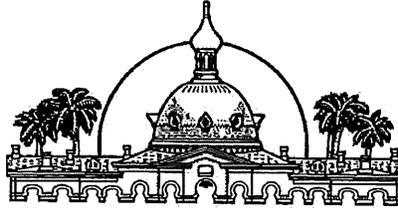


#59



Hillsborough County Florida

Office of the County Administrator
Michael S. Merrill

BOARD OF COUNTY COMMISSIONERS

Kevin Beckner
Victor D. Crist
Ken Hagan
Al Higginbotham
Lesley "Les" Miller, Jr.
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Helene Marks

CHIEF FINANCIAL ADMINISTRATOR
Bonnie M. Wise

DEPUTY COUNTY ADMINISTRATORS
Lucia E. Garsys
Sharon D. Subadan

December 29, 2011

Mr. Peter Irving
Apollo Beach 107 Partnership, LLP
P.O. Box 10499
Tampa, FL 33679-0499

RE: The Apollo Beach, Development of Regional Impact #59/209
Build Out Date Extension per House Bill 7207

Dear Mr. Irving:

We have received your request submitted on your behalf by Kevin Mineer of the Genesis Group, for a four (4) year build out date extension pursuant to House Bill 7207. You are identified as the representative of Apollo Beach 107 Partnership, LLP, the owners of development pockets 106 and 107.

On July 16, 1997 the Board of County Commissioners (BOCC) approved a "consolidated development order" combining the approval of Apollo Beach DRI #59 and DRI #209 into a single DRI (DRI #59) development order (Resolution No. 97-169) covering all phases of the DRI. On July 25, 2006 the BOCC approved Resolution No. R06-146, extending the build out date for Phase IB (the remaining development in the DRI) to December 29, 2011.

In a letter dated February 15, 2010 the County acknowledged that the project was eligible for the two year extension authorized by Senate Bill 360 and the build out date was extended to December 29, 2013. The expiration date was likewise extended from April 29, 2016 to April 29, 2018.

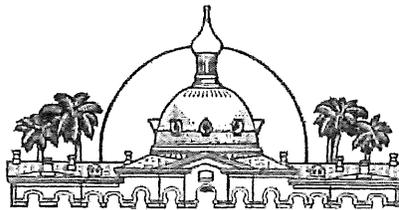
Pursuant to HB 7207, the project's build out date is further extended to December 29, 2017 and the expiration date is likewise extended from April 29, 2018 to April 29, 2022.

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

Sincerely,

John E. Healey, AICP

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



Hillsborough County
Florida

Office of the County Administrator
Patricia G. Bean

BOARD OF COUNTY COMMISSIONERS

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Eric R. Johnson
Michael S. Merrill
Marus J. O'Donnell
Edith M. Stewart

February 15, 2010

Mr. Peter Irving
Signet Investment Corp.
P.O. Box 10499
Tampa, FL 33679-0499

RE: The Apollo Beach, Development of Regional Impact #59/209
Build Out Date Extension per Senate Bill 360

Dear Mr. Irving:

We have received your request for a two (2) year build out date extension authorized by Senate Bill 360 for development orders with build out dates that expire between September 1, 2008 and January 1, 2012. You have stated that you represent Apollo Beach 107 Partnership, LLP, owners of Pockets 106 and 107 within the Apollo Beach Development of Regional Impact (DRI).

On July 16, 1997 the Board of County Commissioners (Board) approved a "consolidated development order" combining the approval of Apollo Beach DRI #59 and DRI #209 into a single DRI (DRI #59) development order (Resolution No. 97-169) covering all phases of the DRI. On July 25, 2006 the Board approved Resolution No. R06-146, extending the build out date for Phase IB (the remaining development in the DRI) to December 29, 2011.

The Apollo Beach DRI is eligible for the two year extension and the build out date is extended to December 29, 2013. The expiration date is likewise extended from April 29, 2016 to April 29, 2018.

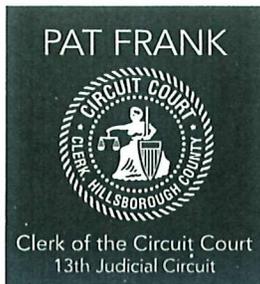
If you have any questions, please call me at 813.276.8393.

Sincerely,

John E. Healey, AICP

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

#59



August 18, 2006

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

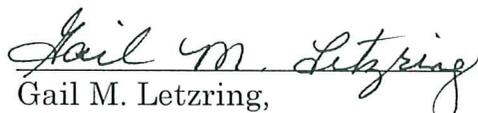
Re: Resolution No. R06-146 - Amending and Restated Development Order for Apollo Beach (DRI #59)

Dear Mr. Meyer:

Attached is a certified original of referenced resolution, which was adopted by the Hillsborough County Board of County Commissioners on July 25, 2006.

We are providing this original for your files.

Sincerely,


Gail M. Letzring,
Manager, BOCC Records

md

Attachment

Certified Mail Receipt # 7002 2410 0001 4265 1683

cc: Board files (orig.)
Erin M. Larrinaga, Esq., Fowler White Boggs Banker, P.A. (orig.ltr.)
Charles Gauthier, Chief, DCA Bureau of State Planning (orig. ltr.)
Nancy Y. Takemori, Assistant County Attorney
John Healy, Senior Planner, Planning & Growth Management
Sandra Davidson, County Attorney's Office
Christopher Weiss, Property Appraiser's Office
Mary Mahoney, Management & Budget

**AMENDED AND RESTATED DEVELOPMENT ORDER
APOLLO BEACH DRI**

RESOLUTION NO. R06-146

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, AMENDING AND RESTATING THE DEVELOPMENT ORDER (RESOLUTION NO. R97-169) PREVIOUSLY AS AMENDED, FOR THE APOLLO BEACH DEVELOPMENT OF REGIONAL IMPACT (DRI #59) AND EXTENDING THE BUILDOUT DATE.

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

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

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

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

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

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

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

WHEREAS, on July 15, 1997, Hillsborough County approved a "consolidated development order" combining the approval of Apollo Beach DRI #59 and DRI #209, into a single DRI (DRI #59) development order (Resolution No. 97-169) covering all phases of the DRI; and

WHEREAS, on March 23, 1999, Hillsborough County approved Resolution No. R99-052 deleting approximately 612 acres contained in Phases II and III from the Apollo Beach DRI and including them in a separate new DRI development order for the Harbor Bay DRI (Resolution No. 99-051), and making conforming amendments to the Apollo Beach DRI; and, on February 22, 2000, Hillsborough County approved amendments to the Apollo Beach DRI changing certain commercial uses to multifamily uses and making other minor changes (Resolution No. 2000-28); and

WHEREAS, on January 23, 2001, through Resolution 01-009, Terrabrook, Apollo Beach, L.P., the developer of the Harbor Bay DRI (1) deleted approximately 374.4 acres within the Apollo Beach DRI from that DRI; and (2) added that land to the Harbor Bay DRI; and (3) made conforming changes to the Apollo Beach DRI development order to reflect the deletion of those lands; and

WHEREAS, on September 25, 2001, through Resolution 01-200, the Board of County Commissioners approved an extension in time for the Phase I portion of Apollo Beach DRI # 59/209 to December 29, 2006; and

WHEREAS, on October 22, 2002, through Resolution 02-267, the Board of County Commissioners approved several modifications that included: a) dividing pocket 70 into two pockets, 70A and 70B; b) adding as an alternative use (at the developer's option) single family attached and detached residential uses to pocket 70A (currently approved as a golf driving range); c) dividing development pocket 99 into two pockets, pocket 99A and 99B, and providing the option to relocate, as an alternative use at the developer's option, the existing golf club house from pocket 72 to pocket 99A as well as to incorporate it into the Apollo Beach DRI; d) and adding single family attached and detached residential uses as an additional use (at the developer's option), to Apollo Beach development pocket 105; and e) adding single family attached and single family detached as an alternative use (at the developer's option), to Apollo Beach pocket 72 (currently approved as a golf club house) and adding new land for a new Apollo Beach development pocket (pocket 108) for a golf driving range; and

WHEREAS, on June 13, 2006, the Board of County Commissioners, at the request of Belleair Capital Group, Inc., a developer within Apollo Beach DRI extracted the "Mixon" Parcel, (defined as "Pocket 49" an 11.12 acre parcel and sole remnant of DRI 209 "Phases II - IV" of the Apollo Beach DRI and completely isolated from the rest of the Apollo Beach project), with accompanying Master Site Plan (Map H) revisions deleting the Parcel from the DRI (Resolution 06-119); and

WHEREAS, Apollo Beach 107 Partnership, LLP, one of the developers within Apollo Beach DRI, has, on September 2, 2005, filed a Notification of a Proposed Change (hereinafter "NOPC") requesting an extension of the buildout date for Phase I to December 29, 2011, and an extension of the expiration date for the Apollo Beach DRI #59 to April 29, 2016; and

WHEREAS, Hillsborough County gave notice and held a public hearing on July 25, 2006, on the NOPC, as required by Section 380.06, F.S., and other regulations, and provided the public and other interested parties an opportunity to be heard and present evidence concerning the proposed NOPC.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS 25th DAY OF July, 2006:

Section 1. The changes to the Consolidated Development Order for the Apollo Beach DRI #59, as amended, which changes are proposed by Apollo Beach 107 Partnership, LLP, do not constitute a substantial deviation to the Apollo Beach DRI #59 pursuant to Section 380.06(14), F.S.

Section 2. The Consolidated Development Order for the Apollo Beach DRI #59, as amended, is further amended as follows:

- a. The Specific Conditions in the development order in Section IV of Resolution Nos. R97-169, R99-052, R2000-28, R2001-009, R2001-200, R2002-267 and R2006-119 are amended as follows:

Section IV.A. Phasing schedule and Deadlines is revised to as set forth below:

EXISTING DEVELOPMENT	As of 12/31/1996	Units/ Sq. Ft	Total PM Peak	PM Peak Entering	PM Peak Exiting
RESIDENTIAL UNITS	BUILT	607	549	357	192
COMMERCIAL	SQ. FT.	225,072	1,100	550	550
OFFICE	SQ. FT.	0			
INDUSTRIAL	SQ. FT.	0			
MARINA*	NO. SLIPS	78	15	9	6
	TOTAL TRIPS		1664	916	748
PHASE IB					
(remainder of DRI # 59)					
BUILD OUT DATE	12/29/2011				
RESIDENTIAL UNITS	SFD	1,822	1,480	962	518
	**MF		0	0	0

COMMERCIAL	SQ. FT.	515,392	1,853	890	963
COMMERCIAL***	SQ. FT.	130,000	776	388	388
OFFICE***	SQ. FT.	140,000	281	48	233
INDUSTRIAL	SQ. FT.	0	0	0	0
MARINA*	NO. SLIPS	8	2	1	1
TOTAL PROJECT****	TOTAL TRIPS		4,392	2,289	2,103
RESIDENTIAL UNITS	UNITS	2,429	2,029	1,319	710
COMMERCIAL	SQ. FT.	870,464	3,729	1,828	1,901
OFFICE	SQ. FT.	140,000	281	48	233
INDUSTRIAL	SQ. FT.	0	0	0	0
MARINA*	NO. SLIPS	86	17	10	7
	TOTAL TRIPS		6,056	3,205	2,851

*Any expansion of either wet or dry commercial boat slips within the project will be counted cumulatively with the previously approved slips in any DRI determination

**Applicant may develop single or multi-family development within select identified areas

***Applicant may develop in office areas subject to no increase in overall PM Peak or PM Peak directional trips

Resolution # 02-267 added 130 residential units to pockets 70A, 72, and 105 and acknowledges 3 residential units within pocket 99A for a total of 133 supplementary units within Phase 1B.

Section 3. The provisions of Resolution No. 85-0038 and Resolution No. R97-169, as previously amended by Resolution No. 99R-052, Resolution No. 90-0116, Resolution No. 91-0086, Resolution No. 93-00202, Resolution No. R99-052, Resolution 01-009, Resolution 01-200, Resolution 02-267 and Resolution 06-119 that are not amended herein shall remain in full force and effect.

Section 4. Upon adoption, this Resolution shall be transmitted by the Ex Officio Clerk to the Board of County Commissioners, by certified mail, to the Florida Department of Community Affairs, the Tampa Bay Regional Planning Council, and Apollo Beach 107 Partnership, LLP.

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

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

Section 7. This Resolution shall become effective upon the date of transmittal to the parties specified in Section 380.07(2), F.S. Apollo Beach 107 Partnership, LLP shall record a notice of the adoption of this Resolution in the Hillsborough County public records pursuant to the requirements set forth in Section 380.06(15)(f), F.S.

The Amended and Restated Development Order in its entirety is as follows:

I. FINDINGS OF FACT

- A. Frandorson Properties previously submitted to Hillsborough County Applications for Development Approval and Sufficiency Responses which are incorporated herein by reference. Since then, various developers have submitted Applications for Notices of Proposed Change as applicable to specific properties. Hereinafter, the word “Application” shall refer to the Application for the NOPC and other exhibits specifically incorporated in this and previous Resolutions.
- B. The real property which is the subject of the Application is legally described as set forth in Composite Exhibit “A”, together with the revised Master Site Plan as set forth in Exhibit “B”.
- C. Hillsborough County, through its ELAPP program, has purchased for preservation two separate areas previously considered a part of DRI # 59 & 209. The real property subject to these ELAPP purchases is legally described as set forth in Composite Exhibit “A”. These ELAPP parcels are no longer considered a part of DRI # 59 or 209.
- D. The proposed development is not in an Area of Critical State Concern as designated pursuant to Section 380.05, Florida Statutes.
- E. All development will occur in accordance with the Development Order and Application.
- F. A comprehensive review of the impacts generated by the Development has been conducted by the Hillsborough County Administration, and the Tampa Bay Regional Planning Council (“TBRPC”) and other affected agencies.

- G. The authorized agent for Franderson Properties within Apollo Beach is Michael L. Peterson, Esq., 218 Apollo Beach Blvd, Apollo Beach, Florida 33572.
- H. The Developer's Certification attached hereto as Exhibit "C" and incorporated herein, affirms that copies of the NOPC have been delivered to all person as required by law.

II. CONCLUSIONS OF LAW

- A. Based upon the compliance with the terms and conditions of this Amended and Restated Development Order ("Development Order"), provisions of the Application as set forth in Application for NOPC, prior approvals granted under DRI # 59 and DRI # 209 and their corresponding Applications for Development Approval and Sufficiency Responses, the reports, recommendations and testimony heard, it is concluded that:
 - 1. The Development is consistent with local land development regulations and is consistent with the local government comprehensive plan adopted pursuant to the Hillsborough County Local Government Comprehensive Planning Act, Chapter 75-390, Laws of Florida, as amended, and state and regional comprehensive plans.
 - 2. The Development is consistent with the report and recommendations of the TBRPC.
- B. In considering whether the Development should be approved subject to conditions. Restrictions, and limitations, Hillsborough County has considered the criteria stated in Section 380.06 and more specifically, Subsection 380.06 (14), Florida Statutes.
- C. The review by Hillsborough County, the Planning Commission, the TBRPC, and other participating agencies and interested citizens indicates that impacts are adequately addressed pursuant to the requirements of Section 380.06, Florida Statutes, within the terms and conditions of this Development Order and the Application.
- D. The proposed changes set forth in the NOPC are approved subject to all terms and conditions of the Development Orders not otherwise modified by this Amendment.

III. GENERAL PROVISIONS

- A. This Resolution shall constitute the Development Order of Hillsborough County in response to the Application for Development Approval for the Apollo Beach Development of Regional Impact.
- B. The legal description set forth in Composite Exhibit "A" is hereby incorporated into and by reference made a part of this Development Order.

- C. All provisions contained within DRI # 59 and DRI # 209 Development Orders and their corresponding Applications for Development Approval and Sufficiency Responses shall be considered conditions of this Development Order unless inconsistent with the terms and conditions of this Development Order, in which case the terms and conditions of this Development Order shall control.
- D. The definitions contained in Chapter 380, Florida Statutes, shall govern and apply to this Development Order.
- E. This Development Order shall be binding upon the Developers and their successors and assigns, including any entity which may assume any of the responsibilities imposed on the Developers by this Development Order. It is understood that any reference herein to any governmental agency shall be construed to include any future instrumentality which may be created or designated as successors in interest to, or which otherwise possesses any of the powers and duties of any branch of government or governmental agency.
- F. In the event that any portion or section of this Development Order is determined to be invalid, illegal, or unconstitutional by a court of competent jurisdiction, such decision shall in no manner affect the remaining portions or sections of this Development Order which shall remain in full force and effect.
- G. Whenever this Development Order provides for or otherwise necessitates reviews or determinations of any kind subsequent to its issuance, the right to review shall include all directly affected governmental agencies and departments as are or may be designated by the Board of County Commissioners of Hillsborough County to review developments set forth under applicable laws and rules governing Developments of Regional Impact.
- H. In each instance in this Development Order where the Developers are responsible for ongoing maintenance of facilities at Apollo Beach, the Developers may transfer any or all of their maintenance responsibilities to an appropriate entity created for purposes of such maintenance. However, before such transfer may be made and becomes effective, the body to which responsibility will be transferred must be approved by the County, and/or other agencies (if any) required by law to approve such transfer or entity. Upon determination that the entity or body in question can and will be responsible to provide maintenance as required in this Development Order, such approval by the County and other agencies (if any) shall not be unreasonably withheld.
- I. Development activity constituting a substantial deviation from the terms or conditions of this Development Order as defined by the criteria of Subsection 380.06 (19) (b), Florida Statutes, shall result in further Development of Regional Impact (“DRI”) review pursuant to Section 380.06, Florida Statutes.

- J. The County Administrator of Hillsborough County shall be responsible for monitoring all terms and conditions of this Development Order. For purposes of this condition, the County Administrator may rely upon or utilize information supplied by any Hillsborough County department or agency having particular responsibility over the area or subject involved. The County Administrator shall report to the Board of County Commissioners any findings of deviation from the terms and conditions of this Development Order. In the event of a deviation, the County Administrator shall issue a notice of such noncompliance to the Developers, or the County Administrator shall recommend that the Board of County Commissioners establish a hearing to consider such deviations.
- K. The Developers shall file an annual report in accordance with Subsection 380.06 (18), Florida Statutes, and appropriate rules and regulations. The report shall be submitted on Florida Department of Community Affairs Form RPM-BSP-Annual Report-1, as amended. Such report shall be due on the anniversary of the date of adoption by the Board of County Commissioners of this Development Order for each following year until and including such time as all terms and conditions of this Development Order are satisfied. Such report shall be submitted to the Planning and Growth Management Department which shall, after appropriate review, submit it for review by the Board of County Commissioners. The Board of County Commissioners shall review the report for compliance with the terms and conditions of this Development Order. The Developers shall be notified of any Board of County Commissioner's hearing wherein such report is to be reviewed. The receipt and review by the Board of County Commissioners shall not be considered a substitute or a waiver of any terms or conditions of this Development Order. This report shall contain:
1. The information required by the State Land Planning Agency to be included in the Annual Report, which information is described in the Rules and Regulations promulgated by the State Land Planning Agency pursuant to Section 380.06, Florida Statutes; and
 2. A description of all development activities proposed to be conducted under the terms of this Development Order for the year immediately following the submittal of the Annual Report; and
 3. A statement listing all Applications for Incremental Review required pursuant to the Development Order or other applicable local regulations which the Developers propose to submit during the year immediately following submittal of the Annual Report; and
 4. A statement setting forth the name(s) and address(es) of any successors or assigns to this Development Order; and

5. A statement describing how the Developers have complied with each term and condition of this Development Order applicable when the Annual Report was prepared.
- L. The provisions of this Development Order shall not be construed as a waiver of or exception to any rule, regulation or ordinance of Hillsborough County, its agencies and commissions, and except as otherwise provided herein, to the extent that further review is provided for in this Development Order or required by Hillsborough County, said review shall be subject to all applicable laws, rules, regulations and ordinances in effect at the time of the review unless exempted or vested pursuant to law.
- M. This Development Order shall become effective upon the date of transmittal to the parties specified in subsection 380.07 (2), Florida Statutes, as amended. A notice of the adoption of the Development Order shall be recorded in the Hillsborough County public records pursuant to the requirements set forth in Florida Statutes, Section 380.06 (15) (f). All time frames stipulated herein shall be tolled during any appeal or litigation affecting this Development Order.
- N. The Developers have elected, pursuant to Subsection 380.06 (5) (c), Florida Statutes, and to the extent not already exempted, to be bound by the provisions of Chapters 403 and 373 and each Chapter's respective implementing rules and regulations in effect as of the effective date of this Development Order. Accordingly, to the extent that the provisions of Subsection 380.06 (5) (c), Florida Statutes, affected the determination as to which laws, rules or regulations are applicable to the Development, said determination shall apply notwithstanding any condition in this Development Order to the contrary.
- O. An assessment of development activity as of May 2006, based on Property Appraiser data, is attached as Exhibit D.

(added: R06- 146)

IV. SPECIFIC CONDITIONS

A. Development Schedule and Deadlines

1. The development of the project shall proceed in accordance with the following schedule:

EXISTING DEVELOPMENT	As of 12/31/1996	Units/ Sq. Ft	Total PM Peak Trips	PM Peak Entering	PM Peak Exiting
RESIDENTIAL UNITS	BUILT	607	549	357	192
COMMERCIAL	SQ. FT.	225,072	1,100	550	550
OFFICE	SQ. FT.	0			
INDUSTRIAL	SQ. FT.	0			
MARINA*	NO. SLIPS	78	15	9	6
	TOTAL TRIPS		1664	916	748
PHASE IB					
(remainder of DRI # 59)					
BUILD OUT DATE	12/29/2011				
RESIDENTIAL UNITS	SFD	1,822	1,480	962	518
	**MF		0	0	0
COMMERCIAL	SQ. FT.	515,392	1,853	890	963
COMMERCIAL***	SQ. FT.	130,000	776	388	388
OFFICE***	SQ. FT.	140,000	281	48	233
INDUSTRIAL	SQ. FT.	0	0	0	0
MARINA*	NO. SLIPS	8	2	1	1
TOTAL	TOTAL TRIPS		4,392	2,289	2,103

<i>PHASE II AND III have been eliminated as a result of the Harbor Bay(DRI # 241) bifurcation resolutions 99-052, and 01-009 and deletion of the Mixon tract, approved on June 13, 2006</i>	<i>N/A</i>	<i>N/A</i>	<i>N/A</i>	<i>N/A</i>	<i>N/A</i>
TOTAL PROJECT ****					
RESIDENTIAL UNITS	UNITS	2,429	2,029	1,319	710
COMMERCIAL	SQ. FT.	870,464	3,729	1,828	1,901
OFFICE	SQ. FT.	140,000	281	48	233
INDUSTRIAL	SQ. FT.	0	0	0	0
MARINA*	NO. SLIPS	86	17	10	7
	TOTAL TRIPS		6,056	3,205	2,851

*Any expansion of either wet or dry commercial boat slips within the project will be counted cumulatively with the previously approved slips in any DRI determination

**Applicant may develop single or multi-family development within select identified areas.

***Applicant may develop in office areas subject to no increase in overall PM Peak or PM Peak directional trips

Resolution # 02-267 added 130 residential units to pockets 70A, 72, and 105 and acknowledges 3 residential units within pocket 99A for a total of 133 supplementary units within Phase 1B.

(amended: R06-146; R06-119; R02-267; R01-200; R01-009; R00-028; R99-052; R97-169)

- Specific final development approval is accorded to the development set forth in IV.A.1 above (the portion of the project specifically approved by DRI # 59), subject to the conditions contained herein.

Increments of individual approved land uses, or any subphase, portion or combination thereof, may be converted to other increments of individual approved land uses having the equivalent trip generation based on the Institute of Transportation Engineer's ("ITE") Trip Generation, latest edition. In addition, the cumulative project totals for each approved land use shall not be exceeded as a result of such conversion. Prior to such conversion, the Developers shall provide the County for review and approval, traffic trip generation data sufficient to verify that such conversion will not result in directional trip generation which exceeds that projected.

This data shall be submitted to the Florida Department of Transportation. Although the phasing of certain land uses may be accelerated the geographic location of the land uses

may not be altered from the original approved master plan without the developers filing a notice of proposed change to determine whether a substantial deviation has occurred, in either case a development order amendment will be required. As an exception to this restriction, the geographic location of office uses and commercial uses may be exchanged without filing a notice of change as required above. Nothing in this section shall be construed as a pre-determination that any proposed change in geographic locations of uses which would be required by this order to file a notice of change, is or is not a substantial deviation.

(amended: R06-146).

3. *(deleted: R06-146)*

4a. Marina Provisions: Any expansion of the Andalusia Marina beyond the approved seventy-eight (78) marina boat slips shall require a substantial deviation determination pursuant to Subsection 380.06 (19), Florida Statutes. Eight (8) accessory wet marina boat slips shall be permitted with Pocket #80. A total of eighty-six (86) marina boat slips are specifically approved. Any additional marina facilities shall be subject to review and approval based on either:

a) a satisfactory demonstration to DCA and the County by the property owner of existing marina development rights; or

b) the criteria established within Chapter 380.06 of the Florida Statutes.

4b. Residential Boat Slips: Each waterfront residential unit shall be permitted one (1) individual non-commercial boat slip. Such slips shall not require a substantial deviation determination pursuant to Subsection 380.06 (19), Florida Statutes.

5. *(deleted: R06-146 ; the area referred to in this paragraph was made part of the Harbor Bay DRI #241 by R01-009).*

6. The physical development of the consolidated Apollo Beach development has commenced.

7. This Development Order shall remain in effect for a period up to and including April 29, 2016. No development shall be commenced after expiration of the Development Order. Any development activity for which plans have been submitted to the County for its review and approval prior to the expiration date of this Development Order may be completed in accordance with the requirements of the Development Order, if approved. This Development Order may be extended by the Board of County Commissioners of Hillsborough County on the finding of excusable delay in any proposed development activity. However, any application for extension must be filed with Hillsborough

County, TBRPC and DCA a minimum of thirty (30) days prior to the expiration date of this Development Order.

(amended: R06-146)

8. This Development shall not be subject to downzoning, or intensity reduction until April 29, 2016, unless the local government can demonstrate that substantial changes in the conditions underlying the approval of the Development Order have occurred, or the Development Order was based on substantially inaccurate information provided by the Developers, or that the change is clearly established by the local government to be essential to the public health, safety, or welfare.

(amended: R06-146)

B. Transportation

1. General Transportation Conditions for remaining development:

- a. Concurrency. Remaining development shall be bound by concurrency as defined by the "Hillsborough County Adequate Public Facilities Regulations", Div. 3.9 of the Land Development Code, as amended and as modified herein.

All new increments of development in excess of three (3) single family homes (or their trip equivalent) shall undertake concurrency review as maintained by the County. Notwithstanding the above, in addition, the submitted information required for concurrency review shall include an analysis of expected trips generated by each new increment of development on both Apollo Beach Blvd. from Surfside Blvd. to U.S. 41 and U.S. 41 from Big Bend Rd to SR 674, regardless of the initial point of contact of a proposed development.

To ensure that both of the above referenced segments continue to operate at an acceptable level of service, the Developer shall submit as part of the Annual Report current traffic volumes for both roads.

(amended: R06-146)

2. *(deleted: R06-146 ; phases II, III, IV and the Mixon Tract were deleted by R99-052, R01-009, R06-119 and as a result of the 1993 Environmental Lands Acquisition Protection Program ("ELAPP") purchase).*

3. *(deleted: R06-~~146~~; phases II, III, IV and the Mixon Tract were deleted by R99-052, R01-009, R06-119 and as a result of the 1993 Environmental Lands Acquisition Protection Program ("ELAPP") purchase).*

C. *(deleted: R06- ~~146~~phases II, III, IV and the Mixon Tract were deleted by R99-052, R01-009, R06-119 and as a result of the 1993 Environmental Lands Acquisition Protection Program ("ELAPP") purchase).*

D. Public Facilities

1. *(deleted: R06-~~146~~ phases II, III, IV and the Mixon Tract were deleted by R99-052, R01-009, R06-119 and as a result of the 1993 Environmental Lands Acquisition Protection Program ("ELAPP") purchase).*

2. Drainage and Flood Control

a. The stormwater management systems shall be designed, constructed, and maintained to meet or exceed Chapter 40D-4, FAC, unless specifically exempted by SWFWMD. The systems shall be designed, constructed, and maintained to meet or exceed Chapter 17-25, FAC. Treatment shall be provided by biological filtration, wherever feasible.

b. The stormwater management system for the development shall be designed, constructed, and maintained at minimum, to meet the requirements of the Hillsborough County Stormwater Management Technical Manual. The design criteria to be used is that which is in effect at the time of construction plan submittal for a particular phase of the development. In addition, the stormwater management system shall provide retention for the first one-inch of runoff generated from the site, unless this requirement is proven by the Developers to be unnecessary for groundwater recharge and surface water quality protection purposes.

c. *(deleted: R06-~~146~~ phases II, III, IV and the Mixon Tract were deleted by R99-052, R01-009, R06-119 and as a result of the 1993 Environmental Lands Acquisition Protection Program ("ELAPP") purchase).*

- d. Best Management Practices for reducing water quality impacts, as recommended by Hillsborough County and SWFWMD, shall be implemented and shall include a street cleaning program for parking and roadway areas within the development.
- e. *(deleted: R06-146; phases II, III, IV and the Mixon Tract were deleted by R99-052, R01-009, R06-119 and as a result of the 1993 Environmental Lands Acquisition Protection Program ("ELAPP") purchase).*
- f. The Developers shall be responsible for the operation and maintenance of the on-site stormwater management facilities unless otherwise required or approved by the County.
- g. No fill shall be allowed in the 100-year freshwater riverine floodplain without equal flood plain storage value compensation within the stormwater management system. Also, in order to mitigate potential property damage from flooding, all elevations for habitable structures shall be at or above the 100-year flood level.
- h. All necessary drainage and associated access easements shall be conveyed by the Developers to the County as required, in accordance with County policies existing at the time of construction plan submittal for a particular phase. All easement documents shall be fully executed and recorded prior to, or concurrent with issuance of certificates of occupancy or plat approval, whichever is applicable for the particular parcel or phase.
- i. To the extent not already exempted, the Developers have elected to be bound by the rules adopted pursuant to Chapters 373 and 403, Florida Statutes in effect at the time of adoption of this development order amendment. Accordingly, all applications for development permits pursuant to those chapters and which are necessary for, and consistent with the development authorized by this development order amendment, to the extent not exempted, shall be subject to the rules adopted pursuant to those chapters in effect at the time of adoption of this development order amendment.

3. Water Supply

- a. *(deleted: R06-~~146~~ phases II, III, IV and the Mixon Tract were deleted by R99-052, R01-009, R06-119 and as a result of the 1993 Environmental Lands Acquisition Protection Program ("ELAPP") purchase).*
- b. *(deleted: R06-~~146~~ phases II, III, IV and the Mixon Tract were deleted by R99-052, R01-009, R06-119 and as a result of the 1993 Environmental Lands Acquisition Protection Program ("ELAPP") purchase).*
- c. *(deleted: R06-~~146~~ phases II, III, IV and the Mixon Tract were deleted by R99-052, R01-009, R06-119 and as a result of the 1993 Environmental Lands Acquisition Protection Program ("ELAPP") purchase).*
- d. The Developers shall encourage the use of the lowest quality water reasonably available and suitable for a given purpose in order to reduce the unnecessary use of the potable water.
- e. Adequate fire flow and pressure shall be maintained within Apollo Beach.
- f. Planning and development of this project shall conform to, and further, the rules and guidelines adopted by the Southwest Florida Water Management District of the Eastern Tampa Bay Water Use Caution Area.

E. Hurricane Preparedness

- 1. The Developers shall promote hurricane awareness and shall cooperate with local and regional authorities to prepare a plan to ensure the safe and orderly evacuation order is issued. The plan shall be implemented by the Developers: (1) using its best efforts to have all buildings closed for the duration of a hurricane evacuation order; (2) informing all residents and employees of evacuation routes out of the flood prone area and measures to be followed in the event of same; and (3) making all efforts to coordinate with an inform appropriate public authorities of building closings, security and safety measures, and evacuation plans.
- 2. To the greatest extent possible, the Developers shall coordinate with Hillsborough County Emergency Management officials, TBRPC, and the Tampa Bay Suncoast Chapter of the American Red Cross to determine appropriate shelter mitigation .

(amended: R06-146)

D. General

1. Developers' Commitments. The Developers' commitments are set forth in the ADAs and Development Orders for DRI #59 are hereby incorporated by reference and shall be honored, except as they may be superseded by specific terms of the Development Order.
2. Substantial Deviations. Except as otherwise provided herein, pursuant to Subsection 380.06(19), Florida Statutes, any substantial change to the project as described in the ADA shall require a substantial deviation determination.
3. Notice of Adoption. The Developers shall record a notice of adoption of this Development Order pursuant to Subsection 380.06(15), Florida Statutes.
4. Effective Date. The effective date of this Development Order shall be the date of its transmittal by the clerk of the Board of County Commissioners as set out below.
5. Date Rendered. This Development Order shall be deemed rendered as of the postmark date of the transmittal of copies hereof to DCA, TBRPC and the Developers.
6. Upon adoption, this Resolution shall be transmitted by the Ex-Officio Clerk of the Board of County Commissioners by certified mail to the DCA, TBRPC, the Developer's Representative and other recipients specified by statute of rules.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, PAT FRANK, Clerk of the Circuit Court and Ex-officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its Regular meeting of July 25, 2006 as same appears of record in Minute Book 362 of the Public Records of Hillsborough County, Florida,

WITNESS my hand and official seal this 17th day of August, 2006.

ATTEST: PAT FRANK, CLERK

By: Meredith K. Dyer
Deputy Clerk



APPROVED BY COUNTY ATTORNEY

BY [Signature]
Approved as to Form and Legal Adequacy

Composite Exhibit "A" Legal Description

APOLLO D.R.I.

(LESS HARBOR BAY, ELAPP, DICKMAN, SCHOOL (*i.e.*: Harbor Bay West and East), the *Mixon tract*, and HILLSBOROUGH COUNTY DRAINAGE RIGHT-OF-WAY and adding *pockets 99A and 108*)

LEGAL DESCRIPTION:

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

Commence at the Southwest corner of Section 33; run thence N 00°29'21" E, along the West boundary of said Section 33, a distance of 1484.40 feet; thence N 64°47'39" W, a distance of 775.38 feet; thence S 75°11'06" W, a distance of 675.22 feet; thence S 54°49'48" W, a distance of 538.13 feet; thence S 89°39'54" W, a distance of 633.74 feet; thence S 87°40'13" W, a distance of 301.58 feet; thence N 89°22'37" W, a distance of 1260.43 feet; thence N 00°48'27" E, a distance of 1282.59 feet; thence N 89°25'52" W, a distance of 1331.17 feet; thence S 00°55'14" W, a distance of 1285.88 feet; along the East boundary of Section 31; thence N 89°23'45" W, a distance of 3979.64 feet; thence S 00°35'07" W, a distance of 1298.26 feet; thence N 89°34'29" W, a distance of 1324.04 feet to the Southwest corner of said Section 31, thence N 00°30'05" E, along the West boundary of said section 31 and 30, a distance of 7423.41 feet; thence N 29°16'56" W, a distance of 3969.60 feet to a point on the Hillsborough County bulkhead line in Tampa Bay as recorded in Plat Book 35, Page 16 of the Public Records of Hillsborough County, Florida; thence N 60°43'04" E, along said bulkhead line, a distance of 5194.59 feet; thence N 45°51'25" E, a distance of 2900.52 feet; thence N 38°38'27" E, a distance of 2448.98 feet; thence N 45°37'51" E, a distance of 3629.23 feet; thence N 34°59'22" E, a distance of 2288.40 feet; thence S 88°58'27" E, a distance of 653.64 feet to the Northwest corner of Section 16, thence continue S 88°58'27" E, a distance of 1703.52 feet; thence S 34°59'22" W, a distance of 3039.10 feet to a point on the West boundary of said Section 16; thence leaving the stated bulkhead line S 00°53'49" W, along said West boundary of Section 16, a distance of 1318.47 feet; thence S 48°01'42" E, a distance of 357.43 feet to a point on the Northerly boundary of a resubdivision of Apollo Beach Unit 8, as recorded in Plat Book 42, Page 58 of the Public Records of Hillsborough County, Florida; thence along said Northerly boundary S 47°33'02" E, a distance of 50.00 feet; thence along an arc to the left a distance of 1362.35 feet with a radius of 2793.82 feet, subtended by a chord of 1348.89 feet, chord bearing S 61°31'13" E; thence S 75°29'23" E, along the North boundary of Apollo Beach Unit 8, Section A, as recorded in Plat Book 35, Page 97 of the Public Records of Hillsborough County, Florida, a distance of 958.41 feet; thence S 75°34'05" E, along the North boundary of Sabal Key Unit 2 as recorded in Plat

Book 46, Page 51 of the Public Records of Hillsborough County, Florida, a distance of 1181.81 feet; thence S 01°06'31" W, a distance of 110.85 feet to a point on the North boundary of Section 21; thence along said North boundary S 89°34'17" E, a distance of 1690.87 feet to the Southwest corner of Section 15; thence N 00°44'36" E, along the West boundary of said Section 15, a distance of 662.52 feet; thence S 89°20'12" E, a distance of 2643.40 feet; thence S 00°48'54" W, a distance of 663.76 feet to a point on the North boundary of Section 22, thence S 89°18'35" E, along said North boundary a distance of 1923.31 feet to a point on the Westerly right of way boundary of U.S. Highway 41 (S.R. 45); thence along said Westerly right of way boundary S 28°38'02" W, a distance of 2577.17 feet; thence N 61°21'58" W, a distance of 200.00 feet; thence S 28°38'02" W, a distance of 100.00 feet; thence S 61°21'58" E, a distance of 200.00 feet; thence S 28°38'02" W, a distance of 769.90 feet; thence N 61°21'58" W, a distance of 18.00 feet; thence S 28°38'02" W, a distance of 1627.50 feet to a point of curvature; thence along an arc to the right a distance of 169.25 feet with a radius of 2714.79 feet subtended by a chord of 169.22 feet, chord bearing S 30°25'12" W; thence S 60°36'58" E, a distance of 13.01 feet to a point on a curve; thence along an arc concave to the Northwesterly, a distance of 246.17 feet with a radius of 2727.79 feet subtended by a chord of 246.09 feet, chord bearing of S 34°46'40" W; thence N 60°36'58" W, a distance of 40.40 feet to a point on a curve; thence along an arc concave to the Northwesterly, a distance of 457.43 feet with a radius of 2687.79 feet, subtended by a chord of 456.88 feet, chord bearing S 42°21'30" W, to a point of tangency; thence S 47°14'02" W, a distance of 229.20 feet; thence N 89°19'12" W, a distance of 134.56 feet; thence S 47°14'02" W, a distance of 243.63 feet; thence S 89°19'12" E, a distance of 200.00 feet thence S 47°14'02" W, a distance of 572.95 feet thence N 89°19'12" W, a distance of 490.64 feet; thence N 00°53'46" E a distance of 271.54 feet; thence N 89°12'12" W, a distance of 439.87 feet; thence N 00°53'46" E, a distance of 290.00 feet, to the Southeast corner of stated Section 21; thence N 89°23'43" W, along the South boundary of said Section 21 also being the centerline of Miller Mac Road (Clay-Gully Road Plat) a distance of 3962.79 feet thence S 00°53'17" W, a distance of 1324.17 feet; thence N 89°22'11" W, a distance of 1320.86 feet to the East boundary of Section 29; thence S 00°53'07" W, along said East boundary, a distance of 1323.58 feet; thence N 89°20'36" W, a distance of 1322.15 feet thence S 00°46'56" W, a distance of 1324.06 feet; thence S 89°21'52" E, a distance of 1319.77 feet; thence S 89°19'10" E, a distance of 2738.91 feet to a point on the stated Westerly right-of-way boundary of U.S. Highway 41 (S.R. 45); thence S 47°14'02" W, along said right-of-way boundary, a distance of 463.05 feet; thence S 47°18'00" W, a distance of 1464.29 feet to a point on the North boundary of Section 33; thence S 89°17'39" E, along said North boundary a distance of 3083.65 feet to a point on the Westerly right-of-way boundary of Seaboard Coastline Railroad; thence S 28°37'33" W, along said Westerly right-of-way a distance of 5791.97 feet to the South boundary of stated Section 33; thence N 89°06'38" W, along said South boundary a distance of 2050.00 feet to the Southwest corner of said Section 33, said point being the POINT OF BEGINNING.

ALSO a tract in Section 22, Township 31 South, Range 19 East, more particularly described as follows: From the Southwest corner of stated Section 22, run S 89°19'12" E, along the South boundary of Section 22, a distance of 2084.69 feet to a point on the East right-of-way boundary of Seaboard Coastline Railroad; thence

N 28°37'33" E, along said right-of-way boundary a distance of 737.35 feet to a POINT OF BEGINNING; thence continue along said right-of-way boundary a distance of 726.00 feet; thence S 61°22'27" E, a distance of 300.00 feet; thence S 28°37'33" W, a distance of 726.00 feet; thence N 61°22'27" W, a distance of 300.00 feet to the POINT OF BEGINNING.

AND

Development Pocket 99A

DESCRIPTION: Parcels D, E, and F, ST ANDREWS CLOSE MINOR SUBDIVISION

Containing approximately 3.29 acres

AND

Development Pocket 108 (relocated driving range)

DESCRIPTION: A parcel of land lying in the North 1/2 of Sections 28, Township 31 South, Range 18 East, Hillsborough County, Florida, and a portion of Tracts 47 and 56, RUSKIN TOMATO FARMS, according to the map or plat thereof as recorded in Plat Book 27, Page 110 of the Public Records of Hillsborough County, Florida, and being more particularly described as follows:

Commence at the Southeast corner of Section 29, Township 31 South, Range 18 East, Hillsborough County, Florida, and run thence N.00°51'10"E., 2646.83 feet along the East boundary of said Section 29; thence N.89°17'14"W., 190.17 feet along the South boundary of the Northeast 1/4 of said Section 29 (also being the South boundary of said Tract 55); thence N.00°49'48"E., 653.98 feet to a point on the South boundary of APOLLO BEACH UNIT SIX, as recorded in Plat Book 37, Page 88 of the Public Records of Hillsborough County, Florida ; thence S.89°22'53"E., 76.80 feet along the South boundary of said APOLLO BEACH UNIT SIX to the Southeast corner thereof and the Southwest corner of property of Charles F. and Lori L. Bruno as described in O.R. Book 8631, Page 368, Public Records of Hillsborough County, Florida; thence along the South boundary of the Bruno property S.89°22'53"E., 143.36 feet to the Southeast corner thereof and the POINT OF BEGINNING; thence N.00°54'10"E., 407.84 feet along the East boundary of the Bruno property to the South boundary of property of Patricia Landwehr Corr as recorded in O.R. Book 7588, Page 804, Public Records of Hillsborough County, Florida; thence S.89°22'53"E., 104.62 feet along the South boundary of the Corr property; thence N.00°37'07"E., 403.35 feet along the East boundary of the Corr property to the South right-of-way line of Signet Drive; thence along said Southerly right-of-way line the following three (3) courses: 1) Easterly, 80.36 feet along the arc of a curve to the right having a radius of 345.00 feet and a central angle of 13°20'45" (chord bearing S.67°46'44"E., 80.18 feet) to a point of tangency; 2) S.61°06'22"E., 273.02 feet to a point of curvature; 3) Southerly, 39.27 feet along the arc of a curve to the right having a radius of 25.00 feet and a central angle of 90°00'00" (chord bearing S.16°06'22"E., 35.36 feet) to the right-of-way line Golf and Sea Boulevard; thence along the existing right-of-way line for Golf and Sea Boulevard the following three (3) courses: 1) S.28°53'38"W., 106.52 feet; 2) S.61°06'22"E., 110.00 feet; thence along the proposed right-of-way line for Golf and Sea Boulevard the following four (4) courses: 1) S.61°06'22"E., 30.00 feet; 2) N.28°53'38"E., 111.52 feet; 3) S.61°06'22"E., 145.48 feet to a point of curvature; 4) Southeasterly, 246.77 feet along the arc of a curve to the right having a radius of 450.00 feet and a central angle of 31°25'13" (chord bearing S.45°23'45"E., 243.69 feet); thence S.67°00'00"W., 281.56 feet; thence S.00°53'15"W., 190.00 feet; thence S.89°22'16"E., 320.00 feet to the proposed right-of-way line of said Golf and Sea Boulevard; thence S.00°53'15"W., 466.23 feet along said proposed right-of-way line; thence N.89°06'45"W., 284.08 feet; thence NORTH, 114.13 feet; thence N.59°17'36"W., 340.36 feet; thence N.54°03'49"W., 284.72 feet; thence N.89°22'53"W., 107.76 feet to the POINT OF BEGINNING. Containing 14.676 acres, more or less and

Com At Nw Cor Of Sw 1/4 S 89 Deg 22 Min 16 Sec E 2 951.33 Ft For Pob N 00 Deg 53 Min 15 Sec E 670.01 3 Ft N 89 Deg 22 Min 16 Sec W 320 Ft N 00 Deg 53 Min 4 15 Sec E 190 Ft N 67 Deg 00 Min 00 Sec E 281.56 Ft 5 Curve To Left Rad 450 Ft Chrd Brg N 45 Deg 23 Min 6 45 Sec W 243.69 Ft N 61 Deg 06 Min 22 Sec W 145.48 7 Ft S 28 Deg 53 Min 38 Sec W 111.52 Ft N 61 Deg 06 8 Min 22 Sec W 30 Ft N 28 Deg 53 Min 38 Sec E 223.96 9 Ft S 89 Deg 22 Min 52 Sec E 2.98 Ft Curve To Left 10 Rad 25 Ft Chrd Brg S 29 Deg 20 Min 59 Sec E 26.32 11 Ft S 61 Deg 06 Min 22 Sec E 150.48 Ft Curve To 12 Right Rad 550 Ft Chrd Brg S 30 Deg 06 Min 33 Sec E 13 566.49 Ft S 00 Deg 53 Min 15 Sec W 743.24 Ft And N 14 89 Deg 22 Min 16 Sec W 100 Ft To Pob Less Rd R/W Containing 1.95 acres, more or less for a total of 16.6 acres

LESS:

The following described properties:

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

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

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

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

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

Total Net Acreage 5180.12

(Plus 99A and 108 totaling 20 M.O.L. acres)

AND ALSO LESS (ELAPP PROPERTY)

DESCRIPTION :

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

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

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

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

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

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

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

AND ALSO LESS:

(HARBOR BAY - TRACT "V")

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

From the Southwest corner of the Northwest 1/4 of Section 32, Township 31 South, Range 19 East, run thence N.00°53'55"E., 60.00 feet along the West boundary of the Northwest 1/4 of said Section 32; thence S.89°25'58"E., 780.75 feet along the North right-of-way line of Villemaire Road (also being a line 60.00 feet North of and parallel with the South boundary of the Northwest 1/4 of said Section 32) to the **POINT OF BEGINNING**; thence along the Easterly boundary of property deeded to Hillsborough County and recorded in Official Records Book 7073, Page 320, Public Records of Hillsborough County, Florida the following two (2) courses: 1) N.00°36'25"E., 668.30 feet; 2) S.89°16'25"E., 1860.63 feet to the Westerly maintained right-of-way line of Leisey Road; thence N.00°55'35"E., 514.13 feet along said Westerly maintained right-of-way line to the North boundary of a 30 foot wide Drainage Canal as recorded in Deed Book 1106, Page 308, Public Records of Hillsborough County, Florida; thence N.59°07'43"W., 937.77 feet along said Drainage Canal; thence N.31°17'43"W., 2730.60 feet along said Drainage Canal to the West boundary of the aforesaid Section 29; thence N.00°28'03"E., 1168.22 feet along said West boundary to the Northwest corner of the Southwest 1/4 of said Section 29; thence S.89°17'14"E., 622.24 feet along the North boundary of the Southwest 1/4 of said Section 29 to the Northwest corner of Tract 65, RUSKIN TOMATO FARMS, according to the plat thereof as recorded in Plat Book 27, Page 110, Public Records of Hillsborough County, Florida; thence along the Westerly boundary of said Tract 65, S.48°41'18"E., 1991.58 feet to the Southwest corner of said Tract 65; thence along the South boundary of said Tract 65, S.89°20'09"E., 465.65 feet to the Southeast corner of said Tract 65; thence along the East boundary of said Tract 65, N.00°40'32"E., 1295.64 feet to the Northeast corner of said Tract 65; thence along the North boundary of said Tract 65, N.89°17'14"W., 1612.28 feet to the centerline of a drainage canal; thence along the centerline of said canal the following fourteen (14) courses: 1) N.12°57'40"W., 112.26 feet; 2) N.00°11'29"W., 77.99 feet; 3) N.26°34'39"E., 26.86 feet; 4) N.28°19'33"E., 51.78 feet; 5) N.35°31'21"E., 99.07 feet; 6) N.36°11'35"E., 79.11 feet; 7) N.36°16'26"E., 89.95 feet; 8) N.36°29'54"E., 92.87 feet; 9) N.37°43'25"E., 72.46 feet; 10) N.36°45'54"E., 83.83 feet; 11) N.36°54'42"E., 74.67 feet; 12) N.34°31'46"E., 77.69 feet; 13) N.38°01'31"E., 79.67 feet; 14) N.38°17'39"E., 111.88 feet to a point on the curved Southerly boundary of Biscayne Canal according to the plat of APOLLO BEACH - UNIT SIX, as recorded in Plat Book 37, Page 88, Public Records of Hillsborough County, Florida; thence along the Southerly boundary of said Apollo Beach Unit Six, the following four (4) courses: 1) Southeasterly, 1328.34 feet along the arc of a curve to the left having a radius of 1305.00 feet and a central angle of 58°19'14" (chord bearing S.60°18'45"E., 1271.74 feet) to a point of tangency; 2) S.89°28'22"E., 1374.19 feet to a point of curvature; 3) Northeasterly, 723.06 feet along the arc of a curve to the left having a radius of 788.28 feet and a central angle of 52°33'18" (chord bearing N.64°14'59"E., 697.97 feet); 4) S.89°22'53"E., 442.25 feet; thence S.00°49'48"W., 653.98 feet to the South boundary of the Northeast 1/4 of said Section 29, said point also being the North boundary of Tract 63, of the aforesaid RUSKIN TOMATO FARMS; thence along the North boundary of said Tract 63, N.89°17'14"W., 1131.95 feet; thence along the West boundary of said Tract 63, S.00°46'49"W., 1294.53 feet; thence along the South boundary of said Tract 63, S.89°20'09"E., 1319.65 feet; thence along the South boundary of the aforesaid Tract 62, S.89°19'05"E., 1051.37 feet; thence S.00°53'15"W., 60.00 feet along the Southerly projection of the West boundary of the East 269.17 feet of said Tract 62, to a point on the South right-of-way line of Leisey Road (North boundary of Tract 71 of said RUSKIN TOMATO FARMS); thence S.89°19'05"E., 1562.31 feet along said South right-of-way line (North boundary of Tracts 71 and 72 of said RUSKIN TOMATO FARMS) to the intersection right-of-way for Leisey Road with U.S. Highway No. 41 (S.R. 45); thence S.41°51'46"E., 65.34 feet along said intersection right-of-way line; thence along the Westerly right-of-way line of said U.S. Highway No.41 the following six (6) courses: 1) S.47°13'56"W., 349.59 feet; 2) S.47°17'54"W., 4033.93 feet to a point of curvature; 3) Southwesterly, 990.76 feet along the arc of a curve to the right having a radius of 11409.16 feet and a central angle of 04°58'32" (chord bearing S.49°47'10"W., 990.45 feet); 4)

N.37°43'34"W., 18.00 feet to a point on a curve; 5) Southwesterly, 81.61 feet along the arc of said curve to the right having a radius of 11391.16 feet and a central angle of 00°24'38" (chord bearing S.52°28'44"W., 81.61 feet); 6) S.77°22'04"W., 129.32 feet to the North right-of-way line of the aforesaid Villemaire Road; thence N.89°25'58"W., 3401.98 feet along said North right-of-way line (also being a line 60.00 feet North of and parallel with the South boundary of the Northwest 1/4 of said Section 32) to the **POINT OF BEGINNING**.

Containing 561.496 acres, more or less.

AND ALSO LESS:

(HARBOR BAY - TRACT "W")

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

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

Containing 50.515 acres, more or less.

ALTOGETHER containing 3488.6 acres, more or less.

AND ALSO LESS THE TWO FOLLOWING DESCRIBED PARCELS:

DICKMAN

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

PARCEL A

From the Southwest corner of said Section 33, run thence along the West boundary of said Section 33, N.00°28'54"E., 94.37 feet; thence S.89°31'06"E., 30.00 feet to a point on the Easterly right-of-way line of 12th STREET N.E., said point also being the **POINT OF BEGINNING**; thence along said Easterly right-of-way line the following four (4) courses: 1) along a line lying 30.00 feet East of and parallel with said West boundary of Section 33, N.00°28'54"E., 2538.91 feet; 2) N.89°25'58"W., 2.26 feet; 3) N.01°10'14"E., 488.02 feet; 4) N.05°28'29"E., 187.04 feet to a point on the Southeasterly right-of-way line of U.S. HIGHWAY NO. 41; thence along said Southeasterly right-of-way line, N.47°17'54"E., 1752.09 feet; thence S.89°17'28"E., 1139.57 feet; thence N.02°05'17"E., 569.99

feet; thence along a line lying 30.00 feet South of and parallel with the North boundary of the aforesaid Section 33 the following two (2) courses:

1) S.89°17'18"E., 523.01 feet; 2) S.89°28'33"E., 1305.33 feet to a point on the Westerly boundary of a Hillsborough County Drainage right-of-way, as recorded in Deed Book 1233, Page 323, Public Records of Hillsborough County, Florida, said point hereinafter referred to as **POINT "A"**; thence along said Westerly boundary the following three (3) courses: 1) SOUTH, 778.92 feet; 2) S.28°37'25"W., 1496.17 feet; 3) S.61°22'35"E., 30.00 feet to a point on the Northwesterly boundary of a Railroad right-of-way for SEABOARD COASTLINE RAILROAD; thence along said Northwesterly boundary S.28°37'25"W., 3315.54 feet to a point on the Northerly right-of-way line of 19th AVENUE; thence along said Northerly right-of-way line the following four (4) courses:

1) N.88°53'27"W., 1144.45 feet to a point of curvature;
2) Westerly, 230.72 feet along the arc of a curve to the left having a radius of 68,799.94 feet and a central angle of 00°11'32" (chord bearing N.88°59'13"W., 230.72 feet);
3) S.00°55'01"W., 5.00 feet to a point on a curve; 4) Westerly, 644.73 feet along the arc of said curve to the left having a radius of 68,794.94 feet and a central angle of 00°32'13" (chord bearing N.89°21'05"W., 644.73 feet) to a point on the aforesaid Easterly right-of-way line of 12th STREET N.E.; thence along said Easterly right-of-way line, N.26°06'22"W., 55.86 feet to the **POINT OF BEGINNING**.

Containing 336.495 acres, more or less.

TOGETHER WITH THE FOLLOWING DESCRIBED PARCEL:

PARCEL B:

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

Containing 4.153 acres, more or less.

Altogether containing 340.648 acres, more or less.

AND ALSO LESS THE FOLLOWING DESCRIBED PARCEL:

PARCEL C

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

From a point previously referred to as **POINT "A"**, said point also being the **POINT OF BEGINNING**, run thence along the Westerly and Southerly boundaries of said 30 foot wide

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

Containing 2.852 acres, more or less.

AND ALSO LESS THE FOLLOWING DESCRIBED PARCEL:

SCHOOL SITE

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

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

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

LESS the Following:

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

Containing 33.308 acres, more or less.

AND ALSO LESS THE FOLLOWING DESCRIBED PARCEL:

MIXON SITE

A parcel of land lying in the NW ¼ of Section 33, Township 31 South, Range 19 East, Hillsborough County, Florida, and being more particularly described as follows: Commence at the NW corner of said Section 33, run thence S 89°23'08" E, 354.50 feet, along the North boundary line of said Section 33 to a point being the SW corner of Section 28, Township 31 South, Range 19 East from said point continue thence along the North boundary line of afore- mentioned Section 33, S 89°17'39" E, 1609.08 feet to a point on the Easterly right-of-way line of U.S. Highway 41 (State Road 45), also being the POINT OF BEGINNING (P.O.B.); thence continue on the North boundary line-of said Section 33, S 89°17'39" E, 520.84 feet; run thence S 02°06'03" W, 600.00 feet; run thence along a line South of and parallel to the North boundary line of said Section 33, N 89°17'39" W, 1140.40 feet to a point returning to the Easterly right-of-way line of U.S. Highway 41 (State Road 45), run thence N 47°18'00" E, 872.90 feet along said Easterly right-of-way line to the POINT OF BEGINNING.

totaling approximately 11.12 acres, more or less

ALTOGETHER containing 3111.8 acres, more or less.
(Plus 99A and 108 totaling 20 acres)
(and minus the Mixon tract totaling approximately 11.12 acres)

AGC-AB-001

P:\APOLLO BEACH\APOLLODICKMAN-DRI-REMOVE

VBR

July 22, 1998

VBR

(Revised) September 10, 1998

VBR

(Revised Title) January 19, 1999

VBR

(Revised) June 30, 2000

VBR

(Revised) July 19, 2000

VBR

(Revised) August 23, 2000

Revised October 22, 2002

Revised May 30, 2006 (removal of the Mixon Tract)

EXHIBIT B – Site Plan

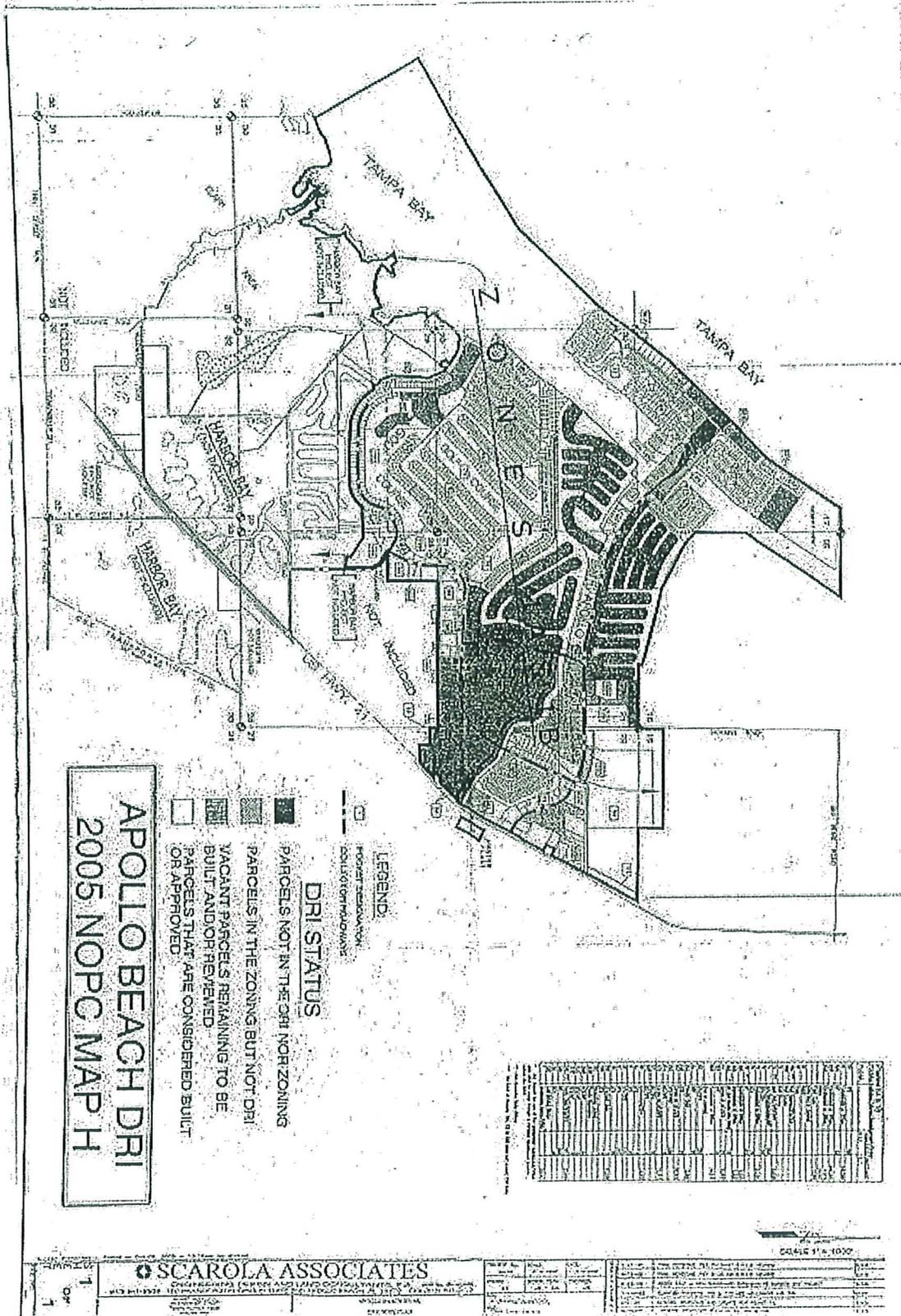


EXHIBIT C
DEVELOPER'S CERTIFICATION

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I hereby certify that on this day before me, the undersigned notary public authorized in the State and County named above to administer oaths and take acknowledgements, personally appeared William E. Curtis, as Authorized Representative for Apollo Beach 107 Partnership, LLP, the applicant of the Notification of Proposed Change to a Previously Approved Development of Regional Impact (DRI) Subsection 380.06 (19), Florida Statutes, for Apollo Beach DRI # 59/209 (NOPC, to me well known, who being by me first duly sworn, says upon oath as stated below:

1. William E. Curtis, as Authorized Representative for Apollo Beach 107 Partnership, LLP., filed the NOPC on _____
2. The Notice of Change was filed with all persons as required by law.

Apollo Beach 107 Partnership, LLP



By: William E. Curtis
Its: Authorized Representative

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 26 day of July, 2006 by William E. Curtis, as Authorized Representative for Apollo Beach 107 Partnership, LLP, who is personally known to me or has produced _____ as identification and did not take an oath.



By: Notary Public

Printed Name DIANNE A. LEAR

My Commission Expires: 6-1-2010

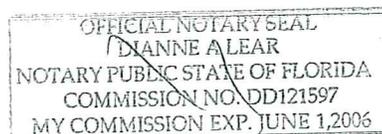
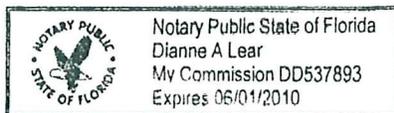


EXHIBIT D

An estimate of development and remaining entitlements based on Property Appraiser data within Phase I as of April 2006.

TOTAL PROJECT		Total	Estimated Built (based on Property Appraiser data and an assessment of recent aerals)	Estimated Remaining to be Built
RESIDENTIAL UNITS	UNITS	2,429	1,465	964
COMMERCIAL	SQ. FT.	870,464	594,568	275,896
OFFICE	SQ. FT.	140,000	28,306	111,694
INDUSTRIAL	SQ. FT.	-		-
MARINA	NO. SLIPS	86	78	8

Source: Property Appraiser data and a review of recent aerals.

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



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

December 3, 2002

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

Re: Resolution No. R02-267 - Amending the Development Order for
Apollo Beach (DRI #59)

Dear Mr. Meyer:

Attached is a certified original of referenced resolution, which
was adopted by the Hillsborough County Board of County
Commissioners on October 22, 2002.

We are providing this original for your files.

Sincerely,


Gail M. Letzring,
Manager, BOCC Records

jwg

Attachment

Federal Express#805649479315

cc: Board files (orig.)

Charles Gauthier, Chief, DCA Bureau of State Planning
Jim Shimberg, Esquire, Holland & Knight Law Firm(orig.ltr.)
Susan Fernandez, Assistant County Attorney
John Healy, Senior Planner, Planning & Growth Management
Beth Novak, County Attorney's Office
Jim Glaros, Assistant Chief Deputy, Valuation, Property
Appraiser's Office

**AMENDMENTS TO CONSOLIDATED DEVELOPMENT ORDER
APOLLO BEACH DRI**

RESOLUTION NO. R 02- 267

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA; AMENDING THE DEVELOPMENT ORDER FOR THE APOLLO BEACH DEVELOPMENT OF REGIONAL IMPACT (DRI #59/209) ADOPTED BY HILLSBOROUGH COUNTY ON JULY 15, 1997; AMENDING MAP H AND TOTAL PROJECT ACREAGE PURSUANT TO CHAPTER 380, FLORIDA STATUTES.

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

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

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

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

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

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

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

WHEREAS, on July 15, 1997, Hillsborough County approved a "consolidated

development order" combining the approval of Apollo Beach DRI #59 and DRI #209, into a single DRI (DRI #59/209) development order (Resolution No. R97-169) covering all phases of the DRI; and,

WHEREAS, on March 23, 1999, Hillsborough County approved amendments (Resolution No. R99-052) to DRI #59/209 deleting approximately 612 acres contained in Phases II and III and including them in a separate new DRI development order for the Harbor Bay DRI (Resolution No. R99-051), and making conforming amendments to DRI #59/209; and, on February 22, 2000, Hillsborough County approved amendments (Resolution No. R2000-28) to DRI #59/209 changing certain commercial uses to multifamily uses and making other minor changes; and,

WHEREAS, on January 23, 2001 (Resolution 01-009), Hillsborough County approved amendments to DRI #59/209 that: (1) deleted approximately 374.4 acres from that DRI; and (2) added that land to the Harbor Bay DRI; and (3) made conforming changes to the development order for DRI #59/209 to reflect the deletion of those lands; and,

WHEREAS, on September 25, 2001 (Resolution 01-200) Hillsborough County approved amendments requesting an extension in time for the Phase I portion of Apollo Beach DRI # 59/209 to December 29, 2006; and,

WHEREAS, Steve Gamm, as representative of Terrabrook Apollo Beach, L.P., (the "Developer") within the Apollo Beach DRI #59/209, on June 28, 2002, has filed a Notice of Proposed Change (Notification) requesting: 1) the addition of approximately 20 acres (19.89) of land (new development pockets 99A totaling 3.29 acres and pocket 108 totaling 16.6 acres); 2) the relocation of certain land uses (within pockets 70A, 72, 99A, 105, and 108); 3) the addition of 130 dwelling units total to pockets 70A, 72, and 105 and the acknowledgement of 3 units to pocket 99A; and 4) the incorporation of a revised Master Plan (Map H), including an updated land use table, reflecting these changes; and,

WHEREAS, the Hillsborough County Board of County Commissioners gave notice and held a public hearing on October 22, 2002, on the Notification, as required by Section 380.06, F.S., and other regulations, and provided the public and other interested parties an opportunity to be heard and present evidence concerning the proposed Notification.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS 22nd DAY OF OCTOBER, 2002:

Section 1. The changes proposed in the Notification do not constitute a substantial deviation to the Apollo Beach DRI #59/209 pursuant to Section 380.06(14), F.S.

Section 2. The consolidated development order for the Apollo Beach DRI #59/209 approved July 15, 1997, and amended on March 23, 1999, February 22, 2000, January 23, 2001, and September 25, 2001, is further amended as follows:

- a. A revised map dated October 9, 2002, including a revised land use table adding a total of 130 dwelling units to pockets 70A, 72, and 105 and allowing golf course uses within pocket 99A (as an alternative to 3 dwelling units) and golf course uses within pocket 108, is hereby approved as the new Master Development Plan (Map H), a copy of which is attached hereto as Exhibit "A" and incorporated herein by reference.
- b. The legal description of DRI #59/209 is hereby amended to include new development pocket 108 and new development pocket 99A, totaling approximately 20 acres, a copy of which is attached hereto as Exhibit "B" and incorporated herein by reference.
- c. The 130 additional dwelling units within pockets 70A, 72, and 105 and the acknowledgement of 3 dwelling units within 99A shall be bound by the transportation mitigation program (Section IV.B.1.) required of other development within Phase I.
- d. A new provision is added within Section VI.C (Historical Sites and Wildlife) providing for conservation of the wetland within new development pocket 108.

The provision reads as follows:

Section IV.C.4

Within new development pocket 108 (southern terminus of Golf And Sea Blvd), there shall be no development within the wetland area as delineated by the Hillsborough County Environmental Protection Commission except for the clearance of exotic species and other maintenance acceptable to the County, DEP, and SWFWMD. This does not include other areas defined as "surface water, others" which may be altered

if approved by all applicable reviewing agencies.

e. Section IV.A. Phasing Schedule and Deadlines is revised to:

Substitute the following chart in Paragraph 1 (development order p.8 of Resolution No. R97-169) Section IV.C.4 to add 130 residential units to pockets 70A, 72, and 105 and acknowledge 3 units with 99A (including an estimated 109 additional PM Trips - 85 entering and 24 exiting to Phase IB).

Phase 1A Existing Development (DRI 59)		Units/Sq. Ft	PM Peak Hour Trips		
			Total Trips	PM Entering	PM Exiting
	12/31/96				
Residential Units	Built	607	549	357	192
Commercial	Sq. Ft	225,072	1,100	550	550
Office	Sq. Ft	-	-	-	-
Industrial	Sq. Ft	-	-	-	-
Marina*	No. Slips	78	15	9	6
	Total Trips		1,664	916	748
Phase 1B (Remainder of DRI 59)					
	12/29/06				
Residential Units	SFD	1,822	1,480	962	518
	**MF		-	-	-
Commercial	Sq. Ft	515,392	1,853	890	963
Commercial***	Sq. Ft	130,000	776	388	388
Office***	Sq. Ft	140,000	281	48	233
Industrial	Sq. Ft	-	-	-	-
Marina*	No. Slips	8	2	1	1
	Total Trips		4,392	2,289	2,103
Phase 2 (DRI 209)					
	12/29/06				
Residential Units	SFD	30	36	23	13
Industrial	Sq. Ft	-	-	-	-
	Total Trips		36	23	13
Total Project****					
Residential Units	SFD	2,459	2,065	1,342	723
	**MF	-	-	-	-
Commercial	Sq. Ft	870,464	3,729	1,828	1,901
Office	Sq. Ft	140,000	281	48	233
Industrial	Sq. Ft	-	-	-	-
Marina*	No. Slips	86	17	10	7
	Total Trips		6,092	3,228	2,864

* Any expansion of either wet or dry commercial boat slips within the project will be counted cumulatively with the previously approved slips in any DRI determination.

** Applicant may develop single or multi-family development within select identified areas.

*** Applicant may develop in office areas subject to no increase in overall PM Peak or PM Peak directional trips.

**** 331 Phase IB SF units, 397 MF units, and 1452 SF units from Phase II and III were removed through Resolution 99-52. This amendment adds 130 residential units to pockets 70A, 72, and 105 and acknowledges 3 residential units within pocket 99A for a total of 133 supplementary units within Phase IB.

Section 3. The provisions of Resolution No. R97-169, as amended by Resolution No. 99R-052, 00R-28 01R-009 and 01R-200 that are not amended herein shall remain in full force and effect.

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

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

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

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

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk for the Circuit Court and Ex-officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its regular meeting of October 22, 2002 as same appears of record in Minute Book 317 of the Public Records of Hillsborough County, Florida,

WITNESS my hand and official seal this 3rd day of December, 2002.

ATTEST: RICHARD AKE, CLERK



By: Julene W. Hugory

Deputy Clerk

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

“EXHIBIT A”

2002 NOPC MAP H

LOCATED IN ORIGINAL

DEVELOPMENT ORDER BOOK

Exhibit "B"

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

LEGAL DESCRIPTION:

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

Commence at the Southwest corner of Section 33; run thence N 00°29'21" E, along the West boundary of said Section 33, a distance of 1484.40 feet; thence N 64°47'39" W, a distance of 775.38 feet; thence S 75°11'06" W, a distance of 675.22 feet; thence S 54°49'48" W, a distance of 538.13 feet; thence S 89°39'54" W, a distance of 633.74 feet; thence S 87°40'13" W, a distance of 301.58 feet; thence N 89°22'37" W, a distance of 1260.43 feet; thence N 00°48'27" E, a distance of 1282.59 feet; thence N 89°25'52" W, a distance of 1331.17 feet; thence S 00°55'14" W, a distance of 1285.88 feet; along the East boundary of Section 31; thence N 89°23'45" W, a distance of 3979.64 feet; thence S 00°35'07" W, a distance of 1298.26 feet; thence N 89°34'29" W, a distance of 1324.04 feet to the Southwest corner of said Section 31, thence N 00°30'05" E, along the West boundary of said section 31 and 30, a distance of 7423.41 feet; thence N 29°16'56" W, a distance of 3969.60 feet to a point on the Hillsborough County bulkhead line in Tampa Bay as recorded in Plat Book 35, Page 16 of the Public Records of Hillsborough County, Florida; thence N 60°43'04" E, along said bulkhead line, a distance of 5194.59 feet; thence N 45°51'25" E, a distance of 2900.52 feet; thence N 38°38'27" E, a distance of 2448.98 feet; thence N 45°37'51" E, a distance of 3629.23 feet; thence N 34°59'22" E, a distance of 2288.40 feet; thence S 88°58'27" E, a distance of 653.64 feet to the Northwest corner of Section 16, thence continue S 88°58'27" E, a distance of 1703.52 feet; thence S 34°59'22" W, a distance of 3039.10 feet to a point on the West boundary of said Section 16; thence leaving the stated bulkhead line S 00°53'49" W, along said West boundary of Section 16, a distance of 1318.47 feet; thence S 48°01'42" E, a distance of 357.43 feet to a point on the Northerly boundary of a resubdivision of Apollo Beach Unit 8, as recorded in Plat Book 42, Page 58 of the Public Records of Hillsborough County, Florida; thence along said Northerly boundary S 47°33'02" E, a distance of 50.00 feet; thence along an arc to the left a distance of 1362.35 feet with a radius of 2793.82 feet, subtended by a chord of 1348.89 feet, chord bearing S 61°31'13" E; thence S 75°29'23" E, along the North boundary of Apollo Beach Unit 8, Section A, as recorded in Plat Book 35, Page 97 of the Public Records of Hillsborough County, Florida, a distance of 958.41 feet; thence S 75°34'05" E, along the North boundary of Sabal Key Unit 2 as recorded in Plat Book 46, Page 51 of the Public Records of Hillsborough County, Florida, a distance of 1181.81 feet; thence S 01°06'31" W, a distance of 110.85 feet to a point on the North boundary of Section 21; thence along

said North boundary S 89°34'17" E, a distance of 1690.87 feet to the Southwest corner of Section 15; thence N 00°44'36" E, along the West boundary of said Section 15, a distance of 662.52 feet; thence S 89°20'12" E, a distance of 2643.40 feet; thence S 00°48'54" W, a distance of 663.76 feet to a point on the North boundary of Section 22, thence S 89°18'35" E, along said North boundary a distance of 1923.31 feet to a point on the Westerly right of way boundary of U.S. Highway 41 (S.R. 45); thence along said Westerly right of way boundary S 28°38'02" W, a distance of 2577.17 feet; thence N 61°21'58" W, a distance of 200.00 feet; thence S 28°38'02" W, a distance of 100.00 feet; thence S 61°21'58" E, a distance of 200.00 feet; thence S 28°38'02" W, a distance of 769.90 feet; thence N 61°21'58" W, a distance of 18.00 feet; thence S 28°38'02" W, a distance of 1627.50 feet to a point of curvature; thence along an arc to the right a distance of 169.25 feet with a radius of 2714.79 feet subtended by a chord of 169.22 feet, chord bearing S 30°25'12" W; thence S 60°36'58" E, a distance of 13.01 feet to a point on a curve; thence along an arc concave to the Northwesterly, a distance of 246.17 feet with a radius of 2727.79 feet subtended by a chord of 246.09 feet, chord bearing of S 34°46'40" W; thence N 60°36'58" W, a distance of 40.40 feet to a point on a curve; thence along an arc concave to the Northwesterly, a distance of 457.43 feet with a radius of 2687.79 feet, subtended by a chord of 456.88 feet, chord bearing S 42°21'30" W, to a point of tangency; thence S 47°14'02" W, a distance of 229.20 feet; thence N 89°19'12" W, a distance of 134.56 feet; thence S 47°14'02" W, a distance of 243.63 feet; thence S 89°19'12" E, a distance of 200.00 feet thence S 47°14'02" W, a distance of 572.95 feet thence N 89°19'12" W, a distance of 490.64 feet; thence N 00°53'46" E a distance of 271.54 feet; thence N 89°12'12" W, a distance of 439.87 feet; thence N 00°53'46" E, a distance of 290.00 feet, to the Southeast corner of stated Section 21; thence N 89°23'43" W, along the South boundary of said Section 21 also being the centerline of Miller Mac Road (Clay-Gully Road Plat) a distance of 3962.79 feet thence S 00°53'17"W, a distance of 1324.17 feet; thence N 89°22'11" W, a distance of 1320.86 feet to the East boundary of Section 29; thence S 00°53'07" W, along said East boundary, a distance of 1323.58 feet; thence N 89°20'36" W, a distance of 1322.15 feet thence S 00°46'56" W, a distance of 1324.06 feet; thence S 89°21'52" E, a distance of 1319.77 feet; thence S 89°19'10" E, a distance of 2738.91 feet to a point on the stated Westerly right-of-way boundary of U.S. Highway 41 (S.R. 45); thence S 47°14'02" W, along said right-of-way boundary, a distance of 463.05 feet; thence S 47°18'00" W, a distance of 1464.29 feet to a point on the North boundary of Section 33; thence S 89°17'39" E, along said North boundary a distance of 3083.65 feet to a point on the Westerly right-of-way boundary of Seaboard Coastline Railroad; thence S 28°37'33" W, along said Westerly right-of-way a distance of 5791.97 feet to the South boundary of stated Section 33; thence N 89°06'38" W, along said South boundary a distance of 2050.00 feet to the Southwest corner of said Section 33, said point being the POINT OF BEGINNING.

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

courses: 1) S.28°53'38"W., 106.52 feet; 2) S.61°06'22"E., 110.00 feet; thence along the proposed right-of-way line for Golf and Sea Boulevard the following four (4) courses: 1) S.61°06'22"E., 30.00 feet; 2) N.28°53'38"E., 111.52 feet; 3) S.61°06'22"E., 145.48 feet to a point of curvature; 4) Southeasterly, 246.77 feet along the arc of a curve to the right having a radius of 450.00 feet and a central angle of 31°25'13" (chord bearing S.45°23'45"E., 243.69 feet); thence S.67°00'00"W., 281.56 feet; thence S.00°53'15"W., 190.00 feet; thence S.89°22'16"E., 320.00 feet to the proposed right-of-way line of said Golf and Sea Boulevard; thence S.00°53'15"W., 466.23 feet along said proposed right-of-way line; thence N.89°06'45"W., 284.08 feet; thence NORTH, 114.13 feet; thence N.59°17'36"W., 340.36 feet; thence N.54°03'49"W., 284.72 feet; thence N.89°22'53"W., 107.76 feet to the POINT OF BEGINNING. Containing 14.676 acres, more or less and

Com At Nw Cor Of Sw 1/4 S 89 Deg 22 Min 16 Sec E 2 951.33 Ft For Pob N 00 Deg 53 Min 15 Sec E 670.01 3 Ft N 89 Deg 22 Min 16 Sec W 320 Ft N 00 Deg 53 Min 4 15 Sec E 190 Ft N 67 Deg 00 Min 00 Sec E 281.56 Ft 5 Curve To Left Rad 450 Ft Chrd Brg N 45 Deg 23 Min 6 45 Sec W 243.69 Ft N 61 Deg 06 Min 22 Sec W 145.48 7 Ft S 28 Deg 53 Min 38 Sec W 111.52 Ft N 61 Deg 06 8 Min 22 Sec W 30 Ft N 28 Deg 53 Min 38 Sec E 223.96 9 Ft S 89 Deg 22 Min 52 Sec E 2.98 Ft Curve To Left 10 Rad 25 Ft Chrd Brg S 29 Deg 20 Min 59 Sec E 26.32 11 Ft S 61 Deg 06 Min 22 Sec E 150.48 Ft Curve To 12 Right Rad 550 Ft Chrd Brg S 30 Deg 06 Min 33 Sec E 13 566.49 Ft S 00 Deg 53 Min 15 Sec W 743.24 Ft And N 14 89 Deg 22 Min 16 Sec W 100 Ft To Pob Less Rd R/W Containing 1.95 acres, more or less for a total of 16.6 acres

LESS:

The following described properties:

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

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

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

Said parcel containing 5227.19 acres M.O.L. Gross Acreage.
47.07 acres M.O.L. Rights-of-Way.

Total Net Acreage 5180.12
(Plus 99A and 108 totaling 20 M.O.L. acres)

AND ALSO LESS

(ELAPP PROPERTY)

DESCRIPTION :

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

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

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

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

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

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

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

AND ALSO LESS:

(HARBOR BAY - TRACT "V")

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

From the Southwest corner of the Northwest 1/4 of Section 32, Township 31 South, Range 19 East, run thence N.00°53'55"E., 60.00 feet along the West boundary of the Northwest 1/4 of said Section 32; thence S.89°25'58"E., 780.75 feet along the North right-of-way line of Villemaire Road (also being a line 60.00 feet North of and parallel with the South boundary of the Northwest 1/4 of said Section 32) to the **POINT OF BEGINNING**; thence along the Easterly boundary of property deeded to Hillsborough County and recorded in Official Records Book 7073, Page 320, Public Records of Hillsborough County, Florida the following two (2) courses: 1) N.00°36'25"E., 668.30 feet; 2) S.89°16'25"E., 1860.63 feet to the Westerly maintained right-of-way line of Leisey Road; thence N.00°55'35"E., 514.13 feet along said Westerly maintained right-of-way line to the North boundary of a 30 foot wide Drainage Canal as recorded in Deed Book 1106, Page 308, Public Records of Hillsborough County, Florida; thence N.59°07'43"W., 937.77 feet along said Drainage Canal; thence N.31°17'43"W., 2730.60 feet along said Drainage Canal to the West boundary of the aforesaid Section 29; thence N.00°28'03"E., 1168.22 feet along said West boundary to the Northwest corner of the Southwest 1/4 of said Section 29; thence S.89°17'14"E., 622.24 feet along the North

boundary of the Southwest 1/4 of said Section 29 to the Northwest corner of Tract 65, RUSKIN TOMATO FARMS, according to the plat thereof as recorded in Plat Book 27, Page 110, Public Records of Hillsborough County, Florida; thence along the Westerly boundary of said Tract 65, S.48°41'18"E., 1991.58 feet to the Southwest corner of said Tract 65; thence along the South boundary of said Tract 65, S.89°20'09"E., 465.65 feet to the Southeast corner of said Tract 65; thence along the East boundary of said Tract 65, N.00°40'32"E., 1295.64 feet to the Northeast corner of said Tract 65; thence along the North boundary of said Tract 65, N.89°17'14"W., 1612.28 feet to the centerline of a drainage canal; thence along the centerline of said canal the following fourteen (14) courses: 1) N.12°57'40"W., 112.26 feet; 2) N.00°11'29"W., 77.99 feet; 3) N.26°34'39"E., 26.86 feet; 4) N.28°19'33"E., 51.78 feet; 5) N.35°31'21"E., 99.07 feet; 6) N.36°11'35"E., 79.11 feet; 7) N.36°16'26"E., 89.95 feet; 8) N.36°29'54"E., 92.87 feet; 9) N.37°43'25"E., 72.46 feet; 10) N.36°45'54"E., 83.83 feet; 11) N.36°54'42"E., 74.67 feet; 12) N.34°31'46"E., 77.69 feet; 13) N.38°01'31"E., 79.67 feet; 14) N.38°17'39"E., 111.88 feet to a point on the curved Southerly boundary of Biscayne Canal according to the plat of APOLLO BEACH - UNIT SIX, as recorded in Plat Book 37, Page 88, Public Records of Hillsborough County, Florida; thence along the Southerly boundary of said Apollo Beach Unit Six, the following four (4) courses: 1) Southeasterly, 1328.34 feet along the arc of a curve to the left having a radius of 1305.00 feet and a central angle of 58°19'14" (chord bearing S.60°18'45"E., 1271.74 feet) to a point of tangency; 2) S.89°28'22"E., 1374.19 feet to a point of curvature; 3) Northeasterly, 723.06 feet along the arc of a curve to the left having a radius of 788.28 feet and a central angle of 52°33'18" (chord bearing N.64°14'59"E., 697.97 feet); 4) S.89°22'53"E., 442.25 feet; thence S.00°49'48"W., 653.98 feet to the South boundary of the Northeast 1/4 of said Section 29, said point also being the North boundary of Tract 63, of the aforesaid RUSKIN TOMATO FARMS; thence along the North boundary of said Tract 63, N.89°17'14"W., 1131.95 feet; thence along the West boundary of said Tract 63, S.00°46'49"W., 1294.53 feet; thence along the South boundary of said Tract 63, S.89°20'09"E., 1319.65 feet; thence along the South boundary of the aforesaid Tract 62, S.89°19'05"E., 1051.37 feet; thence S.00°53'15"W., 60.00 feet along the Southerly projection of the West boundary of the East 269.17 feet of said Tract 62, to a point on the South right-of-way line of Leisey Road (North boundary of Tract 71 of said RUSKIN TOMATO FARMS); thence S.89°19'05"E., 1562.31 feet along said South right-of-way line (North boundary of Tracts 71 and 72 of said RUSKIN TOMATO FARMS) to the intersection right-of-way for Leisey Road with U.S. Highway No. 41 (S.R. 45); thence S.41°51'46"E., 65.34 feet along said intersection right-of-way line; thence along the Westerly right-of-way line of said U.S. Highway No.41 the following six (6) courses: 1) S.47°13'56"W., 349.59 feet; 2) S.47°17'54"W., 4033.93 feet to a point of curvature; 3) Southwesterly, 990.76 feet along the arc of a curve to the right having a radius of 11409.16 feet and a central angle of 04°58'32" (chord bearing S.49°47'10"W., 990.45 feet); 4) N.37°43'34"W., 18.00 feet to a point on a curve; 5) Southwesterly, 81.61 feet along the arc of said curve to the right having a radius of 11391.16 feet and a central angle of 00°24'38" (chord bearing S.52°28'44"W., 81.61 feet); 6) S.77°22'04"W., 129.32 feet to the North right-of-way line of the aforesaid Villemaire Road; thence N.89°25'58"W., 3401.98 feet along

said North right-of-way line (also being a line 60.00 feet North of and parallel with the South boundary of the Northwest 1/4 of said Section 32) to the **POINT OF BEGINNING**.

Containing 561.496 acres, more or less.

AND ALSO LESS:

(HARBOR BAY - TRACT "W")

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

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

Containing 50.515 acres, more or less.

ALTOGETHER containing 3488.6 acres, more or less.

AND ALSO LESS THE TWO FOLLOWING DESCRIBED PARCELS:

DICKMAN

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

PARCEL A

From the Southwest corner of said Section 33, run thence along the West boundary of said Section 33, N.00°28'54"E., 94.37 feet; thence S.89°31'06"E., 30.00 feet to a point on the Easterly right-of-way line of 12th STREET N.E., said point also being the **POINT OF BEGINNING**; thence along said Easterly right-of-way line the following four (4) courses: 1) along a line lying 30.00 feet East of and parallel with said West boundary of Section 33, N.00°28'54"E., 2538.91 feet; 2) N.89°25'58"W., 2.26 feet; 3) N.01°10'14"E., 488.02 feet; 4) N.05°28'29"E., 187.04 feet to a point on the Southeasterly right-of-way line of U.S. HIGHWAY NO. 41; thence along said Southeasterly right-of-way line, N.47°17'54"E., 1752.09 feet; thence S.89°17'28"E., 1139.57 feet; thence N.02°05'17"E., 569.99 feet; thence along a line lying 30.00 feet South of and parallel with the

North boundary of the aforesaid Section 33 the following two (2) courses: 1) S.89°17'18"E., 523.01 feet; 2) S.89°28'33"E., 1305.33 feet to a point on the Westerly boundary of a Hillsborough County Drainage right-of-way, as recorded in Deed Book 1233, Page 323, Public Records of Hillsborough County, Florida, said point hereinafter referred to as **POINT "A"**; thence along said Westerly boundary the following three (3) courses: 1) SOUTH, 778.92 feet; 2) S.28°37'25"W., 1496.17 feet; 3) S.61°22'35"E., 30.00 feet to a point on the Northwesterly boundary of a Railroad right-of-way for SEABOARD COASTLINE RAILROAD; thence along said Northwesterly boundary S.28°37'25"W., 3315.54 feet to a point on the Northerly right-of-way line of 19th AVENUE; thence along said Northerly right-of-way line the following four (4) courses: 1) N.88°53'27"W., 1144.45 feet to a point of curvature; 2) Westerly, 230.72 feet along the arc of a curve to the left having a radius of 68,799.94 feet and a central angle of 00°11'32" (chord bearing N.88°59'13"W., 230.72 feet); 3) S.00°55'01"W., 5.00 feet to a point on a curve; 4) Westerly, 644.73 feet along the arc of said curve to the left having a radius of 68,794.94 feet and a central angle of 00°32'13" (chord bearing N.89°21'05"W., 644.73 feet) to a point on the aforesaid Easterly right-of-way line of 12th STREET N.E.; thence along said Easterly right-of-way line, N.26°06'22"W., 55.86 feet to the **POINT OF BEGINNING**.

Containing 336.495 acres, more or less.

TOGETHER WITH THE FOLLOWING DESCRIBED PARCEL:

PARCEL B:

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

Containing 4.153 acres, more or less.

Altogether containing 340.648 acres, more or less.

AND ALSO LESS THE FOLLOWING DESCRIBED PARCEL:

PARCEL C

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

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

Containing 2.852 acres, more or less.

AND ALSO LESS THE FOLLOWING DESCRIBED PARCEL:

SCHOOL SITE

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

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

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

LESS the Following:

(a) Right-of-way for 20th Avenue and 12th Street Northwest.

(b) That part of the North 1/2 of the Southeast 1/4 of Section 32, Township 31 South, Range 19 East, lying East of the public road conveyed to Tallie B. Carter, Sr., et ux, et al, by Deed recorded April 28, 1952 in Deed Book 1680 on Page 311.

Containing 33.308 acres, more or less.

ALTOGETHER containing 3111.8 acres, more or less.
(Plus 99A and 108 totaling 20 acres)

AGC-AB-001

P:\APOLLO BEACH\APOLLODICKMAN-DRI-REMOVE

VBR

July 22, 1998

VBR

(Revised) September 10, 1998

VBR

(Revised Title) January 19, 1999

VBR

(Revised) June 30, 2000

VBR

(Revised) July 19, 2000

VBR

(Revised) August 23, 2000

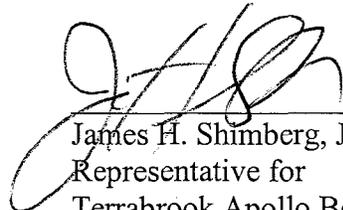
Revised October 22, 2002

EXHIBIT C
DEVELOPER'S CERTIFICATION

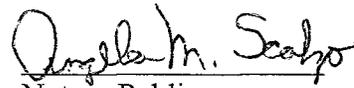
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I hereby certify that on this day before me, the undersigned notary public authorized in the State and County named above to administer oaths and take acknowledgements, personally appeared James H. Shimberg, Jr. as representative for Terrabrook Apollo Beach LP representing the applicant of the Notification of Proposed Change to a Previously Approved Development of Regional Impact (DRI) Subsection 380.06(19), Florida Statutes, for Apollo Beach DRI # 59/209, ("NOPC") to me well known, who being by me first duly sworn, says upon oath as stated below:

- 1) James H. Shimberg, Jr. as representative Terrabrook Apollo Beach LP filed the NOPC on June 28, 2002.
- 2) The Notice of Change was filed with all persons as required by law.


James H. Shimberg, Jr.
Representative for
Terrabrook Apollo Beach LP

Sworn to and subscribed before me on this 5th day of November 2002, by James H. Shimberg, Jr. as representative for Terrabrook Apollo Beach LP and he is personally known to me.


Notary Public
My Commission Expires:



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

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



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

December 3, 2002

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

Re: Resolution No. R02-267 - Amending the Development Order for
Apollo Beach (DRI #59)

Dear Mr. Meyer:

Attached is a certified original of referenced resolution, which
was adopted by the Hillsborough County Board of County
Commissioners on October 22, 2002.

We are providing this original for your files.

Sincerely,


Gail M. Letzring,
Manager, BOCC Records

jwg

Attachment

Federal Express#805649479315

cc: Board files (orig.)

Charles Gauthier, Chief, DCA Bureau of State Planning
Jim Shimberg, Esquire, Holland & Knight Law Firm(orig.ltr.)
Susan Fernandez, Assistant County Attorney
John Healy, Senior Planner, Planning & Growth Management
Beth Novak, County Attorney's Office
Jim Glaros, Assistant Chief Deputy, Valuation, Property
Appraiser's Office

**AMENDMENTS TO CONSOLIDATED DEVELOPMENT ORDER
APOLLO BEACH DRI**

RESOLUTION NO. R 02- 267

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA; AMENDING THE DEVELOPMENT ORDER FOR THE APOLLO BEACH DEVELOPMENT OF REGIONAL IMPACT (DRI #59/209) ADOPTED BY HILLSBOROUGH COUNTY ON JULY 15, 1997; AMENDING MAP H AND TOTAL PROJECT ACREAGE PURSUANT TO CHAPTER 380, FLORIDA STATUTES.

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

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

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

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

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

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

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

WHEREAS, on July 15, 1997, Hillsborough County approved a "consolidated

development order" combining the approval of Apollo Beach DRI #59 and DRI #209, into a single DRI (DRI #59/209) development order (Resolution No. R97-169) covering all phases of the DRI; and,

WHEREAS, on March 23, 1999, Hillsborough County approved amendments (Resolution No. R99-052) to DRI #59/209 deleting approximately 612 acres contained in Phases II and III and including them in a separate new DRI development order for the Harbor Bay DRI (Resolution No. R99-051), and making conforming amendments to DRI #59/209; and, on February 22, 2000, Hillsborough County approved amendments (Resolution No. R2000-28) to DRI #59/209 changing certain commercial uses to multifamily uses and making other minor changes; and,

WHEREAS, on January 23, 2001 (Resolution 01-009), Hillsborough County approved amendments to DRI #59/209 that: (1) deleted approximately 374.4 acres from that DRI; and (2) added that land to the Harbor Bay DRI; and (3) made conforming changes to the development order for DRI #59/209 to reflect the deletion of those lands; and,

WHEREAS, on September 25, 2001 (Resolution 01-200) Hillsborough County approved amendments requesting an extension in time for the Phase I portion of Apollo Beach DRI # 59/209 to December 29, 2006; and,

WHEREAS, Steve Gamm, as representative of Terrabrook Apollo Beach, L.P., (the "Developer") within the Apollo Beach DRI #59/209, on June 28, 2002, has filed a Notice of Proposed Change (Notification) requesting: 1) the addition of approximately 20 acres (19.89) of land (new development pockets 99A totaling 3.29 acres and pocket 108 totaling 16.6 acres); 2) the relocation of certain land uses (within pockets 70A, 72, 99A, 105, and 108); 3) the addition of 130 dwelling units total to pockets 70A, 72, and 105 and the acknowledgement of 3 units to pocket 99A; and 4) the incorporation of a revised Master Plan (Map H), including an updated land use table, reflecting these changes; and,

WHEREAS, the Hillsborough County Board of County Commissioners gave notice and held a public hearing on October 22, 2002, on the Notification, as required by Section 380.06, F.S., and other regulations, and provided the public and other interested parties an opportunity to be heard and present evidence concerning the proposed Notification.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS 22nd DAY OF OCTOBER, 2002:

Section 1. The changes proposed in the Notification do not constitute a substantial deviation to the Apollo Beach DRI #59/209 pursuant to Section 380.06(14), F.S.

Section 2. The consolidated development order for the Apollo Beach DRI #59/209 approved July 15, 1997, and amended on March 23, 1999, February 22, 2000, January 23, 2001, and September 25, 2001, is further amended as follows:

- a. A revised map dated October 9, 2002, including a revised land use table adding a total of 130 dwelling units to pockets 70A, 72, and 105 and allowing golf course uses within pocket 99A (as an alternative to 3 dwelling units) and golf course uses within pocket 108, is hereby approved as the new Master Development Plan (Map H), a copy of which is attached hereto as Exhibit "A" and incorporated herein by reference.
- b. The legal description of DRI #59/209 is hereby amended to include new development pocket 108 and new development pocket 99A, totaling approximately 20 acres, a copy of which is attached hereto as Exhibit "B" and incorporated herein by reference.
- c. The 130 additional dwelling units within pockets 70A, 72, and 105 and the acknowledgement of 3 dwelling units within 99A shall be bound by the transportation mitigation program (Section IV.B.1.) required of other development within Phase I.
- d. A new provision is added within Section VI.C (Historical Sites and Wildlife) providing for conservation of the wetland within new development pocket 108.

The provision reads as follows:

Section IV.C.4

Within new development pocket 108 (southern terminus of Golf And Sea Blvd), there shall be no development within the wetland area as delineated by the Hillsborough County Environmental Protection Commission except for the clearance of exotic species and other maintenance acceptable to the County, DEP, and SWFWMD. This does not include other areas defined as "surface water, others" which may be altered

if approved by all applicable reviewing agencies.

e. Section IV.A. Phasing Schedule and Deadlines is revised to:

Substitute the following chart in Paragraph 1 (development order p.8 of Resolution No. R97-169) Section IV.C.4 to add 130 residential units to pockets 70A, 72, and 105 and acknowledge 3 units with 99A (including an estimated 109 additional PM Trips - 85 entering and 24 exiting to Phase IB).

Phase 1A Existing Development (DRI 59)		Units/Sq. Ft	PM Peak Hour Trips		
			Total Trips	PM Entering	PM Exiting
	12/31/96				
Residential Units	Built	607	549	357	192
Commercial	Sq. Ft	225,072	1,100	550	550
Office	Sq. Ft	-	-	-	-
Industrial	Sq. Ft	-	-	-	-
Marina*	No. Slips	78	15	9	6
	Total Trips		1,664	916	748
Phase 1B (Remainder of DRI 59)	12/29/06				
Residential Units	SFD	1,822	1,480	962	518
	**MF		-	-	-
Commercial	Sq. Ft	515,392	1,853	890	963
Commercial***	Sq. Ft	130,000	776	388	388
Office***	Sq. Ft	140,000	281	48	233
Industrial	Sq. Ft	-	-	-	-
Marina*	No. Slips	8	2	1	1
	Total Trips		4,392	2,289	2,103
Phase 2 (DRI 209)	12/29/06				
Residential Units	SFD	30	36	23	13
Industrial	Sq. Ft	-	-	-	-
	Total Trips		36	23	13
Total Project****					
Residential Units	SFD	2,459	2,065	1,342	723
	**MF	-	-	-	-
Commercial	Sq. Ft	870,464	3,729	1,828	1,901
Office	Sq. Ft	140,000	281	48	233
Industrial	Sq. Ft	-	-	-	-
Marina*	No. Slips	86	17	10	7
	Total Trips		6,092	3,228	2,864

* Any expansion of either wet or dry commercial boat slips within the project will be counted cumulatively with the previously approved slips in any DRI determination.

** Applicant may develop single or multi-family development within select identified areas.

*** Applicant may develop in office areas subject to no increase in overall PM Peak or PM Peak directional trips.

**** 331 Phase IB SF units, 397 MF units, and 1452 SF units from Phase II and III were removed through Resolution 99-52. This amendment adds 130 residential units to pockets 70A, 72, and 105 and acknowledges 3 residential units within pocket 99A for a total of 133 supplementary units within Phase IB.

Section 3. The provisions of Resolution No. R97-169, as amended by Resolution No. 99R-052, 00R-28 01R-009 and 01R-200 that are not amended herein shall remain in full force and effect.

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

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

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

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

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk for the Circuit Court and Ex-officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its regular meeting of October 22, 2002 as same appears of record in Minute Book 317 of the Public Records of Hillsborough County, Florida,

WITNESS my hand and official seal this 3rd day of December, 2002.

TESTE: RICHARD AKE, CLERK



BY: Julene W. Hugory
Deputy Clerk

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

Exhibit "B"

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

LEGAL DESCRIPTION:

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

Commence at the Southwest corner of Section 33; run thence N 00°29'21" E, along the West boundary of said Section 33, a distance of 1484.40 feet; thence N 64°47'39" W, a distance of 775.38 feet; thence S 75°11'06" W, a distance of 675.22 feet; thence S 54°49'48" W, a distance of 538.13 feet; thence S 89°39'54" W, a distance of 633.74 feet; thence S 87°40'13" W, a distance of 301.58 feet; thence N 89°22'37" W, a distance of 1260.43 feet; thence N 00°48'27" E, a distance of 1282.59 feet; thence N 89°25'52" W, a distance of 1331.17 feet; thence S 00°55'14" W, a distance of 1285.88 feet; along the East boundary of Section 31; thence N 89°23'45" W, a distance of 3979.64 feet; thence S 00°35'07" W, a distance of 1298.26 feet; thence N 89°34'29" W, a distance of 1324.04 feet to the Southwest corner of said Section 31, thence N 00°30'05" E, along the West boundary of said section 31 and 30, a distance of 7423.41 feet; thence N 29°16'56" W, a distance of 3969.60 feet to a point on the Hillsborough County bulkhead line in Tampa Bay as recorded in Plat Book 35, Page 16 of the Public Records of Hillsborough County, Florida; thence N 60°43'04" E, along said bulkhead line, a distance of 5194.59 feet; thence N 45°51'25" E, a distance of 2900.52 feet; thence N 38°38'27" E, a distance of 2448.98 feet; thence N 45°37'51" E, a distance of 3629.23 feet; thence N 34°59'22" E, a distance of 2288.40 feet; thence S 88°58'27" E, a distance of 653.64 feet to the Northwest corner of Section 16, thence continue S 88°58'27" E, a distance of 1703.52 feet; thence S 34°59'22" W, a distance of 3039.10 feet to a point on the West boundary of said Section 16; thence leaving the stated bulkhead line S 00°53'49" W, along said West boundary of Section 16, a distance of 1318.47 feet; thence S 48°01'42" E, a distance of 357.43 feet to a point on the Northerly boundary of a resubdivision of Apollo Beach Unit 8, as recorded in Plat Book 42, Page 58 of the Public Records of Hillsborough County, Florida; thence along said Northerly boundary S 47°33'02" E, a distance of 50.00 feet; thence along an arc to the left a distance of 1362.35 feet with a radius of 2793.82 feet, subtended by a chord of 1348.89 feet, chord bearing S 61°31'13" E; thence S 75°29'23" E, along the North boundary of Apollo Beach Unit 8, Section A, as recorded in Plat Book 35, Page 97 of the Public Records of Hillsborough County, Florida, a distance of 958.41 feet; thence S 75°34'05" E, along the North boundary of Sabal Key Unit 2 as recorded in Plat Book 46, Page 51 of the Public Records of Hillsborough County, Florida, a distance of 1181.81 feet; thence S 01°06'31" W, a distance of 110.85 feet to a point on the North boundary of Section 21; thence along

said North boundary S 89°34'17" E, a distance of 1690.87 feet to the Southwest corner of Section 15; thence N 00°44'36" E, along the West boundary of said Section 15, a distance of 662.52 feet; thence S 89°20'12" E, a distance of 2643.40 feet; thence S 00°48'54" W, a distance of 663.76 feet to a point on the North boundary of Section 22, thence S 89°18'35" E, along said North boundary a distance of 1923.31 feet to a point on the Westerly right of way boundary of U.S. Highway 41 (S.R. 45); thence along said Westerly right of way boundary S 28°38'02" W, a distance of 2577.17 feet; thence N 61°21'58" W, a distance of 200.00 feet; thence S 28°38'02" W, a distance of 100.00 feet; thence S 61°21'58" E, a distance of 200.00 feet; thence S 28°38'02" W, a distance of 769.90 feet; thence N 61°21'58" W, a distance of 18.00 feet; thence S 28°38'02" W, a distance of 1627.50 feet to a point of curvature; thence along an arc to the right a distance of 169.25 feet with a radius of 2714.79 feet subtended by a chord of 169.22 feet, chord bearing S 30°25'12" W; thence S 60°36'58" E, a distance of 13.01 feet to a point on a curve; thence along an arc concave to the Northwesterly, a distance of 246.17 feet with a radius of 2727.79 feet subtended by a chord of 246.09 feet, chord bearing of S 34°46'40" W; thence N 60°36'58" W, a distance of 40.40 feet to a point on a curve; thence along an arc concave to the Northwesterly, a distance of 457.43 feet with a radius of 2687.79 feet, subtended by a chord of 456.88 feet, chord bearing S 42°21'30" W, to a point of tangency; thence S 47°14'02" W, a distance of 229.20 feet; thence N 89°19'12" W, a distance of 134.56 feet; thence S 47°14'02" W, a distance of 243.63 feet; thence S 89°19'12" E, a distance of 200.00 feet thence S 47°14'02" W, a distance of 572.95 feet thence N 89°19'12" W, a distance of 490.64 feet; thence N 00°53'46" E a distance of 271.54 feet; thence N 89°12'12" W, a distance of 439.87 feet; thence N 00°53'46" E, a distance of 290.00 feet, to the Southeast corner of stated Section 21; thence N 89°23'43" W, along the South boundary of said Section 21 also being the centerline of Miller Mac Road (Clay-Gully Road Plat) a distance of 3962.79 feet thence S 00°53'17" W, a distance of 1324.17 feet; thence N 89°22'11" W, a distance of 1320.86 feet to the East boundary of Section 29; thence S 00°53'07" W, along said East boundary, a distance of 1323.58 feet; thence N 89°20'36" W, a distance of 1322.15 feet thence S 00°46'56" W, a distance of 1324.06 feet; thence S 89°21'52" E, a distance of 1319.77 feet; thence S 89°19'10" E, a distance of 2738.91 feet to a point on the stated Westerly right-of-way boundary of U.S. Highway 41 (S.R. 45); thence S 47°14'02" W, along said right-of-way boundary, a distance of 463.05 feet; thence S 47°18'00" W, a distance of 1464.29 feet to a point on the North boundary of Section 33; thence S 89°17'39" E, along said North boundary a distance of 3083.65 feet to a point on the Westerly right-of-way boundary of Seaboard Coastline Railroad; thence S 28°37'33" W, along said Westerly right-of-way a distance of 5791.97 feet to the South boundary of stated Section 33; thence N 89°06'38" W, along said South boundary a distance of 2050.00 feet to the Southwest corner of said Section 33, said point being the POINT OF BEGINNING.

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

to a POINT OF BEGINNING; thence continue along said right-of-way boundary a distance of 726.00 feet; thence S 61°22'27" E, a distance of 300.00 feet; thence S 28°37'33" W, a distance of 726.00 feet; thence N 61°22'27" W, a distance of 300.00 feet to the POINT OF BEGINNING.

AND

Development Pocket 99A

DESCRIPTION: Parcels D, E, and F, ST ANDREWS CLOSE MINOR SUBDIVISION

Containing approximately 3.29 acres

AND

Development Pocket 108 (relocated driving range)

DESCRIPTION: A parcel of land lying in the North 1/2 of Sections 28, Township 31 South, Range 18 East, Hillsborough County, Florida, and a portion of Tracts 47 and 56, RUSKIN TOMATO FARMS, according to the map or plat thereof as recorded in Plat Book 27, Page 110 of the Public Records of Hillsborough County, Florida, and being more particularly described as follows:

Commence at the Southeast corner of Section 29, Township 31 South, Range 18 East, Hillsborough County, Florida, and run thence N.00°51'10"E., 2646.83 feet along the East boundary of said Section 29; thence N.89°17'14"W., 190.17 feet along the South boundary of the Northeast 1/4 of said Section 29 (also being the South boundary of said Tract 55); thence N.00°49'48"E., 653.98 feet to a point on the South boundary of APOLLO BEACH UNIT SIX, as recorded in Plat Book 37, Page 88 of the Public Records of Hillsborough County, Florida ; thence S.89°22'53"E., 76.80 feet along the South boundary of said APOLLO BEACH UNIT SIX to the Southeast corner thereof and the Southwest corner of property of Charles F. and Lori L. Bruno as described in O.R. Book 8631, Page 368, Public Records of Hillsborough County, Florida; thence along the South boundary of the Bruno property S.89°22'53"E., 143.36 feet to the Southeast corner thereof and the POINT OF BEGINNING; thence N.00°54'10"E., 407.84 feet along the East boundary of the Bruno property to the South boundary of property of Patricia Landwehr Corr as recorded in O.R. Book 7588, Page 804, Public Records of Hillsborough County, Florida; thence S.89°22'53"E., 104.62 feet along the South boundary of the Corr property; thence N.00°37'07"E., 403.35 feet along the East boundary of the Corr property to the South right-of-way line of Signet Drive; thence along said Southerly right-of-way line the following three (3) courses: 1) Easterly, 80.36 feet along the arc of a curve to the right having a radius of 345.00 feet and a central angle of 13°20'45" (chord bearing S.67°46'44"E., 80.18 feet) to a point of tangency; 2) S.61°06'22"E., 273.02 feet to a point of curvature; 3) Southerly, 39.27 feet along the arc of a curve to the right having a radius of 25.00 feet and a central angle of 90°00'00" (chord bearing S.16°06'22"E., 35.36 feet) to the right-of-way line Golf and Sea Boulevard; thence along the existing right-of-way line for Golf and Sea Boulevard the following three (3)

courses: 1) S.28°53'38"W., 106.52 feet; 2) S.61°06'22"E., 110.00 feet; thence along the proposed right-of-way line for Golf and Sea Boulevard the following four (4) courses: 1) S.61°06'22"E., 30.00 feet; 2) N.28°53'38"E., 111.52 feet; 3) S.61°06'22"E., 145.48 feet to a point of curvature; 4) Southeasterly, 246.77 feet along the arc of a curve to the right having a radius of 450.00 feet and a central angle of 31°25'13" (chord bearing S.45°23'45"E., 243.69 feet); thence S.67°00'00"W., 281.56 feet; thence S.00°53'15"W., 190.00 feet; thence S.89°22'16"E., 320.00 feet to the proposed right-of-way line of said Golf and Sea Boulevard; thence S.00°53'15"W., 466.23 feet along said proposed right-of-way line; thence N.89°06'45"W., 284.08 feet; thence NORTH, 114.13 feet; thence N.59°17'36"W., 340.36 feet; thence N.54°03'49"W., 284.72 feet; thence N.89°22'53"W., 107.76 feet to the POINT OF BEGINNING. Containing 14.676 acres, more or less and

Com At Nw Cor Of Sw 1/4 S 89 Deg 22 Min 16 Sec E 2 951.33 Ft For Pob N 00 Deg 53 Min 15 Sec E 670.01 3 Ft N 89 Deg 22 Min 16 Sec W 320 Ft N 00 Deg 53 Min 4 15 Sec E 190 Ft N 67 Deg 00 Min 00 Sec E 281.56 Ft 5 Curve To Left Rad 450 Ft Chrd Brg N 45 Deg 23 Min 6 45 Sec W 243.69 Ft N 61 Deg 06 Min 22 Sec W 145.48 7 Ft S 28 Deg 53 Min 38 Sec W 111.52 Ft N 61 Deg 06 8 Min 22 Sec W 30 Ft N 28 Deg 53 Min 38 Sec E 223.96 9 Ft S 89 Deg 22 Min 52 Sec E 2.98 Ft Curve To Left 10 Rad 25 Ft Chrd Brg S 29 Deg 20 Min 59 Sec E 26.32 11 Ft S 61 Deg 06 Min 22 Sec E 150.48 Ft Curve To 12 Right Rad 550 Ft Chrd Brg S 30 Deg 06 Min 33 Sec E 13 566.49 Ft S 00 Deg 53 Min 15 Sec W 743.24 Ft And N 14 89 Deg 22 Min 16 Sec W 100 Ft To Pob Less Rd R/W Containing 1.95 acres, more or less for a total of 16.6 acres

LESS:

The following described properties:

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

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

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

Said parcel containing 5227.19 acres M.O.L. Gross Acreage.
47.07 acres M.O.L. Rights-of-Way.

Total Net Acreage 5180.12
(Plus 99A and 108 totaling 20 M.O.L. acres)

AND ALSO LESS

(ELAPP PROPERTY)

DESCRIPTION :

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

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

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

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

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

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

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

AND ALSO LESS:

(HARBOR BAY - TRACT "V")

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

From the Southwest corner of the Northwest 1/4 of Section 32, Township 31 South, Range 19 East, run thence N.00°53'55"E., 60.00 feet along the West boundary of the Northwest 1/4 of said Section 32; thence S.89°25'58"E., 780.75 feet along the North right-of-way line of Villemaire Road (also being a line 60.00 feet North of and parallel with the South boundary of the Northwest 1/4 of said Section 32) to the **POINT OF BEGINNING**; thence along the Easterly boundary of property deeded to Hillsborough County and recorded in Official Records Book 7073, Page 320, Public Records of Hillsborough County, Florida the following two (2) courses: 1) N.00°36'25"E., 668.30 feet; 2) S.89°16'25"E., 1860.63 feet to the Westerly maintained right-of-way line of Leisey Road; thence N.00°55'35"E., 514.13 feet along said Westerly maintained right-of-way line to the North boundary of a 30 foot wide Drainage Canal as recorded in Deed Book 1106, Page 308, Public Records of Hillsborough County, Florida; thence N.59°07'43"W., 937.77 feet along said Drainage Canal; thence N.31°17'43"W., 2730.60 feet along said Drainage Canal to the West boundary of the aforesaid Section 29; thence N.00°28'03"E., 1168.22 feet along said West boundary to the Northwest corner of the Southwest 1/4 of said Section 29; thence S.89°17'14"E., 622.24 feet along the North

boundary of the Southwest 1/4 of said Section 29 to the Northwest corner of Tract 65, RUSKIN TOMATO FARMS, according to the plat thereof as recorded in Plat Book 27, Page 110, Public Records of Hillsborough County, Florida; thence along the Westerly boundary of said Tract 65, S.48°41'18"E., 1991.58 feet to the Southwest corner of said Tract 65; thence along the South boundary of said Tract 65, S.89°20'09"E., 465.65 feet to the Southeast corner of said Tract 65; thence along the East boundary of said Tract 65, N.00°40'32"E., 1295.64 feet to the Northeast corner of said Tract 65; thence along the North boundary of said Tract 65, N.89°17'14"W., 1612.28 feet to the centerline of a drainage canal; thence along the centerline of said canal the following fourteen (14) courses: 1) N.12°57'40"W., 112.26 feet; 2) N.00°11'29"W., 77.99 feet; 3) N.26°34'39"E., 26.86 feet; 4) N.28°19'33"E., 51.78 feet; 5) N.35°31'21"E., 99.07 feet; 6) N.36°11'35"E., 79.11 feet; 7) N.36°16'26"E., 89.95 feet; 8) N.36°29'54"E., 92.87 feet; 9) N.37°43'25"E., 72.46 feet; 10) N.36°45'54"E., 83.83 feet; 11) N.36°54'42"E., 74.67 feet; 12) N.34°31'46"E., 77.69 feet; 13) N.38°01'31"E., 79.67 feet; 14) N.38°17'39"E., 111.88 feet to a point on the curved Southerly boundary of Biscayne Canal according to the plat of APOLLO BEACH - UNIT SIX, as recorded in Plat Book 37, Page 88, Public Records of Hillsborough County, Florida; thence along the Southerly boundary of said Apollo Beach Unit Six, the following four (4) courses: 1) Southeasterly, 1328.34 feet along the arc of a curve to the left having a radius of 1305.00 feet and a central angle of 58°19'14" (chord bearing S.60°18'45"E., 1271.74 feet) to a point of tangency; 2) S.89°28'22"E., 1374.19 feet to a point of curvature; 3) Northeasterly, 723.06 feet along the arc of a curve to the left having a radius of 788.28 feet and a central angle of 52°33'18" (chord bearing N.64°14'59"E., 697.97 feet); 4) S.89°22'53"E., 442.25 feet; thence S.00°49'48"W., 653.98 feet to the South boundary of the Northeast 1/4 of said Section 29, said point also being the North boundary of Tract 63, of the aforesaid RUSKIN TOMATO FARMS; thence along the North boundary of said Tract 63, N.89°17'14"W., 1131.95 feet; thence along the West boundary of said Tract 63, S.00°46'49"W., 1294.53 feet; thence along the South boundary of said Tract 63, S.89°20'09"E., 1319.65 feet; thence along the South boundary of the aforesaid Tract 62, S.89°19'05"E., 1051.37 feet; thence S.00°53'15"W., 60.00 feet along the Southerly projection of the West boundary of the East 269.17 feet of said Tract 62, to a point on the South right-of-way line of Leisey Road (North boundary of Tract 71 of said RUSKIN TOMATO FARMS); thence S.89°19'05"E., 1562.31 feet along said South right-of-way line (North boundary of Tracts 71 and 72 of said RUSKIN TOMATO FARMS) to the intersection right-of-way for Leisey Road with U.S. Highway No. 41 (S.R. 45); thence S.41°51'46"E., 65.34 feet along said intersection right-of-way line; thence along the Westerly right-of-way line of said U.S. Highway No.41 the following six (6) courses: 1) S.47°13'56"W., 349.59 feet; 2) S.47°17'54"W., 4033.93 feet to a point of curvature; 3) Southwesterly, 990.76 feet along the arc of a curve to the right having a radius of 11409.16 feet and a central angle of 04°58'32" (chord bearing S.49°47'10"W., 990.45 feet); 4) N.37°43'34"W., 18.00 feet to a point on a curve; 5) Southwesterly, 81.61 feet along the arc of said curve to the right having a radius of 11391.16 feet and a central angle of 00°24'38" (chord bearing S.52°28'44"W., 81.61 feet); 6) S.77°22'04"W., 129.32 feet to the North right-of-way line of the aforesaid Villemaire Road; thence N.89°25'58"W., 3401.98 feet along

said North right-of-way line (also being a line 60.00 feet North of and parallel with the South boundary of the Northwest 1/4 of said Section 32) to the **POINT OF BEGINNING**.

Containing 561.496 acres, more or less.

AND ALSO LESS:

(HARBOR BAY - TRACT "W")

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

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

Containing 50.515 acres, more or less.

ALTOGETHER containing 3488.6 acres, more or less.

AND ALSO LESS THE TWO FOLLOWING DESCRIBED PARCELS:

DICKMAN

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

PARCEL A

From the Southwest corner of said Section 33, run thence along the West boundary of said Section 33, N.00°28'54"E., 94.37 feet; thence S.89°31'06"E., 30.00 feet to a point on the Easterly right-of-way line of 12th STREET N.E., said point also being the **POINT OF BEGINNING**; thence along said Easterly right-of-way line the following four (4) courses: 1) along a line lying 30.00 feet East of and parallel with said West boundary of Section 33, N.00°28'54"E., 2538.91 feet; 2) N.89°25'58"W., 2.26 feet; 3) N.01°10'14"E., 488.02 feet; 4) N.05°28'29"E., 187.04 feet to a point on the Southeasterly right-of-way line of U.S. HIGHWAY NO. 41; thence along said Southeasterly right-of-way line, N.47°17'54"E., 1752.09 feet; thence S.89°17'28"E., 1139.57 feet; thence N.02°05'17"E., 569.99 feet; thence along a line lying 30.00 feet South of and parallel with the

North boundary of the aforesaid Section 33 the following two (2) courses: 1) S.89°17'18"E., 523.01 feet; 2) S.89°28'33"E., 1305.33 feet to a point on the Westerly boundary of a Hillsborough County Drainage right-of-way, as recorded in Deed Book 1233, Page 323, Public Records of Hillsborough County, Florida, said point hereinafter referred to as **POINT "A"**; thence along said Westerly boundary the following three (3) courses: 1) SOUTH, 778.92 feet; 2) S.28°37'25"W., 1496.17 feet; 3) S.61°22'35"E., 30.00 feet to a point on the Northwesterly boundary of a Railroad right-of-way for SEABOARD COASTLINE RAILROAD; thence along said Northwesterly boundary S.28°37'25"W., 3315.54 feet to a point on the Northerly right-of-way line of 19th AVENUE; thence along said Northerly right-of-way line the following four (4) courses:

1) N.88°53'27"W., 1144.45 feet to a point of curvature; 2) Westerly, 230.72 feet along the arc of a curve to the left having a radius of 68,799.94 feet and a central angle of 00°11'32" (chord bearing N.88°59'13"W., 230.72 feet); 3) S.00°55'01"W., 5.00 feet to a point on a curve; 4) Westerly, 644.73 feet along the arc of said curve to the left having a radius of 68,794.94 feet and a central angle of 00°32'13" (chord bearing N.89°21'05"W., 644.73 feet) to a point on the aforesaid Easterly right-of-way line of 12th STREET N.E.; thence along said Easterly right-of-way line, N.26°06'22"W., 55.86 feet to the **POINT OF BEGINNING**.

Containing 336.495 acres, more or less.

TOGETHER WITH THE FOLLOWING DESCRIBED PARCEL:

PARCEL B:

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

Containing 4.153 acres, more or less.

Altogether containing 340.648 acres, more or less.

AND ALSO LESS THE FOLLOWING DESCRIBED PARCEL:

PARCEL C

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

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

Containing 2.852 acres, more or less.

AND ALSO LESS THE FOLLOWING DESCRIBED PARCEL:

SCHOOL SITE

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

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

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

LESS the Following:

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

Containing 33.308 acres, more or less.

ALTOGETHER containing 3111.8 acres, more or less.
(Plus 99A and 108 totaling 20 acres)

AGC-AB-001

P:\APOLLO BEACH\APOLLODICKMAN-DRI-REMOVE

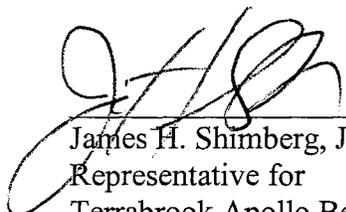
VBR	July 22, 1998
VBR	(Revised) September 10, 1998
VBR	(Revised Title) January 19, 1999
VBR	(Revised) June 30, 2000
VBR	(Revised) July 19, 2000
VBR	(Revised) August 23, 2000
VBR	Revised October 22, 2002

EXHIBIT C
DEVELOPER'S CERTIFICATION

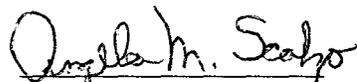
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I hereby certify that on this day before me, the undersigned notary public authorized in the State and County named above to administer oaths and take acknowledgements, personally appeared James H. Shimberg, Jr. as representative for Terrabrook Apollo Beach LP representing the applicant of the Notification of Proposed Change to a Previously Approved Development of Regional Impact (DRI) Subsection 380.06(19), Florida Statutes, for Apollo Beach DRI # 59/209, ("NOPC") to me well known, who being by me first duly sworn, says upon oath as stated below:

- 1) James H. Shimberg, Jr. as representative Terrabrook Apollo Beach LP filed the NOPC on June 28, 2002.
- 2) The Notice of Change was filed with all persons as required by law.


James H. Shimberg, Jr.
Representative for
Terrabrook Apollo Beach LP

Sworn to and subscribed before me on this 5th day of November 2002, by James H. Shimberg, Jr. as representative for Terrabrook Apollo Beach LP and he is personally known to me.


Notary Public
My Commission Expires:



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

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



759

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

October 22, 2001

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

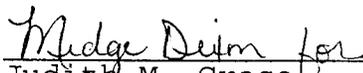
Re: Resolution No.R01-200 - Amending the Development Order for
Apollo Beach (DRI #59)

Dear Mr. Meyer:

Attached is a certified original of referenced resolution, which
was adopted by the Hillsborough County Board of County
Commissioners on September 25, 2001.

We are providing this original for your files.

Sincerely,



Judith M. Grose
Manager, BOCC Records

jjg
Attachment
Certified Mail7000 0600 0029 5053 9138
cc: Board files (orig.)

J. Thomas Beck, Florida Department of Community Affairs
Susan Fernandez, Senior Assistant County Attorney
John Healy, Senior Planner, Planning & Growth Management
Michael Dady, Assistant VP, Terrabrook (for developer)
Jim Shimberg, Esquire, Holland & Knight Law Firm
Beth Novak, County Attorney's Office

**AMENDMENT TO CONSOLIDATED DEVELOPMENT ORDER
APOLLO BEACH DRI**

RESOLUTION NO. R01-200

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, AMENDING THE DEVELOPMENT ORDER (RESOLUTION NO. R97-169) PREVIOUSLY AS AMENDED, FOR THE APOLLO BEACH DEVELOPMENT OF REGIONAL IMPACT (DRI #59) ADOPTED BY HILLSBOROUGH COUNTY ON JULY 15, 1997, AMENDING CONDITIONS OF APPROVAL PURSUANT TO CHAPTER 380, FLORIDA STATUTES; AND EXTENDING THE BUILDOUT DATE OF PHASE I HEREOF.

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

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

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

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

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

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

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

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

WHEREAS, on March 23, 1999, Hillsborough County approved amendments (Resolution No. R99-052) to Resolution No. R97-169 deleting approximately 612 acres contained in Phases II and III from the Apollo Beach DRI and including them in a separate new DRI development order for the Harbor Bay DRI (Resolution No. R99-051), and making conforming amendments to the Apollo Beach DRI; and, on February 22, 2000, Hillsborough County approved amendments (Resolution No. R2000-28) to the Apollo Beach DRI changing certain commercial uses to multifamily uses and making other minor changes; and,

WHEREAS, on January 23, 2001 Terrabrook, Apollo Beach, L.P., the developer of the Harbor Bay DRI; (1) deleted approximately 374.4 acres within the Apollo Beach DRI from that DRI and (2) added that land to the Harbor Bay DRI, and (3) made conforming changes to the Apollo Beach DRI development order to reflect the deletion of those lands; and,

WHEREAS, Peter Irving as representative of Sunset Isle, Ltd., a developer within Apollo Beach DRI on April 6, 2001 has filed a Notice of Proposed Change (Notification) requesting an extension in time for the Phase I portion of Apollo Beach DRI # 59/209 to December 29, 2006; and to amend the existing trade off mechanism; and,

WHEREAS, the Hillsborough County Board of County Commissioners gave notice and held a public hearing on September 25, 2001, on the Notification, as required by Section 380.06, F.S., and other regulations, and provided the public and other interested parties an opportunity to be heard and present evidence concerning the proposed Notification; and,

WHEREAS, the Hillsborough County Board of County Commissioners, at its public hearing held on September 25, 2001, approved the requested extension in time for the Phase I portion of Apollo Beach DRI # 59/209 for five (5) years, for the period consisting of December 29, 2001 to December 29, 2006; and

WHEREAS, the Hillsborough County Board of County Commissioners, at its public hearing held on September 25, 2001, accepted Staff's recommendation to continue a component of the Notification requesting to amend the existing trade off mechanism, to its public hearing scheduled for November 13, 2001.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS 25th DAY OF September, 2001:

Section 1. The change to Resolution No. R99-052 proposed by Sunset Isle, Ltd. does not constitute a substantial deviation to the Apollo Beach DRI pursuant to Section 380.06(14), F.S.

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

a. The Specific Conditions in the development order in Section IV of Resolution Nos. R97-169, R99-052 and R2000-28, and R2001-009 are amended as follows:

1. Section IV.A. Phasing schedule and Deadlines is revised to:

a. Substitute the following chart in Paragraph 1

(development order p. 8 of Resolution No. R97-169):

PHASE IA		UNITS PM PEAK HOUR TRIPS			
		SQ. FT.	TOTAL	ENTERING	EXITING
Existing Development	12/31/1996				
RESIDENTIAL UNITS	BUILT	607	549	357	192
COMMERCIAL	SQ. FT.	225,072	1,100	550	550
OFFICE	SQ. FT.	0			
INDUSTRIAL	SQ. FT.	0			
MARINA*	NO. SLIPS	64	15	9	6
	TOTAL TRIPS		1664	916	748
PHASE IB					
(remainder of DRI # 59)	12/29/2004				
	12/29/2006				
RESIDENTIAL UNITS	SFD	1,689	1,371	877	494
	**MF		0	0	0
COMMERCIAL	SQ. FT.	515,392	1,853	890	963
COMMERCIAL***	SQ. FT.	130,000	776	388	388
OFFICE***	SQ. FT.	140,000	281	48	233
INDUSTRIAL	SQ. FT.	0	0	0	0
MARINA*	NO. SLIPS	22	2	1	1
	TOTAL TRIPS		4,283	2,204	2,079
PHASE II (DRI # 209)	12/29/2006				
RESIDENTIAL UNITS	SFD	30	36	23	13
INDUSTRIAL	SQ. FT.	0	0	0	0
	TOTAL TRIPS		36	23	13
TOTAL ****					
RESIDENTIAL UNITS	SFD	2,326	1,956	1,257	699
	MF**	0	0	0	0
COMMERCIAL	SQ. FT.	870,464	3,729	1,828	1,901
OFFICE	SQ. FT.	140,000	281	48	233
INDUSTRIAL	SQ. FT.	0	0	0	0
MARINA*	NO. SLIPS	86	17	10	7
	TOTAL TRIPS		5,983	3,143	2,840

*Any expansion of either wet or dry commercial boat slips within the project will be counted cumulatively with the previously approved slips in any DRI determination

**Applicant may develop single or multi-family development within select identified areas

***Applicant may develop in office areas subject to no increase in overall PM Peak or PM Peak directional trips

****Removes 331 Phase IB SF units, 397 MF units, and 1452 SF units from Phase II and III

Section 3. The provisions of Resolution No. R97-169, as previously amended by Resolution No. 99R-052, that are not amended herein shall remain in full force and effect.

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

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

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

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

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk for the Circuit Court and Ex-officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its regular meeting of September 25, 2001 as same appears of record in Minute Book 304 of the Public Records of Hillsborough County, Florida,

WITNESS my hand and official seal this 22nd day of October, 2001.

ATTEST: RICHARD AKE, CLERK

By: Judene Gregory
Deputy Clerk



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

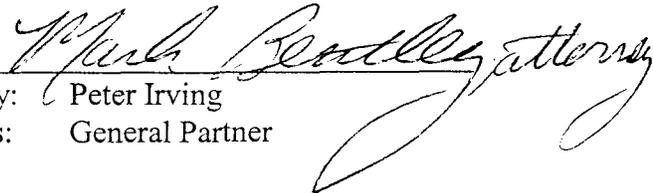
DEVELOPER'S CERTIFICATION

**STATE OF FLORIDA
COUNTY OF HILLSBOROUGH**

I hereby certify that on this day before me, the undersigned notary public authorized in the State and County named above to administer oaths and take acknowledgments, personally appeared Mark Bentley, Esquire as the Authorized Representative for Peter Irving, General Partner, Sunset Isle, Ltd., the applicant of the Notification of Proposed Change to a Previously Approved Development of Regional Impact (DRI) Subsection 380.06(19), Florida Statutes, for Apollo Beach DRI #59/209 (NOPC), to me well known, who being by me first duly sworn, says upon oath as stated below:

1. Peter Irving, General Partner, Sunset Isle, Ltd., filed the NOPC on April 6, 2001.
2. The Notice of Change was filed with all persons as required by law.

SUNSET ISLE, LTD.


By: Peter Irving
Its: General Partner

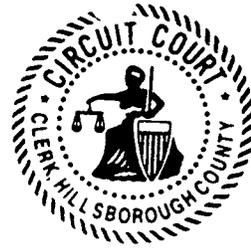
**STATE OF FLORIDA
COUNTY OF HILLSBOROUGH**

The foregoing instrument was acknowledged before me this 9th day of October, 2001 by Mark Bentley, Esquire as Authorized Representative for Peter Irving of Sunset Isle, Ltd., who is personally known to me, or has produced _____ as identification and did not take an oath.


Notary Public
Printed Name: HEATHER CACCIABAUDO
My Commission Expires:



Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



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

February 20, 2001

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

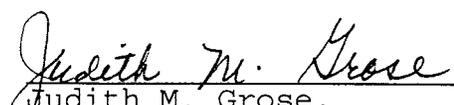
Re: Resolution No. R01-009 - Amending the Development Order for
Apollo Beach (DRI #59)

Dear Mr. Meyer:

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

We are providing this original for your files.

Sincerely,



Judith M. Grose,
Manager, BOCC Records

md
Attachment
Federal Express AB#805649480320
cc: Board files (orig.)
J. Thomas Beck, Florida Department of Community Affairs
Michael Dady, Assistant Vice President, Terrabrook, Apollo
Beach, L.P.
Jim Shimberg, Esq., Holland & Knight
Elizabeth C. Bowman, Hopping Green Sams & Smith
Susan J. Fernandez, Senior Assistant County Attorney
John Healy, Senior Planner, Planning & Growth Management
Beth Novak, County Attorney's Office

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

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

WHEREAS, on March 23, 1999, Hillsborough County approved amendments (Resolution No. R99-052) to Resolution No. R97-169 deleting approximately 612 acres contained in Phases II and III from the Apollo Beach DRI and including them in a separate new DRI development order for the Harbor Bay DRI (Resolution No. R99-051), and making conforming amendments to the Apollo Beach DRI; and

WHEREAS, on February 22, 2000, Hillsborough County approved amendments (Resolution No. R00-28) to the Apollo Beach DRI changing certain commercial uses to multifamily uses and making other minor changes; and

WHEREAS, Terrabrook, Apollo Beach, L.P. (Terrabrook) is the current owner and developer of approximately 376.8 acres within the Apollo Beach DRI and also is the current owner and developer of the Harbor Bay DRI; and

WHEREAS, on July 27, 2000, Terrabrook filed a Notification of Proposed Change (Notification) to the Apollo Beach and Harbor Bay DRIs pursuant to Section 380.06(19), F.S., and requested that the County (1) delete approximately 376.8 acres within the Apollo Beach DRI from that DRI and (2) add that land to the Harbor Bay DRI, and (3) make conforming changes to the Apollo Beach DRI development order to reflect the deletion of those lands.

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

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS 23RD DAY OF JANUARY 2001.

Section 1. The changes to Resolution Nos. R97-169 and R99-052 proposed by Terrabrook do not constitute a substantial deviation to the Apollo Beach DRI pursuant to Section 380.06(14), F.S.

Section 2. The changes to the Harbor Bay DRI proposed by Terrabrook do not constitute a substantial deviation to that DRI and they have been approved by the County concurrently with this Resolution.

Section 3. The consolidated development order for the Apollo Beach DRI approved July 15, 1997, as previously amended on March 23, 1999, is further amended as follows:

- a. The attached Exhibit A (Revised 2000), which is the legal description for the Apollo Beach DRI shall be substituted for that exhibit contained in Resolution No. R99-052.
- b. The attached Exhibit B (Revised 2000) which is the master plan for the Apollo Beach DRI, shall be substituted for that exhibit contained in Resolution No. R99-052.
- c. The attached Exhibit D (Revised 2000), which is a preservation map, shall be substituted for that exhibit in Resolution No. R99-052.
- d. The Specific Conditions in the development order in Section IV of Resolution Nos. R97-169, R99-052 and R00-28 are amended as follows:
 1. Section IV.A. Phasing schedule and Deadlines is revised to:
 - a. Substitute the following chart in Paragraph 1 (development order p. 8 of Resolution No. R97-169):

PHASE IA		UNITS	PM PEAK HOUR TRIPS		
		SQ. FT.	TOTAL	ENTERING	EXITING
Existing Development	12/31/1996				
RESIDENTIAL UNITS	BUILT	607	549	357	192
COMMERCIAL	SQ. FT.	225,072	1,100	550	550
OFFICE	SQ. FT.	0			
INDUSTRIAL	SQ. FT.	0			
MARINA*	NO. SLIPS	78	15	9	6
	TOTAL TRIPS		1664	916	748
PHASE IB					
(remainder of DRI # 59)	12/29/2001				
RESIDENTIAL UNITS	SFD	1,689	1,371	877	494
	MF	**	0	0	0
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MARINA*	NO. SLIPS	8	2	1	1
	TOTAL TRIPS		4,283	2,204	2,079
PHASE II (DRI # 209)					
	12/29/2006				
RESIDENTIAL UNITS	SFD	30	36	23	13
INDUSTRIAL	SQ. FT.	0	0	0	0
	TOTAL TRIPS		36	23	13
TOTAL ****					
RESIDENTIAL UNITS	SFD	2,326	1,956	1,257	699
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OFFICE	SQ. FT.	140,000	281	48	233
INDUSTRIAL	SQ. FT.	0	0	0	0
MARINA*	NO. SLIPS	86	17	10	7
	TOTAL TRIPS		5,983	3,143	2,840

*Any expansion of either wet or dry commercial boat slips within the project will be counted cumulatively with the previously approved slips in any DRI determination

**Applicant may develop single or multi-family development within select identified areas

***Applicant may development in office areas subject to no increase in overall PM Peak or PM Peak directional trips

****Removes 331 Phase IB SF units, 397 MF units, and 1452 SF units from Phase II and III

- b. [Delete references to Phase III on p. 9 of Resolution R97-169]
2. Section IV.B. Transportation is revised to:
 - a. [Delete paragraphs 2, and 3.a. and 3.b.]
3. Section IV.D. Public Facilities is revised to:
 - a. [Delete paragraph D.1.a.-d. and redesignate subparagraph D.1.e. to become D.1.a.]
 - b. [Delete from the second sentence of subparagraph D.2.e. to the end of that subparagraph.]
 - c. [Delete subparagraphs D.3. a.-c. and redesignate subparagraphs D.3.d.-f. As D.3. a.-c.]
4. Section IV.C. [should be E] Hurricane Preparedness is revised to:
 - a. [Delete references to Phase III in subparagraph C.2. and C.4.; delete subparagraph C.3.; redesignate subparagraph C.4. as C.3.]

Section 4. The provisions of Resolution No. R97-169, as previously amended by Resolution No. R99-052 and R00-28, that are not amended herein shall remain in full force and effect.

Section 5. A certified copy of this Resolution, with all exhibits, shall be sent by the County by certified mail, return receipt requested, to the developers, the Florida Department of Community Affairs and Tampa Bay Regional Planning Council within thirty days of its adoption by the Board.

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

Section 7. In the event that any portion or section of this Resolution is determined to be invalid, illegal, or unconstitutional by a court of competent jurisdiction, such decision shall in

no manner affect the remaining portions or sections of this development order which shall remain in full force and effect.

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

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk for the Circuit Court and Ex-officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its _____
regular meeting of January 23, 2001 as same appears of record in Minute Book of the Public Records of Hillsborough County, Florida,

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

ATTEST: RICHARD AKE, CLERK

By: Mildred K. Duym
Deputy Clerk



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

EXHIBIT A (Revised 2000)

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

LEGAL DESCRIPTION:

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

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

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

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

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

LESS:

The following described properties:

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

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

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

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

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

Total Net Acreage 5180.12

AND ALSO LESS

(ELAFF PROPERTY)

DESCRIPTION :

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

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

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

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

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

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

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

AND ALSO LESS:

(HARBOR BAY - TRACT "V")

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

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

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

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

Containing 561.496 acres, more or less.

AND ALSO LESS:

(HARBOR BAY - TRACT "W")

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

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

Containing 50.515 acres, more or less.

ALTOGETHER containing 3488.6 acres, more or less.

AND ALSO LESS THE TWO FOLLOWING DESCRIBED PARCELS:

DICKMAN

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

PARCEL A

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

Containing 336.495 acres, more or less.

TOGETHER WITH THE FOLLOWING DESCRIBED PARCEL:

PARCEL B:

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

Containing 4.153 acres, more or less.

Altogether containing 340.648 acres, more or less.

AND ALSO LESS THE FOLLOWING DESCRIBED PARCEL:

PARCEL C

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

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

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

Containing 2.852 acres, more or less.

AND ALSO LESS THE FOLLOWING DESCRIBED PARCEL:

SCHOOL SITE

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

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

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

LESS the Following:

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

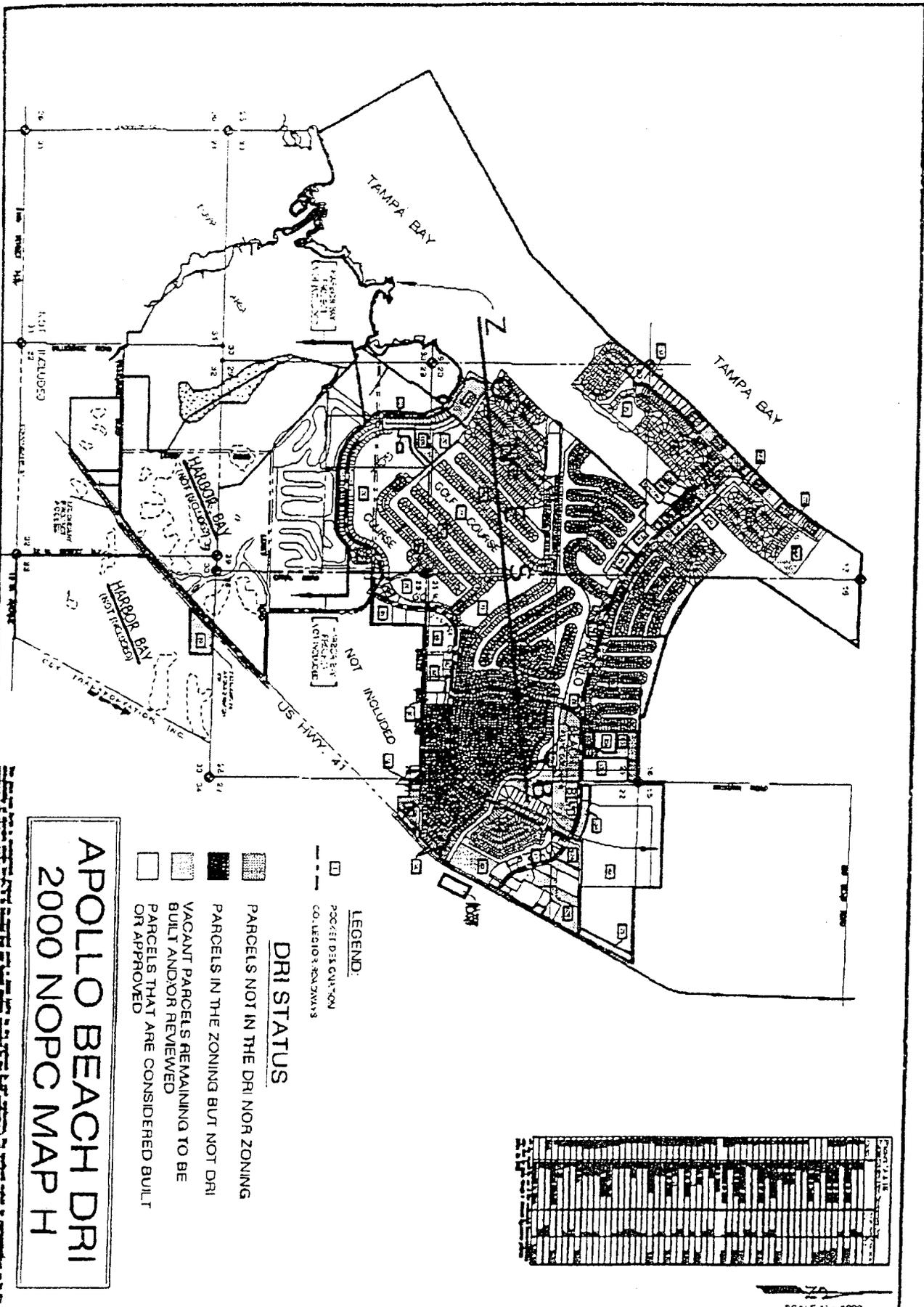
Containing 33.308 acres, more or less.

ALTOGETHER containing 3111.8 acres, more or less.

AGC-AB-001

P:\APOLLO BEACH\APOLLODICKMAN-DRI-REMOVE

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



**APOLLO BEACH DRI
2000 NOPC MAP H**

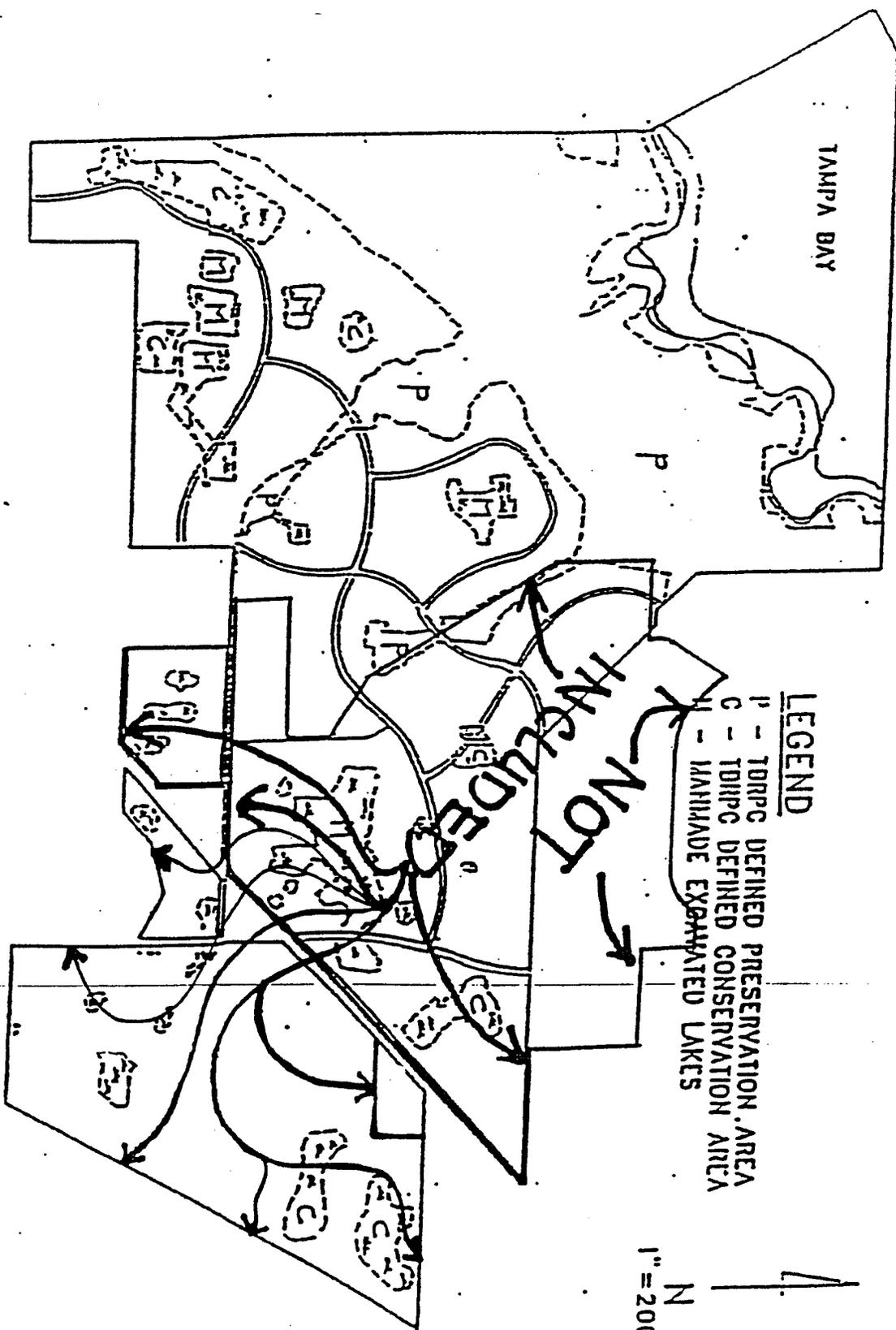
- LEGEND:**
- PROJECT DESIGN CO. REGIONAL PLANNERS
 - DRI STATUS**
 - ▨ PARCELS NOT IN THE DRI NOR ZONING
 - ▩ PARCELS IN THE ZONING BUT NOT DRI
 - ▧ VACANT PARCELS REMAINING TO BE BUILT AND/OR REVIEWED
 - ▦ PARCELS THAT ARE CONSIDERED BUILT OR APPROVED

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	31	32	33	34	35	36	37	38	39	40	41	42	43	44	45	46	47	48	49	50	51	52	53	54	55	56	57	58	59	60	61	62	63	64	65	66	67	68	69	70	71	72	73	74	75	76	77	78	79	80	81	82	83	84	85	86	87	88	89	90	91	92	93	94	95	96	97	98	99	100
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SCALE 1" = 1000'

SCAROLA ASSOCIATES

NO. 1	DATE	DESCRIPTION	BY	CHECKED
1	11/13/00	ISSUED FOR REVIEW	J. SCAROLA	
2	11/13/00	REVISED	J. SCAROLA	
3	11/13/00	REVISED	J. SCAROLA	
4	11/13/00	REVISED	J. SCAROLA	
5	11/13/00	REVISED	J. SCAROLA	
6	11/13/00	REVISED	J. SCAROLA	
7	11/13/00	REVISED	J. SCAROLA	
8	11/13/00	REVISED	J. SCAROLA	
9	11/13/00	REVISED	J. SCAROLA	
10	11/13/00	REVISED	J. SCAROLA	



LEGEND

- P - TDPRC DEFINED PRESERVATION AREA
- C - TDHPC DEFINED CONSERVATION AREA
- X - MANMADE EXPANDED LAKES

1" = 2000'
N

Exhibit "D"

SCAROLA ASSOCIATES

ONE SWEETWATER BLVD

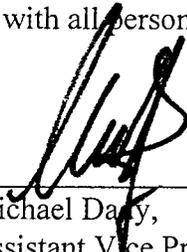
1 of 2

DEVELOPER CERTIFICATION

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

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

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



Michael Dady,
Assistant Vice President
Representative for Terrabrook

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



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



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

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



#59

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

March 17, 2000

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

Re: Resolution No. R00-028 - Amending the Development Order for
Apollo Beach (DRI #59)

Dear Mr. Meyer:

Attached is a certified original of referenced resolution, which
was adopted by the Hillsborough County Board of County
Commissioners on February 22, 2000.

We are providing this original for your files.

Sincerely,

Susan Boleman,
Deputy Clerk, BOCC Records

md

Attachment

Certified Mail P 220 536 116

cc: Board files (orig.)

J. Thomas Beck, Florida Department of Community Affairs

Michael L. Peterson, Esquire

Susan Fernandez, Assistant County Attorney

John Healy, Senior Planner, Planning & Growth Management

Beth Novak, County Attorney's Office

WHEREAS, Lantern Bay Development, Inc., is the authorized owner for the 4.9 +/- acres described as Pocket 80C and a portion of Pocket 79, and intends to develop this property as a 94 unit multi-family development with ancillary clubhouse and executive office suites.

WHEREAS, on December 15, 1999, Lantern Bay Development, Inc. filed a Notification of Proposed Change (Notification) to the Apollo Beach DRI pursuant to Section 380.06(19) F.S., and requested the County (1) revise Pocket 80C designation from commercial to multi-family uses and (2) recognize the "executive office use" on the second floor of the ancillary clubhouse for the 4.9 acre project known as "Lantern Bay", and (3) to revise the existing DRI to reflect the change to the pocket designation.

WHEREAS, the Hillsborough County Board of County Commissioners gave notice and held a public hearing on February 22, 2000, on the Notification, as required by Section 380.06, F.S. and other regulations, and provided the public and other interested parties as opportunity to be heard and present evidence concerning the proposed Notification.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS 22 DAY OF February, 2000:

1. The changes to Resolutions Numbered R99-052 and R97-169 proposed by Lantern Bay Development, Inc., do not constitute a substantial deviation to the Apollo Beach DRI (DRI #59), pursuant to Section 380.06(14) F.S.

2. The development order for the Apollo Beach DRI approved July 15, 1997 and revised March 23, 1999, is further amended as follows:

a. The Specific Condition in the development order in Section IV of Resolutions Numbered R97-169 and R99-052 are amended as follows:

1. Section IV.A. Phasing schedule and Deadlines is revised to:

a. Substitute the following chart in Paragraph 1 (development order, page 8):

Phase 1A		Units	PM Peak Hour Trips		
		Sq. Ft.	Total	Entering	Exiting
Existing Development	12/31/86				
RESIDENTIAL UNITS	BUILT	607	549	357	192
COMMERCIAL	SQ. FT	225,072	1,100	550	550
OFFICE	SQ. FT	0			
INDUSTRIAL	SQ. FT	0			
MARINA*	# SLIPS	78	15	9	6
	TOTAL TRIPS		1,664	916	748

Phase 1B					
(remainder of DRI 59)	12/29/01				
RESIDENTIAL UNITS	SFD	1,689	1,371	877	494
	MF	0	0	0	0
COMMERCIAL	SQ. FT	515,392	1,853	890	963
COMMERCIAL ***	SQ. FT	130,000	776	388	388
OFFICE	SQ. FT	140,000	281	48	233
INDUSTRIAL	SQ. FT	0	0	0	0
MARINA*	# SLIPS	8	2	1	1
	TOTAL TRIPS		4,297	2,260	2,037
Phase 1B (DRI 209)	12/29/06				
RESIDENTIAL UNITS	SFD	368	350	228	122
	MF	0	0	0	0
COMMERCIAL	SQ. FT	0	0	0	0
COMMERCIAL	SQ. FT	0	0	0	0
COMMERCIAL	SQ. FT	0	0	0	0
OFFICE ***	SQ. FT	0	0	0	0
INDUSTRIAL	SQ. FT	574,992	563	68	495
	TOTAL TRIPS		913	296	617
TOTAL ***					
RESIDENTIAL UNITS	SFD	2,664	2,270	1,462	808
	MF***	0	0	0	0
COMMERCIAL	SQ. FT	870,464	3,729	1,828	1,901
OFFICE	SQ. FT	140,000	281	48	233
INDUSTRIAL	SQ. FT	574,992	563	68	495
MARINA*	# SLIPS	86	17	10	7
	TOTAL TRIPS		6,870	3,416	3,444

* Any expansion of either wet or dry commercial boat slips within the project will be counted cumulatively with the previously approved slips in any DRI determination

** Applicant may develop single family or multi-family development within select identified areas

*** Applicant may develop in office areas subject to no increase in overall PM Peak or PM Peak directional trips

b. The attached Exhibit "A" (revised master plan for the Apollo Beach DRI #59) shall be substituted for that exhibit contained in Resolutions Numbered R 97-169 and R99-052.

3. The provisions of Resolutions Numbered R97-169 and R99-052 that are not amended by this Resolution shall remain in full force and effect.

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

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

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

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

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk for the Circuit Court and Ex-officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its Regular meeting of February 22, 2000, as same appears of record in Minute Book of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 17th day of March, 2000.

ATTEST: RICHARD AKE, CLERK

By: Mildred K. Dixon
Deputy Clerk



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

AFFIDAVIT

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I hereby certify that on this day before me, the undersigned notary public authorized in this State and County named above to administer oaths and take acknowledgments, personally appeared Michael L. Peterson, as attorney for Lantern Bay Development, Inc., the applicant for the Apollo Beach Notice of Proposed Change, who being by me first duly sworn, says upon oath as stated below:

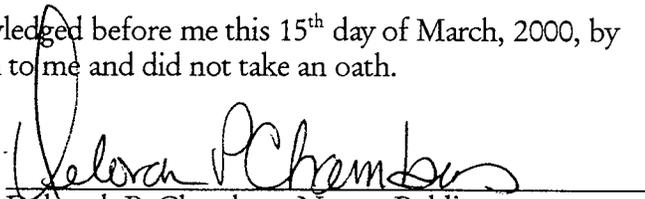
1. Lantern Bay Development, Inc., filed its Notice of Proposed Change ("NOPC") for the Apollo Beach DRI (#59) on December 14, 1999. This NOPC included the request to allow "multi-family" zoning on Pocket 80C.
2. The aforementioned application was filed with Hillsborough County, the State of Florida Department of Community Affairs ("DCA"), and the Tampa Bay Regional Planning Council ("TBRPC") as required by law.



Michael L. Peterson, Esq.
Attorney for Lantern Bay Development, Inc.

State of Florida
County of Hillsborough

The foregoing instrument was acknowledged before me this 15th day of March, 2000, by Michael L. Peterson, who is personally known to me and did not take an oath.



Deborah P. Chambers, Notary Public
State of Florida at large

Deborah P. Chambers
Notary Public State of Florida
Commission No. CC578375
My Commission Exp. Aug. 24, 2000

Deborah P. Chambers
Notary Public State of Florida
Commission No. CC578375
My Commission Exp. Aug. 24, 2000



~~Handwritten scribble~~ #59

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

April 22, 1999

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

Re: Resolution No. R99-052 - Amending the Development Order for
Apollo Beach (DRI #59)

Dear Mr. Butts:

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

We are providing the original for your files.

Sincerely,

JM Judith M. Grose
Senior Manager, BOCC Records

sb

Attachment

Certified Mail P 220 536 044

cc: Board files (orig.)

J. Thomas Beck, Florida Department of Community Affairs

Jim Shimberg, Jr., Attorney, Holland & Knight

Susan Fernandez, Senior Assistant County Attorney

Kevin Mineer, Principal Planner, Planning & Growth Management

Beth Novak, County Attorney's Office

AMENDMENTS TO CONSOLIDATED DEVELOPMENT ORDER
APOLLO BEACH DRI

RESOLUTION NO. R99- 052

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, AMENDING THE DEVELOPMENT ORDER (RESOLUTION NO. R97-164) FOR THE APOLLO BEACH DEVELOPMENT OF REGIONAL IMPACT (DRI #59) ADOPTED BY HILLSBOROUGH COUNTY ON JULY 15, 1997, TO DELETE CERTAIN LANDS AND DEVELOPMENT THEREON; AMENDING CONDITIONS OF APPROVAL PURSUANT TO CHAPTER 380, FLORIDA STATUTES; AND ESTABLISHING AN EFFECTIVE DATE HEREOF.

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

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

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

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

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

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

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

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

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

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

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

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS 23 DAY OF March, 1999:

Section 1. The changes to Resolution No. R97-164 proposed by Atlantic Gulf do not constitute a substantial deviation to the Apollo Beach DRI pursuant to Section 380.06(14), F.S. (1997).

Section 2. A separate DRI development order (Resolution No. R99-051) for the new project to be developed by Atlantic Gulf and the land to be deleted from the Apollo Beach DRI has been approved by the County concurrently with this Resolution.

Section 3. The consolidated development order for the Apollo Beach DRI approved July 15, 1997 is further amended as follows:

- a. The attached Exhibit A (revised legal description for the Apollo Beach DRI) shall be substituted for that exhibit contained in Resolution No. R97-164.
- b. The attached Exhibit B (revised master plan for the Apollo Beach DRI) shall be substituted for that exhibit contained in Resolution No. R97-164.
- c. The attached Exhibit D shall be substituted for that exhibit in Resolution No. R97-164.

d. The Specific Conditions in the development order in Section IV of Resolution No. R97-164 are amended as follows:

1. Section IV.A. Phasing schedule and Deadlines is revised to:

a. Substitute the following chart in Paragraph 1 (development order p. 8):

		UNITS	PM PEAK HOUR TRIPS		
		SQ. FT.	TOTAL	ENTERING	EXITING
PHASE IA					
Existing Development	12/31/96				
RESIDENTIAL UNITS	BUILT	607	549	357	192
COMMERCIAL	SQ. FT.	225,072	1,100	550	550
OFFICE	SQ. FT.	0			
INDUSTRIAL	SQ. FT.	0			
MARINA*	NO. SLIPS	78	15	9	6
		TOTAL TRIPS	1,664	916	748
PHASE IB					
(remainder of DRI # 59)	12/29/01				
RESIDENTIAL UNITS	SFD	1,656	1,358	883	475
	MF	**	0	0	0
COMMERCIAL	SQ. FT.	522,092	1,880	940	940
COMMERCIAL***	SQ. FT.	130,000	776	388	388
OFFICE***	SQ. FT.	140,000	281	48	233
INDUSTRIAL	SQ. FT.	0			
MARINA*	NO. SLIPS	8	2	1	1
		TOTAL TRIPS	4,297	2,260	2,037
PHASE II (DRI # 209)					
	12/29/06				
RESIDENTIAL UNITS	SFD	368	350	228	122
	MF				
COMMERCIAL	SQ. FT.				
COMMERCIAL	SQ. FT.				
COMMERCIAL	SQ. FT.				
OFFICE***	SQ. FT.	0	0	0	0
INDUSTRIAL	SQ. FT.	574,992	563	68	495
		TOTAL TRIPS	913	296	617

	TOTAL ****					
	RESIDENTIAL UNITS	SFD	2,631	2,257	1,468	789
		MF**	0	0	0	0
	COMMERCIAL	SQ. FT.	747,294	3,756	1,878	1,878
	OFFICE	SQ. FT.	140,000	281	48	233
	INDUSTRIAL	SQ. FT.	574,992	563	68	495
	MARINA*	NO. SLIPS	86	17	10	7
		TOTAL TRIPS		6,874	3,472	3,402

*Any expansion of either wet or dry commercial boat slips within the project will be counted cumulatively with the previously approved slips in any DRI determination

**Applicant may develop single or multi-family development within select identified areas

***Applicant may development in office areas subject to no increase in overall PM Peak or PM Peak directional trips

****Removes 331 Phase IB SF units, 397 MF units, and 1452 SF units from Phase II and III

[Phase III will be renamed Phase II throughout]

b. **[Delete references to subphase II-A and Phase II on p. 9]**

2. Section IV.B. Transportation is revised to:

a. **[Delete all references to former Phase II in paragraph 2.a.]**

Correct the beginning of the first sentence of Paragraph 2.a. to

read:

a. Monitoring. When certificates of occupancy have been issued for 750 single-family dwelling units (or other approved land uses which cumulatively generate

b. **[Delete all references to former Phase II in paragraph 3 and change all references to Phase II to Phase III]**

c. **[Combine the requirements for Phase II and III set forth in paragraph 3.a. (1) and (2), p. 14]**

- d. **[Amend paragraph b. to delete references to former Phase II]**
- 3. Section IV.c. Historical and Archaeological Sites is renamed Historical and Archaeological Sites and Wildlife and revised to add the following new condition:
 - 3. Prior to any removal of an earthen plug at the former location of a boat lift in Pocket 108 in the Apollo Beach DRI, the developer of the Harbor Bay DRI shall comply with the manatee protection conditions of the Harbor Bay DRI development order as approved by Hillsborough County in 1999.
- 4. Section IV.D. Public Facilities is revised to:
 - a. **[Delete references to former Phase II in paragraph D.1.a. and c]**
 - b. **[Delete references to former Phase II in paragraph D.2.c. and e]**
 - c. **[Delete references to former Phase II in paragraph D.3.a., c. and e]**
- 5. Section IV.C. [should be E?] Hurricane Preparedness is revised to:
 - a. **[Change references to former Phase III to Phase II throughout]**
 - b. **[Delete references to former Phase II in paragraph C.3. and 4]**

Section 4. The provisions of Resolution No. 97R-164 that are not amended by this Resolution shall remain in full force and effect.

Section 5. A certified copy of this Resolution, with all exhibits, shall be sent by the County by certified mail, return receipt requested, to the developers, the Florida Department of Community Affairs and Tampa Bay Regional Planning Council within ten (10) days of its adoption by the Board.

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

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

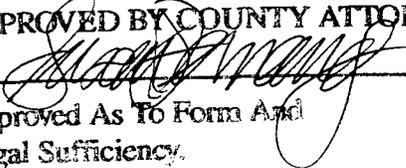
Section 8. This Resolution shall become effective upon the date of transmittal to the parties specified in Section 380.07(2), F.S. Atlantic Gulf shall record a notice of the adoption of this Resolution in the Hillsborough County public records pursuant to the requirements set forth in Section 380.06(15)(f),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

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk for the Circuit Court and Ex-officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its regular meeting of March 23, 1999 as same appears of record in Minute Book of the Public Records of Hillsborough County, Florida,

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

ATTEST: RICHARD AKE, ~~CLERK~~
By:  
Deputy Clerk

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

APOLLO D.R.I.
(LESS HARBOR BAY AND ELAPP)

LEGAL DESCRIPTION:

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

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

EXHIBIT A

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

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

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

Together with: that portion of aforesaid Section 32, Township 31 South, Range 19 East, Hillsborough County, Florida, explicitly described as follows: Commence at the Northwest corner of said Section 32 for the Point of Beginning, thence on the Northerly boundary thereof S 89°22'58" E, a distance of 382.24 feet, to the Southeast corner of Section 29, Township 31 South, Range 19 East, Hillsborough County, Florida, thence continue on said Northerly boundary, S 89°22'58" E, a distance of 887.01 feet, to the Westerly right of way boundary of the canal as recorded in Deed Book 1106, Page 308, of the Public Records of Hillsborough County, Florida; thence on said Westerly canal right of way, S 31°16'29" E, a distance of 1004.27 feet; thence continue on said Westerly right of way S 59°09'11" E, a distance of 962.77 feet, to the Westerly right of way boundary of Leisey Road as

maintained by Hillsborough County; thence on said Westerly maintained right of way boundary, S 00°55'35" W, a distance of 479.51 feet; thence departing said right of way boundary, N 89°16'02" W, a distance of 1860.73 feet; thence S 00°37'31" W, a distance of 668.48 feet, to the Northerly right of way boundary of Villemaire Road, as recorded in Deed Book 1106, Page 310, of the Public Records of Hillsborough County, Florida; thence on said Northerly right of way boundary, N 89°26'00" W, a distance of 780.42 feet to a point on the Westerly boundary of aforesaid Section 32, said point being N 00°53'52" E, 60.00 feet from the Southwest corner of the Northwest One-Quarter of said Section 32; thence on the Westerly boundary of said Section 32, N 00°53'52" E, a distance of 2482.35 feet to the Point of Beginning.

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

AND ALSO LESS:

HARBOR BAY - TRACT "V"

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

From the Southwest corner of the Northwest 1/4 of Section 32, Township 31 South, Range 19 East, run thence N.00°53'55"E., 60.00 feet along the West boundary of the Northwest 1/4 of said Section 32; thence S.89°25'58"E., 780.75 feet along the North right-of-way line of Villemaire Road (also being a line 60.00 feet North of and parallel with the South boundary of the Northwest 1/4 of said Section 32) to the **POINT OF BEGINNING**; thence along the Easterly boundary of property deeded to Hillsborough County and recorded in Official Records Book 7073, Page 320, Public Records of Hillsborough County, Florida the following two (2) courses: 1) N.00°36'25"E., 668.30 feet; 2) S.89°16'25"E., 1860.63 feet to the Westerly maintained right-of-way line of Leisey Road; thence N.00°55'35"E., 514.13 feet along said Westerly maintained right-of-way line to the North boundary of a 30 foot wide Drainage Canal as recorded in Deed Book 1106, Page 308, Public Records of Hillsborough County, Florida; thence N.59°07'43"W., 937.77 feet along said Drainage Canal; thence N.31°17'43"W., 2730.60 feet along said Drainage Canal to the West boundary of the aforesaid Section 29; thence N.00°28'03"E., 1168.22 feet along said West boundary to the Northwest corner of the Southwest 1/4 of said Section 29; thence S.89°17'14"E., 622.24 feet along the North boundary of the Southwest 1/4 of said Section 29 to the Northwest corner of Tract 65, RUSKIN TOMATO FARMS, according to the plat thereof as recorded in Plat Book 27, Page 110, Public Records of Hillsborough County, Florida; thence along the Westerly boundary of said Tract 65, S.48°41'18"E., 1991.58 feet to the Southwest corner of said Tract 65; thence along the South boundary of said

Tract 65, S.89°20'09"E., 465.65 feet to the Southeast corner of said Tract 65; thence along the East boundary of said Tract 65, N.00°40'32"E., 1295.64 feet to the Northeast corner of said Tract 65; thence along the North boundary of said Tract 65, N.89°17'14"W., 1612.28 feet to the centerline of a drainage canal; thence along the centerline of said canal the following fourteen (14) courses: 1) N.12°57'40"W., 112.26 feet; 2) N.00°11'29"W., 77.99 feet; 3) N.26°34'39"E., 26.86 feet; 4) N.28°19'33"E., 51.78 feet; 5) N.35°31'21"E., 99.07 feet; 6) N.36°11'35"E., 79.11 feet; 7) N.36°16'26"E., 89.95 feet; 8) N.36°29'54"E., 92.87 feet; 9) N.37°43'25"E., 72.46 feet; 10) N.36°45'54"E., 83.83 feet; 11) N.36°54'42"E., 74.67 feet; 12) N.34°31'46"E., 77.69 feet; 13) N.38°01'31"E., 79.67 feet; 14) N.38°17'39"E., 111.88 feet to a point on the curved Southerly boundary of Biscayne Canal according to the plat of APOLLO BEACH - UNIT SIX, as recorded in Plat Book 37, Page 88, Public Records of Hillsborough County, Florida; thence along the Southerly boundary of said Apollo Beach Unit Six, the following four (4) courses: 1) Southeasterly, 1328.34 feet along the arc of a curve to the left having a radius of 1305.00 feet and a central angle of 58°19'14" (chord bearing S.60°18'45"E., 1271.74 feet) to a point of tangency; 2) S.89°28'22"E., 1374.19 feet to a point of curvature; 3) Northeasterly, 723.06 feet along the arc of a curve to the left having a radius of 788.28 feet and a central angle of 52°33'18" (chord bearing N.64°14'59"E., 697.97 feet); 4) S.89°22'53"E., 442.25 feet; thence S.00°49'48"W., 653.98 feet to the South boundary of the Northeast 1/4 of said Section 29, said point also being the North boundary of Tract 63, of the aforesaid RUSKIN TOMATO FARMS; thence along the North boundary of said Tract 63, N.89°17'14"W., 1131.95 feet; thence along the West boundary of said Tract 63, S.00°46'49"W., 1294.53 feet; thence along the South boundary of said Tract 63, S.89°20'09"E., 1319.65 feet; thence along the South boundary of the aforesaid Tract 62, S.89°19'05"E., 1051.37 feet; thence S.00°53'15"W., 60.00 feet along the Southerly projection of the West boundary of the East 269.17 feet of said Tract 62, to a point on the South right-of-way line of Leisey Road (North boundary of Tract 71 of said RUSKIN TOMATO FARMS); thence S.89°19'05"E., 1562.31 feet along said South right-of-way line (North boundary of Tracts 71 and 72 of said RUSKIN TOMATO FARMS) to the intersection right-of-way for Leisey Road with U.S. Highway No. 41 (S.R. 45); thence S.41°51'46"E., 65.34 feet along said intersection right-of-way line; thence along the Westerly right-of-way line of said U.S. Highway No.41 the following six (6) courses: 1) S.47°13'56"W., 349.59 feet; 2) S.47°17'54"W., 4033.93 feet to a point of curvature; 3) Southwesterly, 990.76 feet along the arc of a curve to the right having a radius of 11409.16 feet and a central angle of 04°58'32" (chord bearing S.49°47'10"W., 990.45 feet); 4) N.37°43'34"W., 18.00 feet to a point on a curve; 5) Southwesterly, 81.61 feet along the arc of said curve to the

right having a radius of 11391.16 feet and a central angle of 00°24'38" (chord bearing S.52°28'44"W., 81.61 feet); 6) S.77°22'04"W., 129.32 feet to the North right-of-way line of the aforesaid Villemaire Road; thence N.89°25'58"W., 3401.98 feet along said North right-of-way line (also being a line 60.00 feet North of and parallel with the South boundary of the Northwest 1/4 of said Section 32) to the POINT OF BEGINNING.

Containing 561.496 acres, more or less.

AND ALSO LESS:

HARBOR BAY - TRACT "W"

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

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

Containing 50.515 acres, more or less.

ALTOGETHER containing 3488.6 acres, more or less.

AGC-AB-001

P:\APOLLO BEACH\APOLLO-DRI-REMOVE

VBR

July 22, 1998

VBR

(Revised) September 10, 1998

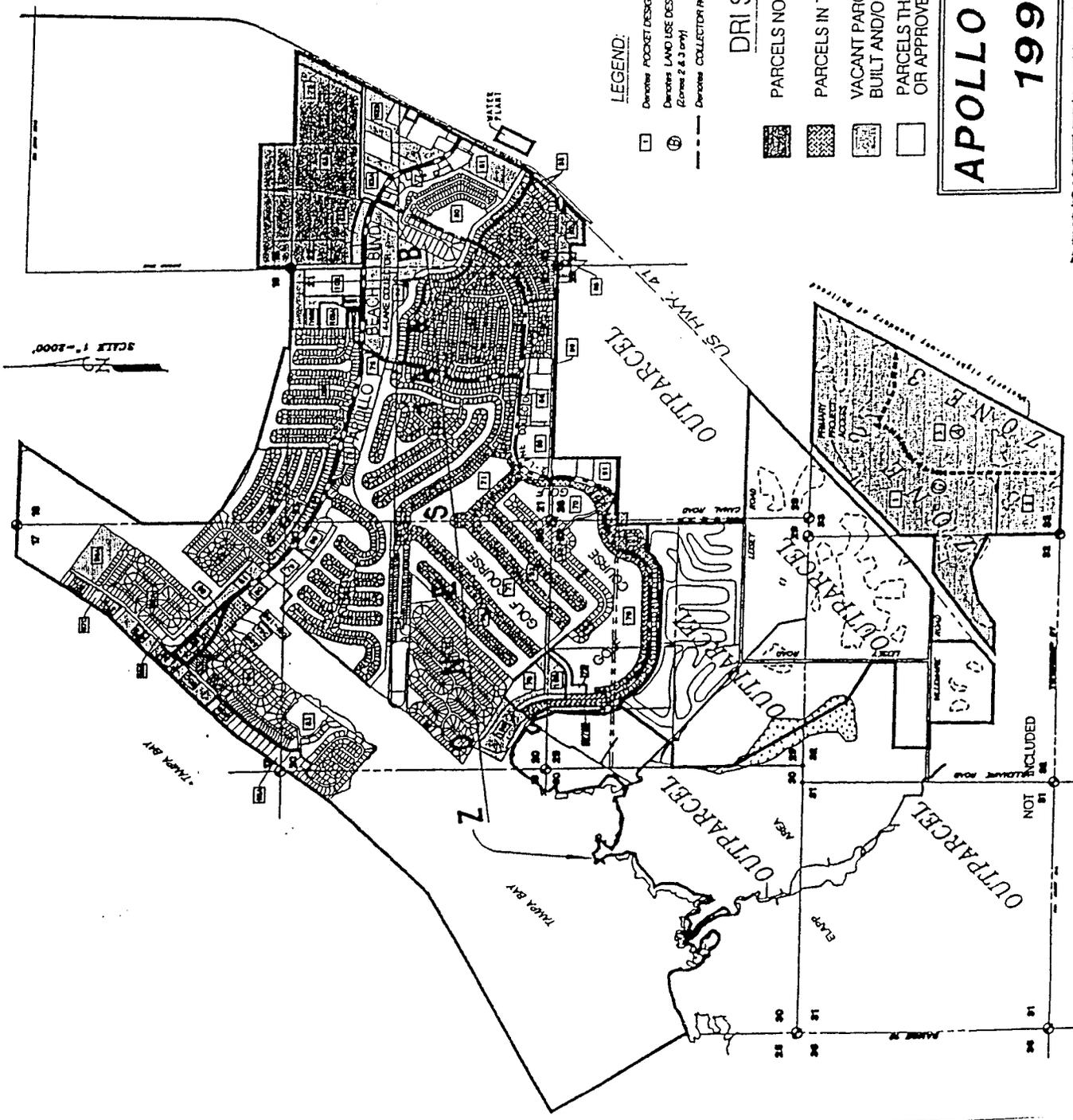
VBR

(Revised Title) January 19, 1999

Exhibit B

TRANSPORTATION
 Shows the location of the proposed transportation facilities and their relationship to the proposed development.
 Shows the location of the proposed transportation facilities and their relationship to the proposed development.
 Shows the location of the proposed transportation facilities and their relationship to the proposed development.

SCALE 1"=2000'



- LEGEND:**
- Denotes POCKET DESIGNATION
 - ⊙ Denotes LAND USE DESIGNATION (Zones 2 & 3 only)
 - Denotes COLLECTOR ROADWAYS

DRI STATUS

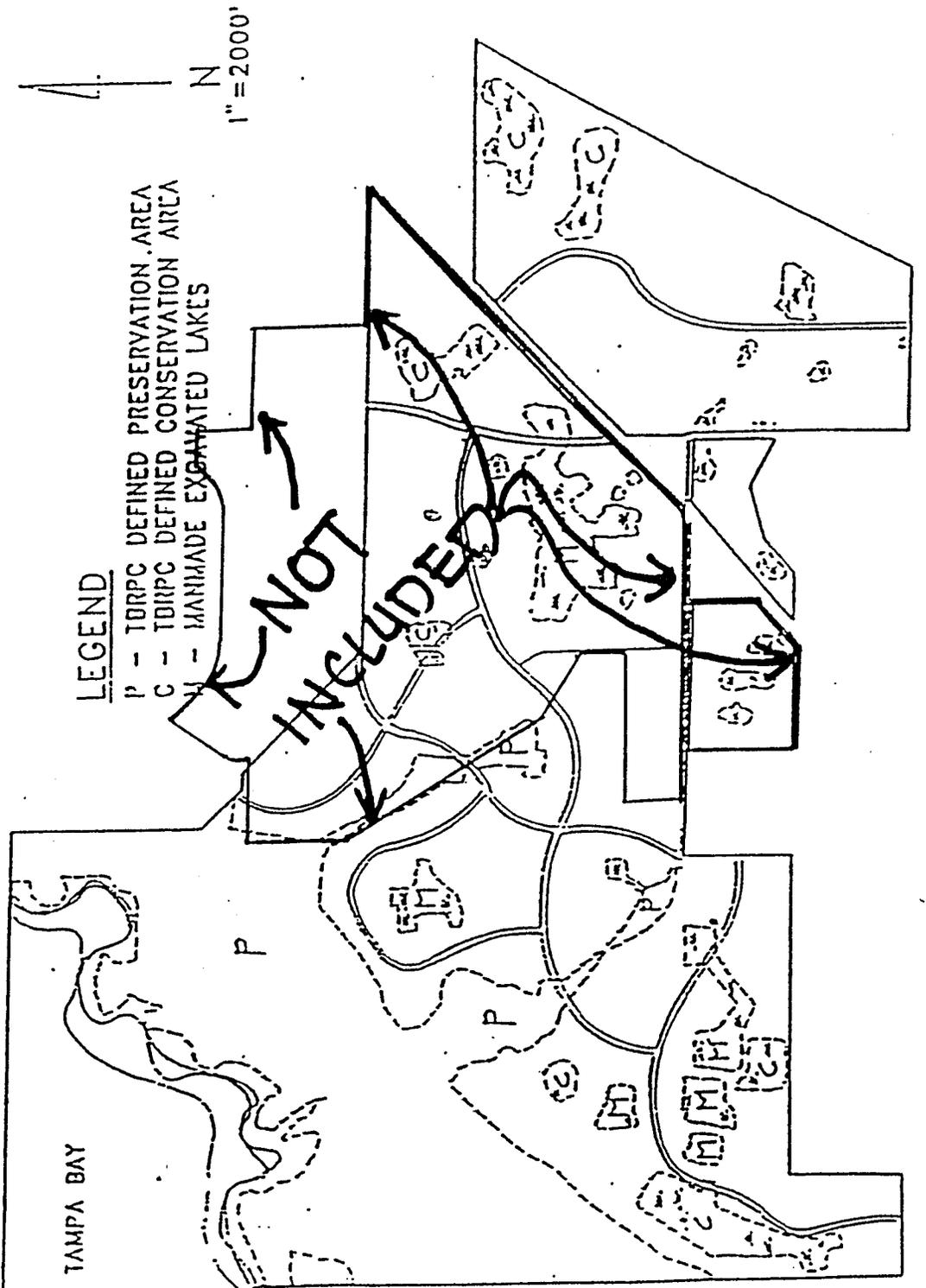
- ▨ PARCELS NOT IN THE DRI NOR ZONING
- ▩ PARCELS IN THE ZONING BUT NOT DRI
- ▧ VACANT PARCELS REMAINING TO BE BUILT AND/OR REVIEWED
- PARCELS THAT ARE CONSIDERED BUILT OR APPROVED

**APOLLO BEACH DRI
 1998 NOPC**

Parcel No.	Area (Ac.)	Zone	DRI Status	Notes
1	0.15	R-1	Not in DRI	
2	0.15	R-1	Not in DRI	
3	0.15	R-1	Not in DRI	
4	0.15	R-1	Not in DRI	
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99	0.15	R-1	Not in DRI	
100	0.15	R-1	Not in DRI	

Parcel No.	Area (Ac.)	Zone	DRI Status	Notes
1	0.15	R-1	Not in DRI	
2	0.15	R-1	Not in DRI	
3	0.15	R-1	Not in DRI	
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99	0.15	R-1	Not in DRI	
100	0.15	R-1	Not in DRI	

This plan, map, and report were prepared by SCAROLA ASSOCIATES, INC. for the purpose of light applications. The applicant assumes all responsibility for the accuracy of the information shown on this plan, map, and report. SCAROLA ASSOCIATES, INC. does not warrant the accuracy of the information shown on this plan, map, and report.



TAMPA BAY

LEGEND

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

NOT INCLUDED

Exhibit "D"

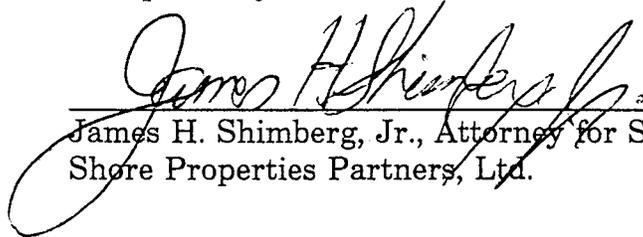
AFFIDAVIT

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

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

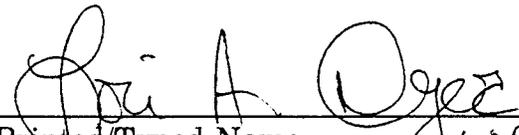
1. South Shore Properties Partners, Ltd. filed its Notice of Proposed Change ("NOPC") for the Apollo Beach DRI on September 16, 1998. This NOPC included the request to bifurcate the Harbor Bay property from the Apollo Beach DRI property and create the Harbor Bay DRI.

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


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

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

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

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



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



F25-

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

#209
\$
#59

August 12, 1997

TIM BUTTS DRI COORDINATOR
TAMPA BAY REGIONAL PLANNING COUNCIL
9455 KOGER BOULEVARD, SUITE 219
ST. PETERSBURG, FL 33702

Re: Resolution No. R97-169 - Amending the Development Order for
Apollo Beach (DRI #59) Phase I and (DRI #209) Phases II - IV

Dear Mr. Butts:

Attached is a certified copy of referenced resolution, which was adopted by the Hillsborough County Board of County Commissioners on July 15, 1997. Please note that the oversized site plan marked as "Exhibit B" is not included.

We are providing this copy for your files.

Sincerely,

Linda Fryman
Senior Manager, BOCC Records

LF:SAB
Attachment
Federal Express AB #5593734941

cc: Board files (orig.)
J. Thomas Beck, Florida Department of Community Affairs
Michael L. Peterson, Esquire
Jeanie Hanna, Chief Assistant County Attorney
Gene Boles, Director, Planning & Growth Management
Joe Egozcue, County Attorney's Office

maps are attached
to the original
copy.

FINAL
7/15/97

CONSOLIDATED DEVELOPMENT ORDER
APOLLO BEACH

RESOLUTION NO. R97-169

A RESOLUTION OF THE BOARD OF COUNTY
COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA
APOLLO BEACH DRI #59 (FORMERLY KNOWN AS #59 and #209)

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

WHEREAS, on February 21, 1979, Hillsborough County (the
"County") approved a development order for the Apollo Beach
Development of Regional Impact (DRI #59); and

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

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

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

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

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

WHEREAS, pursuant to the Notice of Proposed Change review initiated February 13, 1996, the Developers and Hillsborough County mutually agree on the form and substance of the proposed amendments to the development orders for Apollo Beach (DRI's #59 and #209) as presented herein; and

WHEREAS, though the Notice of Proposed Change initiated on February 13, 1996 resulted in amended Development Order text and a conceptual master plan that was approved by the Board of County Commissioners on August 13, 1996, delays in preparing and submitting the companion Map H resulted in DCA staff not initiating their final review of the amendment request until March, 1997; and,

WHEREAS, in the DCA review it was determined that: 1) revised marina language as requested by an individual property owner's representative; and, 2) the need for a Comprehensive Plan land use amendment prior to permitting residential development within an industrially designated parcel in the southern portion of the Apollo Beach project, are two issues that, if unresolved, would result in DCA appealing the Development Order amendment; and,

WHEREAS, it was mutually determined by all parties that the most appropriate solution would be for the Board of County Commissioners to rehear the amendment with revised language which adequately resolves the marina issue and the comprehensive plan amendment issue and thus alleviates the possibility for DCA appeal;

WHEREAS, this action by the Board amends those portions of the development orders for Apollo Beach inconsistent with the proposed amendments presented herein and consolidates future review under the singular reference of DRI #59. *

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS 15th DAY OF July, 1997, AS FOLLOWS:

I. FINDINGS OF FACT

- A. Frandorson Properties has submitted to Hillsborough County, Florida, an Application for Notice of Proposed Change, said changes following the approvals granted under DRI #59 and DRI #209 and their corresponding Applications for Development Approval and Sufficiency Responses which are incorporated by reference. Hereinafter, the word "Application" shall refer to the Application for Notice of Proposed Change and other exhibits specifically incorporated in this Resolution.
- B. The real property which is the subject of the Application is legally described as set forth in Composite Exhibit "A", together with a revised general site plan received July 24, 1997 prepared by Scarola Associates to reflect the changes set forth in this development order, as set forth in Composite Exhibit "B".

- C. Hillsborough County, through its ELAPP program has purchased for preservation, two separate areas previously considered a part of DRI # 59 & 209. The real property subject to these ELAPP purchases is legally described as set forth in Composite Exhibit "A". These ELAPP parcels are no longer considered a part of DRI # 59 or 209.
- D. The proposed development is not in an Area of Critical State Concern as designated pursuant to Section 380.05, Florida Statutes.
- E. All development will occur in accordance with the Development Order and Application.
- F. A comprehensive review of the impacts generated by the Development has been conducted by the Hillsborough County Administration, and the Tampa Bay Regional Planning Council ("TBRPC") and other affected agencies.
- G. The authorized agent for Frandorson Properties and the other owners of undeveloped parcels within Apollo Beach is Michael L. Peterson, Esq., 218 Apollo Beach Blvd, Apollo Beach, Florida 33572.
- H. The Developer's Certification attached hereto as Exhibit "C" and incorporated herein, affirms that copies of the Notice of Change have been delivered to all persons as required by law.

II. CONCLUSIONS OF LAW

- A. Based upon the compliance with the terms and conditions of this Development Order, provisions of the Application as set forth in Application for Notice of Proposed Change, prior approvals granted under DRI #59 and DRI #209 and their corresponding Applications for Development Approval and Sufficiency Responses, the reports, recommendations and testimony heard, it is concluded that:
 - 1. The Development is consistent with local land development regulations and is consistent with the local government comprehensive plan adopted pursuant to the Hillsborough County Local Government Comprehensive Planning Act, Chapter 75-390, Laws of Florida, as amended, and state and regional comprehensive plans.
 - 2. The Development is consistent with the report and recommendations of the TBRPC.
- B. In considering whether the Development should be approved subject to conditions, restrictions, and limitations, Hillsborough County has considered the criteria stated in

Section 380.06 and more specifically, Subsection 380.06(14), Florida Statutes.

- C. The review by Hillsborough County, the Planning Commission, the TBRPC, and other participating agencies and interested citizens indicates that impacts are adequately addressed pursuant to the requirements of Section 380.06, Florida Statutes, within the terms and conditions of this Development Order and the Application.
- D. The proposed changes set forth in the Notice of Change are approved subject to all terms and conditions of the Development Orders not otherwise modified by this Amendment.

III. GENERAL PROVISIONS

- A. This resolution shall constitute the Development Order of Hillsborough County in response to the Application for Development Approval for the Apollo Beach Development of Regional Impact.
- B. The legal description set forth in Composite Exhibit "A" is hereby incorporated into and by reference made a part of this Development Order.
- C. All provisions contained within DRI #59 and DRI #209 Development Orders and their corresponding Applications for Development Approval and Sufficiency Responses shall be considered conditions of this Development Order unless inconsistent with the terms and conditions of this Development Order, in which case the terms and conditions of this Development Order shall control.
- D. The definitions contained in Chapter 380, Florida Statutes, shall govern and apply to this Development Order.
- E. This Development Order shall be binding upon the Developers and their successors and assigns, including any entity which may assume any of the responsibilities imposed on the Developers by this Development Order. It is understood that any reference herein to any governmental agency shall be construed to include any future instrumentality which may be created or designated as successors in interest to, or which otherwise possesses any of the powers and duties of any branch of government or governmental agency.
- F. In the event that any portion or section of this Development Order is determined to be invalid, illegal, or unconstitutional by a court of competent jurisdiction, such decision shall in no manner affect the remaining portions or sections of this Development Order which shall remain in full force and effect.

- G. Whenever this Development Order provides for or otherwise necessitates reviews or determinations of any kind subsequent to its issuance, the right to review shall include all directly affected governmental agencies and departments as are or may be designated by the Board of County Commissioners of Hillsborough County to review developments set forth under applicable laws and rules governing Developments of Regional Impact.
- H. In each instance in this Development Order where the Developers are responsible for ongoing maintenance of facilities at Apollo Beach, the Developers may transfer any or all of their maintenance responsibilities to an appropriate entity created for purposes of such maintenance. However, before such transfer may be made and becomes effective, the body to which responsibility will be transferred must be approved by the County, and/or other agencies (if any) required by law to approve such transfer or entity. Upon determination that the entity or body in question can and will be responsible to provide maintenance as required in this Development Order, such approval by the County and other agencies (if any) shall not be unreasonably withheld.
- I. Development activity constituting a substantial deviation from the terms or conditions of this Development Order as defined by the criteria of Subsection 380.06(19)(b), Florida Statutes, shall result in further Development of Regional Impact ("DRI") review pursuant to Section 380.06, Florida Statutes.
- J. The County Administrator of Hillsborough County shall be responsible for monitoring all terms and conditions of this Development Order. For purposes of this condition, the County Administrator may rely upon or utilize information supplied by any Hillsborough County department or agency having particular responsibility over the area or subject involved. The County Administrator shall report to the Board of County Commissioners any findings of deviation from the terms and conditions of this Development Order. In the event of a deviation, the County Administrator shall issue a notice of such noncompliance to the Developers, or the County Administrator shall recommend that the Board of County Commissioners establish a hearing to consider such deviations.
- K. The Developers shall file an annual report in accordance with Subsection 380.06(18), Florida Statutes, and appropriate rules and regulations. The report shall be submitted on Florida Department of Community Affairs Form RPM-BSP-Annual Report-1, as amended. Such report shall be due on the anniversary of the date of adoption by the Board of County Commissioners of this Development Order for each following year until and including such time as all terms and conditions of this Development Order are satisfied. Such report shall be

submitted to the Planning and Zoning Department which shall, after appropriate review, submit it for review by the Board of County Commissioners. The Board of County Commissioners shall review the report for compliance with the terms and conditions of this Development Order. The Developers shall be notified of any Board of County Commissioner's hearing wherein such report is to be reviewed. The receipt and review by the Board of County Commissioners shall not be considered a substitute or a waiver of any terms or conditions of this Development Order. This report shall contain:

1. The information required by the State Land Planning Agency to be included in the Annual Report, which information is described in the Rules and Regulations promulgated by the State Land Planning Agency pursuant to Section 380.06, Florida Statutes; and
 2. A description of all development activities proposed to be conducted under the terms of this Development Order for the year immediately following the submittal of the Annual Report; and
 3. A statement listing all Applications for Incremental Review required pursuant to the Development Order or other applicable local regulations which the Developers propose to submit during the year immediately following submittal of the Annual Report; and
 4. A statement setting forth the name(s) and address(es) of any successors or assigns to this Development Order; and
 5. A statement describing how the Developers have complied with each term and condition of this Development Order applicable when the Annual Report was prepared.
- L. The provisions of this Development Order shall not be construed as a waiver of or exception to any rule, regulation or ordinance of Hillsborough County, its agencies and commissions, and, except as otherwise provided herein, to the extent that further review is provided for in this Development Order or required by Hillsborough County, said review shall be subject to all applicable laws, rules, regulations and ordinances in effect at the time of the review unless exempted or vested pursuant to law.
- M. This Development Order shall become effective upon the date of transmittal to the parties specified in subsection 380.07(2), Florida Statutes, as amended. A notice of the adoption of the Development Order shall be recorded in the Hillsborough County public records pursuant to the requirements set forth in Florida Statutes, Section 380.06(15)(f). All time frames stipulated herein shall be tolled during any appeal or

litigation affecting this Development Order.

- N. The Developers have elected, pursuant to Subsection 380.06(5)(c), Florida Statutes, and to the extent not already exempted, to be bound by the provisions of Chapters 403 and 373 and each chapter's respective implementing rules and regulations in effect as of the effective date of this Development Order. Accordingly, to the extent that the provisions of Subsection 380.06(5)(c), Florida Statutes, affect the determination as to which laws, rules or regulations are applicable to the Development, said determination shall apply, notwithstanding any condition in this Development Order to the contrary.

IV. SPECIFIC CONDITIONS

A. Phasing Schedule and Deadlines

1. The development of the project shall proceed in accordance with the following proposed phasing schedule:

PHASE 1A		UNITS	PM PEAK HOUR TRIPS		
		SQ.FT.	TOTAL	ENTERING	EXITING
Existing Development	12/31/1998				
RESIDENTIAL UNITS	BUILT	607	549	357	182
COMMERCIAL	SQ. FT.	225,072	1,100	550	550
OFFICE	SQ. FT.	0			
INDUSTRIAL	SQ. FT.	0			
MARINA *	# SLIPS	78	15	9	6
	TOTAL TRIPS		1,664	916	748
PHASE 1B					
(remainder of DRI # 59)	12/29/2001				
RESIDENTIAL UNITS	SFD	1,987	1,601	1,040	560
	MF	**	0	0	0
COMMERCIAL	SQ. FT.	522,092	1,880	940	940
COMMERCIAL***	SQ. FT.	130,000	766	388	388
OFFICE ***	SQ. FT.	140,000	281	48	233
INDUSTRIAL	SQ. FT.	0			
MARINA *	# SLIPS	8	2	1	1
	TOTAL TRIPS		4,530	2,417	2,122
PHASE II (DRI # 209)	12/29/2001				
RESIDENTIAL UNITS	SFD	792	698	454	244
	MF	264	157	100	57
COMMERCIAL	SQ. FT.	98,000	648	324	324
OFFICE ***	SQ. FT.	0	0	0	0
INDUSTRIAL	SQ. FT.	0	0	0	0
	TOTAL TRIPS		1,503	878	625
PHASE III (DRI # 209)	12/29/2008				
RESIDENTIAL UNITS	SFD	1,028	883	574	309
	MF	133	83	53	30
COMMERCIAL	SQ. FT.	220,000	1,084	542	542
COMMERCIAL	SQ. FT.	5,000	97	49	48
COMMERCIAL	SQ. FT.	29,836	304	152	152
OFFICE ***	SQ. FT.	0	0	0	0
INDUSTRIAL	SQ. FT.	574,992	563	68	495
	TOTAL TRIPS		3,014	1,436	1,576
TOTAL					
RESIDENTIAL UNITS	SFD	4,414	3,731	2,425	1,305
	MF **	397	240	153	87
COMMERCIAL	SQ. FT.	1,230,000	5,879	2,945	2,944
OFFICE	SQ. FT.	140,000	281	48	233
INDUSTRIAL	SQ. FT.	574,992	563	68	495
MARINA *	# SLIPS	86	17	10	7
	TOTAL TRIPS		10,711	5,649	5,071

* Any expansion of either wet or dry commercial boat slips within the project will be counted cumulatively with the previously approved slips in any DRI determination

** Applicant may develop single or multi-family development within select identified areas

*** Applicant may develop commercial in office areas subject to no increase in overall PM Peak or PM peak directional trips

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

2. Specific final development approval is accorded to Phases I (the portion of the project specifically approved by DRI # 59), and II and III (The portions of the project specifically approved by DRI # 209), subject to the conditions contained herein.

Increments of individual approved land uses, or any subphase, portion or combination thereof, may be converted to other increments of individual approved land uses having the equivalent trip generation (based on the Institute of Transportation Engineer's ("ITE") Trip Generation, latest edition. In addition, the cumulative project totals for each approved land use shall not be exceeded as a result of such conversion. Prior to such conversion, the Developers shall provide the County for review and approval, traffic trip generation data sufficient to verify that such conversion will not result in directional trip generation which exceeds that projected for Subphase II-A, or with respect to specifically approved Phase II and III development beyond Subphase II-A, that was projected for such phases.

This data shall be submitted to the Florida Department of Transportation. Although the phasing of certain land uses may be accelerated into an earlier phase by the conversion method set forth above, the geographic location of the land uses may not be altered from the original approved master plan without the developers filing a notice of proposed change to determine whether a substantial deviation has occurred, in either case a development order amendment will be required. As an exception to this restriction, the geographic location of office uses and commercial uses may be exchanged without filing a notice of change as required above. Nothing in this section shall be construed as a pre-determination that any proposed change in geographic locations of uses which would be required by this order to file a notice of change, is or is not a substantial deviation.

3. Any amendments to the proposed phasing schedule shall be submitted to the County for review and approval, as required by Subsection 380.06(19), Florida Statutes, which approval shall not be withheld for mere acceleration or deceleration of phases if the terms of this Development Order are otherwise fully complied with. Any significant departure in project buildout from the

phasing schedule set forth in the Application shall be subject to a substantial deviation determination pursuant to Subsection 380.06(19), Florida Statutes.

4a. Marina Provisions: Any expansion of the Andalucia Marina beyond the approved seventy-eight (78) marina boat slips shall require a substantial deviation determination pursuant to Subsection 380.06(19), Florida Statutes. Eight (8) accessory wet marina boat slips shall be permitted with Pocket #80. A total of eighty-six (86) marina boat slips are specifically approved. Any additional marina facilities shall be subject to review and approval based on either:

a) a satisfactory demonstration to DCA and the County by the property owner of existing marina development rights; or

b) the criteria established within Chapter 380.06 of the Florida Statutes.

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

5. Residential development shall be prohibited within the area designated "Zone 5" on Map H dated March 6, 1997 until the Comprehensive Future Land Use Map within this area is amended to permit residential uses.

6. The physical development of the consolidated Apollo Beach development has commenced.

7. This Development Order shall remain in effect for a period up to and including April 29, 2011. No development shall be commenced after expiration of the Development Order. Any development activity for which plans have been submitted to the County for its review and approval prior to the expiration date of this Development Order may be completed in accordance with the requirements of the Development Order, if approved. This Development Order may be extended by the Board of County Commissioners of Hillsborough County on the finding of excusable delay in any proposed development activity. However, any application for extension must be filed with Hillsborough County, TBRPC and DCA a minimum of thirty (30) days prior to the expiration date of this Development Order.

8. This Development shall not be subject to downzoning, or

intensity reduction until April 29, 2011, unless the local government can demonstrate that substantial changes in the conditions underlying the approval of the Development Order have occurred, or the Development Order was based on substantially inaccurate information provided by the Developers, or that the change is clearly established by the local government to be essential to the public health, safety, or welfare.

B. Transportation

1. General Transportation Conditions for remaining development within Phase I

- a. Concurrency. Remaining development within Phase I shall be bound by concurrency as defined by the "Hillsborough County Adequate Public Facilities Regulations", Div. 3.9 of the Land Development Code, as amended and as modified herein.

All new increments of development in excess of three (3) single family homes (or their trip equivalent) within the Phase I portion of the project shall undertake concurrency review as maintained by the County. Notwithstanding the above, in addition, the submitted information required for concurrency review shall include an analysis of expected trips generated by each new increment of development on both: Apollo Beach Blvd from Surfside Blvd. to U.S. 41; and, US 41 from Big Bend Rd to SR 674, regardless of the initial point of contact of a proposed development.

To ensure that both of the above referenced segments continue to operate at an acceptable level of service, the developer shall submit as part of the Annual Report, current traffic volumes for both roads.

2. General Transportation Conditions for development within Phases II and III

- a. Monitoring. When certificates of occupancy have been issued for 750 single-family dwelling units generate 455 in, 267 out (or more) p.m. peak hour directional external trip ends), an annual directional external trip ends), an annual monitoring program to provide

peak-hour traffic counts at the projects entrances shall be instituted to verify that the projected number of external trips for the Development are not being exceeded. Counts shall be performed on an annual basis through build-out. this information shall be supplied in the required annual report. If an annual report is not submitted within thirty (30) days of its due date, or if the annual report indicates that the project trips exceed projected directional external volumes by more than fifteen percent (15%), Hillsborough County shall conduct a substantial deviation determination pursuant to subsection 380.06(19), Florida Statutes and may amend the Development Order to require additional roadway improvements. The cumulative Phase II and Phase III projected total p.m. peak hour directional external trip ends are as follows: Phase II 878 in, 625 out; and Phase III - 1,438 in, 1,576 out. The results of the study may also serve as a basis for the Developer or reviewing agencies to request Development Order amendments. If said deviation is determined to be substantial, additional review will be required which may result in Development Order amendments.

The methodology for a new traffic analysis required during the additional review shall be based upon the results of the monitoring program and agreements reached at another transportation methodology meeting to be held prior to the preparation of the new analysis. This methodology shall be reviewed and approved by Hillsborough County and TBRPC.

- b. TSM. The Developer shall prepare and implement a transportation systems management (hereinafter "TSM") program upon issuance of certificates of occupancy for 750 single-family dwelling units (or other approved land uses which cumulatively generate 455 in, 267 out (or more) p.m. peak hour directional external trip ends) which will divert a number of vehicle trips from the PM peak-hour. Such a program shall be reviewed by Hillsborough County, the Hillsborough Area Regional Transit Authority ("HART"), the Tampa Urban Area Metropolitan Planning Organization ("MPO"), the TBRPC and the Florida Department of Transportation ("FDOT").

The TSM program shall include a yearly assessment of the actual achievement of vehicle trips diverted from the peak hour as a result of the TSM measures. This assessment shall also include sufficient and appropriate documentation for all diversions claimed as a result of the implementation of each TSM measure. The results of the TSM program shall be included in the annual report.

If the Annual Report indicates that the total trip diversions are not being met, Hillsborough County shall conduct a substantial deviation determination pursuant to Subsection 380.06(19), Florida Statutes, and amend the Development Order to change TSM objectives and/or, if necessary, require additional roadway improvements. The results of the TSM study may serve as a basis for the Developer or reviewing agencies to request Development Order amendments.

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

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

OBJECTIVES:

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

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

- c. Concurrency, Development of Apollo Beach Primary Phases II, and III shall be subject to the provisions of Hillsborough County Adequate Public Facilities Ordinance (#90-05, latest revision).
3. Mitigation Alternatives. The Developer, at its option, shall select one of the following alternatives to mitigate the Development's transportation impacts for Phases II and III.

a. Option 1

- (1) Prior to the issuance of construction permits for Phase II of the Development, funding commitments from responsible entities for the link improvements indicated in Table 1 and the intersection improvements in Table 2 shall be acquired. Without funding commitments for these improvements, construction permits shall not be issued for Phase II.
- (2) Prior to the issuance of construction permits for Phase III of the Development, funding commitments from responsible entities for the link improvements indicated in Table 3 and the intersection improvements indicated in Table 4 shall be acquired. Without funding commitments for these improvements, construction permits shall not be issued for Phase III.
- (3) It has been determined based on traffic counts and the traffic analysis submitted by the Developer that an initial subphase of Phase II consisting of 711 single family residential units, or other approved land uses having the equivalent of said subphase in terms of trip generation, may be constructed and occupied without consuming 5% or more of the peak hours LOS D capacity of any of the regionally significant roadways listed herein in tables 1-4, and without the expected traffic trips to be generated by construction and occupancy of said subphase causing said regionally significant roadways to operate below LOS D (LOS C rural) peak hour.
- (4) As used in this Option 1, "funding commitment" shall mean that the responsible entity has provided for the construction of a roadway improvement within the first three (3) years of its adopted five year capital improvement program. In addition, each phase shall be subject to the provisions of IV B.1.c.

TABLE 1
PHASE II REQUIRED LINK IMPROVEMENTS FOR
APOLLO BEACH BASED ON FIVE PERCENT OF LOS D (C RURAL)
PEAK-HOUR SERVICE VOLUMES

<u>Road</u>	<u>Segment</u>	<u>Total Traffic LOS Prior to Improvements</u>	<u>Development* Contribution (Percent)</u>	<u>Required Improvement</u>
U.S. 41	Big Bend to Apollo Beach Boulevard	F	20.9	Construct 6- lane divided arterial
Big Bend Road	U.S. 41 to I-75	F	25.0	Construct 6- lane divided arterial
S.R. 674	U.S. 41 to 17th	F	22.9	Construct 4- lane divided arterial

TABLE 2
PHASE II REQUIRED INTERSECTION IMPROVEMENTS FOR
APOLLO BEACH BASED ON FIVE PERCENT OF LOS D (C RURAL)
PEAK-HOUR SERVICE VOLUMES

<u>Intersection</u>	<u>Total Traffic LOS Prior to Improvements</u>	<u>Development* Contribution (Percent)</u>	<u>Required Improvement</u>
U.S. 41 @ SR 674	F	7.8	Add eastbound, westbound left turn-lane; north- bound, westbound right-turn lane. Add dual southbound left-turn lanes
<u>Project Entrances</u>			
US 41 @ Leisey Road	N/A	N/A	Add eastbound left, and eastbound right
US 41 @ Project Drive A	N/A	N/A	Add westbound left and westbound right
US 41 @ 12th Street NE	N/A	N/A	Add eastbound left, through/right. Add westbound left, through/right.

TABLE 2 Cont'd
PHASE II REQUIRED INTERSECTION IMPROVEMENTS FOR
APOLLO BEACH BASED ON FIVE PERCENT OF LOS D (C RURAL)
PEAK-HOUR SERVICE VOLUMES

<u>Project Entrances</u>	<u>Total Traffic LOS Prior to Improvements</u>	<u>Development* Contribution (Percent)</u>	<u>Required Improvement</u>
US 41 @ Villemaire	N/A	N/A	Add eastbound left, through/right. Add westbound left, through/right.
Villemaire Road @ 19th Avenue	N/A	N/A	Add eastbound left, right.

TABLE 3
PHASE III REQUIRED LINK IMPROVEMENTS FOR
APOLLO BEACH BASED ON FIVE PERCENT OF LOS D (C RURAL)
PEAK-HOUR SERVICE VOLUMES

<u>Road</u>	<u>Segment</u>	<u>Total Traffic LOS Prior to Improvements</u>	<u>Development* Contribution (Percent)</u>	<u>Required Improvement</u>
US 41	Big Bend to Apollo Beach Blvd	F	68.3	Construct 6-lane divided arterial
	<u>Riverview to Gibsonton</u>	F	<u>6.4</u>	<u>Construct 6-lane divided arterial</u>
Big Bend Road	US 41 to I-75	F	76.8	Construct 6-lane divided arterial
SR 674	US 41 to 12th Street	F	44.1	Construct 6-lane divided arterial
	12th Street to I-75	F	9.9	Construct 6-lane divided arterial
19th Avenue	West of US 41	F	126.3	Construct 4-lane divided arterial

TABLE 3 Cont'd
PHASE III REQUIRED LINK IMPROVEMENTS FOR
APOLLO BEACH BASED ON FIVE PERCENT OF LOS D (C RURAL)
PEAK-HOUR SERVICE VOLUMES

<u>Road</u>	<u>Segment</u>	<u>Total Traffic LOS Prior to Improvements</u>	<u>Development* Contribution (Percent)</u>	<u>Required Improvement</u>
19th Avenue	US 41 to US 301	F	89.3	Construct 4- lane divided arterial
<u>US 301</u>	<u>Symmes Road to Big Bend Road</u>	F	11.18	<u>Construct 4- lane divided arterial</u>

TABLE 4
PHASE III REQUIRED INTERSECTION IMPROVEMENTS FOR
APOLLO BEACH BASED ON FIVE PERCENT OF LOS D (C RURAL)
PEAK-HOUR SERVICE VOLUMES

<u>Intersection</u>	<u>Total Traffic LOS Prior to Improvements</u>	<u>Development* Contribution (Percent)</u>	<u>Required Improvement</u>
I-75 @ Big Bend Road West	F	20.2	Add southbound off ramp
US 41 @ SR 674	F	11.8	Construct US 41 as a 6-lane divided arterial. West- bound add dual left- turn lanes.
<u>Project Entrances</u>			
US 41 @ 12th Street NE	N/A	N/A	Add westbound right- turn lane
Project Drive B @ 19th Avenue	N/A	N/A	Add southbound left, right-turn lane

* NOTE: The Development Contribution Percentage listed on Tables 1-4 do not include the cumulative impacts of Phase I, except for the following links on Table 3:

U.S. 41 - Riverview to Gibsonton Road
U.S. 301 - Symmes Road to Big Bend Road

b. Option 2

With respect to further construction beyond the initial subphase referenced in 2.a.3. above, and in the event that commitments for transportation improvements are only adequate to permit approval of a portion of Phase II or III, the capacity and loading of transportation facilities in the transportation study network including but limited to the regional roadways and intersections referenced in Option 1, shall be limiting factors in any subsequent approvals. Accordingly, the Developer shall prepare and provide Hillsborough County, the MPO, the FDOT and the TBRPC pursuant to the provisions of Section 380.06, Florida Statutes, with updated current traffic counts on the above roadways and projections of traffic volumes that will result from the completion of the currently approved project construction plus that to be generated by the next portion for which the Developer is seeking approval. Each updated traffic analysis shall serve to verify the findings of the DRI traffic analysis or shall indicate alternative transportation improvements or mechanisms which, when implemented, will maintain the roadways referenced in Option 1 at a satisfactory LOS D at peak hour (C peak rural). Both the traffic counts and the projections of traffic volumes shall be prepared consistent with generally accepted traffic engineering practices and reviewed and approved by Hillsborough County and TBRPC. Prior to any specific approval beyond initial subphase approval, the County or its designee shall insure in written findings of fact that the above roadways are operating at or above LOS D peak hour (C peak rural), and that the expected trips to be generated by such approval would not cause the roadways to operate below LOS D at peak hour (C peak rural).

Each subphase approved under this option shall have a maximum build-out of up to 3 years. No additional building permits shall be issued upon expiration of the buildout date until an updated transportation analysis (consistent with the provisions of this section) is provided and approved by Hillsborough County

and TBRPC. The analysis shall propose an extension of the buildout date or new build-out date (not to exceed 3 years). The analysis shall demonstrate that the level of service standards contained herein (LOS D peak hour, C peak rural) will not be exceeded through the new proposed build-out date of the approved subphase and additional subphase requested, if any.

C. Historical and Archaeological Sites

1. Archaeological site 8-Hi-3625 (Frandonson Properties Shell Midden) shall be located within a protected area of sufficient size, with a least a 30 foot buffer, so as to be protected from development and its associated activities. Other protective measures for the site as contained on pages A-58 and A-60 in the ADA and as recommended by the Florida Department of State, Division of Historical Resources shall be implemented. The applicant shall include in annual reports proof of implementation of these protective measures.
2. Any other historical or archaeological resources discovered during development activities of the Apollo Beach Phases II-III project shall be immediately reported to the Florida Department of State, Division of Historical Resources, TBRPC, and Hillsborough County. Treatment of such resources must be completed before resource-disturbing activities are allowed to continue.

D. Public Facilities

1. Wastewater

- a. Hillsborough County shall provide, operate and maintain wastewater treatment service and disposal capacity for Apollo Beach Phases II-III, in accordance with the Agreement for Sale and Purchase of Big Bend Utility Company, Inc. dated March 10, 1982, as amended, between Hillsborough County and the Developers (the "Water and Sewer Agreement").
- b. The provision and maintenance of the wastewater treatment and collection system shall be governed by the Water and Sewer Agreement.

- c. Apollo Beach shall implement a wastewater reuse system within Phases II-III, to provide for the non-potable water needs of the project, when feasible or when required by Hillsborough County ordinance, whichever comes first. The developer(s) of Phases II-III shall submit plans for a wastewater reuse system, as appropriate, concurrent with the first building permits or accompanying the 1998 annual report, whichever comes first.
- d. Unless otherwise stipulated within the Agreement for Sale and Purchase of Big Bend Utility Company, Inc. dated March 10, 1982, as amended and as may be amended in the future, prior to dedication to the county, sewer lines provided by the developers for Apollo Beach shall be initially tested for leaks and ruptures by the developers. Faulty lines shall be replaced by the developers prior to acceptance by the County. Subsequent to the acceptance of sewer lines and the expiration of any warranties the County shall replace faulty lines as they occur as quickly as possible.
- e. The disposal into the sewer system of non-domestic hazardous wastes, as defined by applicable regulations, shall be prohibited.

2. Drainage and Flood Control

- a. The stormwater management systems shall be designed, constructed, and maintained to meet or exceed Chapter 40D-4, FAC, unless specifically exempted by SWFWMD. The systems shall be designed, constructed, and maintained to meet or exceed Chapter 17-25, FAC. Treatment shall be provided by biological filtration, wherever feasible.
- b. The stormwater management system for the development shall be designed, constructed, and maintained at a minimum, to meet the requirements of the Hillsborough County Stormwater Management Technical Manual. The design criteria to be used is that which is in effect at the

time of construction plan submittal for a particular phase of the development. In addition, the stormwater management system shall provide retention for the first one-inch of runoff generated from the site, unless this requirement is proven by the Developers to be unnecessary for groundwater recharge and surface water quality protection purposes.

- c. Prior to construction plan approval and the issuance of any permits, the Master Plan for each proposed zone in Apollo Beach within Phases II-III shall be submitted to the DEP and TBRPC for review, to Hillsborough County for approval, and to the Southwest Florida Water Management District ("SWFWMD"), to the extent applicable, for approval. This plan shall address, but not be limited to, control of on-site stormwater, maintenance of water quality, wetlands to be preserved, proposed wetland alterations, mitigation for lost wetlands, maintenance of hydroperiods and methods for wetlands restoration/enhancement. All on-site wetlands defined as preservation or conservation areas by policies 10.1.2 and 10.3.1 FRCRPP as shown in attachment Exhibit "D" except those existing lakes which are man-made, shall be delineated as such in the Master Stormwater Management Plan. These wetland areas shall be preserved or mitigated, respectively, by in-kind replacement on a 1:1 basis, at minimum.
- d. Best Management Practices for reducing water quality impacts, as recommended by Hillsborough County and SWFWMD, shall be implemented and shall include a street cleaning program for parking and roadway areas within the development.
- e. In order to protect water quality in the Wolf Creek watersheds and Tampa Bay, there shall be no degradation of water quality by stormwater exiting the site below the standards set forth in Chapter 17-3, FAC. The Developers within Phases II-III shall provide for a semi-annual surface water quality monitoring program or some other comparable program mutually

acceptable to SWFWMD, DEP, and Hillsborough County EPC and PGM, to be instituted before construction commences and continue through project build-out. Any violation of Chapter 17-3, FAC, determined to be caused by this development, shall require corrective measures as set forth by DEP (Department of Environmental Protection). The following shall apply in regard to the water quality monitoring program,:

- (i) Sampling locations and parameters shall be determined by Hillsborough County, with review and comment by SWFWMD and TBRPC.
 - (ii) All water quality analytical methods and procedures shall be thoroughly documented and shall comply with EPA/DER Quality Control Standards and Requirements.
 - (iii) The monitoring results shall be submitted to Hillsborough County and SWFWMD. Should the monitoring indicate that applicable state water quality standards are not being met, the violation shall be reported to Hillsborough County and DER immediately. If there is evidence that the developers are responsible for the violation, construction within the subbasin(s) where the violation is noted may be stopped until the violation is corrected.
- f. The Developers shall be responsible for the operation and maintenance of the on-site stormwater management facilities unless otherwise required or approved by the County.
- g. No fill shall be allowed in the 100-year freshwater riverain floodplain without equal flood plain storage value compensation within the stormwater management system. Also, in order to mitigate potential property damage from flooding, all elevations for habitable structures shall be at or above the 100-year flood level.
- h. All necessary drainage and associated

access easements shall be conveyed by the Developers to the County as required, in accordance with County policies existing at the time of construction plan submittal for a particular phase. All easement documents shall be fully executed and recorded prior to, or concurrent with issuance of certificates of occupancy or plat approval, whichever is applicable for the particular parcel or phase.

- i. To the extent not already exempted, the Developers have elected to be bound by the rules adopted pursuant to Chapters 373 and 403, Florida Statutes in effect at the time of adoption of this development order amendment. Accordingly, all applications for development permits pursuant to those chapters and which are necessary for, and consistent with the development authorized by this development order amendment, to the extent not exempted, shall be subject to the rules adopted pursuant to those chapters in effect at the time of adoption of this development order amendment.

3. Water Supply

- a. Accompanying the 1998 annual report, the Developers within Phases II-III shall submit a plan to Hillsborough County and TBRPC for using non-potable water for irrigation and the encouragement of water conservation measures in project development. This plan shall include the implementation of a wastewater reuse system, when and if required and feasible.
- b. Assurance of adequate water supply capacity and of maintenance of the water supply systems within the project site shall be governed by the Agreement for Sale and Purchase.
- c. Within Phases II-III, water-saving devices shall be required in the project as mandated by the Florida Water Conservation Act (Section 553.14, F.S.) and native vegetation shall be used in landscaping to the greatest extent

feasible. In addition, the water conservation measures referenced in the ADA shall be required.

- d. The Developers shall encourage the use of the lowest quality water reasonably available and suitable for a given purpose in order to reduce the unnecessary use of potable water.
- e. Adequate fire flow and pressure shall be maintained shall be maintained within Apollo Beach Phases I-III.
- f. Planning and development of this project shall conform to, and further, the rules and guidelines adopted by the Southwest Florida Water Management District for the Eastern Tampa Bay Water Use Caution Area.

C. Hurricane Preparedness

- 1. The Developers shall promote hurricane awareness and shall cooperate with local and regional authorities to prepare a plan to ensure the safe and orderly evacuation of residents and those employees who are within the development after an evacuation order is issued. The plan shall be implemented by the Developers: (1) using its best efforts to have all buildings closed for the duration of a hurricane evacuation order; (2) informing all residents and employees of evacuation routes out of the flood prone area and measures to be followed in the event of same; and (3) making all efforts to coordinate with and inform appropriate public authorities of building closings, security and safety measures, and evacuation plans.
- 2. The Developers within Phases II and III and to the greatest extent possible, the developers of Phase I shall coordinate with Hillsborough County Emergency Management officials, TBRPC, and the Tampa Bay Suncoast Chapter of the American Red Cross to determine appropriate shelter mitigation. Pursuant to Rule 9J-2.0256, FAC, it has been determined that construction and occupancy of Phase II-III will not cause a regionally significant impact on hurricane evacuation, and that Phase II will not have a regionally significant impact on shelter space availability. Accompanying the 1998 annual report, the Developers shall

prepare and provide Hillsborough County and TBRPC with an updated hurricane shelter space analysis, based on a methodology agreed to by the Developers, Hillsborough County, and TBRPC projecting the deficiencies, if any, in residential development for which the Developers are seeking approval. If such additional residential development creates a shelter space deficiency, the mitigation options in (a), (b), or (c) below shall be implemented singly, or in combination, at the Developers' election, to mitigate such deficit. The Developer must provide reasonable assurance from Hillsborough County and the County's emergency management officials regarding that these mitigation options will mitigate the development's hurricane shelter impacts. Once complete, this plan shall be sent to DCA and the Department of Emergency Management for their review and approval.

- a. Donation of land for public facilities or donation of the use of private structures to be used as primary public hurricane shelter (This option is appropriate if the shelter site is not within the hurricane vulnerability zone);
 - b. Provision of payments in lieu of donation of land for the upgrading of existing primary and secondary hurricane shelters located outside the hurricane vulnerability zone, so as to increase the county's primary public hurricane shelter space capacity; or
 - c. Limiting of development to a density that does not cause substantial impact on regional hurricane preparedness.
3. All deeds for sale of land and/or structures for Apollo Beach Zones Phases II-III within Evacuation Zones A-C shall be accompanied by a hazard disclosure statement generally describing the properties' relative probability of damage from hurricane surge.
 4. Project development within Phases II and III and to the greatest extent possible, within remaining portions of Phase I shall be consistent with TBRPC policies with regard to the siting of new institutions such as hospitals, nursing homes and adult Congregate Living Facilities in evacuation levels A or B.

D. General

1. Developers' Commitments. The Developers' commitments are set forth in the ADAs and Development Orders for DRI #59 and DRI #209 are hereby incorporated by reference and shall be honored, except as they may be superseded by specific terms of the Development Order.
2. Substantial Deviations. Except as otherwise provided herein, pursuant to Subsection 380.06(19), Florida Statutes, any substantial change to the project as described in the ADA shall require a substantial deviation determination.
3. Notice of Adoption. The Developers shall record a notice of adoption of this Development Order pursuant to Subsection 380.06(15), Florida Statutes.
4. Effective Date. The effective date of this Development Order shall be the date of its transmittal by the clerk of the Board of County Commissioners as set out below.
5. Date Rendered. This Development Order shall be deemed rendered as of the postmark date of the transmittal of copies hereof to DCA, TBRPC and the Developers.
6. Upon adoption, this Resolution shall be transmitted by the Ex-Officio Clerk of the Board of County Commissioners by certified mail to the DCA, TBRPC, the Developer's Representative and other recipients specified by statute of rules.

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk for the Circuit Court and Ex-Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its _____
Land Use meeting of July 15, 1997
_____ as same appears of record in Minute Book
254 of the Public Records of Hillsborough County,
Florida.

WITNESS my hand and official seal this 7th day of
August, 1997.

ATTEST: RICHARD AKE, CLERK

By: 
Deputy Clerk



DRAFT July 25, 1997

APPROVED BY COUNTY ATTORNEY

BY 

Approved As To Form And
Legal Sufficiency.

LEGAL DESCRIPTION:

A PARCEL OF LAND LYING IN SECTIONS 15, 16, 17, 19, 20, 21, 22, 27, 28, 29, 30, 31, 32 AND 33 TOWNSHIP 31 SOUTH, RANGE 19 EAST, HILLSBOROUGH COUNTY, FLORIDA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHWEST CORNER OF SECTION 33; RUN THENCE N 00°20'21" E, ALONG THE WEST BOUNDARY OF SAID SECTION 33 A DISTANCE OF 1441.90 FEET; THENCE N 64°47'30" W, A DISTANCE OF 775.34 FEET; THENCE S 75°11'04" W, A DISTANCE OF 675.22 FEET; THENCE S 54°41'44" W, A DISTANCE OF 636.13 FEET; THENCE S 20°20'54" W, A DISTANCE OF 423.74 FEET; THENCE S 07°40'13" W, A DISTANCE OF 301.54 FEET; THENCE N 80°22'37" W, A DISTANCE OF 1260.43 FEET; THENCE N 00°44'23" E, A DISTANCE OF 1242.59 FEET; THENCE N 60°25'53" W, A DISTANCE OF 1331.17 FEET; THENCE S 00°55'19" W, A DISTANCE OF 1216.30 FEET; ALONG THE EAST BOUNDARY OF SECTION 31; THENCE N 80°22'45" W, A DISTANCE OF 3079.44 FEET; THENCE S 00°35'07" W, A DISTANCE OF 1295.26 FEET; THENCE N 80°34'25" W, A DISTANCE OF 1324.04 FEET TO THE SOUTHWEST CORNER OF SAID SECTION 31, THENCE N 00°30'05" E, ALONG THE WEST BOUNDARY OF SAID SECTION 31 AND 30, A DISTANCE OF 7423.41 FEET; THENCE S 20°16'54" W, A DISTANCE OF 2640.40 FEET TO A POINT ON THE HILLSBOROUGH COUNTY BULKHEAD LINE IN TAMPA BAY AS RECORDED IN PLAT BOOK 35, PAGE 14 OF THE PUBLIC RECORDS OF HILLSBOROUGH COUNTY, FLORIDA; THENCE N 60°43'04" E, ALONG SAID BULKHEAD LINE, A DISTANCE OF 5194.50 FEET; THENCE N 05°51'25" E, A DISTANCE OF 2904.62 FEET; THENCE N 30°34'27" E, A DISTANCE OF 2444.94 FEET; THENCE N 45°27'51" E, A DISTANCE OF 3420.23 FEET; THENCE N 04°50'22" E, A DISTANCE OF 2284.90 FEET; THENCE S 64°54'27" E, A DISTANCE OF 453.64 FEET TO THE NORTHEAST CORNER OF SECTION 16, THENCE CONTINUE S 64°54'27" E, A DISTANCE OF 1703.52 FEET; THENCE S 34°00'22" W, A DISTANCE OF 3039.10 FEET TO A POINT ON THE WEST BOUNDARY OF SAID SECTION 16; THENCE LEAVING THE STATED BULKHEAD LINE S 00°53'40" W, ALONG SAID WEST BOUNDARY OF SECTION 16 A DISTANCE OF 1216.47 FEET; THENCE S 44°01'42" E, A DISTANCE OF 367.43 FEET TO A POINT ON THE NORTHERLY BOUNDARY OF A RECONDIVISION OF APOLLO BEACH UNIT 8 AS RECORDED IN PLAT BOOK 92, PAGE 64 OF THE PUBLIC RECORDS OF HILLSBOROUGH COUNTY, FLORIDA; THENCE ALONG SAID NORTHERLY BOUNDARY S 47°23'03" E, A DISTANCE OF 50.00 FEET; THENCE ALONG AN ARC TO THE LEFT A DISTANCE OF 1342.36 FEET WITH A RADIUS OF 2792.12 FEET, SUBTENDED BY A CHORD OF 1344.20 FEET, CHORD BEARING S 61°31'13" E; THENCE S 75°20'23" E, ALONG THE NORTH BOUNDARY OF APOLLO BEACH UNIT 8 SECTION 8 AS RECORDED IN PLAT BOOK 35, PAGE 97 OF THE PUBLIC RECORDS OF HILLSBOROUGH COUNTY, FLORIDA, A DISTANCE OF 954.91 FEET; THENCE S 75°34'05" E, ALONG THE NORTH BOUNDARY OF SAID UNIT 8 AS RECORDED IN PLAT BOOK 96, PAGE 51 OF THE PUBLIC RECORDS OF HILLSBOROUGH COUNTY, FLORIDA, A DISTANCE OF 1141.51 FEET; THENCE S 01°04'31" W, A DISTANCE OF 110.85 FEET TO A POINT ON THE NORTH BOUNDARY OF SECTION 21, THENCE ALONG SAID NORTH BOUNDARY S 80°35'17" E, A DISTANCE OF 1690.87 FEET TO THE SOUTHWEST CORNER OF SECTION 15, THENCE N00°44'34" E, ALONG THE WEST BOUNDARY OF SAID SECTION 15, A DISTANCE OF 642.62 FEET; THENCE S 80°20'12" E, A DISTANCE OF 2442.40 FEET; THENCE S 00°44'04" W, A DISTANCE OF 643.76 FEET TO A POINT ON THE NORTH BOUNDARY OF SECTION 22, THENCE S 80°18'35" E, ALONG SAID NORTH BOUNDARY A DISTANCE OF 1923.31 FEET TO A POINT ON THE WESTERLY RIGHT-OF-WAY BOUNDARY OF U.S. HIGHWAY 91 (S.R. 95); THENCE ALONG SAID WESTERLY RIGHT-OF-WAY BOUNDARY S 28°34'02" W, A DISTANCE OF 2577.17 FEET; THENCE N 61°21'54" W, A DISTANCE OF 200.00 FEET; THENCE S 28°34'02" W, A DISTANCE OF 100.00 FEET; THENCE S 61°21'54" E, A DISTANCE OF 200.00 FEET; THENCE S 28°34'02" W, A DISTANCE OF 769.90 FEET; THENCE N 61°21'54" W, A DISTANCE OF 14.00 FEET; THENCE S 28°34'02" W, A DISTANCE OF 1627.50 FEET TO A POINT OF CURVATURE; THENCE ALONG AN ARC TO THE RIGHT A DISTANCE OF 169.25 FEET WITH A RADIUS OF 2714.70 FEET SUBTENDED BY A CHORD OF 169.22 FEET, CHORD BEARING S 30°25'12" W; THENCE S 40°34'54" E, A DISTANCE OF 12.01 FEET TO A POINT ON A CURVE; THENCE ALONG AN ARC CONCAVE TO THE NORTHWESTERLY, A DISTANCE OF 244.17 FEET WITH A RADIUS OF 2727.70 FEET SUBTENDED BY A CHORD OF 244.00 FEET, CHORD BEARING S 34°44'40" W; THENCE N 60°34'54" W, A DISTANCE OF 40.40 FEET TO A POINT ON A CURVE; THENCE ALONG AN ARC CONCAVE TO THE NORTHWESTERLY, A DISTANCE OF 457.43 FEET WITH A RADIUS OF 2447.70 FEET, SUBTENDED BY A CHORD OF 456.40 FEET, CHORD BEARING S 42°21'30" W TO A POINT OF TANGENCY; THENCE S 47°19'02" W, A DISTANCE OF 229.70 FEET; THENCE N 60°10'12" W, A DISTANCE OF 134.54 FEET; THENCE S 47°19'02" W, A DISTANCE OF 242.43 FEET; THENCE S 80°16'12" E, A DISTANCE OF 200.00 FEET; THENCE S 47°19'02" W, A DISTANCE OF 572.95 FEET; THENCE N 80°10'12" W, A DISTANCE OF 430.67 FEET; THENCE N 00°53'46" E, A DISTANCE OF 271.54 FEET; THENCE N 80°10'12" W, A DISTANCE OF 479.67 FEET; THENCE N 00°53'46" E, A DISTANCE OF 290.00 FEET, TO THE SOUTHEAST CORNER OF SAID SECTION 21; THENCE N 60°23'43" W, ALONG THE SOUTH BOUNDARY OF SAID SECTION 21 ALSO BEING THE CENTERLINE OF HILLER MAC ROAD (CLAY-GULLY ROAD PLAT) A DISTANCE OF 3062.79 FEET; THENCE S 00°53'17" W, A DISTANCE OF 1324.77 FEET; THENCE N 80°22'11" W, A DISTANCE OF 1320.64 FEET TO THE EAST BOUNDARY OF SECTION 20; THENCE S 00°53'07" W, ALONG SAID EAST BOUNDARY, A DISTANCE OF 1323.54 FEET; THENCE N 80°20'36" W, A DISTANCE OF 1322.15 FEET; THENCE S 00°44'54" W, A DISTANCE OF 1324.04 FEET; THENCE S 80°21'62" E, A DISTANCE OF 1319.77 FEET; THENCE S 80°10'10" E, A DISTANCE OF 2738.01 FEET TO A POINT ON THE STATED WESTERLY RIGHT-OF-WAY BOUNDARY OF U.S. HIGHWAY 91 (S.R. 95); THENCE S 47°19'02" W, ALONG SAID RIGHT-OF-WAY BOUNDARY A DISTANCE OF 463.05 FEET; THENCE S 47°19'00" W, A DISTANCE OF 1444.39 FEET TO A POINT ON THE NORTH BOUNDARY OF SECTION 33; THENCE S 80°17'30" E, ALONG SAID NORTH BOUNDARY A DISTANCE OF 3062.65 FEET TO A POINT ON THE WESTERLY RIGHT-OF-WAY BOUNDARY OF SEABOARD COASTLINE RAILROAD; THENCE S 28°37'33" W, ALONG SAID WESTERLY RIGHT-OF-WAY BOUNDARY A DISTANCE OF 5791.67 FEET TO THE SOUTH BOUNDARY OF SAID SECTION 33; THENCE N 80°06'34" W, ALONG SAID SOUTH BOUNDARY A DISTANCE OF 2050.00 FEET TO THE SOUTHWEST CORNER OF SAID SECTION 33, SAID POINT BEING THE POINT OF BEGINNING.

ALSO A TRACT IN SECTION 22, TOWNSHIP 31 SOUTH, RANGE 19 EAST, MORE PARTICULARLY DESCRIBED AS FOLLOWS: FROM THE SOUTHWEST CORNER OF SAID SECTION 22, RUN S 80°18'12" E, ALONG THE SOUTH BOUNDARY OF SECTION 22, A DISTANCE OF 2044.60 FEET TO A POINT ON THE EAST RIGHT-OF-WAY BOUNDARY OF SEABOARD COASTLINE RAILROAD; THENCE N 28°37'32" E, ALONG SAID RIGHT-OF-WAY BOUNDARY A DISTANCE OF 737.35 FEET TO A POINT OF BEGINNING; THENCE CONTINUE ALONG SAID RIGHT-OF-WAY BOUNDARY A DISTANCE OF 726.00 FEET; THENCE S 61°22'27" E, A DISTANCE OF 300.00 FEET; THENCE S 28°37'32" W, A DISTANCE OF 726.00 FEET; THENCE N 61°22'27" W, A DISTANCE OF 300.00 FEET TO THE POINT OF BEGINNING.

LESS:

THE FOLLOWING DESCRIBED PROPERTIES:

THAT PART OF THE NORTHEAST 1/4 OF SECTION 32, TOWNSHIP 31 SOUTH, RANGE 19 EAST LYING SOUTH OF U.S. HIGHWAY 91, (S.R. 95) ALSO THAT PORTION OF THE NORTH 1/2 OF THE SOUTHEAST 1/4 OF SECTION 32, TOWNSHIP 31 SOUTH, RANGE 19 EAST, LYING NORTH AND WEST OF U.S. HIGHWAY 91 (S.R. 95), LESS THE WEST 46.10 FEET.

ALSO TRACT 65 OF RUBEN TOMATO FARMS AS RECORDED IN PLAT BOOK 27, PAGE 110 OF THE PUBLIC RECORDS OF HILLSBOROUGH COUNTY, FLORIDA.

less the following:

(the Wolf Creek ELAPP purchase)

DESCRIPTION :

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

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

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

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

Together with: that portion of aforesaid Section 30, Township 31 South, Range 19 East, Hillsborough County, Florida, lying above the mean highwater line of Tampa Bay.

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

(continued)

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

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

and less the following:

(the ELAPP purchase located on the north part of the hammerhead and formerly known as the Lee property)

That portion of Parcel 8 as recorded in Plat Book 37, page 67, Public Records of Hillsborough County, Florida, lying Northeastly of the following described divisional line: Commence at the most Westerly corner of said Parcel 8 and run thence N 34°59'22" E. along the Westerly boundary thereof, 1268.39 feet to the point of beginning, run thence S 55°00'38" E, 1455.00 feet to a termination point on the Easterly boundary of said Parcel 8, together with any and all riparian rights appertaining thereto.

ALSO DESCRIBED AS:

Commence at the Northeast corner of Fractional Section 16, Township 31 South, Range 19 East; thence on the North boundary and the Westerly extension thereof N 88°56'28" W., a distance of 5900.00 feet to a point on the Northerly extension of the Hillsborough County Bulkhead Line as recorded in Plat Book 37, page 67 of the Public Records of Hillsborough County, Florida; thence on said Northerly extension and on said Bulkhead Line S 34°59'22" W., a distance of 1020.01 feet to the POINT OF BEGINNING; thence departing said Bulkhead Line S 55°00'38" E., a distance of 1455.00 to a point on said Hillsborough County Bulkhead Line; thence along said Hillsborough County Bulkhead Line the following three courses:

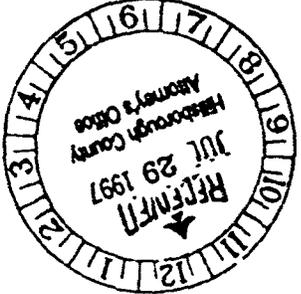
- 1.) N 34°59'22"E 1757.81 feet
 - 2.) N 88°56'28"W 1753.62 feet
 - 3.) S 34°59'22"W 778.96 feet
- to the Point of Beginning.

6	9	87	School Site	0.15		
Totals		552	Light Indus.		2,217	
Subtotals			SFD		1,820	
			MF		387	
			Commercial			352,237
			Light Indus.			574,997

*This area lesses out large wet areas but does not less proposed roads & drainage
 **This area lesses out an additional 30% for roads & drainage
 ***This estimate is based on "Estimated Buildable Area"

IS
 DRI NOR ZONING
 ING BUT NOT DRI
 MAINING TO BE
 VED
 CONSIDERED BUILT

RECEIVED
 JUL 24 1997
 PLANNING & GROWTH
 MANAGEMENT



**BEACH DRI
 NOPC**

applicant in said application. The applicant makes no representations as to the
 d by the NOPC application would require public notice and a public hearing in

DRAWING x \DRAWINGS\APOLLO\DRI\AB-DRI-FINAL.DWG Plotted on: Jul. 28, 1997 @ 09:05:37 by: Michael

SCAROLA ASSOCIATES
 ENGINEERING DESIGN AND LAND CONSULTANTS, P.A.
 100 FRANDORSON CIRCLE - SUITE 202 - APOLLO BEACH, FL 33572 (FA)
 (813) 641-3909
 MR. JIM BEGGINS
 6488 US HWY 41 NORTH
 APOLLO BEACH, FLORIDA 33572
 813-648-8481

APOLLO BEACH D.
 1996 NOPC

1
 OF
 1

FILE NO.
 270

EXHIBIT "C"

AFFIDAVIT OF CERTIFYING DISTRIBUTION OF A NOTIFICATION
OF A PROPOSED CHANGE TO A PREVIOUSLY APPROVED
DEVELOPMENT OF REGIONAL IMPACT (DRI)

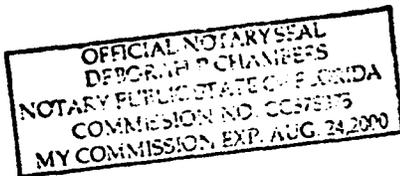
On behalf of the Developers, Frandorson Properties and other owners of undeveloped parcels, as legal counsel, I do hereby certify that a Notification of a Proposed Change to a Previously Approved DRI has been transmitted to the Florida Department of Community Affairs, the Tampa Bay Regional Planning Council and the Hillsborough County Board of County Commissioners.

FURTHER, Affiant sayeth not.


Michael L. Peterson
Counsel to the Developer

Sworn to and subscribed before me
this 30 day of July, 1997.


Notary Public, State of Florida at large



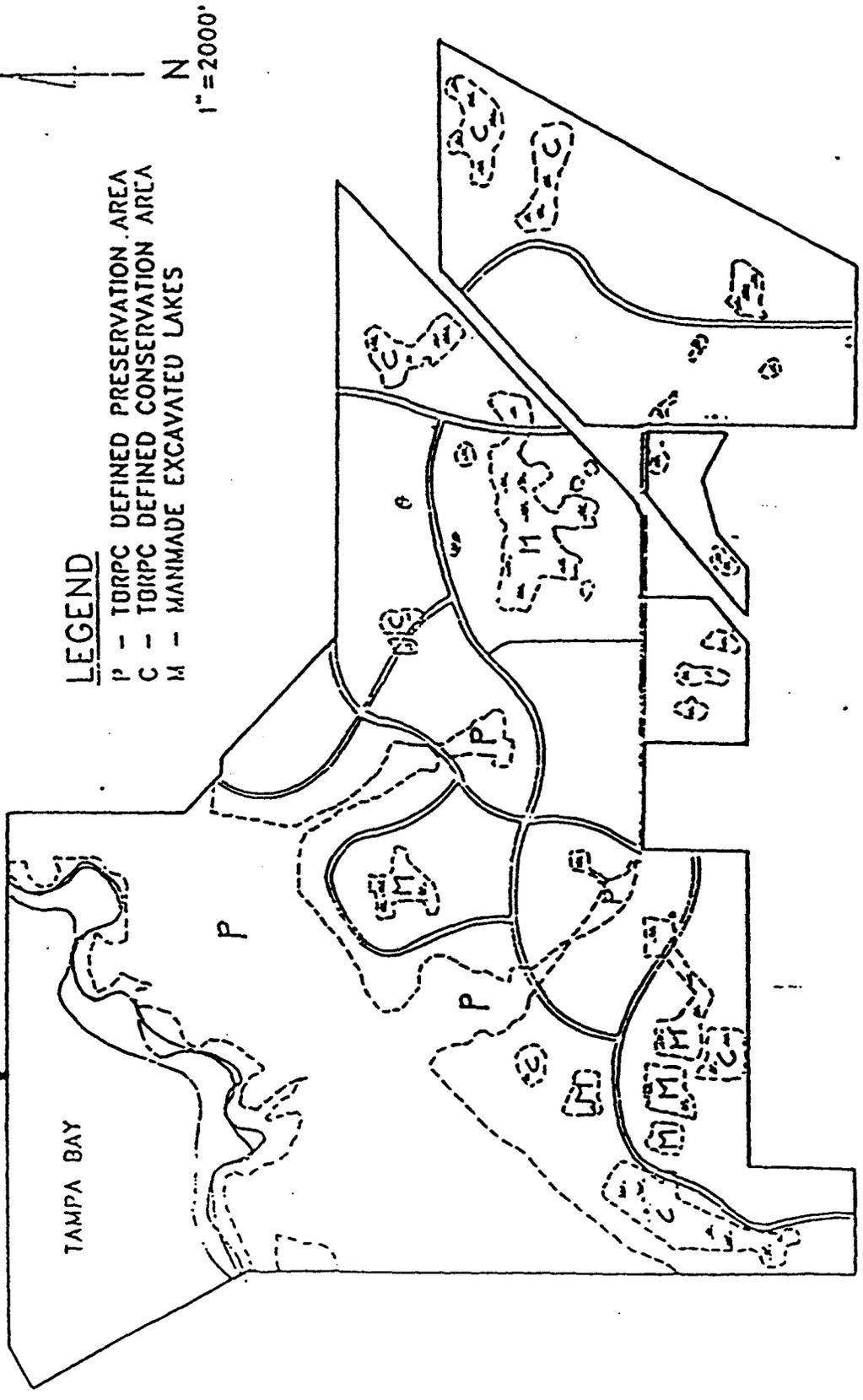


Exhibit "D"

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk of the Circuit Court and Ex Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of Resolution No. R97-169 Amending the Development Order for Apollo Beach (DRI #59) Phase I and (DRI #209) Phases II - IV, approved by the Board in its regular meeting of July 15, 1997, as the same appears of record in MINUTE BOOK 254 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 12th day of August, 1997.

RICHARD AKE, CLERK

BY:



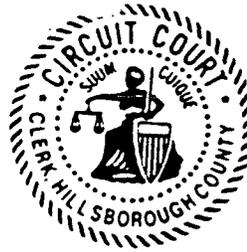
[Handwritten Signature]
Deputy Clerk

RECEIVED

AUG 13 1997

To
Planning Council

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



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

October 11, 1993

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

Re: Resolution No. R93-0202 - Amending the Development Order for Apollo
Beach Phase I (DRI #59)

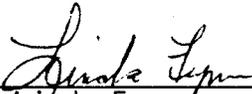
Dear Ms. Cooper:

Attached is a certified copy of referenced resolution, which was adopted
by the Hillsborough County Board of County Commissioners on September 21, 1993.

We are providing this copy for your files.

Sincerely,

RICHARD AKE
CLERK OF CIRCUIT COURT

By: 
Linda Fryman
Manager, BOCC Records

LF:ADF

Attachment

Certified Mail

cc: Board files (1 orig.)

J. Thomas Beck, Florida Department of Community Affairs

Michael L. Peterson, Esquire -

Molloy, James & Peterson, P.A.

Mary Helen Campbell, Assistant County Attorney

Gene Boles, Director, Planning and Development Management

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk of the Circuit Court and
Ex Officio Clerk of the Board of County Commissioners of
Hillsborough County, Florida, do hereby certify that the
above and foregoing is a true and correct copy of _____
Hillsborough County Resolution No. R93-0202 Amending the Development
Order for Apollo Beach Phase I (DRI #59)

approved by the Board in its _____ regular meeting
of _____ September 21 _____, 19 93 _____, as the same
appears of record in MINUTE BOOK _____ 208 _____ of the
Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this _____ 11th
day of _____ October _____, 19 93 _____.

RICHARD AKE, CLERK

By: *Denise Lysma*
Deputy Clerk

RESOLUTION NO. R93-0202

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS

OF HILLSBOROUGH COUNTY, FLORIDA

AMENDING THE DEVELOPMENT ORDER FOR

APOLLO BEACH PRIMARY PHASE I (DRI #59)

Upon motion by Commisioner Lydia Miller, seconded by Commissioner Jim Norman, the following Resolution was adopted by a vote of 4 to 0, Commissioner(s) _____ voting "No."

WHEREAS, on February 21, 1979, Hillsborough County (the "County") approved a development order for the Apollo Beach Development of Regional Impact (DRI #59), a copy of which is attached as Exhibit 1, hereby incorporated by reference, and hereafter referred to as "the original development order"; and

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

WHEREAS, the specific approval for Apollo Beach Phase I encompassed 790.03 acres and authorized up to 5,719 residential dwelling units, up to 307 acres of commercial development, up to 30 acres for school sites, and adequate recreational facilities based on public need in accordance with specified formulas; and

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

WHEREAS, on July 19, 1990 and July 27, 1990, the Tampa Bay Regional Planning Council ("TBRPC") and State of Florida Department of Community Affairs ("DCA"), respectively, filed appeals against the development order approved April 24, 1990 pursuant to Section 380.07, Florida Statutes; and

WHEREAS, on April 30, 1991 the TBRPC, DCA, and Frandorson Properties as the developer of record ("Developer") entered into a Settlement Agreement to resolve the appeals, with said agreement requiring a revised development order to Hillsborough County for adoption; and

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

WHEREAS, the May 7, 1991 development order for DRI #209 included a new condition as required by the April 30, 1991 Settlement Agreement which stated:

IV. SPECIFIC CONDITIONS

- A. Phasing Schedule and Deadlines,
- B. Within 30 days of the expiration of the appeal period associated with the Amendments to this development order, the Developer shall file a Notice of Proposed Change to an Approved Development Order (Form Number RPM-BSP-PROPCHANGE-1), which change shall propose amendments to the Development Order for Apollo Beach (Phase I) to address the location of land uses within Phase I, to reflect a reduction in Phase I density by a minimum of 750 residential dwelling units, and to address applicable time frames for the development of Phase I. Nothing herein shall be considered as a predetermination that these changes are or are not a substantial deviation.

WHEREAS, pursuant to the condition stated above and the Notice of Proposed Change review initiated April 27, 1993, the Developer and Hillsborough County mutually agree on the form and substance of the proposed amendments to the development order for Apollo Beach Phase I (DRI #59) as presented herein; and

WHEREAS, this action by the Board amends those portions of the development order for Apollo Beach Phase I (DRI #59) inconsistent with the proposed amendments presented herein.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA IN REGULAR MEETING, DULY ASSEMBLED THIS 21ST DAY OF SEPTEMBER, 1993 AS FOLLOWS:

FINDINGS OF FACT

That the following findings of fact are made:

- A. Amending the development order for Apollo Beach Phase I (DRI #59) as presented herein does not involve a change to a previously approved DRI constituting a substantial deviation under Section 380.06 (19), Florida Statutes (1992).
- B. All statutory procedures have been adhered to.
- C. That the Developer's Certification attached as Exhibit "A", affirming the copies of the Notice of Proposed Change has been delivered to all persons as required by law, is incorporated herein.

- D. That the Developer's Certification attached as Exhibit "B", affirming that proper notice of the Notice of Proposed Change was made as required by law, is incorporated herein.
- E. The findings of fact and conclusions of law made in the original development order and subsequent amendments to the development order for Apollo Beach I (DRI #59) are incorporated herein by reference.
- F. All recitations and findings set forth herein are incorporated by reference.

CONCLUSIONS OF LAW

That the following conclusions of law are made:

- A. In considering whether the proposed changes should be approved, Hillsborough County has considered the criteria stated in Section 380.06, Florida Statutes.
- B. The review by Hillsborough County, TBRPC, DCA, and other participating agencies and interested parties indicates that impacts are adequately addressed pursuant to the requirements of Section 380.06, Florida Statutes, within the terms and conditions of the original development order as amended by the proposed changes set forth in the Notice of Proposed Change.
- C. The proposed changes set forth in the Notice of Proposed Change are approved subject to all terms and conditions of the original development order and not otherwise modified by this amendment.

ORDER

1. To reflect the changed location of land uses approved since the original development order was issued, Exhibit "A" describing the Approved General Site Plan and approved land uses by "pocket", to the extent it describes Phase I, shall be substituted by the "Land Use Supplement To The G.S.D.P. For Apollo Beach DRI, Phase I" (Prepared by Scarola Associates on October 1, 1991) as attached hereto as Exhibit "C".
2. The total number of allowable residential dwelling units in Phase I shall be reduced by 750 to a maximum of 4969, with said reduction allocated against Pocket 83 resulting in a new limit of 684 residential dwelling units allowable in Pocket 83.

3. The Developer shall amend the development order to provide for an extension to build-out of Apollo Beach Phase I (DRI #59) which reasonably reflects actual completion of Phase I development and revise the development schedule pursuant to a Subsection 380.06(19), Florida Statutes, Notice of Proposed Change (NOPC) before July 30, 1994. The NOPC shall include a traffic analysis of the impacts of the revised development schedule. Approval of the traffic analysis methodology to be utilized by the Developer shall be obtained in writing from the County and the DCA prior to submittal of the analysis. If the traffic analysis demonstrates additional traffic impacts, further DRI review of Phase I shall be required.
4. That the development order for Apollo Beach Development of Regional Impact - Phase I (DRI #59) is hereby reaffirmed in its entirety except as amended herein.
5. That upon adoption, this Resolution shall be transmitted by the Ex-Officio Clerk of the Board of County Commissioners by certified mail to the DCA, TBRPC, Developer, and any other recipients specified by statute or rules.

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

I, RICHARD AKE, Clerk of the Circuit Court and Ex-Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its regular meeting of 9/21/93, as the same appears of record in Minute Book 208 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 6th day of October, 1993.

ATTEST: RICHARD AKE, CLERK

By: Gary J. Klunk
Deputy Clerk / Gary J. Klunk

APPROVED BY COUNTY ATTORNEY AS TO FORM AND LEGAL SUFFICIENCY

By: M. Campbell, Assistant County Attorney

EXHIBIT "A"

AFFIDAVIT

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I hereby certify that on this day before me, the undersigned notary public authorized in the State and County named above to administer oaths and take acknowledgments, personally appeared Michael L. Peterson, as attorney for Frandorson Properties, the applicant for the first Notice of Proposed Change to DRI #59 (Apollo Beach Phase I), to me well known, who being first duly sworn, says upon oath as stated below:

1. Frandorson Properties filed its First Notice of Proposed Change to DRI #59 (Apollo Beach Phase I) on April 27, 1993.

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


Michael L. Peterson
Attorney for Frandorson Properties

The foregoing instrument was acknowledged before me this 15th day of September, 1993, by Michael L. Peterson, as attorney in fact, who is personally known to me or how has produced 1.14 as identification and who did take an oath, on behalf of Frandorson Properties.

My Commission Expires:

5-24-96


NOTARY PUBLIC, State of Florida
At Large

My Commission Number:

Deborah P. Chambers
Print Name



OFFICIAL SEAL
Deborah P. Chambers
My Commission Expires
Aug. 24, 1996
Comm. No. CC 223277

EXHIBIT "B"

APPLICATION NUMBER: 93-272

A F F I D A V I T

DET # 59

STATE OF FLORIDA
COUNTY OF Hillsborough

I hereby state that I am the owner or the agent for the owner of the above-numbered Notification of proposed change to a DET request.

I further state that I have notified all persons owning land within:
(CHECK ONE)

250' OR 400'

of the property described in the attached letter by Proof-of-Mailing of my intention of requesting a proposed change to a DET before the:

(CHECK ONE):

Zoning Hearing Master of Hillsborough County.

or

Board of County Commissioners of Hillsborough County.

I further state that I have notified the Designated Representative of each Registered Neighborhood Organization located within one mile of the site affected by the application.

I have attached hereto the Certificate of Mailing as proof of such notification.

Michael L. Peterson, Agent
(TYPE OR PRINT LEGIBLY NAME OF OWNER/AGENT OF OWNER)

Michael L. Peterson
(SIGNATURE OF OWNER/AGENT OF OWNER)

X 9-14-93
(DATE SIGNED)

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this (DATE) 9-14-93 by Michael Peterson

Who:
 Personally known to me Florida driver's license
 Other type of identification: _____

and who: did did not take an oath.

Deborah P. Chambers
(Signature of person taking acknowledgement)



Deborah P. Chambers
My Commission Expires Aug. 24, 1996
Comm. No. CC 223277

Type or Print Name of Notary Public

EXHIBIT "C"



**LAND USE SUPPLEMENT TO THE
GENERAL SITE DEVELOPMENT
PLAN (MAP) IS LOCATED IN
ORIGINAL DEVELOPMENT ORDER
FILE.**