

#243



PASCO COUNTY, FLORIDA

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CERTIFIED MAIL NO. 7005 3110 0000 9349 3872
RETURN RECEIPT REQUESTED

January 5, 2011

Mr. John Meyer
DRI Coordinator
Tampa Bay Regional Planning Council
4000 Gateway Centre Blvd., S-100
Pinellas Park, FL 33782

RE: Mitchell Ranch Plaza Development of Regional Impact (#243)
Amended, Consolidated, and Restated Development Order

Dear Mr. Meyer:

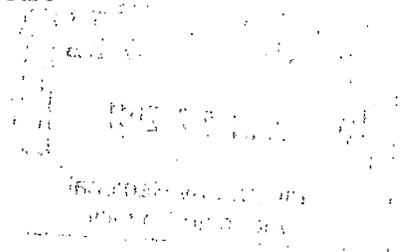
Enclosed please find an original Mitchell Ranch Plaza Development of Regional Impact (#243), Development Order (Resolution No. 11-114), which is hereby rendered in accordance with Chapter 380.06, Florida Statutes and Chapter 9J-2.025 Florida Administrative Code. This development order was approved by the Pasco County Board of County Commissioners on December 21, 2010.

Please contact me with any questions at (727) 847-8193 or cspidell@pascocountyfl.net.

Sincerely,

Cynthia D. Spidell, MBA
Sr. Planner & DRI Coordinator

Enclosure



BY COMMISSIONER _____

RESOLUTION NO. 11-114

A RESOLUTION AMENDING, CONSOLIDATING AND
RESTATING THE DEVELOPMENT ORDER FOR THE
MITCHELL RANCH PLAZA DEVELOPMENT OF
REGIONAL IMPACT. #243

WHEREAS, on November 30, 1999, in accordance with Chapter 380.06, Florida Statutes (F.S.), as amended, AIG Baker, MRP LLC, a Delaware limited liability company, filed an Application for Development Approval (ADA) of a Development of Regional Impact (DRI) with the Pasco County Growth Management/Zoning Department; and

WHEREAS, on April 3, 2001, in accordance with Section 380.06, F.S., the Pasco County Board of County Commissioners (Board) adopted a development order approving, with conditions, the Mitchell Ranch Plaza Development of Regional Impact (DRI) (Project), by Resolution No. 01-182, thereafter amended by Resolution No. 03-65 and Resolution No. 06-38 (Amended and Restated DO No. 1); and

WHEREAS, on November 12, 2009, in accordance with Section 380.06(19), Florida Statutes, as amended, HCA Health Services of Florida, Inc. ("Applicant" or "Developer") filed a Notification of Proposed Change (NOPC) application to a previously approved ADA for the Project. This NOPC, collectively with the ADA as previously amended by Resolution No. 03-65 and Resolution NO. 06-38, are referred to herein as the application (Application); and,

WHEREAS, the Pasco County Board of County Commissioners is the governing body having jurisdiction over the review and approval of the DRI in accordance with Section 380.06, Florida Statutes, as amended; and,

WHEREAS, the culmination of review pursuant to Section 380.06, Florida Statutes, requires the approval, approval with conditions, or denial of an NOPC; and,

WHEREAS, the NOPC requests the following: (1) increase the amount of retail space by 12,335 square feet (to 370,990 sq. ft. to reflect the amount of retail approved, permitted, and constructed; (2) add 27,000 sq. ft. of medical office, 8,000 sq. ft. of restaurant, 5,000 sq. ft. of Day Care to the project; (3)

extend the project build-out date to December 15, 2025 and the Development Order expiration date to December 15, 2029 (each by an additional period of 13 years); (4) extend the frequency in reporting and traffic count monitoring from annual to biennial with the condition that if the traffic monitoring count hits 90% of the approved trips for the Project that such monitoring be increased to annual; (5) add a land use equivalency matrix to allow conversions of land uses; (6) change the name of the master developer to HCA Health Services of Florida, Inc.; (7) recognize 2,738 net external p.m. peak hour trips generated as the new number of project trips, (8) amend the master plan (Map H) to (a) update the land uses, (b) eliminate no vertical construction restriction along S.R. 54, (c) change the location of the two approved medical office facilities, and (d) other updates to ensure the master plan (Map H) reflects all the latest available information (Proposed Changes); and

WHEREAS, all date extensions granted herein are inclusive of, and not in addition to, any extensions for which the Project may be eligible pursuant to Resolution 09-269, Ordinance No. 08-47 and Chapter 2009-96, Laws of Florida; and,

WHEREAS, in order to provide a single development order document incorporating all applicable provisions of Amended and Restated DO No. 1, as amended and modified hereby, this amended, consolidated, and restated development order (DO) has been prepared ; and,

WHEREAS, the Board of County Commissioners has approved the NOPC and hereby adopts this DO for the Project, which shall replace and supersede Amended and Restated DO No. 1 in its entirety.

WHEREAS, the Board has reviewed the NOPC, as well as all related testimony and evidence submitted by each party and members of the general public; and

NOW, THEREFORE, BE IT RESOLVED by the Pasco County Board of County Commissioners in regular session duly assembled:

The NOPC for the Project is approved with conditions, as set forth in this DO, which is hereby adopted by the Board of County Commissioners:

MITCHELL RANCH PLAZA DEVELOPMENT ORDER

1. General Findings of Fact. The Board makes the following general findings of fact:
 - a. The foregoing "Whereas" clauses are hereby incorporated as Findings of Fact.
 - b. The Application is incorporated into this DO by reference as Exhibit A.
 - c. The nature, type, scope, intensity, costs, and general impact of the Project, as revised, are summarized in the Application and the TBRPC NOPC Report, which collectively are incorporated into this DO by reference as Exhibit B.
 - d. A description of the real property encompassed by the DRI and subject to the DO (Property) is attached hereto as Exhibit C which is made part of this DO. The Property is owned by the HCA Health Services of Florida, Inc., Inland Western New Port Richey Mitchell LLC, Colonial Bank, N.A., Chick-Fil-A, Inc., AmSouth Bank, Brinker Florida, Inc., Steak N Shake Operations, Inc., Wachovia Bank, N.A., Bank of America, Target Corporation, Madison Bank, AIG Baker, MRP, LLC, and Florida Department of Transportation. The legal description has been revised to correct the DRI boundaries.
 - e. The current Pasco County Comprehensive Plan (Comprehensive Plan) Future Land Use (FLU) classification for the Property is Residential/Office/Retail (ROR). The existing and proposed development is consistent with the applicable provisions of the Residential/Office/Retail (ROR) FLU classification and other applicable Goals, Objectives, and Policies of the Comprehensive Plan.
 - f. The subject property is zoned C-2, General Commercial District.
 - g. On March 25, 2010, the TBRPC notified the County that the TBRPC had completed its review and prepared its NOPC Report. The TBRPC adopted the NOPC report on April 12, 2010.
 - h. The Board of County Commissioners scheduled and held a public hearing on the NOPC application on December 21, 2010.
 - i. Notice of the public hearing has been published in a newspaper of general circulation at least fifteen (15) days prior to the date set for the Board of County Commissioners hearing.

j. At such public hearing, all parties were afforded the opportunity to present evidence and argument on all issues and submit rebuttal evidence.

k. Additionally, at such public hearing, any member of the general public requesting to do so was given the opportunity to present written or oral communications.

l. The Board of County Commissioners has received and considered the TBRPC NOPC Report on the NOPC application.

m. The Board of County Commissioners has received and considered various other reports and information including, but not limited to, the recommendation of the Planning and Growth Management Department and the Development Review Committee (DRC).

n. The DO is a valid final development order within the provisions of Sections 163.3167(8), Florida Statutes, affecting the property described on Exhibit C attached hereto and incorporated herein.

2. Conclusions of Law

The Board of County Commissioners hereby finds as follows:

a. The Project will not unreasonably interfere with the achievement of the objectives of the State Land Development Plan applicable to the area encompassed by the DO.

b. As conditioned, this DO addresses issues raised consistent with the report and recommendation of the TBRPC.

c. As conditioned, this DO is consistent with the applicable provisions of the Pasco County Land Development Code (Land Development Code).

d. As conditioned, this DO is consistent with the applicable provisions of the Comprehensive Plan.

e. The land that is subject of this DO is not in an Area of Critical State Concern.

f. As conditioned, this DO, is consistent with the applicable provisions of the adopted State Comprehensive Plan, as amended

g. Pursuant to Section 380.06(19)(e), Florida Statutes, the Proposed Changes are presumed to be a substantial deviation; however, it is the opinion of the County, TBRPC, and other participating agencies that, based on the conditions hereof and the DA (as hereinafter defined), and the associated mitigation being provided for by Applicant, no unmitigated regional impacts shall result.

3. Approval Stipulations

a. The requirements of and conditions contained in this development order shall regulate development of the Property. Following adoption of this DO, all plans for development on the Property shall be consistent with the conditions and restrictions set forth herein. Such conditions and restrictions shall be binding upon the owners of the Property and their respective successors in interest (Successors in Interest).

In the event the Pasco County Administrator or his designee (Administrator) determines that a violation of the provisions hereof has occurred, the Administrator may issue a Notice of Noncompliance to the Developer or its Successors in Interest. If noncompliance is not cured by the date stated in the Notice of Noncompliance, the Administrator may require that all development related to the violation shall cease until the violation has been corrected. The Developer, or its Successors in Interest if applicable, may appeal the determination to the Board of County Commissioners pursuant to Article 317 of the Land Development Code. Notwithstanding the foregoing, violations of the Development Agreement (DA) hereinafter described, if required, shall be addressed in accordance with the provisions of the DA

b. All development specifically authorized by this DO shall be carried out in accordance with the provisions hereof:

- (1) Adverse impacts shall be mitigated as specified in this DO.
- (2) The Developer's commitments set forth in Exhibit D shall be honored by the Developer and Successors in Interest, except as they may be superseded by specific terms of this DO.

c. Subject to applicable law, including, but not limited to Section 163.3167(8), Florida Statutes, Development of the Project shall also be governed by the applicable standards and procedural provisions of the applicable portions of the Comprehensive Plan. Land development regulations shall be applied in a manner that is consistent with applicable law, including, but not limited to Section 163.3194(1)(b) and Section 163.3167(8), Florida Statutes, and the Pasco County Land Development Regulations (including the Land Development Code). Conflicts between the land development regulations and this DO shall be resolved in accordance with applicable law including, but not limited to Section 163.3167(8), Florida Statutes.

d. The approved DRI shall not be subject to down zoning, unit density reduction, or intensity reduction until December 15, 2029, unless the County can demonstrate that substantial changes in the conditions underlying the approval of the DO have occurred; or that the D O 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. Compliance with this DO, the Development Agreement, the Comprehensive Plan, and the Land Development Code, shall not constitute downzoning, unit density reduction, or intensity reduction for purposes of the prohibition contained in this paragraph.

4. Phasing, Effective Date, and Duration.

a. Phasing Schedule/Concurrency:

(1) The Project is specifically approved as a single phase project subject to the requirements of this DO. Specific approval shall not be a reservation or guarantee of concurrency capacity for any public facility other than transportation. The reservation/guarantee of concurrency capacity for transportation shall be through December 15, 2025, subject to compliance with the transportation conditions of this DO and the DA and subject to any extensions granted pursuant to the Pasco County's Concurrency Management Ordinance. Development of the DRI shall proceed in accordance with the phasing schedule set forth in Table 1. A phase shall be considered built-out upon issuance of the final site construction plan approval.

TABLE 1

**MITCHELL RANCH PLAZA DRI
LAND USE TABLE**

Land Use*	Total Development (through 12-15-2025)
Retail	370,990 sq. ft.
Hotel	240 rooms
Hospital	375 beds
Medical Office	212,000 sq. ft.
Day Care Center**	5,000 sq. ft.
Restaurant	8,000 sq. ft.

Notes

* Land Uses may be exchanged in accordance with the Land use Equivalency Matrix (LUEM) attached as Exhibit F. Assisted living facility (ALF) is an approved land use and may be established pursuant to the LUEM.

** Day Care Center may be located anywhere within the Hospital's ownership parcel.

b. Build-Out of Project:

(1) Unless extended by the Board of County Commissioners pursuant to the Concurrency Management Ordinance, the build-out date of the Project shall be December 15, 2025. The December 15, 2025 date includes the one (1) year extension granted by the Board of County

Commissioners on November 25, 2008 and the two (2) year extension granted by the Board of County Commissioners on June 23, 2009, pursuant to Resolution No. 09-269.

(2) Any delay in the build-out date beyond December 15, 2025, may require a new transportation analysis, in accordance with applicable law, as the basis for a DO amendment which may include re-evaluation of required transportation mitigation. The Administrator or Board of County Commissioners may waive any applicable transportation analysis requirement for any entitlements within the Project that satisfy the Limited Exemption criteria of Section 402.7 of the County's Concurrency Management Ordinance; however, build-out date extensions for such entitlements are still subject to applicable statutory requirements in Section 380.06(19), Florida Statutes, as may be amended from time to time.

c. Effective Date and Duration:

(1) The DO for the Project shall take effect upon transmittal to the FDCA, the TBRPC, and the Developer. The effectiveness of this DO shall be stayed by the filing of a notice of appeal pursuant to Section 380.07, Florida Statutes.

(2) The effective period of this DO shall be until December 15, 2029. The effective period may be extended by the Board of County Commissioners. Application for any extension shall be made at least sixty (60) days prior to the expiration date. All extensions shall be subject to a substantial deviation determination pursuant to Chapter 380.06(19), Florida Statutes.

d. Commencement of Development:

Physical development has commenced.

e. Master Developer:

The Master Developer of the Project (also referred to as Developer or Applicant) shall be "HCA Health Services of Florida, Inc., a Florida corporation".

5. Specific Conditions.

a. Land Use and Master Plan:

(1) Land use types and intensities, and the location and access thereto shall be as shown on the Revised Master Development Plan dated October, 2010, as set forth in Exhibit "E" attached hereto and incorporated herein.

(2) The Developer has submitted a certified legal and sketch of the Project to the Pasco County Surveyor which has been certified by a Florida Registered Land Surveyor and is referenced to a minimum of three (3) monuments tied to State plane coordinates by G.P.S. methods and approved by the Pasco County Surveyor. Coordinates of the monuments are shown on the survey. Moreover, the monuments:

(a) Comply with the National Geologic Survey Data Base Standards, Chapter 21 HH-6 of the Florida Administrative Code, and be approved by the Pasco County Surveyor;

(b) Are unobstructed and accessible on a twenty-four (24) hour basis, and located on public property unless otherwise approved by the County Surveyor, which approval shall not be unreasonably withheld or delayed; and;

(c) Were conveyed by the Developer to the County at the time of the first site plan approval.

(3) All site plans including the hospital and the medical office buildings and all subsequent amendments thereto shall comply with the provisions of the Pasco County Large Scale Commercial Retail Standards Ordinance (#04-29) and the Pasco County Landscaping and Irrigation Ordinance (#02-04). To the extent that these ordinances may not apply, development shall comply with the S.R. 54 Corridor Study.

(4) Land Use Development

(a) Development entitlements within the Project may be exchanged pursuant to the LUEM attached hereto as Exhibit F. All land Use exchange requests shall be submitted

to the Planning & Growth Management Department with copies to the FDCA and the TBRPC for verification as to implementation in accordance with the LUEM and this DO. Upon verification that such request is consistent with the LUEM, this DO and the Comprehensive Plan (subject to applicable law) which shall not be unreasonably withheld or delayed, the Planning & Growth Management Department shall submit such exchange for approval on the consent agenda at the next available DRC meeting which is at least fourteen (14) days from submittal to the Growth Management Department, FDCA, and TBRPC. The use of the LUEM shall be reported in the next biennial report.

(b) The traffic impacts of the revised land use mix shall not exceed the approved traffic impacts of the land use mix being replaced.

(c) Prior to approval of any land use exchange, the proposed exchange must include assurance that any additional utility demands associated with the proposed exchange can be accommodated.

(c) Prior to approval of any land use exchange, the proposed exchange must mitigate for any additional park or school impact requirements, as applicable and as required by the Pasco County Land Development Code.

(d) Any amendments to the land use mix or proposed phasing schedule, other than those described herein, shall be approved pursuant to the NOPC process as required by Section 380.06(19), Florida Statutes.

b. Water Quality and Stormwater Management:

In order to protect surface water quality, stormwater exiting the site shall meet or exceed all applicable state water quality standards

c. Vegetation, Wildlife, and Wetlands:

(1) In the event any additional State or Federally listed species or colonies of species not identified in the Application are discovered on-site during Project development, the

Developer shall immediately notify the Florida Fish and Wildlife Conservation Commission (FFWCC) and implement appropriate measures for species protection.

(2) Nuisance and exotic plant species shall be removed from the Project site during site development. A plan shall be developed to address how the Project site will be maintained free of nuisance and exotic species in perpetuity. The Plan shall be submitted to the County for approval prior to the first site plan approval and shall be included in the first biennial report.

(3) Maintenance of the mitigation area shall be ensured through the incorporation of a Wetland Impact Mitigation Maintenance Plan. The Plan shall be submitted to the County for approval and included in the first biennial report.

(4) The natural hydroperiod shall be restored to the on-site wetlands to the greatest practical degree possible.

(5) The Project site may continue to be used for agricultural activities, but at no greater intensity than at present. No silvicultural or agricultural activities shall be initiated on land not currently under such use.

(6) Wetland C3, located adjacent to the Project site and including a palustrine forest rim, is a natural resource of regional significance. As such, it shall be protected by the establishment of a twenty-five (25) foot natural vegetated buffer along the portion of the wetland adjacent to the development.

(7) The necessary permit or authorization for impacts to gopher tortoises (*Gopherus polyphemus*) must be obtained from FFWCC prior to initiating Project activities. Additionally, Florida sandhill crane (*Grus canadensis pratensis*) and Sherman fox squirrel (*Sciurus niger shermani*) surveys shall be conducted prior to construction during the breeding seasons for these species (February-April and May-June, respectively) to ensure that nests of these listed species are not taken.

d. Floodplains:

(1) All habitable structures and access roadways shall be constructed above the 100-year flood elevation. All preliminary/site plan submittals shall show 100-year flood elevations.

(2) Compensation for the loss of 100-year flood storage capacity shall be provided.

e. Soils:

Best Management Practices, including those identified in the Application, shall be employed during site preparation and construction to prevent soil erosion.

f. Air Quality:

Best Management Practices, including those identified in the Application, shall be employed during site preparation and construction to minimize air quality impacts.

g. Utilities–Water Supply and Wastewater Treatment:

(1) The use of water conservation methods and devices identified in the Application shall be utilized to the maximum extent economically and technically feasible.

(2) Water-saving devices shall be required in the Project as mandated by the Florida Water Conservation Act (Section 553.14, Florida Statutes).

(3) Septic tanks shall not be used on the site.

h. Solid/Hazardous Waste:

The Developer shall inform all commercial tenants of appropriate storage and disposal techniques, procedures, and regulation for hazardous waste and materials. The hospital and medical office building(s) shall comply with all applicable laws pertaining to the disposal of biohazard waste and materials.

i. Energy:

Energy conservation methods, appliances, and equipment shall be utilized to the maximum extent economically and technically feasible.

j. Transportation:

(1) Proportionate Share: Pursuant to Section 163.3180(12), Florida Statutes, and Section 9J-2.045, FAC, the Applicant/Developer's proportionate-share contribution for those improvement projects listed in Exhibit G is Four Million Nine Hundred Eighty-Four Thousand Three Hundred Thirty-Three and 00/100 Dollars (\$4,984,333.00) (Proportionate Share) which is expressed in June 2010 dollars as set out in Exhibit G. Since the Proportionate Share is less than the estimated transportation impact fees for the Project, the County will accept regular transportation impact fees and the Pipeline Project (as hereinafter defined) to satisfy the Proportionate Share obligation for the Project.

(a) Pipeline

(i) The County and the Applicant/Developer agree that the mitigation for the Project and the satisfaction of the proportionate-share obligation shall be the construction of the Pipeline Project as described in the DA attached as Exhibit H and the payment of transportation impact fees.

(ii) Development Agreement: The County and the Developer have entered into a DA attached hereto and incorporating herein as Exhibit H setting forth the terms and conditions governing the design, permitting, construction, and right-of-way acquisition for the Pipeline Project and site-related improvements. The DA also contains:

1) A schedule for payment of the proportionate-share amount to ensure that the Pipeline Project is expeditiously constructed.

2) A requirement that if the Applicant/Developer should fail to adhere to the schedule in the DA, then no further Building Permits or development approvals shall be issued until the Project obligations have been recommenced to the satisfaction of the County.

3) Provisions for assistance from the County in the acquisition of right-of-way for the site-related improvements as needed.

4) Requirements for financial performance guarantees to be provided by the Applicant/Developer to ensure that the improvements will be completed in accordance with the applicable schedule.

5) Provisions addressing the payment of TIFs and TIF credits.

6) Insurance and indemnification requirements.

7) Other provisions as deemed appropriate by the County

Changes to the DA which materially affect the requirements in Subsection (a)(ii) above or which remove any condition required by Rule 9J-2.045, FAC, shall be amended in the DO through the NOPC process pursuant to the Chapter 380, Florida Statutes. All other amendments to the DA shall not require an NOPC or DO amendment.

(2) Site-Access and Site-related Improvements:

(a) The Developer shall, at its sole expense and regardless of cost, design, permit, construct, and acquire or donate right-of-way (where necessary, which may be in the form of easements) for the improvements depicted in Exhibit I and the following (collectively referred to as the Site-Access Improvements):

(i) Access to commercial out-parcels shall be provided from internal_drives or parking areas, not by direct access on S.R. 54 or Little Road. Access to the project will be provided by no more than three (3) access points on Little Road, of which three (3) exist, and no more than four (4) access points on S.R. 54, of which four (4) exist as depicted on Exhibit I (Access Driveways). Access on S.R. 54 has been approved by FDOT. The northernmost access point on Little Road is limited to right-in and right-out movements. As of the date of this DO approval, the Access Driveways have been constructed except for the following: a) the traffic signal at S.R. 54 and Hospital

Boulevard (Driveway 3 on Exhibit I) remains to be installed; and b) the turn lane improvements on S.R. 54 at Driveway 3 as described in Subsection 5(j)(2)(c) herein below.

(ii) Mercy Way

1) The Developer shall incorporate into the design for the project parking lot an interior perimeter road with a perpetual easement to the County for public ingress and egress, which road shall be constructed as a two lane road to the eastern boundary of the DRI Property. This road has been partially constructed and is known as Mercy Way. The Developer shall also provide a public ingress and egress easement for the Driveway known as Driveway 4 (which connects Mercy Way to S.R. 54) (together with the public access easement for Mercy Way, the "Public Access Easements"). Mercy Way will provide access to out-parcels and parking areas and shall be constructed as a (36) foot-wide roadway, consisting of one (1) lane in each direction with a center turn lane. Mercy Way will be privately maintained until such time it is connected to a public right-of-way that connects directly or indirectly to S.R. 54, at which time the County shall assume maintenance for such road.

2) The Developer shall connect Mercy Way to the Project's internal drives (1-6) as identified on Map H and to an off-site connection to be located near the southeast corner of the project (the "Off-site Connection"). The project entrances at Drives 6 and 3 shall be "boulevard" style entrances with landscaped medians between the right-of-way and the perimeter road. The specific location of the "Off-site Connection" will be identified on preliminary site plans and will be part of a future transportation road network intended to provide ingress and egress to future development of the vacant lands to the south and east of the project. Connection of the perimeter road to the "Off-site Connection" shall be completed at the earlier of 1) project build-out or 2) completion of construction of that portion of the off-site transportation network that connects to the project, or 3) by the issuance of Certificate of Occupancy (CO) for the hospital. Additionally, prior to the issuance of the CO for the hospital, the Public Access Easements acceptable to the County shall be recorded in the

official records of Pasco County for that portion of Mercy Way and Driveway 4 within the parcel owned by the Developer, which shall satisfy the Developer's obligation for the Public Access Easements created herein. Prior to the issuance of the Building Permit for any development on the parcel currently designated as Hotel on Map H (which permits either Hotel or Assisted Living Facility), a public access easement acceptable to the County shall be recorded in the official records of Pasco County for that portion of Mercy Way from Little Road through the Hotel/ALF parcel (to the parcel owned by the Developer).

(b) The Developer understands and agrees that all Site-Access Improvements described herein are not eligible for or entitled to Transportation Impact Fee (TIF) credits pursuant to the terms of the TIF Ordinance as amended; therefore all design, permitting, right-of-way donations/acquisitions, and construction expenses incurred by the Developer are not eligible for TIF credits or County reimbursement.

(c) Access Management

All access improvements, number of access points, spacing, and geometry of access points shown on Map H, attached hereto as Exhibit E, shall be subject to compliance with the provisions of the County's and the Florida Department of Transportation's (FDOT) access-management regulations. The Applicant/Developer shall design, permit, construct, and acquire right-of-way for such improvements at its sole expense. The Applicant/Developer shall be responsible for construction of all access improvements for the Project, unless otherwise approved by the DRC, prior to or concurrent with construction of infrastructure improvements to serve the portions of the Project necessitating such improvements as determined by the County at the time of preliminary site plan approval, and/or at the time of the issuance of Access Permits for the Project except where the DA, if required, provides a different deadline for such construction. Except where specifically allowed pursuant to this DO or DA, if required, site-access/site-related intersection improvements and site-access/site-related roadway improvements are not creditable against the proportionate-share dollar amount,

mitigation obligation of the development, or creditable against the TIF requirements of the development. Notwithstanding any other provision of this DO, the County agrees and acknowledges that, except for the lengthening of the westbound turn lane from S.R. 54 into Hospital Boulevard (Driveway 3) to five hundred twenty five feet (525') from the existing length of three hundred fifty five feet (355') and the lengthening of the eastbound turn lane from S.R. 54 into Hospital Boulevard (Driveway 3) to two hundred ninety feet (290') from the existing length of two hundred forty feet (240'), both of which shall be constructed within six (6) months after the issuance of a certificate of occupancy for the hospital currently under construction in the Project, no further site-access/site-related intersection improvements or site-access/site-related roadway improvements shall be required in order for development to build out as contemplated by this DO and no additional site access/site-related access management studies shall be required as part of the development of the Project, provided that development occurs in accordance with this DO and that Developer is not in default of this DO beyond any applicable cure period; provided, however, at each preliminary plan/preliminary site plan approval, the DRC or Development Review Division may review each proposed *internal* driveway and access-way, and may require improvements thereto, to ensure that proper internal access is maintained.

(3) Trip Generation Monitoring

(a) Traffic monitoring has begun and shall continue to provide external p.m. peak-hour counts and projected counts at the Project entrances as set forth below. Monitoring shall continue on a biennial basis until such time as the p.m. peak hour net external trips (inbound and outbound) associated with the Project exceed 2,464 trips which represents ninety percent (90%) of 2,738 (p.m. peak-hour net external Project trips), after which such monitoring shall be conducted annually, until Project build-out. All such monitoring reports shall be submitted to the Planning and Growth Management Department shall also be included in the biennial report. Each monitoring event shall be conducted within a sixty (60) day period from the due date of each biennial report to ensure that the counts are relatively current.

(b) The monitoring program shall consist of weekday, p.m. peak-hour directional counts from 4:00 to 6:00 p.m., with subtotals at fifteen (15) minute increments at all Project driveways. The sum of the Project entrance trips will be totaled in fifteen (15) minute increments and the highest four (4) consecutive fifteen (15) minute totals will be summed to determine the Project's total p.m. peak-hour traffic volume. The total p.m. peak-hour, net external Project trips were estimated to be 2,738 vehicles (1,145 inbound and 1,593 outbound trips), which included 446 pass-by trips and excluded 364 internal trips.

(c) If monitoring results demonstrate that the Project is generating more than five (5) percent above the number of total external p.m. peak-hour Project trips estimated in the approved transportation analysis (as stated above) or a biennial report is not submitted in accordance with Section 6.a(2) of this DO, the County shall conduct a substantial deviation determination pursuant to Subsection 380.06(19), Florida Statutes, and may amend the DO to require additional roadway improvements. Any required transportation analysis shall be subject to review by the County, TBRPC and FDOT.

(d) The results of each monitoring event shall be submitted to the County, TBRPC, and FDOT.

k. Fire, Police, and EMS:

The County shall provide fire, police, and EMS service to the site. Any additional personnel needed by these agencies shall be paid for by the general tax revenues generated by the Project. In the event an ordinance/resolution is adopted by the Board of County Commissioners establishing a Countywide impact fee for the purpose of funding solid waste, public safety, parks/recreation, schools, libraries, and/or wildlife mitigation, the Developer shall be required to pay said fee pursuant to that ordinance/resolution.

6. Procedures.

a. Monitoring:

(1) Monitoring of this development shall be by the Planning & Growth Management Department at the time of the biennial report submittal and by the Development Review Division during review of development approvals.

(2) The Developer shall provide a biennial report on FDCA Form RPM-BSP-ANNUAL REPORT-1, as amended, to the Planning & Growth Management Department, TBRPC, and FDCA, or their successor agencies, beginning on June 30, 2012 and continuing throughout the term of the DO.

(3) The biennial report shall be the mechanism for documentation that the impacts attributable to the development are equivalent to or less than those predicted in the Application. Should this not be the case, the biennial report shall demonstrate that: a) the additional impacts do not constitute a substantial deviation pursuant to Section 380.06(19), Florida Statutes; or b) additional mitigation has been reviewed and is being implemented pursuant to Chapter 380.06, Florida Statutes, and the County, FDCA, and TBRPC rules and policies in effect when the report is filed. The report shall include, at a minimum, the following information:

(a) An assessment of the Developer's and local government's compliance with each development order condition applicable at the time the report is filed.

(b) Any changes in the proposed plan of development.

(c) Description of the development activities that have occurred over the previous reporting period, including a summary of the number, type, location, and size of nonresidential structures along with cumulative totals of nonresidential square footages.

(d) A description of development activity proposed for the next reporting period, including numbers of nonresidential structures.

(e) Special studies and reports, when applicable.

(f) A statement setting forth names and addresses of major assignees or successors in interest to this development order.

(4) If the biennial report is not submitted within thirty (30) days after it is due, the County shall notify the Developer and shall declare the Project not to be in compliance with development order. Should the report not be submitted within thirty (30) days after this notification, all ongoing development activity, further issuance of Building Permits, and extension of services to the Project shall cease immediately, pursuant to Chapter 380.06(17), Florida Statutes, until a public hearing has been held, pursuant to Chapter 380.06(19), Florida Statutes, to determine if a substantial deviation has occurred.

(5) Should the Developer divest itself of all interest in DRI prior to the expiration of this development order, the Developer shall, subject to approval by the County and TBRPC, designate the successor entity to be responsible for preparation of the biennial report.

(6) Payment of any future activities of TBRPC with regard to this development including, but not limited to monitoring, or enforcement actions, shall be paid to TBRPC by the Developer in accordance with Rule 9J-2.0252, FAC.

b. Amendment/Substantial Deviations:

(1) Proposed or necessary changes to this development order must undergo a substantial deviation determination by the Board as may be required by Florida law. Application to amend any provision of this development order shall be made on FDCA Form RPM-BSP-PROCHANGE-1 (Notice of a Proposed Change to a Previously Approved Development of Regional Impact), as amended, and shall be provided by the Developer to TBRPC, FDCA, and the County. Reviews are to be carried out pursuant to the provisions of Chapter 380.06(19), Florida Statutes, as amended, prior to implementation of such changes.

(2) The County shall observe a minimum thirty (30) day review period to permit TBRPC and FDCA sufficient time to prepare written comments on the proposed change and to notify the County of intent to appear at any required public hearing.

c. Notice of Adoption:

(1) A Notice of Adoption of this resolution shall be filed and recorded in the Public Records of Pasco County, Florida, in accordance with Section 380.06(14)(a), Florida Statutes, as amended.

(2) The Clerk of the Board shall return four (4) signed originals of the DO and one (1) signed original Notice of Adoption to the Planning & Growth Management Department. The Planning & Growth Management Department shall then furnish copies of each document to FDCA, TBRPC, and to attorneys of record in these proceedings.

7. Severability. Each provision of this DO is material to the Board of County Commissioners approval of this DO. Accordingly, the provisions are not severable. In the event any section, subsection, sentence, clause, or provision of this resolution is declared illegal or invalid by a body with jurisdiction to make such determination, the remainder of the resolution shall be suspended until such time that the Board of County Commissioners modifies the DO to address the illegal or invalid provision; provided, however, that such suspension shall not exceed nine (9) months in duration and such determination shall not affect the validity of 1) DRI entitlements for which a complete application has been submitted, or

approval has been received, for a preliminary plan, preliminary site plan, plat, construction plan, Building Permit, or CO; or 2) any DRI mitigation committed to or performed as of the date the determination is made. Notwithstanding the foregoing, the resolution shall not be suspended if the Applicant/Developer and all affected successors or assigns agree to abide by all of the provisions of the resolution until an NOPC is adopted to modify the DO in order to address the illegal or invalid provision. NOPCs to the DO shall not be considered challenges to the DO, and decisions by the Board of County Commissioners regarding any NOPC or the like shall not have the effect of suspending the DO under any circumstances. Notwithstanding the foregoing, if a third party challenges any section, subsection, sentence, clause, or provision of this resolution and the challenged portion of the resolution is subsequently declared illegal or invalid, the resolution shall not be suspended and shall remain in full force and effect except for that portion declared illegal or invalid. If any section, subsection, sentence, clause, or provision of this resolution is declared illegal or invalid as the result of a third party challenge, the Applicant/Developer shall cooperate with the County to amend this resolution to address the portion which has been declared invalid or illegal.

DOING AND RESOLVED this 21 day of December, 2010.



BOARD OF COUNTY COMMISSIONERS
OF PASCO COUNTY, FLORIDA

ATTEST:

BY: Paula S. O'Neil
PAULA S. O'NEIL, Ph.D., CLERK AND COMPTROLLER

Ann Hildebrand
ANN HILDEBRAND, CHAIRMAN

APPROVED

DEC 21 2010

BOCC

EXHIBITS

Exhibit A	NOPC Application dated November 11, 2009*, First Response to Sufficiency Comments dated February 22, 2010*, Second Response to Sufficiency Comments dated June 8, 2010* and Response to Agency Comments, July 23, 2010*
Exhibit B	TBRPC NOPC Report
Exhibit C	Legal Description
Exhibit D	Developer Commitments
Exhibit E	Map H
Exhibit F	Land Use Equivalency Matrix
Exhibit G	Proportionate Share Calculation
Exhibit H	Development Agreement*
Exhibit I	Site Access

*Incorporated by reference and on file with the Planning and Growth Management Department

EXHIBIT A

NOPC Application dated November 11, 2009*

First Response to Sufficiency Comments dated February 22, 2010*

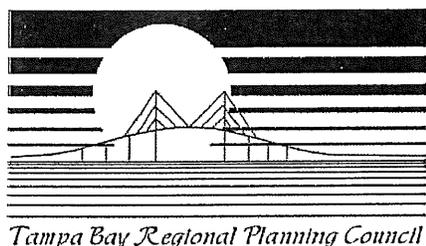
Second Response to Sufficiency Comments dated June 8, 2010*

Response to Agency Comments dated July 23, 2010*

* Incorporated by reference and on file with the Planning and Growth Management Department

EXHIBIT B

TBRPC
Final NOPC Report



NOPC

Notice of Proposed Change Report

4000 Gateway Centre Boulevard, Suite 100, Pinellas Park, FL 33782
 Phone (727) 570-5151 / FAX (727) 570-5118
 www.tbrpc.org

DRI #243 - MITCHELL RANCH PLAZA PASCO COUNTY

On November 12, 2009 (dated November 11, 2009), the Applicant submitted a Notice of Proposed Change application requesting modifications to the Development Order. Supplemental information was received on February 23, 2010 (dated February 22, 2010). The following provides a summary of project entitlements and history, a description of the proposal, and the Council recommendation.

PROJECT DESCRIPTION

On April 3, 2001, the Pasco County Board of County Commissioners adopted a Development Order for AIG Baker, MRP, LLC (Resolution No. 01-182). The Development Order authorized construction of 681,087 sq. ft. of commercial/retail space and a 69,000 sq. ft., multi-screen movie theatre on approximately 125 acres in western Pasco County. The three-phase project is located at the southeast quadrant of State Road 54 and Little Road. The project will be accessed from both State Road 54 and Little Road.

The Development Order has been amended twice, most recently on December 6, 2005 (Resolution No. 06-38). The amendments have authorized: modification of the buildout date, the required development commencement date and the Development Order expiration date; consolidation of project phases; addition of a 375-bed hospital, 185,000 sq. ft. of medical office and a 240-room hotel as approved uses; reduction of retail development by 75,892 sq. ft. (to 358,655 sq. ft.); elimination of movie theatre use; recognition of new project ownership (AIG Baker, MRP, LLP); and corresponding Development Order and Map H modifications. The Development Order currently expires on December 15, 2016.

The currently approved development scenario is as follows:

BUILDOUT	RETAIL (Sq. Ft.)	MEDICAL OFFICE (Sq. Ft.)	HOSPITAL (Beds)	HOTEL (Rooms)
December 15, 2012*	358,655	185,000	375	240

* - The identified buildout date is reflective of a three-year extension granted in accordance with 2007 revisions to Subsection 380.06(19)(c), F.S. plus two more years associated with the enactment of SB 360 in 2009.

PROPOSED CHANGES UNDER THIS NOPC

The Applicant has requested authorizations for the following modifications of the Development Order:

- eliminate the “No Vertical Development Restriction” stipulation along the property’s State Road 54 frontage;
- increase Retail space by 12,335 sq. ft. (to 370,990 sq. ft.) to reflect amount of Retail already approved,

- permitted and constructed;
- add 27,000 sq. ft. of Medical Office, a 8,000 sq. ft. Restaurant and 5,000 sq. ft. Day Care Center to the project;
- extend the project buildout date (to December 15, 2025) and the Development Order expiration date (to December 15, 2029), each by an additional period of 13 years;
- change the size and location of the two approved Medical Office facilities from 125,000 and 60,000 sq. ft. (as currently approved) to 95,000 and 90,000 sq. ft., while adding a 15,000 sq. ft. and a 12,000 sq. ft. building;
- extent the frequency in Reporting and requirement for traffic count monitoring from “annual to “biennial”;
- add a Land Use Equivalency Matrix to allow further limited conversion(s) between project uses;
- change the name of the Master Developer to HCA Health Services of Florida, Inc.;
- recognize 3,102 p.m. peak hour trips (2,738 external) as the new number of project trips; and
- corresponding revisions to the Master Development Plan.

CONSISTENCY WITH SUBSECTION 380.06(19), FLORIDA STATUTES

Subsections 380.06(18), 380.06(19)(b)5., 380.06(19)(b)8., 380.06(19)(c), 380.06(19)(e)2.a., 380.06(19)(e)2.b., 380.06(19)(e)2.d. and 380.06(19)(e)3, F.S. identify the provisions applicable to this proposal. These citations reads as follows, respectively:

“... Development orders that require annual reports may be amended to require biennial reports at the option of the local government.”

“An increase in land area for office development by 10 percent or an increase of gross floor area of office development by 10 percent or 66,000 gross square feet, whichever is greater” shall constitute a substantial deviation. However, by contrast, an increase of less is not a substantial deviation, as proposed.

“An increase in commercial development by 55,000 square feet of gross floor area, or of parking spaces provided for customers for 330 cars or a 10-percent increase of any of these, whichever is greater” shall constitute a substantial deviation. However, by contrast, an increase of less is not a substantial deviation, as proposed.

“An extension of the date of buildout of a development, or any phase thereof, by more than 7 years shall be presumed to create a substantial deviation subject to further development-of-regional-impact review... Any extension of the buildout date of a project or a phase thereof shall automatically extend the commencement date of the project, the termination date of the development order, the expiration date of the development of regional impact, and the phases thereof if applicable by a like period of time. In recognition of the of the 2007 real estate market conditions, all phase, buildout, and expiration dates for projects that are developments of regional impact and under active construction on July 1, 2007, are extended for 3 years regardless of any prior extension. The 3-year extension is not a substantial deviation, is not subject to further development-of-regional-impact review, and may not be considered when determining whether a subsequent extension is a substantial deviation under this subsection.”

“changes in the name of the project, developer, owner, or monitoring official” is not a substantial

deviation.

“changes to a setback that do not affect noise buffers, environmental protection or mitigation areas, or archaeological or historical resources” is not a substantial deviation.

“changes in the configuration of internal roads that do not affect external access points” is not a substantial deviation.

“Except for the change authorized by subparagraph 2.f., any addition of land not previously reviewed or any change not specified in paragraph (b) or paragraph (c) shall be presumed to create a substantial deviation. This presumption may be rebutted by clear and convincing evidence.” [underline has been added to express intended provisions of current application]

DISCUSSION

The following statements serve as representations made by, or on behalf of, the applicant or are statements or recommendations made by Tampa Bay Regional Planning Council staff. These references/recommendations were relied upon by the Tampa Bay Regional Planning Council to determine that no further information would be required in conjunction with the current proposal:

1. Pending approval of the NOPC, as proposed, the revised development schedule will be as follows:

BUILDOUT	RETAIL (Sq. Ft.)	MEDICAL OFFICE (Sq. Ft.)	HOSPITAL (Beds)	HOTEL (Rooms)	DAY CARE (Sq. Ft.)	High Turnover RESTAURANT
Dec. 15, 2025	370,990	212,000	375	240	5,000	8,000

2. Although 358,655 sq. ft. of Retail is currently approved, 370,990 sq. ft. of Retail has already been constructed. The Developer alleged that *“an error in reporting the amount of retail development was made in the second NOPC submitted to Pasco County and the TBRPC in August, 2005. The incorrect retail amount was subsequently approved in the second amended DO which was approved by Pasco County on December 6, 2005.”* The resulting reduction approved for Retail at that time was less than actually existed. (November 11, 2009 correspondence/Page 3/Response 5.a.)
3. *The existing stormwater system for the hospital/medical office site received a permit [#49023007.016] dated March 2, 2006 from SWFWMD to construct the ponds.* The existing stormwater system was intended to accommodate the redesigned eastern portion of the project. (February 22, 2010 Correspondence/Page 1/Response to TBRPC #2)
4. The proposed 8,000 sq. ft. Restaurant was analyzed as a *“high turnover sit-down restaurant”* (ITE LUC 932). (February 22, 2010 Correspondence/Page 2/Response to TBRPC #3)
5. *There are only two remaining parcels for development within the DRI: the parcel owned by HCA Health Services which comprises the largest development parcel [denoted as light blue on the attached proposed Master Development Plan] and the parcel owned by AIG Baker MRP LLC [denoted as yellow on the attached proposed Master Development Plan].* (February 22, 2010 Correspondence/Page 3/Response to

TBRPC #4)

6. *In addition to changing the frequency of reports from annual to biennial, the Applicant proposes to conduct biennial traffic monitoring which would be submitted with each report. If this request is approved, the Development Order should be modified to require that the counts be within 90 days of Biennial Report submittal to ensure that they are current. (February 22, 2010 Correspondence/Page 4/Response to TBRPC #6)*
7. *There are no changes proposed for the project's external access points in terms of either number or location. (February 22, 2010 Correspondence/Page 5/Response to TBRPC #7)*
8. *The traffic analysis for this NOPC application considered a 100-bed Assisted Living Facility [ALF] as a replacement for a 240-room Hotel, see Table 21-4 of the NOPC traffic study... the project's [proposed] trade-off mechanism includes the ALF as "Assisted Living" and will be used if this land use is to be constructed on site. (February 22, 2010 Correspondence/Page 5/Response to TBRPC #8)*
9. *On the current Map H approved by Resolution 06-38 on December 6, 2005, the DRI boundary was inadvertently shown as smaller than the DRI boundary originally adopted. The revised Map H included in this Sufficiency Response restores the graphic portrayal of the DRI boundary to coincide with the originally approved boundary. (February 22, 2010 Correspondence/Page 6/Response to TBRPC #11)*
10. *The Applicant intends to keep the four0year span between the build-out date and expiration date at the extended timeframes... (February 22, 2010 Correspondence/Page 8/Response to TBRPC #18)*
11. *The approved number of project trips needs to be revised to those used in this NOPC traffic analysis. As indicated in Table 21-6, the p.m. peak hour trips include 3,102 trip generated, 2,738 external trips that would be recorded at the driveways, and 2,292 net external trips once pass-by capture trips are removed. (February 22, 2010 Correspondence/Page 8/Response to TBRPC #19)*
12. *The Applicant has proposed the following Land Use Equivalency Matrix provisions which shall be recognized and included within the Amendment. It shall also be recognized that the Matrix shall only apply to Parcel 1 (owned by HCA Health Services of Florida, Inc.) and Parcel 2 (owned by AIG Baker MRP LLC). It is acknowledged that Pasco County may further refine the "minimums" and "maximums" associated with each of the project uses but drastic changes are not anticipated (February 22, 2010 Correspondence/Page 35/Table 21-18 Revised). The Tampa Bay Regional Planning Council and the Florida Department of Community Affairs shall be notified of any/all proposed (future) conversions of approved land uses a minimum of 14 days prior to consideration by the Pasco County Development Review Committee. Any approved conversion(s) shall be additionally recognized in the next Biennial Report to be submitted.*

CHANGE FROM									
CHANGE TO		HOTEL (1 Room)	ASSISTED LIVING (1 Bed)	HOSPITAL (1 Bed)	MEDICAL OFFICE (1,000 SF)	DAY CARE (1,000 SF)	RESTA- URANT - [High Turnover] (1,000 SF)	MINI- MUM	MAXI- MUM
	HOTEL (1 Room)			2.0589	4.3486	19.6737	17.5658	0 Rms.	336 Rms.
	ASST LIVING (1 Bed)	1.5901		3.2739	6.9146	31.2830	27.9312	0 Beds	140 Beds
	HOSPITAL (1 Bed)	0.4857			2.1120	9.5552	8.5314	225 Beds	525 Beds
	MED. OFFICE (1,000 Sq. Ft.)	0.2300		0.4735		4.5242	4.0394	73,200 SF	170,800 SF
	DAY CARE (1,000 Sq. Ft.)	0.0508		0.1047	0.2210		0.8929	3,000 SF	7,000 SF
	RESTAURANT (1,000 Sq. Ft.)	0.0569		0.1172	0.2476	1.1200		4,800 SF	11,200 SF

12. *This NOPC proposes to eliminate that restriction [i.e. “No Vertical Development” along projects S.R. 54 frontage] and allow new entitlements in the amount of 27,000 sq. ft. of Medical Office use and 8,000 sq. ft. of Restaurant use along the development parcels fronting S.R. 54. The traffic study evaluated the proposed new entitlements as a 15,000 sq. ft. Medical/Dental Office, a 12,000 sq. ft. Medical/Dental Office and a 8,000 sq. ft. High-Turnover sit-down Restaurant. (February 22, 2010 Correspondence/Revised NOPC Application/No Page #/Response 5.c.)*
13. *It should be noted that there are no proposed changes to the approved access points for the DRI. There are three driveways on Little Road and four driveways of S.R. 54, all of which have been constructed. This NOPC does not propose any change to the existing access points. A traffic signal currently exists at the Little Road/Mercy Way intersection and a second signal has been approved for the S.R. 54/Driveway 3 intersection. This second intersection will be signalized when warranted. (February 22, 2010 Correspondence/Revised NOPC Application/No Page #/follows Response 5.j.)*
14. The Applicant has projected Utility Demand estimates reflective of the proposed increases in Retail and Medical Office as well as establishment of limited Day Care and Restaurant entitlements. These estimates portray anticipated increases of 22,157 gallons per day (gpd) of potable water demand, 18,034 gpd of wastewater generation and 683 additional pounds of solid waste per day (February 22, 2010 Correspondence/Supplemental Document/Item II.E. - Analysis of Utility Demands). Pasco County Utilities shall ensure ability to meet these additional anticipated demands prior to potential approval of increased entitlements.
15. The following constitutes a reference to the number of approved project trips:

<u>Estimated Trip Generation following project completion:</u>	
P.M. Peak Hour Trips:	3,102 (1,327 Inbound/1,775 Outbound)
Net Ext. P.M. Peak Hour Trips:	2,292 (922 Inbound/1,370 Outbound)

Source: Mitchell Ranch Plaza DRI NOPC, November 11, 2009

16. The following constitutes the anticipated project traffic percentages on the impacted roadway links:

LOCATION	Total Traffic LOS Prior to Improvement	Project Traffic Contribution (%)	Required Improvement
Little Road: Old C.R. 54 to River Crossing Blvd/Trouble Creek Rd	F	8.4 NB/5.7 SB	Add 3rd NB/SB thru lanes

17. The following constitutes the anticipated project traffic percentages on the impacted roadway intersections:

LOCATION	Total Traffic LOS Prior To Improvement	Project Traffic Contribution (%)	Required Improvement
S.R. 54/Madison St	F	5.2	Add NB & SB RT lanes, restripe and add receiving lanes for 2nd EB & WB LT lanes.
S.R. 54/Seven Springs Blvd/ Rowan Road	F	6.1	Widen to add 4th EB & WB thru lane, add 3rd NB & SB thru lane, add 3rd NB, SB, EB & WB LT lanes, provide new signal.
S.R. 54/Old C.R. 54	F	9.5	Add EB LT lane w/receiving lane.
S.R. 54/Little Road	F	11.1	Add 3rd NB, SB, EB, and WB LT lanes and 2nd EB & WB RT lanes, provide new signal.
S.R. 54/Starkey Blvd	D (v/c>1)	47.4	Add 2nd SB LT lane
S.R. 54/Trinity Blvd.	F	4.8	Signalize when warranted by MUTCD.
S.R. 54/Gunn Hwy	F	24.7	Add 2nd NB LT lane and restripe to add 2nd WB LT lane.
Little Road/Trinity Blvd	F	17.4	Add 2nd EB LT lane
Little Road/Jaguar Trail	E (AM)	86.8	Add 2nd EB LT lane
Little Road/Old C.R. 54	F	10.6	Add 2nd EB LT lane and EB RT lane.
Little Road/River Crossing Blvd/Trouble Creek Road	F	5.9	Add 3rd thru lane NB and SB, 2nd NB & SB LT lanes, and convert WB RT lane to right/thru lane.
Little Road/DeCubellis Road/ Massachusetts Ave	F	4.8	Add 2nd EB LT lane and SB RT lane.
Starkey Blvd./River Crossing Blvd	F	1.6	Add 2nd LT lane with receiving lane EB and convert EB RT lane to right/thru lane.
East Lake Road/Trinity Blvd	E	4.8	Add 3rd WB LT lane with receiving lane.
East Lake Road/Keystone Road	F	1.6	Add 3rd NB, SB, EB, and WB thru lanes, 2nd NB & SB LT lanes, 3rd EB LT and provide free flow EB RT lane, provide new signal.
S.R. 54/Drive 3	F	100	Signalize when warranted by MUTCD
Little Road/Mercy Way	D (v/c = 1.05)	99.6	Add 2nd SB LT lane
ACRONYM LISTING:			
EB - East Bound	NB - North Bound	RT - Right Turn	MUTCD - Manual on Traffic Control Devices
SB - South Bound	WB - West Bound	LT - Left-Turn	

18. Proportionate share calculations have been provided by the applicant indicating an amount of \$4,294,593.

RECOMMENDED ACTION

Indicate to Pasco County and the Florida Department of Community Affairs that the proposal is presumed to create a Substantial Deviation, as defined above. However, it is the opinion of this agency that no unmitigated regional impacts would be expected upon inclusion of the recommendations/representations stated in the Discussion above within the amendatory language, as may be appropriate.

EXHIBIT 1
GENERAL LOCATION MAP



EXHIBIT C

Legal Description

THIS IS NOT A SURVEY

THERE MAY BE ADDITIONAL RESTRICTIONS AFFECTING THIS PROPERTY THAT MAY BE FOUND IN THE PUBLIC RECORDS OF THIS COUNTY.

THIS LEGAL DESCRIPTION AND SKETCH WAS PREPARED WITHOUT THE BENEFIT OF A TITLE COMMITMENT.

BEARINGS ARE BASED UPON THE SOUTH LINE OF THE NE 1/4 OF SECTION 26, TOWNSHIP 26 SOUTH, RANGE 16 EAST, PASCO COUNTY, FLORIDA, BEING N89°31'39"W.

LEGAL DESCRIPTION:

A parcel of land being a portion of Sections 23, 24, 25 and 26, Township 26 South, Range 16 East, Pasco County, Florida, being more particularly described as follows:

COMMENCE at the Southeast corner of the Northeast 1/4 of Section 26, Township 26 South, Range 16 East, Pasco County, Florida; thence N89°31'39"W, along the South line of said Northeast 1/4 of Section 26 (being the basis of bearings for this legal description), for 50.17 feet to the point of intersection with the Easterly Right-of-Way line of Little Road, according to Official Records Book 1469, page 1422 of the Public Records of Pasco County, Florida; thence leaving said South line of the Northeast 1/4 of Section 26, N00°34'54"E, along said Easterly Right-of-Way line of Little Road, according to Official Records Book 1469, page 1422, for 0.10 feet; thence N00°39'53"E, continuing along said Easterly Right-of-Way line of Little Road, according to Official Records Book 1469, page 1422, for 1,676.22 feet to the Southwest corner of that certain property as described in Official Records Book 6048, page 624 of the Public Records of Pasco County, Florida, same being the POINT OF BEGINNING; thence the following four (4) courses along said Easterly Right-of-Way line of Little Road, according to Official Records Book 1469, page 1422: (1) thence continue N00°39'53"E, for 970.40 feet; (2) thence N00°00'53"W, for 231.35 feet to the point of curvature of a curve concave Easterly; (3) thence Northerly along the arc of said curve, having a radius of 1,100.00 feet, a central angle of 09°00'00", an arc length of 172.79 feet, and a chord bearing N04°29'09"E for 172.61 feet to the point of tangent; (4) thence N08°59'09"E, for 80.09 feet to the point of intersection with the Easterly Right-of-Way line of Little Road, according to Official Records Book 5394, page 1717 of the Public Records of Pasco County, Florida; thence the following four (4) courses along said Easterly Right-of-Way line of Little Road, according to Official Records Book 5394, page 1717 and the Easterly Right-of-Way line of Little Road, according to Official Records Book 1799, page 1788 of the Public Records of Pasco County, Florida, respectively: (1) thence S81°00'54"E, for 13.00 feet; (2) thence N08°59'06"E, for 248.72 feet to the point of curvature of a curve concave Westerly; (3) thence Northerly along the arc of said curve, having a radius of 1,233.00 feet, a central angle of 09°00'00", an arc length of 193.68 feet, and a chord bearing N04°29'06"E for 193.48 feet to the point of tangent; (4) thence N00°28'55"E, for 231.87 feet to the point of intersection with the Southerly Right-of-Way line of State Road 54 according to Official Records Book 3642, page 1264 of the Public Records of Pasco County, Florida; thence leaving said Easterly Right-of-Way line of Little Road, according to Official Records Book 1799, page 1788, N49°11'44"E, along said Southerly Right-of-Way line of State Road 54 according to Official Records Book 3642, page 1264, for 79.74 feet to the point of intersection with the Southerly Right-of-Way line of State Road 54 according to Official Records Book 3760, page 1578 of the Public Records of Pasco County, Florida; thence the following ten (10) courses along the Southerly Right-of-Way line of State Road 54 according to said Official Records Book 3760, page 1578, Official Records Book 3642, page 1264 of the Public Records of Pasco County, Florida.

NOTE: THE GEOMETRY PERTAINING TO THE PARCEL OF LAND DESCRIBED HEREIN IS BASED UPON RECORD DOCUMENTS AS NOTED HEREIN AND THAT CERTAIN ALTA/ACSM LAND TITLE SURVEY TITLED "PHASE I & PARCEL B", PREPARED BY FLORIDA DESIGN CONSULTANTS, INC, JOB NUMBER 238-04, DATED 5-29-02, LAST REVISED 9-16-02 AND IS SUBJECT TO AN ACCURATE FIELD LAND BOUNDARY SURVEY.

PREPARED FOR:

HOSPITAL CORPORATION OF AMERICA

SHEET DESCRIPTION:

MITCHELL RANCH PLAZA DRI

SCALE: NONE	DATE: 1-28-2010	DRAWN: LCS <i>h</i>	CALCED: LCS <i>h</i>	CHECKED: LCS <i>h</i>
JOB No.: 2005-29G	EPN: N/A	SECTION: 23, 24,25&26	TOWNSHIP: 26 S	RANGE: 16 E

SEE SHEETS 1-3 FOR LEGAL DESCRIPTION
SEE SHEETS 4-5 FOR SKETCH

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

Robert C. Wright, Jr.
ROBERT C. WRIGHT, JR.
PROFESSIONAL SURVEYOR AND MAPPER
LICENSE NUMBER LS 4965
STATE OF FLORIDA



FLORIDA DESIGN CONSULTANTS, INC.
ENGINEERS, ENVIRONMENTALISTS
SURVEYORS & PLANNERS

3030 Starkey Blvd.
New Port Richey, Florida 34655
(727) 849-7588

Certificate of Authorization: LB 6707
State of Florida

THIS IS NOT A SURVEY

THERE MAY BE ADDITIONAL RESTRICTIONS AFFECTING THIS PROPERTY THAT MAY BE FOUND IN THE PUBLIC RECORDS OF THIS COUNTY.

THIS LEGAL DESCRIPTION AND SKETCH WAS PREPARED WITHOUT THE BENEFIT OF A TITLE COMMITMENT.

BEARINGS ARE BASED UPON THE SOUTH LINE OF THE NE 1/4 OF SECTION 26, TOWNSHIP 26 SOUTH, RANGE 16 EAST, PASCO COUNTY, FLORIDA, BEING N89°31'39"W.

Official Records Book 5567, page 865 of the Public Records of Pasco County, Florida, said Official Records Book 3642, page 1264 and Official Records Book 4128, page 327 of the Public Records of Pasco County, Florida, respectively; (1) thence S89°32'52"E, for 607.24 feet; (2) thence N77°03'37"E, for 66.13 feet to the point of intersection with a non-tangent curve, concave Southerly; (3) thence Easterly along the arc of said curve, from a radial bearing of N00°43'52"W, having a radius of 29,027.11 feet, a central angle of 00°36'09", an arc length of 305.22 feet, and a chord bearing N89°34'12"E for 305.22 feet to the point of tangent; (4) thence N00°04'47"W, for 13.00 feet to the point of intersection with a non-tangent curve, concave Southerly; (5) thence Easterly along the arc of said curve, from a radial bearing of N00°07'43"W, having a radius of 29,040.11 feet, a central angle of 00°01'38", an arc length of 13.82 feet, and a chord bearing N89°53'06"E for 13.82 feet to the point of tangent; (6) thence N89°53'56"E, for 195.21 feet; (7) thence S00°07'26"E, for 13.00 feet; (8) thence N89°54'15"E, for 670.05 feet; (9) thence S89°55'10"E, for 611.17 feet; (10) thence N88°57'25"E, for 43.12 feet to the Northeast corner of that certain property as described in Official Records Book 4979, page 153 of the Public Records of Pasco County, Florida; thence leaving said Southerly Right-of-Way line of State Road 54 according to Official Records Book 4128, page 327, S00°00'08"W, along the East line of said certain property as described in Official Records Book 4979, page 153, for 1,650.56 feet to the Southeast corner of said certain property as described in Official Records Book 4979, page 153, same being the Northeast corner of that certain property as described in Official Records Book 6048, page 624 of the Public Records of Pasco County, Florida; thence the following eight (8) courses along the Easterly line of said certain property as described in Official Records Book 6048, page 624; (1) thence S58°31'13"W, for 9.29 feet; (2) thence S07°44'28"W, for 7.24 feet; (3) thence S15°26'38"W, for 99.52 feet; (4) thence S12°02'15"W, for 84.00 feet; (5) thence S13°13'56"W, for 114.46 feet; (6) thence S09°29'24"W, for 76.40 feet; (7) thence S10°08'55"W, for 98.58 feet; (8) thence S11°15'28"W, for 211.00 feet; thence leaving said Easterly line of that certain property as described in Official Records Book 6048, page 624, N90°00'00"W, for 634.29 feet to the point of intersection with the Southerly line of said certain property as described in Official Records Book 6048, page 624; thence the following fourteen (14) courses along said Southerly line of that certain property as described in Official Records Book 6048, page 624; (1) thence N70°18'15"W, for 16.75 feet; (2) thence N77°43'45"W, for 62.52 feet; (3) thence N81°41'15"W, for 44.80 feet; (4) thence S81°59'17"W, for 67.45 feet; (5) thence S87°25'04"W, for 54.38 feet; (6) thence S85°57'21"W, for 45.57 feet; (7) thence S71°18'17"W, for 35.14 feet to the point of curvature of a curve concave Northeasterly; (8) thence Northwesterly along the arc of said curve, having a radius of 48.00 feet, a central angle of 141°40'19", an arc length of 118.69 feet, and a chord bearing N37°51'34"W for 90.68 feet to the point of tangent; (9) thence N32°58'35"E, for 21.47 feet; (10) thence N37°36'30"E, for 44.46 feet; (11) thence N21°12'56"E, for 56.79 feet; (12) thence N12°30'35"E, for 86.41 feet; (13) thence N00°55'10"E, for 45.74 feet; (14) thence N07°53'53"E, for 60.35 feet to the point of intersection with a Westerly line of said certain property as described in Official Records Book 5567, page 865; thence the following eight (8) courses along

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PREPARED FOR:

HOSPITAL CORPORATION OF AMERICA

SHEET DESCRIPTION:

MITCHELL RANCH PLAZA DRI

SCALE: NONE	DATE: 1-28-2010	DRAWN: LCS <i>ls</i>	CALCED: LCS <i>ls</i>	CHECKED: LCS <i>ls</i>
JOB No.: 2005-29G	EPN: N/A	SECTION: 23, 24,25&26	TOWNSHIP: 26 S	RANGE: 16 E

SEE SHEETS 1-3 FOR LEGAL DESCRIPTION
SEE SHEETS 4-5 FOR SKETCH



FLORIDA DESIGN CONSULTANTS, INC.
ENGINEERS, ENVIRONMENTALISTS
SURVEYORS & PLANNERS
3030 Starkey Blvd.
New Port Richey, Florida 34655
(727) 849-7588
Certificate of Authorization: LB 6707
State of Florida

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LICENSED SURVEYOR AND MAPPER.

Robert C. Wright, Jr.
ROBERT C. WRIGHT, JR.
PROFESSIONAL SURVEYOR AND MAPPER
LICENSE NUMBER LS 4965
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said Westerly line of that certain property as described in Official Records Book 5567, page 865; (1) thence leaving said Southerly line of that certain property as described in Official Records Book 6048, page 624, continue N07°53'53"E, for 33.59 feet; (2) thence N12°26'06"E, for 80.64 feet; (3) thence N23°39'13"E, for 53.06 feet; (4) thence N06°11'44"W, for 69.13 feet; (5) thence N50°50'10"W, for 76.17 feet; (6) thence N85°43'27"W, for 24.18 feet; (7) thence N66°42'23"W, for 33.23 feet; (8) thence N71°26'59"W, for 43.78 feet to the point of intersection with said Southerly line of that certain property as described in Official Records Book 6048, page 624; thence the following forty-three (43) courses along said Southerly line of that certain property as described in Official Records Book 6048, page 624; (1) thence leaving said Westerly line of that certain property as described in Official Records Book 5567, page 865, continue N71°26'59"W, along said line, for 12.21 feet; (2) thence N84°23'47"W, for 97.63 feet; (3) thence S71°18'14"W, for 28.68 feet; (4) thence N85°09'00"W, for 54.45 feet; (5) thence S00°01'08"W, for 25.34 feet; (6) thence N85°09'45"W, for 8.49 feet; (7) thence S88°18'16"W, for 34.63 feet; (8) thence S78°30'34"W, for 35.50 feet; (9) thence S66°50'37"W, for 50.30 feet; (10) thence S56°32'09"W, for 60.92 feet; (11) thence S36°59'50"W, for 42.36 feet; (12) thence S41°12'08"W, for 47.44 feet; (13) thence S28°51'10"W, for 61.44 feet; (14) thence S16°34'00"W, for 27.39 feet; (15) thence S29°16'36"E, for 20.68 feet; (16) thence S11°49'33"E, for 23.79 feet; (17) thence S01°47'50"E, for 88.47 feet; (18) thence S29°48'20"W, for 83.05 feet; (19) thence S43°16'50"W, for 53.31 feet; (20) thence S65°49'10"W, for 69.44 feet; (21) thence S88°05'57"W, for 43.43 feet; (22) thence N86°00'14"W, for 76.43 feet; (23) thence N68°40'45"W, for 62.38 feet; (24) thence S85°08'48"W, for 73.00 feet; (25) thence N86°55'58"W, for 55.62 feet; (26) thence N83°05'13"W, for 30.48 feet; (27) thence N83°07'44"W, for 47.35 feet; (28) thence S85°23'43"W, for 40.35 feet; (29) thence N80°45'07"W, for 43.89 feet; (30) thence N78°47'05"W, for 44.75 feet; (31) thence N77°34'39"W, for 38.16 feet; (32) thence N78°28'56"W, for 36.11 feet; (33) thence N89°09'26"W, for 28.16 feet; (34) thence N40°46'34"W, for 26.00 feet; (35) thence N73°34'27"W, for 38.71 feet; (36) thence S38°28'40"W, for 33.56 feet; (37) thence S74°48'43"W, for 35.05 feet; (38) thence S78°33'32"W, for 30.18 feet; (39) thence S16°18'48"W, for 30.00 feet; (40) thence N88°07'51"W, for 29.68 feet; (41) thence S24°22'48"W, for 34.61 feet; (42) thence S44°16'24"W, for 33.24 feet; (43) thence N89°55'08"W, for 74.75 feet to the POINT OF BEGINNING.

Containing 5,518,266 square feet or 126.682 acres, more or less.

Error of closure: 0.0164 feet (LCS)

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PREPARED FOR:

HOSPITAL CORPORATION OF AMERICA

SHEET DESCRIPTION:

MITCHELL RANCH PLAZA DRI

SCALE: NONE	DATE: 1-28-2010	DRAWN: LCS <i>h</i>	CALCED: LCS <i>h</i>	CHECKED: LCS <i>h</i>
JOB No.: 2005-29G	EPN: N/A	SECTION: 23, 24,25&26	TOWNSHIP: 26 S	RANGE: 16 E

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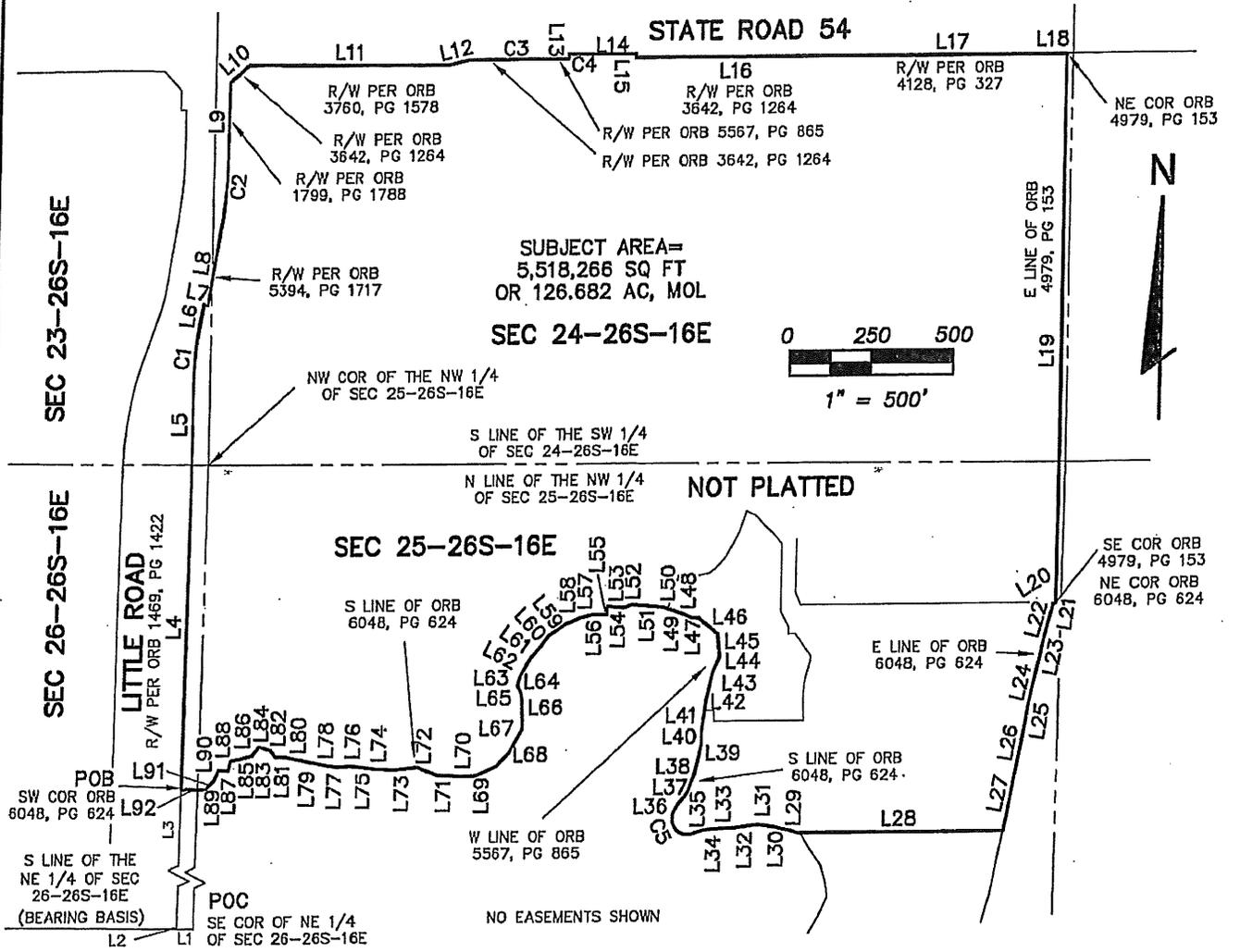
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PREPARED FOR: **HOSPITAL CORPORATION OF AMERICA**

SHEET DESCRIPTION: **MITCHELL RANCH PLAZA DRI**

SCALE: 1" = 500'	DATE: 1-28-2010	DRAWN: LCS [Signature]	CALCED: LCS [Signature]	CHECKED: LCS [Signature]
JOB No.:	EPN:	SECTION: 23, 24,25&26	TOWNSHIP: 26 S	RANGE: 16 E
2005-29G	N/A			

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LINE TABLE		
LINE	BEARING	LENGTH
L1	N89°31'39"W	50.17'
L2	N00°34'54"E	0.10'
L3	N00°39'53"E	1676.22'
L4	N00°39'53"E	970.40'
L5	N00°00'53"W	231.35'
L6	N08°59'09"E	80.09'
L7	S81°00'54"E	13.00'
L8	N08°59'06"E	248.72'
L9	N00°28'55"E	231.87'
L10	N49°11'44"E	79.74'
L11	S89°32'52"E	807.24'
L12	N77°03'37"E	66.13'
L13	N00°04'47"W	13.00'
L14	N89°53'56"E	195.21'
L15	S00°07'26"E	13.00'
L16	N89°54'15"E	670.05'
L17	S89°55'10"E	611.17'
L18	N88°57'25"E	43.12'
L19	S00°00'08"W	1650.56'
L20	S58°31'13"W	9.29'
L21	S07°44'28"W	7.24'
L22	S15°26'38"W	99.52'
L23	S12°02'15"W	84.00'
L24	S13°13'56"W	114.46'
L25	S09°29'24"W	76.40'
L26	S10°08'55"W	98.58'
L27	S11°15'28"W	211.00'
L28	N90°00'00"W	634.29'
L29	N70°16'15"W	16.75'
L30	N77°43'45"W	62.52'
L31	N81°41'15"W	44.80'
L32	S81°59'17"W	67.45'
L33	S87°25'04"W	54.38'
L34	S85°57'21"W	45.57'
L35	S71°18'17"W	35.14'
L36	N32°58'35"E	21.47'
L37	N37°36'30"E	44.46'
L38	N21°12'56"E	56.79'
L39	N12°30'35"E	86.41'
L40	N00°55'10"E	45.74'
L41	N07°53'53"E	60.36'
L42	N07°53'53"E	33.59'

LINE TABLE		
LINE	BEARING	LENGTH
L43	N12°26'06"E	80.64'
L44	N23°39'13"E	53.06'
L45	N06°11'44"W	69.13'
L46	N50°50'10"W	76.17'
L47	N85°43'27"W	24.18'
L48	N66°42'23"W	33.23'
L49	N71°26'59"W	43.78'
L50	N71°26'59"W	12.21'
L51	N84°23'47"W	97.63'
L52	S71°18'14"W	28.68'
L53	N85°09'00"W	54.45'
L54	S00°01'08"W	25.34'
L55	N85°09'45"W	8.49'
L56	S88°18'16"W	34.63'
L57	S78°30'34"W	35.50'
L58	S66°50'37"W	50.30'
L59	S56°32'09"W	60.92'
L60	S36°59'50"W	42.36'
L61	S41°12'08"W	47.44'
L62	S28°51'10"W	61.44'
L63	S16°34'00"W	27.39'
L64	S29°16'36"E	20.68'
L65	S11°49'33"E	23.79'
L66	S01°47'50"E	88.47'
L67	S29°48'20"W	83.05'
L68	S43°16'50"W	53.31'
L69	S65°49'10"W	69.44'
L70	S88°05'57"W	43.43'
L71	N86°00'14"W	76.43'
L72	N68°40'45"W	62.38'
L73	S85°08'48"W	73.00'
L74	N86°55'58"W	55.62'
L75	N83°05'13"W	30.48'
L76	N83°07'44"W	47.35'
L77	S85°23'43"W	40.35'
L78	N80°45'07"W	43.89'
L79	N78°47'05"W	44.75'
L80	N77°34'39"W	38.16'
L81	N78°28'56"W	36.11'
L82	N89°09'26"W	28.16'
L83	N40°46'34"W	26.00'
L84	N73°34'27"W	38.71'

LINE TABLE		
LINE	BEARING	LENGTH
L85	S38°28'40"W	33.56'
L86	S74°48'43"W	35.05'
L87	S78°33'32"W	30.18'
L88	S16°18'48"W	30.00'
L89	N88°07'51"W	29.68'
L90	S24°22'48"W	34.61'
L91	S44°16'24"W	33.24'
L92	N89°55'08"W	74.75'

LEGEND

- AC = Acre(s)
- COR = Corner
- E = East(ery)
- FT = Feet
- MOL = More or Less
- N = North(ery)
- ORB = Official Records Book
- POB = Point of Beginning
- POC = Point of Commencement
- PG = Page(s)
- R/W = Right-of-Way
- S = South(ery)
- SEC = Section
- SQ = Square
- W = West(ery)

CURVE TABLE						
CURVE	RADIUS	LENGTH	CHORD	BEARING	DELTA	RADIAL BEARING
C1	1100.00'	172.79'	172.61'	N04°29'09"E	09°00'00"	
C2	1233.00'	193.68'	193.48'	N04°29'06"E	09°00'00"	
C3	29027.11'	305.22'	305.22'	N89°34'12"E	00°36'09"	N00°43'52"W
C4	29040.11'	13.82'	13.82'	N89°53'06"E	00°01'38"	N00°07'43"W
C5	48.00'	118.69'	90.68'	N37°51'34"W	141°40'19"	

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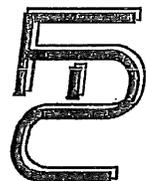
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EXHIBIT D

Developer Commitments
Pages 3-6 of the TBRPC
Final NOPC Report

deviation.

"changes to a setback that do not affect noise buffers, environmental protection or mitigation areas, or archaeological or historical resources" is not a substantial deviation.

"changes in the configuration of internal roads that do not affect external access points" is not a substantial deviation.

"Except for the change authorized by subparagraph 2.f., any addition of land not previously reviewed or any change not specified in paragraph (b) or paragraph (c) shall be presumed to create a substantial deviation. This presumption may be rebutted by clear and convincing evidence."
[underline has been added to express intended provisions of current application]

DISCUSSION

The following statements serve as representations made by, or on behalf of, the applicant or are statements or recommendations made by Tampa Bay Regional Planning Council staff. These references/recommendations were relied upon by the Tampa Bay Regional Planning Council to determine that no further information would be required in conjunction with the current proposal:

1. Pending approval of the NOPC, as proposed, the revised development schedule will be as follows:

BUILDOUT	RETAIL (Sq. Ft.)	MEDICAL OFFICE (Sq. Ft.)	HOSPITAL (Beds)	HOTEL (Rooms)	DAY CARE (Sq. Ft.)	High Turnover RESTAURANT
Dec. 15, 2025	370,990	212,000	375	240	5,000	8,000

2. Although 358,655 sq. ft. of Retail is currently approved, 370,990 sq. ft. of Retail has already been constructed. The Developer alleged that *"an error in reporting the amount of retail development was made in the second NOPC submitted to Pasco County and the TBRPC in August, 2005. The incorrect retail amount was subsequently approved in the second amended DO which was approved by Pasco County on December 6, 2005."* The resulting reduction approved for Retail at that time was less than actually existed. (November 11, 2009 correspondence/Page 3/Response 5.a.)
3. *The existing stormwater system for the hospital/medical office site received a permit [#49023007.0 16] dated March 2, 2006 from SWFWMD to construct the ponds.* The existing stormwater system was intended to accommodate the redesigned eastern portion of the project. (February 22, 2010 Correspondence/Page 1/Response to TBRPC #2)
4. The proposed 8,000 sq. ft. Restaurant was analyzed as a *"high turnover sit-down restaurant"* (ITE LUC 932). (February 22, 2010 Correspondence/Page 2/Response to TBRPC #3)
5. *There are only two remaining parcels for development within the DRI: the parcel owned by HCA Health Services which comprises the largest development parcel [denoted as light blue on the attached proposed Master Development Plan] and the parcel owned by AIG Baker MRP LLC [denoted as yellow on the attached proposed Master Development Plan].* (February 22, 2010 Correspondence/Page 3/Response to

TBRPC #4)

6. *In addition to changing the frequency of reports from annual to biennial, the Applicant proposes to conduct biennial traffic monitoring which would be submitted with each report. If this request is approved, the Development Order should be modified to require that the counts be within 90 days of Biennial Report submittal to ensure that they are current. (February 22, 2010 Correspondence/Page 4/Response to TBRPC #6)*
7. *There are no changes proposed for the project's external access points in terms of either number or location. (February 22, 2010 Correspondence/Page 5/Response to TBRPC #7)*
8. *The traffic analysis for this NOPC application considered a 100-bed Assisted Living Facility [ALF] as a replacement for a 240-room Hotel, see Table 21-4 of the NOPC traffic study... the project's [proposed] trade-off mechanism includes the ALF as "Assisted Living" and will be used if this land use is to be constructed on site. (February 22, 2010 Correspondence/Page 5/Response to TBRPC #8)*
9. *On the current Map H approved by Resolution 06-38 on December 6, 2005, the DRI boundary was inadvertently shown as smaller than the DRI boundary originally adopted. The revised Map H included in this Sufficiency Response restores the graphic portrayal of the DRI boundary to coincide with the originally approved boundary. (February 22, 2010 Correspondence/Page 6/Response to TBRPC #11)*
10. *The Applicant intends to keep the four0year span between the build-out date and expiration date at the extended timeframes... (February 22, 2010 Correspondence/Page 8/Response to TBRPC #18)*
11. *The approved number of project trips needs to be revised to those used in this NOPC traffic analysis. As indicated in Table 21-6, the p.m. peak hour trips include 3,102 trip generated, 2,738 external trips that would be recorded at the driveways, and 2,292 net external trips once pass-by capture trips are removed. (February 22, 2010 Correspondence/Page 8/Response to TBRPC #19)*
12. The Applicant has proposed the following Land Use Equivalency Matrix provisions which shall be recognized and included within the Amendment. It shall also be recognized that the Matrix shall only apply to Parcel 1 (owned by HCA Health Services of Florida, Inc.) and Parcel 2 (owned by AIG Baker MRP LLC). It is acknowledged that Pasco County may further refine the "minimums" and "maximums" associated with each of the project uses but drastic changes are not anticipated (February 22, 2010 Correspondence/Page 35/Table 21-18 Revised). The Tampa Bay Regional Planning Council and the Florida Department of Community Affairs shall be notified of any/all proposed (future) conversions of approved land uses a minimum of 14 days prior to consideration by the Pasco County Development Review Committee. Any approved conversion(s) shall be additionally recognized in the next Biennial Report to be submitted.

I CHANGE FROM I									
I CHANGE TO I		HOTEL (1 Room)	ASSISTED LIVING (1 Bed)	HOSPITAL (1 Bed)	MEDICAL OFFICE (1,000 SF)	DAY CARE (1,000 SF)	RESTA- URANT - [High Turnover] (1,000 SF)	MINI- MUM	MAXI- MUM
	HOTEL (1 Room)			2.0589	4.3486	19.6737	17.5658	0 Rms.	336 Rms.
	ASST LIVING (1 Bed)	1.5901		3.2739	6.9146	31.2830	27.9312	0 Beds	140 Beds
	HOSPITAL (1 Bed)	0.4857			2.1120	9.5552	8.5314	225 Beds	525 Beds
	MED. OFFICE (1,000 Sq. Ft.)	0.2300		0.4735		4.5242	4.0394	73,200 SF	170,800 SF
	DAY CARE (1,000 Sq. Ft.)	0.0508		0.1047	0.2210		0.8929	3,000 SF	7,000 SF
	RESTAURANT (1,000 Sq. Ft.)	0.0569		0.1172	0.2476	1.1200		4,800 SF	11,200 SF

12. *This NOPC proposes to eliminate that restriction [i.e. "No Vertical Development" along projects S.R. 54 frontage] and allow new entitlements in the amount of 27,000 sq. ft. of Medical Office use and 8,000 sq. ft. of Restaurant use along the development parcels fronting S.R. 54. The traffic study evaluated the proposed new entitlements as a 15,000 sq. ft. Medical/Dental Office, a 12,000 sq. ft. Medical/Dental Office and a 8,000 sq. ft. High-Turnover sit-down Restaurant. (February 22, 2010 Correspondence/Revised NOPC Application/No Page #/Response 5.c.)*
13. *It should be noted that there are no proposed changes to the approved access points for the DRI. There are three driveways on Little Road and four driveways of S.R. 54, all of which have been constructed. This NOPC does not propose any change to the existing access points. A traffic signal currently exists at the Little Road/Mercy Way intersection and a second signal has been approved for the S.R. 54/Driveway 3 intersection. This second intersection will be signaled when warranted. (February 22, 2010 Correspondence/Revised NOPC Application/No Page #/follows Response 5.j.)*
14. The Applicant has projected Utility Demand estimates reflective of the proposed increases in Retail and Medical Office as well as establishment of limited Day Care and Restaurant entitlements. These estimates portray anticipated increases of 22,157 gallons per day (gpd) of potable water demand, 18,034 gpd of wastewater generation and 683 additional pounds of solid waste per day (February 22, 2010 Correspondence/Supplemental Document/Item II.E. - Analysis of Utility Demands). Pasco County Utilities shall ensure ability to meet these additional anticipated demands prior to potential approval of increased entitlements.
15. The following constitutes a reference to the number of approved project trips:

<u>Estimated Trip Generation following project completion:</u>	
P.M. Peak Hour Trips:	3,102 (1,327 Inbound/1,775 Outbound)
Net Ext. P.M. Peak Hour Trips:	2,292 (922 Inbound/1,370 Outbound)

Source: Mitchell Ranch Plaza DRI NOPC, November 11, 2009

16. The following constitutes the anticipated project traffic percentages on the impacted roadway links:

LOCATION	Total Traffic LOS Prior to Improvement	Project Traffic Contribution (%)	Required Improvement
Little Road: Old C.R. 54 to River Crossing Blvd/Trouble Creek Rd	F	8.4 NB/5.7 SB	Add 3rd NB/SB thru lanes

17. The following constitutes the anticipated project traffic percentages on the impacted roadway intersections:

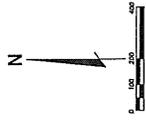
LOCATION	Total Traffic LOS Prior To Improvement	Project Traffic Contribution (%)	Required Improvement
S.R. 54/Madison St	F	5.2	Add NB & SB RT lanes, restripe and add receiving lanes for 2nd EB & WB LT lanes.
S.R. 54/Seven Springs Blvd/ Rowan Road	F	6.1	Widen to add 4th EB & WB thru lane, add 3rd NB & SB thru lane, add 3rd NB, SB, EB & WB LT lanes, provide new signal.
S.R. 54/Old C.R. 54	F	9.5	Add EB LT lane w/receiving lane.
S.R. 54/Little Road	F	11.1	Add 3rd NB, SB, EB, and WB LT lanes and 2nd EB & WB RT lanes, provide new signal.
S.R. 54/Starkey Blvd	D (v/c>1)	47.4	Add 2nd SB LT lane
S.R. 54/Trinity Blvd.	F	4.8	Signalize when warranted by MUTCD.
S.R. 54/Gunn Hwy	F	24.7	Add 2nd NB LT lane and restripe to add 2nd WB LT lane.
Little Road/Trinity Blvd	F	17.4	Add 2nd EB LT lane
Little Road/Jaguar Trail	E (AM)	86.8	Add 2nd EB LT lane
Little Road/Old C.R. 54	F	10.6	Add 2nd EB LT lane and EB RT lane.
Little Road/River Crossing Blvd/Trouble Creek Road	F	5.9	Add 3rd thru lane NB and SB, 2nd NB & SB LT lanes, and convert WB RT lane to right/thru lane.
Little Road/DeCubellis Road/ Massachusetts Ave	F	4.8	Add 2nd EB LT lane and SB RT lane.
Starkey Blvd./River Crossing Blvd	F	1.6	Add 2nd LT lane with receiving lane EB and convert EB RT lane to right/thru lane.
East Lake Road/Trinity Blvd	E	4.8	Add 3rd WB LT lane with receiving lane.
East Lake Road/Keystone Road	F	1.6	Add 3rd NB, SB, EB, and WB thru lanes, 2nd NB & SB LT lanes, 3rd EB LT and provide free flow EB RT lane, provide new signal.
S.R. 54/Drive 3	F	100	Signalize when warranted by MUTCD
Little Road/Mercy Way	D (v/c = 1.05)	99.6	Add 2nd SB LT lane
ACRONYM LISTING:			
EB - East Bound	NB - North Bound	RT - Right Turn	MUTCD - Manual on Traffic Control Devices
SB - South Bound	WB - West Bound	LT - Left-Turn	

18. Proportionate share calculations have been provided by the applicant indicating an amount of \$4,294,593.

RECOMMENDED ACTION

EXHIBIT E

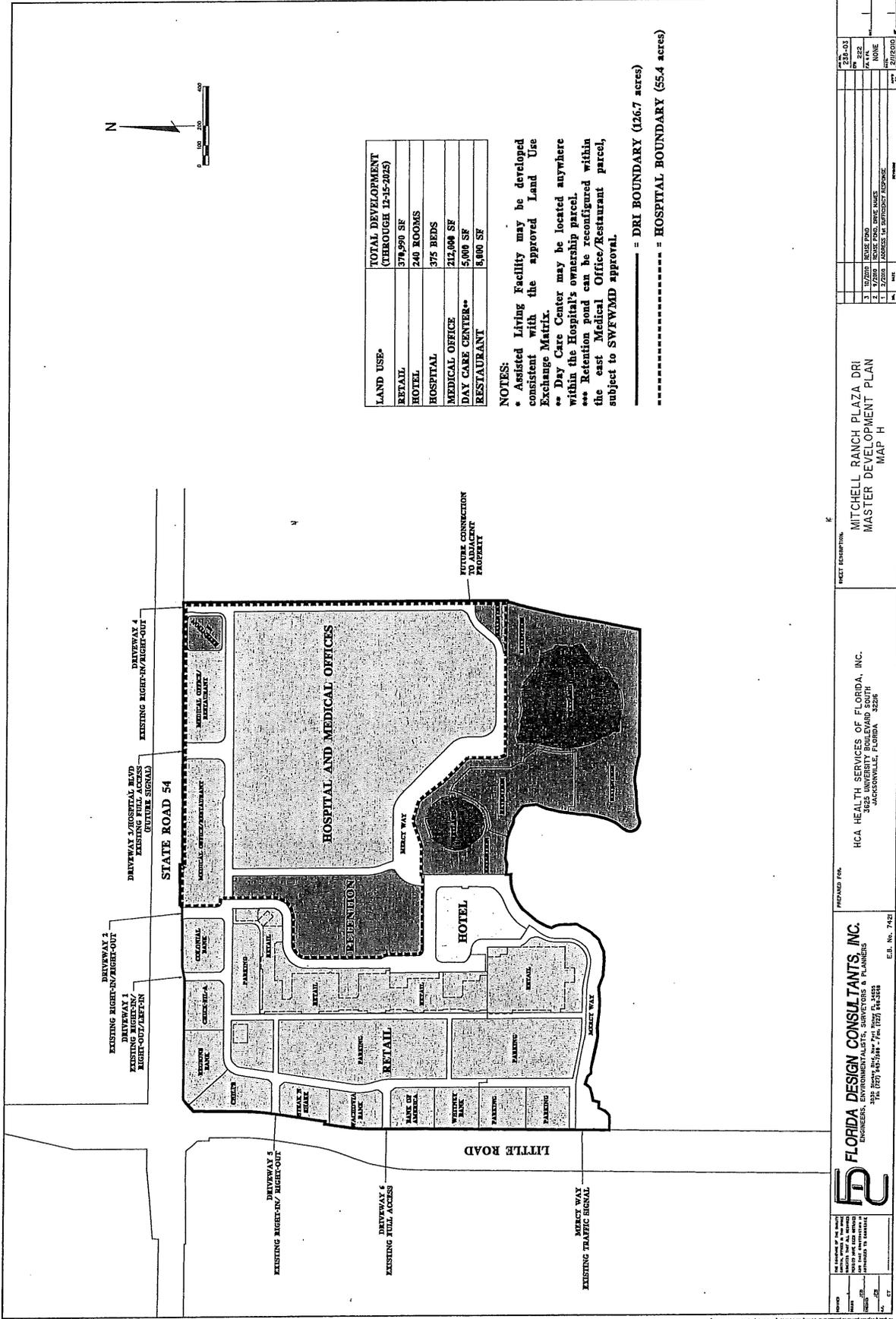
Map H



LAND USE*	TOTAL DEVELOPMENT (THROUGH 12-15-2025)
RETAIL	379,990 SF
HOTEL	240 ROOMS
HOSPITAL	375 BEDS
MEDICAL OFFICE	212,000 SF
DAY CARE CENTER**	5,000 SF
RESTAURANT	8,400 SF

NOTES:
 * Assisted Living Facility may be developed consistent with the approved Land Use Exchange Matrix.
 ** Day Care Center may be located anywhere within the Hospital's ownership parcel.
 *** Retention pond can be reconfigured within the east Medical Office/Restaurant parcel, subject to SWFWMD approval.

----- = DRI BOUNDARY (126.7 acres)
 ----- = HOSPITAL BOUNDARY (55.4 acres)



PREPARED FOR: HCA HEALTH SERVICES OF FLORIDA, INC. 3625 UNIVERSITY BOULEVARD SOUTH JACKSONVILLE, FLORIDA 32216		PROJECT DESCRIPTION: MITCHELL RANCH PLAZA DRI MASTER DEVELOPMENT PLAN MAP H																																		
PREPARED BY: FLORIDA DESIGN CONSULTANTS, INC. ENGINEERS, ENVIRONMENTALISTS, SURVEYORS & PLANNERS 398 WEST 4TH STREET, 7TH FLOOR JACKSONVILLE, FLORIDA 32202 E.B. No. 7492		<table border="1"> <tr> <th>NO.</th> <th>DATE</th> <th>DESCRIPTION</th> </tr> <tr> <td>1</td> <td>12/20/20</td> <td>ISSUE FOR PERMIT</td> </tr> <tr> <td>2</td> <td>12/20/20</td> <td>ISSUE FOR PERMIT</td> </tr> <tr> <td>3</td> <td>12/20/20</td> <td>ISSUE FOR PERMIT</td> </tr> <tr> <td>4</td> <td>12/20/20</td> <td>ISSUE FOR PERMIT</td> </tr> <tr> <td>5</td> <td>12/20/20</td> <td>ISSUE FOR PERMIT</td> </tr> <tr> <td>6</td> <td>12/20/20</td> <td>ISSUE FOR PERMIT</td> </tr> <tr> <td>7</td> <td>12/20/20</td> <td>ISSUE FOR PERMIT</td> </tr> <tr> <td>8</td> <td>12/20/20</td> <td>ISSUE FOR PERMIT</td> </tr> <tr> <td>9</td> <td>12/20/20</td> <td>ISSUE FOR PERMIT</td> </tr> <tr> <td>10</td> <td>12/20/20</td> <td>ISSUE FOR PERMIT</td> </tr> </table>		NO.	DATE	DESCRIPTION	1	12/20/20	ISSUE FOR PERMIT	2	12/20/20	ISSUE FOR PERMIT	3	12/20/20	ISSUE FOR PERMIT	4	12/20/20	ISSUE FOR PERMIT	5	12/20/20	ISSUE FOR PERMIT	6	12/20/20	ISSUE FOR PERMIT	7	12/20/20	ISSUE FOR PERMIT	8	12/20/20	ISSUE FOR PERMIT	9	12/20/20	ISSUE FOR PERMIT	10	12/20/20	ISSUE FOR PERMIT
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EXHIBIT F

Land Use Equivalency Matrix

Table 21-18 (Revised). Trade-off Mechanism

Change From	Change To					
	Hotel	Assd Lvg	Hospital	Med Office	Day Care	HT Rest
Hotel	NA	1.5901	0.4857	0.2105	0.0508	0.0569
Assisted Living	0.6289	NA	0.3054	0.1324	0.0320	0.0358
Hospital	2.0589	3.2739	NA	0.4335	0.1047	0.1172
Medical-Dental Office	4.7498	7.5526	2.3069	NA	0.2414	0.2704
Day Care	19.6737	31.2830	9.5552	4.1420	NA	1.1200
HT Sit-Down Restaurant	17.5658	27.9312	8.5314	3.6982	0.8929	NA

Trade-off Rates

Trade-off rates based on the following trip generation

Land Use	Size	Units	PM Peak Hour Total	Rate (Trips/Unit)
Hotel	240	Room	152	0.6333
Assisted Living	100	Beds	40	0.3983
Hospital	375	Beds	489	1.3040
Medical-Dental Office	122,000	1,000 Sq. Ft.	367	3.0082
Day Care Center	5,000	1,000 Sq. Ft.	62	12.4600
High-Turnover Sit-Down Restaurant	8,000	1,000 Sq. Ft.	89	11.1250

Example 1: Trade-off 50 rooms of Hotel for Assisted Living = 50 x 1.5901

Example 2: Trade-off 1,000 SF of HT Rest. for Day Care = 1,000 x 0.8929

Date: 6/3/2010

T:\238-04\Mitchell Ranch Plaza DR\12009 Update\Sufficiency Response 2\MRP 2009 Suff Resp 2.xls\Trade Off

Minimum and Maximum Development Sizing

Land Use	Units	Analyzed Size	Minimum	Maximum
Hotel	Room	240	0	336
Assisted Living	Beds	100	0	140
Hospital	Beds	375	225	525
Medical-Dental Office*	1,000 Sq. Ft.	122,000	73,200	260,800
Day Care Center	1,000 Sq. Ft.	5,000	0	7,000
High-Turnover Sit-Down Restaurant	1,000 Sq. Ft.	8,000	0	11,200

Note: Max. for Medical-Dental Office includes building under constn.

EXHIBIT G

Proportionate Share Calculation

Table 21-16 (Revised). Mitchell Ranch Plaza DRI Proportionate Share Calculation for Links and Total (Including Pipeline Project)

Road / Intersection	Improvement	Impr No.	Project Traffic	Before Capacity	After Imp. Capacity	Capacity Increase	Cost	Percent Contribution	Total Prop Share Ph 1 & 2
SR 54 at Madison	Add NB and SB right turn lanes	1a					\$ 341,407		\$ 17,751
	Restripe to add left turn lane WB (2)	11a	60	6,257	7,411	1,154	\$ 20,000	5.2%	\$ 1,040
	Receiving lane for WB left turn	4a					\$ 441,634		\$ 22,962
	NB through lane for 0.50 mi long (3)	8a					\$ 3,224,694		\$ 167,979
SR 54 at Seven Springs Blvd	SB through lane for 0.50 mi long (3)	8a					\$ 3,224,694		\$ 167,979
	EB through lane 0.50 mi long (4)	5					\$ 5,340,347		\$ 278,187
	WB through lane 0.50 mi long (4)	5					\$ 5,340,347		\$ 278,187
	Move thru lanes to provide left turn lanes	4	132	8,140	10,674	2,534	\$ 4,067,119	5.2%	\$ 211,863
	EB, + WB	4					\$ 4,067,119		\$ 211,863
SR 54 at Old CR 54	Move thru lanes to provide left turn lanes	6a					\$ 2,912,489		\$ 151,716
	NB, + SB	6					\$ 363,492		\$ 18,935
	Provide new traffic signal	3					\$ 121,971		\$ 11,585
SR 54 at Little Rd	EB left turn lane (2)	4a	157	7287	8940	1653	\$ 441,634	9.5%	\$ 41,946
	Receiving lane for EB left turn lane	4a					\$ 4,067,119		\$ 438,463
	Move thru lanes to provide left turn lanes	4					\$ 2,912,489		\$ 313,986
	NB, + SB	6a	319	8,784	11,743	2,959	\$ 5,340,347	10.8%	\$ 575,725
SR 54 at Starkey Blvd	EB through lane 0.50 mi long (4)	5					\$ 5,340,347		\$ 575,725
	WB through lane 0.50 mi long (4)	5					\$ 961,590		\$ 103,666
	Right turn lanes EB + WB (2)	1					\$ 363,492		\$ 39,187
	Provide new traffic signal	6					\$ 75,285		\$ 35,702
	SB left turn lane (2)	5a	92	8,292	8486	194	\$ 363,492	47.4%	\$ 35,702
	Signal (Based on increase in traffic)	6	65	1,283	1348		\$ 363,492	4.8%	\$ 17,527
SR 54 at Gunn Hwy	Add right turn lane and convert existing right to NB left turn lane NB (2)	3a					\$ 141,660		\$ 33,973
	Restripe to add left turn lane WB (2)	11a					\$ 20,000		\$ 4,796
	Receiving lane for WB left turn lane	4a					\$ 441,634		\$ 105,912
	EB left turn lane (2)	7a	48	5,671	5,947	276	\$ 59,364	17.4%	\$ 10,324
Little Rd at Jaguar Trail	EB left turn lane (2) (Uses AM analysis)	7a	131	5,463	5,614	151	\$ 59,364	86.8%	\$ 51,501
	SB left turn lane (2)	7a	284	6,036	6,321	285	\$ 59,364	99.6%	\$ 59,155
	EB left turn lane (2)	7a	135	5,150	6,426	1,276	\$ 141,660	10.6%	\$ 14,988
Little Rd at Cypress Lakes Blvd/Heritage Lake Blvd	EB right turn lane (1)	3a					In Link Impr.		
	NB through lane (3)	NA					In Link Impr.		
	SB through lane (3)	NA					In Link Impr.		
	SB through lane (3)	NA					In Link Impr.		
Little Rd at Rancho Del Rio Dr	NB through lane (3)	NA					In Link Impr.		
	SB through lane (3)	NA					In Link Impr.		
	NB through lane (3)	NA					In Link Impr.		
	SB through lane (3)	NA					In Link Impr.		
Little Rd at River Crossing Blvd/ Trouble Creek Rd	NB left turn lane (2)	5a	97	5,883	7,524	1,641	\$ 75,285	5.9%	\$ 4,450
	SB left turn lane (2)	5a					\$ 75,285		\$ 4,450
	Restripe WB right to right/thru lane	11a					\$ 20,000		\$ 1,182
	EB left turn lane (2)	6a	65	6,044	7,391	1,347	\$ 2,912,489	4.8%	\$ 140,543
	SB right turn lane (1)	2a					\$ 344,300		\$ 16,614
Starkey Blvd at River Crossing	EB left turn lane (2)	7a					\$ 59,364		\$ 929
	Receiving lane for WB left turn lane	4a					\$ 441,634		\$ 6,913
	Restripe EB right to right/through lane	11a					\$ 20,000		\$ 313
	WB left turn lane (3)	7a	64	5,959	7,284	1,325	\$ 59,364	4.8%	\$ 2,867
East Lake Rd at Trinity Blvd	Receiving lane for WB left	4a	64	5,959	7,284	1,325	\$ 441,634	4.8%	\$ 21,332
	NB + SB through lanes (3)	8a					\$ 5,203,953		\$ 85,288
	EB + WB through lanes (3)	8a					\$ 5,203,953		\$ 85,288
	NB + SB left turn lanes (2)	7a					\$ 118,727		\$ 1,946
East Lake Rd at Keystone Rd	EB left turn lane (3)	7a	61	6,728	10,450	3,722	\$ 59,364	1.6%	\$ 973
	EB free flow right turn lane	3a					\$ 141,660		\$ 2,322
	Receiving lane for EB free flow right	4a					\$ 441,634		\$ 7,238
	Provide new traffic signal	6					\$ 363,492		\$ 5,957
Subtotal Intersections									\$ 4,145,646

Note: Parenthesis following improvement = number of lanes after improvement

Impr No. = Number from Construction Costs Sheet

Date: 10/19/10

Table 21-16 (Revised). Mitchell Ranch Plaza DRI Proportionate Share Calculation for Links and Total (Including Pipeline Project)

Road	From	To	Improvement	Direction	Impr No.	Cost per mile	Dist (mi)	Cost	Exist Cap	Impr Cap	Capacity Increase	Project Traffic	Project Percent	Proportionate Share
Little Rd	Old C.R. 54	Cypress Lakes/Heritage Lake Blvd	Widen from 4 LD to 6 LD	NB	9a	\$ 3,468,578	0.68	\$ 2,351,801	1,860	2,790	930	78	8.4%	\$ 196,417
Little Rd	Cypress Lakes/Heritage Lake Blvd	Ranch Del Rio Dr	Widen from 4 LD to 6 LD	SB	9a	\$ 3,468,578	0.68	\$ 2,351,801	1,530	2,290	760	44	5.7%	\$ 134,985
Little Rd	Cypress Lakes/Heritage Lake Blvd	Ranch Del Rio Dr	Widen from 4 LD to 6 LD	NB	9a	\$ 3,468,578	0.47	\$ 1,642,319	1,860	2,790	930	78	8.4%	\$ 137,163
Little Rd	Ranch Del Rio Dr	N of River Crossing Blvd/ Trouble Creek Rd	Widen from 4 LD to 6 LD	SB	9a	\$ 3,468,578	0.47	\$ 1,642,319	1,530	2,290	760	44	5.7%	\$ 94,263
Little Rd	Ranch Del Rio Dr	N of River Crossing Blvd/ Trouble Creek Rd	Widen from 4 LD to 6 LD	NB	9a	\$ 3,468,578	0.56	\$ 1,957,645	1,860	2,790	930	78	8.4%	\$ 163,498
			Widen from 4 LD to 6 LD	SB	9a	\$ 3,468,578	0.56	\$ 1,957,645	1,530	2,290	760	44	5.7%	\$ 112,362
													Subtotal Links	\$ 838,687
													Subtotal Intersections	\$ 4,145,646
													Total Proportionate Share	\$ 4,984,333

Pipeline Project

Road	From	To	Improvement	Direction	Impr No.	Cost per mile	Dist (mi)	Cost	Exist Cap	Impr Cap	Capacity Increase	Project Traffic	Project Percent	Proportionate Share
Little Rd	S of Mercy Way	S of S.R. 54	Widen from 4 LD to 6 LD	NB & SB	10a	\$ 5,203,953	0.49	\$ 2,569,452						\$ 2,569,452
			Modify Signal at Mercy Way		12a			\$ 59,000						\$ 59,000
													Pipeline Project Total	\$ 2,628,452

Note: Impr No.= Number from Construction Costs Sheet

Date: 10/19/10

T:\238-04\Mitchell Ranch Plaza DRI\2009 Update\Response to Agency Comments\Alternate Calc\Prop Share - 101910.xls\p2 Ints

Table 21-16 (Revised). Mitchell Ranch Plaza DRI Proportionate Share Calculation for Links and Total (Including Pipeline Project)

Improvements to FDOT Roads

Impr. No.	Item	FDOT Subtotal	Total Construction Cost	Design & CEI	R/W (120% of FDOT Subtotal)	Total (FDOT Roads)	Cost per Direction
1	Right Turn Lane (Urban - with RW)	\$ 170,193	\$ 212,741	\$ 63,822	\$ 204,232	\$ 480,795	
2	Left Turn Lane (Urban - with RW)	\$ 75,060	\$ 93,824	\$ 28,147	\$ 90,072	\$ 212,043	
3	Left Turn Lane (Urban - No RW)		\$ 93,824	\$ 28,147		\$ 121,971	
4	Move thru lanes to provide left turn lanes EB + WB or NB +SB (Add thru lane on outside (Urban - with RW) (0.50 mile long)	\$ 1,439,688	\$ 1,799,610	\$ 539,883	\$ 1,727,626	\$ 4,067,119	
5	Add Lanes (6 to 8) (Urban Condition-w/RW)	\$ 7,561,554	\$ 9,451,942	\$ 2,835,583	\$ 9,073,865	\$ 21,361,389	\$ 10,680,695
6	Traffic Signal 6-Lane Mast Arm (no RW)		\$ 279,609	\$ 83,883		\$ 363,492	

Improvements to County Roads

Impr. No.	Item	FDOT Subtotal	85% of FDOT Subtotal	Design and CEI (8%)	Contingency (10% of 85% of FDOT Subtotal)	R/W (120% of 85% of FDOT Subtotal)*	Total (County Roads)	Cost per Direction
1a	Right Turn Lane (Urban - no RW)	\$ 170,193	\$ 144,664	\$ 11,573	\$ 14,466		\$ 170,704	
2a	Right Turn Lane (Urban - with RW)	\$ 170,193	\$ 144,664	\$ 11,573	\$ 14,466	\$ 173,597	\$ 344,300	
3a	Right Turn Lane (Rural - no RW)	\$ 141,236	\$ 120,051	\$ 9,604	\$ 12,005		\$ 141,660	
4a	Add receiving lane on outside 0.25 Mi long (Rural Condition-no RW)	\$ 440,313	\$ 374,266	\$ 29,941	\$ 37,427		\$ 441,634	
5a	Left Turn Lane (Urban - no RW)	\$ 75,060	\$ 63,801	\$ 5,104	\$ 6,380		\$ 75,285	
6a	Move thru lanes to provide left turn lanes EB + WB or NB +SB (Add thru lane on outside (Urban - with RW) (0.50 mile long)	\$ 1,439,688	\$ 1,223,735	\$ 97,899	\$ 122,373	\$ 1,468,482	\$ 2,912,489	
7a	Left Turn Lane (Rural - no RW)	\$ 59,186	\$ 50,308	\$ 4,025	\$ 5,031		\$ 59,364	
8a	Add Lanes (4 to 6) (Urban Condition-w/RW)	\$ 6,376,063	\$ 5,419,654	\$ 433,572	\$ 541,965	\$ 6,503,584	\$ 12,898,775	\$ 6,449,388
9a	Add Lanes (4 to 6) (Urban Condition-w/RW for ponds only on Little Rd)*	\$ 6,376,063	\$ 5,419,654	\$ 433,572	\$ 541,965	\$ 541,965	\$ 6,937,157	\$ 3,468,578
10a	Add Lanes (4 to 6) (Rural Condition-no RW)	\$ 5,188,388	\$ 4,410,130	\$ 352,810	\$ 441,013		\$ 5,203,953	\$ 2,601,977
11a	Pavement Marking Changes			\$ 20,000			\$ 20,000	
12a	Modify Little Rd/Mercy Way Signal		\$ 50,000	\$ 4,000	\$ 5,000		\$ 59,000	

Note: *Impr. No.9a - RW cost for ponds on Little road = 10% of 85% of FDOT Subtotal Cost.

Sources: FDC, FDOT District 7 Costs, June 2010

Date: 10/19/10

EXHIBIT H

Development Agreement*

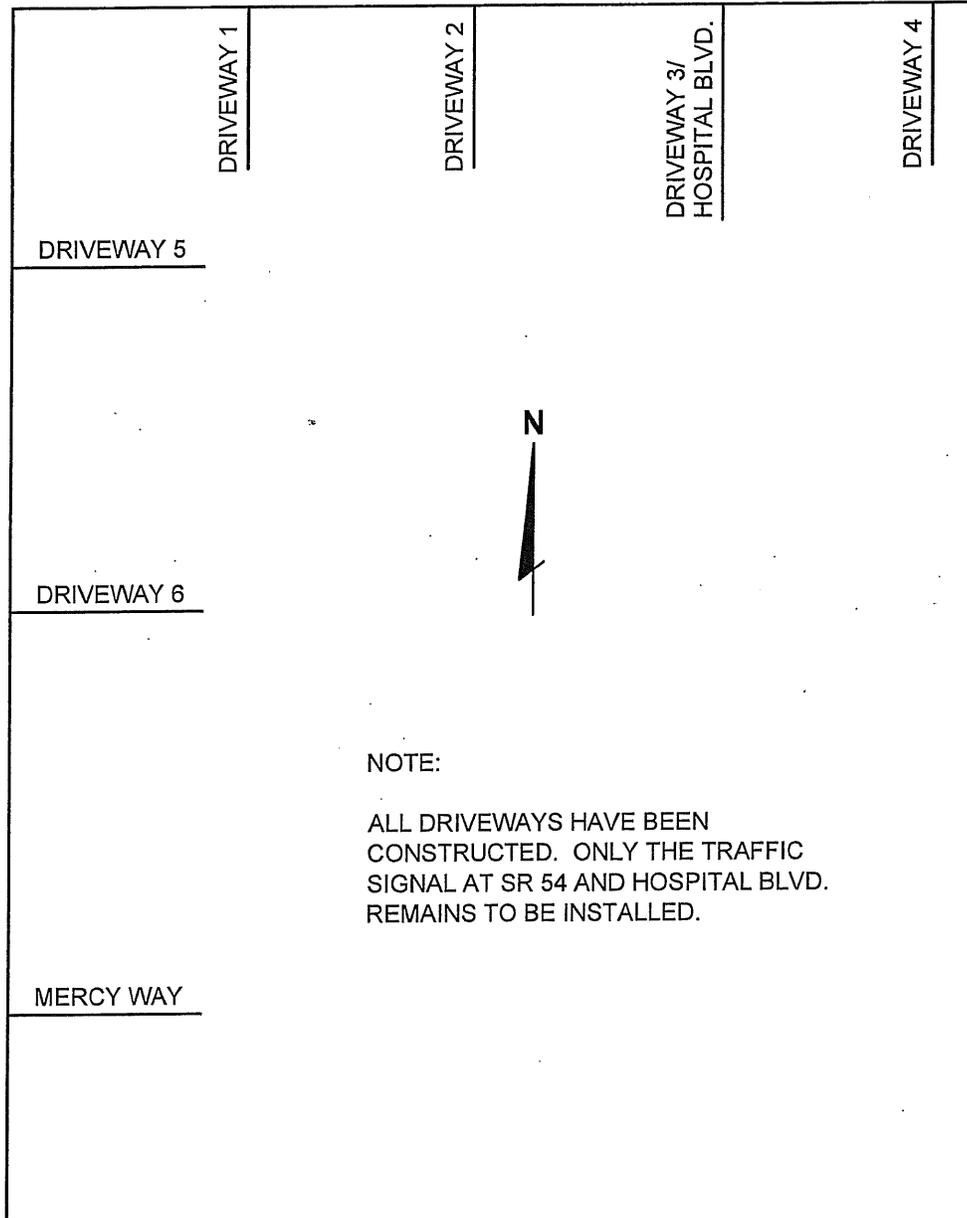
* Incorporated by reference and on file with the Planning & Growth Management Department

EXHIBIT I

Site Access Improvements

SR 54

LITTLE ROAD



NOTE:

ALL DRIVEWAYS HAVE BEEN
 CONSTRUCTED. ONLY THE TRAFFIC
 SIGNAL AT SR 54 AND HOSPITAL BLVD.
 REMAINS TO BE INSTALLED.

MERCY WAY

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DESCRIPTION:

MITCHELL RANCH PLAZA - DRIVEWAY LOCATIONS

PROJECT No.
2005-29

EPN:
222

DATE:
10-21-10

FIGURE:

DRAWN BY:
RAH

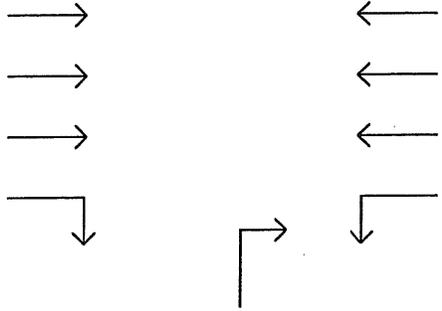
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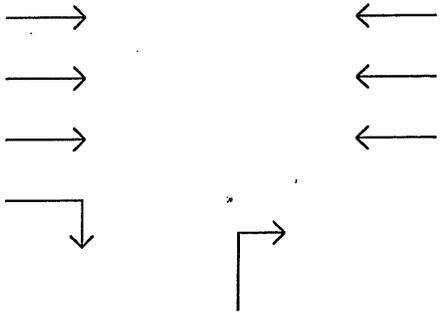
FLORIDA DESIGN CONSULTANTS, INC.
 ENGINEERS, ENVIRONMENTALISTS, SURVEYORS & PLANNERS

3030 Starkey Blvd, New Port Richey FL 34655
 Tel: (727) 849-7588 - Fax: (727) 848-3648

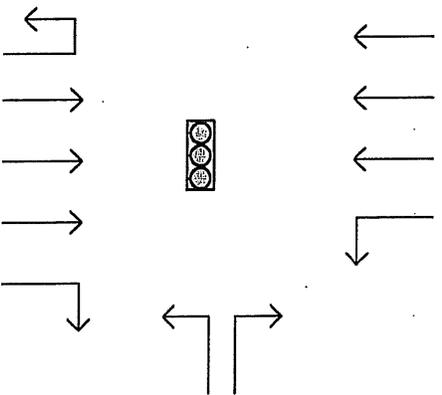
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SR 54 AT DRIVEWAY 1

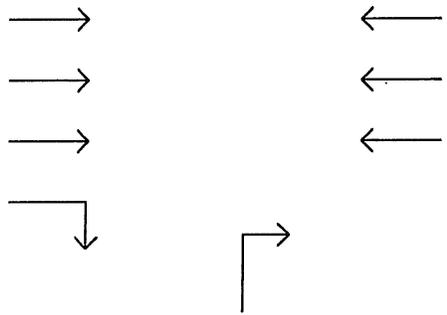


SR 54 AT DRIVEWAY 2

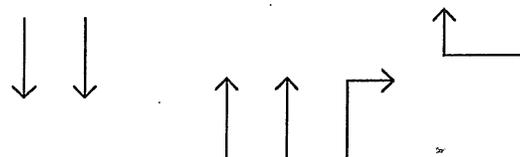


SR 54 AT DRIVEWAY 3/HOSPITAL BLVD.

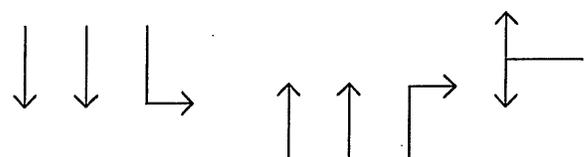
DESCRIPTION: MITCHELL RANCH PLAZA - DRIVEWAY LOCATIONS	PROJECT No. 2005-29	EPN: 222
	DATE: 10-21-10	FIGURE: 2
FLORIDA DESIGN CONSULTANTS, INC. ENGINEERS, ENVIRONMENTALISTS, SURVEYORS & PLANNERS 3030 Starkey Blvd, New Port Richey FL 34655 Tel: (727) 849-7588 - Fax: (727) 848-3648		DRAWN BY: RAH



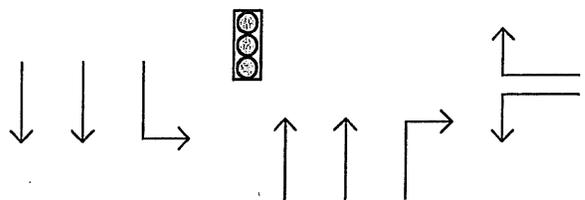
SR 54 AT DRIVEWAY 4



LITTLE ROAD AT DRIVEWAY 5



LITTLE ROAD AT DRIVEWAY 6



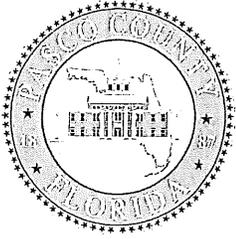
LITTLE ROAD AT MERCY WAY

EXISTING SIGNAL

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DESCRIPTION:	MITCHELL RANCH PLAZA - DRIVEWAY LOCATIONS	PROJECT No.	EPN:
		2005-29	222
 FLORIDA DESIGN CONSULTANTS, INC. ENGINEERS, ENVIRONMENTALISTS, SURVEYORS & PLANNERS 3030 Starkey Blvd, New Port Richey FL 34655 Tel: (727) 849-7588 - Fax: (727) 848-3648		DATE:	FIGURE:
		10-21-10	
		DRAWN BY:	
		RAH	

#243



NEW PORT RICHEY (727) 847-8193
DADE CITY (352) 521-4274
LAND O' LAKES (813) 996-7341
FAX (727) 847-8084

GROWTH MANAGEMENT DEPARTMENT
WEST PASCO GOVT. CENTER
7530 LITTLE ROAD, SUITE 320
NEW PORT RICHEY, FL 34654-5598

CERTIFIED MAIL NO. 7005 3110 0000 9349 3803
RETURN RECEIPT REQUESTED

January 4, 2011

Mr. Ray Eubanks
Plan Processing Administrator
Florida Department of
Community Affairs
2555 Shumard Oak Boulevard
Tallahassee, FL 32399-2100

RE: Mitchell Ranch Plaza – Development of Regional Impact No. 243
Development Agreement

Dear Mr. Eubanks:

Enclosed please find a copy of the recorded Mitchell Ranch Plaza Development of Regional Impact #243, Development Agreement, which is hereby rendered in accordance with Section 163.3239, Florida Statutes. This development agreement was approved by the Pasco County Board of County Commissioners on December 21, 2010 and was recorded in the public records of Pasco County on January 3, 2011.

Sincerely,

Cynthia D. Spidell

Cynthia D. Spidell, MBA
Sr. Planner & DRI Coordinator

Enclosure

cc: Clarke Hobby, Esq., Hobby & Hobby, P.A., 109 N. Brush St., Suite 250, Tampa, FL 33602
John Meyer, Tampa Bay Regional Planning Council, 4000 Gateway Centre Blvd., Suite 100,
Pinellas Park, FL 33782
Daniel Santos, Florida Department of Transportation, 11201 N. McKinley Dr., Tampa, FL 33612



Rcpt: 1343681 Rec: 418.00
DS: 0.00 IT: 0.00
01/03/11 K. Kraengel, Dpty Clerk

**DEVELOPMENT AGREEMENT BETWEEN PASCO COUNTY AND
HCA HEALTH SERVICES OF FLORIDA, INC., DEVELOPER OF RECORD, FOR
DEVELOPMENT OF REGIONAL IMPACT NO. 243, MITCHELL RANCH PLAZA**

THIS DEVELOPMENT AGREEMENT (DA) is made and entered into by and between Pasco County, a political subdivision of the State of Florida, by and through its Board of County Commissioners, hereinafter called "COUNTY," and HCA Health Services of Florida, Inc., a Florida corporation, the Developer of Record for Mitchell Ranch Plaza Development of Regional Impact (DRI) No. 243, hereinafter called "DEVELOPER."

WITNESSETH:

WHEREAS, the COUNTY is authorized by the Florida Local Government Development Agreement Act, Sections 163.3220-163.3243, Florida Statutes (F.S.), to enter into a DA with any person having a legal or equitable interest in real property located within its jurisdiction; and

WHEREAS, on December 21, 2010, the COUNTY approved an amended, consolidated and restated development order (the "DO") with conditions for DRI No. 243 in response to a Notice of Proposed Change ("NOPC") for the DRI No. 243 on a parcel of real property in Pasco County, Florida, legally described in Exhibit C of the DO and Exhibit A attached hereto, hereinafter called "Project,"; and

WHEREAS, Exhibit G of the DO and attached hereto as Exhibit B, describes those roadways and intersections significantly impacted by the Project and the required improvements that need to be constructed based upon results of the transportation analysis conducted in conjunction with the NOPC; and

WHEREAS, Rule 9J-2.045, Florida Administrative Code (F.A.C.), allows the DEVELOPER and the COUNTY to mutually elect one of several transportation mitigation alternatives in order for the DEVELOPER to mitigate the transportation impacts for the Project, including the payment by the DEVELOPER of its proportionate-share contribution for the roadway and intersection improvements identified in Exhibit G of the DO (or related parallel facilities) and Exhibit B attached hereto, and the payment of impact fees in lieu thereof; and

PAULA S. O'NEIL, Ph.D. PASCO CLERK & COMPTROLLER
01/03/11 02:48pm 1 of 49
OR BK **8497** PG **3165**

WHEREAS, Rule 9J-2.045, FAC, allows the DEVELOPER'S proportionate-share contribution to be applied to expeditiously construct one or more of the roadway improvements (or related parallel facilities) identified in the DO; and

WHEREAS, all dates granted by this DA are inclusive of, and not in addition to, all extensions granted by the COUNTY as of the effective date of this DA.; and

WHEREAS, the DO establishes the amount of Four Million Nine Hundred Eighty-Four Thousand Three Hundred Thirty-Three and 00/100 Dollars (\$4,984,333.00) (Proportionate Share Obligation) (June 2010 Dollars) as the DEVELOPER'S proportionate-share contribution for the transportation impacts of the build-out of the Project and requires the DEVELOPER to construct a pipeline project as described and defined in this DA (as part of the Required Roadway Improvements, as further described hereinafter); and

WHEREAS, the DO requires the DEVELOPER to enter into a DA with the COUNTY for the design permitting and construction of the Required Roadway Improvements; and

WHEREAS, the COUNTY, after public notice and hearing in accordance with applicable law, has approved this DA.

NOW, THEREFORE, in consideration of the mutual covenants and provisions herein contained and other good and valuable consideration, receipt, and sufficiency of which is hereby acknowledged, the COUNTY and the DEVELOPER hereby agree as follows:

1. WHEREAS CLAUSES

The WHEREAS clauses set forth above and all exhibits attached hereto are incorporated herein by reference and made a part of this DA.

2. PURPOSE

It is the purpose and intent of this DA to further set forth the terms and conditions of the development approval of the Project, as defined pursuant to the DO, as the same relate to the design, permitting and construction of the Required Roadway Improvements, and to set forth the terms and conditions of the COUNTY'S and the DEVELOPER'S participation in the Required Roadway Improvements. All terms

and conditions of this DA shall be interpreted in a manner consistent with, and in furtherance of, the purposes as set forth herein.

3. GENERAL REQUIREMENTS

a. Legal Description: The land subject to this DA is identified in Exhibit A. The holders of legal title are Branch Banking and Trust Company, Inland Western New Port Richey Mitchell LLC, Chick-Fil-A, Inc., AmSouth Bank, Brinker Florida, Inc., Steak N Shake Operations, Inc., Wachovia Bank, N.A., Bank of America NC1-001-03-81, Target Corporation, Madison Bank, AIG Baker, MRP, LLC, and Florida Department of Transportation, and HCA Health Services of Florida, Inc., a Florida corporation, whose principal address is 5637 Marine Parkway, New Port Richey, FL 34652. Pursuant to Section 163.3239, F.S., the burdens of this DA shall be binding upon and the benefits of the DA shall inure to all such legal and equitable owners and their successors in interest.

b. Duration and Effective Date: This DA shall be for the duration of ten (10) years, subject to any conditions precedent or termination provisions herein or mutual agreement, from the effective date of this DA. The effective date of this DA shall be established in accordance with Section 163.3239, Florida Statutes. Notwithstanding the foregoing, if the effective date of the DO is later than the effective date pursuant to Section 163.3229, Florida Statutes, this DA shall not be effective until the DO is effective.

c. Development Uses of Land: The Project is currently zoned C-2 General Commercial District. The COUNTY's Land Development Code and the DO set forth the permitted uses for the Project.

d. Public Facilities: Adequate transportation facilities for the Project will be provided through the Required Roadway Improvements and other transportation facilities required by the COUNTY'S Land Development Code (LDC) and Comprehensive Plan. Adequate potable water and wastewater services for the Project are available through the COUNTY'S existing water and sewer lines subject to a Utilities Services Agreement with the COUNTY and the DO. Adequate disposal services for the Project are available through existing licensed collectors and the COUNTY'S Solid Waste Disposal and Resource Recovery System

subject to applicable provisions of the Code of Ordinances and the Comprehensive Plan. All drainage improvements necessary to serve the Project will be provided by the DEVELOPER in accordance with the terms and conditions of the DO, this DA, the COUNTY'S approved construction plans, and satisfaction of all County, State, and Federal regulations. Other public facilities, such as transit, fire/EMS, parks, libraries, schools, hurricane shelters, and law enforcement, shall be addressed for the Project in accordance with the DO, and applicable provisions of the Land Development Code, Code of Ordinances, and Comprehensive Plan.

e. Reservations or Dedications for Public Purpose: All reservations and dedications for public purposes (right[s]-of-way) (if any) shall be provided in accordance with the DO, this DA, the COUNTY'S Comprehensive Plan Transportation Corridor Goals, Objectives, Policies, Maps, and Tables, and the COUNTY's Right of Way Preservation Ordinance as implemented through the site plans approved for the Project (e.g. Class II, Commercial Development approved as project no. IIPR06-023).

f. Local Development Permits Needed: Prior to the construction of the Required Roadway Improvements, the DEVELOPER shall obtain any necessary development approvals in accordance with the LDC. This provision does not exempt the DEVELOPER from obtaining all other permits required by agencies with jurisdiction over the Project.

g. Requirements Necessary for the Public Health, Safety, and Welfare: The conditions, terms, restrictions, and other requirements determined to be necessary by the COUNTY for the public health, safety, or welfare of its citizens have been identified and included within the DO conditions and this DA. In addition, the DEVELOPER shall be subject to the other applicable provisions of the LDC, Code of Ordinances, and Comprehensive Plan necessary for the public health, safety, and welfare, subject to applicable law, including, but not limited to Subsection 163.3167(8), Florida Statutes.

h. Compliance with Legal Requirements and Permitting: The failure of this DA to address a particular permit, condition, term, or restriction shall not relieve the DEVELOPER of the necessity of complying with the laws governing the said permitting requirement, condition, term, or restriction.

j. Zoning and Comprehensive Plan Issues: The current Comprehensive Plan Future Land Use Map classification for the Property is Retail/Office/Residential (ROR). The zoning classification for the Project is C-2 General Commercial District. The proposed development is consistent with the applicable provisions of the Retail/Office/Residential (ROR) Future Land Use classification and other applicable Goals, Objectives, and Policies of the Comprehensive Plan and land development regulations.

4. FINANCE AND CONSTRUCTION OF ROADWAY IMPROVEMENTS

a. Proportionate Share Amount. The DEVELOPER agrees to permit, design and construct the Required Roadway Improvements, within public rights-of-way to be provided by the COUNTY, as partial mitigation for the Mitchell Ranch Plaza transportation impacts. Pursuant to Section 163.3180(12), F.S., and Rule 9J-2.045, FAC, the DEVELOPER'S proportionate-share contribution for those improvement projects listed in Exhibit G of the Project's DO and attached hereto as Exhibit B, is Four Million Nine Hundred Eighty-Four Thousand Three Hundred Thirty-Three and 00/100 Dollars (\$4,984,333.00) (Proportionate Share Obligation) (June 2010 Dollars).

b. Identification of Required Roadway Improvements: The DEVELOPER has elected to design, permit and construct the roadway improvements described in subsections (1) and (2) below (the "Required Roadway Improvements") to mitigate the transportation impacts of the Project. Completion of the Required Roadway Improvements by the DEVELOPER and payment of transportation impact fees shall satisfy the DEVELOPER's required proportionate-share contribution and shall vest the DEVELOPER for transportation concurrency for 2,738 net external p.m. peak hour trips through December 15, 2025, subject to any extensions granted pursuant to the COUNTY'S Concurrency Management Ordinance. The December 15, 2025 build-out date includes all concurrency extensions granted pursuant to the COUNTY'S Concurrency Management Ordinance as of the effective date of this DA.

(1) Identification of Pipeline Project. The DEVELOPER has agreed to construct the following pipeline project improvements (the "Pipeline Project") to mitigate the proportionate

share transportation impacts of the Project: (a) widen Little Road (C.R. 1) from approximately 1,000 feet south of Mercy Way to approximately 450 feet south of S.R. 54 from its existing four lanes to a six lane roadway (adding 1 lane in both the northbound and southbound directions); (b) replace left turn lanes as needed and resurface the existing roadway; and (c) provide modifications to the existing signal at Mercy Way to add new signal heads and loop detectors. The Pipeline Project is estimated to have a proportionate share cost of Two Million Six Hundred Twenty-Eight Thousand Four Hundred Fifty-Two and 00/100 Dollars (\$2,628,452.00) (June 2010 Dollars). The Pipeline Project shall also include all shoulders, striping, signalization, medians, sidewalks stormwater drainage facilities, guardrails, and other roadway appurtenances, all as determined by the COUNTY and permitting agencies to be necessary during the design and permitting of the project (Roadway Appurtenances) unless otherwise specified herein. The COUNTY agrees and acknowledges that the County shall not impose any additional stormwater-drainage facilities, floodplain mitigation for the Pipeline Project other than what the SWFWMD requires. Notwithstanding anything herein to the contrary, the DEVELOPER shall commence construction of the Pipeline Project no later than June 30, 2011. The Pipeline Project shall be completed by March 30, 2012. The aforementioned commencement date may be extended if approved by the COUNTY through an amendment of this DA. For the purposes of this DA, "commence" or "commencement" shall be defined as the submission of the bid package in accordance with Section 6 of this DA, and the terms "complete" or "completed" shall mean the required roadway improvement associated with the Pipeline Project has been accepted by the County for maintenance, is open to the traveling public and the required maintenance guarantee has been provided by the DEVELOPER.

In no event shall the DEVELOPER be required to obtain any additional right-of-way for the Pipeline Project unless otherwise required by SWFWMD. The DEVELOPER shall post an appropriate financial guarantee for the Pipeline Project in accordance with Section 8 of this DA. Construction of the Pipeline Project satisfies Two Million Six Hundred Twenty Eight Thousand Four Hundred Fifty Two and 00/100 Dollars (\$2,628,452.00) (June 2010 Dollars) of the DEVELOPER'S proportionate share obligation. Construction of this

improvement shall be eligible for transportation impact fee (TIF) credits in accordance with Section No. 7 of this DA.

(2) Site-Access Improvements. The DEVELOPER shall at its sole expense and regardless of cost, design, permit and construct the improvements in Exhibit C (Site-Access Improvements) including all Roadway Appurtenances as previously determined by the COUNTY and permitting agencies, as applicable, to be necessary during the design and permitting of the Site-Access Improvements. The DEVELOPER understands and agrees that all Site-Access Improvements described herein are not eligible for or entitled to TIF credits pursuant to the terms of the TIF Ordinance as amended; therefore, all design, permitting and construction expenses incurred by the DEVELOPER for the Site-Access Improvements are not eligible for TIF credits, proportionate share credit, or COUNTY reimbursement. Those improvements set forth in Exhibit C shall be constructed as needed to serve adjacent development or earlier if required pursuant to the Land Development Code.

5. ROADWAY PROJECTS DESIGN, PERMITTING, AND RIGHT-OF-WAY ACQUISITION

a. Design and Permitting: The DEVELOPER shall design and permit for the Required Roadway Improvements in accordance with the terms of this DA. The Required Roadway Improvements shall be designed consistent with the design criteria of the COUNTY and/or the FDOT, as applicable.

b. Design and Construction Requirements: All design, permitting and construction for the Required Roadway Improvements shall be in accordance with the standards promulgated by the FDOT in accordance with Section 366.045, F.S. and the COUNTY, as applicable, and shall include, but not be limited to, cross sections, drainage, and plan/profile sheets. Plan/profile sheets and cross section drawings shall indicate the location(s) of drainage inlets and roadway facilities. Except as otherwise provided in this DA, any Required Roadway Improvements related wetland and floodplain impacts and compensation shall be included in the design and indicated on the plans, though the DEVELOPER shall not be responsible for providing such wetland or floodplain compensation or facilities.

c. Roadway Drainage Facilities: Roadway drainage facilities, either on-site or off-site, if not commingled or combined with drainage facilities for the Project or any other facilities or developments along the route of the Required Roadway Improvements shall be owned, operated, and maintained by the COUNTY subsequent to the expiration of the Maintenance Guarantee period as set forth herein.

d. Wetland and Floodplain Mitigation: In the event that the permitted wetland and/or floodplain mitigation area(s) for the impacts associated strictly with the Required Roadway Improvements are permitted and constructed separately and distinctly from impacts associated with the Project or any other facilities or developments, the COUNTY or FDOT, as applicable, will accept ownership and maintenance responsibilities subsequent to successful completion of the maintenance and monitoring period and acceptance by the governing agency(ies). If the permitted wetland and floodplain mitigation areas related

to the Required Roadway Improvements are commingled/combined with wetland and floodplain mitigation areas of the Project or any other facilities or developments, all the wetland and floodplain mitigation areas shall be permitted, owned, operated, and maintained by the underlying land owner, including the DEVELOPER or CDD, where applicable. Appropriate easements shall be provided to the FDOT or COUNTY, as applicable, for the wetland and floodplain mitigation areas associated with the Required Roadway Improvements which are owned by the DEVELOPER and shall be obtained, by condemnation if necessary, from all other underlying landowners of land containing such mitigation areas serving the Required Roadway Improvements, including those areas that are commingled or combined, so the COUNTY or FDOT, as applicable, has the ability to maintain the facilities in the event the DEVELOPER or other underlying land owner defaults on its (their) obligations to maintain the facilities. Wetland/floodplain mitigation if any shall be in accordance with the approved SWFWMD permit.

e. COUNTY/FDOT Review and Approval of Design: The DEVELOPER shall complete and submit 100 percent design plans to the COUNTY or the FDOT, as applicable, for review and approval unless the FDOT or COUNTY agrees in writing to or have adopted an alternative submittal schedule. The DEVELOPER shall obtain approval of the 100 percent design and right-of-way plans for the Required Roadway Improvements from the COUNTY or the FDOT, as applicable, prior to commencement of any bidding of the Required Roadway Improvements. Any reviews and approvals by the COUNTY shall be completed by the COUNTY within thirty (30) days of submission by the DEVELOPER of complete and correct documents to the COUNTY. The COUNTY shall make a completeness review and notify the DEVELOPER within five (5) business days of receipt of the submission by DEVELOPER if not complete and correct. The DEVELOPER shall provide at the time of the Right-of-Way Utilization Permit application for the Pipeline Project (or sooner if required by other sections of this DA) an estimate of the cost of constructing the Pipeline Project, including inspection costs which shall be certified by an engineer duly registered in the State of Florida and approved by the COUNTY (hereinafter Cost Estimate). All plans, once accepted and approved for construction by the COUNTY or FDOT, as applicable, shall become the property of the COUNTY and/or FDOT.

f. Permitting Requirements: The DEVELOPER and/or its contractor shall obtain any and all required permits for the work it is to perform from the COUNTY or FDOT, as applicable, and any and all applicable local and State regulatory agencies.

g. COUNTY Cooperation: The COUNTY shall, upon the DEVELOPER'S request, cooperate with the DEVELOPER in processing permit applications for the Pipeline Project, and the DEVELOPER agrees to use its best efforts to expeditiously secure all permits that are necessary for the design and construction of the Required Roadway Improvements.

h. COUNTY and FDOT Review: The DEVELOPER agrees and recognizes that the COUNTY and FDOT shall not be held liable or responsible for any claims which may result from any actions or omissions of the DEVELOPER or engineers/contractors selected by the DEVELOPER, in which the COUNTY or FDOT participated, either through review or concurrence of their actions. In reviewing, approving, or rejecting any submissions or acts of the DEVELOPER or engineers/contractors selected by the DEVELOPER, the COUNTY and FDOT in no way assume or share any of the responsibility or liability of the DEVELOPER or its consultants, contractors, or registered professionals (architects and/or engineers) under this DA. All work covered under this DA shall be performed in accordance with good engineering practice, and all established design criteria and procedures shall be followed. The COUNTY and FDOT will review the submittals, although detailed checking will not necessarily be done. The DEVELOPER remains solely responsible for the work and is not relieved of that responsibility by review comments.

i. Right-of-Way Acquisition:

(1) Except as otherwise specifically provided herein, and except where the County has agreed to acquire the necessary right-of-way, the DEVELOPER shall be responsible within the time frames set forth in this DA for acquiring or donating right-of-way (where deemed necessary by SWFWMD) for the construction of the Required Roadway Improvements described above which may include, but not be limited to, lanes of travel, shoulders, striping, signalization, signage, medians, on-site stormwater drainage facilities, off-site stormwater drainage facilities, floodplain mitigation, wetland mitigation, guardrails, handrails,

sidewalks, and any other necessary appurtenances. The DEVELOPER shall be responsible for selecting and retaining all consultants for acquisition of right-of-way for the Required Roadway Improvements which may include, but not be limited to, competent and qualified attorneys, engineers, surveyors, title companies, appraisers, land planners, certified public accountants, business damages experts, contractors, horticulturists, and any other consultants considered necessary by the mutually agreeable attorney, discussed below.

(2) While it is not anticipated that additional right-of-way will be required for the Pipeline Projects, if necessary, efforts will be made by the COUNTY and DEVELOPER to have the COUNTY to act as a condemning authority with regard to any additional right-of-way required for the Pipeline Projects. The DEVELOPER shall have the authority to attempt to privately acquire necessary right-of-way. To the extent the COUNTY has condemning authority, the COUNTY agrees to participate in the eminent domain proceeding as follows:

COUNTY staff involvement for any Required Roadway Improvement eminent domain proceeding, if any, shall be limited to preparation of an engineering memorandum in support of a Resolution of Necessity with the timely support and cooperation of the above consultants and professionals, and providing necessary representatives and witnesses in conjunction with any eminent domain proceedings. After receipt of a request by the DEVELOPER for the Resolution of Necessity, and confirmation of condemning authority, the COUNTY'S preparation and consideration of the Resolution of Necessity shall not be unreasonably withheld or delayed. In such an event, the DEVELOPER, , shall identify all real estate parcels required for the Required Roadway Improvements and identify the appropriate interests in real estate for right-of-way acquisition and furnish the same to the COUNTY. Right-of-way maps shall be prepared in accordance with the requirements of the COUNTY'S and State of Florida's Minimum Technical Standards. Upon COUNTY approval of the submittal and confirmation of condemning authority, the DEVELOPER shall select an attorney acceptable to the COUNTY to represent the COUNTY in the acquisition of right-of-way. Thereafter, the DEVELOPER, in conjunction with the mutually agreeable attorney, shall proceed to acquire for the COUNTY, and in the COUNTY'S name, the right-of-way pursuant to applicable law. The COUNTY, its

elected officials, employees, and representatives shall not be liable under any circumstances to the DEVELOPER, its employees, contractors, material suppliers, agents, representatives, or customers for any delay occasioned by the inability to obtain the right-of-way. The DEVELOPER shall submit quarterly project status reports that document the actions and progress of right-of-way acquisitions to the COUNTY Engineer or his designee

j. Utilities Relocation: The DEVELOPER shall coordinate the relocation of any utilities infrastructure in conflict with the Required Roadway Improvements, including COUNTY utilities. Relocation of any utilities infrastructure which is in conflict with the Required Roadway Improvements, including County utilities, shall be completed and paid for by the owner of the utilities infrastructure to the extent required by Sections 337.403-337.404, F.S. The COUNTY agrees, upon request of DEVELOPER, to cooperate with the DEVELOPER in requiring the relocation of any such utilities infrastructure to the extent allowed by Sections 337.403-337.404, F.S., in a timely manner. However, under no circumstances shall the COUNTY's transportation related funds incur any expenses for the relocation of such utilities, and if the owner of such utilities fails to remove the utilities at the request of the COUNTY, and the DEVELOPER bears the expense of the utility relocation, such expense shall not be eligible for transportation impact fee credits.

6. PIPELINE PROJECT BIDDING AND CONSTRUCTION

(1) The DEVELOPER shall comply with the bidding procedures set forth in the County's Developer Pipeline Bid Process document.

(2) Required Roadway Improvements Construction. The DEVELOPER shall commence construction of the Required Roadway Improvements in accordance with this DA unless extended as provided herein. The DEVELOPER shall proceed and complete the construction of the Required Roadway Improvements in accordance with the final alignment, design, specification, and construction plans as approved by the COUNTY and other applicable Federal, State, and regional regulatory agencies. The DEVELOPER and COUNTY understand and agree that nothing contained herein shall prohibit or in any way

restrict the DEVELOPER'S ability, at its sole discretion, to accelerate the schedule for construction of any portion of the Required Roadway Improvements.

(3) Tender of Improvement Area: Upon the issuance to the DEVELOPER or its contractor of a COUNTY Construction Permit, the area covered by that Construction Permit shall be deemed to be tendered to the DEVELOPER or its contractor, as applicable, and such entity shall be in the custody and control of the project areas. The DEVELOPER or its contractor shall be responsible for providing a safe work zone for the public.

(4) COUNTY & FDOT Observation: The COUNTY's and/or FDOT's personnel and authorized representatives, as applicable, reserve the right to inspect, observe, and materials-test any and all work associated with the Required Roadway Improvements and shall at all times have access to the work being performed pursuant to this DA for the COUNTY'S and/or FDOT's observation. However, should the COUNTY and/or FDOT observe any deficiencies inconsistent with the plans or construction not in accordance with the specifications, the COUNTY and/or FDOT shall notify the DEVELOPER and its representative in writing, and the DEVELOPER shall, at its cost, correct the deficiencies as necessary. Nothing herein shall require the COUNTY and/or FDOT to observe or inspect the work of the Required Roadway Improvements. The DEVELOPER shall be solely responsible for ensuring that the Required Roadway Improvements are constructed in accordance with the plans, specifications, and required standards. Observations by the COUNTY and/or FDOT or their inspectors that do not discover that construction is not in accordance with the approved plans, specifications, and required standards shall not be deemed a waiver of the DEVELOPER'S requirements herein.

(5) Right-of-Way: INTENTIONALLY DELETED.

(6) Construction Requirements: During the construction phase of the Required Roadway Improvements, the DEVELOPER and/or its construction contractor(s) shall:

(a) Provide its own on-site inspection and observation under the direction of a professional engineer registered in the State of Florida for the purpose of observing and

inspecting the progress and quality of the work and to ensure that it is constructed according to the plans, contract documents, and specifications.

(b) The Construction Engineering and Inspection (CEI) contractor shall be approved by the County. The County has approved Florida Design Consultants, Inc. as the CEI Contractor for the Pipeline Project.

(c) Obtain all necessary Right-of-Way Use Permits.

(d) Be responsible for supervising and inspecting the construction of the Required Roadway Improvements and shall be responsible for ensuring the accuracy of all reference points, grade lines, right-of-way lines, and field measurements associated with such construction.

(e) Be responsible for full and complete performance of all construction activities required pursuant to this DA. The DEVELOPER shall be responsible for the care and protection of any materials provided or work performed for the Required Roadway Improvements until the improvements are completed and accepted by the COUNTY or FDOT, which acceptance shall not be unreasonably withheld.

(f) Require testing by an independent laboratory, acceptable to the COUNTY or FDOT, as applicable, in accordance with the COUNTY Engineering Services Department's or FDOT, as applicable, testing specifications for construction of roads, stormwater drainage, and utilities as applicable. Any failed tests shall be reported to the COUNTY Engineer or FDOT, as applicable, immediately and all test reports shall be provided on a quarterly basis to the COUNTY Engineer or FDOT, as applicable.

(g) Provide a certification from a professional engineer registered in the State of Florida which shall certify that all designs, permits, and construction activities for the Required Roadway Improvements other road improvements are in substantial conformance with the standards established by the FDOT pursuant to Section 336.045, Florida Statutes, and by the COUNTY, as applicable. The said certification shall conform to the standards in the industry and be in a form acceptable to the COUNTY or FDOT.

(h) Provide to the COUNTY or FDOT, as applicable, copies of all design drawings, as-built drawings, and permits received for the Required Roadway Improvements, and such information shall become the property of the COUNTY upon submission. All plans submitted to the COUNTY or FDOT, as applicable, shall include electronic files compatible with *AutoCADD*.

7. TRANSPORTATION IMPACT FEES AND CREDITS

a. Transportation Impact Fees: The DEVELOPER and Project shall be assessed TIF in accordance with the COUNTY'S adopted TIF Ordinance as amended and this DA. The COUNTY agrees to budget transportation impact fees paid within the Project by the DEVELOPER in an impact fee account attributable to the Pipeline Project for reimbursement or TIF credit to the DEVELOPER or its designee/assignee (hereinafter referred to as the "Credit Receiving Entity") as permitted by the COUNTY. Once the DEVELOPER has posted the performance guarantees and commenced construction for the Pipeline Project referenced in this DA, the COUNTY agrees to reimburse or provide impact fee credits to the Credit Receiving Entity for those expenditures on the Pipeline Project approved by the COUNTY to be impact fee creditable in accordance with this DA and the TIF Ordinance. The DEVELOPER and Credit Receiving Entity shall not be entitled to any interest on the account. TIFs paid for or by the DEVELOPER shall be held for the Pipeline Project for a minimum of ten (10) years after payment and can thereafter be spent anywhere as desired by the COUNTY in accordance with the TIF Ordinance. Upon reimbursement or issuance of credits to the DEVELOPER for the total of the Pipeline Project eligible costs, the remaining TIF collected shall be eligible for expenditure by the COUNTY in accordance with the TIF ordinance. In addition, the time limits on the encumbrance and expenditure of these funds, as provided in the TIF Ordinance, shall be waived by the DEVELOPER and by its successors and assigns. The DEVELOPER and Project shall pay TIFs in accordance with the TIF Ordinance whenever it does not have COUNTY-approved impact fee credits or offsets sufficient to cover impact fees that are due.

b. Transportation Impact Fee Credits:

(1) Impact Fee Credit - The Credit Receiving Entity shall be eligible for TIF credits for the Credit Receiving Entity's actual reasonable design, engineering, inspection, permitting and construction costs, or payment in lieu of such costs, for the Pipeline Project. Reasonable design, engineering, inspection, permitting and construction costs shall be determined by the County Administrator or his designee. In no event shall such TIF credit exceed the lesser of actual costs incurred or the estimated construction costs assumed in Exhibit B of this DA (Exhibit G of the DO).

(2) The County agrees to place the Pipeline Project in the CIP for fiscal year 2011/2012 and to keep such Pipeline Project in the CIP to the extent necessary to provide impact fee credits for the Project.

(3) To receive impact fee credit or reimbursement, all requests and invoices for the Pipeline Project shall be submitted to the COUNTY within ninety (90) days of final acceptance of the applicable Pipeline Project by the COUNTY, or for amounts under dispute, no later than ninety (90) days after the conclusion of the dispute. All requests and invoices for credits or reimbursements shall be submitted to the COUNTY at a frequency no greater than monthly. Impact fee credits or reimbursements shall be issued to the Credit Receiving Entity. Should there be any amounts denied for reimbursement or credit, the DEVELOPER may appeal such decision in a manner consistent with the TIF Ordinance. If the Developer constructs the Pipeline Project together with non-TIF credit eligible improvements (i.e. the signal at the Hospital Boulevard entrance on S.R. 54), then all contractor invoices/schedule of values submitted to the County shall clearly delineate the TIF credit eligible costs from the non TIF credit eligible costs. CEI expenses and services shall be submitted on an hourly basis.

(4) Notwithstanding the foregoing, the DEVELOPER and/or the Credit Receiving Entity shall not be eligible for impact fee credits or reimbursement for:

- (a) The Site-Access Improvements.
- (b) Any internal roadway improvements or right-of-way dedications required by the DO and/or the Land Development Code.

(c) Construction Engineering and Inspection (CEI) expenses in excess of One Hundred Fifty Thousand and 00/100 Dollars (\$150,000.00).

(d) Pipeline project costs not specifically set forth in this DA; e.g., financing, insurance, and bonding expenses.

In addition, the DEVELOPER and Credit Receiving Entity shall not be eligible for impact fee, Proportionate Share, or reimbursement for impact fees paid prior to the execution of this DA, and the DEVELOPER and Credit Receiving Entity shall not be eligible for impact fee credit for any costs for which the COUNTY has provided a reimbursement pursuant to this DA.

(5) Transfer of Credits: Any impact fee credit balance remaining after all reimbursements have been made from impact fees collected for development within the Project pursuant to this DA may be transferred in accordance with the TIF Ordinance.

(6) Cash Payout Option: The COUNTY reserves the right to pay out annually, the cash value of any unused, accrued, impact fee credits to the DEVELOPER and such cash value shall be removed from any credit balance.

c. Other Impact Fees: Nothing contained in this DA shall excuse the payment of any other non-transportation impact fees required to be paid in accordance with the laws and ordinances of the COUNTY as may be amended.

8. PERFORMANCE GUARANTEES BY DEVELOPER

a. General: Letters of Credit ("LOCs" or individually, an "LOC") or other performance guarantees acceptable to and approved by the COUNTY (Performance Guarantee) to guarantee completion of the Pipeline Project shall be posted in favor of and provided to the COUNTY prior to commencement of construction. Failure to post, revise, update, and keep effective the required Performance Guarantees until the completion of the applicable pipeline project shall be considered a default of this DA and shall entitle the COUNTY to suspend any TIF credits or reimbursements due pursuant to Section 7 above and/or stop the issuance of Building Permits and other development approvals. All Performance Guarantees

shall be posted in the amount of 125% of the Total Contract Price (as hereinafter defined). The Total Contract Price will be the amount of the construction contractor's bid plus any approved change orders. The DEVELOPER shall be allowed to subtract the cost of issuance of any Performance Guarantee required pursuant to this DA (not to exceed one [1] percent annually) from the time of initial posting of the applicable Performance Guarantee in accordance with this DA until the award of the construction contract for the applicable pipeline project. As an alternative to the Performance Guarantee, the DEVELOPER may require, prior to commencing construction of a Pipeline Project, that the DEVELOPER'S contractor post in favor of the COUNTY and provide the COUNTY, for its approval, a performance and payment bond acceptable to the COUNTY to guarantee payment of the contractors obligations as required by law. The performance and payment bond shall be with a bank, surety, or other financial institution acceptable to the COUNTY, which is authorized to do business in the State of Florida, and which has an "A" policyholders rating and a financial rating of at least Class VII in accordance with the most current Best's Key Rating Guide. The performance and payment bond shall be in the amount of 125% of the Construction Contract amount. Upon the County's acceptance of the contractor's performance and payment guarantee the performance guarantee posted by the DEVELOPER as required above shall be released and returned to the DEVELOPER.

b. Conditions for Performance Guarantees

(1) The Performance Guarantees required pursuant to this DA or the LDC for the Project must be issued by a bank, savings association, or other financial institution (the Performance Guarantee Issuer) acceptable to the COUNTY which is authorized to do business in the State of Florida.

(2) The Performance Guarantee issuer must have and maintain:

(a) A minimum financial ranking of 120 in the Bank Financial Quarterly, or a similar financial ranking acceptable to the COUNTY'S Risk Manager.

(b) A minimum rating of at least AA/Aa/AA by S & P, Moody's, or Fitch.

(c) Downgrade Provision: In the event the Performance Guarantee issuer does not maintain the average financial condition in Paragraph 8.b(2)(a) above or is downgraded below the minimum in Paragraph 8.b(2)(b) above, the Performance Guarantee Issuer must notify the COUNTY and the DEVELOPER within five (5) days, and the DEVELOPER must provide a substitute Performance Guarantee in substantially the same form and containing the same terms as the original Performance Guarantee from a bank or financial institution with the minimum ratings set forth above within fifteen (15) days of such downgrade event or the COUNTY will draw on the original Performance Guarantee.

(3) The Performance Guarantee must provide for draws to be made on a bank or savings association located in West Central Florida or by facsimile to other LOC Issuers.

c. Maintenance Guarantee: Upon completion of the Required Roadway Improvements and final acceptance by the COUNTY and/or FDOT in accordance with the County Engineering Inspections Division certification as required in this section, the DEVELOPER and its construction contractor shall be required to guarantee that the Required Roadway Improvements and all work performed is free from defects in workmanship or materials by completing an initial maintenance period and providing an Performance Guarantee valid for the entire three (3) year initial maintenance period plus six (6) months. The monetary amount which shall be made available to the BCC under the terms of the Performance Guarantee shall equal to fifteen (15) percent of the Total Contract Price. The initial maintenance period shall be three (3) years commencing on the date of acknowledgement of completion and acceptance of a Performance Guarantee in accordance with this section. The DEVELOPER shall be responsible for maintaining the project during the initial maintenance period and, if any part of the project should fail within this period due to such a defect, it shall be repaired, replaced, and/or restored to satisfactory condition and/or operation at no cost to the COUNTY. In the event the DEVELOPER does not maintain the project during the initial maintenance period, the Administrator shall notify the DEVELOPER in writing via certified mail, return receipt requested, of the areas that require maintenance. The DEVELOPER shall have sixty (60) days from receipt of the notice to perform the required maintenance to the satisfaction of the Administrator or be in default of the Performance

Guarantee, unless a longer time is agreed upon between the DEVELOPER and the Administrator. The DEVELOPER shall also be responsible for requesting, in writing, a final inspection from the COUNTY'S Engineering Inspections Division not before ninety (90) days prior to the termination of the initial maintenance period. Upon receipt of the request for final inspection, the Engineering Inspections Division shall notify the DEVELOPER via certified mail, return receipt requested, postmarked within thirty (30) days of such request, providing a list of deficiencies of items to be remedied by the DEVELOPER before the expiration of the maintenance period. In the event the DEVELOPER does not remedy the deficiencies before the expiration of the maintenance period, the DEVELOPER shall be in default of the Performance Guarantee. This remedy for correction is a contractual obligation that is a cumulative and not exclusive remedy. Upon completion of construction of the improvements and final inspection by the COUNTY as being constructed in accordance with all applicable contract documents and permit requirements, etc., and upon the expiration of the required Maintenance Guarantee, the COUNTY shall be responsible for maintenance of the roadway and roadway-drainage facilities which are not commingled/combined. Upon the remedy of any defects to the satisfaction of the Administrator, or in the case of no defects, but in any case no sooner than the completion of the required maintenance period, the Administrator may recommend to the COUNTY the release of the Maintenance Guarantee.

9. INDEMNIFICATION AND INSURANCE

a. Indemnification: For and in consideration of Ten and 00/100 Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the DEVELOPER shall indemnify, defend, and hold harmless the COUNTY and all of its agents and employees from and against any and all claim, liability, loss, damage, cost, attorney's fee, charge, or expense of whatever kind or nature which the COUNTY may sustain, suffer, or incur, or be required to pay by reason of the loss of any monies paid to the DEVELOPER resulting out of fraud, defalcation, or dishonesty; or arising out of any act, action, neglect, or omission by the DEVELOPER during the performance of this DA, any work under this DA, or any part thereof, whether direct or indirect; or by reason or result of injury caused by the DEVELOPER'S

negligent maintenance of the property over which the DEVELOPER has control; or by reason of a judgment over and above the limits provided by the insurance required under this DA; or by any defect in the condition or construction of the Required Roadway Improvements, except that the DEVELOPER will not be liable under this provision for damages arising out of the injury or damage to persons or property directly caused or resulting from the sole negligence of the COUNTY or any of their agents or employees, unless such COUNTY negligence arises from the COUNTY review referenced in Paragraphs 5.e and 5.h of this DA. The DEVELOPER'S obligation to indemnify, defend, hold harmless as described hereinabove, shall arise within seven (7) days of receipt by the DEVELOPER of the COUNTY'S written notice of claim for indemnification to the DEVELOPER. The notice of claim for indemnification shall be served pursuant to the notice provisions contained in Paragraph 9.g. The DEVELOPER'S obligation to defend and indemnify within seven (7) days of receipt of such written notice shall not be excused because of the DEVELOPER'S inability to evaluate liability or because the DEVELOPER evaluates liability and determines the DEVELOPER is not liable or determines the COUNTY is solely negligent. Only a final, adjudicated judgment finding the COUNTY solely negligent shall excuse performance of this provision by the DEVELOPER. If a judgment finding the COUNTY solely negligent is appealed and the finding of sole negligence is reversed, the DEVELOPER shall be obligated to indemnify the COUNTY for the cost of the appeal(s). The DEVELOPER shall pay all costs and fees related to this obligation and its enforcement by the COUNTY. The DEVELOPER shall also include for the Required Roadway Improvements this indemnity provision, replacing the word DEVELOPER with the name of the contractor(s).

b. Insurance:

(1) General. No work shall commence on the Required Roadway Improvements nor shall occupancy of any of the property within the Required Roadway Improvements limits take place until the required Certificates of Insurance and certified true and exact copies of all insurance policies are received by the COUNTY or FDOT as set forth below:

(a) During the life of this DA, the DEVELOPER shall require any engineers and/or general contractors providing work for the improvements to pay for and maintain insurance of the types and in the amounts described herein. All such insurance shall be provided by responsible companies authorized to transact business in the State of Florida which have an "A" policyholder's rating and a financial rating of at least Class VIII in accordance with the most current *Best's Key Rating Guide* and which are satisfactory to the COUNTY or FDOT.

(b) The DEVELOPER shall require the engineers and/or general contractor to provide to the DEVELOPER and to the COUNTY or FDOT evidence of insurance coverage of the types and in the amounts required by submitting four (4) original, executed Certificates of Insurance on the form to be provided by the COUNTY or FDOT to the DEVELOPER. Each certificate shall set forth the original, manual signatures of the authorized representative of the insurance company(ies), identified therein and shall have attached thereto, proof that the said representative is authorized to execute the same. In addition to the Certificates of Insurance required herein, the DEVELOPER shall require the engineers and/or contractors to also provide to the COUNTY or FDOT certified true and exact copies of all insurance policies required hereunder at the time of submittal of the Certificates of Insurance. The required Certificates of Insurance not only shall name the types of policies provided, but also shall refer specifically to the agreement between the DEVELOPER and the contractor for the improvement.

(c) All policies of insurance required by this DA shall require that the insurer deliver to the COUNTY or FDOT and the DEVELOPER thirty (30) days' written notice prior to any cancellation, intent not to renew, or reduction in coverage and ten (10) days' written notice of any nonpayment of premium. Such notice shall be delivered by certified U.S. Mail to the COUNTY and the DEVELOPER, addressed to the parties as described in Paragraph 9.g below. In the event of any reduction in the aggregate limit of any policy, the DEVELOPER shall require the engineers and/or contractor to immediately restore such limit to the amount required herein.

(d) The DEVELOPER shall require that all insurance coverage provided by the engineers and/or general contractor be primary to any insurance or self-insurance program of the COUNTY or FDOT and the DEVELOPER which is applicable to the work provided for in this DA. All such insurance shall also remain in effect until final payment and until after the one (1) year warranty period provided herein.

(e) Receipt by the COUNTY or FDOT of any Certificate of Insurance or copy of any policy evidencing the insurance coverage and limits required by the contract documents does not constitute approval or agreement by the COUNTY or FDOT that the insurance requirements have been satisfied or that the insurance policies or Certificates of Insurance are in compliance with the requirements under this DA.

(f) The insurance coverage and limits that the DEVELOPER shall require from the engineers and/or contractor under this DA are designed to meet the minimum requirements of the COUNTY or FDOT. They are not designed as a recommended insurance program. The DEVELOPER shall notify the engineers and/or contractor that the engineers and/or contractor shall be responsible for the sufficiency of its own insurance program.

(g) If the insurance coverage initially provided by the engineers and/or contractor is to expire prior to completion of the work, the DEVELOPER shall require the engineers and/or contractor to provide renewal Certificates of Insurance on the COUNTY'S or FDOT's form thirty (30) days prior to expiration of current coverage.

(h) Should the engineers and/or contractor fail to maintain the insurance coverage required under this DA, the COUNTY may, at its option, either terminate this DA for default as provided hereinafter or require the DEVELOPER to procure any payment for such coverage at its own expense. A decision by the COUNTY or FDOT to require the DEVELOPER to procure and pay for such insurance coverage shall not operate as a waiver of any of the COUNTY'S or FDOT's rights or the DEVELOPER'S obligations under this DA.

(i) All insurance policies that the DEVELOPER shall require the engineers and/or contractor to obtain pursuant to this DA, other than workers' compensation and employer's liability policy, shall specifically provide that the COUNTY, the COUNTY Engineer, and FDOT and each of their elected officers, employees, and agents shall be "additional insured" under the policy and shall also incorporate a severability of interests provision. All insurance coverage required herein shall apply to all engineers' and/or contractors' activities and any subcontractor's activities for the improvements without regard for the location of such activity.

(2) Coverage. Amounts and types of insurance shall conform to the following minimum requirements and shall be listed on a current Pasco County Certificate of Insurance form, which shall be provided to the engineers and/or contractors by the DEVELOPER. The DEVELOPER may obtain a sample copy of this certificate from the COUNTY or FDOT.

(a) Workers' Compensation and Employer's Liability Insurance: The DEVELOPER shall require that coverage be maintained by the engineers and/or contractor for all employees engaged in the work in accordance with the laws of the State of Florida. The amount of such insurance shall not be less than:

- (i) Workers' Compensation: Florida statutory requirements.
- (ii) Employer's Liability: One Million and 00/100 Dollars

(\$1,000,000.00) each accident.

(iii) The DEVELOPER shall require the engineers and/or contractor and contractor's insurance companies to waive their rights of subrogation against the COUNTY and FDOT and their agents and employees.

(b) Commercial General Liability Insurance: The DEVELOPER shall require commercial, general liability insurance coverage be maintained by the engineer and/or contractor which shall include, but not be limited to, personal and advertising injury; contractual for the improvements, including

any hold-harmless and/or indemnification agreement; independent contractors; broad form property and personal injury, and combined single limits:

(i) General Aggregate: Two Million and 00/100 Dollars (\$2,000,000.00).

(ii) Products, Completed Operations Aggregate: Two Million and 00/100 Dollars (\$2,000,000.00).

(iii) Bodily Injury Including Death (Each Person): One Million and 00/100 Dollars (\$1,000,000.00).

(iv) Bodily Injury, Including Death (Each Occurrence): Two Million and 00/100 Dollars (\$2,000,000.00).

(v) Property Damage (Each Occurrence): One Million and 00/100 Dollars (\$1,000,000.00).

(vi) Personal and Advertising Injury (Each Occurrence): Five Hundred Thousand and 00/100 Dollars (\$500,000.00).

(vii) Fire Damage (Any One [1] Fire): Five Hundred Thousand and 00/100 Dollars (\$500,000.00).

(c) Business Automobile Liability Insurance: The DEVELOPER shall require coverage to be maintained by the engineers and/or contractor as to the ownership, maintenance, and use of all owned, nonowned, leased, or hired vehicle and employees' nonownership with limits of not less than:

(i) Bodily Injury and Personal Injury Including Death: One Million and 00/100 Dollars (\$1,000,000.00) combined, single limit.

(ii) Property Damage: One Million and 00/100 Dollars (\$1,000,000.00) combined, single limit.

(d) Excess Liability Insurance: The DEVELOPER shall require coverage be maintained by the contractor for excess liability, which shall be over and above the commercial general liability insurance and business automobile liability insurance requirements, with limits of not less than:

(i) Each Occurrence: Three Million and 00/100 Dollars (\$3,000,000.00).

(ii) Aggregate: Three Million and 00/100 Dollars (\$3,000,000.00).

(e) Professional Error and Omissions Liability: The DEVELOPER shall require that the engineers maintain standard, professional-liability insurance in the minimum amount of One Million and 00/100 Dollars (\$1,000,000.00) per occurrence.

(f) Special Instructions: Occurrence from professional, liability insurance is highly preferred; however, in the event the consultant is only able to secure claims-made, professional-liability insurance, special conditions apply. Any Certificate of Insurance issued to the COUNTY or FDOT must clearly indicate whether the coverage is on a claims-made basis. Should coverage be afforded on a claims-made basis, the DEVELOPER shall require the consultant to be obligated by virtue of this DA to maintain insurance in effect with no less limits of liability nor any more restrictive terms and/or conditions for a period of five (5) years from the date of this DA.

10. GENERAL PROVISIONS

a. Independent Capacity: The DEVELOPER and any consultants, contractors, or agents are and shall be, in the performance of all work, services, and activities under this DA, independent contractors and not employees, agents, or servants of the COUNTY or FDOT, or joint ventures with the COUNTY or FDOT. The DEVELOPER does not have the power or authority to bind the COUNTY or FDOT in any promise, agreement, or representation other than specifically provided for in this DA. The COUNTY and FDOT shall not be liable to any person, firm, or corporation who contracts with or provides goods or services to the DEVELOPER in connection with the Required Roadway Improvements, or for debts or claims accruing to

such parties against the DEVELOPER. There is no contractual relationship expressed or implied between the COUNTY or FDOT and any other person, firm, or corporation supplying any work, labor, services, goods, or materials to the DEVELOPER as a result of the Required Roadway Improvements.

b. Default: If the DEVELOPER fails to meet any of the time frames set forth herein, unless extended pursuant to this DA, then it shall be considered a default of this DA entitling the COUNTY to make a claim and collect on the Performance Guarantees required by Section 8 (or the portion of the guarantees required to cure the default, if less than the entire guarantees, but without limiting or affecting the COUNTY'S rights to enforce the balance of the guarantees, if required). Upon the said default, the issuance of Building Permits, plats, and other development approvals shall cease until the default has been cured to the reasonable satisfaction of the COUNTY. The DEVELOPER agrees that it will acquire no vested rights in any development approval, plat, or permit issued while an uncured event of default of this DA exists, and acknowledges and agrees that the COUNTY has the right to revoke any development approval, plat, or permit issued after an uncured event of default of this DA.

c. Time Extensions:

(1) In the event the COUNTY requires additional time beyond that allocated herein to act upon a submission by the DEVELOPER of complete and correct documents for review and/or approval, there shall be an automatic extension of the time periods set forth in this DA for the Required Roadway Improvements for the documented number of days which it takes the COUNTY beyond the days allowed for the COUNTY'S review and/or approval.

(2) In the event the DEVELOPER is unable to meet a deadline as set forth in this DA for the Required Roadway Improvements, the DEVELOPER may, prior to the deadline, submit a request to the County Administrator for an amendment to this DA to extend the deadline, and the County Administrator agrees to submit such requests to the COUNTY within thirty (30) days unless the DEVELOPER agrees to extend the said submitted time period beyond thirty (30) days.

d. Termination: The COUNTY may terminate this DA upon the DEVELOPER'S failure to comply with the terms and conditions of this DA. The COUNTY shall provide the DEVELOPER with a written Notice of Termination, stating the COUNTY'S intent to terminate and describing those terms and conditions with which the DEVELOPER has failed to comply. If the DEVELOPER has not remedied the failure or initiated good faith efforts to remedy the failure within thirty (30) days after receiving the Notice of Termination, or thereafter is not proceeding with due diligence to remedy the failure, the COUNTY may terminate this DA immediately without further notice, and the DEVELOPER shall not thereafter be entitled to any impact fee credits, reimbursement, or compensation as provided herein. This paragraph is not intended to replace any other legal or equitable remedies available to COUNTY under Florida law, but it is in addition thereto.

e. Contracts: All contracts entered into by the DEVELOPER for the Required Roadway Improvements shall be made in accordance with all applicable laws, rules, and regulations; shall be specified by written contract or agreement; and shall be subject to each paragraph set forth in this DA. The DEVELOPER shall monitor all contracts on a regular basis to ensure contract compliance. Results of monitoring efforts shall be summarized in written reports submitted to the COUNTY and supported with documented evidence of follow-up actions taken to correct areas of noncompliance.

(1) The DEVELOPER shall cause all provisions of this DA in its entirety to be included and made a part of any contract for the Required Roadway Improvements.

(2) The DEVELOPER agrees to include in all construction contracts a retainage clause providing that upon completion of all work the retainage will be reimbursed.

f. Law Compliance: The DEVELOPER and the COUNTY will comply with all applicable Federal, State, and local laws, rules, regulations, and guidelines related to performance under this DA. In particular, the DEVELOPER verifies and affirms that it is in compliance with the 8 USC, Section 1324, prohibiting the employment either directly or by contract, subcontract, or exchange of unauthorized aliens in the United States. The COUNTY will consider the employment of unauthorized aliens by the DEVELOPER or

by any contractor or vendor of the DEVELOPER during the term of the DA a violation of the Immigration and Nationality Act. Such violation shall be cause for unilateral cancellation of this DA by the COUNTY.

g. Certification: The DEVELOPER shall provide certification to the COUNTY or FDOT, as applicable, under the seal and signature of a registered, professional engineer that the Required Roadway Improvements have been constructed in accordance with the standards promulgated by the FDOT in Section 336.045, F.S, COUNTY standards, the contract documents and this DA.

h. Notice: Whenever one (1) party gives notice to the other party concerning any of the provisions of this DA, including notice of termination, such notice shall be given by certified mail, return-receipt requested. The said notice shall be deemed given when it is deposited in the U.S. Mail with sufficient postage prepaid (notwithstanding that the return-receipt is not subsequently received). Notices shall be addressed as follows: Ms. Leigh Massengill, HCA Health Services of Florida, Inc., 5637 Marine Parkway, New Port Richey, FL 34652, with a copy to Mr. Clarke G. Hobby, Esq., Hobby & Hobby, P.A. 109 N. Brush St., Suite 250, Tampa, FL 33602, the COUNTY, c/o Bipin Parikh, P.E., Assistant County Administrator (Development Services), West Pasco Government Center, 7530 Little Road, Suite 320, New Port Richey, Florida 34654, with a copy to David A. Goldstein, Chief Assistant County Attorney, West Pasco Government Center, 7530 Little Road, Suite 340, New Port Richey, Florida 34654. These addresses may be changed by giving notice as provided for in this paragraph.

i. Entire Agreement: This DA embodies and constitutes the entire understanding and agreement between the parties with respect to the transactions contemplated herein, and this DA supersedes all prior and contemporaneous agreements, understandings, representations, communications, and statements, either oral or written; provided, however, that nothing shall relieve the DEVELOPER of any development approval requirements or conditions previously imposed or authorized to be imposed under the COUNTY'S LDC or Comprehensive Plan for future permits required by the DEVELOPER.

j. Modification and Amendment: Neither this DA, nor any portion hereof, may be waived, modified, amended, discharged, nor terminated, except as authorized by law pursuant to an

instrument in writing, signed by the party against which the enforcement of such waiver, modification, amendment, discharge, or termination is sought and then only to the extent set forth in such instrument. Changes to this DA which remove any condition required by Rule 9J-2.045, FAC, shall require an amendment to the DO through the NOPC process pursuant to Chapter 380, F.S. All other amendments to this DA shall not require an NOPC or DO amendment.

k. Waiver: The failure of any party to this DA to object to or to take affirmative action with respect to any conduct of the other which is in violation of the terms of this DA shall not be construed as a waiver of the violation or breach or of any future violation, breach, or wrongful conduct.

l. Contract Execution: This DA may be executed in several counterparts, each constituting a duplicate original, but all such counterparts shall constitute one (1) and the same agreement.

m. Gender: Whenever the contract hereof shall so require, the singular shall include the plural, the male gender shall include the female gender and the neuter and vice versa.

n. Headings: All article and descriptive headings of paragraphs in this DA are inserted for convenience only and shall not affect the construction or interpretation hereof.

o. Severability: Each provision of this DA is material to the Board of County Commissioners approval of this DA. Accordingly, the provisions are not severable. In the event any section, sentence, clause, or provision of this DA is declared illegal or invalid by a body with jurisdiction to make such determination, the remainder of this DA shall be suspended until such time the Board of County Commissioners modifies the DA to address the illegal or invalid provision; provided however, such suspension shall not exceed nine (9) months in duration and such determination shall not affect the validity of DRI entitlements that have received preliminary plan, preliminary site plan, plat, construction plan, Building Permit, CO approval, or any DRI mitigation committed to or performed as of the date the determination is made.

Notwithstanding the foregoing, the DA shall not be suspended if the DEVELOPER, and all affected successors or assigns, agree to abide by all provisions of the DA until an amendment to the DA has been approved to address the illegal or invalid provision. DEVELOPER-requested amendments to this DA shall not be

considered challenges to this DA and decisions by the Board of County Commissioners regarding any DEVELOPER-requested amendments, or the like, shall not have the effect of suspending this DA under any circumstances. Notwithstanding the foregoing, if a third party challenges any section, subsection, sentence, clause, or provision of the DA and the challenged portion of the DA is subsequently declared illegal or invalid, this DA shall not be suspended, and shall remain in full force and effect except for that portion declared illegal or invalid. If any section, subsection, sentence, clause, or provision of this resolution is declared illegal or invalid as the result of a third party challenge, the DEVELOPER shall cooperate with the COUNTY to amend this DA to address the portion which has been declared invalid or illegal.

p. Construction: The parties hereby agree that each has played an equal part in the negotiation and drafting of this DA and, in the event any ambiguity should be realized in the construction or interpretation of this DA, the result of such ambiguity shall be equally assumed and realized by each of the parties to this DA.

q. Cancellation: This DA may be canceled by mutual consent of the parties to the DA.

r. Third Party Beneficiaries: Nothing in this DA shall be construed to benefit any person or entity not a party to this DA.

s. Strict Compliance with Laws: The DEVELOPER agrees that acts to be performed by it in connection with this DA shall be performed in strict conformity with all applicable Federal, State, and local laws, rules, regulations, standards, and guidelines.

t. Nondiscrimination: The DEVELOPER will not discriminate against any employee employed in the performance of this DA or against any applicant for employment because of race, creed, color, handicap, national origin, or sex. The DEVELOPER shall insert a similar provision in all contracts for the Required Roadway Improvements.

u. Signatories Authority: By the execution hereof, the parties covenant that the provisions of this DA have been duly approved and signatories hereto are duly authorized to execute this DA.

v. Right-of-Way Use Permit: The DEVELOPER shall obtain an appropriate Right-of-Way Use Permit from the COUNTY or FDOT, as applicable.

w. Controlling Law: This DA shall be governed by and construed in accordance with the laws of the State of Florida. Venue for any litigation arising from this DA shall be in Pasco County, Florida.

x. Successors and Assigns: The terms of this DA shall run with the land and be binding upon the DEVELOPER and owners and their successors and assigns. The DEVELOPER and owners may assign this DA and all its rights and obligations hereunder to any person, firm, corporation, or other entity, with the consent of the parties to this DA, which consent should not be unreasonably withheld or delayed, and any such assignee shall be entitled to all the rights and powers of such participation hereunder. Upon any such assignment, such assignee shall succeed to all the rights and obligations of the assignor hereto, and shall, for purposes of specific rights and/or obligations assigned, or otherwise, all purposes hereof, be substituted for such participant.

y. Force Majeure: In the event the DEVELOPER'S or COUNTY'S performance of this DA is prevented or interrupted by consequent act of God, or of the public enemy, or national emergency, or a governmental restriction upon the use or availability of labor or materials, or civil insurrection, riot, racial or civil rights disorders or demonstration, strike, embargo, flood, tidal wave, fire, explosion, bomb detonation, nuclear fallout, windstorm, hurricane, sinkholes, earthquake, or other casualty, disaster, or catastrophe, or judgment, or a restraining order or injunction of any court, the DEVELOPER or COUNTY shall not be liable for such nonperformance, and the time of performance shall be extended for the number of days that the force majeure event prevents or interrupts the DEVELOPER'S or COUNTY'S performance of this DA as reasonably determined by the other party. This paragraph shall not apply to force majeure events caused by the DEVELOPER or under the DEVELOPER'S control, or caused by the COUNTY or under the COUNTY'S control, as applicable. In the event that performance by the DEVELOPER or COUNTY of the commitments set forth in this DA shall be interrupted or delayed in connection with acquisition of necessary governmental permits or approvals for the construction of the Required Roadway Improvements and which interruption or

delay is caused through no fault of the party with a delayed performance, then the party with a delayed performance shall submit documentation to the other party regarding such event for review and concurrence. If such documentation shows that such event(s) have taken place, then the party with a delayed performance shall be excused from such performance for such period of time as is reasonably necessary after such occurrence to remedy the effects thereof, provided, however, in no event shall any such extension exceed three (3) months. Any requested extensions beyond such three (3) month period may only be accomplished by an amendment to this DA.

IN WITNESS WHEREOF, the parties hereto have by their duly authorized representatives executed this

DA on the dates set forth below.



ATTEST:

Paula S. O'Neil
PAULA S. O'NEIL, CLERK & COMPTROLLER

BOARD OF COUNTY COMMISSIONERS
OF PASCO COUNTY, FLORIDA

Ann Hildebrand
ANN HILDEBRAND, CHAIRMAN

APPROVED

Date: _____

DEC 21 2010

BOCC

HCA HEALTH SERVICES OF FLORIDA, INC., a
Florida corporation

WITNESSES:

[Signature]

[Signature]

BY: W. Mark Kimbrough

W. Mark Kimbrough

Print

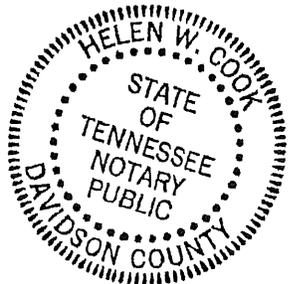
Its Vice President
Title

STATE OF ~~FLORIDA~~ Tennessee
COUNTY Davidson

The foregoing instrument was acknowledged before me this 29th of December, 2010
(date), by W. Mark Kimbrough, personally known
(name of person acknowledging), who is personally known to me or who has produced _____

(type of identification) as identification.

Seal:



Helen W. Cook
NOTARY

My Commission Expires
March 3, 2014

EXHIBITS

- A. Legal Description
- B. Proportionate Share Table
- C. Site-Related Intersection Improvements

EXHIBIT A

**DRI NO. 243 – MITCHELL RANCH PLAZA
PASCO COUNTY DEVELOPMENT AGREEMENT**

LEGAL DESCRIPTION

J:\238-03\LS\DR\238-03_LS-1_MRP-DRI.dwg - Jan 28, 2010 @ 2:56pm - jauttlehan

THIS IS NOT A SURVEY

THERE MAY BE ADDITIONAL RESTRICTIONS AFFECTING THIS PROPERTY THAT MAY BE FOUND IN THE PUBLIC RECORDS OF THIS COUNTY.
THIS LEGAL DESCRIPTION AND SKETCH WAS PREPARED WITHOUT THE BENEFIT OF A TITLE COMMITMENT.
BEARINGS ARE BASED UPON THE SOUTH LINE OF THE NE 1/4 OF SECTION 26, TOWNSHIP 26 SOUTH, RANGE 16 EAST, PASCO COUNTY, FLORIDA, BEING N89°31'39"W.

LEGAL DESCRIPTION:

A parcel of land being a portion of Sections 23, 24, 25 and 26, Township 26 South, Range 16 East, Pasco County, Florida, being more particularly described as follows:

COMMENCE at the Southeast corner of the Northeast 1/4 of Section 26, Township 26 South, Range 16 East, Pasco County, Florida; thence N89°31'39"W, along the South line of said Northeast 1/4 of Section 26 (being the basis of bearings for this legal description), for 50.17 feet to the point of intersection with the Easterly Right-of-Way line of Little Road, according to Official Records Book 1469, page 1422 of the Public Records of Pasco County, Florida; thence leaving said South line of the Northeast 1/4 of Section 26, N00°34'54"E, along said Easterly Right-of-Way line of Little Road, according to Official Records Book 1469, page 1422, for 0.10 feet; thence N00°39'53"E, continuing along said Easterly Right-of-Way line of Little Road, according to Official Records Book 1469, page 1422, for 1,676.22 feet to the Southwest corner of that certain property as described in Official Records Book 6048, page 624 of the Public Records of Pasco County, Florida, same being the POINT OF BEGINNING; thence the following four (4) courses along said Easterly Right-of-Way line of Little Road, according to Official Records Book 1469, page 1422; (1) thence continue N00°39'53"E, for 970.40 feet; (2) thence N00°00'53"W, for 231.35 feet to the point of curvature of a curve concave Easterly; (3) thence Northerly along the arc of said curve, having a radius of 1,100.00 feet, a central angle of 09°00'00", an arc length of 172.79 feet, and a chord bearing N04°29'09"E for 172.61 feet to the point of tangent; (4) thence N08°59'09"E, for 80.09 feet to the point of intersection with the Easterly Right-of-Way line of Little Road, according to Official Records Book 5394, page 1717 of the Public Records of Pasco County, Florida; thence the following four (4) courses along said Easterly Right-of-Way line of Little Road, according to Official Records Book 5394, page 1717 and the Easterly Right-of-Way line of Little Road, according to Official Records Book 1799, page 1788 of the Public Records of Pasco County, Florida, respectively; (1) thence S81°00'54"E, for 13.00 feet; (2) thence N08°59'06"E, for 248.72 feet to the point of curvature of a curve concave Westerly; (3) thence Northerly along the arc of said curve, having a radius of 1,233.00 feet, a central angle of 09°00'00", an arc length of 193.68 feet, and a chord bearing N04°29'06"E for 193.48 feet to the point of tangent; (4) thence N00°28'55"E, for 231.87 feet to the point of intersection with the Southerly Right-of-Way line of State Road 54 according to Official Records Book 3642, page 1264 of the Public Records of Pasco County, Florida; thence leaving said Easterly Right-of-Way line of Little Road, according to Official Records Book 1799, page 1788, N49°11'44"E, along said Southerly Right-of-Way line of State Road 54 according to Official Records Book 3642, page 1264, for 79.74 feet to the point of intersection with the Southerly Right-of-Way line of State Road 54 according to Official Records Book 3760, page 1578 of the Public Records of Pasco County, Florida; thence the following ten (10) courses along the Southerly Right-of-Way line of State Road 54 according to said Official Records Book 3760, page 1578, Official Records Book 3642, page 1264 of the Public Records of Pasco County, Florida,

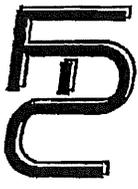
NOTE: THE GEOMETRY PERTAINING TO THE PARCEL OF LAND DESCRIBED HEREIN IS BASED UPON RECORD DOCUMENTS AS NOTED HEREIN AND THAT CERTAIN ALTA/ACSM LAND TITLE SURVEY TITLED "PHASE I & PARCEL B", PREPARED BY FLORIDA DESIGN CONSULTANTS, INC, JOB NUMBER 238-04, DATED 5-29-02, LAST REVISED 9-16-02 AND IS SUBJECT TO AN ACCURATE FIELD LAND BOUNDARY SURVEY.

PREPARED FOR: **HOSPITAL CORPORATION OF AMERICA**

SHEET DESCRIPTION: **MITCHELL RANCH PLAZA DRI**

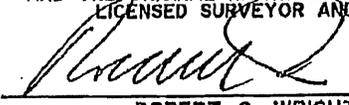
SCALE: NONE	DATE: 1-28-2010	DRAWN: LCS	CALCED: LCS	CHECKED: LCS
JOB No.:	EPN:	SECTION:	TOWNSHIP:	RANGE:
2005-29G	N/A	23, 24,25&26	26 S	16 E

SEE SHEETS 1-3 FOR LEGAL DESCRIPTION
SEE SHEETS 4-5 FOR SKETCH



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SURVEYORS & PLANNERS
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Certificate of Authorization: LB 6707
State of Florida

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ROBERT C. WRIGHT, JR.
PROFESSIONAL SURVEYOR AND MAPPER
LICENSE NUMBER LS 4965
STATE OF FLORIDA

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Official Records Book 5567, page 865 of the Public Records of Pasco County, Florida, said Official Records Book 3642, page 1264 and Official Records Book 4128, page 327 of the Public Records of Pasco County, Florida, respectively; (1) thence S89°32'52"E, for 607.24 feet; (2) thence N77°03'37"E, for 66.13 feet to the point of intersection with a non-tangent curve, concave Southerly; (3) thence Easterly along the arc of said curve, from a radial bearing of N00°43'52"W, having a radius of 29,027.11 feet, a central angle of 00°36'09", an arc length of 305.22 feet, and a chord bearing N89°34'12"E for 305.22 feet to the point of tangent; (4) thence N00°04'47"W, for 13.00 feet to the point of intersection with a non-tangent curve, concave Southerly; (5) thence Easterly along the arc of said curve, from a radial bearing of N00°07'43"W, having a radius of 29,040.11 feet, a central angle of 00°01'38", an arc length of 13.82 feet, and a chord bearing N89°53'06"E for 13.82 feet to the point of tangent; (6) thence N89°53'56"E, for 195.21 feet; (7) thence S00°07'26"E, for 13.00 feet; (8) thence N89°54'15"E, for 670.05 feet; (9) thence S89°55'10"E, for 611.17 feet; (10) thence N88°57'25"E, for 43.12 feet to the Northeast corner of that certain property as described in Official Records Book 4979, page 153 of the Public Records of Pasco County, Florida; thence leaving said Southerly Right-of-Way line of State Road 54 according to Official Records Book 4128, page 327, S00°00'08"W, along the East line of said certain property as described in Official Records Book 4979, page 153, for 1,650.56 feet to the Southeast corner of said certain property as described in Official Records Book 4979, page 153, same being the Northeast corner of that certain property as described in Official Records Book 6048, page 624 of the Public Records of Pasco County, Florida; thence the following eight (8) courses along the Easterly line of said certain property as described in Official Records Book 6048, page 624; (1) thence S58°31'13"W, for 9.29 feet; (2) thence S07°44'28"W, for 7.24 feet; (3) thence S15°26'38"W, for 99.52 feet; (4) thence S12°02'15"W, for 84.00 feet; (5) thence S13°13'56"W, for 114.46 feet; (6) thence S09°29'24"W, for 76.40 feet; (7) thence S10°08'55"W, for 98.58 feet; (8) thence S11°15'28"W, for 211.00 feet; thence leaving said Easterly line of that certain property as described in Official Records Book 6048, page 624, N90°00'00"W, for 634.29 feet to the point of intersection with the Southerly line of said certain property as described in Official Records Book 6048, page 624; thence the following fourteen (14) courses along said Southerly line of that certain property as described in Official Records Book 6048, page 624; (1) thence N70°18'15"W, for 16.75 feet; (2) thence N77°43'45"W, for 62.52 feet; (3) thence N81°41'15"W, for 44.80 feet; (4) thence S81°59'17"W, for 67.45 feet; (5) thence S87°25'04"W, for 54.38 feet; (6) thence S85°57'21"W, for 45.57 feet; (7) thence S71°18'17"W, for 35.14 feet to the point of curvature of a curve concave Northeasterly; (8) thence Northwesterly along the arc of said curve, having a radius of 48.00 feet, a central angle of 141°40'19", an arc length of 118.69 feet, and a chord bearing N37°51'34"W for 90.68 feet to the point of tangent; (9) thence N32°58'35"E, for 21.47 feet; (10) thence N37°36'30"E, for 44.46 feet; (11) thence N21°12'56"E, for 56.79 feet; (12) thence N12°30'35"E, for 86.41 feet; (13) thence N00°55'10"E, for 45.74 feet; (14) thence N07°53'53"E, for 60.35 feet to the point of intersection with a Westerly line of said certain property as described in Official Records Book 5567, page 865; thence the following eight (8) courses along

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PREPARED FOR:

HOSPITAL CORPORATION OF AMERICA

SHEET DESCRIPTION:

MITCHELL RANCH PLAZA DRI

SCALE: NONE	DATE: 1-28-2010	DRAWN: LCS	CALCED: LCS	CHECKED: LCS
JOB No.:	EPH:	SECTION:	TOWNSHIP:	RANGE:
2005-29G	N/A	23, 24,25&26	26 S	16 E

SEE SHEETS 1-3 FOR LEGAL DESCRIPTION
SEE SHEETS 4-5 FOR SKETCH



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ENGINEERS, ENVIRONMENTALISTS
SURVEYORS & PLANNERS

3030 Starkey Blvd.
New Port Richey, Florida 34655
(727) 849-7588

Certificate of Authorization: LB 6707
State of Florida

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LICENSED SURVEYOR AND MAPPER.

Robert C. Wright, Jr.
ROBERT C. WRIGHT, JR.
PROFESSIONAL SURVEYOR AND MAPPER
LICENSE NUMBER LS 4965
STATE OF FLORIDA

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said Westerly line of that certain property as described in Official Records Book 5567, page 865; (1) thence leaving said Southerly line of that certain property as described in Official Records Book 6048, page 624, continue N07°53'53"E, for 33.59 feet; (2) thence N12°26'06"E, for 80.64 feet; (3) thence N23°39'13"E, for 53.06 feet; (4) thence N06°11'44"W, for 69.13 feet; (5) thence N50°50'10"W, for 76.17 feet; (6) thence N85°43'27"W, for 24.18 feet; (7) thence N66°42'23"W, for 33.23 feet; (8) thence N71°26'59"W, for 43.78 feet to the point of intersection with said Southerly line of that certain property as described in Official Records Book 6048, page 624; thence the following forty-three (43) courses along said Southerly line of that certain property as described in Official Records Book 6048, page 624; (1) thence leaving said Westerly line of that certain property as described in Official Records Book 5567, page 865, continue N71°26'59"W, along said line, for 12.21 feet; (2) thence N84°23'47"W, for 97.63 feet; (3) thence S71°18'14"W, for 28.68 feet; (4) thence N85°09'00"W, for 54.45 feet; (5) thence S00°01'08"W, for 25.34 feet; (6) thence N85°09'45"W, for 8.49 feet; (7) thence S88°18'16"W, for 34.63 feet; (8) thence S78°30'34"W, for 35.50 feet; (9) thence S66°50'37"W, for 50.30 feet; (10) thence S56°32'09"W, for 60.92 feet; (11) thence S36°59'50"W, for 42.36 feet; (12) thence S41°12'08"W, for 47.44 feet; (13) thence S28°51'10"W, for 61.44 feet; (14) thence S16°34'00"W, for 27.39 feet; (15) thence S29°16'36"E, for 20.68 feet; (16) thence S11°49'33"E, for 23.79 feet; (17) thence S01°47'50"E, for 88.47 feet; (18) thence S29°48'20"W, for 83.05 feet; (19) thence S43°16'50"W, for 53.31 feet; (20) thence S65°49'10"W, for 69.44 feet; (21) thence S88°05'57"W, for 43.43 feet; (22) thence N86°00'14"W, for 76.43 feet; (23) thence N68°40'45"W, for 62.38 feet; (24) thence S85°08'48"W, for 73.00 feet; (25) thence N86°55'58"W, for 55.62 feet; (26) thence N83°05'13"W, for 30.48 feet; (27) thence N83°07'44"W, for 47.35 feet; (28) thence S85°23'43"W, for 40.35 feet; (29) thence N80°45'07"W, for 43.89 feet; (30) thence N78°47'05"W, for 44.75 feet; (31) thence N77°34'39"W, for 38.16 feet; (32) thence N78°28'56"W, for 36.11 feet; (33) thence N89°09'26"W, for 28.16 feet; (34) thence N40°46'34"W, for 26.00 feet; (35) thence N73°34'27"W, for 38.71 feet; (36) thence S38°28'40"W, for 33.56 feet; (37) thence S74°46'43"W, for 35.05 feet; (38) thence S78°33'32"W, for 30.18 feet; (39) thence S16°18'48"W, for 30.00 feet; (40) thence N88°07'51"W, for 29.68 feet; (41) thence S24°22'48"W, for 34.61 feet; (42) thence S44°16'24"W, for 33.24 feet; (43) thence N89°55'08"W, for 74.75 feet to the POINT OF BEGINNING.

Containing 5,518,266 square feet or 126.682 acres, more or less.

Error of closure: 0.0164 feet (LCS)

NOTE: THE GEOMETRY PERTAINING TO THE PARCEL OF LAND DESCRIBED HEREIN IS BASED UPON RECORD DOCUMENTS AS NOTED HEREIN AND THAT CERTAIN ALTA/ACSM LAND TITLE SURVEY TITLED "PHASE I & PARCEL B", PREPARED BY FLORIDA DESIGN CONSULTANTS, INC. JOB NUMBER 238-04, DATED 5-29-02, LAST REVISED 9-16-02 AND IS SUBJECT TO AN ACCURATE FIELD LAND BOUNDARY SURVEY.

PREPARED FOR: **HOSPITAL CORPORATION OF AMERICA**

SHEET DESCRIPTION: **MITCHELL RANCH PLAZA DRI**

SCALE: NONE	DATE: 1-28-2010	DRAWN: LCS <i>h</i>	CALCED: LCS <i>h</i>	CHECKED: LCS <i>h</i>	SEE SHEETS 1-3 FOR LEGAL DESCRIPTION SEE SHEETS 4-5 FOR SKETCH
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JOB No.: 2005-29G	EPN: N/A	SECTION: 23, 24,25&26	TOWNSHIP: 26 S	RANGE: 16 E	
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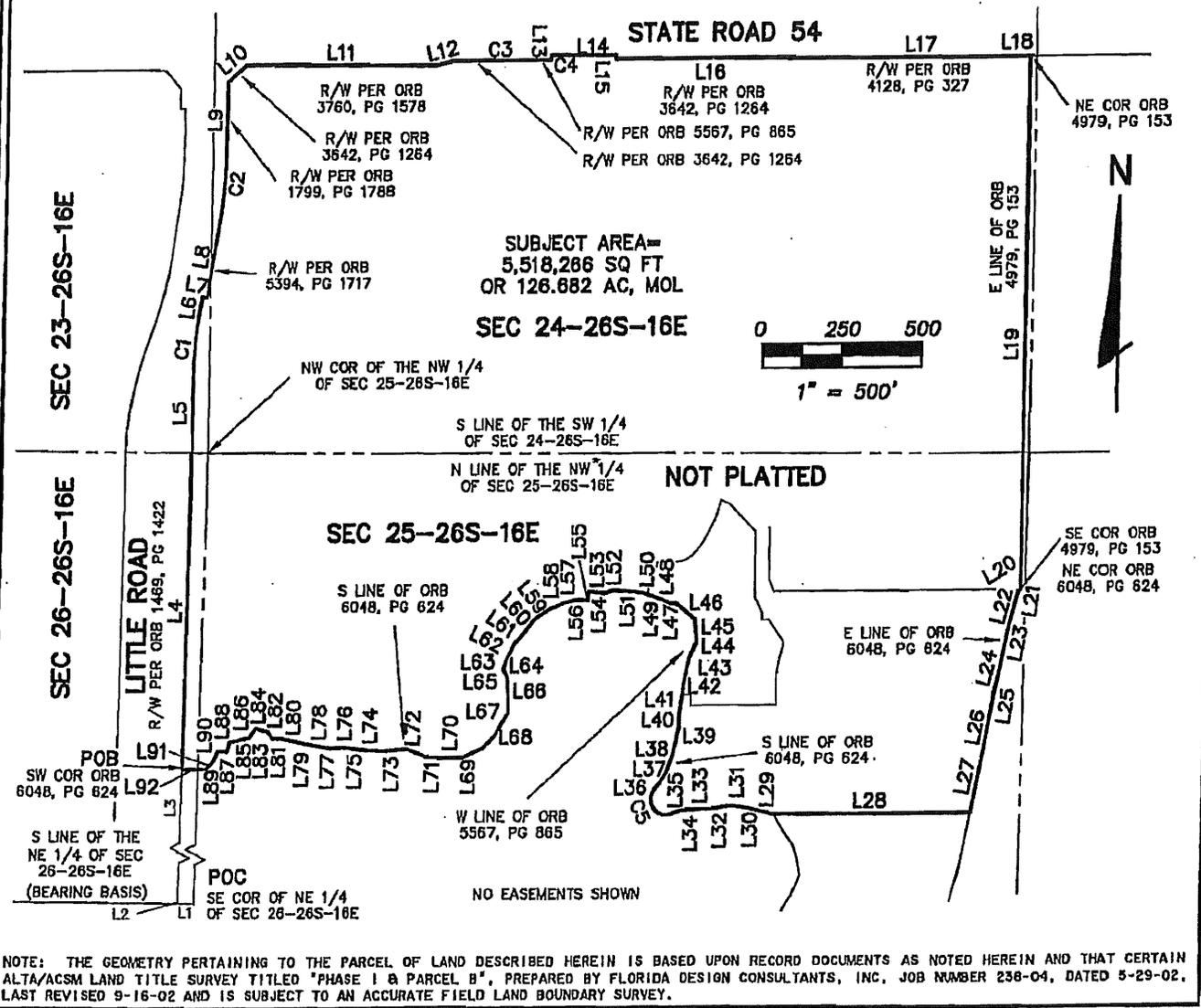
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J:\238-03\LS\DR\238-03_LS-1_MRP-DRI.dwg - Jan 28, 2010 @ 2:56pm - lsuttlehan

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SCALE: 1" = 500'	DATE: 1-28-2010	DRAWN: LCS	CALCED: LCS	CHECKED: LCS	SEE SHEETS 1-3 FOR LEGAL DESCRIPTION SEE SHEETS 4-5 FOR SKETCH
JOB No: 2005-296	EPN: N/A	SECTION: 23, 24, 25 & 26	TOWNSHIP: 26 S	RANGE: 16 E	

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LINE	BEARING	LENGTH
L1	N89°31'39"W	50.17'
L2	N00°34'54"E	0.10'
L3	N00°39'53"E	1678.22'
L4	N00°39'53"E	970.40'
L5	N00°00'53"W	231.35'
L6	N08°59'09"E	80.09'
L7	S81°00'54"E	13.00'
L8	N08°59'08"E	248.72'
L9	N00°28'55"E	231.87'
L10	N49°11'44"E	79.74'
L11	S89°32'52"E	807.24'
L12	N77°03'37"E	68.13'
L13	N00°04'47"W	13.00'
L14	N89°53'56"E	195.21'
L15	S00°07'28"E	13.00'
L16	N89°54'15"E	670.05'
L17	S89°55'10"E	611.17'
L18	N88°57'25"E	43.12'
L19	S00°00'08"W	1650.58'
L20	S58°31'13"W	9.29'
L21	S07°44'28"W	7.24'
L22	S15°26'38"W	99.52'
L23	S12°02'15"W	84.00'
L24	S13°13'56"W	114.46'
L25	S09°29'24"W	76.40'
L26	S10°08'55"W	98.58'
L27	S11°15'28"W	211.00'
L28	N90°00'00"W	834.29'
L29	N70°18'15"W	18.75'
L30	N77°43'45"W	62.52'
L31	N81°41'15"W	44.80'
L32	S81°59'17"W	67.45'
L33	S87°25'04"W	54.38'
L34	S85°57'21"W	45.57'
L35	S71°18'17"W	35.14'
L36	N32°58'35"E	21.47'
L37	N37°36'30"E	44.46'
L38	N21°12'58"E	58.79'
L39	N12°30'35"E	86.41'
L40	N00°55'10"E	45.74'
L41	N07°53'53"E	60.35'
L42	N07°53'53"E	33.59'

LINE	BEARING	LENGTH
L43	N12°26'06"E	80.84'
L44	N23°39'13"E	53.06'
L45	N05°11'44"W	69.13'
L46	N50°50'10"W	76.17'
L47	N85°43'27"W	24.18'
L48	N66°42'23"W	33.23'
L49	N71°26'59"W	43.78'
L50	N71°26'59"W	12.21'
L51	N84°23'47"W	97.63'
L52	S71°18'14"W	28.68'
L53	N85°09'00"W	54.45'
L54	S00°01'08"W	25.34'
L55	N85°09'45"W	8.49'
L56	S88°18'16"W	34.63'
L57	S78°30'34"W	35.50'
L58	S88°50'37"W	50.30'
L59	S58°32'09"W	60.92'
L60	S36°59'50"W	42.38'
L61	S41°12'08"W	47.44'
L62	S28°51'10"W	61.44'
L63	S18°34'00"W	27.39'
L64	S29°16'36"E	20.68'
L65	S11°49'33"E	23.79'
L66	S01°47'30"E	88.47'
L67	S29°48'20"W	83.05'
L68	S43°18'50"W	53.31'
L69	S65°49'10"W	69.44'
L70	S88°05'57"W	43.43'
L71	N88°00'14"W	76.43'
L72	N88°40'45"W	62.38'
L73	S85°08'48"W	73.00'
L74	N86°55'58"W	55.82'
L75	N83°05'13"W	30.48'
L76	N83°07'44"W	47.35'
L77	S85°23'43"W	40.35'
L78	N80°45'07"W	43.89'
L79	N78°47'05"W	44.75'
L80	N77°34'39"W	38.16'
L81	N78°28'58"W	38.11'
L82	N89°09'28"W	28.16'
L83	N40°46'34"W	26.00'
L84	N73°34'27"W	38.71'

LINE	BEARING	LENGTH
L85	S38°28'40"W	33.56'
L86	S74°48'43"W	35.05'
L87	S78°33'32"W	30.18'
L88	S18°18'48"W	30.00'
L89	N88°07'51"W	29.68'
L90	S24°22'48"W	34.61'
L91	S44°16'24"W	33.24'
L92	N89°35'08"W	74.75'

LEGEND

- AC = Acre(s)
- COR = Corner
- E = East(ery)
- FT = Feet
- MOL = More or Less
- N = North(ery)
- ORB = Official Records Book
- POB = Point of Beginning
- POC = Point of Commencement
- PG = Page(s)
- R/W = Right-of-Way
- S = South(ery)
- SEC = Section
- SQ = Square
- W = West(ery)

CURVE TABLE

CURVE	RADIUS	LENGTH	CHORD	BEARING	DELTA	RADIAL BEARING
C1	1100.00'	172.79'	172.61'	N04°29'09"E	09°00'00"	
C2	1233.00'	193.66'	193.48'	N04°29'08"E	09°00'00"	
C3	29027.11'	305.22'	305.22'	N89°34'12"E	00°36'09"	N00°43'52"W
C4	29040.11'	13.82'	13.82'	N89°53'06"E	00°01'38"	N00°07'43"W
C5	48.00'	118.69'	90.68'	N37°51'34"W	141°40'19"	

NOTE: THE GEOMETRY PERTAINING TO THE PARCEL OF LAND DESCRIBED HEREIN IS BASED UPON RECORD DOCUMENTS AS NOTED HEREIN AND THAT CERTAIN ALTA/ACSM LAND TITLE SURVEY TITLED "PHASE I & PARCEL B", PREPARED BY FLORIDA DESIGN CONSULTANTS, INC., JOB NUMBER 238-04, DATED 5-29-02, LAST REVISED 9-16-02 AND IS SUBJECT TO AN ACCURATE FIELD LAND BOUNDARY SURVEY.

PREPARED FOR:

HOSPITAL CORPORATION OF AMERICA

SHEET DESCRIPTION:

MITCHELL RANCH PLAZA DRI

SCALE: NONE	DATE: 1-28-2010	DRAWN: LCS <i>hw</i>	CALCED: LCS <i>hw</i>	CHECKED: LCS <i>hw</i>
JOB No.: 2005-29G	EPN: N/A	SECTION: 23, 24,25&26	TOWNSHIP: 26 S	RANGE: 16 E

SEE SHEETS 1-3 FOR LEGAL DESCRIPTION
SEE SHEETS 4-5 FOR SKETCH



FLORIDA DESIGN CONSULTANTS, INC.
ENGINEERS, ENVIRONMENTALISTS
SURVEYORS & PLANNERS

3030 Starkey Blvd.
New Port Richey, Florida 34655
(727) 849-7588

Certificate of Authorization: LB 6707
State of Florida

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

Robert C. Wright, Jr.

ROBERT C. WRIGHT, JR.
PROFESSIONAL SURVEYOR AND MAPPER
LICENSE NUMBER LS 4965
STATE OF FLORIDA

EXHIBIT B

**DRI NO. 243 – MITCHELL RANCH PLAZA
PASCO COUNTY DEVELOPMENT AGREEMENT**

PROPORTIONATE SHARE TABLE

Table 21-16 (Revised). Mitchell Ranch Plaza DRI Proportionate Share Calculation for Links and Total (Including Pipeline Project)

Road / Intersection	Improvement	Impr No.	Project Traffic	Before Capacity	After Imp. Capacity	Capacity Increase	Cost	Percent Contribution	Total Prop Share Ph 1 & 2
SR 54 at Madison	Add NB and SB right turn lanes	1a	60	6,257	7,411	1,154	\$ 341,407	5.2%	\$ 17,751
	Restripe to add left turn lane WB (2)	11a					\$ 20,000		\$ 1,040
	Receiving lane for WB left turn	4a					\$ 441,634		\$ 22,982
	NB through lane for 0.50 mi long (3)	8a					\$ 3,224,694		\$ 167,979
	SB through lane for 0.50 mi long (3)	8a					\$ 3,224,694		\$ 167,979
	WB through lane 0.50 mi long (4)	5					\$ 5,340,347		\$ 278,187
SR 54 at Seven Springs Blvd	Move thru lanes to provide left turn lanes	5	132	8,140	10,674	2,534	\$ 5,340,347	5.2%	\$ 278,187
	EB, + WB	4					\$ 4,087,119		\$ 211,863
	Move thru lanes to provide left turn lanes	6a					\$ 2,912,489		\$ 151,716
	NB, + SB	6					\$ 363,492		\$ 18,935
SR 54 at Old CR 54	Provide new traffic signal	3	157	7287	8940	1653	\$ 121,971	9.5%	\$ 11,585
	EB left turn lane (2)	4a					\$ 441,634		\$ 41,946
	Receiving lane for EB left turn lane	4					\$ 4,087,119		\$ 438,463
	Move thru lanes to provide left turn lanes	6a					\$ 2,912,489		\$ 151,716
SR 54 at Little Rd	NB + SB	5	319	8,784	11,743	2,959	\$ 5,340,347	10.8%	\$ 575,725
	WB through lane 0.50 mi long (4)	5					\$ 5,340,347		\$ 575,725
	Right turn lanes EB + WB (2)	1					\$ 961,590		\$ 103,868
	Provide new traffic signal	6					\$ 363,492		\$ 39,187
	SB left turn lane (2)	5a					\$ 75,285		\$ 35,702
	Signal (Based on increase in traffic)	6					\$ 1,263		\$ 17,527
SR 54 at Gunn Hwy	Add right turn lane and convert existing right to NB left turn lane NB (2)	3a	53	8,001	8,222	221	\$ 141,660	24.0%	\$ 33,973
	Restripe to add left turn lane WB (2)	11a					\$ 20,000		\$ 4,796
	Receiving lane for WB left turn lane	4a					\$ 441,634		\$ 105,912
	EB left turn lane (2)	7a					\$ 59,364		\$ 10,324
	EB left turn lane (2) (Uses AM analysis)	7a					\$ 59,364		\$ 5,501
	SB left turn lane (2)	7a					\$ 59,364		\$ 59,155
Date: 9/27/10	EB left turn lane (2)	7a	135	5,150	6,426	1,276	\$ 59,364	10.8%	\$ 6,281
	EB right turn lane (1)	3a					\$ 141,660		\$ 14,988
	NB through lane (3)	NA					In Link Impr.		
	SB through lane (3)	NA					In Link Impr.		
	NB through lane (3)	NA					In Link Impr.		
	SB through lane (3)	NA					In Link Impr.		
Little Rd at Cypress Lakes Blvd/Heritage Lake Blvd	NB through lane (3)	NA	97	5,883	7,524	1,641	\$ 75,285	5.9%	\$ 4,450
	SB through lane (3)	NA					\$ 20,000		\$ 1,182
	NB through lane (3)	NA					In Link Impr.		
	SB through lane (3)	NA					In Link Impr.		
	Restripe WB right to right thru lane	11a					\$ 2,912,489		\$ 140,543
	EB left turn lane (2)	6a					\$ 344,300		\$ 16,814
Little Rd at Decubellis Rd/Massachusetts Ave	SB right turn lane (1)	2a	65	6,044	7,391	1,347	\$ 59,364	4.8%	\$ 929
	EB left turn lane (2)	7a					\$ 441,634		\$ 6,913
	SB left turn lane (2)	7a					\$ 20,000		\$ 313
	Restripe EB right to right through lane	11a					\$ 59,364		\$ 2,867
	WB left turn lane (3)	7a					\$ 59,364		\$ 2,867
	Receiving lane for WB left	4a					\$ 441,634		\$ 21,332
Starkey Blvd at River Crossing	NB + SB through lanes (3)	8a	61	6,728	10,450	3,722	\$ 5,203,953	1.6%	\$ 85,288
	EB + WB through lanes (3)	8a					\$ 118,727		\$ 1,946
	NB + SB left turn lanes (2)	7a					\$ 59,364		\$ 973
	EB left turn lane (3)	7a					\$ 141,660		\$ 2,322
	EB free flow right turn lane	3a					\$ 441,634		\$ 7,238
	Receiving lane for EB free flow right	4a					\$ 363,492		\$ 5,957
East Lake Rd at Keystone Rd	Provide new traffic signal	6					\$ 363,492		\$ 5,957
Subtotal Intersections									\$ 4,145,646

Note: Parenthesis following improvement = number of lanes after improvement
Impr No = Number from Construction Costs Sheet

Date: 10/19/10

T:\238-04\Mitchell Ranch Plaza DRI\2009 Update\Response to Agency Comments\Alternate Calc\Prop Share - 101910.xls[P2].htm

Table 21-16 (Revised). Mitchell Ranch Plaza DRI Proportionate Share Calculation for Links and Total (Including Pipeline Project)

Road	From	To	Improvement	Direction	Impr No.	Cost per mile	Dist (mi)	Cost	Exist Cap	Impr Cap	Capacity Increase	Project Traffic	Project Percent	Proportionate Share
Little Rd	Old C.R. 54	Cypress Lakes/Heritage Lake Blvd	Widen from 4 LD to 6 LD	NB	9a	\$ 3,468,578	0.68	\$ 2,351,801	1,860	2,790	930	78	8.4%	\$ 196,417
Little Rd	Cypress Lakes/Heritage Lake Blvd	Ranch Del Rio Dr	Widen from 4 LD to 6 LD	SB	9a	\$ 3,468,578	0.68	\$ 2,351,801	1,530	2,290	760	44	5.7%	\$ 134,985
Little Rd	Ranch Del Rio Dr	N of River Crossing Blvd/ Trouble Creek Rd	Widen from 4 LD to 6 LD	NB	9a	\$ 3,468,578	0.47	\$ 1,642,319	1,860	2,790	930	78	8.4%	\$ 137,163
			Widen from 4 LD to 6 LD	SB	9a	\$ 3,468,578	0.47	\$ 1,642,319	1,530	2,290	760	44	5.7%	\$ 94,263
Little Rd	Ranch Del Rio Dr	N of River Crossing Blvd/ Trouble Creek Rd	Widen from 4 LD to 6 LD	NB	9a	\$ 3,468,578	0.56	\$ 1,957,645	1,860	2,790	930	78	8.4%	\$ 163,498
			Widen from 4 LD to 6 LD	SB	9a	\$ 3,468,578	0.56	\$ 1,957,645	1,530	2,290	760	44	5.7%	\$ 112,362
												Subtotal Links		\$ 838,687
														Subtotal Intersections \$ 4,145,646
														Total Proportionate Share \$ 4,984,333

Pipeline Project

Road	From	To	Improvement	Direction	Impr No.	Cost per mile	Dist (mi)	Cost	Exist Cap	Impr Cap	Capacity Increase	Project Traffic	Project Percent	Proportionate Share
Little Rd	S of Mercy Way	S of S.R. 54	Widen from 4 LD to 6 LD	NB & SB	10a	\$ 5,203,953	0.49	\$ 2,569,452						\$ 2,569,452
			Modify Signal at Mercy Way		12a			\$ 59,000						\$ 59,000
														Pipeline Project Total \$ 2,628,452

Note: Impr No.= Number from Construction Costs Sheet

Date: 10/19/10

T:\238-04\Mitchell Ranch Plaza DRI\2008 Update\Response to Agency Comments\Alternate Calc\Prop Share - 101910.xls]P2 Ints

Table 21-16 (Revised). Mitchell Ranch Plaza DRI Proportionate Share Calculation for Links and Total (Including Pipeline Project)

Improvements to FDOT Roads

Impr. No.	Item	FDOT Subtotal	Total Construction Cost	Design & CEI	Contingency	R/W (120% of FDOT Subtotal)	Total (FDOT Roads)	Cost per Direction
1	Right Turn Lane (Urban - with RW)	\$ 170,193	\$ 212,741	\$ 63,822	\$ 14,466	\$ 204,232	\$ 480,795	
2	Left Turn Lane (Urban - with RW)	\$ 75,060	\$ 93,824	\$ 28,147	\$ 14,466	\$ 90,072	\$ 212,043	
3	Left Turn Lane (Urban - No RW)		\$ 93,824	\$ 28,147	\$ 12,005		\$ 121,971	
4	Move thru lanes to provide left turn lanes EB + WB or NB +SB (Add thru lane on outside (Urban - with RW) (0.50 mile long)	\$ 1,439,688	\$ 1,799,610	\$ 539,883	\$ 37,427	\$ 1,727,626	\$ 4,067,119	
5	Add Lanes (6 to 8) (Urban Condition-w/RW)	\$ 7,561,554	\$ 9,451,942	\$ 2,835,583	\$ 37,427	\$ 9,073,865	\$ 21,361,389	\$ 10,680,695
6	Traffic Signal 6-Lane Mast Arm (no RW)		\$ 279,609	\$ 83,883			\$ 363,492	

Improvements to County Roads

Impr. No.	Item	FDOT Subtotal	85% of FDOT Subtotal	Design and CEI (8%)	Contingency (10% of 85% of FDOT Subtotal)	R/W (120% of 85% of FDOT Subtotal)*	Total (County Roads)	Cost per Direction
1a	Right Turn Lane (Urban - no RW)	\$ 170,193	\$ 144,664	\$ 11,573	\$ 14,466		\$ 170,704	
2a	Right Turn Lane (Urban - with RW)	\$ 170,193	\$ 144,664	\$ 11,573	\$ 14,466	\$ 173,597	\$ 344,300	
3a	Right Turn Lane (Rural - no RW)	\$ 141,236	\$ 120,051	\$ 9,604	\$ 12,005		\$ 141,660	
4a	Add receiving lane on outside 0.25 Mi long (Rural Condition-no RW)	\$ 440,313	\$ 374,266	\$ 29,941	\$ 37,427		\$ 441,634	
5a	Left Turn Lane (Urban - no RW)	\$ 75,060	\$ 63,801	\$ 5,104	\$ 6,380		\$ 75,285	
6a	Move thru lanes to provide left turn lanes EB + WB or NB +SB (Add thru lane on outside (Urban - with RW) (0.50 mile long)	\$ 1,439,688	\$ 1,223,735	\$ 97,899	\$ 122,373	\$ 1,468,482	\$ 2,912,489	
7a	Left Turn Lane (Rural - no RW)	\$ 59,186	\$ 50,308	\$ 4,025	\$ 5,031		\$ 59,364	
8a	Add Lanes (4 to 6) (Urban Condition-w/RW)	\$ 6,376,063	\$ 5,419,654	\$ 433,572	\$ 541,965	\$ 6,503,584	\$ 12,898,775	\$ 6,449,388
9a	Add Lanes (4 to 6) (Urban Condition-w/RW for ponds only on Little Rd)*	\$ 6,376,063	\$ 5,419,654	\$ 433,572	\$ 541,965	\$ 541,965	\$ 6,937,157	\$ 3,468,578
10a	Add Lanes (4 to 6) (Rural Condition-no RW)	\$ 5,188,388	\$ 4,410,130	\$ 352,810	\$ 441,013		\$ 5,203,953	\$ 2,601,977
11a	Pavement Marking Changes			\$ 20,000			\$ 20,000	
12a	Modify Little Rd/Mercy Way Signal		\$ 50,000	\$ 4,000	\$ 5,000		\$ 59,000	

Note: *Impr. No.9a - R/W cost for ponds on Little road = 10% of 85% of FDOT Subtotal Cost.

Sources: FDC, FDOT District 7 Costs, June 2010

Date: 10/19/10

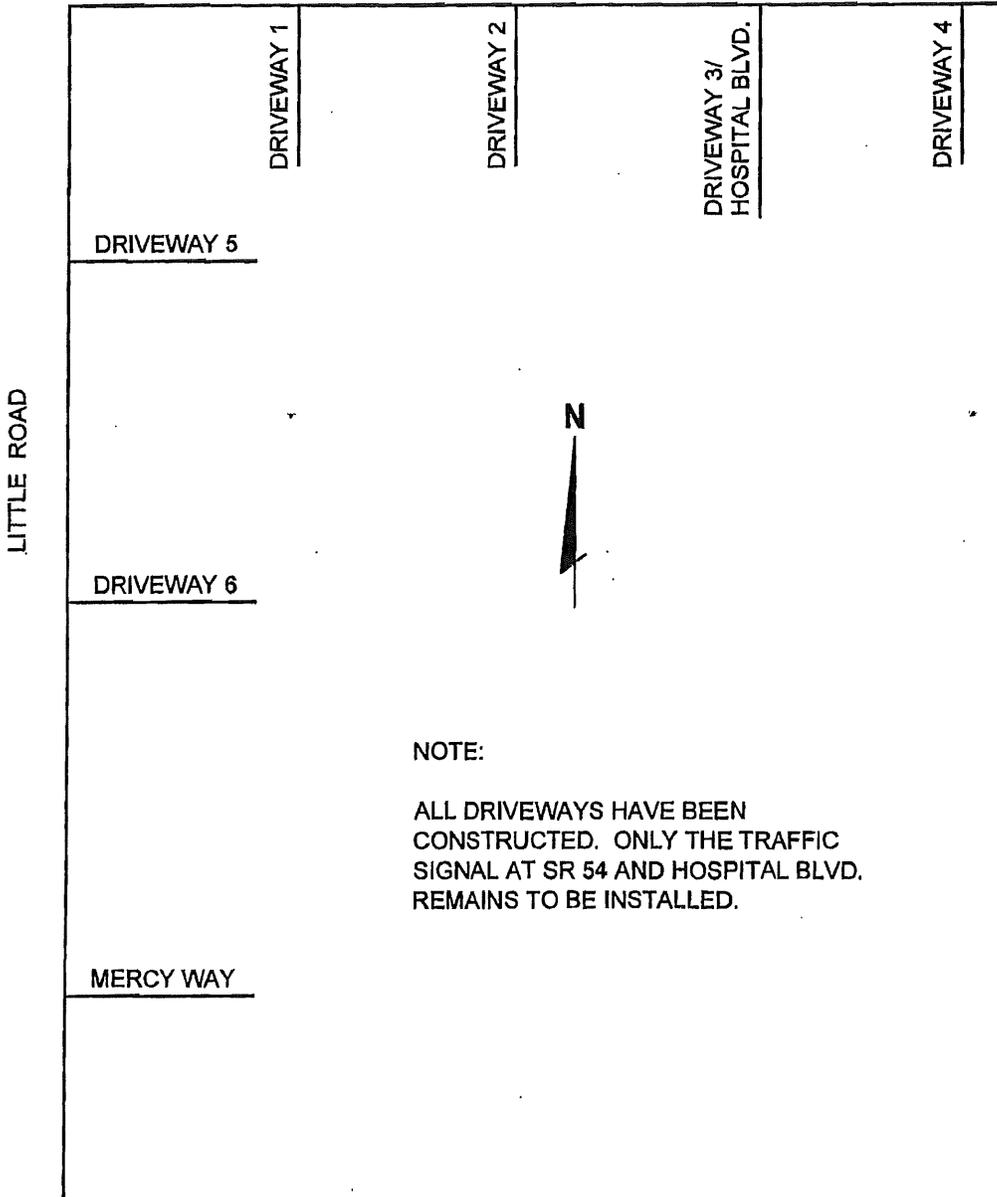
EXHIBIT C

**DRI NO. 243 – MITCHELL RANCH PLAZA
PASCO COUNTY DEVELOPMENT AGREEMENT**

SITE ACCESS IMPROVEMENTS

1. Install traffic signal at the S.R. 54 and Hospital Boulevard intersection; and
2. Extend Mercy Way from the southwest corner of the Hospital's Ownership Parcel (as depicted on Map H, which is Exhibit E of the DO), along the southern boundary thereof to the southeast corner thereof as a 36-foot wide roadway consisting of one (1) lane in each direction with a center turn lane.
3. Lengthen the westbound turn lane from S.R. 54 into Hospital Boulevard to five hundred twenty five feet (525') from the existing length of three hundred fifty five feet (355') and the lengthen the eastbound turn lane from S.R. 54 into Hospital Boulevard to two hundred ninety feet (290') from the existing length of two hundred forty feet (240').

SR 54



NOTE:

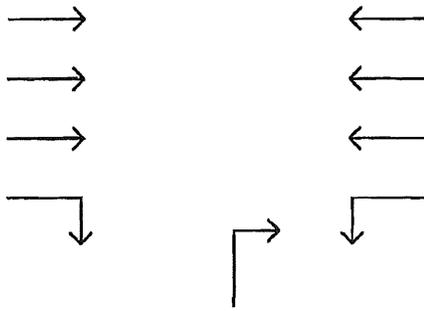
ALL DRIVEWAYS HAVE BEEN
 CONSTRUCTED. ONLY THE TRAFFIC
 SIGNAL AT SR 54 AND HOSPITAL BLVD.
 REMAINS TO BE INSTALLED.

K:\222\ProData\Exhibits\222_DRIVEWAY LOCATIONS.dwg -- Nov 01, 2010 @ 8:01am -- rhal

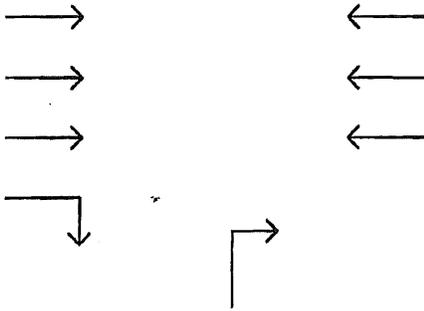
DESCRIPTION: MITCHELL RANCH PLAZA - DRIVEWAY LOCATIONS	PROJECT No. 2005-29	EPN, 222
	DATE: 10-21-10	FIGURE: 1
	DRAWN BY: RAH	



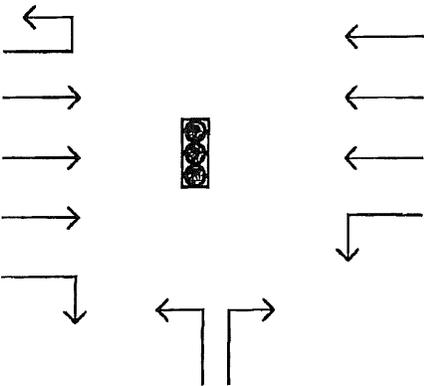
FLORIDA DESIGN CONSULTANTS, INC.
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 3030 Starkey Blvd, New Port Richey FL 34655
 Tel: (727) 849-7588 - Fax: (727) 848-3648



SR 54 AT DRIVEWAY 1



SR 54 AT DRIVEWAY 2

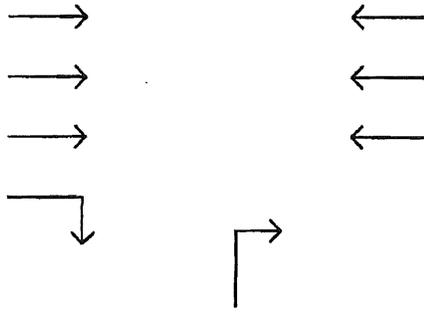


SIGNALIZE

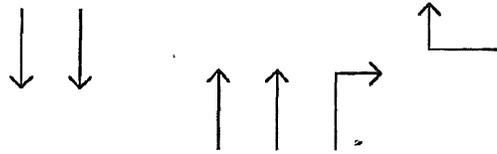
SR 54 AT DRIVEWAY 3/HOSPITAL BLVD.

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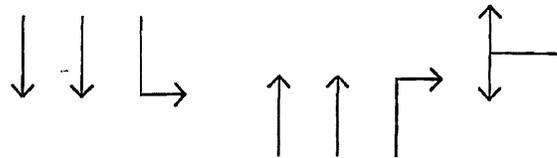
FD FLORIDA DESIGN CONSULTANTS, INC. ENGINEERS, ENVIRONMENTALISTS, SURVEYORS & PLANNERS 3030 Starkey Blvd, New Port Richey FL 34655 Tel. (727) 849-7588 - Fax: (727) 848-3648	DESCRIPTION: MITCHELL RANCH PLAZA - DRIVEWAY LOCATIONS	PROJECT No. 2005-29	EPN. 222
		DATE: 10-21-10	FIGURE: 2
		DRAWN BY: RAH	



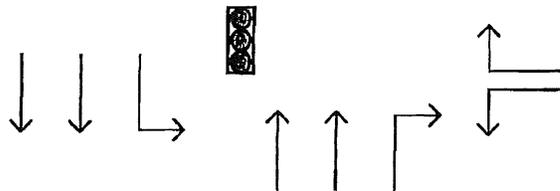
SR 54 AT DRIVEWAY 4



LITTLE ROAD AT DRIVEWAY 5



LITTLE ROAD AT DRIVEWAY 6



LITTLE ROAD AT MERCY WAY

EXISTING SIGNAL

K:\222\ProData\Exhibits\222_DRIVEWAY LOCATIONS-3.dwg - Nov 01, 2010 @ 8:02am - rhall

DESCRIPTION: MITCHELL RANCH PLAZA - DRIVEWAY LOCATIONS	PROJECT No. 2005-29	EPN. 222
	DATE. 10-21-10	FIGURE. 3
DRAWN BY: RAH		



FLORIDA DESIGN CONSULTANTS, INC.
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Tel: (727) 849-7588 - Fax: (727) 848-3648

#243

FIGURSKI & HARRILL

ATTORNEYS AT LAW

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J. BEN HARRILL, P.A.

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FAX: (727) 944-3711

July 27, 2007

Mr. John Meyer
DRI Coordinator
Tampa Bay Regional Planning Council
4000 Gateway Centre Blvd., Suite 100
Pinellas Park, FL 33782

Mr. Michael LaSala
DRI Coordinator
Pasco County Development Services
7530 Little Road
New Port Richey, Florida 34654

Re: Mitchell Ranch Plaza - Development of Regional Impact (DRI No. 243)

Dear Messrs. LaSala and Meyer:

As I am sure you already know, the 2007 Growth Management Bill (HB 7203) recently approved by the Florida Legislature and signed by Governor Crist amended Section 380.06 (19) (c), Florida Statutes to authorize a three year extension for all phase, buildout and expiration dates of any development of regional impact under active construction as of July 1, 2007.

More specifically, Section 380.06(19)(c), Florida Statutes, was amended to include the following language:

In recognition of the 2007 real estate market conditions, all phase, buildout, and expiration dates for projects that are developments of regional impact and under active construction on July 1, 2007, are extended for 3 years regardless of any prior extension. The 3-year extension is not a substantial deviation, is not subject to further development-of-regional impact review, and may not be considered when determining whether a subsequent extension is a substantial deviation under this subsection.

This letter is written to inform Pasco County and the Tampa Bay Regional Planning Council that the Mitchell Ranch Plaza DRI was under active construction as of July 1, 2007 and that such construction has been ongoing and continuous since well before that date to the date of this correspondence. As a result, it is our understanding the buildout date for Phase I of the Mitchell

John Meyer
Michael LaSala
July 27, 2007
Page Two

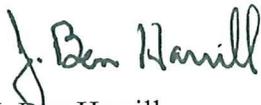
Ranch Plaza DRI is extended from December 15, 2007 to December 15, 2010. We also understand a similar three year extension is equally applicable to the expiration date for Mitchell Ranch Plaza which would be extended from December 15, 2007 to December 15, 2010.

It is our further understanding that all these extensions have taken effect by operation of law and no further action, such as the filing of an NOPC, is required on the part of the Mitchell Ranch Plaza to implement the changes. It should also be noted that Section 4 b.(2) of the current Development Order provides, in pertinent part, that "any delay in the build-out date beyond December 15, 2007 shall require a new transportation analysis, in accordance with Section 380.06, F.S., as the basis for a development order amendment which may include a re-evaluation of required transportation mitigation." However, since the language of HB 7203 clearly states the statutory extensions are **not** subject to further development-of-regional impact review it is our understanding the law requires no new analysis under Section 380.06, F.S.

We also understand there are ongoing discussions taking place throughout the State as to whether the legislature intended the statutory extensions be subject to any further mitigation requirements; however, the ultimate resolution of the issue should not affect Mitchell Ranch Plaza since existing DRI's whose phase dates have not expired continue to be exempt from the County's Concurrency Management Ordinance pursuant to Section 402.6 C. of the Pasco County Land Development Code. Thus, no additional local concurrency requirements should be applicable through the new buildout date for Phase I, December 15, 2010.

As always our client appreciates the continuing cooperation of Pasco County and the Tampa Bay Regional Planning Council in this matter and should you have any questions or concerns with the information set forth above please do not hesitate to contact me.

Sincerely,



J. Ben Harrill

JBH/lc

cc: John J. Gallagher, County Administrator
David Goldstein, Assistant County Attorney
Distribution List Attached

MITCHEL RANCH PLAZA DRI
DISTRIBUTION LIST

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Pasco County Development Services
7530 Little Road
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District 7
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Ms. Brenda Winningham
Regional Program Administrator
Florida Department of Community Affairs
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#243



PASCO COUNTY, FLORIDA

FAX (727) 847-8084
DADE CITY (352) 521-4274
LAND O' LAKES (813) 996-7341
NEW PORT RICHEY (727) 847-8193

GROWTH MANAGEMENT DEPARTMENT
WEST PASCO GOVERNMENT CENTER
7530 LITTLE ROAD, SUITE 320
NEW PORT RICHEY, FL 34654-5598

CERTIFIED MAIL NO. 7002 2030 0006 5457 7868
RETURN RECEIPT REQUESTED

December 27, 2006

Mr. John Meyer
DRI Coordinator
Tampa Bay Regional
Planning Council
4000 Gateway Centre Blvd., S-100
Pinellas Park, FL 33782

RE: Mitchell Ranch Plaza - Development of Regional Impact (#243)
Amended, Consolidated, and Restated Development Order

Dear Mr. Meyer:

Enclosed please find a certified copy of the Mitchell Ranch Plaza Development of Regional Impact #243 Amended, Consolidated, and Restated Development Order (Resolution No. 06-38), which is hereby rendered in accordance with Chapter 380.06, Florida Statutes. This amended, consolidated and restated development order was approved by the Pasco County Board of County Commissioners on December 6, 2005.

Sincerely,

Cynthia D. Spidell, MBA
Planner II

Enclosure

BY COMMISSIONER _____

RESOLUTION NO. 06-38

A RESOLUTION AMENDING, CONSOLIDATING AND
RESTATING THE DEVELOPMENT ORDER FOR THE
MITCHELL RANCH PLAZA DEVELOPMENT OF
REGIONAL IMPACT. #243

WHEREAS, on November 30, 1999, in accordance with Chapter 380.06, Florida Statutes (F.S.), as amended, AIG Baker, MRP LLC, a Delaware limited liability company (Applicant or Developer), filed an Application for Development Approval (ADA or Application) of a Development of Regional Impact (DRI) with the Pasco County Growth Management/Zoning Department; and

WHEREAS, on April 3, 2001, in accordance with Section 380.06, F.S., the Pasco County Board of County Commissioners (Board) adopted a development order approving, with conditions, the Mitchell Ranch Plaza Development of Regional Impact (DRI), by Resolution No. 01-182, thereafter amended by Resolution No. 03-65 (development order); and

WHEREAS, on August 12, 2005, Applicant filed an application entitled Notification of Proposed Change (NOPC) to a previously approved DRI application with Pasco County, Florida (County), with copies provided to the Tampa Bay Regional Planning Council (TBRPC) and the Florida Department of Community Affairs (FDCA); and,

WHEREAS, in order to provide a single development order document incorporating all applicable provisions of the initial development order and subsequent modifications, a Consolidated and Restated Development Order has been prepared; and

WHEREAS, the Board is the governing body having jurisdiction over the review and approval of the DRI in accordance with Chapter 380.06, Florida Statutes, as amended; and,

WHEREAS, the Board has reviewed the NOPC, as well as all related testimony and evidence submitted by each party and members of the general public; and

WHEREAS, the Board wishes at this time to 1) eliminate conceptual Phases 2 and 3; 2) add a 375-bed hospital as an approved use in Phase 1; 3) add 185,000 square feet of medical office as an approved use in Phase 1; 4) add a 240-room hotel as an approved use in Phase 1; 5) reduce Phase 1 retail development to the existing 358,655 square feet, a reduction of 75,982 square feet; 6) eliminate the 3,750-seat theater in Phase 1; 7) revise Map H to reflect the locations of the existing retail uses and proposed hospital, medical office and hotel uses; 8) accelerate the build out date and the expiration date of the development order by a period of 3 years and 4 years respectively to December 15, 2007; 9) add standard build out language to the development order requiring a new transportation analysis in the event of any delay in the build out date beyond December 15, 2007; 10) add standard access management language to the development order, and 11) amend and

restate the development order to update existing conditions and incorporate the proposed changes (collectively, the Proposed Changes).

NOW, THEREFORE, BE IT RESOLVED by the Pasco County Board of County Commissioners in regular session duly assembled, that the development order for Mitchell Ranch Plaza be amended and restated as set forth below:

The ADA for the Mitchell Ranch Plaza DRI and the NOPC are hereby approved with the conditions set forth in the following development order, which is hereby adopted by the Board:

MITCHELL RANCH PLAZA DEVELOPMENT ORDER

1. General Findings of Fact. The Board makes the following general findings of fact:

a. This development order is a valid final development order within the provisions of Sections 163.3167(8), F.S., affecting the property described on Exhibit C attached hereto and incorporated herein.

b. The NOPC includes a description of the Proposed Changes.

c. The Proposed Changes necessitate amending the development order findings and conditions described herein.

d. A comprehensive review of the impacts generated by the Proposed Changes together with all previous amendments has been conducted by the County, the TBRPC, and FDCA.

e. The Proposed Changes, together with all previous amendments, do not create additional regional impacts on transportation or other public facilities, including water, wastewater, drainage, solid waste, recreation, and mass transit over those approved in the development order; nor do they create impacts that were not previously reviewed.

f. The real property encompassed by this proposed DRI is owned by the Applicant, Inland Western New Port Richey Mitchell LLC, Colonial Bank, N.A., Chick-Fil-A, Inc., AmSouth Bank, Brinker Florida, Inc., Steak N Shake Operations, Inc., Wachovia Bank, N.A., Bank of America, Target Corporation, Madison Bank, and HCA Health Services of Florida, Inc. A description of the real property is attached hereto as Exhibit C and is incorporated into this development order by reference.

g. The Pasco County Future Land Use Map designation for the area that is the subject of the Application is Residential/Office/Retail (ROR).

h. Zoning of the subject property is C-2.

2. Conclusions of Law

The Board of County Commissioners hereby finds as follows:

- a. This Mitchell Ranch Plaza DRI will not unreasonably interfere with the achievement of the objectives of the State Land Development Plan applicable to the area encompassed by the development order.
- b. As conditioned, this development order, amended in accordance with the Proposed Changes, addresses issues raised consistent with the report and recommendation of the TBRPC.
- c. As conditioned, this development order, amended in accordance with the Proposed Changes, is consistent with the applicable provisions of the Pasco County Land Development Code (local land development regulations).
- d. As conditioned, this development order, amended in accordance with the Proposed Changes, is consistent with the applicable provisions of the adopted Pasco County Comprehensive Plan (the Comprehensive Plan).
- e. The land that is subject of this development order is not in an Area of Critical State Concern.
- f. As conditioned, this development order, amended in accordance with the Proposed Changes, is consistent with the applicable provisions of the adopted State Comprehensive Plan.
- g. The Proposed Changes, once effective, are consistent with the provisions of Section 402, Pasco County Land Development Code, the Pasco County Concurrency Management System, and the Development Rights granted by the development order, as amended hereby, remain vested through December 15, 2007.
- h. These proceedings have been duly conducted pursuant to applicable law and regulations, and based upon the record and these proceedings, the various departments of the County and the Developer are authorized to approve/conduct development as described herein.
- i. Pursuant to Chapter 380.06(19)(3)(e) F.S., the Proposed Changes are presumed to be a substantial deviation, however it is the opinion of the County, TBRPC, and other participating agencies that the Applicant has provided sufficient information to rebut the presumption of a substantial deviation. The review by the County, TBRPC, and other participating agencies and interested citizens reveals that the Proposed Changes do not create additional impacts on regionally significant natural resources, facilities, and services beyond those approved in the original development order, and that impacts are adequately addressed pursuant to the requirements of Chapter 380, F.S. The Proposed Changes, therefore, do not constitute a "substantial deviation" from the original development order, pursuant to Chapter 380.06 F.S.

3. Approval Stipulations

- a. Specific approval with conditions is granted for the DRI.
- b. The requirements of and conditions contained in this development order shall regulate development of the property described in Exhibit C. Following adoption of this development order, all plans for

development on the property shall be consistent with the conditions and restrictions set forth herein. These regulations and restrictions shall be binding upon all successors in interest to any of the parties hereto.

(1) If any development activity takes place that does not comply with this development order, all development shall cease until the development activity is brought into compliance with this development order. The Pasco County Growth Management Department may issue a notice of noncompliance to the Developer or may recommend that the Board hold a hearing to consider alleged noncompliance.

c. All development specifically authorized by this development order shall be carried out as committed in the Application and the NOPC, unless otherwise modified by the provisions of this development order.

(1) Adverse impacts shall be mitigated as specified in the Application and the NOPC. Additional adverse impacts beyond those predicted in the Application and the NOPC shall not be created unless additional mitigation has been implemented subsequent to further development of regional impact review. The review shall be carried out pursuant to Chapter 380.06, Florida Statutes, and applicable TBRPC and FDCA policies and regulations in effect when the review is carried out.

(2) All of the Developer's commitments set forth on Pages 17-19 of the Report (attached as Exhibit D) shall be honored by the Developer, except for those commitments which have been superseded by specific terms of this development order.

d. Development of the area encompassed by the Application and NOPC shall also be governed by the standards and procedural provisions of the adopted Pasco County Comprehensive Plan in effect at the time of approval of this development order and the land development regulations of the County in effect when application for preliminary plan/preliminary site plan approvals is made.

e. The approved DRI shall not be subject to down zoning, unit density reduction, or intensity reduction for the life of development order, unless the County can demonstrate that substantial changes in the conditions underlying the approval of development order have occurred, or that development order was based on substantially inaccurate information provided by the Developer, or that the change is clearly established by local government to be essential to the public health, safety, or welfare. Compliance with this development order, and the Pasco County Comprehensive Plan and Land Development Code regulations, shall not constitute downzoning, unit density reduction, or intensity reduction for purposes of the prohibition contained in this paragraph.

4. Phasing, Effective Date, and Duration.

a. Phasing Schedule:

(1) Development of the DRI shall proceed in accordance with the phasing schedule set forth in Table 1. A phase shall be considered built-out upon issuance of the final site construction plan approval.

TABLE 1

Land Use		Phase 1	Total (Through 2007)
Retail	Sq. Ft.	358,655	358,655
Hospital	Beds	375	375
Medical Office	Sq. Ft.	185,000	185,000
Hotel	Rooms	240	240

b. Build-Out of Project:

(1) The build-out date of the project shall be December 15, 2007.

(2) Any delay in the build-out date beyond December 15, 2007, shall require a new transportation analysis, in accordance with Section 380.06, F.S., as the basis for a development order amendment which may include re-evaluation of required transportation mitigation.

c. Effective Date and Duration:

(1) If this development order is not appealed, it shall take effect the earlier of: a) the date all parties with the right to appeal issue a statement that they will not appeal this development order; or b) forty-five (45) days after a certified copy hereof has been rendered to FDCA and no appeal has been filed. If this development order is appealed, it shall take effect upon the conclusion of the appeal.

(2) This development order shall expire on December 15, 2007. The Board may extend the expiration date. Application for any extension shall be made at least sixty (60) days prior to the expiration date. All extensions shall be subject to a substantial deviation determination pursuant to Chapter 380.06(19), Florida Statutes.

d. Commencement of Development:

Physical development has commenced.

5. Specific Conditions.

a. Land Use and Master Plan:

(1) Land use types and intensities, and the location and access thereto shall be as shown on the Revised Master Development Plan dated November 8, 2005, shown on Exhibit "E" attached hereto and incorporated herein.

(2) The Developer has submitted a boundary survey of the project to the Pasco County Surveyor which has been certified by a Florida Registered Land Surveyor and is referenced to a minimum of three (3) monuments tied to State plane coordinates by G.P.S. methods and approved by the Pasco County Surveyor. Coordinates of the monuments are shown on the survey. Moreover, the monuments:

(a) Comply with the National Geologic Survey Data Base Standards, Chapter 21 HH-6 of the Florida Administrative Code, and be approved by the Pasco County Surveyor;

(b) Are unobstructed and accessible on a twenty-four (24) hour basis, and located on public property unless otherwise approved by the County Surveyor, which approval shall not be unreasonably withheld or delayed; and;

(c) Were conveyed by the Developer to the County at the time of the first site plan approval.

(3) All site plans including the hospital and the medical office buildings and all subsequent amendments thereto shall comply with the provisions of the Pasco County Large Scale Commercial Retail Standards Ordinance (#04-29) and the Pasco County Landscaping and Irrigation Ordinance (#02-04). To the extent that these ordinances may not apply, development shall comply with the S.R. 54 Corridor Study.

b. Water Quality and Stormwater Management:

In order to protect surface water quality, stormwater exiting the site shall meet or exceed all applicable state water quality standards

c. Vegetation, Wildlife, and Wetlands:

(1) In the event any additional State or Federally listed species or colonies of species not identified in the Application are discovered on-site during project development, the Developer shall immediately notify the Florida Fish and Wildlife Conservation Commission (FWCC) and implement appropriate measures for species protection.

(2) Nuisance and exotic plant species shall be removed from the project site during site development. A plan shall be developed to address how the project site will be maintained free of nuisance and exotic species in perpetuity. The Plan shall be submitted to the County for approval prior to the first site plan approval and shall be included in the first annual report.

(3) Maintenance of the mitigation area shall be ensured through the incorporation of a Wetland Impact Mitigation Maintenance Plan. The Plan shall be submitted to the County for approval and included in the first annual report.

(4) The natural hydroperiod shall be restored to the on-site wetlands to the greatest practical degree possible.

(5) The project site may continue to be used for agricultural activities, but at no greater intensity than at present. No silvicultural or agricultural activities shall be initiated on land not currently under such use.

(6) Wetland C3, located adjacent to the project site and including a palustrine forest rim, is a natural resource of regional significance. As such, it shall be protected by the establishment of a twenty-five (25) foot natural vegetated buffer along the portion of the wetland adjacent to the development.

(7) The necessary permit or authorization for impacts to gopher tortoises (*Gopherus polyphemus*) must be obtained from FFWCC prior to initiating project activities. Additionally, Florida sandhill crane (*Grus canadensis pratensis*) and Sherman fox squirrel (*Sciurus niger shermani*) surveys shall be conducted prior to construction during the breeding seasons for these species (February-April and May-June, respectively) to ensure that nests of these listed species are not taken.

d. Floodplains:

(1) All habitable structures and access roadways shall be constructed above the 100-year flood elevation. All preliminary/site plan submittals shall show 100-year flood elevations.

(2) Compensation for the loss of 100-year flood storage capacity shall be provided.

e. Soils:

Best Management Practices, including those identified in the Application, shall be employed during site preparation and construction to prevent soil erosion.

f. Air Quality:

Best Management Practices, including those identified in the Application, shall be employed during site preparation and construction to minimize air quality impacts.

g. Utilities—Water Supply and Wastewater Treatment:

(1) The use of water conservation methods and devices identified in the Application shall be utilized to the maximum extent economically and technically feasible.

(2) Water-saving devices shall be required in the project as mandated by the Florida Water Conservation Act (Section 553.14, Florida Statutes).

(3) Septic tanks shall not be used on the site.

h. Solid/Hazardous Waste:

The Developer shall inform all commercial tenants of appropriate storage and disposal techniques, procedures, and regulation for hazardous waste and materials. The hospital and medical office building(s) shall comply with all applicable laws pertaining to the disposal of biohazard waste and materials.

i. Energy:

Energy conservation methods, appliances, and equipment shall be utilized to the maximum extent economically and technically feasible.

j. Transportation:

(1) Trinity Boulevard, from Little Road (the existing four [4] lane section) to S.R. 54, has been constructed as a two (2) lane, undivided roadway as was contemplated in the original DRI transportation analysis.

(2) The DRI development will have a negative impact on several regionally significant roadway facilities within the primary impact area, as noted in the *Regional Impacts* section of the Report. However, the analysis has revealed that no additional transportation system improvements, above and beyond the programmed public improvements, will be necessary in conjunction with the development described in Table 1.

(3) Traffic Monitoring:

(a) External Trip Generation:

Each preliminary plan/preliminary site plan and DRI annual report shall summarize the cumulative development quantities including the counted number of p.m. peak-hour external inbound and outbound trip ends pursuant to the following paragraph for the already built portion of development and the calculated p.m. peak-hour external inbound and outbound trip ends to be generated by the proposed preliminary site plan using the latest Institute of Transportation Engineers' (ITE) trip generation rates or rates as approved by the County. The Developer shall institute a program to provide annually external p.m. peak-hour turning movement counts at the project entrances. If the project's external inbound and outbound or total trips exceed the projected traffic from the development as indicated in the original ADA analysis by more than five (5) percent, the Developer shall provide a revised transportation analysis in accordance with Subsection 380.06(19), Florida Statutes. The initiation of this monitoring shall commence within two (2) months following issuance of the first Certificate of Occupancy. The County reserves the right to monitor the counts as frequently as deemed necessary. No further Building Permits shall be issued until the transportation analysis is complete, and adverse impacts are appropriately planned for mitigation to the satisfaction of the County. The original ADA analysis projected that 1217 in and 1209 out for a total of 2,426 external p.m. peak-hour trips would be recorded as a result of Phase 1.

(4) The Developer shall cooperate with the County and the Pasco County Public Transportation bus system to accommodate mass transit service to the project which may include on-site facilities. Planning and establishment of any transit support facilities will be accomplished in accordance with the PCPT Transit Infrastructure Guidelines.

(5) The Developer shall incorporate into the design for the project parking lot an interior perimeter road with a public easement, which road shall be constructed as two lane road to the eastern boundary of the DRI Property. This road has been partially constructed and is known as Mercy Way. This private perimeter road will provide access to out-parcels and parking areas and shall be constructed as a (36)

foot-wide roadway, consisting of one (1) lane in each direction with a center turn lane. See Condition No. (7) below for the location of the perimeter road.

(6) Access to commercial out-parcels shall be provided from internal drives or parking areas, not by direct access on S.R. 54 or Little Road. Access to the project will be provided by no more than three (3) access points on Little Road, of which three (3) exist, and no more than four (4) access points on S.R. 54, of which four (4) exist. Access on S.R. 54 shall be approved by FDOT. The northernmost access point on Little Road is limited to right-in and right-out movements.

(7) The Developer shall connect the perimeter road described in Condition No. (5) above to the project's drives (A, B, C, D, E, F, and G) identified on Map H and to an off-site connection to be located near the southeast corner of the project (the "Off-site Connection"). The project entrances at Drives F and C shall be "boulevard" style entrances with landscaped medians between the right-of-way and the perimeter road. The specific location of the "Off-site Connection" will be identified on preliminary site plans and will be part of a future transportation network intended to provide ingress and egress to future development of the vacant lands to the south and east of the project. Connection of the perimeter road to the "Off-site Connection" shall be completed at the earlier of 1) project build-out or 2) completion of construction of that portion of the off-site transportation network that connects to the project, or 3) by the issuance of Certificate of Occupancy for the hospital.

(8) All preliminary plans/preliminary site plans shall include, as a minimum:

(a) A phasing plan showing the location and sequencing of development, sidewalks, and internal- and site-related road improvements.

(b) A unified landscape and signage plan in accordance with applicable ordinances.

(c) Any building on any out-parcel abutting S.R. 54 shall not have the rear of the building facing S.R. 54, and any building on any out-parcel abutting Little Road shall not have the rear of the building facing Little Road.

(9) The Developer shall construct a five (5) foot wide sidewalk within the project boundary on the east side of Little Road and the south side of S.R. 54 for the length of the project. The Developer may, at its option, dedicate to the County the right-of-way containing the sidewalk on Little Road.

(10) At the time of each preliminary plan/preliminary site plan approval, DRC may also, based on generally accepted traffic design standards, request further intersection improvements, including signalization at project driveways.

(11) Access Management

The Developer shall be responsible for construction of all access improvements for the project prior to or concurrent with vertical construction of the portions of the project necessitating such improvements as determined by the County and FDOT at the time of preliminary plan/preliminary site plan approval and/or at the time of issuance of access permits for the project. At each preliminary plan/preliminary site plan approval, the DRC or Development Review Division may also require further site access/site-related intersection improvements and site access/site-related roadway improvements. All unapproved access improvements, number of access points, spacing and geometry of access points shown on Map H attached hereto shall be subject to compliance with the provisions of the County's and FDOT's access management regulations.

k. Fire, Police, and EMS:

The County shall provide fire, police, and EMS service to the site. Any additional personnel needed by these agencies shall be paid for by the general tax revenues generated by the project. In the event an ordinance/resolution is adopted by the Board of County Commissioners establishing a Countywide impact fee for the purpose of funding solid waste, public safety, parks/recreation, schools, libraries, and/or wildlife mitigation, the Developer shall be required to pay said fee pursuant to that ordinance/resolution.

6. Procedures.

a. Monitoring:

(1) Monitoring of this development shall be by the Pasco County Growth Management Department at the time of the annual report submittal and by the Development Review Division during review of development approvals.

(2) The Developer shall provide an annual report on FDCA Form RPM-BSP-ANNUAL REPORT-1, as amended, to the Pasco County Growth Management Department, TBRPC, and FDCA, or their successor agencies, on the anniversary date of the effective date hereof, for each year during the term of development order.

(3) The annual report shall be the mechanism for documentation that the impacts attributable to the development are equivalent to or less than those predicted in the Application. Should this not be the case, the annual report shall demonstrate that: a) the additional impacts do not constitute a substantial deviation pursuant to Section 380.06(19), Florida Statutes; or b) additional mitigation has been reviewed and is being implemented pursuant to Chapter 380.06, Florida Statutes, and the County, FDCA, and TBRPC rules and policies in effect when the report is filed. The report shall include, at a minimum, the following information:

- (a) An assessment of the Developer's and local government's compliance with each development order condition applicable at the time the report is filed.
- (b) Any changes in the proposed plan of development.
- (c) Description of the development activities that have occurred over the previous year, including a summary of the number, type, location, and size of nonresidential structures along with cumulative totals of nonresidential square footages.
- (d) A description of development activity proposed for the next year, including numbers of nonresidential structures.
- (e) Special studies and reports, when applicable.
- (f) A statement setting forth names and addresses of major assignees or successors in interest to this development order.

(4) If the annual report is not submitted within thirty (30) days after it is due, the County shall notify the Developer and shall declare the project not to be in compliance with development order. Should the report not be submitted within thirty (30) days after this notification, all ongoing development activity, further issuance of Building Permits, and extension of services to the project shall cease immediately, pursuant to Chapter 380.06(17), Florida Statutes, until a public hearing has been held, pursuant to Chapter 380.06(19), Florida Statutes, to determine if a substantial deviation has occurred.

(5) Should the Developer divest itself of all interest in DRI prior to the expiration of this development order, the Developer shall, subject to approval by the County and TBRPC, designate the successor entity to be responsible for preparation of the annual report.

(6) Payment of any future activities of TBRPC with regard to this development including, but not limited to monitoring, or enforcement actions, shall be paid to TBRPC by the Developer in accordance with Rule 9J-2.0252, FAC.

b. Amendment/Substantial Deviations:

(1) Proposed or necessary changes to this development order must undergo a substantial deviation determination by the Board as may be required by Florida law. Application to amend any provision of this development order shall be made on FDCA Form RPM-BSP-PROCHANGE-1 (Notice of a Proposed Change to a Previously Approved Development of Regional Impact), as amended, and shall be provided by the Developer to TBRPC, FDCA, and the County. Reviews are to be carried out pursuant to the provisions of Chapter 380.06(19), Florida Statutes, as amended, prior to implementation of such changes.

(2) The County shall observe a minimum thirty (30) day review period to permit TBRPC and FDCA sufficient time to prepare written comments on the proposed change and to notify the County of intent to appear at any required public hearing.

c. Notice of Adoption:

(1) A Notice of Adoption of this resolution shall be filed and recorded in the Public Records of Pasco County, Florida, in accordance with Section 380.06(14)(a), Florida Statutes, as amended.

(2) The Clerk of the Board shall return six (6) signed and certified copies of the development order and Notice of Adoption to the Pasco County Growth Management/Zoning Department. The Growth Management/Zoning Department shall then furnish copies of each document to FDCA, TBRPC, and to attorneys of record in these proceedings.

7. Severability.

If any section, subsection, sentence, clause, or provision of this resolution is held invalid, the remainder of the resolution shall be construed as not having contained said section, subsection, sentence, clause, or provision, and shall not be affected by such holding.

DONE AND RESOLVED this 6th day of December 2005.



BY: [Signature]
JED PITTMAN, CLERK

BOARD OF COUNTY COMMISSIONERS
OF PASCO COUNTY, FLORIDA

[Signature]
CHAIRMAN

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

BY: [Signature]
ATTORNEY

APPROVED
DEC 06 2005

STATE OF FLORIDA
COUNTY OF PASCO

THIS IS TO CERTIFY THAT THE FOREGOING IS A TRUE AND CORRECT COPY OF PAGE(S) 28 OF 28 PAGES OF THE ORIGINAL OF RECORD IN MY OFFICE. WITNESS MY HAND AND THE COUNTY'S OFFICIAL SEAL THIS 6th day of Dec 2005

JED PITTMAN, CLERK TO THE BOARD
BY: [Signature] D.C.

EXHIBITS

- Exhibit A Application for Development Approval, First Response to Request for Additional Information, and Second Response to Request for Additional Information and NOPC.
- Exhibit B TBRPC NOPC Report
- Exhibit C Legal Description
- Exhibit D Developer Commitments
- Exhibit E Map H

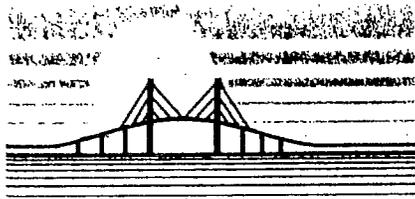
EXHIBIT A

Application for Development Approval
First Response to Request for Additional Information
Second Response to Request for Additional Information
NOPC Application

(Incorporated by Reference)

EXHIBIT B

TBRPC
Final NOPC Report



Tampa Bay Regional Planning Council

NOPC

Notice of Proposed Change Report

4000 Gateway Centre Boulevard, Suite 100, Pinellas Park, FL 33782
 Phone (727) 570-5151 Suncom 513-5066 FAX (727) 570-5118
 www.tbrpc.org

DRI #243 - MITCHELL RANCH PLAZA PASCO COUNTY

On August 12, 2005, the applicant submitted a Notice of Proposed Change application requesting a modification to the Development Order. Supplemental information has provided by the applicant on September 27, 2005 (letter dated September 26, 2005). The following constitutes a summary and history of the project, a description of the proposed change, and the Council recommendation.

PROJECT DESCRIPTION

On April 3, 2001, the Pasco County Board of County Commissioners adopted a Development Order for AIG Baker, MRP, LLC (Resolution No. 01-182). The Development Order authorized construction of 681,087 sq. ft. of commercial/retail space and a 69,000 sq. ft., multi-screen movie theatre on approximately 125 acres in western Pasco County. The three-phase project is located at the southeast quadrant of State Road 54 and Little Road. The project will be accessed from both State Road 54 and Little Road. The anniversary date for the Annual Report is June 14th.

The Development Order has been modified only a single time (Resolution No. 03-65) on December 17, 2002 to extend the phase buildout dates, the required development commencement date and the Development Order expiration date all by periods of four years, 11 months and 15 days. The Development Order currently expires on December 15, 2011.

The currently approved phasing schedule is as follows:

LAND USE		PHASE 1 (12/15/07)	PHASE 2 (12/15/09)	PHASE 3 (12/15/10)	TOTAL
RETAIL	SQ. FT.	434,637	191,450	55,000	681,087
	PARKING SPACES	2,253	1,036	354	3,643
THEATRE	SEATS	3,730	0	0	3,730
	SQ. FT.	69,000	0	0	69,000
	PARKING SPACES	933	0	0	933

PROPOSED CHANGES

The applicant has requested the following modifications of the Development Order:

- elimination of Phases 2 and 3;
- addition of a 375-bed hospital as an approved use in Phase 1;
- addition of 185,000 sq. ft. of medical office as an approved Phase 1 use;

- addition of 240-room hotel as an approved Phase 1 use;
- reduce Phase 1 retail development by 75,892 sq. ft. (to 358,655 sq. ft.);
- eliminate the 3,730-seat movie theatre in Phase 1;
- accelerate the project buildout date by three years (to December 15, 2007);
- recognize new ownership of the project; and
- corresponding Development Order amendatory and Map H modifications.

The resulting development scenario would be as follows:

BUILDOUT	RETAIL (Sq. Ft.)	MEDICAL OFFICE (Sq. Ft.)	HOSPITAL (Beds)	HOTEL (Rooms)
December 15, 2007	358,655	185,000	375	240

CONSISTENCY WITH SUBSECTION 380.06(19), FLORIDA STATUTES

Subsection 380.06(19)(e)3., F.S. identifies the provision applicable to this proposal. This citation reads as follows:

“Except for the change authorized by subsubparagraph 2.f., any addition of land not previously reviewed or any change not specified in paragraph (b) or paragraph (c) shall be presumed to create a substantial deviation. This presumption may be rebutted by clear and convincing evidence.”

DISCUSSION

The following statements serve as representations made by, or on behalf of, the applicant or are statements or recommendations made by Tampa Bay Regional Planning Council staff. These references/recommendations were relied upon by the Tampa Bay Regional Planning Council to determine that no further information would be required in conjunction with the current proposal:

1. *The transmittal letter with this response package amends the NOPC application to withdraw the request for biennial reporting and the proposed amended resolution has been revised to reflect no change to th annual reporting requirement. (September 26, 2005 correspondence/Page 2/Response #1)*
2. *The applicant has provided sufficient transportation analysis to demonstrate that the project will actually result in a reduction of 97 total p.m. peak hour trips (to 2,485) while increasing the p.m. peak hour internal capture rate by 302 trips (to 458) through the addition of project uses. (Based on (September 26, 2005 correspondence/Page 3/Response #3)*
3. *The developer does not intend to develop any areas that contain wetlands. Map H has been modified to label these areas as “Existing Wetlands to Remain” (September 26, 2005 correspondence/Page 4/Response #4). Map H is attached to this Report as Exhibit 1.*
4. *No new access points are being added. (September 26, 2005 correspondence/Page 3/Response #6)*

5. The applicant has provided utility comparisons which project the following increases in utility demands resulting from conversions of project uses: the potable water demand would increase by 112,000 gallons of water per day, the wastewater generation by 80,000 gallons per day and solid waste generation would increase by more than 7,347 pounds per day. Sufficient utility capacity must be ensured by Pasco County prior to amendment adoption. (September 26, 2005 correspondence/ Attachment 4)

RECOMMENDED ACTION

Indicate to Pasco County and the Florida Department of Community Affairs that the proposal is presumed to be a Substantial Deviation as defined above. However, it is the opinion of this agency that the applicant has provided sufficient information to rebut the presumption of a Substantial Deviation.

EXHIBIT C

Legal Description

Revised Legal Description

Part of Sections 23, 24, 25 & 26 of T26S, R16E, Pasco County, Florida, more particularly described as follows,

Commencing at a 4"x 4" concrete monument at the Northwest Corner of Section 25, T26S, R16E, Pasco County Florida; Thence along the North line of Section 26 N89°34'04"W 50.00 feet to the Easterly Right of Way line of Mitchell Boulevard as shown on Right of Way Maps, Pasco County, Florida, Project Number 04325-01000219, dated September 28, 1988; thence continuing along said Easterly Right of Way line of Mitchell Boulevard for the following seven courses N0°00'53"W for 231.32 feet, to a curve to the right; thence 172.79 feet along the arc of a curve to the right, a delta of 9°00'00", a radius 1100.00 feet and a chord bearing of N04°29'06"E for a distance of 172.61 feet; thence N8°59'06"E for 328.80 feet, to a curve to the left; Thence 191.64 feet along the arc of a curve to the left, a delta of 9°00'00", a radius of 1220.00 feet and a chord bearing of N04°29'06"W for a distance of 191.44 feet; thence N0°00'54"W for 134.57 feet; thence N89°59'06"E for 15.00 feet; thence N0°00'54"W for 97.33 feet to a Southerly right of way of State Road 54 (Mitchell Road) as shown on the right of way map, Florida Department of Transportation District #7, Section 14570-2515 Sheet 11 of 20, dated July 7, 1994; thence along said Southerly right of way line of SR 54 (Mitchell Road) N49°12'56"E for 79.72 feet; thence S89°32'51"E for 607.23 feet along the Southerly right to way line of SR 54 (Mitchell Road) as shown in existing right of way maps per Pasco County project number 04325-01000219; thence continuing along Southerly right of way of SR 54 thence N77°03'16"E for 66.09 feet, to a non-tangent curve to the right; thence 114.86 feet along a arc of a curve to the right and the along the Southerly right of way line of SR 54 (Mitchell Road) as shown on Florida Department of Transportation, Section 14570-2515, Sheet 12 of 20 dated July 21, 1994, a delta of 00°13'36", a radius of 29027.11 and a chord bearing of N89°22'55"E for a distance of 114.86 feet for the following six courses; thence N0°30'16"W for 13.00 feet to a non-tangent curve to the right; thence 204.31 feet along a arc of a curve to the right, a delta of 00°24'11", a radius of 29040.11 feet and a chord bearing of N89°41'49"E for a distance of 204.31 feet; thence N89°53'55"E for 195.21 feet; thence S0°06'05"E for 13.00 feet; thence N89°53'55"E for 670.01 feet; thence S89°55'11"E for 654.30 feet; thence leaving the Southerly right of way line of SR 54 (Mitchell Road) S0°00'00"W for 1649.78 feet; thence N89°59'06"W for 221.49 feet; thence S0°00'00"W for 680.91 feet; thence N90°00'00"W for 684.04 feet; thence S81°59'17"W for 65.05 feet; thence S87°25'04"W for 55.24 feet; thence S85°57'21"W for 42.04 feet; thence S71°18'17"W for 46.95 feet; thence S85°58'10"W for 48.85 feet; thence N64°03'11"W for 36.00 feet; thence N46°48'22"W for 20.53 feet; thence N14°26'20"W for 32.26 feet; thence N10°22'31"E for 19.87 feet; thence N41°37'18"E for 39.27 feet; thence N28°35'21"E for 19.91 feet; thence N37°44'12"E for 52.78 feet; thence N22°45'32"E for 42.55 feet; thence N13°45'41"E for 49.24 feet; thence N11°17'34"E for 41.57 feet; thence N0°55'10"E for 44.72 feet; thence N7°53'53"E for 96.59 feet; thence N13°02'04"E for 45.70 feet; thence N11°40'58"E for 38.10 feet; thence N23°39'13"E for 49.02 feet;

thence N6°11'44"W for 52.20 feet;
thence N50°50'10"W for 58.05 feet;
thence N85°43'27"W for 20.52 feet;
thence N66°42'23"W for 36.38 feet;
thence N71°27'04"W for 52.12 feet;
thence N84°23'47"W for 89.41 feet;
thence S71°18'14"W for 28.51 feet;
thence N85°09'00"W for 66.35 feet;
thence S88°13'20"W for 34.68 feet;
thence S78°24'18"W for 35.45 feet;
thence S66°50'15"W for 50.33 feet;
thence S56°37'21"W for 60.84 feet;
thence S36°58'43"W for 42.40 feet;
thence S41°10'03"W for 47.42 feet;
thence S28°50'07"W for 61.42 feet;
thence S16°28'54"W for 27.42 feet;
thence S28°58'41"E for 20.69 feet;
thence S11°49'28"E for 23.82 feet;
thence S1°48'41"E for 88.44 feet;
thence S29°47'07"W for 83.06 feet;
thence S43°19'37"W for 53.24 feet;
thence S65°52'57"W for 69.43 feet;
thence S87°55'46"W for 43.43 feet;
thence N85°58'54"W for 76.42 feet;
thence N68°41'57"W for 62.41 feet;
thence S85°07'13"W for 72.97 feet;
thence N86°56'01"W for 55.64 feet;
thence N82°57'18"W for 30.47 feet;
thence N83°11'18"W for 47.36 feet;
thence S85°21'32"W for 40.34 feet;
thence N80°44'32"W for 43.84 feet;
thence N78°47'59"W for 44.77 feet;
thence N77°29'31"W for 38.14 feet;
thence N78°28'24"W for 36.20 feet;
thence N89°12'28"W for 28.13 feet;
thence N40°54'09"W for 26.05 feet;
thence N73°33'40"W for 38.60 feet;
thence S38°34'29"W for 33.53 feet;
thence S74°38'43"W for 35.03 feet;
thence S78°45'07"W for 30.20 feet;
thence S16°21'27"W for 30.02 feet;
thence N88°10'26"W for 29.64 feet;
thence S24°30'04"W for 34.58 feet;
thence S44°11'06"W for 33.20 feet;
thence S90°00'00"W for 74.88 feet to the Easterly right of way line of Mitchell Boulevard as shown on Pasco County right of way project number 04325-01000219, dated September 28, 1988; thence along said Easterly right of way line of Mitchell Boulevard N0°40'08"E for 970.46 feet to the Point of Beginning;
Containing 125.55 acres more or less.

Property description provided by Stillwell, Van Horn & Associates, Inc.

SR2-4

EXHIBIT D

Developer Commitments
Pages 17-19 of the TBRPC
Final DRI Report

**SECTION III - DEVELOPER COMMITMENTS
DRI #243 - MITCHELL RANCH PLAZA
PASCO COUNTY**

The following developer commitments were set forth in the Application for Development Approval ("ADA") and the two Sufficiency Responses ("SR #1" and "SR #2"). These commitments shall be honored by the developer, except as they may be superseded by specific terms of the Development Order.

GENERAL

1. All existing structures will be removed upon development of the parcel. (ADA/Response 10.C. & SR1/Page 10-1)
2. The square footage of outparcels combined with development of Mitchell Ranch Plaza shall not exceed the development totals for Phase I (503,637 sq. ft.), Phase II (191,450 sq. ft.) or Phase III (55,000 sq. ft.). (SR1/Page 9-1)
3. The integration of the conceptual stormwater management system into the natural systems adjacent to the project will further assure that surface and groundwater quality during and after development will meet water quality standards. (ADA/Page 10-4)

VEGETATION AND WILDLIFE

A conservation easement will be placed over the 18.1 acre wetland (including mitigation) area. (ADA/Page 12-4)

WETLANDS

1. Material from the impacted wetlands will be used to create new wetland areas. (ADA/Page 13-3)
2. 1,420 pieces of material will be transplanted into an area approximately 5.25 acres in size.... (ADA/Page 13-3 - 13-4)
3. A natural buffer area with an average width of 25 feet and a minimum width of 15 feet will remain adjacent to wetland C3. (SR1/ Page 12-1)
4. Approximately 0.35 acres of Wetland C5 is proposed to be relocated to the mitigation site. Prior to removal, the punk trees and Chinese tallow will be treated and removed. (SR1/Page 13-3)
5. Wetland C2 will be enhanced by the removal of cattle grazing and water treatment. (SR1/Page 13-3)

WATER QUALITY

During construction, erosion control devices will be used to prevent turbidity. In addition, sediment sumps will be installed. Notes will be included in the construction documents to assure that the site contractor implements the erosion control devices and practices. (SR1/Page 14-1)

SOILS

Buildings will be constructed on compacted fill material where necessary. (ADA/Page 15-2)

WATER SUPPLY

1. No on-site water wells are proposed during any phase of development. (ADA/Page 17-2)
2. The use of the water conservation methods and devices shall be utilized to the maximum extent where economically and technically feasible. (ADA/Page 17-3 & SR1/Page 17-2)

WASTEWATER MANAGEMENT

Septic tanks will not be used on site. (ADA/Response 18.D.)

STORMWATER MANAGEMENT

1. All intercepted (off-site) runoff will be routed to the proposed stormwater treatment and volume mitigation facility to be constructed on the southern portions of the project. (ADA/Page 19-2)
2. In accordance with current regulatory criteria, the Applicant/Owner of the Mitchell Ranch Plaza DRI will assume full responsibility to manage, operate and maintain the stormwater management system facility. (ADA/Page 19-7)
3. The stormwater runoff volume from the existing FDOT retention pond will be included in the proposed SWMS pond. (SR1/Page 19-1)
4. The extra volume of runoff (26 acre-feet) will be retained on-site and will not be allowed to discharge at a peak rate greater than that of the pre-developed condition. (SR1/ Page 19-3)

TRANSPORTATION

1. All outparcels will be accessible internally from the shopping center. (ADA/Page 21-22)
2. The developer has agreed to provide annual monitoring of project driveways in order to verify the number of external project trips projected. (SR2/April 27, 2000 letter to John Meyer from Robert Pergolizzi/Page 4).

AIR QUALITY

1. The developer shall reduce the emission of fugitive dust through the encouragement of the measures identified in the ADA/Page 22-1.
2. The design of parking facilities and ingress and egress for vehicles will be such that queuing and related CO "hot spots" will be avoided as much as practical. (ADA, 22-1)

ENERGY

The use of the energy conservation methods, appliances and equipment shall be utilized to the maximum extent feasible. (ADA/Page 29-2 & SR1/Page 29-1)

ATTRACTIONS AND RECREATION FACILITIES

1. The movie theatre operator will "stagger" start times of the movies to reduce traffic surges. (ADA/Page 32-1)
2. The developer will coordinate with Pasco County to provide suitable mass transit services at the shopping center. (SR1/Page 32-1)

EXHIBIT E

Map H

EXISTING RIGHT-IN/RIGHT-OUT

EXISTING FULL ACCESS

C

EXISTING RIGHT-IN/RIGHT-OUT

B

STATE ROAD 54

EXISTING RIGHT-IN/RIGHT-OUT/LEFT-IN

A

EXISTING RIGHT-IN/RIGHT-OUT

E

EXISTING RIGHT-IN/RIGHT-OUT

F

EXISTING FULL ACCESS

LITTLE ROAD

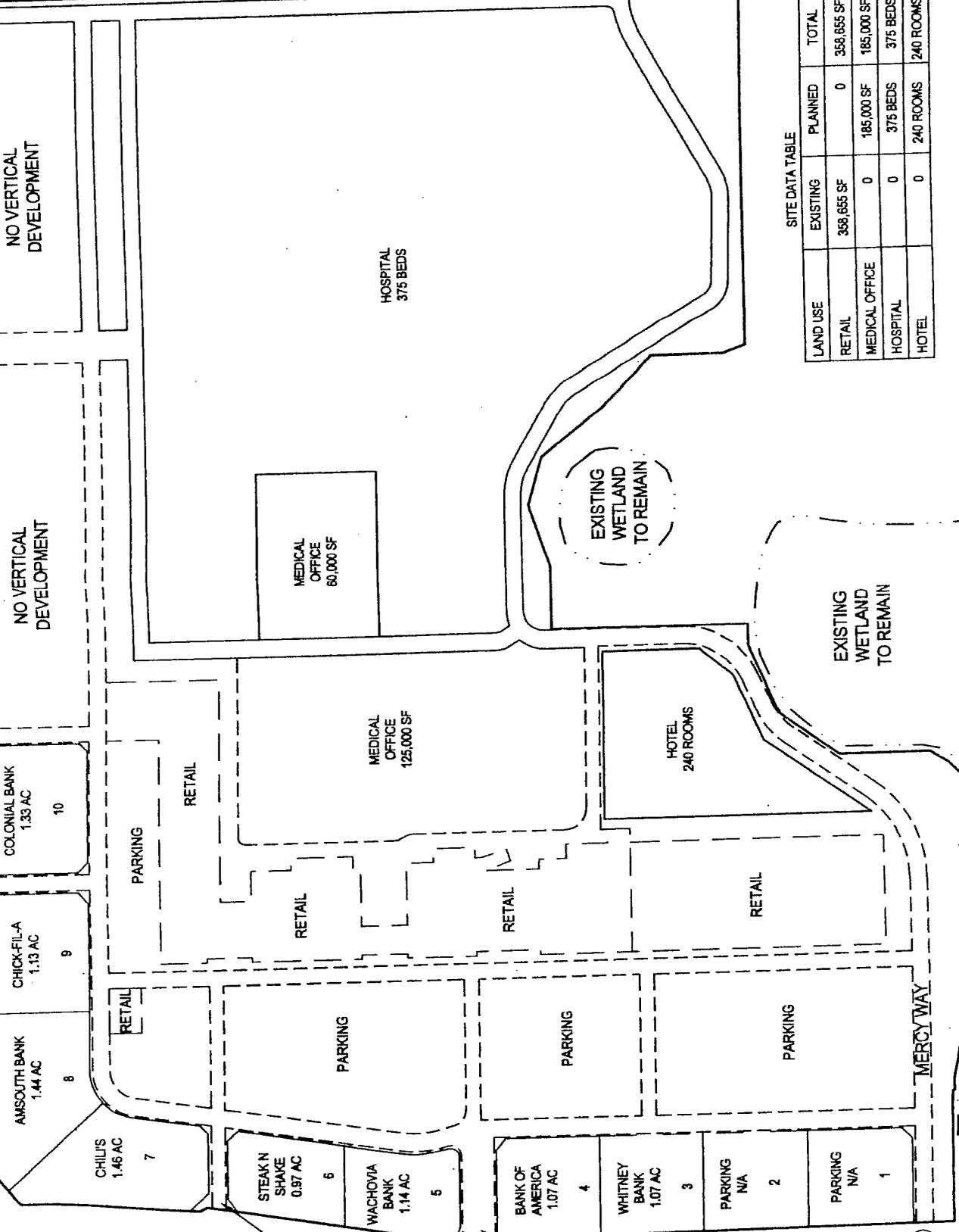
EXISTING TRAFFIC SIGNAL

G



NOTE:
ALL ACCESS POINTS EXIST;
SIGNALIZATION OF DRIVE C IS
SUBJECT TO FDOT AND PASCO
COUNTY APPROVAL

STUB CONNECTION TO
EAST PROPERTY LINE



SITE DATA TABLE

LAND USE	EXISTING	PLANNED	TOTAL
RETAIL	358,655 SF	0	358,655 SF
MEDICAL OFFICE	0	185,000 SF	185,000 SF
HOSPITAL	0	375 BEDS	375 BEDS
HOTEL	0	240 ROOMS	240 ROOMS

Gulf Coast Consulting, Inc.
Lead Development Consulting
Engineering, Planning, Transportation Services
13833 BOSTON ROAD, SUITE 400
CLEARWATER, FLORIDA 34625
Phone: 727.271.1100

AIG - BAKER MRP, LLC
700 LEE RANCH PLAZA
BIRMINGHAM, AL 35242-7245
Office: (205) 969-1000

MITCHELL RANCH PLAZA
REVISED MASTER DEVELOPMENT PLAN
MAP H

NO.	DATE	DESCRIPTION	BY	CHKD.
1	11-14-08	ISSUE FOR PERMIT SUBMITTAL
2	11-14-08	ISSUE FOR PERMIT SUBMITTAL
3	11-14-08	ISSUE FOR PERMIT SUBMITTAL
4	11-14-08	ISSUE FOR PERMIT SUBMITTAL

NOTICE OF ADOPTION OF AN AMENDMENT TO THE DEVELOPMENT ORDER FOR THE MITCHELL RANCH PLAZA DEVELOPMENT OF REGIONAL IMPACT

Pursuant to Section 380.06(15)(f), Florida Statutes, notice is hereby given that the Pasco County Board of County Commissioners, by Resolution No. 06-38 dated 12/06/2005, has adopted an amendment to the development order for a Development of Regional Impact known as Mitchell Ranch Plaza (Resolution No. 01-182). The above-referenced development order constitutes a land development regulation applicable to the property described in Exhibit "C" of the development order.

A legal description of the property covered and the development order may be examined upon request at the Office of the Clerk to the Board of County Commissioners of Pasco County, Pasco County Courthouse, Dade City, Florida.

The recording of this Notice shall not constitute a lien, cloud, or encumbrance on the real property described in above-mentioned Exhibit "C" nor actual nor constructive notice of any of the same under the authority of Section 380.06(15)(f), Florida Statutes.



[Handwritten signatures of JED PITTMAN and the Chairman]

JED PITTMAN, CLERK

CHAIRMAN
BOARD OF COUNTY COMMISSIONERS

APPROVED
DEC 06 2005

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

BY: *[Handwritten signature]*
ATTORNEY

[Faint, illegible text or stamp]

#243



PASCO COUNTY, FLORIDA

Growth Management Department
West Pasco Government Center
7530 Little Road, Suite 320
New Port Richey, FL 34654
Tel. (727) 847-8193
Fax (727) 847-8084

CERTIFIED MAIL NO. 7000 0600 0024 4521 9347
RETURN RECEIPT REQUESTED

January 6, 2003

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

RE: Mitchell Ranch Plaza - Development of Regional Impact (# 243)
Development Order Amendment

Dear Mr. Meyer:

Enclosed please find a certified copy of the Mitchell Ranch Plaza Development of Regional Impact, Development Order Amendment (Resolution No. 03-65), which is hereby rendered in accordance with Chapter 380.06, Florida Statutes. This development order amendment was approved by the Pasco County Board of County Commissioners on December 17, 2002.

Please feel free to contact this office if you have any questions regarding this matter.

Sincerely,

Michael LaSala, AICP
Planner II

ML/ml
Enclosure

cc: Samuel P. Steffey II, Growth Management Administrator
File

NOTICE OF ADOPTION OF AN AMENDMENT TO THE
DEVELOPMENT ORDER FOR THE MITCHELL RANCH PLAZA
DEVELOPMENT OF REGIONAL IMPACT

Pursuant to Section 380.06(15)(f), Florida Statutes, notice is hereby given that the Pasco County Board of County Commissioners, by Resolution No. 03-65 dated December 17, 2002 has adopted an amendment to the development order for a Development of Regional Impact known as Mitchell Ranch Plaza (Resolution No. 01-182). The above-referenced development order constitutes a land development regulation applicable to the property described in Exhibit "A" of the development order.

A legal description of the property covered and the development order may be examined upon request at the Office of the Clerk to the Board of County Commissioners of Pasco County, Pasco County Courthouse, Dade City, Florida.

The recording of this Notice shall not constitute a lien, cloud, or encumbrance on the real property described in above-mentioned Exhibit "A" nor actual nor constructive notice of any of the same under the authority of Section 380.06(15)(f), Florida Statutes.



THEODORE J. SCHRADER, CHAIRMAN
BOARD OF COUNTY COMMISSIONERS

APPROVED

DEC 17 2002

State of Florida)
County of Pasco)

The foregoing Notice of Adoption of Development Order was acknowledged before me this 17th day of December, 2002.



Sandra Badu / Deputy Clerk
Notary Public

State of Florida at Large
My Commission Expires:

Jed Pittman / Clerk of Circuit Court

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

BY: _____

ATTORNEY

STATE OF FLORIDA
COUNTY OF PASCO
THIS IS TO CERTIFY THAT THE FOREGOING IS A
TRUE AND CORRECT COPY OF THE ORIGINAL AS
GIVEN IN MY OFFICE. WITNESS MY HAND AND
THE OFFICIAL SEAL THIS 26th Day of December, 2002
JED PITTMAN, CLERK TO THE BOARD
Sandra Badu / DC

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF PASCO COUNTY, FLORIDA, AMENDING RESOLUTION NO. 01-182, A DEVELOPMENT ORDER ISSUED PURSUANT TO CHAPTER 380, FLORIDA STATUTES, APPROVING, WITH CONDITIONS, THE MITCHELL RANCH PLAZA DEVELOPMENT OF REGIONAL IMPACT; PROVIDING FINDINGS OF FACT; PROVIDING CONCLUSIONS OF LAW; PROVIDING FOR AMENDMENTS OF THE DEVELOPMENT ORDER TO EXTEND THE COMMENCEMENT DATE AND BUILD-OUT DATE; AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, in accordance with Chapter 380.06, Florida Statutes, as amended, on April 3, 2001, the Pasco County Board of County Commissioners adopted Resolution No. 01-182 (development order [DO]), a DO approving, with conditions, the Mitchell Ranch Plaza Development of Regional Impact (DRI); and,

WHEREAS, on September 23, 2002, AIG Baker, MRP, LLC, a Delaware limited liability company (Applicant), filed an application entitled "Notification of Proposed Change to a Previously Approved Development of Regional Impact, Subsection 380.06 (19), Florida Statutes," Form RPM-BSP-PROPCCHANGE-1, with Pasco County, Florida, with copies provided to the Tampa Bay Regional Planning Council (TBRPC) and the Florida Department of Community Affairs (FDCA); and,

WHEREAS, the Notice of Proposed Change (NOPC) proposes to amend DO to extend the commencement date; the completion dates of Phases 1, 2, and 3; and the build-out date (collectively, the Proposed Changes); and,

WHEREAS, NOPC has satisfactorily addressed all regional issues related to the development; and,

WHEREAS, the Board of County Commissioners, as the governing body of the local government having jurisdiction pursuant to Chapter 380, Florida Statutes, is authorized and empowered to consider amendments to DRIs; and,

WHEREAS, the public notice requirements of Chapter 380, Florida Statutes, and the County have been satisfied; and,

WHEREAS, the requirements of Subsection 380.06(19), Florida Statutes, have been satisfied; and,

WHEREAS, the Board of County Commissioners has reviewed NOPC as well as all related testimony and evidence submitted by each party and members of the general public.

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners in regular session, duly assembled this December 17, 2002, that the proposed changes to the Mitchell Ranch Plaza DO, as described in NOPCs and supplementary documents, are approved and DO is amended as set forth below:

DEVELOPMENT ORDER

1. General Findings of Fact

The Board of County Commissioners, having received NOPC and supplementary documents and having received all related comments, testimony, and evidence submitted by each party and members of the general public, finds there is substantial, competent evidence to support the following findings of fact:

- a. DO is a valid final development order within the provisions of Section 163.3167(8), Florida Statutes, affecting the property described on Exhibit "A" attached hereto and incorporated herein.
- b. NOPC includes a description of the proposed changes.
- c. A comprehensive review of all of the impacts generated by the proposed changes, together with all previous amendments, has been conducted by the County, TBRPC, and FDCA.
- d. The proposed changes are not substantial deviations from DO in accordance with Section 380.06(19)(c), Florida Statutes.
- e. The property is not located in an area of critical state concern as designated by Chapter 380.05, Florida Statutes.

CLERK TO THE BOARD OF COUNTY COMMISSIONERS
 COUNTY OF PASCO
 THIS IS TO CERTIFY THAT THE FOREGOING IS A TRUE AND CORRECT COPY OF THE ORIGINAL COPY OF MY OFFICE. WITNESS MY HAND AND THIS OFFICIAL SEAL THIS 26th Day of December, 2002

Sandra Baden/DC

2. Conclusions of Law

The Board of County Commissioners hereby finds as follows:

- a. The development in accordance with the proposed changes will not unreasonably interfere with the achievement of the objectives of the adopted State Comprehensive Plan.
- b. The proposed changes are consistent with the land development regulations and the adopted local comprehensive plan.
- c. The proposed changes do not create additional impacts to public facilities or any type of regional impact over those treated under DO. The proposed amendments do not constitute a "substantial deviation" from DO, pursuant to Chapter 380.06(19)(c), Florida Statutes.
- d. Nothing herein shall limit or modify the rights originally approved by DO or the protection afforded under Section 163.3167(8), Florida Statutes.
- e. The proposed changes, once effective, are consistent with the provisions of Section 402, Pasco County Land Development Code, the Pasco County Concurrency Management System, and the development rights granted by DO, as amended hereby, remain vested thereunder.
- f. The proposed amendments are consistent with the recommendations of TBRPC.
- g. These proceedings have been duly conducted pursuant to applicable law and regulations and based upon the record and these proceedings, the various departments of the County, and developer are authorized to approve/conduct development as described herein.
- h. The review by the County, TBRPC, and other participating agencies and interested citizens reveals that the proposed changes do not create additional impacts on regionally significant natural resources, facilities, and services beyond those previously reviewed in the Application for Development Approval, and that impacts are adequately addressed pursuant to the requirements of Chapter 380, Florida Statutes.

3. Order

The Board of County Commissioners, having made the above findings of fact, and having drawn the above conclusions of law, hereby approves NOPC and orders that DO be amended as follows:

- a. Table 1 set forth in Section 4(a)(2) of DO is hereby amended to read as follows:

TABLE 1					
Land Use		Phase 1 (2007 2)	Phase 2 (2008- 0903- 04)	Phase 3 (2009- 1004- 05)	Total (Through 2011 2006)
Retail	Sq. Ft.	434,637	191,450	55,000	681,087
	Parking Spaces	2,253	1,036	354	3,643
Theater	Seats	3,730	0	0	3,730
	Sq. Ft.	69,000	0	0	69,000
	Parking Spaces	933	0	0	933

- b. Section 4.b.(2) of DO is hereby amended to provide that DO shall expire on December 15, 2011.
- c. Section 4.c. of DO is hereby amended to provide that physical development shall commence by March 18, 2007.
- d. Section 5.j.(1) of DO is hereby amended with the addition of the following sentence to the end of said section: "Notwithstanding the foregoing, Pasco County may require, and the developer shall provide, a new transportation analysis in accordance with Chapter 380.06, Florida Statutes, to justify any extension of the project build-out date(s) beyond 2007 for Phase 1; 2009 for Phase 2; and 2011 for Phase 3 which analysis may serve as the basis for a DO amendment and which may result in additional transportation mitigation for the project."

4. Effective Date and Transmittals

If this amendment to DO is not appealed, it shall take effect the earlier of:

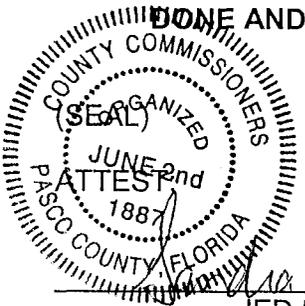
- a. The date all parties with the right to appeal issue a written statement that they will not appeal this amendment to development order; or
- b. Forty-five (45) days after a certified copy hereof has been rendered to FDCA and no appeal has been filed.

If this amendment to DO is appealed, it shall take effect upon the conclusion of the appeal. Upon adoption, certified copies of this resolution shall be transmitted by the Pasco County Growth Management Department via certified mail to FDCA, TBRPC, and the Applicant, pursuant to Chapter 380, Florida Statutes.

5. Notice of Adoption

The Applicant shall record a Notice of Adoption of this resolution as required pursuant to Chapter 380, Florida Statutes.

DONE AND RESOLVED this 17th day of December, 2002.



BOARD OF COUNTY COMMISSIONERS
OF PASCO COUNTY, FLORIDA

Jed Pittman
JED PITTMAN, CLERK

Theodore J. Schrader
THEODORE J. SCHRADER, CHAIRMAN

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

[Signature]
ATTORNEY

APPROVED

DEC 17 2002

EXHIBIT A

Revised Legal Description

Part of Sections 23, 24, 25 & 26 of T26S, R16E, Pasco County, Florida, more particularly described as follows,

Commencing at a 4"x 4" concrete monument at the Northwest Corner of Section 25, T26S, R16E, Pasco County Florida; Thence along the North line of Section 26 N89°34'04"W 50.00 feet to the Easterly Right of Way line of Mitchell Boulevard as shown on Right of Way Maps, Pasco County, Florida, Project Number 04325-01000219, dated September 28, 1988; thence continuing along said Easterly Right of Way line of Mitchell Boulevard for the following seven courses N0°00'53"W for 231.32 feet, to a curve to the right; thence 172.79 feet along the arc of a curve to the right, a delta of 9°00'00", a radius 1100.00 feet and a chord bearing of N04°29'06"E for a distance of 172.61 feet; thence N8°59'06"E for 328.80 feet, to a curve to the left; Thence 191.64 feet along the arc of a curve to the left, a delta of 9°00'00", a radius of 1220.00 feet and a chord bearing of N04°29'06"W for a distance of 191.44 feet; thence N0°00'54"W for 134.57 feet; thence N89°59'06"E for 15.00 feet; thence N0°00'54"W for 97.33 feet to a Southerly right of way of State Road 54 (Mitchell Road) as shown on the right of way map, Florida Department of Transportation District #7, Section 14570-2515 Sheet 11 of 20, dated July 7, 1994; thence along said Southerly right of way line of SR 54 (Mitchell Road) N49°12'56"E for 79.72 feet; thence S89°32'51"E for 607.23 feet along the Southerly right to way line of SR 54 (Mitchell Road) as shown in existing right of way maps per Pasco County project number 04325-01000219; thence continuing along Southerly right of way of SR 54 thence N77°03'16"E for 66.09 feet, to a non-tangent curve to the right; thence 114.86 feet along a arc of a curve to the right and the along the Southerly right of way line of SR 54 (Mitchell Road) as shown on Florida Department of Transportation, Section 14570-2515, Sheet 12 of 20 dated July 21, 1994, a delta of 00°13'36", a radius of 29027.11 and a chord bearing of N89°22'55"E for a distance of 114.86 feet for the following six courses; thence N0°30'16"W for 13.00 feet to a non-tangent curve to the right; thence 204.31 feet along a arc of a curve to the right, a delta of 00°24'11", a radius of 29040.11 feet and a chord bearing of N89°41'49"E for a distance of 204.31 feet; thence N89°53'55"E for 195.21 feet; thence S0°06'05"E for 13.00 feet; thence N89°53'55"E for 670.01 feet; thence S89°55'11"E for 654.30 feet; thence leaving the Southerly right of way line of SR 54 (Mitchell Road) S0°00'00"W for 1649.78 feet; thence N89°59'06"W for 221.49 feet; thence S0°00'00"W for 680.91 feet; thence N90°00'00"W for 684.04 feet; thence S81°59'17"W for 65.05 feet; thence S87°25'04"W for 55.24 feet; thence S85°57'21"W for 42.04 feet; thence S71°18'17"W for 46.95 feet; thence S85°58'10"W for 48.85 feet; thence N64°03'11"W for 36.00 feet; thence N46°48'22"W for 20.53 feet; thence N14°26'20"W for 32.26 feet; thence N10°22'31"E for 19.87 feet; thence N41°37'18"E for 39.27 feet; thence N28°35'21"E for 19.91 feet; thence N37°44'12"E for 52.78 feet; thence N22°45'32"E for 42.55 feet; thence N13°45'41"E for 49.24 feet; thence N11°17'34"E for 41.57 feet; thence N0°55'10"E for 44.72 feet; thence N7°53'53"E for 96.59 feet; thence N13°02'04"E for 45.70 feet; thence N11°40'58"E for 38.10 feet; thence N23°39'13"E for 49.02 feet;

EXHIBIT "A"

Page 2 of 2

thence N6°11'44"W for 52.20 feet;
thence N50°50'10"W for 58.05 feet;
thence N85°43'27"W for 20.52 feet;
thence N66°42'23"W for 36.38 feet;
thence N71°27'04"W for 52.12 feet;
thence N84°23'47"W for 89.41 feet;
thence S71°18'14"W for 28.51 feet;
thence N85°09'00"W for 66.35 feet;
thence S88°13'20"W for 34.68 feet;
thence S78°24'18"W for 35.45 feet;
thence S66°50'15"W for 50.33 feet;
thence S56°37'21"W for 60.84 feet;
thence S36°58'43"W for 42.40 feet;
thence S41°10'03"W for 47.42 feet;
thence S28°50'07"W for 61.42 feet;
thence S16°28'54"W for 27.42 feet;
thence S28°58'41"E for 20.69 feet;
thence S11°49'28"E for 23.82 feet;
thence S1°48'41"E for 88.44 feet;
thence S29°47'07"W for 83.06 feet;
thence S43°19'37"W for 53.24 feet;
thence S65°52'57"W for 69.43 feet;
thence S87°55'46"W for 43.43 feet;
thence N85°58'54"W for 76.42 feet;
thence N68°41'57"W for 62.41 feet;
thence S85°07'13"W for 72.97 feet;
thence N86°56'01"W for 55.64 feet;
thence N82°57'18"W for 30.47 feet;
thence N83°11'18"W for 47.36 feet;
thence S85°21'32"W for 40.34 feet;
thence N80°44'32"W for 43.84 feet;
thence N78°47'59"W for 44.77 feet;
thence N77°29'31"W for 38.14 feet;
thence N78°28'24"W for 36.20 feet;
thence N89°12'28"W for 28.13 feet;
thence N40°54'09"W for 26.05 feet;
thence N73°33'40"W for 38.60 feet;
thence S38°34'29"W for 33.53 feet;
thence S74°38'43"W for 35.03 feet;
thence S78°45'07"W for 30.20 feet;
thence S16°21'27"W for 30.02 feet;
thence N88°10'26"W for 29.64 feet;
thence S24°30'04"W for 34.58 feet;
thence S44°11'06"W for 33.20 feet;
thence S90°00'00"W for 74.88 feet to the Easterly right of way line of Mitchell Boulevard as shown on Pasco County right of way project number 04325-01000219, dated September 28, 1988; thence along said Easterly right of way line of Mitchell Boulevard N0°40'08"E for 970.46 feet to the Point of Beginning;
Containing 125.55 acres more or less.

Property description provided by Stillwell, Van Horn & Associates, Inc.

AIG BAKER **FB**

Mitchell Ranch Plaza

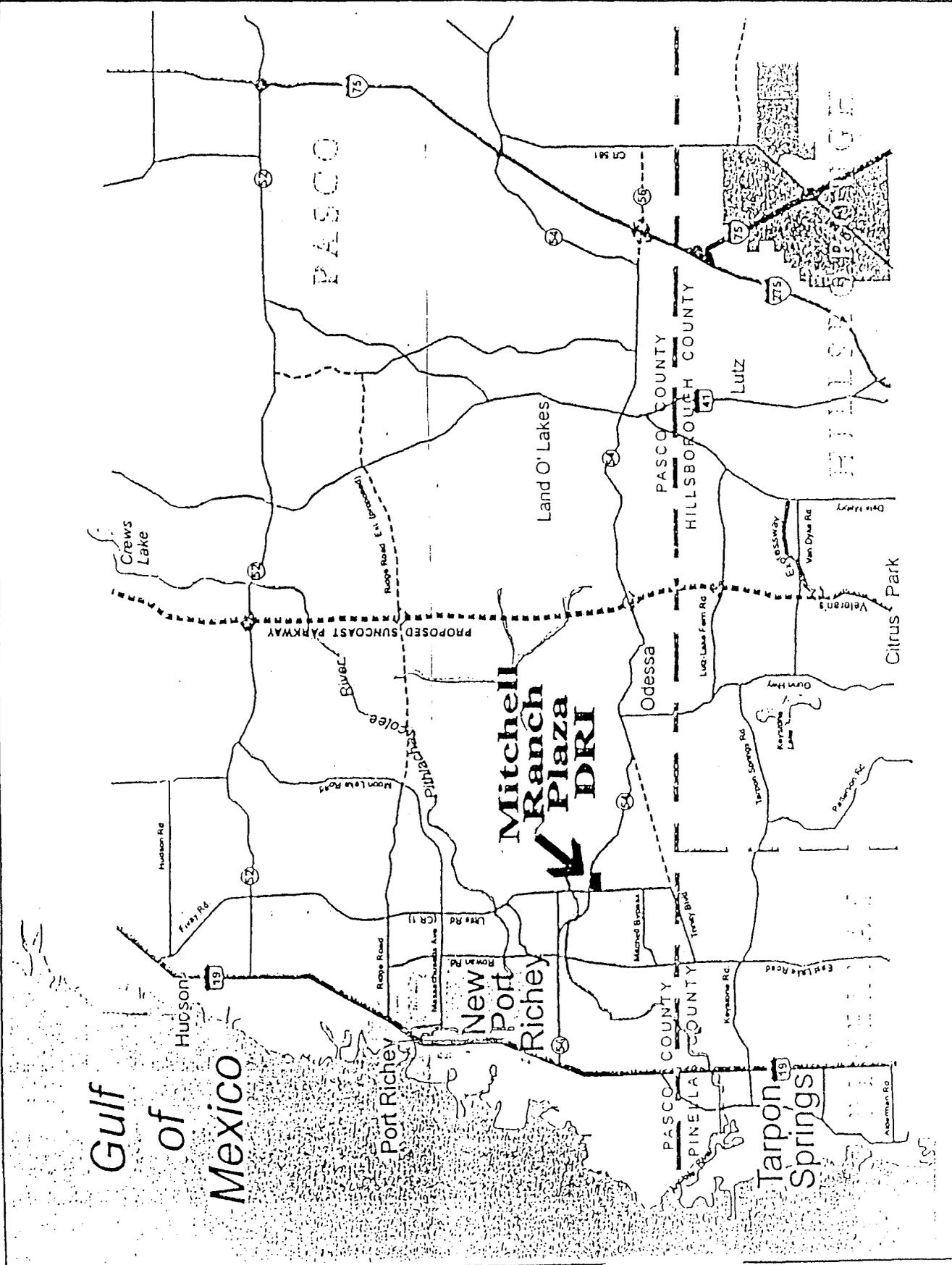
Development Of Regional Impact



Not To Scale

Project Location

Map A

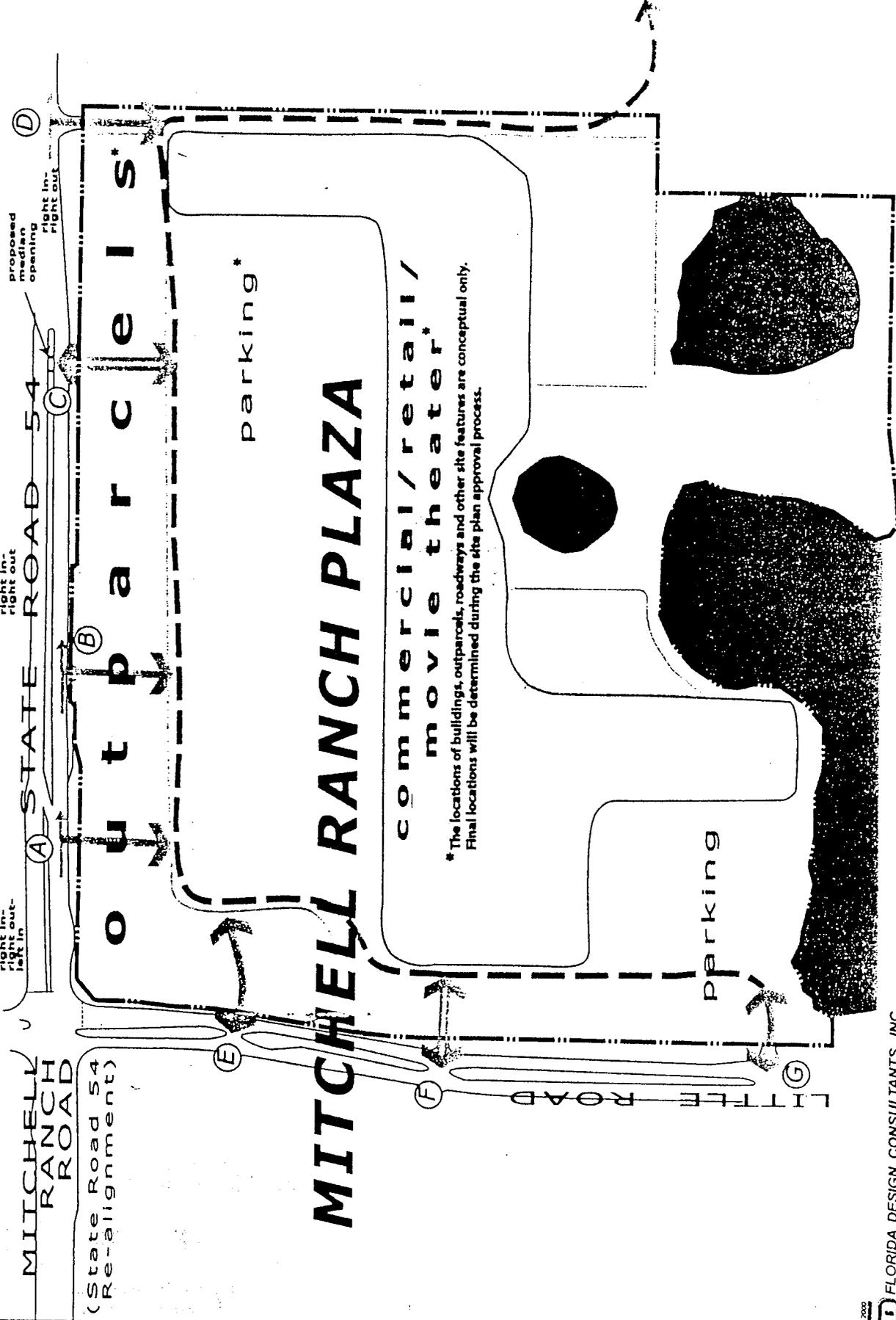


PROPOSED LAND USE & PHASING SCHEDULE

Phase Years	Phase I 2000-2001		Phase II 2002-2003		Phase III 2004-2005		Project Totals	
	GSF	Seats Parking	GSF	Seats Parking	GSF	Seats Parking	GSF	Seats Parking
Commercial/Retail	434,637	2,253	191,450	1,036	55,000	354	681,087	3,643
Recreation/Attraction	69,000	933	0	0	0	0	69,000	933
Totals	503,637	3,730 3,186	191,450	1,036	55,000	354	750,087	3,730 4,576

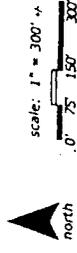
MAP KEY

- Ⓐ Access points conceptual only. Location and number of access points may change. Subject to FDOT & Pasco County permitting.
- Ⓑ Final location of 36'-wide public access Perimeter Road to be determined by Site Plan.



Mitchell Ranch Plaza

Development Of Regional Impact



LEGEND

- DRI Boundary
- Commercial/Retail/ Movie Theater
- Outparcels
- Parking
- Retention/Detention
- Existing Wetlands to remain
- Existing Wetlands to be relocated
- Potential Mitigation and wetland relocation area

REVISED
Master Development Plan

Map H

March 22, 2001

23
if

R

Bd. Rec. chg 115-002



BY COMMISSIONER _____

RESOLUTION NO. 01-182

A RESOLUTION ADOPTING A DEVELOPMENT ORDER APPROVING, WITH CONDITIONS, THE MITCHELL RANCH PLAZA DEVELOPMENT OF REGIONAL IMPACT.

WHEREAS, in accordance with Chapter 380.06, Florida Statutes, as amended, AIG Baker, MRP, LLC, a Delaware limited liability company, has filed an Application for Development Approval (ADA) of a Development of Regional Impact (DRI) with the Pasco County Growth Management/Zoning Department; and,

WHEREAS, the Pasco County Board of County Commissioners is the governing body having jurisdiction over the review and approval of developments of regional impact in accordance with Chapter 380.06, Florida Statutes, as amended; and,

WHEREAS, the culmination of review pursuant to Chapter 380.06, Florida Statutes, requires the approval, approval with conditions, or denial of ADA.

Rcpt: 491252 Rec: 105.00
DS: 0.00 IT: 0.00
04/19/01 Dpty Clerk

JED PITTMAN, PASCO COUNTY CLERK
04/19/01 04:24pm 1 of 23
OR BK 4588 PG 1458

NOW, THEREFORE, BE IT RESOLVED by the Pasco County Board of County Commissioners in regular session, that:

ADA for the Mitchell Ranch Plaza DRI is hereby approved with the conditions set forth in the following development order (DO), which is hereby adopted by the Pasco County Board of County Commissioners:

MITCHELL RANCH PLAZA DEVELOPMENT ORDER

1. General Findings of Fact. The Pasco County Board of County Commissioners makes the following general findings of fact:

a. AIG Baker, MRP, LLC, a Delaware limited liability company, hereinafter referred to as the "Applicant" or "Developer," has filed in accordance with Section 380.06, Florida Statutes, as amended, an ADA for the Mitchell Ranch Plaza DRI and associated first and second Responses to Request for Additional Information, the sum total of which shall be referred to as the "Application"; and,

b. The nature, type, scope, intensity, density, costs, and general impact of the proposed DRI are those which are summarized in Composite Exhibit A (ADA, first and second Responses to Request for Additional Information); and in attached Exhibit B, the project description and other information contained in Pages 2 and 3 of the Tampa Bay Regional Planning Council (TBRPC) Final Development of Regional Impact Report (Report). Both exhibits are incorporated into this DO by reference.

c. The real property encompassed by this proposed DRI is owned by D. Dewey Mitchell, Trustee, and James W. Mitchell. A description of the real property is attached hereto as Exhibit C and is incorporated into this DO by reference.

d. The Pasco County Future Land Use Map designation for the area subject to the Application is Residential/Office/Retail (ROR).

e. Zoning on the property which is subject to the Application is C-2.



PASCO COUNTY, FLORIDA

Growth Management/Zoning Department
West Pasco Government Center
7530 Little Road, Suite 320
New Port Richey, FL 34654
Tel. (727) 847-8140
Fax (727) 847-8084

CERTIFIED MAIL NO. 70000600002445219002
RETURN RECEIPT REQUESTED

April 27, 2001

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

RE: Mitchell Ranch Plaza - Development of Regional Impact No. 243
Development Order

Dear Mr. Meyer:

Enclosed please find a certified copy of the Mitchell Ranch Plaza Development of Regional Impact No. 243, Development Order (Resolution No. 01-182), which is hereby rendered in accordance with Chapter 380.06, Florida Statutes. This development order was approved by the Pasco County Board of County Commissioners on April 3, 2001.

If you have any questions please feel free to contact this office.

Sincerely,

A handwritten signature in black ink, appearing to read 'Michael LaSala', is written over a horizontal line.

Michael LaSala, AICP
Planner II
ML/ml
Enclosure

cc: Samuel P. Steffey II, Growth Management Administrator

f. The Pasco County Board of County Commissioners has received a Sufficiency Notification from TBRPC dated June 16, 2000, that the Application is informationally sufficient.

g. The Pasco County Board of County Commissioners has scheduled and held a public hearing on the Application on April 3, 2001 (continued from September 26, 2000; October 24, 2000; November 8, 2000; December 19, 2000; January 23, 2001; February 6, 2001; February 27, 2001; and March 27, 2001).

h. Notice of this hearing has been published in a newspaper of general circulation at least sixty (60) days prior to the date set for the Pasco County Board of County Commissioners hearing.

i. At this public hearing, all parties were afforded the opportunity to present evidence and argument on all issues, and submit rebuttal evidence.

j. Additionally, at this public hearing, any member of the general public requesting to do so was given the opportunity to present written or oral communications.

k. The Pasco County Board of County Commissioners has received and considered the report.

l. The Pasco County Board of County Commissioners has received and considered the various reports and information, including, but not limited to, the recommendation of the Pasco County Growth Management/Zoning Department staff and the Development Review Committee (DRC).

2. Conclusions of Law. The Pasco County Board of County Commissioners draws the following conclusions of law:

a. The Mitchell Ranch Plaza DRI will not unreasonably interfere with the achievement of the objectives of the State Land Development Plan applicable to the area encompassed by the Application.

b. This DRI is consistent with the State Land Development Plan.

c. This DRI is consistent with the adopted Pasco County Comprehensive Plan.

d. This DRI is consistent with local land development regulations.

e. This DO is consistent with the Report. The Report concludes that:

(1) The development will have no impact on the environment and natural resources of the region.

(2) The development will have no impact on the historical resources of the region.

(3) The development will have a favorable impact on the economy of the region.

(4) The development will not unduly burden water, sewer, solid waste disposal, or other necessary public facilities.

(5) The development will not unduly burden public transportation facilities.

(6) The development will not adversely affect the ability of people to find adequate housing reasonably accessible to their places of employment.

(7) The development will not create substantial additional demand for or use of energy.

f. The development is not in an Area of Critical State Concern.

3. Approval Stipulations.

a. Specific approval with conditions is granted for DRI.

b. The requirements of and conditions contained in this DO shall regulate development of the property described in Exhibit C. Following adoption of this DO, all plans for development on the property shall be consistent with the conditions and restrictions set forth herein. These regulations and restrictions shall be binding upon all successors in interest to any of the parties hereto.

(1) If any development activity takes place that does not comply with this DO, all development shall cease until the development activity is brought into compliance with DO. The Pasco County Growth Management/Zoning Department may issue a notice of noncompliance to the Developer or may recommend that the Pasco County Board of County Commissioners hold a hearing to consider alleged noncompliance.

c. All development specifically authorized by this DO shall be carried out as committed in the Application, unless otherwise modified by the provisions of this DO.

(1) Adverse impacts shall be mitigated as specified in the Application. Additional adverse impacts beyond those predicted in the Application shall not be created unless additional mitigation has been implemented subsequent to further development of regional impact review. The review shall be carried out pursuant to Chapter 380.06, Florida Statutes, and applicable TBRPC and Florida Department of Community Affairs (FDCA) policies and regulations in effect when the review is carried out.

(2) All of the Developer's commitments set forth on Pages 17-19 of the Report (attached as Exhibit D) shall be honored by the Developer, except for those commitments which have been superseded by specific terms of this DO.

d. Development of the area encompassed by the Application shall also be governed by the standards and procedural provisions of the adopted Pasco County Comprehensive Plan in effect at the time of approval of this DO and the land development regulations of Pasco County in effect when application for preliminary/site plan approvals is made.

e. The approved DRI shall not be subject to down zoning, unit density reduction, or intensity reduction for the life of DO, unless the County can demonstrate that substantial changes in the conditions underlying the approval of DO have occurred, or that DO was based on substantially inaccurate information provided by the Developer, or that the change is clearly established by local government to be essential to the public health, safety, or welfare.

4. Phasing, Effective Date, and Duration.

a. Phasing Schedule:

(1) Development of DRI shall proceed in accordance with the phasing schedule set forth in Table 1. A phase shall be considered complete upon issuance of the final Building/Construction Permit for the phase.

(2) Excess infrastructure capacity constructed to potentially serve latter phases of the development shall be at the Developer's risk and shall not vest phase development rights.

TABLE 1

	Land Use	Phase 1 (2002)	Phase 2 (2003-04)	Phase 3 (2004-05)	Total (Through 2006)
Retail	Sq. Ft.	434,637	191,450	55,000	681,087
	Parking Spaces	2,253	1,036	354	3,643
Theater	Seats	3,730	0	0	3,730
	Sq. Ft.	69,000	0	0	69,000
	Parking Spaces	933	0	0	933

b. Effective Date and Duration:

(1) If this DO is not appealed, it shall take effect the earlier of: a) the date all parties with the right to appeal issue a statement that they will not appeal this DO; or b) forty-five (45) days after a certified copy hereof has been rendered to FDCA and no appeal has been filed. If this DO is appealed, it shall take effect upon the conclusion of the appeal.

(2) This DO shall expire on December 31, 2006. The Pasco County Board of County Commissioners may extend the expiration date. Application for any extension shall be made at least sixty (60) days prior to the expiration date. All extensions shall be subject to a substantial deviation determination pursuant to Chapter 380.06(19), Florida Statutes.

c. Commencement of Development:

Physical development shall commence by April 3, 2002. For the purpose of this DO, this term means any development activity that results in construction of infrastructure, roadways, or vertical development.

5. Specific Conditions.

a. Land Use and Master Plan:

(1) Land use types and intensities, and the location and access thereto shall be as shown on the Master Development Plan dated March 22, 2001.

(2) Prior to preliminary site plan approval, the Developer shall submit a recent (within six [6] months) boundary survey of the project to the Pasco County Surveyor which has been certified by a Florida Registered Land Surveyor and is referenced to a minimum of three (3) monuments tied to State plane coordinates by G.P.S. methods and approved by the Pasco County Surveyor. Coordinates of the monuments shall be shown on the survey. Moreover, the monuments shall:

(a) Comply with the National Geologic Survey Data Base Standards, Chapter 21 HH-6 of the Florida Administrative Code, and be approved by the Pasco County Surveyor;

(b) Be unobstructed and accessible on a twenty-four (24) hour basis, and located on public property unless otherwise approved by the County Surveyor, which approval shall not be unreasonably withheld or delayed; and;

(c) Be conveyed by the Developer to Pasco County at the time of the first site plan approval.

b. Water Quality and Stormwater Management:

In order to protect surface water quality, stormwater exiting the site shall meet or exceed all applicable state water quality standards.

c. Vegetation, Wildlife, and Wetlands:

(1) In the event any additional State or Federally listed species or colonies of species not identified in the Application are discovered on-site during project development, the Developer shall immediately notify the Florida Fish and Wildlife Conservation Commission (FFWCC) and implement appropriate measures for species protection.

(2) Nuisance and exotic plant species shall be removed from the project site during site development. A plan shall be developed to address how the project site will be maintained free of nuisance and exotic species in perpetuity. The Plan shall be submitted to Pasco County for approval prior to the first site plan approval and shall be included in the first annual report.

(3) Maintenance of the mitigation area shall be ensured through the incorporation of a Wetland Impact Mitigation Maintenance Plan. The Plan shall be submitted to Pasco County for approval and included in the first annual report.

(4) The natural hydroperiod shall be restored to the on-site wetlands to the greatest practical degree possible.

(5) The project site may continue to be used for agricultural activities, but at no greater intensity than at present. No silvicultural or agricultural activities shall be initiated on land not currently under such use.

(6) Wetland C3, located adjacent to the project site and including a palustrine forest rim, is a natural resource of regional significance. As such, it shall be protected by the establishment of a twenty-five (25) foot natural vegetated buffer along the portion of the wetland adjacent to the development.

(7) The necessary permit or authorization for impacts to gopher tortoises (*Gopherus polyphemus*) must be obtained from FFWCC prior to initiating project activities. Additionally, Florida sandhill crane (*Grus canadensis pratensis*) and Sherman fox squirrel (*Sciurus niger shermani*) surveys shall be conducted prior to construction during the breeding seasons for these species (February-April and May-June, respectively) to ensure that nests of these listed species are not taken.

d. Floodplains:

(1) All habitable structures and access roadways shall be constructed above the 100-year flood elevation. All preliminary/site plan submittals shall show 100-year flood elevations.

(2) Compensation for the loss of 100-year flood storage capacity shall be provided.

e. Soils:

Best Management Practices, including those identified in the Application, shall be employed during site preparation and construction to prevent soil erosion.

f. Air Quality:

Best Management Practices, including those identified in the Application, shall be employed during site preparation and construction to minimize air quality impacts.

g. Utilities—Water Supply and Wastewater Treatment:

(1) The use of water conservation methods and devices identified in the Application shall be utilized to the maximum extent economically and technically feasible.

(2) Water-saving devices shall be required in the project as mandated by the Florida Water Conservation Act (Section 553.14, Florida Statutes).

(3) Septic tanks shall not be used on the site.

h. Solid/Hazardous Waste:

The Developer shall inform all commercial tenants of appropriate storage and disposal techniques, procedures, and regulation for hazardous waste and materials.

i. Energy:

Energy conservation methods, appliances, and equipment shall be utilized to the maximum extent economically and technically feasible.

j. Transportation:

(1) The Developer has assumed in DRI transportation analysis that Trinity Boulevard, from Little Road (the existing four [4] lane section) to S.R. 54, will be constructed as a two (2) lane, undivided roadway by December 31, 2002. If this or any other roadway segment assumed to be constructed is not committed to be constructed within three (3) years from the date a Building Permit is applied for, then Pasco County shall make a determination as to whether the nonconstruction of the roadway segment represents a substantial deviation from DO. If this is determined to be the case, no further Building Permits shall be issued, and the Developer shall prepare a new Chapter 380.06, Florida Statutes, transportation analysis for the remaining portion of the development that does not have approved Building Permits at the time of the substantial deviation determination. A traffic methodology meeting would be required with the review agencies, including TBRPC, to determine the assumptions, methodology, and format that are acceptable in this instance. Time

extensions beyond build-out shall be granted in accordance with the provisions of Chapter 380.06, Florida Statutes.

(2) The DRI development will have a negative impact on several regionally significant roadway facilities within the primary impact area, as noted in the *Regional Impacts* section of the Report. However, the analysis has revealed that no additional transportation system improvements, above and beyond the programmed public improvements, will be necessary in conjunction with any of the project's phases.

(3) Traffic Monitoring

(a) External Trip Generation

Each preliminary site plan and DRI annual report shall summarize the cumulative development quantities including the counted number of p.m. peak-hour external inbound and outbound trip ends pursuant to the following paragraph for the already built portion of development and the calculated p.m. peak-hour external inbound and outbound trip ends to be generated by the proposed preliminary site plan using the latest Institute of Transportation Engineers' (ITE) trip generation rates or rates as approved by Pasco County. The Developer shall institute a program to provide annually external p.m. peak-hour turning movement counts at the project entrances. If the project's external inbound and outbound or total trips exceed the projected traffic from the development as indicated in the original ADA analysis by more than five (5) percent, the Applicant/Developer shall provide a revised transportation analysis in accordance with Subsection 380.06(19), Florida Statutes. The initiation of this monitoring shall commence within two (2) months following issuance of the first Certificate of Occupancy. Pasco County reserves the right to monitor the counts as frequently as deemed necessary. No further Building Permits shall be issued until the transportation analysis is complete, and adverse impacts are appropriately planned for mitigation to the satisfaction of Pasco County. The original ADA analysis projected that 2,426 total external p.m. peak-hour trips would be recorded as a result of Phase 1 development (Year 2001), 3,048 total external p.m. peak-hour trips following Phase 2 (Year 2003), and 3,183 total external p.m. peak-hour trips following completion of Phase 3 (project build-out in Year 2005).

(b) Level of Service

Prior to issuance of the first Building Permits for each of Phases 2 and 3, the Developer shall submit a Level of Service (LOS) analysis of then-existing conditions on S.R. 54, from C.R. 54 (split) to Starkey Boulevard and on Little Road from Mitchell Bypass to C.R. 54. Prior to undertaking this analysis, the Developer shall meet with representatives of Pasco County to agree upon methodologies and assumptions to be utilized. If the results of the analysis demonstrate that the specified roadway segments operate below adopted LOS, or will operate below adopted LOS with the subsequent phases, the Applicant shall be required to submit a Notice of Proposed Change to update the traffic impact analysis and DO may be amended to reduce the approved development levels or reflect additional transportation roadway improvements needed.

(4) The Developer shall cooperate with Pasco County and the Pasco County Public Transportation bus system to accommodate mass transit service to the project which may include on-site facilities.

(5) The Developer shall incorporate into the design for the project parking lot an interior perimeter road with a public easement. This private perimeter road will provide access to out-parcels and parking areas and shall be constructed as a (36) foot-wide roadway, consisting of one (1) lane in each direction with a center turn lane. See Condition No. (7) below, for the location of the perimeter road.

(6) Access to commercial out-parcels shall be provided from internal drives or parking areas, not by direct access on S.R. 54 or Little Road. Access to the project will be provided by no more than three (3) access points on Little Road and no more than four (4) access points on S.R. 54. Access on S.R. 54 shall be approved by FDOT. The northernmost access point on Little Road shall be right-in and right-out.

(7) The Developer shall connect the perimeter road described in Condition No. (5) above to the project's drives (A, B, C, D, E, F, and G) identified in the DRI transportation analysis and to an off-site connection to be located near the southeast corner of the project (the "Off-site Connection"). The project entrances at Drives F and C shall be "boulevard" style entrances with landscaped medians between the right-of-way and the perimeter road. The specific location of the "Off-site Connection" will be identified in the future and will be part of a future transportation network intended to provide ingress and egress to future development of the vacant lands to the south and east of the project. Connection of the perimeter road to the "Off-site Connection" shall be completed at the earlier of 1) project build-out or 2) completion of construction of that portion of the off-site transportation network that connects to the project.

(8) A conceptual development plan for the overall development must be approved by DRC prior to approval of the first site plan for any portion of the development. The conceptual development plan shall include, as a minimum:

(a) A phasing plan showing the location and sequencing of development, sidewalks, and internal- and site-related road improvements.

(b) A unified landscape and signage plan for the overall project. Landscape buffering and signage shall conform with the S.R 54 Corridor Study.

(c) Any building on any out-parcel abutting S.R. 54 shall not have the rear of the building facing S.R. 54, and any building on any out-parcel abutting Little Road shall not have the rear of the building facing Little Road.

(9) The Developer shall construct a five (5) foot wide sidewalk within the project boundary on the east side of Little Road for the length of the project and along S.R. 54 for the length of the project. The Developer may, at its option, dedicate to Pasco County the right-of-way containing the sidewalk on Little Road.

(10) At the time of each preliminary site plan approval, DRC may also, based on generally accepted traffic design standards, request further intersection improvements, including signalization at project driveways.

(11) Pasco County, with funding and technical assistance provided by FDCA, FDOT, and TBRPC, is assessing the existing and future traffic conditions on S.R. 54 between Little Road and Morris Bridge Road in a study effort known as the "State Road (S.R.) 54 Corridor Study." Participation from the DRI Developer/Applicant will be encouraged for developments along this corridor. The scope of the study will address such issues as access management, landscaping, internal traffic circulation systems and signage.

k. Recreation:

The Developer shall implement "staggered starting times" for the movie theater as a means to reduce the concentrated p.m. peak-hour trips.

l. Fire, Police, and EMS:

Pasco County shall provide fire, police, and EMS service to the site. Any additional personnel needed by these agencies shall be paid for by the general tax revenues generated by the project. In the event an ordinance/resolution is adopted by the Board of County Commissioners establishing a Countywide impact fee for the purpose of funding solid waste, public safety, parks/recreation, schools, libraries, and/or wildlife mitigation, the Developer shall be required to pay said fee pursuant to that ordinance/resolution.

6. Procedures.

a. Monitoring:

(1) Monitoring of this development shall be by the Pasco County Growth Management/Zoning Department at the time of the annual report submittal and by the Development Review Division during review of development approvals.

(2) The Developer shall provide an annual report on FDCA Form RPM-BSP-ANNUAL REPORT-1, as amended, to the Pasco County Growth Management/Zoning Department, TBRPC, and FDCA, or their successor agencies, on the anniversary date of the effective date hereof, for each year during the term of DO.

(3) The annual report shall be the mechanism for documentation that the impacts attributable to the development are equivalent to or less than those predicted in the Application. Should this not be the case, the annual report shall demonstrate that: a) the additional impacts do not constitute a substantial deviation pursuant to Section 380.06(19), Florida Statutes; or b) additional mitigation has been reviewed and is being implemented pursuant to Chapter 380.06, Florida Statutes, and Pasco County, FDCA, and TBRPC rules and policies in effect when the report is filed. The report shall include, at a minimum, the following information:

(a) An assessment of the Developer's and local government's compliance with each DO condition applicable at the time the report is filed.

(b) Any changes in the proposed plan of development.

(c) Description of the development activities that have occurred over the previous year, including a summary of the number, type, location, and size of nonresidential structures along with cumulative totals of nonresidential square footages.

(d) A description of development activity proposed for the next year, including numbers of nonresidential structures.

(e) Special studies and reports, when applicable.

(f) A statement setting forth names and addresses of major assignees or successors in interest to this DO.

(4) If the annual report is not submitted within thirty (30) days after it is due, Pasco County shall notify the Developer and shall declare the project not to be in compliance with DO. Should the report not be submitted within thirty (30) days after this notification, all ongoing development activity, further issuance of Building Permits, and extension of services to the project shall cease immediately, pursuant to Chapter 380.06(17), Florida Statutes, until a public hearing has been held, pursuant to Chapter 380.06(19), Florida Statutes, to determine if a substantial deviation has occurred.

(5) Should the Developer divest itself of all interest in DRI prior to the expiration of this DO, the Developer shall, subject to approval by Pasco County, designate the successor entity to be responsible for preparation of the annual report.

(6) Payment of any future activities of TBRPC with regard to this development including, but not limited to monitoring, or enforcement actions, shall be paid to TBRPC by the Developer in accordance with Rule 9J-2.0252, FAC.

b. Amendment/Substantial Deviations:

(1) Proposed or necessary changes to this DO must undergo a substantial deviation determination by the Pasco County Board of County Commissioners as may be required by Florida law. Application to amend any provision of this DO shall be made on FDCA Form RPM-BSP-PROCHANGE-1 (Notice of a Proposed Change to a Previously Approved Development of Regional Impact), as amended, and shall be provided by the Developer to TBRPC, FDCA, and Pasco County. Reviews are to be carried out pursuant to the provisions of Chapter 380.06(19), Florida Statutes, as amended, prior to implementation of such changes.

(2) The County shall observe a minimum thirty (30) day review period to permit TBRPC and FDCA sufficient time to prepare written comments on the proposed change and to notify the County of intent to appear at any required public hearing.

c. Notice of Adoption:

(1) A Notice of Adoption of this resolution shall be filed and recorded in the Public Records of Pasco County, Florida, in accordance with Section 380.06(14)(a), Florida Statutes, as amended.

(2) The Clerk of the Pasco County Board of County Commissioners shall return six (6) signed and certified copies of DO and Notice of Adoption to the Pasco County Growth Management/Zoning Department. The Growth Management/Zoning Department shall then furnish copies of each document to FDCA, TBRPC, and to attorneys of record in these proceedings.

7. Severability.

If any section, subsection, sentence, clause, or provision of this resolution is held invalid, the remainder of the resolution shall be construed as not having contained said section, subsection, sentence, clause, or provision, and shall not be affected by such holding.

DONE AND RESOLVED this 3rd day of April, 2001.



(SEAL)
ATTEST

BY: Jed Pittman
JED PITTMAN, CLERK

BOARD OF COUNTY COMMISSIONERS
OF PASCO COUNTY, FLORIDA

BY: Steve Simon
STEVE SIMON, CHAIRMAN

APPROVED
APR 03 2001

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

BY: Robert D. Sumner
ATTORNEY

STATE OF FLORIDA
COUNTY OF PASCO
THIS IS TO CERTIFY THAT THE FOREGOING IS A
TRUE AND CORRECT COPY OF THE ORIGINAL OF REC-
ORD IN MY OFFICE. WITNESS MY HAND THE COUN-
TY'S OFFICIAL SEAL THIS 4-23-01
JED PITTMAN, CLERK TO THE BOARD
Sandra Merkel D.C.

EXHIBITS

- Exhibit A Application for Development Approval, First Response to Request for Additional Information, and Second Response to Request for Additional Information
- Exhibit B Specific Findings of Fact
- Exhibit C Legal Description
- Exhibit D Developer Commitments

EXHIBIT A

Application for Development Approval
First Response to Request for Additional Information
Second Response to Request for Additional Information

(Transmitted under Separate Cover)

EXHIBIT B

Specific Findings of Fact
Pages 2-3 of the TBRPC
Final DRI Report

CHRONOLOGY OF PROJECT:

Preapplication Conference	-	April 26, 1999
ADA Submittal	-	November 30, 1999
ADA Response	-	December 29, 1999
First Sufficiency Response Submittal	-	March 17, 2000
First Sufficiency Response Comments	-	April 14, 2000
Second Sufficiency Response Submittal	-	May 17, 2000
Declaration of Sufficiency by TBRPC	-	June 16, 2000
Notify Pasco County to Set Hearing Date	-	June 16, 2000
Notification received of Hearing Date	-	July 27, 2000
TBRPC Final Report	-	September 11, 2000
Pasco County BOCC meeting	-	September 26, 2000

PROJECT DESCRIPTION

AIG Baker MRP, L.L.C. is seeking Development of Regional Impact (DRI) approval to construct 681,087 sq. ft. of commercial/retail space and a 69,000 sq. ft., multi-screen movie theatre on approximately 125 acres in western Pasco County. The three-phase project is located at the southeast quadrant of State Road 54 and Little Road. The project will be accessed from both State Road 54 and Little Road.

The proposed site is currently being utilized for ranching activities such as pasture and storage for livestock feed and farm equipment.

The Recommended Conditions section of this report contains conditions that will safeguard/minimize the impacts associated with this development.

PROJECT COMPOSITION AND PHASING

LAND USE		PHASE 1 (2001)	PHASE 2 (2002-2003)	PHASE 3 (2004-2005)	TOTAL (Thru 2005)
RETAIL	SQ. FT.	434,637	191,450	55,000	681,087
	PARKING SPACES	2,253	1,036	354	3,643
THEATRE	SEATS	3,730	0	0	3,730
	SQ. FT.	69,000	0	0	69,000
	PARKING SPACES	933	0	0	933

DEVELOPMENT AREA:

LAND USE	ACREAGE	
	EXISTING	PROPOSED
Residential	3.50	0.00
Retail/Theatre/Parking	0.00	91.50
Cropland & Pastureland	104.20	0.00
Reservoirs (< 10 Acres)	2.80	11.80
Cypress	11.45	6.32
Freshwater Marsh	3.60	0.00
Wetland Mitigation Area	0.00	15.93
TOTAL	125.55	125.55

PROJECT SUMMARY OF BENEFITS AND IMPACTS

The following summary identifies those benefits and impacts anticipated following project buildout:

BENEFITS	Employment	Estimated Construction Related Jobs: 1,584 Estimated Non-Construction Permanent Jobs: 1,500
	Government Tax Revenue	Estimated Annual Tax Receipts: \$1,430,000
IMPACTS	Sewage Treatment	Estimated Average Daily Flow At Buildout: 0.079 mgd
	Water Supply	Estimated Average Daily Demand At Buildout: Potable Water: 0.107 mgd Non-potable Water Demand: 0.000065 mgd
	Solid Waste	Estimated Avg. Daily Generation At Buildout: 7,846 lbs./day
	Energy	Estimated Daily Electrical Demand At Buildout: 1.65 MW Estimated Hour Demand At Buildout: 3.75 MW
	Transportation	Estimated Total P.M. Peak Hour Trips At Buildout: 3,394 (1,683 Inbound/1,711 Outbound)

Revised Legal Description

Part of Sections 23, 24, 25 & 26 of T26S, R16E, Pasco County, Florida, more particularly described as follows,

Commencing at a 4"x 4" concrete monument at the Northwest Corner of Section 25, T26S, R16E, Pasco County Florida; Thence along the North line of Section 26 N89°34'04"W 50.00 feet to the Easterly Right of Way line of Mitchell Boulevard as shown on Right of Way Maps, Pasco County, Florida, Project Number 04325-01000219, dated September 28, 1988; thence continuing along said Easterly Right of Way line of Mitchell Boulevard for the following seven courses N0°00'53"W for 231.32 feet, to a curve to the right; thence 172.79 feet along the arc of a curve to the right, a delta of 9°00'00", a radius 1100.00 feet and a chord bearing of N 04°29'06"E for a distance of 172.61 feet; thence N8°59'06"E for 328.80 feet, to a curve to the left; Thence 191.64 feet along the arc of a curve to the left, a delta of 9°00'00", a radius of 1220.00 feet and a chord bearing of N04°29'06"W for a distance of 191.44 feet; thence N0°00'54"W for 134.57 feet; thence N89°59'06"E for 15.00 feet; thence N0°00'54"W for 97.33 feet to a Southerly right of way of State Road 54 (Mitchell Road) as shown on the right of way map, Florida Department of Transportation District #7, Section 14570-2515 Sheet 11 of 20, dated July 7, 1994; thence along said Southerly right of way line of SR 54 (Mitchell Road) N49°12'56"E for 79.72 feet; thence S89°32'51"E for 607.23 feet along the Southerly right to way line of SR 54 (Mitchell Road) as shown in existing right of way maps per Pasco County project number 04325-01000219; thence continuing along Southerly right of way of SR 54 thence N77°03'16"E for 66.09 feet, to a non-tangent curve to the right; thence 114.86 feet along a arc of a curve to the right and the along the Southerly right of way line of SR 54 (Mitchell Road) as shown on Florida Department of Transportation, Section 14570-2515, Sheet 12 of 20 dated July 21, 1994, a delta of 00°13'36", a radius of 29027.11 and a chord bearing of N89°22'55"E for a distance of 114.86 feet for the following six courses; thence N0°30'16"W for 13.00 feet to a non-tangent curve to the right; thence 204.31 feet along a arc of a curve to the right, a delta of 00°24'11", a radius of 29040.11 feet and a chord bearing of N89°41'49"E for a distance of 204.31 feet; thence N89°53'55"E for 195.21 feet; thence S0°06'05"E for 13.00 feet; thence N89°53'55"E for 670.01 feet; thence S89°55'11"E for 654.30 feet; thence leaving the Southerly right of way line of SR 54 (Mitchell Road) S0°00'00"W for 1649.78 feet; thence N89°59'06"W for 221.49 feet; thence S0°00'00"W for 680.91 feet; thence N90°00'00"W for 684.04 feet; thence S81°59'17"W for 65.05 feet; thence S87°25'04"W for 55.24 feet; thence S85°57'21"W for 42.04 feet; thence S71°18'17"W for 46.95 feet; thence S85°58'10"W for 48.85 feet; thence N64°03'11"W for 36.00 feet; thence N46°48'22"W for 20.53 feet; thence N14°26'20"W for 32.26 feet; thence N10°22'31"E for 19.87 feet; thence N41°37'18"E for 39.27 feet; thence N28°35'21"E for 19.91 feet; thence N37°44'12"E for 52.78 feet; thence N22°45'32"E for 42.55 feet; thence N13°45'41"E for 49.24 feet; thence N11°17'34"E for 41.57 feet; thence N0°55'10"E for 44.72 feet; thence N7°53'53"E for 96.59 feet; thence N13°02'04"E for 45.70 feet; thence N11°40'58"E for 38.10 feet; thence N23°39'13"E for 49.02 feet;

thence N6°11'44"W for 52.20 feet;
thence N50°50'10"W for 58.05 feet;
thence N85°43'27"W for 20.52 feet;
thence N66°42'23"W for 36.38 feet;
thence N71°27'04"W for 52.12 feet;
thence N84°23'47"W for 89.41 feet;
thence S71°18'14"W for 28.51 feet;
thence N85°09'00"W for 66.35 feet;
thence S88°13'20"W for 34.68 feet;
thence S78°24'18"W for 35.45 feet;
thence S66°50'15"W for 50.33 feet;
thence S56°37'21"W for 60.84 feet;
thence S36°58'43"W for 42.40 feet;
thence S41°10'03"W for 47.42 feet;
thence S28°50'07"W for 61.42 feet;
thence S16°28'54"W for 27.42 feet;
thence S28°58'41"E for 20.69 feet;
thence S11°49'28"E for 23.82 feet;
thence S1°48'41"E for 88.44 feet;
thence S29°47'07"W for 83.06 feet;
thence S43°19'37"W for 53.24 feet;
thence S65°52'57"W for 69.43 feet;
thence S87°55'46"W for 43.43 feet;
thence N85°58'54"W for 76.42 feet;
thence N68°41'57"W for 62.41 feet;
thence S85°07'13"W for 72.97 feet;
thence N86°56'01"W for 55.64 feet;
thence N82°57'18"W for 30.47 feet;
thence N83°11'18"W for 47.36 feet;
thence S85°21'32"W for 40.34 feet;
thence N80°44'32"W for 43.84 feet;
thence N78°47'59"W for 44.77 feet;
thence N77°29'31"W for 38.14 feet;
thence N78°28'24"W for 36.20 feet;
thence N89°12'28"W for 28.13 feet;
thence N40°54'09"W for 26.05 feet;
thence N73°33'40"W for 38.60 feet;
thence S38°34'29"W for 33.53 feet;
thence S74°38'43"W for 35.03 feet;
thence S78°45'07"W for 30.20 feet;
thence S16°21'27"W for 30.02 feet;
thence N88°10'26"W for 29.64 feet;
thence S24°30'04"W for 34.58 feet;
thence S44°11'06"W for 33.20 feet;
thence S90°00'00"W for 74.88 feet to the Easterly right of way line of Mitchell Boulevard as shown on Pasco County right of way project number 04325-01000219, dated September 28, 1988; thence along said Easterly right of way line of Mitchell Boulevard N0°40'08"E for 970.46 feet to the Point of Beginning;
Containing 125.55 acres more or less.

Property description provided by Stillwell, Van Horn & Associates, Inc.

EXHIBIT D

Developer Commitments
Pages 18-20 of the TBRPC
Final DRI Report

SECTION III - DEVELOPER COMMITMENTS
DRI #243 - MITCHELL RANCH PLAZA
PASCO COUNTY

The following developer commitments were set forth in the Application for Development Approval ("ADA") and the two Sufficiency Responses ("SR #1" and "SR #2"). These commitments shall be honored by the developer, except as they may be superseded by specific terms of the Development Order.

GENERAL

1. All existing structures will be removed upon development of the parcel. (ADA/Response 10.C. & SR1/Page 10-1)
2. The square footage of outparcels combined with development of Mitchell Ranch Plaza shall not exceed the development totals for Phase I (503,637 sq. ft.), Phase II (191,450 sq. ft.) or Phase III (55,000 sq. ft.). (SR1/Page 9-1)
3. The integration of the conceptual stormwater management system into the natural systems adjacent to the project will further assure that surface and groundwater quality during and after development will meet water quality standards. (ADA/Page 10-4)

VEGETATION AND WILDLIFE

A conservation easement will be placed over the 18.1 acre wetland (including mitigation) area. (ADA/Page 12-4)

WETLANDS

1. Material from the impacted wetlands will be used to create new wetland areas. (ADA/Page 13-3)
2. 1,420 pieces of material will be transplanted into an area approximately 5.25 acres in size... (ADA/Page 13-3 - 13-4)
3. A natural buffer area with an average width of 25 feet and a minimum width of 15 feet will remain adjacent to wetland C3. (SR1/ Page 12-1)
4. Approximately 0.35 acres of Wetland C5 is proposed to be relocated to the mitigation site. Prior to removal, the punk trees and Chinese tallow will be treated and removed. (SR1/Page 13-3)
5. Wetland C2 will be enhanced by the removal of cattle grazing and water treatment. (SR1/Page 13-3)

WATER QUALITY

During construction, erosion control devices will be used to prevent turbidity. In addition, sediment sumps will be installed. Notes will be included in the construction documents to assure that the site contractor implements the erosion control devices and practices. (SR1/Page 14-1)

SOILS

Buildings will be constructed on compacted fill material where necessary. (ADA/Page 15-2)

WATER SUPPLY

1. No on-site water wells are proposed during any phase of development. (ADA/Page 17-2)
2. The use of the water conservation methods and devices shall be utilized to the maximum extent where economically and technically feasible. (ADA/Page 17-3 & SR1/Page 17-2)

WASTEWATER MANAGEMENT

Septic tanks will not be used on site. (ADA/Response 18.D.)

STORMWATER MANAGEMENT

1. All intercepted (off-site) runoff will be routed to the proposed stormwater treatment and volume mitigation facility to be constructed on the southern portions of the project. (ADA/Page 19-2)
2. In accordance with current regulatory criteria, the Applicant/Owner of the Mitchell Ranch Plaza DRI will assume full responsibility to manage, operate and maintain the stormwater management system facility. (ADA/Page 19-7)
3. The stormwater runoff volume from the existing FDOT retention pond will be included in the proposed SWMS pond. (SR1/Page 19-1)
4. The extra volume of runoff (26 acre-feet) will be retained on-site and will not be allowed to discharge at a peak rate greater than that of the pre-developed condition. (SR1/ Page 19-3)

TRANSPORTATION

1. All outparcels will be accessible internally from the shopping center. (ADA/Page 21-22)
2. The developer has agreed to provide annual monitoring of project driveways in order to verify the number of external project trips projected. (SR2/April 27, 2000 letter to John Meyer from Robert Pergolizzi/Page 4).

AIR QUALITY

1. The developer shall reduce the emission of fugitive dust through the encouragement of the measures identified in the ADA/Page 22-1.
2. The design of parking facilities and ingress and egress for vehicles will be such that queuing and related CO "hot spots" will be avoided as much as practical. (ADA, 22-1)

ENERGY

The use of the energy conservation methods, appliances and equipment shall be utilized to the maximum extent feasible. (ADA/Page 29-2 & SR1/Page 29-1)

ATTRACTIONS AND RECREATION FACILITIES

1. The movie theatre operator will "stagger" start times of the movies to reduce traffic surges. (ADA/Page 32-1)
2. The developer will coordinate with Pasco County to provide suitable mass transit services at the shopping center. (SR1/Page 32-1)



NOTICE OF ADOPTION OF THE
DEVELOPMENT ORDER FOR MITCHELL RANCH PLAZA
DEVELOPMENT OF REGIONAL IMPACT

Pursuant to Section 380.06(15)(f), Florida Statutes, notice is hereby given that the
Pasco County Board of County Commissioners, by Resolution No. 01-182 dated
4-3-01, has adopted the development order for a Development of Regional Impact
known as Mitchell Ranch Plaza (Resolution No. _____). The above-reverenced
development order constitutes a land development regulation applicable to the property
described in Exhibit "C" of the development order.

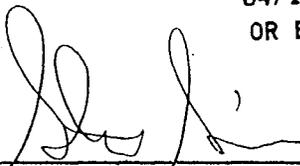
Rcpt: 491265 Rec: 6.00
DS: 0.00 IT: 0.00
04/19/01 Dpty Clerk

A legal description of the property covered and the development order may be
examined upon request at the Office of the Clerk to the Board of County Commissioners
of Pasco County, Pasco County Courthouse, Dade City, Florida.

The recording of this Notice shall not constitute a lien, cloud, or encumbrance on
the real property described in above-mentioned Exhibit "C" nor actual constructive notice
of any of the same under the authority of Section 380.06(15)(f), Florida Statutes.

JED PITTMAN, PASCO COUNTY CLERK
04/19/01 04:39pm 1 of 1
OR BK 4588 PG 1626





STEVE SIMON, CHAIRMAN
BOARD OF COUNTY COMMISSIONERS

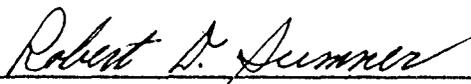
State of Florida)
County of Pasco)

The foregoing Notice of Adoption of Development Order was acknowledged
before me this 3rd day of April, 2001.



Notary Public
State of Florida at Large
My Commission Expires:

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

BY: 

ATTORNEY

STATE OF FLORIDA
COUNTY OF PASCO
THIS IS TO CERTIFY THAT THE FOREGOING IS A
TRUE AND CORRECT COPY OF THE ORIGINAL OF REC-
ORD IN MY OFFICE. WITNESS MY HAND THE COUN-
TY'S OFFICIAL SEAL THIS 4-23-01
JED PITTMAN, CLERK TO THE BOARD
BY  D.C.

#243



PASCO COUNTY, FLORIDA

Growth Management/Zoning Department
West Pasco Government Center
7530 Little Road, Suite 320
New Port Richey, FL 34654
Tel. (727) 847-8140
Fax (727) 847-8084

CERTIFIED MAIL NO. 70000600002445219255
RETURN RECEIPT REQUESTED

May 7, 2001

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

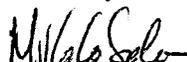
RE: Mitchell Ranch Plaza - Development of Regional Impact No. 243
Development Order - Map H

Dear Mr. Meyer:

Enclosed please find a certified copy of Map H, dated March 22, 2001, for Mitchell Ranch Plaza Development of Regional Impact No. 243, Development Order (Resolution No. 01-182), as approved by the Pasco County Board of County Commissioners on April 3, 2001. This replaces an earlier, uncertified version of Map H, which was inadvertently transmitted to you with the certified development order.

If you have any questions please feel free to contact this office.

Sincerely,


Michael LaSala, AICP
Planner II
ML/ml
Enclosure

cc: Samuel P. Steffey II, Growth Management Administrator