COUNTY RECORDS.
 2. LOCATIONS OF THE ACCESS RIVERS ARE APPROXIMATE AND COUNTY RECORDS.



HARBOR BAY D.R.I. LAND USES

LAND USE	ADREAGE	SQ. FT. OR AC.	OR D.U.'S	PARKING SPACES
RESIDENTIAL	47,200 AC. (max.)	1,330,000,000	700 D.U.'S	
RECREATION/ENTERTAINMENT	23,800 AC. (max.)	40,000,000	100 D.U.'S	
OFFICE	40,000 AC. (max.)	800,000,000		3,000
SHOP	25,000 AC. (max.)	500,000,000		
IND. BLDG.	115,000 AC. (max.)	2,300,000,000		
WATERWAYS	50,000 AC. (max.)			
WATER MANAGEMENT LAKES	121,400 AC. (max.)			
GOLF COURSE (includes Club House) AND OTHER LEISURE, RECREATION AND RESTORATION	132,200 AC. (max.)			
RECREATION (BOAT HOUSE, BOAT LIFT, etc.)	13,200 AC. (max.)			
CONSERVATION	75,000 AC. (max.)			
OTHER BLDG. (IND.)	217,700 AC. (max.)			
OTHER BLDG.	1,000,000 AC. (max.)			



HARBOR BAY

Prepared For:
TERABROOK
 10000 W. 10th Street
 Suite 100
 Denver, CO 80202
 Phone: (303) 750-0000

CONCEPTUAL MASTER DEVELOPMENT PLAN MAP "A"

Prepared By:
HEIT & ASSOCIATES, INC.
 10000 W. 10th Street
 Suite 100
 Denver, CO 80202
 Phone: (303) 750-0000



COMPOSITE EXHIBIT B

EXHIBIT C
Developer's Certification

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I hereby certify that on this day before me, the undersigned notary public authorized in the State and County named above to administer oaths and take acknowledgements, personally appeared Keith W. Bricklemyer, Esq., as authorized agent for Crosland Mirabay, LLC, the applicant of the Notification of Proposed Change to a previously approved Development of Regional Impact (DRI) Subsection 380.06(19), Florida Statutes, for the Harbor Bay DRI #241 (previously a portion of the Apollo Beach DRI #209) (NOPC), to me well known, who being by me first duly sworn, says upon oath as stated below:

1. Keith W. Bricklemyer, Esq., authorized agent for Crosland Mirabay, LLC, filed the NOPC to the Harbor Bay DRI on February 28, 2007 and Revised NOPC to the Harbor Bay DRI on March 9, 2007.
2. The NOPC and Revised NOPC were filed with all persons as required by law.



Keith W. Bricklemyer, Esq.
Authorized Agent for Crosland Mirabay, LLC

Sworn to and subscribed before me this 10th day of September 2007, by Keith W. Bricklemyer, Esq., as authorized agent for Crosland Mirabay, LLC, who is personally known to me.

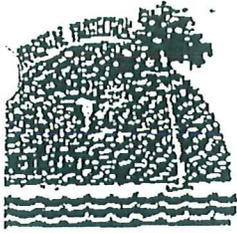


Laura Parisi
Notary Public

My commission expires:



EXHIBIT D



Department of Environmental Protection

Jeb Bush
Governor

Marjory Stoneman Douglas Building
3900 Commonwealth Boulevard
Tallahassee, Florida 32399-3000

David B. Strubis
Secretary

March 16, 1999

Michael Dady
Atlantic Gulf Communities
2601 South Bayshore Drive
Miami, Florida 33133-5461

SUBJECT: Apollo Beach/Harbor Bay Projects (aka Bayside, South Shore Properties;
Atlantic Gulf Communities); SWFWMD File No. 4918838.01; February 17,
1999 correspondence and March 2, 1999 facsimile

Dear Mr. Dady:

Thank you for sending the additional information in response to our manatee impact review comments dated February 1, 1999. Based upon the conditions discussed with Mr. Kirby Green, with some modifications, we have no further objections. Our recommendation is that the Development Order language should specifically require the following measures before the plug is removed:

1. Limited speed zones (as described on page two of this letter), reviewed and approved by the Bureau of Protected Species Management, should be established and posted;
2. Seagrass informational markers should be in place and maintained in perpetuity;
3. The navigational channel should be re-marked and maintained;
4. Initial establishment of a buoy marker system for the speed zones should be accomplished and Atlantic Gulf Communities agrees to assist in their maintenance in perpetuity;
5. An educational program, reviewed and approved by the Bureau of Protected Species Management, should be implemented and maintained in perpetuity;
6. Marketing materials will reflect the limited access from the lagoon system; and
7. A declaration shall be recorded which states:

"Lots located on the lagoon shall have access to the canal system and ultimately to Tampa Bay only through a single boatlift or other mechanical means but shall never have a direct connection to the canal system and to Tampa Bay. This restrictive covenant shall run with the land and shall bind all future owners of these lots in perpetuity."

Michael Dady
March 16, 1999
Page 2

Removal of the plug would allow for easier ingress and egress of boats from potentially 400 docks in the existing canal system. This easier access to Tampa Bay would increase the amount of daily boat traffic from this system as compared to a boatlift at the plug. It is also probable that easier Bay access will make the single-family lots more marketable, which in turn may speed up the introduction of boats into this area. Adequate speed zones are expected to offset the increased amount of daily boat traffic as well as the faster introduction of boats into this system as a result of plug removal.

We support additional manatee protection zones along the shoreline of Tampa Bay, particularly around Simmons Park and the Little Manatee River. These zones, however, should be established specifically for manatee protection and should be done comprehensively throughout the Bay. A more limited speed zone to address the specific areas where boats from the existing canal system and manatees will most likely interact is more appropriate as mitigation for your project. You have suggested a permanent slow speed zone in the vicinity of the project with a seasonal 25-mph channel. This suggestion is similar to the recommendations made by the Manatee Protection Strategies Task Force in June 1998. The recommendations by the Task Force were made without the knowledge of this impending development.

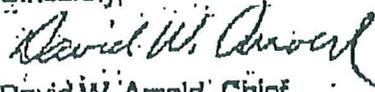
We would like to modify your proposal. An appropriate limited zone would be slow speed within all waters of Harbor Bay and the Apollo Beach DRI area, including all inland waters to the same contour line designated in your proposal and inclusive of all areas boaters may traverse to access the Bay from your project. An appropriate south-west-northeastern boundary would be from the vicinity of Wolf Branch to the speed zone at the power plant discharge. We agree with your assessment that boat traffic using Wolf Branch would harm state-submerged lands and valuable marine resources. Accordingly, we would recommend that the waters of Wolf Branch, and the breach from the canal system into this creek, be designated as Motorboats Prohibited. Appropriate posting of such a zone would be determined during the rulemaking process. The buoys marking the zone, the navigational markers and seagrass informational markers must be maintained in perpetuity. We believe it is your responsibility to assist in finding the appropriate entity to maintain these buoys and markers.

Some of these measures are beyond your immediate control. The authorities that can produce manatee protection speed zones by rule or ordinance are federal, state or local governmental entities. However, you can assist the appropriate entity in the coordination, development, establishment and marking of the zone. We believe the appropriate entity for this type of mitigation would be the County, since our Bureau's rulemaking priorities are large areas where manatee protection is required, rather than limited areas

Michael Dady
March 16, 1999
Page 3

identified as mitigation for specific developments. Please do not hesitate to call me or Kipp Frohlich of my staff at (850) 922-4330 if you have any questions.

Sincerely,



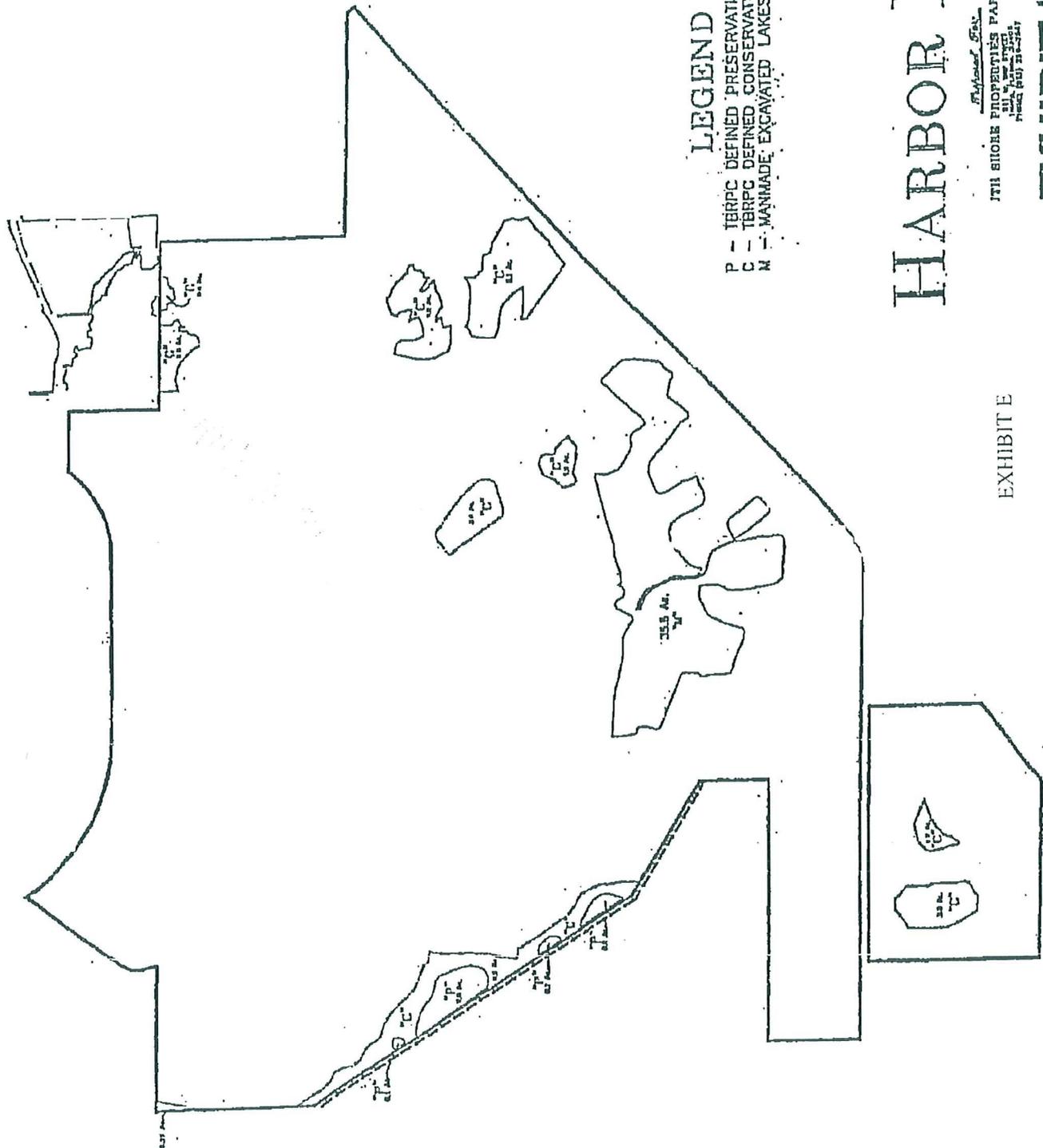
David W. Arnold, Chief
Bureau of Protected Species Management

DWA/mpd

cc: Tim Butts, RPC
Kirby Green, DEP
F. Jackson Moore, P.E. - Tampa Regulation Department, SWFWMD
Karen Gruenhagen, SWFWMD
Mike Nowicki, District Engineer U.S. Army Corps of Engineers, Jacksonville
Kevin Mineer, Hillsborough County
Thomas H. Fraser, W. Dexter Bender & Associates, Inc.
Darin Taylor, DGA
Drew E. Sanders, Biological Research Associates
Brian Pridgen, USFWS-Tampa
Andreas Mager, Jr., NMFS
William L. Cox, EPA

C:\DATA\DOC\HILLSBORO\Apollo Beach Dady2.doc

SCALE 1" = 1000'

LEGEND

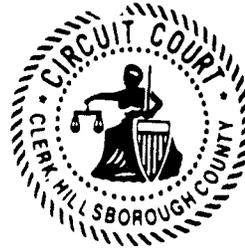
- P - TBRPC DEFINED PRESERVATION AREA (3.7 AC)
- C - TBRPC DEFINED CONSERVATION AREA (27.7 AC)
- M - MANMADE EXCAVATED LAKES (35.1 AC)

HARBOR BAY

17th SHORE PROPERTIES PARTNERS, L.P.
 ALL RIGHTS RESERVED
 PLANET PLOT 25-2547

EXHIBIT E

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



241

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

September 16, 2002

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

Re: Resolution No. R02-167 - Amending the Development Order for
Harbor Bay (DRI #241)

Dear Mr. Myer:

Attached is a certified original of referenced resolution, which
was adopted by the Hillsborough County Board of County
Commissioners on August 27, 2002.

We are providing this original for your files.

Sincerely,


Gail M. Letzring, Manager, BOCC Records

jg
Attachment
Certified Mail #7000 0600 0029 5053 8919

cc: Board files (orig.)
Charles Gauthier, Chief, DCA, Bureau of Community
Planning(orig.ltr.)
James H. Shimberg, Jr., 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

AMENDMENTS TO DEVELOPMENT ORDER
Harbor Bay DRI

RESOLUTION NO. R 02-167

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, AMENDING THE DEVELOPMENT ORDER (RESOLUTION NO. R 99-51) PREVIOUSLY AS AMENDED, FOR THE HARBOR BAY DEVELOPMENT OF REGIONAL IMPACT (DRI #241) ADOPTED BY HILLSBOROUGH COUNTY ON MARCH 23, 1999, TO INTERNALLY RECONFIGURE CERTAIN APPROVED LAND USES AND REVISE THE DRI MASTER PLAN PURSUANT TO CHAPTER 380, FLORIDA STATUTES.

Upon motion by Commissioner Platt, seconded by Commissioner Norman, the following Resolution was adopted by a vote of 7 to 0 Commissioner(s) voting "No."

WHEREAS, on February 21, 1979, Hillsborough County (County) approved a development order for the Apollo Beach Development of Regional Impact (DRI) (DRI #59) pursuant to Chapter 380, Florida Statutes (F.S.); and

WHEREAS, the original development order approved development of Apollo Beach DRI #59 in Phases I-IV, granting specific approval for Phase I and conceptual approval for Phases II-IV; and

WHEREAS, on February 5, 1985, Hillsborough County approved a revised development order, Resolution No. 85-0038, for the Apollo Beach DRI (DRI #59); and

WHEREAS, on April 24, 1990, Hillsborough County approved a development order, Resolution No. 90-0116, for the Apollo Beach DRI Phases II, III, and IV (DRI #209) which granted specific approval for Phases II and III, and conceptual approval for Phase IV; and

WHEREAS, on May 7, 1991, Hillsborough County approved a revised development order, Resolution No. 91-0086, for the Apollo Beach DRI Phases II, III, and IV (DRI #209); and

WHEREAS, on September 21, 1993, Hillsborough County approved a revised development order, Resolution No. 93-0202, for the Apollo Beach DRI Phase I (DRI #59); and

WHEREAS, on July 15, 1997, Hillsborough County approved a "consolidated development order" combining the approval of Apollo Beach DRI #59 and DRI #209, into a single DRI (DRI #59) development order (Resolution No. R97-169) covering all phases of the DRI; and

WHEREAS, on March 23, 1999, Hillsborough County approved a separate Development Order (Resolution No. R99-051) for the Harbor Bay DRI containing certain lands contained in Phases II and III from the Apollo Beach DRI and other lands outside the DRI and including them in a separate new DRI development order for the Harbor Bay DRI (Resolution No. R99-051), and making conforming amendments to the Apollo Beach DRI; and,

WHEREAS, on January 23, 2001 Hillsborough County approved Resolution No. R01-008 which: (1) deleted approximately 374.4 acres within the Apollo Beach DRI from that DRI and (2) added that land to the Harbor Bay DRI, (3) amended the land use program and buildout date, and (4) made conforming changes to the Apollo Beach DRI development order to reflect the deletion of those lands; and,

WHEREAS, on October 9, 2001 Hillsborough County approved Resolution No. R01-0226 which internally reconfigured certain approved land uses and revised the Master Plan accordingly; and,

WHEREAS, Kimball D. Woodbury, authorized agent for SouthStar Development Partners, Inc., a developer within Harbor Bay DRI on June 26, 2002 has filed a Notice of Proposed Change (Notification) requesting an amendment of the Master Plan (Map H) to allow for flexibility in the design of the residential portion of the project east of US 41 including the option to not construct the golf course; and,

WHEREAS, the Hillsborough County Board of County Commissioners gave notice and held a public hearing on August 27, 2002, on the Notification, as required by Section 380.06, F.S., and other regulations, and provided the public and other interested parties an opportunity to be heard and present evidence concerning the proposed

Notification.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS 27th DAY OF August, 2002:

Section 1. The changes to Resolution No. R02-167 proposed by SouthStar Development Partners, Inc., do not constitute a substantial deviation to the Harbor Bay DRI pursuant to Section 380.06(14), F.S.

Section 2. The consolidated development order for the Harbor Bay DRI approved July 15, 1997, as previously amended on March 23, 1999, February 22, 2000 and January 23, 2001, is further amended as follows:

A revised map dated September 3, 2002 is hereby approved as the new Master Development Plan (Map H), a copy of which is attached hereto and incorporated herein as Exhibit "A".

Section 3. The provisions of Resolution No. R99-051, that are not amended herein, shall remain in full force and effect.

Section 4. A certified copy of this Resolution, with all exhibits, shall be sent by the County by certified mail, return receipt requested, or other delivery service for which a receipt as proof of service is required, to the developers, the Florida Department of Community Affairs and Tampa Bay Regional Planning Council within thirty (30) days of its adoption by the Board.

Section 5. The Developer's Certification, attached hereto as Exhibit "B" and incorporated herein by reference, affirms that copies of the Notification have been delivered to all persons as required by law.

Section 6. In the event that any portion or section of this Resolution is determined to be invalid, illegal, or unconstitutional by a court of competent jurisdiction, such decision shall in no manner affect the remaining portions or sections of this development order which shall remain in full force and effect.

Section 7. This Resolution shall become effective upon the date of transmittal to the parties specified in Section 380.07(2), F.S. SouthStar Development Partners, Inc., shall record a notice of the adoption of this Resolution in the Hillsborough County public records pursuant to the requirements set forth in Section 380.06(15)(f), F.S.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk for the Circuit Court and Ex-officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its regular meeting of August 27, 2002 as same appears of record in Minute Book 315 of the Public Records of Hillsborough County, Florida,

WITNESS my hand and official seal this 16th day of September, 2002.

ATTEST: RICHARD AKE, CLERK

By: Julene Gregory
Deputy Clerk



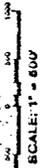
APPROVED BY COUNTY ATTORNEY
BY: [Signature]
Approved As To Form And
Legal Sufficiency.

TPA1 #1245247 v2

LEGEND

-  CONSERVATION AREA
-  PALMATION AREA
-  DALL BOUNDARY
-  WESTED POCKET "101" WITHIN HARBOR BAY
-  TOWN CENTER (Includes Commercial, Office, Residential and Recreation)

NOTE:
 1. LOCATION OF THE ACCESS ROUTE ARE APPROXIMATE AND SUBJECT TO APPROVAL BY PORT AND COUNTY PLANNING AND ZONING AUTHORITIES.



SCALE: 1" = 800'

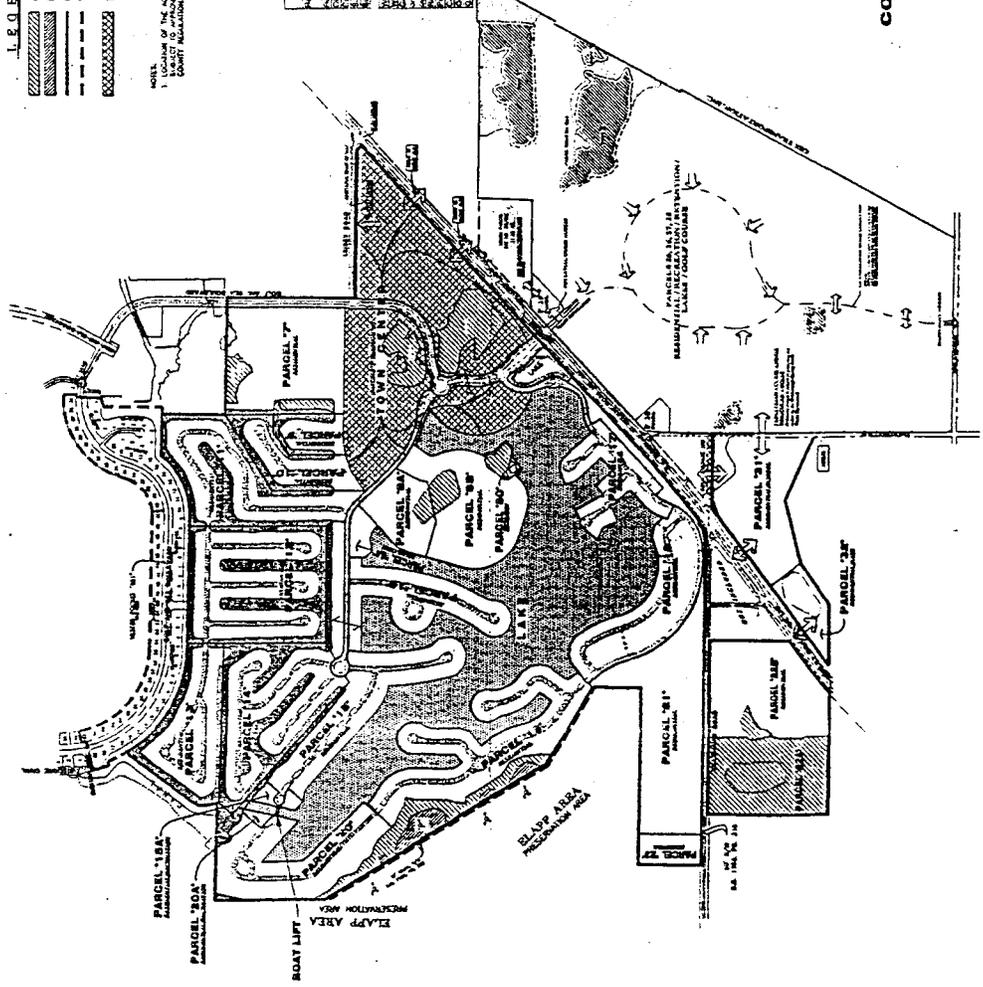
Parcel No.	Area (Acres)	Use	Notes
Parcel 1	1.2	Conservation	...
Parcel 2	2.5	Palms	...
Parcel 3	3.8	Town Center	...
Parcel 4	4.1	Town Center	...
Parcel 5	5.3	Town Center	...
Parcel 6	6.7	Town Center	...
Parcel 7	7.9	Town Center	...
Parcel 8	8.2	Town Center	...
Parcel 9	9.5	Town Center	...
Parcel 10	10.8	Town Center	...
Parcel 11	11.1	Town Center	...
Parcel 12	12.4	Town Center	...
Parcel 13	13.7	Town Center	...
Parcel 14	14.0	Town Center	...
Parcel 15	15.3	Town Center	...
Parcel 16	16.6	Town Center	...
Parcel 17	17.9	Town Center	...
Parcel 18	18.2	Town Center	...
Parcel 19	19.5	Town Center	...
Parcel 20	20.8	Town Center	...
Parcel 21	21.1	Town Center	...
Parcel 22	22.4	Town Center	...
Parcel 23	23.7	Town Center	...
Parcel 24	24.0	Town Center	...
Parcel 25	25.3	Town Center	...
Parcel 26	26.6	Town Center	...
Parcel 27	27.9	Town Center	...
Parcel 28	28.2	Town Center	...
Parcel 29	29.5	Town Center	...
Parcel 30	30.8	Town Center	...
Parcel 31	31.1	Town Center	...
Parcel 32	32.4	Town Center	...
Parcel 33	33.7	Town Center	...
Parcel 34	34.0	Town Center	...
Parcel 35	35.3	Town Center	...
Parcel 36	36.6	Town Center	...
Parcel 37	37.9	Town Center	...
Parcel 38	38.2	Town Center	...
Parcel 39	39.5	Town Center	...
Parcel 40	40.8	Town Center	...
Parcel 41	41.1	Town Center	...
Parcel 42	42.4	Town Center	...
Parcel 43	43.7	Town Center	...
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Parcel 83	83.7	Town Center	...
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Parcel 89	89.5	Town Center	...
Parcel 90	90.8	Town Center	...
Parcel 91	91.1	Town Center	...
Parcel 92	92.4	Town Center	...
Parcel 93	93.7	Town Center	...
Parcel 94	94.0	Town Center	...
Parcel 95	95.3	Town Center	...
Parcel 96	96.6	Town Center	...
Parcel 97	97.9	Town Center	...
Parcel 98	98.2	Town Center	...
Parcel 99	99.5	Town Center	...
Parcel 100	100.8	Town Center	...

HARBOR BAY

RECORDED L.P.C.
 THREE BROOK
 1000 S.W. 10th Ave.
 Miami, Florida 33135
 Phone: (305) 341-1111

CONCEPTUAL MASTER DEVELOPMENT PLAN MAP "H"

Prepared by:
 HURD & ASSOCIATES
 1000 S.W. 10th Ave.
 Miami, Florida 33135
 Phone: (305) 341-1111



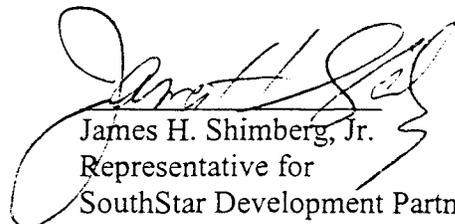
COMPOSITE EXHIBIT "A"

EXHIBIT B
DEVELOPER'S CERTIFICATION

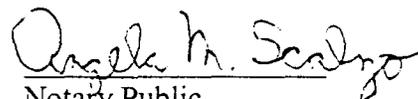
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I hereby certify that on this day before me, the undersigned notary public authorized in the State and County named above to administer oaths and take acknowledgements, personally appeared James H. Shimberg, Jr. as representative for SouthStar Development Partners, Inc. representing the applicant of the Notification of Proposed Change to a Previously Approved Development of Regional Impact (DRI) Subsection 380.06(19), Florida Statutes, for Harbor Bay DRI # 241, ("NOPC") to me well known, who being by me first duly sworn, says upon oath as stated below:

- 1) James H. Shimberg, Jr. as representative for SouthStar Development Partners, Inc. filed the NOPC on June 28, 2002.
- 2) The Notice of Change was filed with all persons as required by law.

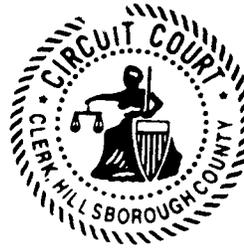

James H. Shimberg, Jr.
Representative for
SouthStar Development Partners, Inc

Sworn to and subscribed before me on this 5th day of September 2002, by James H. Shimberg, Jr. as representative for SouthStar Development Partners, Inc and he is personally known to me.


Notary Public
My Commission Expires:

 Angela M. Scalzo
MY COMMISSION # DD026496 EXPIRES
May 16, 2005
BONDED THRU TROY FAIR INSURANCE, INC

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



#241

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

November 6, 2001

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

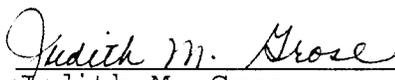
Re: Resolution No. R01-226 - Amending the Development Order for
Harbor Bay (DRI #241) - Notice of Proposed Change No. 2

Dear Mr. Meyer:

Attached is a certified original of referenced resolution, which
was adopted by the Hillsborough County Board of County
Commissioners on October 9, 2001.

We are providing this original for your files.

Sincerely,



Judith M. Grose,
Manager, BOCC Records

jg

Attachment

Certified Mail #7000 0600 0029 5053 8773

cc: Board files (orig.)

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

James H. Shimberg, Jr., Attorney at Law(orig.ltr.)

Susan J. Fernandez, Senior 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

**AMENDMENTS TO
DEVELOPMENT ORDER
HARBOR BAY DRI #241**

RESOLUTION NO. R01-226

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, AMENDING THE DEVELOPMENT ORDER FOR THE HARBOR BAY DEVELOPMENT OF REGIONAL IMPACT NO. 241, ADOPTED BY HILLSBOROUGH COUNTY ON MARCH 23, 1999, TO INTERNALLY RECONFIGURE CERTAIN APPROVED LAND USES; REVISING THE DRI MASTER PLAN PURSUANT TO CHAPTER 380, FLORIDA STATUTES; AND ESTABLISHING AN EFFECTIVE DATE.

Upon motion by Commissioner Scott, seconded by Commissioner Easterling, the following Resolution was adopted by a vote of 6 to 0; Commissioner(s) _____ voting "No."

WHEREAS, on February 21, 1979, Hillsborough County approved a development order for the Apollo Beach Development of Regional Impact (DRI) #59, pursuant to Chapter 380, Florida Statutes (F.S.); and

WHEREAS, the original development order approved the development of Apollo Beach DRI #59 in Phases I-IV, granting specific approval for Phase I and conceptual approval for Phases II-IV; and

WHEREAS, on February 5, 1985, Hillsborough County approved a revised development order, Resolution No. 85-0038, for the Apollo Beach DRI #59; and

WHEREAS, on April 24, 1990, Hillsborough County approved a development order, Resolution No. 90-0116, for the Apollo Beach DRI Phases II, III, and IV (DRI #209) which granted specific approval for Phases II and III, and conceptual approval for Phase IV; and

WHEREAS, on May 7, 1991, Hillsborough County approved a revised development order, Resolution No. 91-0086, for the Apollo Beach DRI Phases II, III, and IV (DRI #209); and

WHEREAS, on September 21, 1993, Hillsborough County approved a revised development order, Resolution No. 93-00202, for the Apollo Beach DRI Phase I (DRI #59); and

WHEREAS, on July 15, 1997, Hillsborough County approved a "consolidated development order" combining the approval of Apollo Beach DRI #59 and DRI #209, into a

single DRI (DRI #59) development order (Resolution No. R97-169) covering all phases of the DRI; and

WHEREAS, on March 23, 1999, Hillsborough County approved a separate DRI development order (Resolution No. R99-051) for the Harbor Bay DRI #241 containing certain lands formerly within the Apollo Beach DRI and certain additional lands outside that DRI; and

WHEREAS, on January 23, 2001, Hillsborough County approved a revised development order for the Harbor Bay DRI #241, Resolution No. R01-008, deleting certain land from Phase II of the Apollo Beach DRI, adding that land to the Harbor Bay DRI, and amending the DRI land use program and buildout date for the Harbor Bay DRI; and

WHEREAS, on June 19, 2001, Terrabrook, Apollo Beach, L.P. (Terrabrook), the owner and developer of the Harbor Bay DRI, filed a Notification of Proposed Change to internally reconfigure certain approved land uses and revise the approved DRI master plan accordingly; and

WHEREAS, the Hillsborough County Board of County Commissioners gave notice and held a public hearing on October 9, 2001, on the Notification, as required by Section 380.06, F.S., and other regulations, and provided the public and other interested parties an opportunity to be heard and present evidence concerning the proposed Notification.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS 9th DAY OF October, 2001, THAT THE NOTIFICATION BE APPROVED WITH CONDITIONS, SUBJECT TO THE FOLLOWING:

Section 1. The changes to Resolution No. R99-051 proposed by Terrabrook do not constitute a substantial deviation to the Harbor Bay DRI pursuant to Section 380.06(19), F.S.

Section 2. The development order for the Harbor Bay DRI #241 is amended as follows:

The DRI Master Plan and corresponding land use tables are amended as set forth in the Composite Exhibit "C," attached hereto and incorporated herein by reference.

Section 3. The provisions of Resolution No. R99-051 that are not amended by this Resolution shall remain in full force and effect.

Section 4. A certified copy of this Resolution, with all exhibits, shall be sent by Hillsborough County by certified mail, return receipt requested, to the developers, the Florida Department of Community Affairs and Tampa Bay Regional Planning Council within thirty (30) days of its adoption by the Board.

Section 5. The Developer's Certification, attached hereto at Exhibit "D" and incorporated herein by reference, affirms that copies of the Notification have been delivered to all persons by

the developer as required by law.

Section 6. In the event that any portion or section of this Resolution is determined to be invalid, illegal, or unconstitutional by a court of competent jurisdiction, such decision shall in no manner affect the remaining portions or sections of this development order which shall remain in full force and effect.

Section 7. This Resolution shall become effective upon the date of transmittal to the parties specified in Section 380.07(2), F.S. Terrabrook shall record a notice of the adoption of this Resolution in the Hillsborough County public records pursuant to the requirements set forth in Section 380.06(15)(F), F.S.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk for the Circuit Court and Ex-officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its regular meeting of October 9, 2001 as same appears of record in Minute Book of the Public Records of Hillsborough County, Florida. (305)

WITNESS my hand and official seal this 6th day of November, 2001.

ATTEST: RICHARD AKE, CLERK

By: Julene Gregory
Deputy Clerk



APPROVED BY COUNTY ATTORNEY
BY Steven J. Manly
Approved As To Form And
Legal Sufficiency.

EXHIBIT “C”

MAP H

**LOCATED IN ORIGINAL DEVELOPMENT
ORDER BOOK.**

HARBOR BAY D.R.I. LAND USES

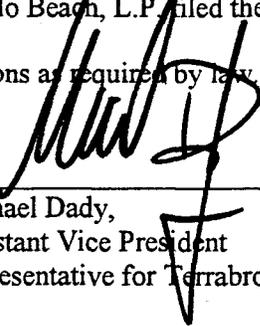
LAND USE	ACREAGE	SQ. FT. OR D.U.'S	PARKING SPACES
RESIDENTIAL	525.1 AC.±	1,550 S.F. D.U.'S 700 M.F. D.U.'S	
ROADWAYS/RIGHT-OF-WAY EASEMENTS	23.9 AC.±		
OFFICE	9.0 AC.±	40,000 Sq. Ft.	
COMMERCIAL	40.5 AC.±	300,000 Sq. Ft.	3,000
SCHOOL	25.0 AC.±		
SUB TOTAL	623.5 AC.±		
WATER/CANALS			
WATER MANAGEMENT AREAS/LAKES	52.3 AC.±		
GOLF COURSE (Includes Club House)	135.2 AC.±		
RECREATIONAL	188.3 AC.±		
PRESERVATION AREAS	13.5 AC.±		
CONSERVATION	3.8 AC.±		
OPEN SPACE (TOTAL)	79.0 AC.±		
GRAND TOTAL	284.6 AC.±		
	1095.6 AC.±		

EXHIBIT D
DEVELOPER'S CERTIFICATION

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I hereby certify that on this day before me, the undersigned notary public authorized in the State and County named above to administer oaths and take acknowledgments, personally appeared Michael Dady, as Representative for Terrabrook Apollo Beach, L.P., the applicant of the Notification of Proposed Change to a Previously approved Development of Regional Impact (DRI) Subsection 380.06(19), Florida Statutes, for the Harbor Bay DRI #241 (previously a portion of Apollo Beach DRI #209) (NOPC), to me well known, who being by me first duly sworn, says upon oath as stated below:

1. Michael Dady, representing Terrabrook Apollo Beach, L.P. filed the NOPC on June 19, 2001.
2. The Notice of Change was filed with all persons as required by law.



Michael Dady,
Assistant Vice President
Representative for Terrabrook Apollo Beach, L.P.

Sworn to and subscribed before me this 29 day of October 2001, by Michael Dady, as Representative for Terrabrook Apollo Beach, L.P., and he is personally known to me.

 Janice K Digison
My Commission DD042817
Expires July 17 2005



Notary Public
My Commission Expires

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



#241

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

February 20, 2001

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

Re: Resolution No. R01-008 - Amending the Development Order for
Harbor Bay (DRI #241)

Dear Mr. Meyer:

Attached is a certified original of referenced resolution, which
was adopted by the Hillsborough County Board of County
Commissioners on January 23, 2001.

We are providing this original for your files.

Sincerely,

Judith M. Grose,
Manager, BOCC Records

md

Attachment

Federal Express AB#805649480320

cc: Board files (orig.)

J. Thomas Beck, Florida Department of Community Affairs
Michael Dady, Assistant Vice President, Terrabrook, Apollo
Beach, L.P.

Jim Shimberg, Esq., Holland & Knight
Elizabeth C. Bowman, Hopping Green Sams & Smith
Susan J. Fernandez, Senior Assistant County Attorney
John Healy, Senior Planner, Planning & Growth Management
Beth Novak, County Attorney's Office

**AMENDMENTS TO
DEVELOPMENT ORDER
HARBOR BAY DRI**

RESOLUTION NO. R01-008

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, AMENDING THE DEVELOPMENT ORDER (RESOLUTION NO. R99-051) FOR THE HARBOR BAY DEVELOPMENT OF REGIONAL IMPACT (DRI) ADOPTED BY HILLSBOROUGH COUNTY ON MARCH 23, 1999, TO REMOVE CERTAIN LANDS FROM THE APOLLO BEACH DRI (#59) AND ADD THEM WITH A REVISED DEVELOPMENT PLAN TO THE HARBOR BAY DRI; AMENDING CONDITIONS OF APPROVAL PURSUANT TO CHAPTER 380, FLORIDA STATUTES; AND ESTABLISHING AN EFFECTIVE DATE HEREOF.

Upon motion by Commissioner Scott, seconded by Commissioner Hart, the following Resolution was adopted by a vote of 5 to 0 Commissioner(s) _____ voting "No."

WHEREAS, on February 21, 1979, Hillsborough County (County) approved a development order for the Apollo Beach Development of Regional Impact (DRI) (DRI #59) pursuant to Chapter 380, Florida Statutes (F.S.); and

WHEREAS, the original development order approved development of Apollo Beach DRI #59 in Phases I-IV, granting specific approval for Phase I and conceptual approval for Phases II-IV; and

WHEREAS, on February 5, 1985, Hillsborough County approved a revised development order, Resolution No. 85-0038, for the Apollo Beach DRI (DRI #59); and

WHEREAS, on April 24, 1990, Hillsborough County approved a development order, Resolution No. 90-0116, for the Apollo Beach DRI Phases II, III, and IV (DRI #209) which granted specific approval for Phases II and III, and conceptual approval for Phase IV; and

WHEREAS, on May 7, 1991, Hillsborough County approved a revised development order, Resolution No. 91-0086, for the Apollo Beach DRI Phases II, III, and IV (DRI #209); and

WHEREAS, on September 21, 1993, Hillsborough County approved a revised development order, Resolution No. 93-00202, for the Apollo Beach DRI Phase I (DRI #59); and

WHEREAS, on July 15, 1997, Hillsborough County approved a "consolidated development order" combining the approval of Apollo Beach DRI #59 and DRI #209, into a single DRI (DRI #59) development order (Resolution No. R97-169) covering all phases of the DRI; and

WHEREAS, on March 23, 1999, Hillsborough County approved a separate DRI development order (Resolution No. R99-051) for the Harbor Bay DRI containing certain lands formerly within the Apollo Beach DRI and certain additional lands outside that DRI; and

WHEREAS, Terrabrook, Apollo Beach, L.P. (Terrabrook), is the current owner and developer of the Harbor Bay DRI and also the owner and developer of approximately 364 additional acres of land still contained within the Apollo Beach DRI; and

WHEREAS, on July 27, 2000, Terrabrook filed a Notification of Proposed

Change (Notification) to the Harbor Bay and Apollo Beach DRIs pursuant to Section 380.06(19), F.S., and requested that the County (1) delete approximately 376.8 acres contained in Phase II of the Apollo Beach DRI from that DRI and (2) add that land to the Harbor Bay DRI, and (3) amend the DRI land use program and buildout date for the Harbor Bay DRI; and

WHEREAS, the Hillsborough County Board of County Commissioners gave notice and held a public hearing on January 23, 2001, on the Notification, as required by Section 380.06, F.S., and other regulations, and provided the public and other interested parties an opportunity to be heard and present evidence concerning the proposed Notification.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS 23RD DAY OF JANUARY, 2001 THAT THE NOTIFICATION BE APPROVED WITH CONDITIONS, SUBJECT TO THE FOLLOWING:

Section 1. The changes to Resolution No. R99-051 proposed by Terrabrook do not constitute a substantial deviation to the Harbor Bay DRI pursuant to Section 380.06(19), F.S.

Section 2. The changes to the consolidated Apollo Beach DRI (DRI #59) proposed by Terrabrook also do not constitute a substantial deviation to that DRI pursuant to Section 380.06(19), F.S.

Section 3. The development order for the Harbor Bay DRI (Resolution No. R99-051) is further amended as follows:

- a. The attached Composite Exhibit A (Revised 2000), which is the legal description for the Harbor Bay DRI, shall be substituted for that exhibit as contained in Resolution No. R99-051.
- b. The attached Composite Exhibit C (Revised 2000), which are the DRI master plan and corresponding land use tables attached thereto shall be substituted for that exhibit in Resolution No. R99-051.
- c. The attached Exhibit D (developer's certification) shall be substituted for that exhibit in Resolution No. R99-051.
- d. The attached Exhibit E (Revised 2000), which is a preservation area map, shall be substituted for that exhibit in Resolution No. 99-051.
- e. **The Findings of Fact in Resolution No. R99-051 are amended as follows (new language underlined, deleted language stricken through):**

* * *

B. The real property that is the subject of the Notification that Atlantic Gulf proposes to delete from the Apollo Beach DRI and place within a new Harbor Bay DRI consists of approximately 612 acres. Approximately 107 additional acres outside the Apollo Beach DRI also will be placed within the new Harbor Bay DRI. An additional 376.8 acres of land were added to the DRI in 2000. The total acreage within the new Harbor Bay DRI is approximately ~~719~~ 1,095.6 acres. All of these lands are legally

described in Composite Exhibit A, incorporated herein by reference.

* * *

- I. The authorized agent for ~~South Shore Properties Partners Ltd. Terrabrook~~ is Michael Dady, ~~Atlantic Gulf Communities Corporation, 2601 S. Bayshore Drive, Miami Florida 33572. Terrabrook, Apollo Beach, L.P., 3305 Frontage Road, Suite 145, Tampa, Florida 33572.~~

- f. **The General Conditions in Resolution No. R99-051 are amended as follows (new language underlined, deleted language stricken through):**
 - A. Approximately ~~612~~ 988.8 acres of land currently within the Apollo Beach DRI, are hereby deleted from the Apollo Beach DRI and placed within the new Harbor Bay DRI. Approximately 107 additional acres outside the existing Apollo Beach DRI also will be part of the Harbor Bay DRI. The legal description of the Harbor Bay DRI is contained in Composite Exhibit A and incorporated herein. Conforming amendments to the Apollo Beach DRI development order to delete a total of 612 988.8 acres from that DRI and its master plan and make additional conforming changes are contained in a separate

resolutions amending Resolution No. R97-169, which
consisting of Resolution No. R99-052 and a separate
resolution is adopted concurrently with this Resolution.

* * *

- g. **The Specific Conditions in Resolution No. R99-051 shall be amended
as follows (new language underlined, deleted language stricken
through):**

* * *

IV. SPECIFIC CONDITIONS

* * *

D. Public Facilities

1. Wastewater/Reclaimed Water

* * *

- b. The Developer shall be required to use reclaimed water,
within 30 days of being advised by Hillsborough County
that it is available, for irrigation of the golf course east of
U.S. 41. Potable water shall not be used for the golf course.
Permitted non-potable groundwater withdrawals may be
used to supplement reclaimed water if the County
determines that insufficient reclaimed water is available.
Regarding other irrigable areas east of U.S. 41, the

Developer shall be required to install reclaimed water distribution facilities and to maximize the use of reclaimed water, as available. During the construction planning process, the Developer shall work with the County to determine the most efficient plan for minimizing potable and non-potable (groundwater) water use in the development east of U.S. 41. The Developer may utilize an alternative non-potable water source to augment its reclaimed water irrigation plan when reclaimed water is not available.

The Harbor Bay DRI shall implement a ~~wastewater reuse~~ reclaimed water system within the balance of the Harbor Bay DRI to provide for the non-potable water needs of the project when feasible or when required by Hillsborough County ordinance, whichever comes first. The Developer shall submit plans for a ~~wastewater reuse~~ reclaimed water system within two (2) years of notification by Hillsborough County that such an ordinance is in effect.

* * *

3. Schools and Parks

- a. Parcel 31 as shown in the master plan that is part of Composite Exhibit C may be developed as a school or

with residential uses. If developed as residential, it shall not result in an increase in the overall number of residential units approved for the Harbor Bay DRI.

- b. The Developer shall be required to fund and construct a pedestrian crossing meeting Americans with Disabilities Act requirements, and with the approval of the Florida Department of Transportation, to provide for a safe crossing for residents from the west side of U.S. 41 to access the school site on the east side of U.S. 41.
- c. Parcel 32 as shown in the master plan that is part of Composite Exhibit C may be developed as a park or with residential uses. If developed as residential, it shall not result in an increase in the overall number of residential units approved for the Harbor Bay DRI.

E. Drainage, Flood Control, and Air and Water Quality

* * *

- 10. The Developer shall provide for and implement an Integrated Pest Management Plan (IPMP) addressing use of pesticides, herbicides and fertilizers on the golf course. The IPMP shall specifically address measures to facilitate minimization of irrigation and the environmentally

sensitive application of fertilizers and pesticides/herbicides in golf course design and maintenance. Prior to construction plan approval for the golf course, the IPMP shall be submitted for approval to the appropriate agencies with regulatory jurisdiction.

11. The contractor will be required to sod, seed, mulch or plant with landscape material the cleared and disturbed areas as soon as possible after clearing. The side slopes of detention ponds will be sodded, grassed, or natural vegetation will be encouraged to grow. The contractor will also be required to control wind erosion through sprinkling or other appropriate measures.

To alleviate the erosive effects of wind and water, the following steps will be implemented during construction:

- Only those portions of the site ready for construction will be cleared.
- Sediment basins will be constructed at the start of each drainage system phase.
- Areas to be cleared and disturbed by construction will be seeded, mulched with hay, straw and other landscape material,

sodded, or planted with other landscape material as soon after the construction as possible.

- Construction areas will have interim water quality control features, such as hay bales, as needed to reduce turbidity.
- Embankment areas of stormwater filtration ponds will be seeded, sodded, or planted to stabilize shorelines and to filter runoff.
- If wind erosion becomes significant during construction, the contractor will sprinkle the problem area with water. Following construction, the planted ground cover and the drainage system vegetation and configuration will effectively control wind and water erosion.

12. To mitigate noise impacts of construction east of U.S. 41, construction activity shall be limited to hours of operation as provided for in any applicable adopted County rules and regulations.

F. Hurricane Preparedness

* * *

2. Upon issuance of this first certificate of occupancy, the Developer shall satisfy hurricane mitigation requirements for the ~~entire~~ Harbor Bay project west of U.S. 41 specified by local officials by providing a 100 amp, three-phase, 480-volt portable emergency electrical generator. ~~for use at the East Bay High School.~~

* * *

5. Upon, or prior to, the issuance of a building permit for the 339th residential dwelling unit located within the Harbor Bay DRI project located east of U.S. 41, the developer shall pay \$7,970 to mitigate impacts associated with hurricane shelter capacity. Payment of the "mitigation offset" shall be conveyed to the Hillsborough County School Board to be used solely for public-shelter retrofit projects.

Section 4. The provisions of Resolution No. R99-051 that are not amended by this Resolution shall remain in full force and effect.

Section 5. A certified copy of this Resolution, with all exhibits, shall be sent by the

County by certified mail, return receipt requested, to the developers, the Florida Department of Community Affairs and Tampa Bay Regional Planning Council within thirty days of its adoption by the Board.

Section 6. The Developer's Certification attached hereto and incorporated herein affirms that copies of the Notification have been delivered to all persons as required by law.

Section 7. In the event that any portion or section of this Resolution is determined to be invalid, illegal, or unconstitutional by a court of competent jurisdiction, such decision shall in no manner affect the remaining portions or sections of this development order which shall remain in full force and effect.

Section 8. This Resolution shall become effective upon the date of transmittal to the parties specified in Section 380.07(2), F.S., Terrabrook shall record a notice of the adoption of this Resolution in the Hillsborough County public records pursuant to the requirements set forth in Section 380.06(15)(F), F.S.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk for 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, 2001 as same appears of record in Minute Book of the
Public Records of Hillsborough County, Florida,

WITNESS my hand and official seal this 20th day of February, 2001.

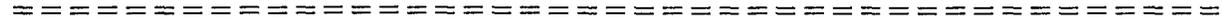
ATTEST: RICHARD AKE, CLERK

By: Mildred K. Dixon
Deputy Clerk



APPROVED BY COUNTY ATTORNEY
BY [Signature]
Approved As To Form And
Legal Sufficiency.

EXHIBIT LIST



Composite Exhibit A	DRI legal description (Revised 2000)
Composite Exhibit C	DRI master plan and land use table (Revised 2000)
Exhibit D	Developer's certification
Exhibit E	Preservation area map (Revised 2000)

HARBOR BAY
D.R.I.

TRACT "V"

DESCRIPTION: A parcel of land lying in Sections 28, 29, 32 and 33, Township 31 South, Range 19 East, Hillsborough County, Florida and being more particularly described as follows:

From the Southwest corner of the Northwest 1/4 of Section 32, Township 31 South, Range 19 East, run thence N.00°53'55"E., 60.00 feet along the West boundary of the Northwest 1/4 of said Section 32; thence S.89°25'58"E., 780.75 feet along the North right-of-way line of Villemaire Road (also being a line 60.00 feet North of and parallel with the South boundary of the Northwest 1/4 of said Section 32) to the **POINT OF BEGINNING**; thence along the Easterly boundary of property deeded to Hillsborough County and recorded in Official Records Book 7073, Page 320, Public Records of Hillsborough County, Florida the following two (2) courses: 1) N.00°36'25"E., 668.30 feet; 2) S.89°16'25"E., 1860.63 feet to the Westerly maintained right-of-way line of Leisey Road; thence N.00°55'35"E., 514.13 feet along said Westerly maintained right-of-way line to the North boundary of a 30 foot wide Drainage Canal as recorded in Deed Book 1106, Page 308, Public Records of Hillsborough County, Florida; thence N.59°07'43"W., 937.77 feet along said Drainage Canal; thence N.31°17'43"W., 2730.60 feet along said Drainage Canal to the West boundary of the aforesaid Section 29; thence N.00°28'03"E., 1168.22 feet along said West boundary to the Northwest corner of the Southwest 1/4 of said Section 29; thence S.89°17'14"E., 1026.94 feet along the North boundary of the Southwest 1/4 of said Section 29 to the centerline of a drainage canal; thence along the centerline of said canal the following fourteen (14) courses: 1) N.12°57'40"W., 112.26 feet; 2) N.00°11'29"W., 77.99 feet; 3) N.26°34'39"E., 26.86 feet; 4) N.28°19'33"E., 51.78 feet; 5) N.35°31'21"E., 99.07 feet; 6) N.36°11'35"E., 79.11 feet; 7) N.36°16'26"E., 89.95 feet; 8) N.36°29'54"E., 92.87 feet; 9) N.37°43'25"E., 72.46 feet; 10) N.36°45'54"E., 83.83 feet; 11) N.36°54'42"E., 74.67 feet; 12) N.34°31'46"E., 77.69 feet; 13) N.38°01'31"E., 79.67 feet; 14) N.38°17'39"E., 111.88 feet to a point on the curved Southerly boundary of Biscayne Canal according to the plat of APOLLO BEACH - UNIT SIX, as recorded in Plat Book 37, Page 88, Public Records of Hillsborough County, Florida; thence along the Southerly boundary of said Apollo Beach Unit Six, the following four (4) courses: 1) Southeasterly, 1328.34 feet along the arc of a curve to the left having a radius of 1305.00 feet and a central angle of 58°19'14" (chord bearing S.60°18'45"E., 1271.74 feet) to a point of tangency; 2) S.89°28'22"E., 1374.19 feet to a point of curvature; 3) Northeasterly, 723.06 feet along the arc of a curve to the left having a radius of 788.28 feet and a central angle of 52°33'18" (chord bearing N.64°14'59"E., 697.97 feet); 4)

S.89°22'53"E., 442.25 feet; thence S.00°49'48"W., 653.98 feet to the South boundary of the Northeast 1/4 of said Section 29; thence S.89°17'14"E., 190.17 feet along said South boundary of the Northeast 1/4 of Section 29, to the Northwest corner of the Southwest 1/4 of the aforesaid Section 28; thence S.89°22'16"E., 1051.33 feet along the North boundary of Tract 62, RUSKIN TOMATO FARMS, according to the plat thereof as recorded in Plat Book 27, Page 110, Public Records of Hillsborough County, Florida; thence S.00°53'15"W., 1354.39 feet along the West boundary of the East 269.17 feet of said Tract 62 and a Southerly projection thereof to the South right-of-way line of Leisey Road (North boundary of Tract 71 of said RUSKIN TOMATO FARMS); thence S.89°19'05"E., 1562.31 feet along said South right-of-way line (North boundary of Tracts 71 and 72 of said RUSKIN TOMATO FARMS) to the intersection right-of-way for Leisey Road with U.S. Highway No. 41 (S.R. 45); thence S.41°51'46"E., 65.34 feet along said intersection right-of-way line; thence along the Westerly right-of-way line of said U.S. Highway No.41 the following six (6) courses: 1) S.47°13'56"W., 349.59 feet; 2) S.47°17'54"W., 4033.93 feet to a point of curvature; 3) Southwesterly, 990.76 feet along the arc of a curve to the right having a radius of 11409.16 feet and a central angle of 04°58'32" (chord bearing S.49°47'10"W., 990.45 feet); 4) N.37°43'34"W., 18.00 feet to a point on a curve; 5) Southwesterly, 81.61 feet along the arc of said curve to the right having a radius of 11391.16 feet and a central angle of 00°24'38" (chord bearing S.52°28'44"W., 81.61 feet); 6) S.77°22'04"W., 129.32 feet to the North right-of-way line of the aforesaid Villamaire Road; thence N.89°25'58"W., 3401.98 feet along said North right-of-way line (also being a line 60.00 feet North of and parallel with the South boundary of the Northwest 1/4 of said Section 32) to the **POINT OF BEGINNING**.

Containing 668.298 acres, more or less.

TOGETHER WITH THE FOLLOWING:

TRACT "W"

DESCRIPTION: A parcel of land lying in the South 1/2 of Section 32, Township 31 South, Range 19 East, Hillsborough County, Florida and being more particularly described as follows:

BEGINNING at the Northeast corner of the Southwest 1/4 of Section 32, Township 31 South, Range 19 East, run thence S.89°25'58"E., 492.97 feet along the North boundary of the Southeast 1/4 of said Section 32; thence S.00°46'29"W., 836.58 feet to the Westerly right-of-way line of U.S. Highway No. 41 (S.R. No.45); thence S.52°46'06"W., 315.97 feet to along said Westerly right-of-way line to a point of curvature; thence Southwesterly, 388.78 feet along the arc of a curve to the left having a radius of 7211.97

feet and a central angle of $03^{\circ}05'19''$ (chord bearing $S.51^{\circ}13'26''W.$, 398.73 feet) along said Westerly right-of-way line; thence $N.89^{\circ}28'12''W.$, 1272.63 feet; thence $N.00^{\circ}55'56''E.$, 1277.53 feet to the North boundary of the Southwest 1/4 of said Section 32; thence $S.89^{\circ}25'58''E.$, 1324.84 feet along the North boundary of the Southwest 1/4 of said Section 32 to the **POINT OF BEGINNING**.

Containing 50.515 acres, more or less.

ALTOGETHER containing 718.813 acres, more or less.

AND ALSO TOGETHER WITH THE FOLLOWING:

DICKMAN

DESCRIPTION: Two parcels of land lying in Section 33, Township 31 South, Range 19 East, Hillsborough County, Florida, and being more particularly described as follows:

PARCEL A

From the Southwest corner of said Section 33, run thence along the West boundary of said Section 33, $N.00^{\circ}28'54''E.$, 94.37 feet; thence $S.89^{\circ}31'06''E.$, 30.00 feet to a point on the Easterly right-of-way line of 12th STREET N.E., said point also being the **POINT OF BEGINNING**; thence along said Easterly right-of-way line the following four (4) courses: 1) along a line lying 30.00 feet East of and parallel with said West boundary of Section 33, $N.00^{\circ}28'54''E.$, 2538.91 feet; 2) $N.89^{\circ}25'58''W.$, 2.26 feet; 3) $N.01^{\circ}10'14''E.$, 488.02 feet; 4) $N.05^{\circ}28'29''E.$, 187.04 feet to a point on the Southeasterly right-of-way line of U.S. HIGHWAY NO. 41; thence along said Southeasterly right-of-way line, $N.47^{\circ}17'54''E.$, 1752.09 feet; thence $S.89^{\circ}17'28''E.$, 1139.57 feet; thence $N.02^{\circ}05'17''E.$, 569.99 feet; thence along a line lying 30.00 feet South of and parallel with the North boundary of the aforesaid Section 33 the following two (2) courses: 1) $S.89^{\circ}17'18''E.$, 523.01 feet; 2) $S.89^{\circ}28'33''E.$, 1305.33 feet to a point on the Westerly boundary of a Hillsborough County Drainage right-of-way, as recorded in Deed Book 1233, Page 323, Public Records of Hillsborough County, Florida, said point hereinafter referred to as **POINT "A"**; thence along said Westerly boundary the following three (3) courses: 1) SOUTH, 778.92 feet; 2) $S.28^{\circ}37'25''W.$, 1496.17 feet; 3) $S.61^{\circ}22'35''E.$, 30.00 feet to a point on the Northwesterly boundary of a Railroad right-of-way for SEABOARD COASTLINE RAILROAD; thence along said Northwesterly boundary $S.28^{\circ}37'25''W.$, 3315.54 feet to a point on the Northerly right-of-way line of 19th AVENUE; thence along said Northerly right-of-way line the following four (4) courses: 1) $N.88^{\circ}53'27''W.$, 1144.45 feet to a point of curvature;

2) Westerly, 230.72 feet along the arc of a curve to the left having a radius of 68,799.94 feet and a central angle of $00^{\circ}11'32''$ (chord bearing $N.88^{\circ}59'13''W.$, 230.72 feet);
3) $S.00^{\circ}55'01''W.$, 5.00 feet to a point on a curve; 4) Westerly, 644.73 feet along the arc of said curve to the left having a radius of 68,794.94 feet and a central angle of $00^{\circ}32'13''$ (chord bearing $N.89^{\circ}21'05''W.$, 644.73 feet) to a point on the aforesaid Easterly right-of-way line of 12th STREET N.E.; thence along said Easterly right-of-way line, $N.26^{\circ}06'22''W.$, 55.86 feet to the **POINT OF BEGINNING.**

Containing 336.495 acres, more or less.

TOGETHER WITH THE FOLLOWING DESCRIBED PARCEL:

PARCEL B:

From a point previously referred to as **POINT "A"**, run thence $N.00^{\circ}31'27''E.$, 30.00 feet to a point on the aforesaid Northerly boundary of Section 33; thence along said Northerly boundary the following two (2) courses: 1) $S.89^{\circ}28'33''E.$, 29.73 feet to the **POINT OF BEGINNING**; 2) continue $S.89^{\circ}28'33''E.$, 443.30 feet to a point on the aforesaid Northwesterly boundary of the Railroad right-of-way for SEABOARD COASTLINE RAILROAD; thence along said Northwesterly boundary, $S.28^{\circ}37'25''W.$, 925.33 feet to a point on the Easterly boundary of the aforesaid Hillsborough County Drainage right-of-way; thence along said Easterly boundary, NORTH, 816.30 feet to the **POINT OF BEGINNING.**

Containing 4.153 acres, more or less.

Altogether containing 340.648 acres, more or less.

AND ALSO TOGETHER WITH THE FOLLOWING:

PARCEL C

DESCRIPTION: A portion of the 30 foot wide HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY, as recorded in Deed Book 1233, Page 323, Public Records of Hillsborough County, Florida, lying in Section 33, Township 31 South, Range 19 East, Hillsborough County, Florida, and being more particularly described as follows:

From a point previously referred to as **POINT "A"**, said point also being the **POINT OF BEGINNING**, run thence along the Westerly and Southerly boundaries of said 30 foot wide HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY, the following three (3) courses: 1) SOUTH, 778.92 feet; 2) S.28°37'25"W., 1496.17 feet; 3) S.61°22'35"E., 30.00 feet to a point on the Northwesterly boundary of a Railroad right-of-way for SEABOARD COASTLINE RAILROAD; thence along the Easterly boundary of said 30 foot wide HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY, the following two (2) courses: 1) said Northwesterly boundary of a Railroad right-of-way for SEABOARD COASTLINE RAILROAD, N.28°37'25"E., 1503.83 feet; 2) NORTH, 816.30 feet to a point on the North boundary of the aforesaid Section 33, said point also being the Northeast corner of said 30 foot wide HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY; thence along said North boundary of Section 33, and the North boundary of said 30 foot wide HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY, the following two (2) courses: 1) N.89°28'33"W., 1335.01 feet; 2) N.89°17'18"W., 522.24 feet; thence S.02°05'17"W., 30.01 feet to a point on the South boundary of said 30 foot wide HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY; thence along said South boundary, lying 30.00 feet South of and parallel with the aforesaid North boundary of Section 33, the following two (2) courses 1) S.89°17'18"E., 523.01 feet; 2) S.89°28'33"E., 1305.33 feet to the **POINT OF BEGINNING**.

Containing 2.852 acres, more or less.

AND ALSO TOGETHER WITH THE FOLLOWING:

SCHOOL SITE

A Portion of O.R. Book 3993, Pg. 1960

DESCRIPTION: A parcel of land lying in Section 32, Township 31 South, Range 19 East, Hillsborough County, Florida, and being more particularly described as follows:

Commence at the Southwest corner of Section 33, run N.00°29'21"E., along the Westerly boundary of Section 33 a distance of 1484.40 feet to the intersection with the centerline of the Canal for POINT OF BEGINNING. From POINT OF BEGINNING run thence N.64°47'39"W., along centerline of canal a distance of 775.38 feet; thence S.75°11'06"W., a distance of 675.22 feet; thence S.54°49'48"W., a distance of 538.13 feet; thence S.89°39'54"W., a distance of 633.74 feet to a point on the Southeasterly right-of-way boundary of U.S. 41 (State Road 45); thence along a curve concave to the Southeasterly a distance of 152.90 feet with a radius of 7029.98 feet subtended by a chord of 152.90 feet, chord bearing N.52°08'49"E., thence N.52°46'12"E., along Southeasterly right-of-way boundary, a distance of 1787.09 feet to a point of curvature; thence along a curve to the left a distance of 126.72 feet with a radius of 11,591.19 feet subtended by a chord of 126.72 feet, chord bearing N.52°27'24.5"E.; thence S.89°25'52"E., 793.17 feet; thence S.00°29'21"W., 1088.31 feet along the Westerly boundary of Section 33 to the POINT OF BEGINNING.

LESS the Following:

- (a) Right-of-way for 20th Avenue and 12th Street Northwest.
- (b) That part of the North 1/2 of the Southeast 1/4 of Section 32, Township 31 South, Range 19 East, lying East of the public road conveyed to Tallie B. Carter, Sr., et ux, et al, by Deed recorded April 28, 1952 in Deed Book 1680 on Page 311.

Containing 33.308 acres, more or less.

ALTOGETHER containing 1095.621 acres, more or less.

AGC-AB-001

P:\APOLLO BEACH\APOLLODICKMAN-DRI-NEW

FAD

July 21, 1998

VBR

July 23, 1988

VBR

(Revised) August 29, 1998

VBR

(Revised Title) January 19, 1999

VBR

(Revised) June 30, 2000

VBR
VER

(Revised) July 19, 2000
(Revised) August 23, 2000

APOLLO D.R.I.
(LESS HARBOR BAY, ELAPP, DICKMAN, SCHOOL
and HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY)

LEGAL DESCRIPTION:

A parcel of land lying in Sections 15, 16, 17, 19, 20, 21, 22, 27, 28, 29, 30, 31, 32 and 33, Township 31 South, Range 19 East, Hillsborough County, Florida, more particularly described as follows:

Commence at the Southwest corner of Section 33; run thence N 00°29'21" E, along the West boundary of said Section 33, a distance of 1484.40 feet; thence N 64°47'39" W, a distance of 775.38 feet; thence S 75°11'06" W, a distance of 675.22 feet; thence S 54°49'48" W, a distance of 538.13 feet; thence S 89°39'54" W, a distance of 633.74 feet; thence S 87°40'13" W, a distance of 301.58 feet; thence N 89°22'37" W, a distance of 1260.43 feet; thence N 00°48'27" E, a distance of 1282.59 feet; thence N 89°25'52" W, a distance of 1331.17 feet; thence S 00°55'14" W, a distance of 1285.88 feet; along the East boundary of Section 31; thence N 89°23'45" W, a distance of 3979.64 feet; thence S 00°35'07" W, a distance of 1298.26 feet; thence N 89°34'29" W, a distance of 1324.04 feet to the Southwest corner of said Section 31, thence N 00°30'05" E, along the West boundary of said section 31 and 30, a distance of 7423.41 feet; thence N 29°16'56" W, a distance of 3969.60 feet to a point on the Hillsborough County bulkhead line in Tampa Bay as recorded in Plat Book 35, Page 16 of the Public Records of Hillsborough County, Florida; thence N 60°43'04" E, along said bulkhead line, a distance of 5194.59 feet; thence N 45°51'25" E, a distance of 2900.52 feet; thence N 38°38'27" E, a distance of 2448.98 feet; thence N 45°37'51" E, a distance of 3629.23 feet; thence N 34°59'22" E, a distance of 2288.40 feet; thence S 88°58'27" E, a distance of 653.64 feet to the Northwest corner of Section 16, thence continue S 88°58'27" E, a distance of 1703.52 feet; thence S 34°59'22" W, a distance of 3039.10 feet to a point on the West boundary of said Section 16; thence leaving the stated bulkhead line S 00°53'49" W, along said West boundary of Section 16, a distance of 1318.47 feet; thence S 48°01'42" E, a distance of 357.43 feet to a point on the Northerly boundary of a resubdivision of Apollo Beach Unit 8, as recorded in Plat Book 42, Page 58 of the Public Records of Hillsborough County, Florida; thence along said Northerly boundary S 47°33'02" E, a distance of 50.00 feet; thence along an arc to the left a distance of 1362.35 feet with a radius of 2793.82 feet, subtended by a chord of 1348.89 feet, chord bearing S 61°31'13" E; thence S 75°29'23" E, along the North boundary of Apollo Beach Unit 8, Section A, as recorded in Plat Book 35, Page 97 of the Public Records of Hillsborough County, Florida, a distance of 958.41

feet; thence S 75°34'05" E, along the North boundary of Sabal Key Unit 2 as recorded in Plat Book 46, Page 51 of the Public Records of Hillsborough County, Florida, a distance of 1181.81 feet; thence S 01°06'31" W, a distance of 110.85 feet to a point on the North boundary of Section 21; thence along said North boundary S 89°34'17" E, a distance of 1690.87 feet to the Southwest corner of Section 15; thence N 00°44'36" E, along the West boundary of said Section 15, a distance of 662.52 feet; thence S 89°20'12" E, a distance of 2643.40 feet; thence S 00°48'54" W, a distance of 663.76 feet to a point on the North boundary of Section 22, thence S 89°18'35" E, along said North boundary a distance of 1923.31 feet to a point on the Westerly right of way boundary of U.S. Highway 41 (S.R. 45); thence along said Westerly right of way boundary S 28°38'02" W, a distance of 2577.17 feet; thence N 61°21'58" W, a distance of 200.00 feet; thence S 28°38'02" W, a distance of 100.00 feet; thence S 61°21'58" E, a distance of 200.00 feet; thence S 28°38'02" W, a distance of 769.90 feet; thence N 61°21'58" W, a distance of 18.00 feet; thence S 28°38'02" W, a distance of 1627.50 feet to a point of curvature; thence along an arc to the right a distance of 169.25 feet with a radius of 2714.79 feet subtended by a chord of 169.22 feet, chord bearing S 30°25'12" W; thence S 60°36'58" E, a distance of 13.01 feet to a point on a curve; thence along an arc concave to the Northwesterly, a distance of 246.17 feet with a radius of 2727.79 feet subtended by a chord of 246.09 feet, chord bearing of S 34°46'40" W; thence N 60°36'58" W, a distance of 40.40 feet to a point on a curve; thence along an arc concave to the Northwesterly, a distance of 457.43 feet with a radius of 2687.79 feet, subtended by a chord of 456.88 feet, chord bearing S 42°21'30" W, to a point of tangency; thence S 47°14'02" W, a distance of 229.20 feet; thence N 89°19'12" W, a distance of 134.56 feet; thence S 47°14'02" W, a distance of 243.63 feet; thence S 89°19'12" E, a distance of 200.00 feet thence S 47°14'02" W, a distance of 572.95 feet thence N 89°19'12" W, a distance of 490.64 feet; thence N 00°53'46" E a distance of 271.54 feet; thence N 89°12'12" W, a distance of 439.87 feet; thence N 00°53'46" E, a distance of 290.00 feet, to the Southeast corner of stated Section 21; thence N 89°23'43" W, along the South boundary of said Section 21 also being the centerline of Miller Mac Road (Clay-Gully Road Plat) a distance of 3962.79 feet thence S 00°53'17" W, a distance of 1324.17 feet; thence N 89°22'11" W, a distance of 1320.86 feet to the East boundary of Section 29; thence S 00°53'07" W, along said East boundary, a distance of 1323.58 feet; thence N 89°20'36" W, a distance of 1322.15 feet thence S 00°46'56" W, a distance of 1324.06 feet; thence S 89°21'52" E, a distance of 1319.77 feet; thence S 89°19'10" E, a distance of 2738.91 feet to a point on the stated Westerly right-of-way boundary of U.S. Highway 41 (S.R. 45); thence S 47°14'02" W, along said right-of-way boundary, a distance of 463.05 feet; thence S 47°18'00" W, a distance of

1464.29 feet to a point on the North boundary of Section 33; thence S 89°17'39" E, along said North boundary a distance of 3083.65 feet to a point on the Westerly right-of-way boundary of Seaboard Coastline Railroad; thence S 28°37'33" W, along said Westerly right-of-way a distance of 5791.97 feet to the South boundary of stated Section 33; thence N 89°06'38" W, along said South boundary a distance of 2050.00 feet to the Southwest corner of said Section 33, said point being the POINT OF BEGINNING.

ALSO a tract in Section 22, Township 31 South, Range 19 East, more particularly described as follows: From the Southwest corner of stated Section 22, run S 89°19'12" E, along the South boundary of Section 22, a distance of 2084.69 feet to a point on the East right-of-way boundary of Seaboard Coastline Railroad; thence N 28°37'33" E, along said right-of-way boundary a distance of 737.35 feet to a POINT OF BEGINNING; thence continue along said right-of-way boundary a distance of 726.00 feet; thence S 61°22'27" E, a distance of 300.00 feet; thence S 28°37'33" W, a distance of 726.00 feet; thence N 61°22'27" W, a distance of 300.00 feet to the POINT OF BEGINNING.

LESS:

The following described properties:

That part of the Northeast 1/4 of Section 32, Township 31 South, Range 19 East lying South of U.S. Highway 41, (S.R. 45).

ALSO that portion of the North 1/2 of the Southeast 1/4 of Section 32, Township 31 South, Range 19 East, lying North and West of U.S. Highway 41 (S.R. 45), less the West 488.10 feet.

ALSO tract 65 of Ruskin Tomato Farms as recorded in Plat Book 27, Page 110 of the Public Records of Hillsborough County, Florida.

Said parcel containing 5227.19 acres M.O.L. Gross Acreage.

47.07 acres M.O.L. Rights-of-Way.

Total Net Acreage 5180.12

AND ALSO LESS

(ELAPP PROPERTY)

DESCRIPTION :

A parcel of land lying in Sections 19, 20, 29, 30, 31 and 32, Township 31 South, Range 19 East, Hillsborough County, Florida; explicitly described as follows:

That part of aforesaid Section 19, lying above the mean highwater line of Tampa Bay.

Together with: that part of aforesaid Section 20, lying above the mean highwater line of Tampa Bay and Southwesterly of Biscayne Canal as shown on the record plat of Apollo Beach Unit No. 6, as recorded in Plat Book 37, Page 88, of the Public Records of Hillsborough County, Florida.

Together with: that part of Tracts 51, 52 and 53, Ruskin Tomato Farms as recorded in Plat Book 27, Page 110, of the Public Records of Hillsborough County, Florida, lying Southwesterly of Biscayne Canal as shown on the record plat of Apollo Beach Unit No. 6, as recorded in Plat Book 37, Page 88, of the Public Records of Hillsborough County, Florida and Northwesterly of the unnamed canal running through said Tracts 52 and 53; together with the unimproved right of way abutting said Tracts 51 and 52; all lying within aforesaid Section 29, Township 31 South, Range 19 East, Hillsborough County, Florida; and all of Tract 67, Ruskin Tomato Farms as recorded in Plat Book 27, Page 110, of the Public Records of Hillsborough County, Florida, lying Southwesterly of the canal right of way as recorded in Deed Book 1106, Page 308, of the Public Records of Hillsborough County, Florida .

Together with: that portion of aforesaid Section 30, Township 31 South, Range 19 East, Hillsborough County, Florida, lying above the mean highwater line of Tampa Bay. Together with: All of aforesaid Section 31, Township 31 South, Range 19 East, Hillsborough County, Florida, less the Southerly 80 feet of the Southwest One-Quarter of the Southwest One-Quarter of said Section 31 for right of way purposes as recorded in Official Record Book 1648, Page 926, of the Public Records of Hillsborough County, Florida and less the Southeast One-Quarter of the Southwest One-Quarter of said Section 31 and less the South half of the Southeast One-Quarter of said Section 31, Township 31 South, Range 19 East, Hillsborough County, Florida, and less maintained right of way for Villemaire Road.

Together with: that portion of aforesaid Section 32, Township 31 South, Range 19 East, Hillsborough County, Florida, explicitly described as follows: Commence at the Northwest corner of said Section 32 for the Point of Beginning, thence on the Northerly boundary thereof S 89°22'58" E, a distance of 382.24 feet, to the Southeast corner of Section 29, Township 31 South, Range 19 East, Hillsborough County, Florida, thence continue on said Northerly boundary, S 89°22'58" E, a distance of 887.01 feet, to the Westerly right of way boundary of the canal as recorded in Deed Book 1106, Page 308, of the Public Records of Hillsborough County, Florida; thence on said Westerly canal right of way, S 31°16'29" E, a distance of 1004.27 feet; thence continue on said Westerly right of way S 59°09'11" E, a distance of 962.77 feet, to the Westerly right of way boundary of Leisey Road as maintained by Hillsborough County; thence on said Westerly maintained right of way boundary, S 00°55'35" W, a distance of 479.51 feet; thence departing said right of way boundary, N 89°16'02" W, a distance of 1860.73 feet; thence S 00°37'31" W, a distance of 668.48 feet, to the Northerly right of way boundary of Villemaire Road, as recorded in Deed Book 1106, Page 310, of the Public Records of Hillsborough County, Florida; thence on said Northerly right of way boundary, N 89°26'00" W, a distance of 780.42 feet to a point on the Westerly boundary of aforesaid Section 32, said point being N 00°53'52" E, 60.00 feet from the Southwest corner of the Northwest One-Quarter of said Section 32; thence on the Westerly boundary of said Section 32, N 00°53'52" E, a distance of 2482.35 feet to the Point of Beginning.

Contains 1079.5 acres of land more or less above mean high water.

AND ALSO LESS:

(HARBOR BAY - TRACT "V")

DESCRIPTION: A parcel of land lying in Sections 28, 29, 32 and 33, Township 31 South, Range 19 East, Hillsborough County, Florida and being more particularly described as follows;

From the Southwest corner of the Northwest 1/4 of Section 32, Township 31 South, Range 19 East, run thence N.00°53'55"E., 60.00 feet along the West boundary of the Northwest 1/4 of said Section 32; thence S.89°25'58"E., 780.75 feet along the North right-of-way line of Villemaire Road (also being a line 60.00 feet North of and parallel with the South boundary of the Northwest 1/4 of said Section 32) to the **POINT OF BEGINNING**; thence along the Easterly boundary of property deeded to Hillsborough County and recorded in Official Records Book 7073, Page 320, Public Records of Hillsborough County, Florida the following two (2) courses: 1) N.00°36'25"E., 668.30 feet; 2) S.89°16'25"E., 1860.63 feet to the Westerly maintained right-of-way line of Leisey Road; thence

N.00°55'35"E., 514.13 feet along said Westerly maintained right-of-way line to the North boundary of a 30 foot wide Drainage Canal as recorded in Deed Book 1106, Page 308, Public Records of Hillsborough County, Florida; thence N.59°07'43"W., 937.77 feet along said Drainage Canal; thence N.31°17'43"W., 2730.60 feet along said Drainage Canal to the West boundary of the aforesaid Section 29; thence N.00°28'03"E., 1168.22 feet along said West boundary to the Northwest corner of the Southwest 1/4 of said Section 29; thence S.89°17'14"E., 622.24 feet along the North boundary of the Southwest 1/4 of said Section 29 to the Northwest corner of Tract 65, RUSKIN TOMATO FARMS, according to the plat thereof as recorded in Plat Book 27, Page 110, Public Records of Hillsborough County, Florida; thence along the Westerly boundary of said Tract 65, S.48°41'18"E., 1991.58 feet to the Southwest corner of said Tract 65; thence along the South boundary of said Tract 65, S.89°20'09"E., 465.65 feet to the Southeast corner of said Tract 65; thence along the East boundary of said Tract 65, N.00°40'32"E., 1295.64 feet to the Northeast corner of said Tract 65; thence along the North boundary of said Tract 65, N.89°17'14"W., 1612.28 feet to the centerline of a drainage canal; thence along the centerline of said canal the following fourteen (14) courses: 1) N.12°57'40"W., 112.26 feet; 2) N.00°11'29"W., 77.99 feet; 3) N.26°34'39"E., 26.86 feet; 4) N.28°19'33"E., 51.78 feet; 5) N.35°31'21"E., 99.07 feet; 6) N.36°11'35"E., 79.11 feet; 7) N.36°16'26"E., 89.95 feet; 8) N.36°29'54"E., 92.87 feet; 9) N.37°43'25"E., 72.46 feet; 10) N.36°45'54"E., 83.83 feet; 11) N.36°54'42"E., 74.67 feet; 12) N.34°31'46"E., 77.69 feet; 13) N.38°01'31"E., 79.67 feet; 14) N.38°17'39"E., 111.88 feet to a point on the curved Southerly boundary of Biscayne Canal according to the plat of APOLLO BEACH - UNIT SIX, as recorded in Plat Book 37, Page 88, Public Records of Hillsborough County, Florida; thence along the Southerly boundary of said Apollo Beach Unit Six, the following four (4) courses: 1) Southeasterly, 1328.34 feet along the arc of a curve to the left having a radius of 1305.00 feet and a central angle of 58°19'14" (chord bearing S.60°18'45"E., 1271.74 feet) to a point of tangency; 2) S.89°28'22"E., 1374.19 feet to a point of curvature; 3) Northeasterly, 723.06 feet along the arc of a curve to the left having a radius of 788.28 feet and a central angle of 52°33'18" (chord bearing N.64°14'59"E., 697.97 feet); 4) S.89°22'53"E., 442.25 feet; thence S.00°49'48"W., 653.98 feet to the South boundary of the Northeast 1/4 of said Section 29, said point also being the North boundary of Tract 63, of the aforesaid RUSKIN TOMATO FARMS; thence along the North boundary of said Tract 63, N.89°17'14"W., 1131.95 feet; thence along the West boundary of said Tract 63, S.00°46'49"W., 1294.53 feet; thence along the South boundary of said Tract 63, S.89°20'09"E., 1319.65 feet; thence along the South boundary of the aforesaid Tract 62, S.89°19'05"E., 1051.37 feet; thence S.00°53'15"W., 60.00 feet along the Southerly projection of the West boundary of the East

269.17 feet of said Tract 62, to a point on the South right-of-way line of Leisey Road (North boundary of Tract 71 of said RUSKIN TOMATO FARMS); thence S.89°19'05"E., 1562.31 feet along said South right-of-way line (North boundary of Tracts 71 and 72 of said RUSKIN TOMATO FARMS) to the intersection right-of-way for Leisey Road with U.S. Highway No. 41 (S.R. 45); thence S.41°51'46"E., 65.34 feet along said intersection right-of-way line; thence along the Westerly right-of-way line of said U.S. Highway No.41 the following six (6) courses: 1) S.47°13'56"W., 349.59 feet; 2) S.47°17'54"W., 4033.93 feet to a point of curvature; 3) Southwesterly, 990.76 feet along the arc of a curve to the right having a radius of 11409.16 feet and a central angle of 04°58'32" (chord bearing S.49°47'10"W., 990.45 feet); 4) N.37°43'34"W., 18.00 feet to a point on a curve; 5) Southwesterly, 81.61 feet along the arc of said curve to the right having a radius of 11391.16 feet and a central angle of 00°24'38" (chord bearing S.52°28'44"W., 81.61 feet); 6) S.77°22'04"W., 129.32 feet to the North right-of-way line of the aforesaid Villemaire Road; thence N.89°25'58"W., 3401.98 feet along said North right-of-way line (also being a line 60.00 feet North of and parallel with the South boundary of the Northwest 1/4 of said Section 32) to the **POINT OF BEGINNING**.

Containing 561.496 acres, more or less.

AND ALSO LESS:

(HARBOR BAY - TRACT "W")

DESCRIPTION: A parcel of land lying in the South 1/2 of Section 32, Township 31 South, Range 19 East, Hillsborough County, Florida and being more particularly described as follows:

BEGINNING at the Northeast corner of the Southwest 1/4 of Section 32, Township 31 South, Range 19 East, run thence S.89°25'58"E., 492.97 feet along the North boundary of the Southeast 1/4 of said Section 32; thence S.00°46'29"W., 836.58 feet to the Westerly right-of-way line of U.S. Highway No. 41 (S.R. No.45); thence S.52°46'06"W., 315.97 feet to along said Westerly right-of-way line to a point of curvature; thence Southwesterly, 388.78 feet along the arc of a curve to the left having a radius of 7211.97 feet and a central angle of 03°05'19" (chord bearing S.51°13'26"W., 388.73 feet) along said Westerly right-of-way line; thence N.89°28'12"W., 1272.63 feet; thence N.00°55'56"E., 1277.53 feet to the North boundary of the Southwest 1/4 of said Section 32; thence S.89°25'58"E., 1324.84 feet along the North boundary of the Southwest 1/4 of said Section 32 to the **POINT OF BEGINNING**.

Containing 50.515 acres, more or less.

ALTOGETHER containing 3488.6 acres, more or less.

AND ALSO LESS THE TWO FOLLOWING DESCRIBED PARCELS:

DICKMAN

DESCRIPTION: Two parcels of land lying in Section 33, Township 31 South, Range 19 East, Hillsborough County, Florida, and being more particularly described as follows:

PARCEL A

From the Southwest corner of said Section 33, run thence along the West boundary of said Section 33, N.00°28'54"E., 94.37 feet; thence S.89°31'06"E., 30.00 feet to a point on the Easterly right-of-way line of 12th STREET N.E., said point also being the **POINT OF BEGINNING**; thence along said Easterly right-of-way line the following four (4) courses: 1) along a line lying 30.00 feet East of and parallel with said West boundary of Section 33, N.00°28'54"E., 2538.91 feet; 2) N.89°25'58"W., 2.26 feet; 3) N.01°10'14"E., 488.02 feet; 4) N.05°28'29"E., 187.04 feet to a point on the Southeasterly right-of-way line of U.S. HIGHWAY NO. 41; thence along said Southeasterly right-of-way line, N.47°17'54"E., 1752.09 feet; thence S.89°17'28"E., 1139.57 feet; thence N.02°05'17"E., 569.99 feet; thence along a line lying 30.00 feet South of and parallel with the North boundary of the aforesaid Section 33 the following two (2) courses: 1) S.89°17'18"E., 523.01 feet; 2) S.89°28'33"E., 1305.33 feet to a point on the Westerly boundary of a Hillsborough County Drainage right-of-way, as recorded in Deed Book 1233, Page 323, Public Records of Hillsborough County, Florida, said point hereinafter referred to as **POINT "A"**; thence along said Westerly boundary the following three (3) courses: 1) SOUTH, 778.92 feet; 2) S.28°37'25"W., 1496.17 feet; 3) S.61°22'35"E., 30.00 feet to a point on the Northwesterly boundary of a Railroad right-of-way for SEABOARD COASTLINE RAILROAD; thence along said Northwesterly boundary S.28°37'25"W., 3315.54 feet to a point on the Northerly right-of-way line of 19th AVENUE; thence along said Northerly right-of-way line the following four (4) courses: 1) N.88°53'27"W., 1144.45 feet to a point of curvature; 2) Westerly, 230.72 feet along the arc of a curve to the left having a radius of 68,799.94 feet and a central angle of 00°11'32" (chord bearing N.88°59'13"W., 230.72 feet); 3) S.00°55'01"W., 5.00 feet to a point on a curve; 4) Westerly, 644.73 feet along the arc of said curve to the left having a radius of 68,794.94 feet and a central angle of 00°32'13" (chord bearing N.89°21'05"W., 644.73 feet) to a point on the aforesaid Easterly right-of-way line of 12th STREET N.E.; thence along said Easterly right-of-way line, N.26°06'22"W., 55.86 feet to the **POINT OF BEGINNING**.

Containing 336.495 acres, more or less.

TOGETHER WITH THE FOLLOWING DESCRIBED PARCEL:

PARCEL B:

From a point previously referred to as **POINT "A"**, run thence N.00°31'27"E., 30.00 feet to a point on the aforesaid Northerly boundary of Section 33; thence along said Northerly boundary the following two (2) courses: 1) S.89°28'33"E., 29.73 feet to the **POINT OF BEGINNING**; 2) continue S.89°28'33"E., 443.30 feet to a point on the aforesaid Northwesterly boundary of the Railroad right-of-way for SEABOARD COASTLINE RAILROAD; thence along said Northwesterly boundary, S.28°37'25"W., 925.33 feet to a point on the Easterly boundary of the aforesaid Hillsborough County Drainage right-of-way; thence along said Easterly boundary, NORTH, 816.30 feet to the **POINT OF BEGINNING**.

Containing 4.153 acres, more or less.

Altogether containing 340.648 acres, more or less.

AND ALSO LESS THE FOLLOWING DESCRIBED PARCEL:

PARCEL C

DESCRIPTION: A portion of the 30 foot wide HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY, as recorded in Deed Book 1233, Page 323, Public Records of Hillsborough County, Florida, lying in Section 33, Township 31 South, Range 19 East, Hillsborough County, Florida, and being more particularly described as follows:

From a point previously referred to as **POINT "A"**, said point also being the **POINT OF BEGINNING**, run thence along the Westerly and Southerly boundaries of said 30 foot wide HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY, the following three (3) courses: 1) SOUTH, 778.92 feet; 2) S.28°37'25"W., 1496.17 feet; 3) S.61°22'35"E., 30.00 feet to a point on the Northwesterly boundary of a Railroad right-of-way for SEABOARD COASTLINE RAILROAD; thence along the Easterly boundary of said 30 foot wide HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY, the following two (2) courses: 1) said Northwesterly boundary of a Railroad right-of-way for SEABOARD COASTLINE RAILROAD, N.28°37'25"E., 1503.83 feet; 2) NORTH, 816.30 feet to a point on the North boundary of the aforesaid Section 33, said point also being the Northeast corner of said 30 foot wide HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY; thence along said North boundary of Section 33, and the North boundary of said 30 foot wide HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY, the following two (2) courses: 1) N.89°28'33"W., 1335.01 feet; 2)

N.89°17'18"W., 522.24 feet; thence S.02°05'17"W., 30.01 feet to a point on the South boundary of said 30 foot wide HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY; thence along said South boundary, lying 30.00 feet South of and parallel with the aforesaid North boundary of Section 33, the following two (2) courses 1) S.89°17'18"E., 523.01 feet; 2) S.89°28'33"E., 1305.33 feet to the POINT OF BEGINNING.

Containing 2.852 acres, more or less.

AND ALSO LESS THE FOLLOWING DESCRIBED PARCEL:

SCHOOL SITE

A Portion of O.R. Book 3993, Pg. 1960

DESCRIPTION: A parcel of land lying in Section 32, Township 31 South, Range 19 East, Hillsborough County, Florida, and being more particularly described as follows:

Commence at the Southwest corner of Section 33, run N.00°29'21"E., along the Westerly boundary of Section 33 a distance of 1484.40 feet to the intersection with the centerline of the Canal for POINT OF BEGINNING. From POINT OF BEGINNING run thence N.64°47'39"W., along centerline of canal a distance of 775.38 feet; thence S.75°11'06"W., a distance of 675.22 feet; thence S.54°49'48"W., a distance of 538.13 feet; thence S.89°39'54"W., a distance of 633.74 feet to a point on the Southeasterly right-of-way boundary of U.S. 41 (State Road 45); thence along a curve concave to the Southeasterly a distance of 152.90 feet with a radius of 7029.98 feet subtended by a chord of 152.90 feet, chord bearing N.52°08'49"E., thence N.52°46'12"E., along Southeasterly right-of-way boundary, a distance of 1787.09 feet to a point of curvature; thence along a curve to the left a distance of 126.72 feet with a radius of 11,591.19 feet subtended by a chord of 126.72 feet, chord bearing N.52°27'24.5"E.; thence S.89°25'52"E., 793.17 feet; thence S.00°29'21"W., 1088.31 feet along the Westerly boundary of Section 33 to the POINT OF BEGINNING.

LESS the Following:

- (a) Right-of-way for 20th Avenue and 12th Street Northwest.
- (b) That part of the North 1/2 of the Southeast 1/4 of Section 32, Township 31 South, Range 19 East, lying East of the public road conveyed to Tallie B. Carter, Sr., et ux, et al, by Deed recorded April 28, 1952 in Deed Book 1680 on Page 311.

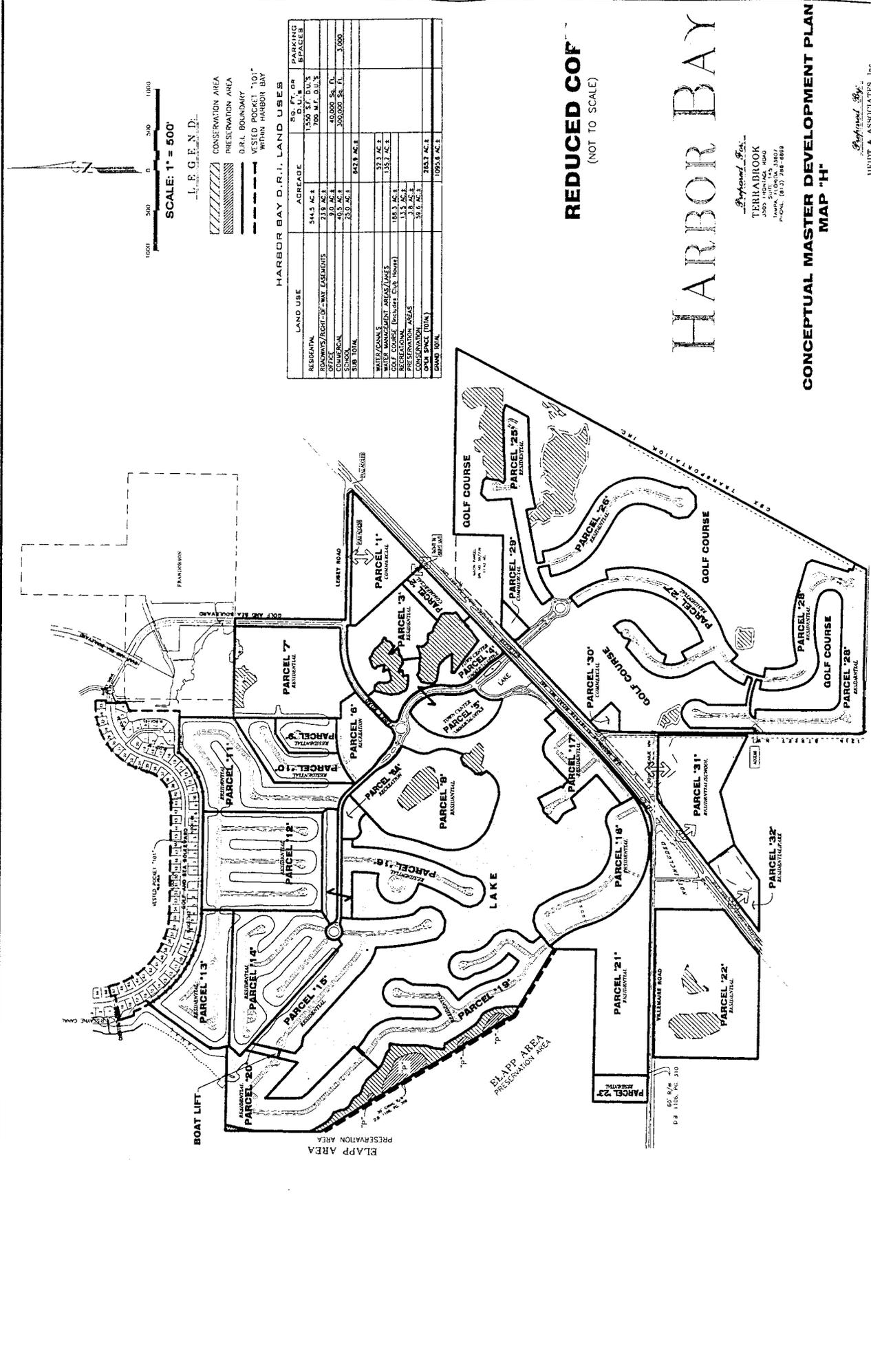
Containing 33.308 acres, more or less.

ALTOGETHER containing 3111.8 acres, more or less.

AGC-AB-001

P:\APOLLO BEACH\APOLLODICKMAN-DRI-REMOVE

VBR	July 22, 1998
VBR	(Revised) September 10, 1998
VBR	(Revised Title) January 19, 1999
VBR	(Revised) June 30, 2000
VBR	(Revised) July 19, 2000
VBR	(Revised) August 23, 2000



HARBOR BAY D.R.I. LAND USES

LAND USE	ADREAGE	50' FT. OR MORE D.U.'S SPACES	PARKING SPACES
RESIDENTIAL	541.9 AC.±	1,350 SF D.U.'S	700
RECREATION/RIGHT-OF-WAY EASEMENTS	21.2 AC.±	0	0
COMMERCIAL	40.3 AC.±	40,000 SF. D.U.	0
SCHOOL	23.0 AC.±	200,000 SF. A.I.	3,000
SUB TOTAL	626.4 AC.±	848.8 AC.±	0
WATER CANALS AND DRAINAGE CANALS	37.3 AC.±	0	0
GOLF COURSE (INCLUDES CLUB HOUSE)	108.7 AC.±	0	0
RESERVATION AREAS	13.3 AC.±	0	0
CONSERVATION AREAS	3.2 AC.±	0	0
OPEN SPACE (TOTAL)	262.5 AC.±	0	0
TOTAL 107.4 AC.±	1007.6 AC.±	0	0

REDUCED COPY
(NOT TO SCALE)

HARBOR BAY

Professional Seal
TERRABROOK
JAMES H. TERRABROOK, INC.
1000 W. 10TH AVENUE, SUITE 100
DENVER, CO 80202
PHONE: (303) 733-1111
FAX: (303) 733-1112

**CONCEPTUAL MASTER DEVELOPMENT PLAN
MAP "H"**



COMPOSITE EXHIBIT "C"

HARBOR BAY D.R.I. LAND USES

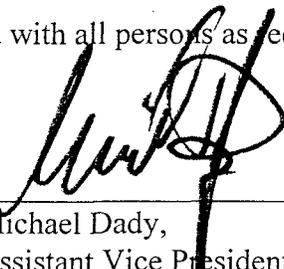
LAND USE	ACREAGE		SQ. FT. OR D.U.'S	PARKING SPACES
RESIDENTIAL	544.5 AC.±		1,550 S.F. D.U.'S	
ROADWAYS/RIGHT-OF-WAY EASEMENTS	23.9 AC.±		700 M.F. D.U.'S	
OFFICE	9.0 AC.±			
COMMERCIAL	40.5 AC.±		40,000 Sq. Ft.	
SCHOOL	25.0 AC.±		300,000 Sq. Ft.	3,000
SUB TOTAL		642.9 AC.±		
WATER/CANALS				
WATER MANAGEMENT AREAS/LAKES		52.3 AC.±		
GOLF COURSE (Includes Club House)		135.2 AC.±		
RECREATIONAL	188.3 AC.±			
PRESERVATION AREAS	13.5 AC.±			
CONSERVATION	3.8 AC.±			
OPEN SPACE (TOTAL)	59.6 AC.±			
GRAND TOTAL		285.2 AC.±		
		1095.8 AC.±		

EXHIBIT D
DEVELOPER CERTIFICATION

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I hereby certify that on this day before me, the undersigned notary public authorized in the State and County named above to administer oaths and take acknowledgments, personally appeared Michael Dady, as Representative for Terrabrook, the applicant of the Notification of Proposed Change to a Previously Approved Development of Regional Impact (DRI) Subsection 380.06(19), Florida Statutes, for the Harbor Bay DRI #241 (previously a portion of Apollo Beach DRI # 209) (NOPC), to me well known, who being by me first duly sworn, says upon oath as stated below:

1. Michael Dady, representing Terrabrook filed the NOPC on July 27, 2000.
2. The Notice of Change was filed with all persons as required by law.



Michael Dady,
Assistant Vice President
Representative for Terrabrook

Sworn to and subscribed before me this 26th day of January 2001, by Michael Dady, as Representative for Terrabrook, and he is personally known to me.

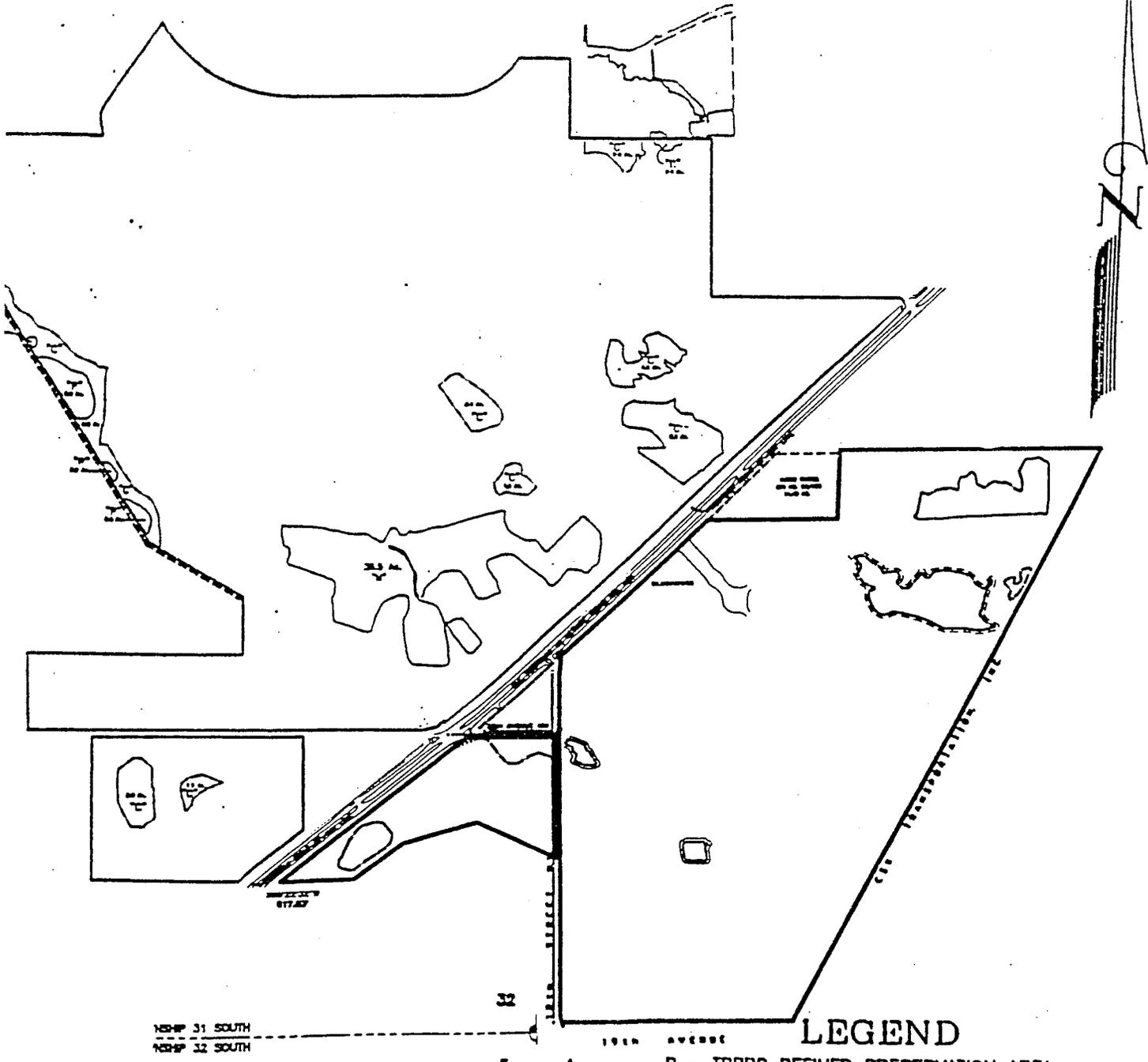


Michelle C Bacelli-Bohach
My Commission CC967938
Expires September 19, 2004



Michelle C. Bacelli-Bohach
Notary Public
My Commission Expires: 9/19/2004

Exhibit "E"



LEGEND

- P - TBRPC DEFINED PRESERVATION AREA
- C - TBRPC DEFINED CONSERVATION AREA
- M - MANMADE EXCAVATED LAKES

HARBOR BAY

Richard E. Co.
SOUTH SHORE PROPERTIES PARTNERS, L.P.
221 N. 1st Street
1910, 1915, 1930
P.O. Box 1000



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

April 22, 1999

TIM BUTTS DRI COORDINATOR
TAMPA BAY REGIONAL PLANNING COUNCIL
9455 KOGER BLVD STE 219
ST PETERSBURG FL 33702

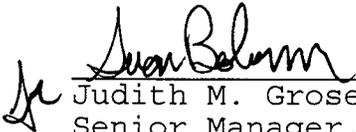
Re: Resolution No. R99-051 - Amending the Development Order for
Apollo Beach (DRI #59) and Adopt New DRI Project known as
Harbor Bay (DRI #241)

Dear Mr. Butts:

Attached is a certified original of referenced resolution, which
was adopted by the Hillsborough County Board of County
Commissioners on March 23, 1999.

We are providing the original for your files.

Sincerely,



Judith M. Grose
Senior Manager, BOCC Records

sb

Attachment

Certified Mail P 220 536 044

cc: Board files (orig.)

J. Thomas Beck, Florida Department of Community Affairs

Jim Shimberg, Jr., Attorney, Holland & Knight

Susan Fernandez, Senior Assistant County Attorney

Kevin Mineer, Principal Planner, Planning & Growth Management

Beth Novak, County Attorney's Office

**DEVELOPMENT ORDER
HARBOR BAY DRI NO. 241**

RESOLUTION NO. R99-051

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, AMENDING THE DEVELOPMENT ORDER (RESOLUTION NO. R97-164) FOR THE APOLLO BEACH DEVELOPMENT OF REGIONAL IMPACT (DRI) ADOPTED BY HILLSBOROUGH COUNTY ON JULY 15, 1997, TO DELETE CERTAIN LANDS FROM THE APOLLO BEACH DRI AND ADOPTING A NEW DEVELOPMENT ORDER FOR A PROJECT KNOWN AS THE HARBOR BAY DRI NO. 241 CONTAINING THOSE LANDS; SETTING FORTH FINDINGS OF FACT, CONCLUSIONS OF LAW AND CONDITIONS OF APPROVAL PURSUANT TO CHAPTER 380, FLORIDA STATUTES; AND ESTABLISHING AN EFFECTIVE DATE HEREOF.

Upon motion by Commissioner Storms, seconded by Commissioner Scott, the following Resolution was adopted by a vote of 5 to 1 Commissioner(s) Frank voting "No."

WHEREAS, on February 21, 1979, Hillsborough County (County) approved a development order for the Apollo Beach Development of Regional Impact (DRI) (DRI #59) pursuant to Chapter 380, Florida Statutes (F.S.); and

WHEREAS, the original development order approved development of Apollo Beach DRI #59 in Phases I-IV, granting specific approval for Phase I and conceptual approval for Phases II-IV; and

WHEREAS, on February 5, 1985, Hillsborough County approved a revised development order, Resolution No. 85-0038, for the Apollo Beach DRI (DRI #59); and

WHEREAS, on April 24, 1990, Hillsborough County approved a development order, Resolution No. 90-0116, for the Apollo Beach DRI Phases II, III, and IV (DRI #209) which granted specific approval for Phases II and III, and conceptual approval for Phase IV; and

WHEREAS, on May 7, 1991, Hillsborough County approved a revised development order, Resolution No. 91-0086, for the Apollo Beach DRI Phases II, III, and IV (DRI #209); and

WHEREAS, on September 21, 1993, Hillsborough County approved a revised development order, Resolution No. 93-00202, for the Apollo Beach DRI Phase I (DRI #59); and

WHEREAS, on July 15, 1997, Hillsborough County approved a "consolidated development order" combining the approval of Apollo Beach DRI #59 and DRI #209, into a single DRI (DRI #59) development order (Resolution No. R97-169) covering all phases of the DRI; and

WHEREAS, Atlantic Gulf Communities Corporation (Atlantic Gulf) is the authorized agent for the owner of certain lands within the DRI, South Shore Properties Partners Ltd., and Atlantic Gulf does not intend to develop the lands within the Apollo Beach DRI it intends to purchase as currently approved under the 1997 consolidated development order; and

WHEREAS, on September 14, 1998, Atlantic Gulf filed a Notification of Proposed Change (Notification) to the Apollo Beach DRI pursuant to Section 380.06(19), F.S., and requested that the County (1) delete approximately 612 acres contained in Phases II and III of the Apollo Beach DRI from that DRI and (2) adopt a separate DRI development order with a revised mixed-use development plan for the lands to be removed from the Apollo Beach DRI and approximately 107 additional acres, all to be included within a new Harbor Bay DRI (formerly known as the Bayside DRI in the Notification), and (3) take appropriate steps after the proposed

DRI bifurcation to amend the existing Apollo Beach DRI development order to reflect the deletion of the lands to be contained within the Harbor Bay DRI; and

WHEREAS, in its Notification, Atlantic Gulf also requested that approximately 107 acres not presently included within the Apollo Beach DRI be added to the constitute part of the new Harbor Bay DRI; and

WHEREAS, after the Notification was filed, Atlantic Gulf renamed the "Bayside DRI" to the "Harbor Bay DRI"; and

WHEREAS, the Hillsborough County Board of County Commissioners gave notice and held a public hearing on March 23, 1999, on the Notification, as required by Section 380.06, F.S., and other regulations, and provided the public and other interested parties an opportunity to be heard and present evidence concerning the proposed Notification.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS 23rd DAY OF MARCH, 1999, THAT THE NOTIFICATION BE APPROVED WITH CONDITIONS, SUBJECT TO THE FOLLOWING FINDINGS OF FACT AND CONCLUSIONS OF LAW:

I. FINDINGS OF FACT

- A. Atlantic Gulf Communities Corp. (Atlantic Gulf), as authorized agent for the owner (South Shore Properties Partners Ltd.) of certain lands within the Apollo Beach DRI, has submitted to Hillsborough County, Florida, a Notification of Proposed Change (Notification) to Resolution No. R97-169, the development order for the Apollo Beach DRI.

- B. The real property that is the subject of the Notification that Atlantic Gulf proposes to delete from the Apollo Beach DRI and place within a new Harbor Bay DRI consists of approximately 612 acres. Approximately 107 additional acres outside the Apollo Beach DRI also will be placed within the new Harbor Bay DRI. The total acreage within the new Harbor Bay DRI is approximately 719 acres. All of these lands are legally described in Composite Exhibit A, incorporated herein by reference.
- C. The Harbor Bay project also includes approximately 45.8 acres in "Pocket 101" that are vested from DRI review under Chapter 380, F.S., and located outside the Harbor Bay DRI, but are included as part of the "Project." This vested land is legally described in Exhibit B.
- D. The DRI master plan for the property to be included within the Harbor Bay DRI and corresponding land use tables are attached hereto as Composite Exhibit C and incorporated herein by reference. This plan also shows the area vested from DRI review.
- E. The changes to the consolidated Apollo Beach DRI (DRI #59) proposed by Atlantic Gulf in its Notification do not constitute a substantial deviation to the development previously approved for that portion of the Apollo Beach DRI or the DRI pursuant to Section 380.06(19), F.S.
- F. Hillsborough County, through its Environmental Lands Acquisition and Protection Program (ELAPP), previously has purchased for preservation two separate areas that were formerly part of the Apollo Beach DRI. These ELAPP parcels were deleted from the DRI pursuant to Resolution No. R97-169.

- C. The proposed changes set forth in the Notification are approved, subject to the terms and conditions of this development order.
- D. The Harbor Bay DRI is consistent with local land development regulations, the adopted Hillsborough County Comprehensive Plan, and the State Comprehensive Plan as a whole.
- E. The Harbor Bay DRI is consistent with the recommendations of agencies that have reviewed the Notification, including those of the TBRPC.
- F. The review by Hillsborough County, the Planning Commission, the TBRPC, the DCA, and other participating agencies and interested citizens indicates that the development order adequately addresses the impacts of the Harbor Bay DRI pursuant to Section 380.06, F. S.

III. GENERAL CONDITIONS

- A. Approximately 612 acres of land currently within the Apollo Beach DRI, are hereby deleted from the Apollo Beach DRI and placed within the new Harbor Bay DRI. Approximately 107 additional acres outside the existing Apollo Beach DRI also will be part of the Harbor Bay DRI. The legal description of the Harbor Bay DRI is contained in Composite Exhibit A and incorporated herein. Conforming amendments to the Apollo Beach DRI development order to delete 612 acres from that DRI and its master plan and make additional conforming changes are contained in a separate resolution amending Resolution No. R97-169, which separate resolution is adopted concurrently with this Resolution.
- B. This resolution shall constitute the development order of Hillsborough County for the Harbor Bay DRI No. 241, formerly a part of the Apollo Beach DRI.

- C. The legal description for the land within the Harbor Bay DRI is set forth in Composite Exhibit A and hereby incorporated into and made a part of this development order by reference.
- D. The development authorized for the Harbor Bay DRI is depicted on the DRI master plan and corresponding land use tables, attached as Composite Exhibit C and incorporated by reference. The Harbor Bay DRI is a single phase project with a full buildout date of December 31, 2008. Since the cumulative extensions of the phasing buildout dates for the Apollo Beach DRI presently exceed seven years, any extension of the 2008 buildout date proposed in the future is presumed to create a substantial deviation pursuant to Subsection 380.06(19)(c), F.S., absent any intervening change in the pertinent statutory provisions.
- E. The terms and conditions of this development order shall control over any inconsistent provisions of Resolution No. R97-169 or the Apollo Beach DRI Applications for Development Approval as to the lands included within the new Harbor Bay DRI, as more specifically described in Composite Exhibit A.
- F. The definitions contained in Chapter 380, F.S., shall govern and apply to this Development Order.
- G. This development order shall be binding upon the owners and developers of land within the Harbor Bay DRI and their successors and assigns, including any entity which may assume any of the responsibilities imposed on them 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 governmental agency.

- H. 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.
- I. Whenever this development order provides for or otherwise necessitates reviews or determinations of any kind subsequent to its issuance, the right to review shall include all directly affected governmental 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 DRIs.
- J. Proposed development activity constituting a substantial deviation from the terms and conditions of this development order as determined by the criteria in Section 380.06(19), F.S., shall result in further DRI review pursuant to Section 380.06, F.S.
- K. The County Administrator of Hillsborough County or the Administrator's designee 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 shall issue a notice of such noncompliance to the developer, or the County Administrator shall

recommend that the Board of County Commissioners establish a hearing to consider such deviations.

L. The developer shall file an annual report for the Harbor Bay DRI in accordance with Section 380.06(18), F.S., and appropriate rules and regulations. The report shall be submitted on Florida Department of Community Affairs Form RPM-BSP-Annual Report-1, 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 at which 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:

1. The information required by the State Land Planning Agency to be included in the Annual Report, which information is described in the Rules and Regulations promulgated by the State Land Planning Agency pursuant to Section 380.06, F.S.; and
2. A description of all development activities proposed to be conducted under the terms of this development order for the year immediately following the submittal of the Annual Report; and

3. A statement setting forth the name(s) and address(es) of any successors or assigns to this Development order; and
 4. A statement describing how the developer has complied with each term and condition of this development order applicable when the Annual Report was prepared.
- M. The provisions of this development order shall not be construed as a waiver of or exception to any applicable 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 laws, rules, regulations and ordinances in effect at the time of the review unless exempted or vested pursuant to law.
- N. This development order shall become effective upon the date of transmittal to the parties specified in Section 380.07(2), F.S. The developer of the Harbor Bay DRI shall record a notice of the adoption of the development order or any subsequent modification in the Hillsborough County public records pursuant to the requirements set forth in Section 380.06(15)(f), F.S. All time frames stipulated herein shall be tolled during any appeal or litigation affecting this development order.
- O. The developer has elected, pursuant to Section 380.06(5)(c), F.S., and to the extent not already exempted, to be bound by the provisions of Chapters 403 and 373, F.S., 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 Section 380.06(5)(c), F.S., 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.

P. Any amendments to the proposed buildout schedule shall be submitted to the County for review and approval, as required by Section 380.06(19), F.S. Any significant departure in project buildout shall be subject to a substantial deviation determination pursuant to Section 380.06(19), F.S.

Q. Residential Boat Slips: Each waterfront residential unit shall be permitted one (1) individual non-commercial boat slip. Such slips shall not require a substantial deviation determination pursuant to Subsection 380.06(19), F.S.

R. This development order shall remain in effect for a period up to and including April 29, 2011. That date shall also be the DRI termination date. No development shall be commenced after expiration of the 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 DCA a minimum of thirty (30) days prior to the expiration date of this development order.

S. This development shall not be subject to downzoning, or intensity reduction prior to April 29, 2011, 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.

- T. This development order shall not prevent the County from requiring the payment of impact fees and/or other fees for development or construction within the area described in this development order when such impact fees and/or other fees are also charged for similar activities within the other incorporated areas of the County. The County shall comply with Section 380.06(16), F.S. (1997).

IV. SPECIFIC CONDITIONS

A. Transportation

1. General Transportation Conditions

- a. Monitoring. Peak-hour traffic counts at the entrances to the Harbor Bay DRI shall be instituted to verify that the projected number of external trips for the Harbor Bay DRI are not being exceeded. Counts shall be performed on an annual basis through build-out of the Harbor Bay DRI and 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 if the annual report indicates that the Harbor Bay DRI trips exceed the directional external volumes provided in the 1998 Notification by more than fifteen percent (15%), Hillsborough County shall conduct a substantial deviation determination pursuant to Section 380.06(19), F.S. The methodology for any new traffic analysis required during the additional

review 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. This methodology shall be reviewed and approved by Hillsborough County, the DCA, the Florida Department of Transportation, and TBRPC.

2. Mitigation

- a. The developer shall add a second westbound left turn lane on U.S. 41 at Big Bend Road when warranted by the FDOT and Hillsborough County, but no later than December 31, 2008 (the DRI buildout date).

B. Historical and Archaeological Sites

1. Any other historical or archaeological resources discovered during development of the Harbor Bay DRI shall be immediately reported to the Florida Department of State, Division of Historical Resources, TBRPC, and Hillsborough County. Treatment of such resources must be completed before resource-disturbing activities are allowed to continue.

C. Wildlife

1. Except as otherwise allowable by this development order or any applicable permit consistent with this development order, site development related activities shall not result in the harming, pursuit or harassment of wildlife species classified as endangered, threatened or a species of special concern by either the state or federal government in contravention of applicable state or federal laws. Should such species be determined to be residing on, or be otherwise significantly dependent

upon the Harbor Bay DRI site, the developer shall cease all activities which might negatively affect that individual or population and immediately notify the Florida Game and Fresh Water Fish Commission and the United States Fish and Wildlife Service. The developer shall provide proper protection, to the satisfaction of all agencies with jurisdiction, in accordance with Rule 9J-2.041, F.A.C.

"Harming" and "harassment" as used in this recommendation shall be defined in the same manner as "harm" and "harass" respectively are defined in 50 CFR Section 17.3.

2. Prior to removal of an earthen plug at the former location of a boat lift in Pocket 108 in the Apollo Beach DRI, the developer shall provide for the following:
 - a. Limited speed zones and motor boat prohibition zones consistent with the Florida Department of Environmental Protection's letter of March 16, 1999, for this project, shall be reviewed and approved by the Bureau of Protected Species Management and shall be established and posted. A copy of this letter is attached as Exhibit F and incorporated by reference.
 - b. Seagrass informational markers shall be in place and maintained in perpetuity.
 - c. The navigational channel shall be re-marked and maintained.
 - d. Initial establishment of a buoy marker system for the speed zones described above shall be accomplished and Atlantic Gulf Communities agrees to assist in maintenance of the system in perpetuity.
 - e. An educational program, reviewed and approved by the Bureau of Protected Species Management, shall be implemented and maintained in perpetuity.

- f. Marketing materials will reflect the limited access from the lagoon system.
- g. A declaration shall be recorded which states:

“Lots located on the lagoon shall have access to the canal system and ultimately to Tampa Bay only through a single boatlift or other mechanical means but shall never have a direct connection to the canal system and to Tampa Bay. This restrictive covenant shall run with the land and shall bind all future owners of these lots in perpetuity.”
- h. Limitation of the total number of individual docks in the Harbor Bay DRI to 675, of which no more than 300 individual docks shall be in the “Lake” shown on the DRI Master Plan (Composite Exhibit C).
- i. Issuance of all required environmental approvals and permits.

D. Public Facilities

1. Wastewater

- a. Hillsborough County shall provide, operate and maintain wastewater treatment service and disposal capacity for the Harbor Bay DRI.
- b. The Harbor Bay DRI shall implement a wastewater reuse system within the Harbor Bay DRI to provide for the non-potable water needs of the project when feasible or when required by Hillsborough County ordinance, whichever comes first. The developer shall submit plans for a wastewater reuse system within two (2) years of notification by Hillsborough County that such an ordinance is in effect.

- c. Prior to dedication to the County, sewer lines provided by the developer of the Harbor Bay DRI shall be initially tested for leaks and ruptures by the developer. Faulty lines shall be replaced by the developer prior to acceptance by the County. Subsequent to the acceptance of sewer lines and the expiration of any warranties, the County shall replace faulty lines as they occur as quickly as possible.
- d. The disposal into the sewer system of non-domestic hazardous wastes, as defined by applicable regulations, shall be prohibited.

2. Water Supply

- a. Accompanying the year 2000 annual report, the developer of the Harbor Bay DRI shall submit a plan to Hillsborough County and TBRPC for use of non-potable water for irrigation and the encouragement of water conservation measures in project development.
- b. Watersaving devices shall be required in the project as mandated by the Florida Water Conservation Act (Section 553.14, F.S.) and native vegetation shall be used in landscaping to the greatest extent feasible. In addition, the water conservation measures such as xeriscaping shall be encouraged.
- c. The developer shall encourage the use of the lowest quality water reasonably available and suitable for a given purpose in order to reduce the unnecessary use of potable water.

- d. Adequate fire flow and pressure shall be maintained shall be maintained within Harbor Bay DRI.
- e. Planning and development of this project shall conform to, and further, the rules and guidelines adopted by the Southwest Florida Water Management District for the Eastern Tampa Bay Water Use Caution Area.

E. Drainage and Flood Control

1. The stormwater management systems shall be designed, constructed, and maintained to meet or exceed Chapter 40D-4, Florida Administrative Code (F.A.C.), unless specifically exempted by Southwest Florida Water Management District (SWFWMD). The systems shall be designed, constructed, and maintained to meet or exceed Chapter 17-25, F.A.C. Treatment shall be provided by biological filtration, wherever feasible.
2. The stormwater management system for the development shall be designed, constructed, and maintained, at a minimum, to meet the requirements of the Hillsborough County Stormwater Management Technical Manual. The design criteria to be used are those in effect at the time of construction plan submittal for a particular phase of the development. In addition, the stormwater management system shall provide retention of the first one-inch of runoff generated from the site, unless this requirement is proven by the developer to be unnecessary for groundwater recharge and surface water quality protection purposes.
3. Prior to construction plan approval and the issuance of any permits, the master plan for each proposed drainage sub-basin in the Harbor Bay DRI shall be submitted to

the Hillsborough County Environmental Protection Commission (EPC) for review, to Hillsborough County for approval, and to the Southwest Florida Water Management District, to the extent applicable, for approval. This plan shall address, but not be limited to, control of on-site stormwater, maintenance of water quality, wetlands to be preserved, proposed wetland alterations, mitigation for lost wetlands, maintenance of hydroperiods and methods for wetlands restoration/enhancement. All on-site wetlands within the Harbor Bay DRI defined as preservation or conservation areas by policies 10.1.2 and 10.3.1 Tampa Bay Comprehensive Regional Policy Plan as shown in Exhibit E, except those existing lakes which are man-made, shall be delineated as such in the Master Stormwater Management Plan. No development shall occur in wetlands shown as preservation areas on Exhibit E. Any development that is proposed in wetlands shown as conservation areas on Exhibit E shall be in compliance with the environmental permitting requirements of agencies with jurisdiction and applicable requirements of Section 380.06(19), F.S.

4. Best Management Practices for reducing water quality impacts, as recommended by Hillsborough County and SWFWMD, shall be implemented and shall include a street cleaning program for parking and roadway areas within the development.
5. In order to protect water quality in the Wolf Creek watersheds and Tampa Bay, there shall be no degradation of water quality exiting the site at the point of discharge of any stormwater facility below the standards set forth in Chapter 40D-4, FAC. The developers of the Harbor Bay DRI shall provide for surface water

quality monitoring program mutually acceptable to SWFWMD and Hillsborough County EPC to be instituted before construction commences and to continue through buildout of the Harbor Bay DRI.

- (a) Sampling locations and parameters shall be determined by Hillsborough County, with review and comment by SWFWMD in accordance with permit conditions and TBRPC.
 - (b) All water quality analytical methods and procedures shall be thoroughly documented and shall comply with SWFWMD Quality Control Standards and Requirements.
 - (c) The monitoring results shall be submitted to Hillsborough County and SWFWMD. Should the monitoring indicate that applicable state water quality standards are not being met, the violation shall be reported to Hillsborough County and SWFWMD immediately. If there is evidence that the developer is responsible for the violation, construction within the subbasin(s) where the violation is noted may be stopped until the violation is corrected.
6. The developer shall be responsible for the operation and maintenance of the onsite stormwater management facilities unless otherwise required or approved by the County.
7. No fill shall be allowed in the 100-year freshwater riverine floodplain without equal flood plain storage value compensation within the stormwater management

system. Also, in order to mitigate potential property damage from flooding, all elevations for habitable structures shall be at or above the 100-year flood level.

8. The Harbor Bay Project shall be required to utilize revetment structures on all lots fronting on a canal or waterway. To that end, the developer is authorized and required to build retaining walls at the rear lot lines of any lots abutting internal waterways within the Harbor Bay DRI and within Pocket 101.
9. All necessary drainage and associated access easements shall be conveyed by the developer to the County as required, in accordance with County policies existing at the time of construction plan submittal. All easement documents shall be fully executed and recorded prior to, or concurrent with issuance of certificates of occupancy or plat approval, whichever is applicable for the particular parcel.

F. Hurricane Preparedness

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

2. Upon issuance of this first certificate of occupancy, the developer shall satisfy hurricane mitigation requirements for the entire Harbor Bay project specified by local officials by providing a 100 amp, three-phase, 480-volt portable emergency electrical generator for use at the East Bay High School.
3. All deeds for sale of land and/or structures within the Harbor Bay DRI located within Evacuation Zones A-C shall be accompanied by a hazard disclosure statement generally describing the properties' relative probability of damage from hurricane surge.
4. Project development within the Harbor Bay DRI remainder shall be consistent with TBRPC policies with regard to the siting of new institutions such as hospitals, nursing homes and adult congregate living facilities in evacuation levels A or B.

G. Community Development District. If a Community Development District is established by the developer pursuant to Chapter 190, F.S., it may finance, fund, plan, establish, acquire, construct or reconstruct, enlarge or extend, equip, operate and maintain projects, systems and facilities for the purposes set forth in Chapter 190, F.S. (1997). Hillsborough County expressly approves and consents to the construction or funding by the District of all such projects within or without the boundaries of the District required by this development order or necessary to serve the development approved by this development order. In addition, if a Community Development District is established, the County approves and expressly requires the construction and/or funding by the District of revetment structures, retaining walls or similar seawalls within the DRI and within the "Pocket 101" lands that are not subject to DRI review but are part of the Harbor Bay

project. If the developer is required by this development order to provide, pay for or otherwise cause to be provided infrastructure, projects, systems or facilities set forth in Chapter 190, F.S., including without limitations those in Section 190.012(1) and (2), F.S. (1997), then it is intended that the Community Development District independently may satisfy such obligations and Hillsborough County consents to the District's role. To the extent any such obligation under this development order is met or performed by the District, then the developer shall no longer be subject to the obligation. Nothing in this Section shall be construed as approval of or consent by the County to the establishment of a Community Development District (CDD) by the developer pursuant to Chapter 190, F.S., and the County expressly maintains all rights available to it pursuant to Chapter 190, F.S., related to the proposed establishment of a CDD by the developer.

H. Developer Commitments, Effective Date, Rendition

1. Developer Commitments. The commitments of the developer of the Harbor Bay DRI are set forth in this development order and they supersede any development order conditions, express or implied, for Apollo Beach DRI #59 and DRI//209, except as provided hereto.
2. Effective Date. The effective date of this development order shall be the date of its transmittal by the clerk of the Board of County Commissioners. This Resolution, complete with all exhibits hereto, shall be transmitted within ten (10) days of its adoption, a certified copy of by the Ex-Officio Clerk of the Board of County Commissioners by certified mail to the DCA, TBRPC, the developer's representative and other recipients specified by statute or rules.

3. Date Rendered. This development order shall be deemed rendered as of the postmark date of the transmittal of copies hereof to DCA, TBRPC and the developer.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk for 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 March 23, 1999 as same appears of record in Minute Book of the Public Records of Hillsborough County, Florida,

WITNESS my hand and official seal this 16 day of April, 1999.

ATTEST: RICHARD AKE, CLERK

By: *Janet Belman*
Deputy Clerk



APPROVED BY COUNTY ATTORNEY

BY *[Signature]*

Approved As To Form And
Legal Sufficiency.

EXHIBIT LIST

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Composite Exhibit A	DRI legal description
Exhibit B	Pocket 101 legal description
Composite Exhibit C	DRI master plan and land use table
Exhibit D	Developer's certification
Exhibit E	Preservation area map
Exhibit F	Letter from DEP, March 16, 1999, regarding manatee conditions

HARBOR BAY
D.R.I.

TRACT "V"

DESCRIPTION: A parcel of land lying in Sections 28, 29, 32 and 33, Township 31 South, Range 19 East, Hillsborough County, Florida and being more particularly described as follows;

From the Southwest corner of the Northwest 1/4 of Section 32, Township 31 South, Range 19 East, run thence N.00°53'55"E., 60.00 feet along the West boundary of the Northwest 1/4 of said Section 32; thence S.89°25'58"E., 780.75 feet along the North right-of-way line of Villemaire Road (also being a line 60.00 feet North of and parallel with the South boundary of the Northwest 1/4 of said Section 32) to the POINT OF BEGINNING; thence along the Easterly boundary of property deeded to Hillsborough County and recorded in Official Records Book 7073, Page 320, Public Records of Hillsborough County, Florida the following two (2) courses: 1) N.00°36'25"E., 668.30 feet; 2) S.89°16'25"E., 1860.63 feet to the Westerly maintained right-of-way line of Leisey Road; thence N.00°55'35"E., 514.13 feet along said Westerly maintained right-of-way line to the North boundary of a 30 foot wide Drainage Canal as recorded in Deed Book 1106, Page 308, Public Records of Hillsborough County, Florida; thence N.59°07'43"W., 937.77 feet along said Drainage Canal; thence N.31°17'43"W., 2730.60 feet along said Drainage Canal to the West boundary of the aforesaid Section 29; thence N.00°28'03"E., 1168.22 feet along said West boundary to the Northwest corner of the Southwest 1/4 of said Section 29; thence S.89°17'14"E., 1026.94 feet along the North boundary of the Southwest 1/4 of said Section 29 to the centerline of a drainage canal; thence along the centerline of said canal the following fourteen (14) courses: 1) N.12°57'40"W., 112.26 feet; 2) N.00°11'29"W., 77.99 feet; 3) N.26°34'39"E., 26.86 feet; 4) N.28°19'33"E., 51.78 feet; 5) N.35°31'21"E., 99.07 feet; 6) N.36°11'35"E., 79.11 feet; 7) N.36°16'26"E., 89.95 feet; 8) N.36°29'54"E., 92.87 feet; 9) N.37°43'25"E., 72.46 feet; 10) N.36°45'54"E., 83.83 feet; 11) N.36°54'42"E., 74.67 feet; 12) N.34°31'46"E., 77.69 feet; 13) N.38°01'31"E., 79.67 feet; 14) N.38°17'39"E., 111.88 feet to a point on the curved Southerly boundary of Biscayne Canal according to the plat of APOLLO BEACH - UNIT SIX, as recorded in Plat Book 37, Page 88, Public Records of Hillsborough County, Florida; thence along the Southerly boundary of said Apollo Beach Unit Six, the following four (4) courses: 1) Southeasterly, 1328.34 feet along the arc of a curve to the left having a radius of 1305.00 feet and a central angle of 58°19'14" (chord bearing S.60°18'45"E., 1271.74 feet) to a point of tangency; 2) S.89°28'22"E., 1374.19 feet to a point of curvature; 3) Northeasterly, 723.06 feet along the arc of a curve to the left having a radius of 788.28 feet and a central angle of 52°33'18" (chord bearing N.64°14'59"E., 697.97 feet); 4)

S.89°22'53"E., 442.25 feet; thence S.00°49'48"W., 653.98 feet to the South boundary of the Northeast 1/4 of said Section 29; thence S.89°17'14"E., 190.17 feet along said South boundary of the Northeast 1/4 of Section 29, to the Northwest corner of the Southwest 1/4 of the aforesaid Section 28; thence S.89°22'16"E., 1051.33 feet along the North boundary of Tract 62, RUSKIN TOMATO FARMS, according to the plat thereof as recorded in Plat Book 27, Page 110, Public Records of Hillsborough County, Florida; thence S.00°53'15"W., 1354.39 feet along the West boundary of the East 269.17 feet of said Tract 62 and a Southerly projection thereof to the South right-of-way line of Leisey Road (North boundary of Tract 71 of said RUSKIN TOMATO FARMS); thence S.89°19'05"E., 1562.31 feet along said South right-of-way line (North boundary of Tracts 71 and 72 of said RUSKIN TOMATO FARMS) to the intersection right-of-way for Leisey Road with U.S. Highway No. 41 (S.R. 45); thence S.41°51'46"E., 65.34 feet along said intersection right-of-way line; thence along the Westerly right-of-way line of said U.S. Highway No.41 the following six (6) courses: 1) S.47°13'56"W., 349.59 feet; 2) S.47°17'54"W., 4033.93 feet to a point of curvature; 3) Southwesterly, 990.76 feet along the arc of a curve to the right having a radius of 11409.16 feet and a central angle of 04°58'32" (chord bearing S.49°47'10"W., 990.45 feet); 4) N.37°43'34"W., 18.00 feet to a point on a curve; 5) Southwesterly, 81.61 feet along the arc of said curve to the right having a radius of 11391.16 feet and a central angle of 00°24'38" (chord bearing S.52°28'44"W., 81.61 feet); 6) S.77°22'04"W., 129.32 feet to the North right-of-way line of the aforesaid Villamaire Road; thence N.89°25'58"W., 3401.98 feet along said North right-of-way line (also being a line 60.00 feet North of and parallel with the South boundary of the Northwest 1/4 of said Section 32) to the **POINT OF BEGINNING**.

Containing 668.298 acres, more or less.

TOGETHER WITH THE FOLLOWING:

TRACT "W"

DESCRIPTION: A parcel of land lying in the South 1/2 of Section 32, Township 31 South, Range 19 East, Hillsborough County, Florida and being more particularly described as follows:

BEGINNING at the Northeast corner of the Southwest 1/4 of Section 32, Township 31 South, Range 19 East, run thence S.89°25'58"E., 492.97 feet along the North boundary of the Southeast 1/4 of said Section 32; thence S.00°46'29"W., 836.58 feet to the Westerly right-of-way line of U.S. Highway No. 41 (S.R. No.45); thence S.52°46'06"W., 315.97 feet to along said Westerly right-of-way line to a point of curvature; thence Southwesterly, 388.78 feet along the arc of a curve to the left having a radius of 7211.97

feet and a central angle of $03^{\circ}05'19''$ (chord bearing $S.51^{\circ}13'26''W.$, 388.73 feet) along said Westerly right-of-way line; thence $N.89^{\circ}28'12''W.$, 1272.63 feet; thence $N.00^{\circ}55'56''E.$, 1277.53 feet to the North boundary of the Southwest 1/4 of said Section 32; thence $S.89^{\circ}25'58''E.$, 1324.84 feet along the North boundary of the Southwest 1/4 of said Section 32 to the POINT OF BEGINNING.

Containing 50.515 acres, more or less.
ALTOGETHER containing 718.813 acres, more or less.

AGC-AB-001

P:\APOLLO BEACH\APOLLO-DRI-NEW

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July 21, 1998

VBR

July 23, 1988

VBR

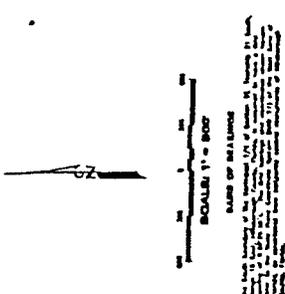
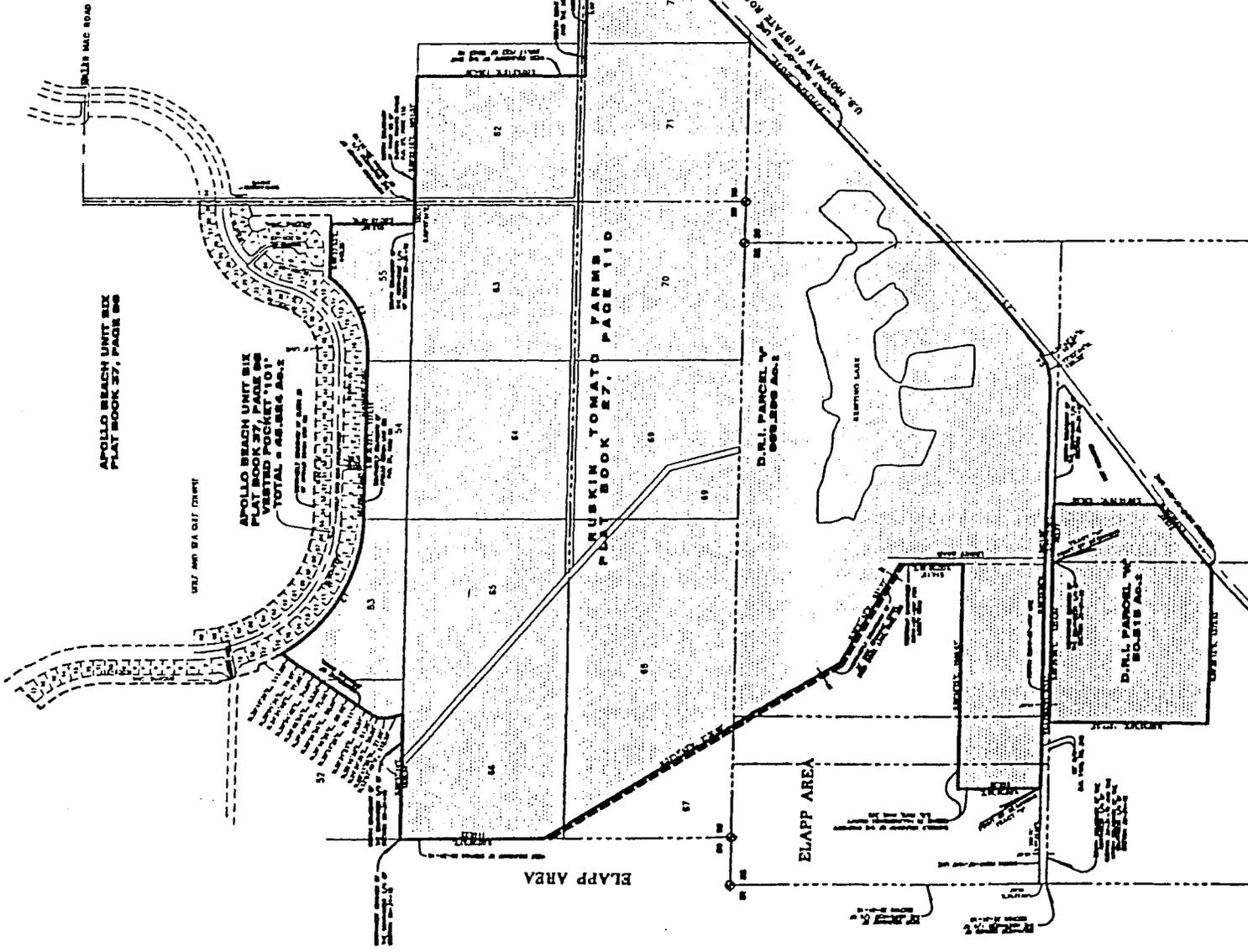
(Revised) August 29, 1998

VBR

(Revised Title) January 19, 1999

CONVEYANCE DATA TABLE

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PLAT V

HARBOR BAY D.R.I.

THIS PLAT IS A PART OF THE SURVEY OF THE HARBOR BAY DISTRICT, AND IS SUBJECT TO THE PROVISIONS OF THE DISTRICT ACTS AND THE DISTRICT REGULATIONS. THE DISTRICT ENGINEER HAS EXAMINED THE ORIGINAL SURVEY RECORDS AND THE PLAT, AND IS SATISFIED THAT THE SAME ACCURATELY REPRESENT THE SURVEY AS MADE BY THE SURVEYOR. THE DISTRICT ENGINEER'S OFFICE IS AT THE DISTRICT OFFICE, WASHINGTON, D.C.

HARBOR BAY D.R.I.

DESCRIPTION SKETCH (Not a Survey)

DATE: _____

BY: _____

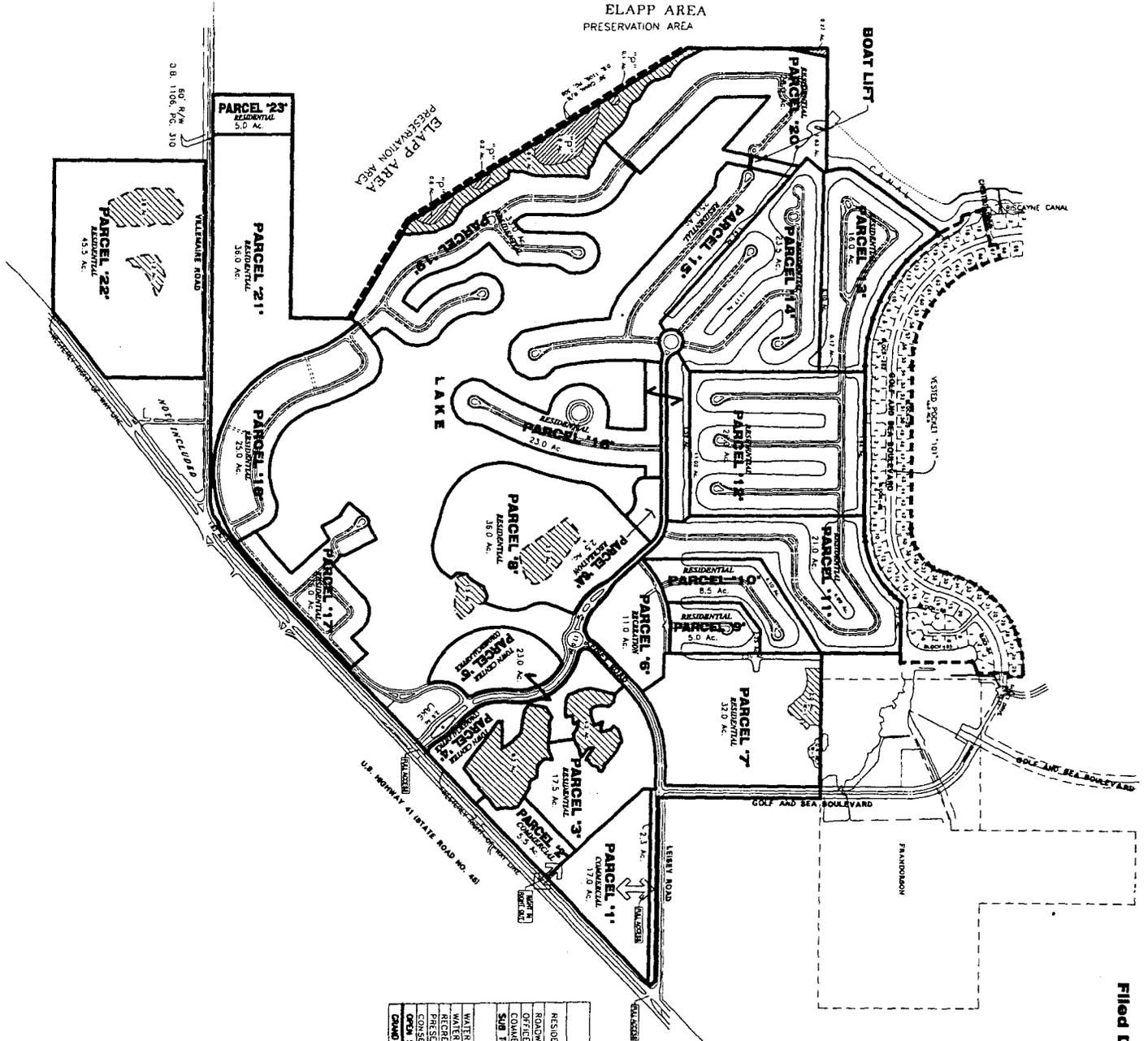
FOR: _____

THAT PORTION OF APOLLO BEACH POCKET 101 VESTED
BY THE DEPARTMENT OF COMMUNITY AFFAIRS LETTER
DATED: JUNE 12, 1998

DESCRIPTION : ALL of Lots 25 through 40 inclusive, Block 39, Lots 41 through 67 inclusive, Block 39, Lots 1 through 4 inclusive, Block 64, Lots 1 through 9 inclusive, Block 65, Lots 1 through 20 inclusive, Block 66 and Lots 1 through 19 inclusive, Block 202, All of Hudson Court, Royal Palm Boulevard and the 15' Lane between Lots 40 and Lot 41, Block 39, of APOLLO BEACH UNIT SIX as recorded in Plat Book 37, Page 88 of the Public Records of Hillsborough County, Florida, Together with that portion of Canals lying adjacent to said Lots within the boundaries of said APOLLO BEACH UNIT SIX, LESS the East 30.00 feet of said Lot 4, Block 64, Together with that part of Golf and Sea boulevard lying West of the Westerly boundary of the East 30.00 feet of said Lot 4, Block 64, and Southerly of the South right-of-way line of Chestnut Drive, of said APOLLO BEACH UNIT SIX, and being more particularly described as follows:

BEGINNING at the Northeasterly corner of said Lot 67, Block 39, run thence S.78°24'38"W., 125.00 feet to a point on a curve on the Northerly right-of-way line of Golf and Sea Boulevard, said point also being the Westerly boundary of said Lot 67, Block 39; thence along said Northerly right-of-way line, Southerly, 53.45 feet along the arc of a curve to the left having a radius of 1040.00 feet and a central angle of 02°56'41" (chord bearing S.13°03'42"E., 53.44 feet); thence S.77°07'08"W., 221.90 feet along the aforesaid South right-of-way line of Chestnut Drive and the Easterly extension thereof to a point of curvature; thence Westerly, 71.23 feet along the arc of a curve to the right having a radius of 304.38 feet and a central angle of 13°24'30" (chord bearing S.83°49'23"W., 71.07 feet) along said South right-of-way line to a point of tangency; thence N.89°28'22"W., 18.00 feet along said South right-of-way line, to a point on the Southerly boundary of the aforesaid APOLLO BEACH UNIT SIX; thence along said Southerly boundary the following nine (9) courses: 1) S.17°28'22"E., 184.01 feet; 2) S.89°28'22"E., 48.52 feet to a point on a curve; 3) Southeasterly, 1531.35 feet along the arc of a curve to the left having a radius of 1305.00 feet and a central angle of 67°14'01" (chord bearing S.55°51'21"E., 1444.99 feet) to a point of tangency; 4) S.89°28'22"E., 1374.19 feet to a point of curvature; 5) Northeasterly, 723.06 feet along the arc of a curve to the left having a radius of 788.28 feet and a central angle of 52°33'18" (chord bearing N.64°14'59"E., 697.97 feet); 6) S.89°22'53"E., 519.05 feet; 7) N.00°37'07"E., 587.83 feet to a point of curvature; 8) Northerly, 17.70 feet along the arc of a curve to the left having a radius of 50.00 feet and a central angle of 20°16'51" (chord bearing N.09°31'18"W., 17.61 feet); 9) N.70°20'16"E., 104.59 feet; thence N.00°37'07"E.,

Filed December 16, 1998



- LEGEND:**
- CONSERVATION AREA
 - PRESERVATION AREA
 - D.R.I. BOUNDARY
 - VESTIED POCKET "101" WITHIN HARBOR BAY

HARBOR BAY D.R.I. LAND USES

LAND USE	ACREAGE	SQ. FT. OR O.U.'S	PARKING SPACES
RESIDENTIAL	426.6 AC. ±	1,030 SF 70.0'S	
ROADWAYS/RIGHT-OF-WAY EASEMENTS	211.1 AC. ±	780 W.F. 0.0'S	
OFFICE	9.0 AC. ±	40,000 SQ. FT.	
COMMERCIAL	38.5 AC. ±	280,000 SQ. FT.	2,500
SUB TOTAL	495.2 AC. ±		
WATER/CANALS	37.2 AC. ±		
WATER MANAGEMENT AREAS/PARKS	11.5 AC. ±		
RESERVATION AREAS	120.2 AC. ±		
CONSERVATION AND GREEN SPACE	23.8 AC. ±		
GRAND TOTAL	718.4 AC. ±		

HARBOR BAY

SOUTH SHORE PROPERTIES PARTNERS, L.T.D.

CONCEPTUAL MASTER DEVELOPMENT PLAN MAP "H"

COMPOSITE EXHIBIT "C"

Atlantic Gulf
 60 W. UNIVERSITY BLVD.
 TAMPA, FLORIDA 33606
 Phone: (813) 972-2705

HEURT & ASSOCIATES, INC.
 1000 W. GORHAM ST.
 TAMPA, FLORIDA 33606
 Phone: (813) 972-2705

HARBOR BAY D.R.I. LAND USES

LAND USE	ACREAGE		SQ. FT. OR D.U.'S	PARKING SPACES
RESIDENTIAL	428.6 AC.±		1,050 S.F. D.U.'S 700 M.F. D.U.'S	
ROADWAYS/RIGHT-OF-WAY EASEMENTS	21.1 AC.±			
OFFICE	9.0 AC.±		40,000 Sq. Ft.	
COMMERCIAL	36.5 AC.±		260,000 Sq. Ft.	2,500
SUB TOTAL		495.2 AC.±		
WATER/CANALS				
WATER MANAGEMENT AREAS/LAKES		52.3 AC.±		
RECREATIONAL		120.2 AC.±		
PRESERVATION AREAS	13.5 AC.±			
CONSERVATION AND OPEN SPACE	3.8 AC.±			
OPEN SPACE (TOTAL)	33.8 AC.±			
GRAND TOTAL		718.8 AC.±		

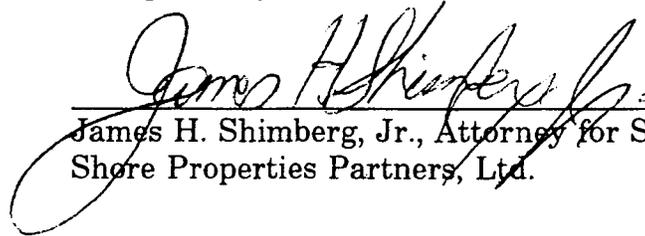
AFFIDAVIT

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I hereby certify that on this day before me, the undersigned notary public authorized in this State and County named above to administer oaths and take acknowledgments, personally appeared James H. Shimberg, Jr., as attorney for South Shore Properties Partners, Ltd., the applicant for the Apollo Beach Notice of Proposed Change, who being by me first duly sworn, says upon oath as stated below:

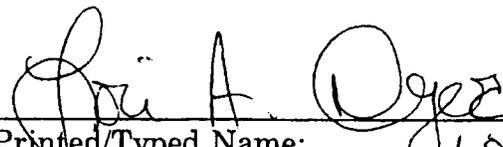
1. South Shore Properties Partners, Ltd. filed its Notice of Proposed Change ("NOPC") for the Apollo Beach DRI on September 16, 1998. This NOPC included the request to bifurcate the Harbor Bay property from the Apollo Beach DRI property and create the Harbor Bay DRI.

2. The aforementioned application was filed with Hillsborough County, the State of Florida Department of Community Affairs ("DCA"), and the Tampa Bay Regional Planning Council ("TBRPC") as required by law.


James H. Shimberg, Jr., Attorney for South
Shore Properties Partners, Ltd.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 6th day of April, 1999, by James H. Shimberg, Jr. who is personally known to me and did not take an oath.

 (SEAL)
Printed/Typed Name: Lori A. Dyer
Notary Public-State of Florida
Commission Number:



Lori A. Dyer
MY COMMISSION # CC618678 EXPIRES
February 9, 2001
BONDED THRU TROY FARM INSURANCE, INC.

TPA3-635386



Department of Environmental Protection

Jeb Bush
Governor

Marjory Stoneman Douglas Building
3900 Commonwealth Boulevard
Tallahassee, Florida 32399-3000

David B. Struhs
Secretary

March 16, 1999

Michael Dady
Atlantic Gulf Communities
2601 South Bayshore Drive
Miami, Florida 33133-5461

SUBJECT: Apollo Beach/Harbor Bay Projects (aka Bayside, South Shore Properties; Atlantic Gulf Communities); SWFWMD File No. 4918838.01; February 17, 1999 correspondence and March 2, 1999 facsimile

Dear Mr. Dady:

Thank you for sending the additional information in response to our manatee impact review comments dated February 1, 1999. Based upon the conditions discussed with Mr. Kirby Green, with some modifications, we have no further objections. Our recommendation is that the Development Order language should specifically require the following measures before the plug is removed:

1. Limited speed zones (as described on page two of this letter), reviewed and approved by the Bureau of Protected Species Management, should be established and posted;
2. Seagrass informational markers should be in place and maintained in perpetuity;
3. The navigational channel should be re-marked and maintained;
4. Initial establishment of a buoy marker system for the speed zones should be accomplished and Atlantic Gulf Communities agrees to assist in their maintenance in perpetuity;
5. An educational program, reviewed and approved by the Bureau of Protected Species Management, should be implemented and maintained in perpetuity;
6. Marketing materials will reflect the limited access from the lagoon system; and
7. A declaration shall be recorded which states:

"Lots located on the lagoon shall have access to the canal system and ultimately to Tampa Bay only through a single boatlift or other mechanical means but shall never have a direct connection to the canal system and to Tampa Bay. This restrictive covenant shall run with the land and shall bind all future owners of these lots in perpetuity."

"Protect, Conserve and Manage Florida's Environment and Natural Resources"

Michael Dady
March 16, 1999
Page 2

Removal of the plug would allow for easier ingress and egress of boats from potentially 400 docks in the existing canal system. This easier access to Tampa Bay would increase the amount of daily boat traffic from this system as compared to a boatlift at the plug. It is also probable that easier Bay access will make the single-family lots more marketable, which in turn may speed up the introduction of boats into this area. Adequate speed zones are expected to offset the increased amount of daily boat traffic as well as the faster introduction of boats into this system as a result of plug removal.

We support additional manatee protection zones along the shoreline of Tampa Bay, particularly around Simmons Park and the Little Manatee River. These zones, however, should be established specifically for manatee protection and should be done comprehensively throughout the Bay. A more limited speed zone to address the specific areas where boats from the existing canal system and manatees will most likely interact is more appropriate as mitigation for your project. You have suggested a permanent slow speed zone in the vicinity of the project with a seasonal 25-mph channel. This suggestion is similar to the recommendations made by the Manatee Protection Strategies Task Force in June 1998. The recommendations by the Task Force were made without the knowledge of this impending development.

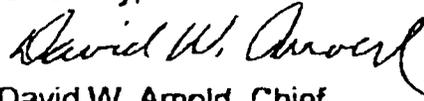
We would like to modify your proposal. An appropriate limited zone would be slow speed within all waters of Harbor Bay and the Apollo Beach DRI area, including all inland waters to the same contour line designated in your proposal and inclusive of all areas boaters may traverse to access the Bay from your project. An appropriate southwest-northeastern boundary would be from the vicinity of Wolf Branch to the speed zone at the power plant discharge. We agree with your assessment that boat traffic using Wolf Branch would harm state-submerged lands and valuable marine resources. Accordingly, we would recommend that the waters of Wolf Branch, and the breach from the canal system into this creek, be designated as Motorboats Prohibited. Appropriate posting of such a zone would be determined during the rulemaking process. The buoys marking the zone, the navigational markers and seagrass informational markers must be maintained in perpetuity. We believe it is your responsibility to assist in finding the appropriate entity to maintain these buoys and markers.

Some of these measures are beyond your immediate control. The authorities that can produce manatee protection speed zones by rule or ordinance are federal, state or local governmental entities. However, you can assist the appropriate entity in the coordination, development, establishment and marking of the zone. We believe the appropriate entity for this type of mitigation would be the County, since our Bureau's rulemaking priorities are large areas where manatee protection is required, rather than limited areas

Michael Dady
March 16, 1999
Page 3

identified as mitigation for specific developments. Please do not hesitate to call me or Kipp Frohlich of my staff at (850) 922-4330 if you have any questions.

Sincerely,



David W. Arnold, Chief
Bureau of Protected Species Management

DWA/mpd

cc: Tim Butts, RPC
Kirby Green, DEP
F. Jackson Moore, P.E. - Tampa Regulation Department, SWFWMD
Karen Gruenhagen, SWFWMD
Mike Nowicki, District Engineer U.S. Army Corps of Engineers, Jacksonville
Kevin Mineer, Hillsborough County
Thomas H. Fraser, W. Dexter Bender & Associates, Inc.
Darrin Taylor, DCA
Drew E. Sanders, Biological Research Associates
Brian Pridgen, USFWS-Tampa
Andreas Mager, Jr., NMFS
William L. Cox, EPA

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