

ORDINANCE NO. O2012-01

AN ORDINANCE OF THE CITY OF WILDWOOD, FLORIDA, ADOPTING THE DEVELOPMENT ORDER AND PROPORTIONATE SHARE AGREEMENT FOR THE SOUTHERN OAKS DEVELOPMENT OF REGIONAL IMPACT; PROVIDING FOR CODIFICATION; PROVIDING FOR CONFLICT; AND PROVIDING FOR AN EFFECTIVE DATE.

NOW THEREFORE, BE IT ORDAINED, by the City Commission of the City of Wildwood, Florida:

SECTION 1. The Development Order and Proportionate Share Agreement for the Southern Oaks Development of Regional Impact, attached hereto, are hereby adopted and approved.

SECTION 2. All ordinances or parts of ordinances in conflict are hereby repealed.

SECTION 3. If any sentence, clause or phrase or this Ordinance is held to be invalid or unconstitutional by a Court of competent jurisdiction, then said holding shall in no way effect the validity of the remaining portions of said Ordinance.

SECTION 4. This Ordinance shall take effect immediately upon its final adoption by the City Commission of the City of Wildwood, Florida.

PASSED AND ORDAINED, this 27th day of February, 2012.

CITY COMMISSION
CITY OF WILDWOOD, FLORIDA

S E A L

ATTEST: Joseph Jacobs
Joseph Jacobs, City Clerk

BY: Ed Wolf
Ed Wolf, Mayor

First Reading: February 13, 2012

Second Reading: February 27, 2012

Approved as to form:

Jerri Blair
Jerri Blair, City Attorney

DEVELOPMENT ORDER
SOUTHERN OAKS DEVELOPMENT OF REGIONAL IMPACT
CITY OF WILDWOOD, FLORIDA

THIS DEVELOPMENT ORDER is entered into and made as of the 17th day of February 2012, by and between the **CITY OF WILDWOOD, FLORIDA**, a Florida municipal corporation (the “City”) and **DARYL M. CARTER, TRUSTEE OF THE CARTER-SUMTER 2444 HIGHWAY 468 LAND TRUST**, a Florida corporation, with a mailing address of 3333 South Orange Avenue, Suite 200, Orlando, Florida 32806 (“Owner or “Developer”).

WHEREAS, Owner owns approximately 2,335.13 acres of land located in the City of Wildwood, Sumter County, which is legally described in **Exhibit “A”** attached hereto and incorporated herein by reference (the “Property”); and

WHEREAS, Owner intends to develop itself or to sell, bargain, transfer, succeed or assign its interests in the Property to a land developer to develop the Property in accordance with this Development Order; and

WHEREAS, § 380.06, Fla. Stat. mandates that developments of the size, density and intensity proposed shall undergo development of regional impact review; and

WHEREAS, in April 2009, an Application for Development Approval (“ADA”) for the Southern Oaks Development of Regional Impact (“Southern Oaks DRI”) was filed with the City; and

WHEREAS, it is proposed that the Property may be developed as set forth herein; and

WHEREAS, the proposed development is not located in an area of critical state concern as designated pursuant to Chapter 380, Fla. Stat.; and

WHEREAS, pursuant to § 380.06(12), Fla. Stat., the Withlacoochee Regional Planning Council (“WRPC”) is required to issue a regional report and recommendation in connection with its review of the Southern Oaks DRI; and

WHEREAS, on August 19, 2010 the WRPC met and approved the Regional Report and Recommendation relative to Southern Oaks DRI (the “Regional Report”); and

WHEREAS, pursuant to § 380.06, Fla. Stat., the City of Wildwood City Commission is the governing body having jurisdiction over the review and approval of developments of regional impacts located within the City of Wildwood, Florida; and,

WHEREAS, the proposed development has gone through the review process of the various agencies and it is now before the City Commission to approve, approve with conditions or deny the Southern Oaks DRI pursuant to § 380.06, Fla. Stat.; and

WHEREAS, in accordance with § 380.06, Fla. Stat., the City Commission conducted a public hearing on _____, to review and consider the Southern Oaks DRI; and

WHEREAS, notice of this hearing date was provided in accordance with law; and

WHEREAS, at the public hearing on this matter, any member of the general public requesting to do so was given the opportunity to present written or oral communications; and

WHEREAS, during the public hearing, all parties were afforded the opportunity to present evidence and argument on all issues and submit rebuttal evidence; and

WHEREAS, this Development Order shall be recorded in the Public Records of Sumter County, Florida and shall run with the land.

NOW THEREFORE, BE IT RESOLVED BY THE CITY OF WILDWOOD CITY COMMISSIONERS, CITY OF WILDWOOD, FLORIDA, IN PUBLIC MEETING DULY CONSTITUTED AND ASSEMBLED THIS 27th DAY OF FEBRUARY, 2012 THAT THE APPLICATION FOR DEVELOPMENT APPROVAL FOR THE SOUTHERN OAKS DEVELOPMENT OF REGIONAL IMPACT, SUBMITTED BY M.L. CARTER DEVELOPMENT CORPORATION, IS HEREBY ORDERED APPROVED SUBJECT TO THE TERMS BELOW:

SECTION I. DEFINITIONS

1. ACOE – U.S. Army Corps of Engineers.
2. ACLF – Adult Congregate Care Living Facility.
3. ADA – The Application for Development Approval for the Southern Oaks DRI dated April 28, 2009, as supplemented by the Southern Oaks Development of Regional Impact First Sufficiency Response dated September, 2009, as supplemented by the Southern Oaks Development of Regional Impact Second Sufficiency Response dated February, 2010, as supplemented by the Southern Oaks Development of Regional Impact Third Sufficiency Response dated May, 2010.
4. ADT's – Average Daily Trips.
5. City – City of Wildwood, Florida.
6. City Commission – The City Commission of the City of Wildwood, Florida.
7. DEO or Department – Florida Department of Economic Opportunity.
8. DRA – Stormwater/drainage retention areas.
9. Developer – M.L. Carter Development Corporation; provided, however, the term "Developer" may refer to that person, persons, entity or entities which has or have lawfully acquired the rights to develop the Property through sale, bargain, donation, transfer, succession,

assignment or combination thereof and regardless of whether the same was voluntary or involuntary (i.e. insolvency, liquidation, bankruptcy).

10. Development or Project – The Southern Oaks Development of Regional Impact.
11. Development Order – This Development Order for the Southern Oaks DRI, as the same may be amended from time to time hereafter.
12. du – Dwelling unit.
13. EMP – Environmental Monitoring Plan.
14. ERP – Environmental Resource Permit
15. EPA – U.S. Environmental Protection Agency.
16. FDEP – Florida Department of Environmental Protection.
17. FFWCC – Florida Fish and Wildlife Conservation Commission.
18. GMP – Groundwater Monitoring Plan.
19. IPMP – Integrated Pest Management Plan.
20. LID – Low Impact Development.
21. Map H – The master development plan for the Southern Oaks DRI, a copy of which is dated December 12, 2011 and is attached hereto as **Exhibit “B”** and incorporated herein by reference.
22. Property – The real property subject to this Development Order consisting of approximately 2,335.13 acres located in the City of Wildwood and being legally described in Exhibit “A” attached hereto and made a part hereof.
23. SF – Square feet.
24. Southern Oaks DRI – The Southern Oaks Development of Regional Impact.
25. SWFWMD – Southwest Florida Water Management District.
26. SWPPP – Stormwater Pollution Prevention Plan.
27. SWQMP – Surface Water Quality Monitoring Plan.
28. USFWS – U.S. Fish and Wildlife Service.
29. WHMP – Wildlife Habitat Management Plan.
30. WRPC – Withlacoochee Regional Planning Council.

SECTION II. FINDINGS OF FACT

- A. The Developer filed the ADA with respect to the Property pursuant to § 380.06, Fla. Stat.
- B. The Property does not lie within an Area of Critical State Concern, according to DEO, authorized by § 380.06, Fla. Stat.
- C. The Southern Oaks ADA was reviewed by, and recommendations were received from, the WRPC and the City.
- D. All public hearings as required by § 380.06, Fla. Stat., were duly noticed and held, and on February 27, 2012, the City Commission adopted the Development Order for the Southern Oaks DRI.
- E. This Development Order is substantially consistent with the Regional Report of the WRPC and consists of approval of the Southern Oaks DRI.
- F. The above recitals are incorporated herein by reference and made a part hereof.
- G. Except for the terms defined herein, the definitions contained in Chapter 380, Fla. Stat., and Chapter 9J-2 Fla. Admin. Code, shall govern and apply to this Development Order.
- H. Whenever this Development Order provides for or otherwise necessitates reviews, approvals, or determinations of any kind subsequent to its issuance, the right to review, approve and determine includes all directly affected governmental agencies and departments set forth under applicable laws and rules.
- I. Notice of the hearing date for adoption of this Development Order was published in accordance with law.
- J. In each instance where the Developer is responsible for ongoing maintenance of privately owned facilities or infrastructure, the Developer may assign any or all of its responsibilities to improve and maintain those facilities to an appropriate entity able to fulfill such responsibility consistent with statutory and rule requirements and the conditions of this Development Order.
- K. Pursuant to Rule 9J-2.025, Fla. Admin. Code, the following representations and information statements are incorporated into this Development Order and made a part hereof.
1. Name: The name of the development is Southern Oaks. The development of regional impact, as approved by this Development Order, may be referred to as the "Southern Oaks DRI" or as the "Development" (as the context dictates).
 2. Authorized Agent: The Developer may designate one or more authorized agents to act on its behalf. The Developer's authorized agent is, and any and all correspondence and communication may be made to the Developer at the following address:

Maury L. Carter and Associates, Inc.
Daryl M. Carter
333 S. Orange Avenue
Suite 200
Orlando, FL 32806

3. Principal Entities:

a. The name of the Developer is M.L. Carter Development Corporation, who is also the current owner of a portion of the Property and is the principal entity pursuing the ADA for the Southern Oaks DRI.

b. M.L. Carter Development Corporation has represented, and the City has materially relied upon said representations:

i. That it, along with Daryl M. Carter, Trustee of Carter-Sumter 2444 Highway 468 Land Trust, are the current owners of the Property;

ii. That Daryl M. Carter, Trustee of the Carter-Sumter 2444 Highway 468 Land Trust has consented to the ADA, as indicated by its Notarized Statement contained in the ADA.

iii. The developer of the Property may be some person(s) or entity other than M.L. Carter Development Corporation;

iv. M.L. Carter Development Corporation understands and agrees that this Development Order shall be binding upon it and its heirs, successors and/or assign, as accepted and agreed to on the last page hereof;

v. This Development Order shall be recorded and shall run with the land.

4. ADA: The ADA for the Southern Oaks DRI is hereby approved subject to the terms of this Development Order.

5. Development Description: The Southern Oaks DRI will be developed as a mixed use development with predominately business park and commercial uses that are supported by residential uses. The development will also contain apartments, condominiums, townhomes, civic uses, an ACLF, developed parks, and green space, along with other public and private facilities and amenities as provided for in this Development Order, and as shown on Map H. At build out, and subject to the conditions and restrictions herein, there will be a maximum of 1,214 residential units, 1,930 apartments, condominiums, and townhomes, 36,000 SF of civic uses, a 300 bed ACLF facility, 505,000 SF of commercial uses, and 2,685,000 SF of business park uses.

L. Required Specific Findings of Fact

1. Legal Description: The legal description of the Property is contained in Exhibit "A".

2. Monitoring Procedures: The monitoring procedures are set forth in Section IV below.

3. Documents/Materials Incorporated Herein By Reference:

a. The ADA is hereby incorporated into this Development Order by reference and made a part hereof.

b. The Regional Report issued by the WRPC is hereby incorporated into this Development Order by reference and made a part hereof.

c. Map H is attached as Exhibit "B" to this Development Order and is hereby incorporated into this Development Order by reference and made a part hereof.

4. Compliance Dates:

a. The Developer shall have commenced development of the Southern Oaks DRI within five (5) years after this Development Order becomes effective; provided, however, that the City may extend such commencement date for good cause (to include adverse market conditions). The phrase "commence development" for purposes of this Development Order shall mean that the Developer shall have constructed or cause to be constructed any site grading or clearing, infrastructure, roadways, or vertical development.

b. This Development Order shall expire on December 31, 2031, unless extended by an amendment to this Development Order duly enacted by the City Commission.

c. The attached Map H sets forth the approved uses and phasing for the Southern Oaks DRI, and all development of the Southern Oaks DRI shall be in accordance therewith.

d. The restriction on down-zoning is contained below.

SECTION III. CONCLUSIONS OF LAW

Based upon the Findings of Fact, the City Commission hereby makes the following Conclusions of Law:

A. The City Commissioner's review of the ADA for the Southern Oaks DRI has been conducted pursuant to the provisions of § 380.06, Fla. Stat.

B. The City Commission specifically finds that the Southern Oaks DRI does not unreasonably interfere with the achievement of the objectives of the adopted state land development plan for the portion of the City of Wildwood where the Property is located.

C. The City Commission specifically finds that the Southern Oaks DRI is consistent with the State Comprehensive Plan as contained in Chapter 187, Fla. Stat.

D. The City Commission specifically finds the Southern Oaks DRI to be consistent with the City's adopted Comprehensive Plan, and with the City's land development regulations, subject to the terms of this Development Order, as described in Exhibit "B."

E. The City Commission specifically finds that the Southern Oaks DRI is substantially consistent with the Regional Report issued by the WRPC pursuant to § 380.06(12), Fla. Stat.

F. The ADA for the Southern Oaks DRI is hereby deemed in substantial compliance with the requirements of § 380.06, Fla. Stat. and Rule 9J-2, Fla. Admin. Code.

G. The Development Order constitutes final approval for the Developer to develop the Property subject to and in strict accordance with the terms of this Development Order and as provided on Map H.

H. Pursuant to § 380.06(15), Fla. Stat., the development approved under this Development Order is further conditioned upon the Developer being financially responsible for ensuring the adequate provision for the public facilities needed to accommodate the impacts of the Development.

SECTION IV. CONDITIONS OF APPROVAL

A. General.

1. ADA.

The Southern Oaks DRI shall be developed in accordance with the information, data, plans and commitments contained in the Southern Oaks ADA/DRI and supplemental information incorporated herein by reference, unless otherwise provided by the conditions of this Development Order. This Development Order shall prevail over any conflicting information, data, plan or commitments.

2. Phasing.

The Property shall be developed in accordance with the phasing schedule below, also shown on Map H.

SOUTHERN OAKS DRI PHASING PLAN						
Land Use	Phase 1A 2012-2014	Phase 1B 2015-2019	Phase 2 2020-2019	Phase 3 2025-2028	Phase 4 2029-2031	Total
Residential	443du	N/A	284du	487du	N/A	1,214du
Apartments, Condos, Townhomes	N/A	292du	471du	381du	381du	1,525du
Civic	N/A	36,000 SF	N/A	N/A	N/A	36,000 SF
ACLF	N/A	N/A	300 beds	N/A	N/A	300 beds
Commercial/ Apartments	10,000 SF	270,000 SF and 405du	N/A	N/A	N/A	280,000 SF and 405du
Commercial	N/A	190,000 SF	N/A	N/A	N/A	190,000 SF
Business Park	N/A	335,000 SF	815,000 SF	750,000 SF	785,000 SF	2,685,000 SF
Neighborhood Commercial	N/A	N/A	N/A	35,000 SF	N/A	35,000 SF

3. Land Use Conversion Matrix.

The Developer may increase or decrease the amount of a particular land use within the approved development program by using the Land Use Conversion Matrix attached as **Exhibit "C"** and incorporated herein by reference. Use of the conversion matrix may increase or decrease the total amount of each land use by no more than the amount allowed for in the substantial deviation criteria identified in § 380.06(19), Fla. Stat., unless this Development Order is amended to accommodate such a change, provided, however, that no land use may exceed the Business Park Future Land Use Map designation in the Comprehensive Plan. It is specifically acknowledged that use of the conversion matrix in such a manner that the minimum and maximum thresholds set forth therein are not exceeded shall not constitute a substantial deviation nor require the filing of a Notice of Proposed Change, although such use of the matrix shall be reflected in the next Notice of Proposed Change. Greater changes than those discussed above considered cumulatively, shall be subject to the normal development order amendment process. Any time the conversion matrix is used, the DEO, WRPC, and the City must be provided notice of the proposal at least thirty (30) days in advance of the change. Use of the conversion matrix

will be reported on an individual and cumulative basis and project impacts documented in the biennial report.

4. Owner's Associations and Special Districts.

Nothing herein shall be construed as precluding Developer from creating owner's associations, such as homeowner's associations and property owner's associations, and/or special districts, such as community development districts, in order to provide for the financing, management and control of common areas or infrastructure for the Development or for any other purpose allowed by law. Any community development district for the Southern Oaks DRI that may be approved by the City or the Florida Land and Water Adjudicatory Commission pursuant to Chapter 190, Fla. Stat., shall have such power and the ability to perform any function set forth in Chapter, 190, Fla. Stat., as may be amended from time to time, including, but not limited to, the power to finance and construct transportation improvements identified in this Development Order, within or without the boundaries of the community development district. Construction or funding by any such community development district of any project, facility, service or function required by this Development Order or necessary to serve the development approved by this Development Order, within or without the boundaries of such district, is expressly approved. If the Developer is required or authorized by this Development Order to fund or otherwise provide or cause to be provided any infrastructure, project, system or facility set forth in Chapter 190, Fla. Stat., then the community development may independently satisfy such obligations. To the extent any such obligation under this Development Order is met or performed by the community development district, then the Developer shall no longer be subject to the obligation. In the event any contributions of land, money (including proportionate share payments), or improvements funded or constructed with funds from a community development district give rise to impact fee credits, then such impact fee credits shall be established in the name of the community development district.

B. Environmental and Natural Resources.

1. Environmental Monitoring Plan.

The Developer shall prepare and maintain an EMP. As a general description, the EMP is the umbrella document/plan which addresses, or attempts to address, all of the various environmental, wildlife and preservation issues as such matters are detailed in the subsections below. The individual parts of the EMP shall be initially submitted to the City of Wildwood Development Services and appropriate state agencies for review and approval as required under applicable law or the terms of this Development Order on or before the time the first site plan or preliminary plan of subdivision is submitted. The information contained in the EMP, as updated from time to time, shall be included in the biennial report. Any revisions to the EMP or any of its sub-parts shall not be considered an action requiring the filing of a Notice of Proposed Change for an Amendment to the Development Order. Sub-parts of the EMP include, without limitation:

- a. Groundwater Monitoring Plan ("GMP")
- b. Surface Water Quality Monitoring Plan ("SWQMP")

- c. Stormwater Pollution Prevention Plan (“SWPPP”)
- d. Wildlife Habitat Management Plan (“WHMP”)
- e. Integrated Pest Management Plan (“IPMP”)

2. Surface Features, Surface Waters and Ground Waters.

a. Protection of Sensitive Subsurface and Karst Features.

A geotechnical report prepared by a qualified professional shall be used in the design and layout of the Southern Oaks DRI project, and shall be submitted to the City of Wildwood at the time of and in connection with the processing of the preliminary plan of subdivision of each phase or sub-phase of development, in order to ascertain that the Developer has used its best efforts to avoid adverse impacts to karst and subsurface features in the overall project design and layout of the Southern Oaks DRI.

b. Ground and Surface Water Monitoring Requirements.

i. In order to effectively monitor the Project’s effects on groundwater conditions, the Developer shall, at the time the onsite existing Water Use Permit is modified to reflect land use changes, provide for the establishment and operation of a GMP that complies with Section 62-520.600 Fla. Admin. Code, as may be amended from time to time, unless the SWFWMD and/or FDEP determine that a GMP is not necessary for the Project, in which case the Developer shall be relieved of this obligation.

ii. In order to effectively monitor the Project’s effects on surface water conditions, the Developer shall, at the time of ERP application submittal, provide for the establishment and operation of a SWQMP that complies with Section 62-302.500 Fla. Admin. Code, as may be amended from time to time, unless the SWFWMD and/or FDEP determines that a SWQMP is not necessary for the Project, in which case the Developer shall be relieved of this obligation.

iii. In addition to meeting all requirements of the regulatory agencies, the Developer shall utilize BMP’s to control siltation and prevent turbidity during construction activities. These standards can be achieved by utilizing the best available construction techniques for erosion and sedimentation control, as well as meeting the minimum standards for National Pollution Discharge Elimination System (NPDES) permitting.

c. Drainage, Stormwater and Groundwater.

i. As part of the overall EMP, the Developer shall, at the time of ERP application submittal, prepare a SWPPP for the Development incorporating requirements such as: (1) clearing and grading areas only as they are being prepared for construction; (2) stabilizing areas after

construction completion; and (3) watering for dust control at the time of construction, unless limiting is required due to hydrologic conditions and SWFWMD warnings.

ii. DRAs, including either ‘wet’ or ‘dry’ DRAs, shall be designed and constructed according to normal and accepted engineering practices and all applicable regulatory standards.

iii. Stormwater management facilities shall adhere to SWFWMD criteria for design, construction, operation, treatment standards, and maintenance facilities in hydrologic and karst sensitive areas, as determined by the SWFWMD. Where reasonably feasible, the development shall utilize LID methods to reduce the impact of nutrients on natural wetlands systems. These LID methods may include low impact stormwater design consisting of vegetated swales in buffers to eliminate concentrated runoff prior to discharge of treated stormwater; an integrated treatment and conveyance approach to managing stormwater, including the use of curb cuts and swales and/or the reduction of curb where appropriate; rain gardens; pervious pavement; conserving natural areas and wetlands; minimizing development impacts; attempting to maintain site runoff rates; the use of integrated management practices; the implementation of pollution prevention; and proper maintenance and public education.

iv. No building permit shall be issued for development unless and until the Developer provides evidence to the satisfaction of the City that adequate drainage/stormwater management facilities will be available concurrent with the impacts of each phase or sub-phase of the Southern Oaks DRI at the levels of service adopted in the City of Wildwood Comprehensive Plan and all applicable City codes and SWFWMD regulations.

v. Once the on-site surface water management system is certified to the SWFWMD as being in compliance with all permit requirements, the Developer shall conduct regular engineering inspections of the on-site surface water management system as required by local and state regulations to ensure that the system is being properly maintained in keeping with its design, and is capable of accomplishing the permitted level of stormwater storage/treatment for which it was designed and intended. The results of the regular inspections shall be signed and sealed by the appropriate professional and included in the Developer’s biennial report.

d. Soils and Erosion.

i. Grading Plan. The Developer shall develop a grading plan that utilizes pre-development topography to the maximum extent reasonably feasible. The grading plan shall be provided to the City at the time of and in connection with each application for site plan or preliminary plan of subdivision approval.

ii. Site Disturbance/Erosion.

(1) The Development will be designed, to the extent commercially reasonable, to complement the topography and minimize site disturbance and erosion by construction phasing and limited site clearance, while maximizing retention of existing vegetation, timely re-vegetation of cleared areas and preservation of existing grades and slopes in project design and construction.

(2) The Developer will protect on site surface waters from construction impacts, to the extent commercially reasonable, through various measures, including the use of staked hay bales and silt screen fences, reducing both erosion and sediment transport into wetland areas.

(3) The Developer will minimize wind erosion from clearing and grubbing operations, to the extent commercially reasonable, by performing such operations only on individual parcels of land where construction is scheduled to proceed.

(4) The Developer will minimize fugitive dust, to the extent commercially reasonable, through sodding, water sprinkling, seeding, mulching or planting of landscaped material in cleared and disturbed areas.

(5) The Developer shall use BMPs (those BMPs generated by SWFMD and FDEP) to control soil erosion and sedimentation. A description of specific activities that the Developer will undertake to control soil erosion and sedimentation shall be included in the EMP.

(6) Should any noticeable soil slumping or sinkhole formation become evident before or during construction activities, the Developer shall comply with permit conditions of the SWFWMD to develop a plan of action and corrective measures to correct the problem. Once a plan of action and corrective measures are determined, the Developer shall complete the required action/measures in accordance with any permit requirements.

e. Wildlife Habitat Management Plan.

i. Except as otherwise allowable by this Development Order or by permits obtained by the Developer from either the SWFWMD, the FFWCC, the ACOE, the USFWS, or as detailed in a WHMP, site development related activities shall not result in the harming, pursuit or harassment of species classified as Endangered, Threatened or a Species of Special Concern by either the state or federal government in contravention of applicable state or federal laws. Should such species be at any time determined to be residing on, or be otherwise significantly dependent on the project site, the Developer shall immediately notify the City, the FFWCC and

the USFWS and, to the extent required by laws and regulations, the Developer shall cease all activities which might negatively affect that individual or population. The Developer shall provide proper protection, to the satisfaction of all agencies with jurisdiction.

ii. "Harming" and "harassment" as used in this condition shall be defined in the same manner as "harm" and "harass" respectively are defined in 50 C.F.R. § 17.3.

iii. Proper protection and habitat management, designed to the satisfaction of SWFWMD, FFWCC, ACOE, and USFWS, and implemented consistent with applicable law, have been provided by the Developer through the adoption of the WHMP attached hereto as **Exhibit "D"**, and incorporated herein by reference. The WHMP includes provisions that:

(1) Preserve a buffer around the bald eagle nesting site, as shown on Map H. A boardwalk, so long as constructed during the non-nesting season, will be permitted within the buffer; however it will be no closer than the prescribed primary 330' radius.

(2) Provide for the protection of gopher tortoise populations through relocation, to acceptable on-site locations.

(3) Provide for the protection of Sherman's fox squirrel by reestablishment of Longleaf Pine and Turkey Oak communities by planting suitable soils within dedicated park areas.

(4) Provide that sandhill nesting crane surveys shall be conducted during the appropriate nesting season.

(5) Provide that the Project shall promote the viability of listed species on the Property through the preservation/enhancement/restoration of wetlands and wetland buffers, upland habitat preservation and compliance with applicable state and federal laws.

(6) Provide for the preservation of upland buffers within parks, green spaces and open areas across the site.

iv. The WHMP has been compiled by the Developer and is incorporated by the City into this Development Order

v. The Developer's biennial report shall report on the monitoring and maintenance of habitat preservation areas and identify any proposed revisions(s) to the WHMP.

vi. The Developer shall incorporate educational materials regarding protection of wildlife and potential encounters with wildlife into the various parks and boardwalks facilities within the development.

vii. The Developer shall incorporate educational materials regarding prescribed fire on public lands and other wildlife protection educational materials, published by the FWC, into the WHMP.

viii. Upon approval of the WHMP by the FFWCC, in accordance with their jurisdictional authority, and the City of Wildwood, the WHMP shall be incorporated into this Development Order by reference and the provisions of the WHMP shall be conditions of this Development Order. Should future modifications to applicable or federal ecological permits issued by these agencies result in necessary modifications to the WHMP, then such modifications shall be treated as amendments subject to the provisions of §380.06(19)(d), Fla. Stat., and shall be presumed not to create a substantial deviation. No site development activities shall conflict or interfere with the achievement of the WHMP's objectives.

f. Wetlands.

i. The Developer shall protect preserved wetland areas through a combination of: (1) Best Management Practices; (2) SWFWMD ERP criteria; (3) compliance with the rules and regulations of EPA; (4) NPDES compliance; (5) no net functional wetland loss; (6) an undisturbed upland buffer with a minimum 15', average 25' width, and where possible, a 50' wide upland buffer, except as provided herein and allowed under the terms of any conservation easements; (7) the provision of augmentation of wetland buffers by native plantings, as appropriate; and (8) conservation easements.

ii. Upland buffers established pursuant to subparagraph i. above shall not be irrigated. Use of fertilizers and pesticides within the upland buffers shall be prohibited. Retained areas of native vegetation not located within the upland buffers shall not be irrigated or actively managed.

iii. The Developer shall protect on-site surface waters from construction impacts through various measures, including the use of staked hay bales and silt screen fences, in order to protect wetlands from erosion and sediment transport.

iv. The Developer shall minimize its impacts on wetlands. Wetland impacts shall be limited only to wetland crossings, depicted on Map H.

v. The Developer shall comply with any applicable City of Wildwood Flood Hazard Regulations and the SWFWMD flood regulations.

vi. The Developer shall use best available data regarding floodplains/flood prone areas, as authorized by law and accepted by the SWFWMD at the time of building permitting.

vii. The Developer shall not located any dwelling units within post-development flood-prone areas, without elevating the first floor living area above the 100-year floodplain level.

viii.

3. Archeological Resources.

a. Developer has prepared extensive archaeological surveys of the property, which were submitted to and reviewed by the Division of Historical Resources, Florida Department of State ("DHR"). Developer shall comply with the findings and recommendations of DHR as described in its letter dated July 28, 2009 submitted as part of the ADA. In the event any archaeological artifacts are discovered during construction, not previously identified and addressed by DHR, the Developer shall suspend construction activities within 100 feet of the site recovery to allow for evaluation of the site. The Developer shall immediately notify the City, the WRPC, DEO and DHR. Proper protection measures, under the supervision of a qualified professional, shall be undertaken to the satisfaction of the City, DEO and the DHR and shall be provided by the Developer, consistent with Rule 9J-2.043, Fla. Admin. Code.

b. A minimum 30 foot buffer shall be maintained surrounding the site area of 8SM10, an Indian burial mound, as an archaeological preserve, as shown on Exhibit "B" (Map H). The area will include a pedestrian trail for public access and will be preserved and maintained by a homeowner's association.

C. Energy Efficiency.

1. The Developer shall provide educational and promotional programs to encourage sustainable development and green building practices to the home builders and home owners. Construction standards endorsed through these programs shall include those that meet the United States Green Building Council (USGBC) Leadership in Energy and Environmental Design (LEED) program, the Florida Green Building Coalition, the Green Building Initiatives Green Globes program, or any other nationally recognized green building system that is approved by the Department of Management Services (DMS). This program will not mandate or enforce specific sustainable development and green building practices, but rather encourage these practices through communication and education. A primary focus for developer education shall be the importance of planning for green development at the initial stages of development to minimize costs. This educational promotional program may include:

a. Green Building Handbook;

b. Sales Center Display;

c. Web Based Content;

d. Cost/benefit analysis information and education for both builders and potential homebuyers.

2. All eligible equipment and appliances shall meet Energy Star Standards.

3. New homes shall, at a minimum, be designed to meet the water conservation measures contained in the City of Wildwood Comprehensive Plan and land development regulations.

4. The Developer shall include in the biennial reports the actions being taken to promote sustainable practices, including the submission of current materials being provided and an accounting of development meeting green building standards.

5. The Project shall be designed substantially as shown in **Exhibit "B"** (Map H) with compact development tracts with an extensive network of open space and interconnected by pedestrian greenways and multi-modal trails with the specific intent of reducing automobile dependence and greenhouse gas emissions while promoting energy efficiency and sustainable and healthy lifestyles.

D. Public Facilities.

1. Water, Wastewater and Reuse.

The City of Wildwood shall provide water, wastewater, and, when available, reuse water to the Southern Oaks DRI in accordance with Developer's Annexation Agreement between the City and Developer. The City and the Developer agree to enter into a separate Utilities Agreement to further address the provision of water, wastewater and reuse water to the Project.

2. Water Conservation.

The Developer shall utilize all of the following water conservation techniques:

a. Low flush volume toilets will be standard in residential and non-residential construction.

b. Water-saver shower heads will be offered for residential construction, and used where applicable in non-residential construction.

c. To the extent it is available in reliable and sufficient quantities, non-potable water, including reclaimed and stormwater, shall be used for irrigation purposes within the Project.

d. Low volume irrigation spray heads as well as drip systems will be used where appropriate for both residential and non-residential landscaping. Residents will be encouraged to use water-conserving devices for additions they might make to their irrigation systems.

e. A minimum of sixty-seven percent (67%) of all new plant material used in landscaping areas throughout the Development shall be Florida Friendly, as defined by the Florida Yards and Neighborhoods Program.

f. The use of high maintenance sodded or landscaped common areas shall be minimized.

g. Where feasible, the Developer will eliminate the use of the current varieties of St. Augustine Turf (Florata) in exchange for more drought tolerant turf types including zoysia, bahia, paspalum or other such turf types classified as drought tolerant.

h. A rain sensor associated with automatic irrigations systems is required and shall be placed on a stationary structure, free and clear of any overhead obstructions and above the height of the sprinkler coverage.

i. Equipment with check valves used in low-lying areas to prevent drainage.

j. Irrigation design with appropriate uniformity for the type of plant being grown and for the soil type.

k. Application rates that avoid runoff and permit uniform water infiltration into the soil, considering land slope, soil hydraulic properties, vegetative ground cover, and prevailing winds.

3. Wastewater and Effluent Reuse.

a. The Developer shall utilize wastewater resources for irrigation of common areas and individual residential lots when available and make plans for the provision of treated wastewater in the development design and engineering documents.

b. The Developer, to the maximum extent available, shall utilize reuse effluent to irrigate common area landscaping. However, nothing herein is intended to prevent the use of effluent, to the extent excess effluent is available, for residential and commercial irrigation within the Development.

c. The Developer shall model and monitor groundwater characteristics to ensure that potable water resources are not degraded by the land application of treated wastewater. Said modeling and monitoring shall be reported in the biennial report.

4. Refuse Services.

The Developer shall provide the City of Wildwood with a right of first refusal to provide construction waste services to all development within the Project. All other refuse services shall be provided by the City, or the City's contracted refuse service provider.

5. Hurricane Preparedness.

The Developer shall cooperate with the Sumter County Emergency Management Director in preparing, creating and maintaining an Emergency Plan and decision-making guide including provisions for shelter assignments, communications and warning systems. These provisions

should include the needs of “special needs” evacuees or other displaced persons living in the development.

6. Public Schools.

The Developer will provide submittals per phase to the Sumter County School Board (SCSB) per the requirements of the approved Interlocal Agreement between the City of Wildwood and the SCSB.

7. Recreational Facilities.

The project shall contain active recreation, such as parks and trails, and passive recreation, such as wetland buffers, 100 year flood zones, and conservation areas, as part of the Development’s open space. Bicycle lanes or paths shall be located within the Development. The trails and pathways shall provide interconnectivity among the land uses.

The Developer shall reserve an approximately seven and two-thirds (7.6) acre public park to the City of Wildwood, designated as Pod 6 on Map H.

8. Police and Fire/Rescue.

The Developer shall coordinate with the City of Wildwood and Sumter County to ensure that acceptable emergency response times and the County’s ISO rating is maintained. If requested by the City or County, and as part of a separate agreement, the Owner agrees to provide a site for use as a joint facility for County Fire/EMS services. Such site is located within the six (6) acre Civic Pod, as shown on Map H. Provision of the site shall include dedication of the land and may be eligible for County fire impact fee credits subject to a separate agreement.

E. Workforce Housing.

Through the end of Phase 1B, adequate affordable housing exists for this Project and no mitigation for workforce housing shall be required. However, at the end of each Phase beginning at the end of Phase 1B, the Developer shall analyze the demand and supply of workforce housing using the East Central Florida Regional Planning Council housing methodology to determine whether the affordable housing needs to continue to be met with the existing housing supply. If the analysis indicates a deficit of affordable housing units, then the Developer shall either provide the units as part of the Project’s development program, not to exceed five percent of the residential units within the Project, or provide a mitigation payment to the City of Wildwood, which will transfer the collected fees to Sumter County. The amount of the mitigation payment shall be determined on the following formula:

$$((\text{Deficit of Very Low Income Dwelling Units} \times \text{High End Price of a Very Low Income Dwelling Unit}) \times 5\%) + ((\text{Deficit of Low Income Dwelling Units} \times \text{High End Price of a Low Income Dwelling Unit}) \times 5\%)$$

The decision of the Developer to either develop the required workforce housing units or make the mitigation payment to the City of Wildwood shall occur prior to commencement of the next phase of development. If the Developer elects to make the mitigation payment, then the

Developer shall pay the mitigation payment to the City of Wildwood prior to commencement of the next phase of development.”

F. Transportation.

1. The Developer shall pay a proportionate share payment for improvements to mitigate the significant and adverse impacts of the DRI at the intersection of SR 44 and CR 468. The improvements necessary to mitigate for the significant and adverse impact at said intersection shall include: Signalization when warranted.

The total cost to construct the signalization is identified to be \$220,000 using FY 2010 cost estimates. The Developer shall be responsible to pay to the FDOT a proportionate share of \$110,000 to adequately mitigate the significant and adverse impacts of Phase IA on the DRI to the intersection of SR 44 and CR 468. The Developer’s Proportionate Share shall be paid to FDOT at such time that signalization of the intersection of SR 44 and CR 468 is warranted, but no sooner than the time of the first building permit. If the signal warrants are not met during Phase IA, the Developer’s proportionate share of responsibility toward the signal improvement will be re-evaluated prior to proceeding into Phase 1B to include expected Phase 1B impacts. In the event that the signalization of the SR 44 and CR 468 intersection is paid for in full or constructed by another project prior to the issuance of the first building permit for development within the Southern Oaks DRI, then the Developer shall have no further mitigation responsibility toward signalizing the subject intersection through the remainder of Phase IA as set forth herein.

2. The Developer shall pay a proportionate share payment for the safety improvements to the intersection of US 301 and CR 468, through the following: The portion of Developer’s responsibility for the safety improvements to the intersection of US 301 and CR 468, in the amount of Two Hundred Seventy Two Thousand Nine Hundred Thirty Eight and 00/100 Dollars (\$272,938.00) shall be paid by the Developer to the County at the time of the issuance of the first building permit for the Property. The Developer shall have no further obligation to FDOT for the safety improvements to the intersection of US 301 and CR 468.

The Developer shall be entitled to transportation impact fee credits for the proportionate share payments described above not to exceed 100 percent of the total value of the Transportation Impact Fees generated by the full buildout of all phases of the DRI. The County and the Developer shall enter into a separate agreement to establish the credits.

3. Developer shall participate in a regional transit study conducted by the Lake-Sumter MPO. The Developer, along with the developers of other developments-of-regional-impact in the area surrounding the Property, will fund the cost of the study. The Developer will pay its pro rata share of the study, not to exceed \$50,000.00 to the County within thirty (30) business days of written demand thereof from Lake-Sumter MPO, but no sooner than ninety (90) days after the effective date of the Amended and Restated Development Order.

4. In an effort to evaluate the cumulative and regional implications of the multiple DRI projects approved in the Wildwood South Transportation Area, and to provide regional review and participation in the planning and implementation of transportation improvements to

serve this growing area, an Areawide Monitoring Study will be commissioned by the Lake-Sumter MPO, Sumter County, or the City of Wildwood. The Areawide Monitoring Study shall be conducted beginning when the third DRI in the Wildwood South Transportation Area has received approval to move into Phase 2 of its development program and will be updated once every three (3) years henceforth. The Developer shall pay an equal pro rata share not to exceed \$50,000 per study occurrence, subject to increase only pursuant to the Consumer Price Index, with the other DRI projects in the Wildwood South Transportation Area that share this condition. The Developer shall continue to participate in the funding of the Areawide Monitoring Study until building permits have been issued for 95% of project buildout. The Areawide Monitoring Study may be used by local agencies for information purposes only and shall not in anyway affect, impact or alter the approvals and entitlements of DRI, as provided in this Development Order and/or any related agreements. The Areawide Modeling Study shall be based on the following principles:

- a. Conform to professional standards and address those questions contained in Question 21 of the DRI Application.
- b. Have an approved methodology by the reviewing agencies, including the City of Wildwood, Sumter County, Lake-Sumter MPO, FDOT District V, and the WRPC.
- c. Each Areawide Monitoring Study should measure development impacts for a period of five (5) years into the future unless different time frames are agreed to in the methodology.
- d. Alternative travel modes, such as mass transit and other strategies, shall be considered in the analysis and in the mitigation of identified transportation needs and deficiencies.
- e. Use available data, where practical, in conducting the study. Such data may include the trip generation and origin-destination data obtained in the individual DRIs' studies, M&M studies, Lake-Sumter County, City of Wildwood, the FDOT and others.
- f. The City of Wildwood, in consultation with Sumter County and FDOT shall be responsible for determining the scheduling and refinement of these provisions.

5. Developer shall provide right of way necessary for the widening of County Road 468 to four lanes if additional right of way is required. Developer shall also provide right of way necessary for connection from the project east to Leesburg, as shown on **Exhibit "B"** (Map H). Developer shall provide any needed site access improvements or modifications necessary to accommodate access to the project.

6. Transportation Phasing. For the purposes of transportation conditions, the development of the Property shall be divided into traffic phases identified below based on reaching any of the following: (1) the final year of the traffic phase; (2) the cumulative net new external daily trip level; or (3) the cumulative net new external PM peak hour trip level.

Phase	Year	Net External Trips (ADT)	New Daily Trips	Cumulative New Daily (ADT)	Net External Trips	New PM Peak Hour Trips	Cumulative New PM Peak Hour Trips
1A	2014	5289		5289		515	515
1B	2019	22431		27720		1983	2498
2	2024	13973		41693		1404	3902
3	2028	15385		57078		1504	5406
4	2031	10335		67413		1013	6419

Note: Trips shown include reductions for internal capture, but exclude pass-by trip reductions.

7. Monitoring and Modeling (M&M) Study. A Traffic Monitoring and Modeling (M&M) Study shall be performed prior to the initiation of each phase, as identified in the transportation phasing table in Section E-6. The M&M Study shall conform to professional standards, shall evaluate the remainder of the Project through full buildout, and shall be generally consistent with study methodology established for The Southern Oaks DRI, and the level of effort required for the ADA analysis. The M&M Study shall conform to the following:

g. The Owner/Developer shall schedule an M&M methodology meeting prior to commencement of Phase 1B and all future phases. The M&M shall commence with a methodology meeting, which may be initiated once the current development phase is 80 percent complete (based on net new external PM peak hour trips) or one (1) year prior to the end of a phase, whichever occurs first. The City of Wildwood Planning Division, Sumter County, Lake County, Lake Sumter Metropolitan Planning Organization (MPO), the Florida Department of Transportation (FDOT) District V, and the WRPC, shall be invited to attend the M&M methodology meeting for their review and acceptance of the methodology. In the event that all parties cannot come to an agreement on the methodology, the City of Wildwood shall be the final arbiter on City facilities, the FDOT shall be the final arbiter on state facilities, Sumter County shall be the final arbiter on Sumter County facilities, and Lake County shall be the final arbiter on Lake County facilities.

h. As part of the M&M Study, the project's external trip generation may be calculated from field observations at the project's access points to the External Roadway Network to determine if observed project trips are consistent with Institute of Transportation Engineers (ITE) trip rates. If the observed trip rates are not found to be reasonably consistent with ITE trips rates, then adjustments to the trip rates used in the M&M Study may be made, as agreed upon by the Applicant and the reviewing agencies.

i. The following roadways were analyzed for full buildout of the Property in the ADA and may be considered as candidate roadways for analysis in the M&M Study:

Roadway	Segments
I-75	Marion/Sumter Co. Line - Florida's Turnpike
FL Turnpike	I-75 - SR 50
US 301	CR 466 - CR 673
CR 468	SR 44 - CR 501
CR 470	SR 44 - CR 33
SR 471	US 301 - CR 478
CR 501	CR 468 - CR 470
CR 33	CR 48 (East) - CR 48 (West)
US 27	Main Street - CR 33
SR 19	CR 48 - CR 478
Powell Road	CR 466A – CR 44A
Morse Blvd.	US 27/441 – CR 466A
CR 466A	US 301 – US 27/441
CR 44A	SR 44 – CR 139
SR 44	I75 – US 441

The M&M Study may include, but shall not be limited to, those segments of the regional roadways within this list and one segment beyond where the Property is estimated to contribute a cumulative amount of traffic greater than or equal to 4.5 percent of the roadway adopted LOS service volume. The analyzed facilities shall include signalized intersections and link analyses of major collector and higher classified roadways and interchange ramp junctions. The City of Wildwood, Sumter County, Lake County, WRPC, FDOT, MPO, and DEO shall have the right to make reasonable requests for additional information from the Developer to verify adherence to these provisions. The Developer shall provide information toward compliance with these requests.

j. Monitoring/Modeling Results/Mitigation. Except as may be otherwise provided for in this Development Order, The Southern Oaks DRI shall not commence beyond a phase into a new phase when service levels are below the minimum service level adopted in the applicable local government's comprehensive plan during the PM peak hour and the Project contributes, or is projected to contribute with the next phase of traffic, five percent or more of the adopted LOS service volume of the roadway or intersection as determined by traffic monitoring in the preceding condition, unless mitigation measures and/or improvements are secured and committed during the phase in which the impacts occur, or unless an alternate mechanism is implemented. The schedule of required improvements shall be tied to the development level that the improvement is needed within each phase based upon the results of the M&M. This Development Order shall be amended, as needed, to incorporate these needs and the commensurate trip level by which the improvement is needed to support project development.

k. For purposes of this Development Order, adequate "secured and committed" mitigation measures shall include one of the following:

(1) A roadway improvement scheduled for construction within the first three (3) years of the appropriate local government's adopted comprehensive plan capital improvement element (or as otherwise provided in the applicable jurisdiction's capital improvement element).

(2) A binding financially secured and irrevocable commitment by the Developer or other appropriate persons or entities for the design, engineering, land acquisition, and actual construction of the necessary improvements (with the posting of a cash bond, surety bond, irrevocable letter of credit, escrow amount or other security in a form acceptable to the agency of jurisdiction) within the next three (3) years and incorporated by reference into this Development Order at the next Notice of Proposed Change,

(3) Any other mitigation option specifically provided for in this Development Order.

(4) Any other mitigation option permitted by law, including a local government development agreement consistent with Chapter 163, F.S., which ameliorates the impact and is incorporated into this Development Order by amendment.

(5) Subject to a binding agreement, the Developer seeks and obtains the implementation of alternate improvements or mechanisms which shall either maintain the adopted LOS at any impacted link, intersection, or interchange junction or implement a reduced LOS standard and/or achieve the adopted LOS standard over an established period of time. The applicable FDOT procedure shall be followed if a reduced LOS standard is sought for a State facility.

(6) Detailed operational analyses of intersection and arterial/corridor level of service can be performed to the satisfaction of the agency with jurisdiction of the impacted facilities that reasonably demonstrates that projected traffic conditions will meet the adopted LOS.

These mitigation measures shall occur by the required threshold in order for the Development to proceed into the subsequent phase. If the Developer can demonstrate that a portion of a sub-phase does not adversely affect the regional roadway network as determined by the M&M, then the Applicant may proceed with that portion of the phase (and only that portion).

l. In the event that a roadway widening is identified which is not compatible with adopted policy of the FDOT or local government (e.g., constrained), the Developer, the City of Wildwood, or the party having either maintenance or jurisdictional responsibility for the facility, together with the WRPC, shall determine alternate mitigation solutions to provide for the movement of people, including, but not limited to, transit service and transit facilities.

m. If the monitoring/modeling results set forth hereinabove show that improvements must be made to transportation facilities, and if mitigation is not provided as set forth in these conditions or as otherwise required pursuant to 9J-2.045(7), then prior to any construction of future phases and subject to the provisions of Section

380.06(15)(e), Florida Statutes, the Developer, the City of Wildwood, and the entity with jurisdiction over the transportation facility may enter into an agreement which ensures that:

(1) a proportionate share payment is made by the Developer to the appropriate entity/(ies) to mitigate project impacts;

(2) said proportionate share payment by the Developer constitutes adequate provision for the public facilities needed with respect to the road segments to accommodate the impacts of the project through the phase for which the fair share was calculated, as required by Section 380.15(e)(2), Florida Statutes. All such proportionate share agreements shall be included in this Development Order by amendment pursuant to Section 380.06(19), F.S. The formula to be used to determine proportionate share contributions is as follows:

$$\frac{\text{(DRI Trips)}}{\text{(SV Increase)}} \times \text{Cost} = \text{Proportionate Share}$$

For this formula, DRI Trips is the cumulative number of trips from the development expected to reach the roadway during the peak hour from the phase under development. SV Increase is the change in peak hour maximum service volume of the roadway resulting from construction of the improvement necessary to maintain the desired level of service; and Cost of Improvement is the cost (at the time of Developer payment) of constructing an improvement necessary to maintain the desired level of service, including all improvement associated costs (engineering design, right-of-way acquisition, planning, engineering, inspection, and other associated physical development costs directly required and associated with the construction of the improvement) as determined by the governmental agency having maintenance obligations over the roadway. Transit service and facilities shall be considered in proportionate share calculations.

8. Interconnectivity and Transit

a. In coordination with the Lake-Sumter MPO and Sumter County, the Developer will provide areas for bus stops and transit provisions on CR 468.

b. The Developer shall provide bicycle/pedestrian facilities throughout the development. The Developer shall also provide design guidelines for internal bicycle/pedestrian facilities/amenities, including connections to and parking facilities at various commercial sites, as well as connections to any external bicycle or pedestrian facilities as part of its overall design guidelines to be developed prior to the initial development phase preliminary plan approval process and approved by the City of Wildwood. These multi-modal trails will be maintained by either a homeowner's association or a community development district, but are not the obligations of the City.

c. The Developer shall consider, in conjunction with the relevant agencies, during the site planning stage of the development, future bicycle and pedestrian facilities along or parallel to CR 468.

d. The Developer shall provide roadway connections, as well as bicycle and pedestrian connections to adjoining properties and developments, as well as within the development, as shown on Map H.

e. In order to minimize impacts to the roadway network, parcels within the DRI shall, subject to environmental constraints, be interconnected to the maximum extent feasible as determined by the City and County. The Developer shall cooperate with any City-supported efforts to continue roadways from or through the Property with other roadway facilities that are hereafter endorsed by the City and County.

f. The Developer agrees to construct primary access points and principal internal circulation roadways with sufficient geometry to accommodate vehicular transit.

SECTION IV. LOCAL MONITORING

A. The City shall have primary responsibility for enforcing the provisions of this Development Order.

B. Compliance with the terms and conditions of this Development Order shall be monitored through the provisions of the established review and approval process for development pursuant to the City's monitoring procedures. The City Manager, or his/her authorized designee, shall be the official responsible for monitoring compliance by the Developer with this Development Order.

SECTION V. COMPLIANCE DATES

The Developer and the City of Wildwood estimate that approximately twenty (20) years will be required to complete the development described in the Development Order. Accordingly, this Development Order shall terminate on December 31, 2031.

SECTION VI. RESTRICTIONS ON DOWN ZONING

Until December 31, 2031, the approved development described in this Development Order shall not be subject to down zoning, unit density reduction or intensity reduction unless the City can demonstrate that substantial changes in the conditions underlying the approval of this Development Order have occurred, or that this Development Order was based upon substantially inaccurate information provided by the Developer, or that the change is clearly established by the City to be essential to the public health, safety or welfare.

SECTION VII. BIENNIAL REPORTING REQUIREMENTS

A. The Developer shall submit a biennial report on or before _____ and each alternating year thereafter throughout the term of this Development Order. The biennial report shall be submitted on the appropriate form to the City, WRPC, DEO, and all affected permitting agencies. The contents of the biennial report shall comply with the relevant conditions of approval of this Development Order, § 380.06(18), Fla. Stat., and Rule 9J-2.025(7), Florida Administrative Code, including the following:

1. Any changes in the plan of development or in the representations contained in the ADA, or in the phasing for the reporting year and for the next year.
2. A summary comparison of development activity proposed and actually conducted for the year.
3. Identification of undeveloped tracts of land other than individual single family lots that have been sold by the Developer to a separate entity or developer.
4. Identification and intended use of lands purchased, leased or optioned by the Developer adjacent to the Property since the original Development Order was issued.
5. An assessment of the Developer's and the City's compliance with the conditions of approval contained in this Development Order and the commitments, obligations, covenants, liabilities and responsibilities which are contained in the ADA and which have been identified by the City, WRPC, or DEO as being significant.
6. Any known incremental DRI applications for development approval or requests for substantial deviation determination that were filed in the reporting year or which are to be filed during the next year.
7. Any indication of a change in local government jurisdiction for any portion of the Southern Oaks DRI since this Development Order was issued.
8. A list of significant local, State and Federal permits which have been obtained or which are pending or for which application has been made by agency, type of permit, permit number and purpose of each.
9. A statement that all persons or entities have been sent copies of the biennial report in conformance with § 380.06(15)(f), Fla. Stat.
10. A copy of any recorded notice of the adoption of a development order or the subsequent modification of an adopted development order that was recorded by the Developer pursuant to § 380.06(15)(f), Fla. Stat.
11. If the City does not receive the biennial report or receives notification that the WRPC, DEO, or any affected permitting agency has not received a report, the City shall request in writing that the Developer submit the report within thirty (30) days. The failure to submit the

report after thirty (30) days shall result in the temporary suspension of this Development Order by the City.

SECTION VIII. SUBSTANTIAL DEVIATIONS

- A. No change shall be made to this Development Order or to the approved land uses, unless and until the City has approved and authorized the change.
- B. The Developer shall fully comply with § 380.06(19), Fla. Stat., regarding “substantial deviations.”

SECTION IX. RECORDING

This Development Order or any subsequent modification of this Development Order shall be recorded by the Developer in accordance with § 28.222, Fla. Stat., with the Clerk of the Circuit Court for Sumter County, Florida, at the Developer’s expense immediately after the Effective Date of this Development Order or any subsequent modification of this Development Order in compliance with § 380.06(15)(f), Fla. Stat. The recording of this Development Order shall not constitute a lien, cloud, or encumbrance on the Property, or actual or constructive notice of any such lien, cloud, or encumbrance on the Property.

SECTION X. EFFECT OF DEVELOPMENT ORDER

This Development Order governs all conditions and requirements for development of the Property. This Development Order shall not become effective until all applicable appeals periods have expired. The filing of a Notice of Appeal pursuant to § 380.07, Fla. Stat., will also stay the effectiveness of this Development Order.

SECTION XI. OWNER/DEVELOPER CONSENT

The Owner and Developer, by executing this Development Order, acknowledge that this Development Order is binding upon the Property, and the conditions of approval contained herein apply to and control all further development of the Property.

ADOPTED THIS 27th DAY OF February, 2012.



ATTEST

Joseph Jacobs

Joseph Jacobs, City Clerk

Date: 2/27/2012

CITY OF WILDWOOD, FLORIDA

BY:

Ed Wolf
Ed Wolf
Mayor

“Owner and Developer”

**DARYL M. CARTER, TRUSTEE OF THE
CARTER-SUMTER 2444 HIGHWAY 468
LAND TRUST**

By:

Daryl M Carter
Print Name: Daryl M Carter
Print Title: Trustee

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 9th day of April, 2012, by **DARYL M. CARTER, as TRUSTEE OF THE CARTER-SUMTER 2444 HIGHWAY 468 LAND TRUST**, on behalf of said corporation, who has produced _____ as identification or is personally known to me.



JOAN M. FISHER
MY COMMISSION # DD 892842
EXPIRES: July 16, 2013
Bonded Thru Budget Notary Service

Joan M Fisher
Notary Public, State of FLORIDA
Commission #: DD 892842
My Commission Expires: 07/16/2013

(Notary Seal)

EXHIBIT "A"

Legal Description

LEGAL DESCRIPTION

THAT PORTION OF SECTIONS 1 AND 2, TOWNSHIP 20 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA, LYING NORTH OF THE SUNSHINE STATE PARKWAY; AND THE EAST 1/2 OF THE NORTHEAST 1/4 OF THE NORTHEAST 1/4 OF SECTION 34, TOWNSHIP 19 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA; AND THAT PORTION OF SECTION 35, TOWNSHIP 19 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA LYING NORTH OF THE SUNSHINE STATE PARKWAY; ALL OF SECTION 36, TOWNSHIP 19 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA; AND A PORTION OF SECTIONS 25 AND 26, TOWNSHIP 19 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA, ALL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE NORTHEAST CORNER OF SECTION 36, TOWNSHIP 19 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA; THENCE S00°10'31"W, ALONG THE EAST BOUNDARY THEREOF, A DISTANCE OF 5931.12 FEET TO THE SOUTHEAST CORNER OF SAID SECTION 36, SAID POINT ALSO BEING THE NORTHEAST CORNER OF SECTION 1, TOWNSHIP 20 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA; THENCE S00°10'54"W ALONG THE EAST BOUNDARY OF SAID SECTION 1, A DISTANCE OF 1740.01 FEET TO THE NORTHEAST CORNER OF A 108.50-ACRE PROGRESS ENERGY PARCEL; THENCE, LEAVING THE EAST BOUNDARY LINE OF SAID SECTION 1, ALONG THE NORTH BOUNDARY LINE OF SAID PROGRESS ENERGY PARCEL, S89°54'27"W, A DISTANCE OF 1733.99 FEET TO THE NORTHWEST CORNER OF SAID 108.50-ACRE PARCEL; THENCE, ALONG THE WEST BOUNDARY LINE OF SAID PARCEL, FOR THE NEXT TWO (2) COURSES: (1) S00°10'03"W, A DISTANCE OF 1724.92 FEET; (2) S01°51'45"W, A DISTANCE OF 337.71 FEET TO THE SOUTHWEST CORNER OF SAID PARCEL, SAID POINT ALSO BEING THE SOUTHEAST CORNER OF A 61.20-ACRE PROGRESS ENERGY PARCEL AND A POINT ON THE NORTHERLY RIGHT-OF-WAY LINE OF FLORIDA'S TURNPIKE (ALSO KNOWN AS SUNSHINE STATE PARKWAY, A VARIABLE WIDTH RIGHT OF WAY 48 PER FLORIDA STATE TURNPIKE AUTHORITY RIGHT-OF-WAY MAP, PROJECT NUMBER 2, SECTION 14); THENCE, ALONG THE SOUTH BOUNDARY LINE OF SAID 61.20-ACRE PARCEL AND THE NORTHERLY RIGHT-OF-WAY LINE OF SAID FLORIDA'S TURNPIKE, FOR THE NEXT SIX (6) COURSES: (1) N57°32'32"W, A DISTANCE OF 5584.93 FEET TO THE POINT OF CURVATURE OF A CURVE TO THE RIGHT (SAID CURVE HAVING A RADIUS OF 5599.58 FEET, A CENTRAL ANGLE OF 11°09'18" AND A CHORD BEARING AND DISTANCE OF N52°07'38"W, 1069.47 FEET); (2) THENCE NORTHWESTERLY ALONG SAID CURVE FOR AN ARC DISTANCE OF 1090.19 FEET TO THE POINT OF TANGENCY; (3) THENCE N46°22'42"W, A DISTANCE OF 799.04 FEET TO THE POINT OF CURVATURE OF A CURVE TO THE LEFT (SAID CURVE HAVING A RADIUS OF 5259.58 FEET, A CENTRAL ANGLE OF 22°18'46" AND A CHORD BEARING AND DISTANCE OF N57°27'19"W, 2267.52 FEET); (4) THENCE ALONG SAID CURVE, FOR AN ARC DISTANCE OF 2291.91 FEET TO THE POINT OF TANGENCY; (5) THENCE N58°44'08"W, A DISTANCE OF 437.39 FEET TO THE POINT OF CURVATURE OF A CURVE TO THE RIGHT (SAID CURVE HAVING A RADIUS OF 5599.58 FEET, A CENTRAL ANGLE OF 07°49'06" AND A CHORD BEARING AND DISTANCE OF N54°50'47"W, 763.49 FEET); (6) THENCE ALONG SAID CURVE FOR AN ARC DISTANCE OF 754.08 FEET TO THE INTERSECTION WITH THE WEST BOUNDARY OF SECTION 35, TOWNSHIP 19 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA; THENCE, LEAVING THE SOUTH BOUNDARY LINE OF SAID 60.20-ACRE PARCEL AND THE NORTHERLY RIGHT-OF-WAY LINE OF SAID FLORIDA'S TURNPIKE, N00°26'01"E, ALONG THE WEST BOUNDARY LINE OF SAID SECTION 35, A DISTANCE OF 542.71 FEET TO THE WEST 1/4 CORNER OF SAID SECTION 35; THENCE CONTINUE ALONG SAID WEST BOUNDARY N00°19'24"E, A DISTANCE OF 1331.55 FEET; THENCE DEPARTING SAID WEST BOUNDARY, N89°45'47"W, ALONG THE SOUTH BOUNDARY OF THE EAST 1/2 OF THE NORTHEAST 1/4 OF THE NORTHEAST 1/4 OF SECTION 34, TOWNSHIP 19 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA, A DISTANCE OF 559.80 FEET; THENCE DEPARTING SAID SOUTH BOUNDARY, N00°21'48"E, ALONG THE WEST BOUNDARY OF SAID EAST 1/2 OF THE NORTHEAST 1/4 OF THE NORTHEAST 1/4 OF SECTION 34, A DISTANCE OF 1332.09 FEET TO THE INTERSECTION WITH THE NORTH BOUNDARY OF

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

THIS IS NOT A BOUNDARY SURVEY

MAR 15 2009; REVISED LEGAL DESCRIPTION PER CLIENT REQUEST

 <p>LEADING EDGE LAND SERVICES INCORPORATED 5750 FORUM DRIVE SUITE 310 ORLANDO, FLORIDA 32621 PHONE: (407) 351-5730 FAX: (407) 351-5691 www.leadingedge19.com</p> <p>FLORIDA LICENSED BUSINESS NUMBER LB 5846</p>	<p>LEGAL DESCRIPTION</p> <p>FOR</p> <p>MAURY L CARTER & ASSOCIATES, INC.</p>	<p>DATE OF DRAWING: 13 MAR 2009</p> <p>MANAGER: MAB CAD: MAP</p> <p>PROJECT NUMBER: 049-07122</p>
	<p>SURVEYOR'S CERTIFICATION</p> <p>I, THE UNDERSIGNED FLORIDA LICENSED SURVEYOR AND MAPPER, DO HEREBY CERTIFY THAT I HAVE COMPLETED THIS SURVEY IN COMPLIANCE WITH CHAPTER 61B17-6 OF THE FLORIDA ADMINISTRATIVE CODE (MINIMUM TECHNICAL STANDARDS FOR SURVEYORS AND MAPPERS);</p> <p style="text-align: right;">DATE:</p> <p>MICHAEL A. SAERHOLD PROFESSIONAL SURVEYOR AND MAPPER NUMBER 5575</p>	<p>FIELD BOOK NUMBER:</p> <p>LAST FIELD WORK:</p> <p>CREW CHIEF(S):</p> <p>COMPUTER FILE: 049122501.NPC</p> <p>NOT TO SCALE SHEET 1 OF 3</p>

LEGAL DESCRIPTION (CONTINUATION)

SAID SECTION 34; THENCE DEPARTING SAID WEST BOUNDARY, S89°42'55"E, ALONG SAID NORTH BOUNDARY OF SECTION 34, A DISTANCE OF 657.87 FEET TO THE NORTHEAST CORNER THEREOF, SAID POINT ALSO BEING THE NORTHWEST CORNER OF SECTION 35, TOWNSHIP 19 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA; THENCE S89°46'46"E, ALONG THE NORTH BOUNDARY OF SAID SECTION 35, ALSO BEING THE SOUTH BOUNDARY OF SECTION 25, TOWNSHIP 19 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA, A DISTANCE OF 1924.73 FEET; THENCE DEPARTING SAID NORTH BOUNDARY, N00°31'47"E ALONG THE WEST BOUNDARY OF THE EAST 3/4 OF SAID SECTION 26, A DISTANCE OF 1232.97 FEET TO THE INTERSECTION WITH THE EASTERLY RIGHT-OF-WAY LINE OF COUNTY ROAD NO. 468 (WIDTH VARIES); THENCE DEPARTING SAID WEST BOUNDARY, N63°16'42"E, ALONG SAID EASTERLY RIGHT-OF-WAY LINE, A DISTANCE OF 124.84 FEET TO THE POINT OF CURVATURE OF A CURVE TO THE LEFT (SAID CURVE HAVING A RADIUS OF 1261.11 FEET, A CENTRAL ANGLE OF 53°42'26" AND A CHORD BEARING AND DISTANCE OF N35°25'28" E, 1139.33 FEET); THENCE NORTHWESTERLY ALONG SAID CURVE FOR AN ARC DISTANCE OF 1182.14 FEET TO THE POINT OF TANGENCY; THENCE CONTINUE ALONG SAID RIGHT-OF-WAY LINE N09°34'14"E, A DISTANCE OF 1355.55 FEET; THENCE DEPARTING SAID RIGHT-OF-WAY LINE, N85°23'09"E, A DISTANCE OF 5645.47 FEET TO THE SOUTHWEST CORNER OF THE NORTH 1/2 OF THE NORTHEAST 1/4 OF SECTION 25, TOWNSHIP 19 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA; THENCE N89°42'19"E, ALONG THE SOUTH BOUNDARY OF SAID NORTH 1/2 OF THE NORTHEAST 1/4 OF SECTION 25, A DISTANCE OF 2944.28 FEET TO THE INTERSECTION WITH THE EAST BOUNDARY OF SAID SECTION 25; THENCE, DEPARTING SAID SOUTH BOUNDARY, S00°03'24"W, ALONG THE EAST BOUNDARY OF SAID SECTION 25, A DISTANCE OF 1330.48 FEET TO THE EAST 1/4 CORNER OF SAID SECTION 25; THENCE CONTINUE ALONG SAID EAST BOUNDARY S00°09'40"W, A DISTANCE OF 1332.98 FEET TO THE NORTHEAST CORNER OF THE SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SAID SECTION 25; THENCE DEPARTING SAID EAST BOUNDARY LINE, S89°43'40"W, ALONG THE NORTH BOUNDARY OF SAID SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SECTION 25, A DISTANCE OF 1631.57 FEET TO THE NORTHWEST CORNER OF SAID SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SECTION 25; THENCE DEPARTING SAID NORTH BOUNDARY, S00°28'00"W, ALONG THE WEST BOUNDARY OF SAID SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SECTION 25, A DISTANCE OF 1332.82 FEET TO THE INTERSECTION WITH THE SOUTH BOUNDARY OF SAID SECTION 25; THENCE, DEPARTING SAID WEST BOUNDARY, N89°44'10"E, ALONG THE SOUTH BOUNDARY OF SAID SECTION 25, ALSO BEING THE NORTH BOUNDARY OF SECTION 35, TOWNSHIP 19 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA, A DISTANCE OF 1638.67 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 2395.13 ACRES OF LAND, MORE OR LESS.

SURVEYOR'S REPORT AND NOTES

1. THE PURPOSE OF THIS LEGAL DESCRIPTION IS TO PROVIDE A LEGAL DESCRIPTION FOR A PORTION OF THE SOUTHERN OAKS PROPERTY.
2. THE BASIS OF BEARINGS FOR THIS LEGAL DESCRIPTION IS THE EAST LINE OF SECTION 1, TOWNSHIP 20 SOUTH, RANGE 23 EAST, WHICH IS ASSUMED TO BEAR S00°10'54"W.
3. THIS LEGAL DESCRIPTION IS INCOMPLETE UNLESS ACCOMPANIED BY A SKETCH OF THE PROPERTY DESCRIBED HEREIN.

NOT VALID WITHOUT THE SIGNATURE AND THE ORIGINAL RAISED
SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER (SEE SHEET 1 OF 3)

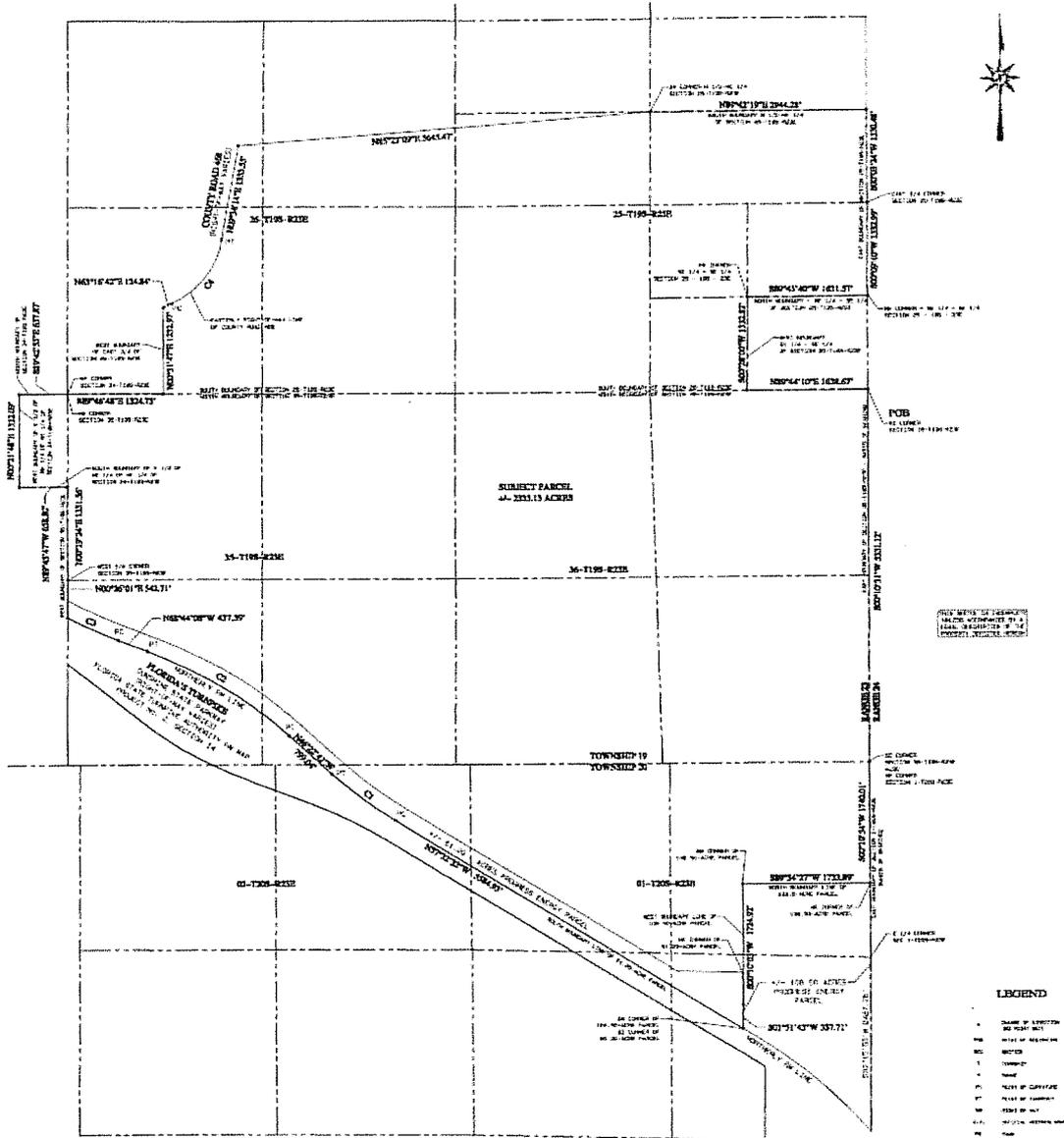
THIS IS NOT A BOUNDARY SURVEY

MAR 16 2009; REVISED LEGAL DESCRIPTION
PER CLIENT REQUEST

 <p>LEADING EDGE LAND SERVICES INCORPORATED 5750 FORUM DRIVE SUITE 310 ORLANDO, FLORIDA 32821 PHONE: (407) 351-5730 FAX: (407) 351-8691 www.leadingedgegis.com</p> <p>FLORIDA LICENSED BUSINESS NUMBER LB 6846</p>	<p>LEGAL DESCRIPTION FOR MAURY L. CARTER & ASSOCIATES, INC.</p>	<p>DATE OF DRAWING: 13 MAR 2009</p> <p>MANAGER: MAB CADD: MAP</p> <p>PROJECT NUMBER: 049-07122</p> <p>FIELD BOOK NUMBER:</p> <p>LAST FIELD WORK:</p> <p>CREW CHIEF(S):</p> <p>COMPUTER FILE: 049122501.PRO</p> <p>NOT TO SCALE SHEET 2 OF 3</p>
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SKETCH OF DESCRIPTION OF A PORTION OF THE LANDS OF SOUTHERN OAKS

LOCATED IN SECTIONS 1 AND 2, T20S, R22E AND
SECTIONS 25, 26, 34, 35 AND 36, T19S, R22E IN SUMTER COUNTY, FLORIDA

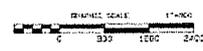


ONLY BEARS OF DISTANCE
SHALL BE CONSIDERED AS
LEGAL DESCRIPTIONS OF THE
PROPERTY DESCRIBED HEREIN

- LEGEND**
- CHANGE OF SYSTEM
 - BOUNDARY OF SECTION
 - BOUNDARY OF TRACT
 - BOUNDARY OF PARCEL
 - BOUNDARY OF LOT
 - BOUNDARY OF QUARTER
 - BOUNDARY OF HALF
 - BOUNDARY OF QUARTER
 - BOUNDARY OF SECTION
 - BOUNDARY OF TRACT
 - BOUNDARY OF PARCEL
 - BOUNDARY OF LOT
 - BOUNDARY OF QUARTER
 - BOUNDARY OF HALF
 - BOUNDARY OF QUARTER
 - BOUNDARY OF SECTION

CURVE TABLE

CHORD	ARC	ANGLE	AREA
100.00	100.00	90.00	7853.98
150.00	150.00	135.00	15884.25
200.00	200.00	180.00	23561.94
250.00	250.00	225.00	30868.17
300.00	300.00	270.00	37804.94
350.00	350.00	315.00	44373.25
400.00	400.00	360.00	50584.00

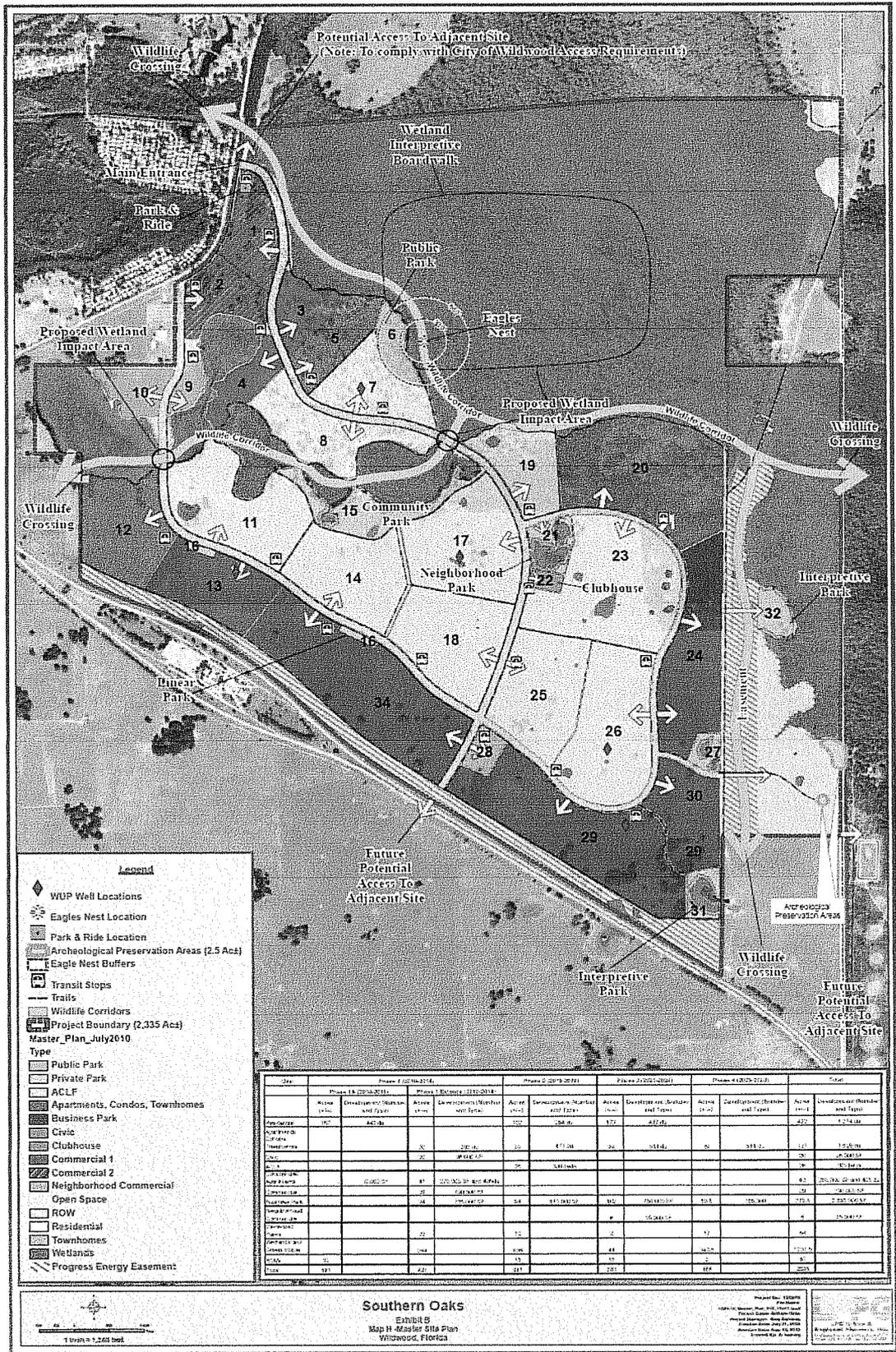


NOT VALID WITHOUT THE SIGNATURE AND THE ORIGINAL HAZARD
SEAL OF A LICENSED SURVEYOR AND WATER TABLE SHEET 2 OF 2

<p>LEADING EDGE LAND SERVICES, INC. 1000 N. W. 10th Ave. Fort Lauderdale, FL 33304 Phone: (954) 576-1000 Fax: (954) 576-1001 www.leadingedge.com</p>	<p>SKETCH OF DESCRIPTION</p> <p>OF</p> <p>A PORTION OF THE LANDS OF SOUTHERN OAKS LOCATED IN SECTIONS 1 AND 2, T20S, R22E AND SECTIONS 25, 26, 34, 35 AND 36, T19S, R22E IN SUMTER COUNTY, FLORIDA</p> <p>FOR</p> <p>MAURY L. CARTER & ASSOCIATES, INC.</p>	<p>Exhibit A</p> <p>DATE: 08/11/2010 DRAWN BY: J. L. CARTER CHECKED BY: J. L. CARTER SCALE: AS SHOWN SHEET NO. 1 OF 2</p>
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EXHIBIT "B"

Map H



Legend

- ◆ WUP Well Locations
- ⊙ Eagle Nest Location
- ⊞ Park & Ride Location
- ⊞ Archaeological Preservation Areas (2.5 Acs)
- ⊞ Eagle Nest Buffers
- ⊞ Transit Stops
- ⊞ Trails
- ⊞ Wildlife Corridors
- ⊞ Project Boundary (2,335 Acs)
- ⊞ Master Plan July 2010

Type

- Public Park
- Private Park
- ACLF
- Apartments, Condos, Townhomes
- Business Park
- Civic
- Clubhouse
- Commercial 1
- Commercial 2
- Neighborhood Commercial
- Open Space
- ROW
- Residential
- Townhomes
- Wetlands
- Progress Energy Easement

Class	Phase 1 (2014-2016)		Phase 2 (2017-2019)		Phase 3 (2020-2024)		Phase 4 (2025-2030)		Total
	Area (Ac)	Development (Units)							
Public Park	105	447-34							105
Private Park									
ACLF									
Apartments, Condos, Townhomes									
Business Park									
Civic									
Clubhouse									
Commercial 1									
Commercial 2									
Neighborhood Commercial									
Open Space									
ROW									
Residential									
Townhomes									
Wetlands									
Progress Energy Easement									
Total	105	447	211	211	205	205	184	205	205

Southern Oaks
 Exhibit B
 Map H - Master SRA Plan
 Wilton, Florida

EXHIBIT "C"

Land Use Conversion Matrix

**Southern Oaks DRI
Development Equivalency Matrix**

ITE Code	Units	Change From	Change To	Single Family DU	Condo/TH DU	Apartments DU	Retail/Comm KSF	Civic Center KSF	Business Park KSF	ACFL Beds
210	DU	Single Family Residential		0.454	2.201	1.346	0.163	0.673	0.708	3.732
230	DU	Condo/Townhome		0.743	1.635	0.611	0.074	0.306	0.322	1.695
220	DU	Multi-Family Apartments		6.127	13.485	8.246	0.121	0.500	0.526	2.773
820	KSF	Retail/Commercial		1.486	3.271	2.000	0.243	4.123	4.336	22.864
730	KSF	Civic Center		1.413	3.110	1.902	0.231	0.951	1.052	5.545
770	KSF	Business Park		0.268	0.590	0.361	0.044	0.180	0.190	5.273
254	Beds	ACLF								

Notes:

(1) Conversion Factors Based on The Total PM Peak Hour Trip Generation Rates as Listed Below:

- ITE Code 210 - Single Family Residential - 0.821 Trips per DU
- ITE Code 230 - Condo/Townhome - 0.373 Trips per DU
- ITE Code 220 - Multi-Family Apartments - 0.61 Trips per DU
- ITE Code 820 - Retail/Commercial - 5.03 Trips per KSF
- ITE Code 730 - Civic Center - 1.22 Trips per KSF
- ITE Code 770 - Business Park - 1.16 Trips per KSF
- ITE Code 254 - ACLF - 0.22 Trips per Bed

(2) Example Conversions:

- Convert 200 Single Family Units to Multi-Family Units:
- 200 Single Family Units x 1.346 = 269 Multi-Family Units
- Convert 10,000 SF of Retail to Business Park:
- 10 KSF Retail x 4.336 = 43.36 KSF Business Park
- Convert 100 Apartment Units to Retail:
- 100 Apartment Units x 0.121 = 12.1 KSF Retail

(2) No land use may exceed the Business Park Future Land Use Map designation in the Comprehensive Plan.

EXHIBIT "D"

Wildlife Habitat Management Plan

SOUTHERN OAKS – ADA
WILDLIFE HABITAT MANAGEMENT PLAN

Introduction:

The Southern Oaks D.R.I. consists of approximately 2,335 Ac. of agricultural and wetlands situated in east Central Sumter County. The gently rolling topography is bounded on the east by the Lake County boundary, on the south by the Florida Turnpike, on the west by County Road 468 and the north property line bisects the large forested wetland of Chitty-Chatty Creek.

General land uses to the north and south are similarly agricultural with the City of Leesburg spray field immediately to the east. To the west across C.R. 468 are several older residential developments. To the north, approximately 1.5 miles, is S.R. 44 and within a four (4) mile radius is the town of Coleman to the west and Wildwood and the Villages to the northwest.

The site has been historically utilized as cattle pasture and range by the Bailey family for many years with livestock having rotating access to all the habitats on site. During the various pedestrian and vehicular transect surveys we were able to speak with Mr. Bailey and learned some significant information about the site particularly regarding wildlife observed on the site.

The D.R.I./ADA process allows us to identify the existing habitats, relate the observed wildlife utilization, particularly noting listed species and existing habitats utilized and describe anticipated impacts, with the Wildlife Habitat Management Plan providing the opportunity to identify the potential to preserve, enhance and/or restore the types and quality of damaged or lost habitats which may be significant to the support and continuation of Florida's diminishing faunal diversity.

As indicated the site has historically been utilized as active livestock range and pasture with evidence of logging and some hydrologic modification to Chitty-Chatty Creek (canalization or ditch creation with flow west under C.R. 468) also noted. Approximately 57% of the site (approximately 1,323 Ac.) appears to have been cleared of native cover communities and converted to Improved pasture (211) grassland with about 4% of that (approximately 92 Ac.) being more recently converted to Plantation pine (441). A little more than 38 Ac. or about 2% of the site remains as Pine-Mesic Oak forested habitat (414).

Wetland habitats onsite total a little over 967 Ac. or about 40% of the total site of which the Bottomland (615), the Chitty-Chatty Creek floodplain, totals roughly 871 Ac. or 36% of the site with Wetlands 4 and 5 being mixed Hardwood forest (630) at approximately 20 Ac. or little under 1% of the site.

Several isolated wetland depressions exist scattered about the upland pasture areas. They appear to be ephemeral and were found in a desiccated state but still supporting hydrologic indicators. These are designated as 641-Herbaceous wetlands on Map F. The larger ones appear to have been excavated into cattle ponds and are depicted as 534-Cattle Ponds on Map F. All exhibited severe impacts from constant access and grazing by on site livestock population (heavy erosion on steeper slopes, grazed pasture grasses to the water's edge etc.).

Construction related impacts to the on site wetlands are restricted to two (2) existing agricultural crossings as depicted on Map H. The western crossing between Wetland 1 and 3 currently is exceedingly dry and is elevated. It appears this crossing was culverted in the past. These impacts should be less than one (1) acre to total wetland impact. Wetland buffers have been increased to a minimum of 50' where possible and exceed that distance along the "Community Park, 2" on the enclosed exhibit.

The majority of the site's central uplands are proposed residential parcels, residential "Townhomes" are proposed for several western parcels as well as the east side, just west of the Electrical Transmission Line easements (see Map H and the enclosed amended exhibit). The northwest area is slated for commercial development. A Business Park is designated for the majority of the site's boundary with the Sunshine State Parkway as well as the only development parcel east of the Electrical Transmission Line easements (see Map H).

Habitats:

The habitats on site are detailed on Map F with their respective details and acreages listed here for comparative convenience:

<u>FLUCFCS CODE</u>	<u>HABITAT/USE</u>	<u>ACREAGE</u>
211	Improved Pasture	1,230.9
414	Pine-Mesic Oak	38.4
441	Plantation Pine	91.7
510	Stream Embedded in Bottomland (615)	
534	Cattle pond (Varies, ephemeral 3-5 Ac.)	
615	Bottomland	870.8
630	Wetland Forested Mixed	19.9
641	Herbaceous	76.5

Wildlife: Wildlife pedestrian and vehicular surveys have been carried out across the subject site beginning in March, 2007 through April, 2008 and most recently five (5) consecutive morning/evening transects were conducted August 3, 2009 through August 7, 2009 as responses to initial sufficiency comments.

The enclosed Attachment 2 lists the observed species from the collective transect data. Additionally Attachment 3 details the anticipated Listed species that were not observed at the subject site.

The following discussion includes Listed species encountered, summarized details of pertinent habitat data relative to the site regarding the specific species and the proposed site management plans commensurate with the various regulatory protocols necessary to address the issues of protecting those species:

Bald Eagle (*Haliaeetus leucocephalus*) – Status: FWC-T (Federally protected):

The documented Bald eagle nest site, SU-015, is located on Map G. of the ADA and many of the application maps. The nest is situated in the top of a large, very old Cypress at the western fringe of the Bottomland (615) floodplain of Chitty-Chatty Creek. Recent survey status review on the FWC Eagle Nest locator web site indicates the last active status was 2005 and it has not been observed as active during our site work during 2008 and 2009. An active nest approximately one (1) mile to the north, SU-030, exists at the southeast quadrant of the intersection of C.R. 468 and S.R. 44. Due to its distance from the site and surrounding anthropogenic activities around SU-030, the subject proposed site activities preclude any distinct impacts attributable to the proposed ADA.

Protective Measures to be Taken:

As detailed in the application and supplemental comments and as depicted on Map H (see enclosed Attachment 1) a 660' protective radius has been created and designated as park. No construction activities are proposed within the upland park area and portions of the park appear suitable for replanting Longleaf pine and Turkey oak. A proposed boardwalk will be constructed along an as of yet unspecified route within the Bottomland area however it will be no closer than

the prescribed primary 330' radius (note the heavy forested canopy at this location does not allow distinct visibility of the nest) and no construction will be allowed within the nesting season, October to May. A question was raised during sufficiency comments whether site construction was visible from the nest. Due to the height of the old Cypress most of the site may be visible although distant. Also note the subject nest tree can be seen from the Parkway and Service Plaza to the south of the property.

Gopher Tortoise (*Gopherus polyphemus*) – Status: FWC-T:

Although suitable soils exist across a majority of the uplands, surveys found a sparse population of tortoises (projected fewer than 10) generally situated along the southern fringes of the Plantation pine (441) area (see Map G and revised survey data of 09/03/09).

Protective Measures to be Taken:

Following the protocol of the FWC the active/inactive burrows will need to be re-surveyed as phased development impacts involve the specified habitat locations. On site relocation to the Electrical Transmission Line easement is proposed as at least one (1) active burrow has been observed within same. Long term management of the easements has and will maintain them as grass-shrub communities suitable for the species. Note power company maintenance activities are generally restricted to a specific path as evidenced by the consistent track or road path evident at the site. Additionally the corridor can be fenced to maintain the population in the easement corridor which has much more suitable acreage available for the projected population involved.

Sherman's Fox Squirrel (*Sciurus nigra shermani*) – Status: FWC-SSC:

An adult fox squirrel has been observed on two (2) occasions near the western (southwest corner) edge of the Plantation pine (441) area. This is not the optimal habitat, considered to be

Longleaf pine and Turkey oak which may have been present prior to historical agricultural clearing, however the Pine-Mesic oak (414) is nearby and the installed Plantation pine provide pine seed as a common forage food supply. Data

indicates a reduced or remnant population can survive in Oak-Pine habitats especially along forested upland-wetland (Bayheads, Cypress domes) ecotones. Data indicates a degree of territoriality and density estimates of 6.5 Ac. for a single squirrel are documented.

Protective Measures to be Taken:

There are two (2) development pods associated with this area, Pods 19 and 20. Pod 19 is designated for an Adult Living and Care Facility and Pod 20 is designated residential. It has already been established that a portion of the 26 Ac. of the ACLF will not require impact due to the nature of that land use and maximizing existing forest cover within the residential Pod 20 will help to support what appears to be a very small, limited (perhaps a single individual) population. An additional supportive effort is being considered which is an attempt to re-establish some Longleaf pine and Turkey oak communities at the site by planting suitable soils within designated park areas as depicted on Attachment 1 and team input indicates approximately 38.4 Ac. are available. Coordination with the FWC has been supportive suggesting planting desirable ground cover species (ie. Andropogon sp., Aristida sp. And Runner oak, Q. pumila) as well. These species already exist at the site but other than the Bluestem grasses (Andropogon sp.) the Wiregrass and Runner oak seem restricted to the ecotone between the southern transition of the Bottomland into the Pine-Mesic oak and Plantation pine habitats. Establishing these ground cover constituents within the subject park areas can also be accomplished with specific landscaping activities.

Although supportive the FWC strongly suggests prescribed burning as the most desirable management process for this type of habitat (Longleaf pine-Turkey oak) however the proximity of these park areas to occupied dwellings and buildings will preclude that method. Alternative control of undesirable species (ie. Wax myrtle, Saw palmetto etc.) can be accomplished without burning.

Florida Sandhill Crane (*Grus canadensis pratensis*) – Status: FWC-T:

This species was not observed on site however vocalizations were heard once, near the east property boundary. It is a commonly observed species in the grass pasture lands and shallow herbaceous wetlands found throughout this region. One consideration regarding this species is therefore directed to the grasslands (agriculturally created pasture (211) and the three (3) herbaceous wetland depressions (W1, W2 and most of W3).

The majority of the pasture areas (211) have been maintained historically as active cattle pasture subject to consistent, repetitive grazing activities and pasture management practices. Additionally, historic positive drainage improvements to the wetlands extending west from the Bottomland (Chitty-Chatty Creek floodplain) appear to have significantly lowered the water levels and/or shortened the inundation duration of those wetlands.

Protective Measures to be Taken:

The majority of the upland pasture is proposed for development however the Electrical Transmission Line easements along the east portion of the site will be maintained as grass-shrub habitat in perpetuity.

Additionally, drainage design provides treated stormwater discharge to wetlands W1, W2 and W3 thereby increasing volume of water now reaching those systems which have consistently

been found to be very dry and in poor condition. The increased volume of water reaching these wetlands should help restore their hydroperiod by increasing both water levels and the duration of inundation. This may increase their potential as nesting sites. It should be noted there are already comments submitted by the applicant team addressing the future necessity of specific Sandhill Crane surveys during the appropriate nesting season (December/January) prior to proposed adjacent development. Should cranes be observed expressing nesting behavior FWC coordination and protocol will be immediately undertaken.

Little Blue Heron (Florida caerulea) – Status: FWC-SSC; and White Ibis (Eudocimus albus) – Status: FWC-SSC:

Observation of these wading birds was infrequent and restricted to the excavated cattle ponds isolated in the pasture land and uplands at the site. Preservation of these isolated surface waters/wetland depressions as well as 15' minimum, 25' average regulatory buffers being maintained as grassland buffers will ensure their continued presence at the site. Additionally the aforesaid increased hydrology to Wetlands 1, 2 and 3 should benefit all wading bird species that utilize these features in the future. No additional management practices are contemplated regarding these species observed at the cattle ponds.

Southeastern American Kestrel (Falco sparverius paulus) – Status: FWC-T:

Similarly, observation of this species is considered incidental in that one (1) observation of this species was made at the extreme southeastern portion of the property in an area now constituting an outparcel. The Kestrel was observed perched on a powerline, briefly, prior to departing in flight to the east off site. Of note here is the fact the adjacent parcel to the east in Pine flatwoods being utilized by the City of Leesburg as a domestic treatment spray field.

The lack of vertical pine snags across the site greatly decreases the likelihood of Kestrels nesting on site and loss of nest habitat is considered to be the contributing factor to this species' decline. Observation of the east parcel was restricted to the property boundary and parkway right-of-way but did not provide further sightings or positive data. Protocol recommends preservation of at least 50ha (125 Ac.) of suitable habitat within 0.5 km of a Kestrel use area. A single observation in the extreme southeast corner of the site (technically, now off site) was made. Approximately 100 Ac. of powerline easement (maintained grass-shrub habitat) will be perpetually available (observation made on powerline perch) with numerous interior buffers, park and right-of-way easement parcels available as maintained shrub-grasslands. It would appear additional measures are not warranted regarding this wide ranging species.

Impacts:

Completion of the phases of Southern Oaks, in approximately eighteen (18) to twenty (20) years, will result in both short term (primary) and long term (secondary) impacts to existing habitat and wildlife utilizing those habitats at the site. Primary or short term impacts will occur in phases as they are undertaken and are associated with immediate loss of habitat from construction activities where secondary or long term impacts are associated with the ultimate occupation and use of the various buildings, homes and structures etc. across the site.

It appears that approximately 57% of the site, most of the upland habitat, was historically cleared and converted to pasture grassland with about 4% of that more recently re-planted as Plantation pine. The onsite wetlands total just under 40% of the site and along with adjacent upland buffers are being preserved. It is estimated approximately 45%, a little over 1,000 Ac. will be converted through the various phases to residential, commercial and business park land

uses. Through the regulatory processes all impervious drainage will be treated via stormwater treatment ponds prior to discharge to the preserved on site wetlands.

Only two (2) direct impacts to wetlands are proposed as roadway crossings and both are designed where existing agricultural crossings exist minimizing wetland and wildlife impact potential. The proposed wetland boardwalk in the Chitty-Chatty Creek floodplain will be designed to avoid any significant impacts to floral or faunal communities and will ultimately serve as recreational and educational amenities to the residents, guests and visitors to Southern Oaks.

The development of Southern Oaks will have multiple beneficial impacts as well, both long term and short term. These will be realized by the preservation and protection of the extensive wetland systems on site precluding forever the chance of destructive and disruptive logging activities. The phasing out of livestock and commensurate management practices will eliminate immediate grazing impacts to the floral communities on site, elimination of the disruptive, erosive trampling of the wetland fringes as well as elimination of the significant excessive nutrient loading to all of the on site wetland communities. Long term water quality will benefit from both the increased hydroperiods of the herbaceous/forested wetlands from treated stormwater discharges as well as the removal of the livestock wastes. Besides the benefits from the preservation and enhancement activities attributed to the project design, there is a possibility to re-introduce a missing community type thought to have once been present at the site, Longleaf pine and Turkey oak. Although considered, plans will not allow the suggested management practice of prescribed burning to be applied as it would be in a more rural wildlife preserve area. Successful establishment of the desirable community constituents is no less confidently anticipated as many of the ground cover constituents remain in portions of the site.

The majority of the proposed impacts will be occurring in agriculturally created grasslands and it is apparent much of that was converted from naturally occurring scrubby oak and pine communities. The potential re-establishment of 30 to 40 acres of Longleaf pine-Turkey oak habitat is a restorative opportunity and creation of buffered wildlife corridors without future hunting activities may also allow the return of White-tail deer to the site. All of these factors should tend to benefit off site communities as well particularly the downstream wetlands and surface waters ultimately receiving discharge volumes from the project area.

Opportunities for Habitat Management:

Southern Oaks offers multiple opportunities for habitat management to facilitate wildlife utilization of the site as well as opportunities to advance or promote the site's potential to support a more balanced and diverse wildlife community. To accomplish this goal the management practices will utilize preservation, enhancement and restoration concepts applied across the site as the opportunities arise.

Preservation:

The Southern Oaks site encompasses diverse habitats including both well drained, rolling sand hills as well as the heavily canopied forested hardwood swamp floodplain of Chitty-Chatty Creek as well as a series of forested and herbaceous wetlands contiguous to the floodplain extending approximately one half mile to the west. Approximately 967 Ac. of those wetlands or about 40% of the site are being preserved. Additionally over 200 Ac. of uplands are collectively being preserved in parks, green spaces and open areas across the site. Along the eastern portion a significant archeological site has been identified and will be carefully and respectfully preserved adding to the socio-cultural education opportunities at Southern Oaks.

Augmenting the preservation and ultimately enhanced quality of these wetlands are the significant upland buffers being preserved around them. Wherever possible, the routine regulatory required buffer width of a 15' minimum with a 25' average, around the contiguous wetlands, is being increased to 50' and in the case of the proposed community park, that buffer distance is significantly larger. These buffers will generally not be maintained (mowed, cut, etc.) with the exception of designated park areas and will be allowed to undergo desirable natural succession to transitional communities. Control of nuisance and/or exotic undesirable species will be a priority in these areas. The smaller isolated wetland depression and farm pond buffers will remain at the regulatory requirements and will be maintained as low grasslands.

An additional and considerable benefit to the preservation opportunities will be the continuation of faunal access via the wildlife corridor effect of these contiguous forested wetland communities. Site investigation revealed two (2) aspects of wildlife utilization at the site that can potentially be of interest at the property.

There is a regional concern among regulatory game and habitat managers in this area concerning the growing feral hog population, a disruptive and damaging opportunistic species that plagues much of the state. We have learned Lake County officials are moving to reduce the hog population on lands to the east and a small group of feral hogs were observed during the August 2009 wildlife transects at the Southern Oaks site. It may be desirable to reduce or remove the hogs at the site to reduce their impacts.

As learned from site investigation there appear to be no White-tail deer at the site based on site indicators and discussion with long time owner, Mr. Bailey. A positive result of site management may be the re-establishment of a deer population within the subject habitats.

Enhancement:

As briefly discussed, the master drainage plans incorporate the discharge of treated stormwater in part to the herbaceous wetlands found to be in a very desiccated state (ie. W1, W2 and W3). This hydrologic enhancement should increase both the water levels found within these depressions as well as the duration of inundation. In turn this should also enhance the biological functions and potential suitability of these systems for wading birds which was noted as lacking during site investigations most likely due to their excessively dry condition.

An additional consideration at the site is the potential enhancement of upland plant diversity via utilization of only native species in future landscape design and planting. This is a viable consideration however consultation with project team members clearly indicate it is too early in planning stages to definitively commit to that requirement at this stage.

Restoration:

Similarly with an excess of 200 Ac. of uplands being preserved across the different phases of the proposal the concept of re-establishing some Longleaf pine and Turkey oak communities to the site was discussed. Research of the appropriate soils types identified three (3), Candler, Tavares and Apopka fine sands, that occur on site. Mapping of these soils located six (6) park areas where at least some of these soils occur (see Attachment 1). It is a consideration to replant available areas at these six (6) sites with Longleaf pine and Turkey oak. The available acreage has been identified by team members to total 38.4 Ac.. Coordination of the idea with FWC also suggested commensurate ground cover plantings of Bluestem grasses, Wiregrass and Runner oak. This an also be accomplished within the proposed phases and remains a viable voluntary proposal.

The FWC also strongly suggested utilizing prescribed burning as the most desirable habitat management practice for such communities however, consultation with team members and principals came to the consensus periodic burning would be incompatible within the proposed developed phases. Alternative methods of control of nuisance or undesirable plant species in this community (Wax myrtle, saw palmetto etc.) can accomplish the necessary support of the target community but, as advised by the FWC, likely at a higher cost (ie. burning is more cost effective and efficient when compared to routine, manual landscape methods).

Public Educational and Recreational Opportunities:

Several aspects of the Southern Oaks proposal offer potential recreational, educational benefits. The proposal to construct an elevated boardwalk through a segment of the Chitty-Chatty Creek floodplain will allow individuals the ability to see and learn the intricacies and complexities of a periodically inundated hardwood wetland as well as enjoying the beauty and solitude of this type of ecosystem. Interpretive stations can be established as focal points explaining the habitat, vegetative constituents at differing trophic levels and point out observable wildlife utilization.

Socio-cultural amenities also have been noted at the Southern Oaks property as archeological findings have identified sites for preservation. Potential educational and interpretive utilization plans are also being compiled to be included in the application.

**TRANSPORTATION PROPORTIONATE SHARE AGREEMENT
SOUTHERN OAKS DEVELOPMENT OF REGIONAL IMPACT
CITY OF WILDWOOD, FLORIDA**

This TRANSPORTATION PROPORTIONATE SHARE AGREEMENT (this "Agreement") is made and entered into by and between DARYL M. CARTER, TRUSTEE OF THE CARTER-SUMTER 2444 HIGHWAY 468 LAND TRUST (the "Owner"/"Developer"), the CITY OF WILDWOOD, FLORIDA, a Florida municipal corporation (the "City"), SUMTER COUNTY, a political subdivision of the State of Florida (the "County"), and the STATE OF FLORIDA DEPARTMENT OF TRANSPORTATION, an agency of the State of Florida ("FDOT").

WITNESSETH:

WHEREAS, Owner is the Owner of real property located in the City of Wildwood, Florida, which property is more particularly described on Exhibit "A" attached hereto and incorporated herein by reference ("The Property"); and

WHEREAS, the Property is proposed to be developed in accordance with the development order for the DRI approved by the City on February 27, 2012, as same may be amended from time to time and collectively referred to as (the "Development Order"); and

WHEREAS, the Development Order for the DRI stipulates that specific transportation improvements (the "Needed Transportation Improvements") described and set forth on Exhibit "B", attached hereto and incorporated herein, are required in order to adequately mitigate for the transportation impacts of development of Phase 1A of the DRI ("Phase 1A"); and

WHEREAS, the Development Order provides mechanisms, including a proportionate share payment pursuant to Section 163.3180, F.S., and Rule 9J-2.045(7)(a)3, F.A.C., to enable Developer to meet its obligations relative to the Needed Transportation Improvements; and

WHEREAS, pursuant to this Agreement, the Developer will be deemed to have met its Phase 1A obligations relative to the Needed Transportation Improvements by contributing a proportionate share of the cost, pursuant to, and in a manner consistent with, the proportionate share mechanism provided for in the Development Order, Chapter 380, F.S., and Rule 9J-2, F.A.C.; and

WHEREAS, pursuant to this Agreement, the Developer has made a binding commitment to pay or cause to be paid the proportionate share of the cost of the Needed Transportation Improvements required for Phase 1A; and

WHEREAS, pursuant to Section 163.3180, F.S., and Rule 9J-2.045(7)(a)3, F.A.C., the City, County and FDOT have agreed to accept said proportionate share payment as adequately mitigating the transportation impacts of Phase 1A on all significant and adversely impacted state and regional facilities within their maintenance jurisdictions through build-out of Phase 1A, as required by Chapter 380, F.S., and Rule 9J-2, F.A.C.; and

WHEREAS, the parties have reached an agreement as to the amount of the proportionate share payment, and the City, County, and FDOT have agreed to accept said payment, to be provided by Developer in the form and manner set forth more fully below, in full satisfaction of all conditions relating to transportation mitigation, through build-out of Phase 1A and in full satisfaction of all conditions relating to transportation concurrency through build-out of Phase 1A, all in accordance with the Development Order, Rule 9J-2, F.A.C., Chapters 163 and 380, F.S., and the City's concurrency management ordinance(s).

NOW, THEREFORE, for and in consideration of these premises and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties do hereby covenant, stipulate and agree as follows:

1. Incorporation of Recitals. The foregoing recitals are true and correct and are hereby incorporated by the parties as part of this Agreement as if fully set forth herein.

2. Proportionate Share Calculation. The parties do hereby acknowledge and agree that the Developer's proportionate share of \$110,000.00 for the intersection of SR 44 and CR 468, and \$272,938.00 for the improvement of the US 301/CR 468 intersection is the proportionate share payment amount ("**Developer's Proportionate Share**") required under the Development Order, Rule 9J-2, F.A.C., and Chapters 163 and 380, F.S., to mitigate the transportation impacts through build-out of Phase 1A.

Developer's Proportionate Share shall be calculated under applicable law, including Section 163.3180, F.S., and R9J-2.045, F.A.C., and is the final and binding calculation of the amount required to mitigate the traffic impacts of the Project upon state and regional roadways. This Agreement does not address mitigation of additional traffic impacts which may be created as a result of a substantial deviation to the DRI and are required to be mitigated separately pursuant to Section 380.06(19), F.S., and R 9J-2, FAC. The parties acknowledge and agree that the calculation of, and agreement on, the amount of Developer's Proportionate Share constitute material inducements for the parties to enter into this Agreement.

3. Payment of Developer's Proportionate Share. The following describes the obligations, mitigating improvements, and timing for each of the required state improvements:

(a) SR 44 and CR 468:

(i) The Developer shall pay a proportionate share payment for

improvements to mitigate the significant and adverse impacts of the DRI at the intersection of SR 44 and CR 468. The improvements necessary to mitigate for the significant and adverse impact at said intersection shall include: Signalization when warranted.

As identified in EXHIBIT B, the total cost to construct the signalization is identified to be \$220,000 using FY 2010 cost estimates. The Developer shall be responsible to pay to the FDOT a proportionate share of \$110,000 to adequately mitigate the significant and adverse impacts of Phase IA on the DRI to the intersection of SR 44 and CR 468. The Developer's Proportionate Share shall be paid to FDOT at such time that signalization of the intersection of SR 44 and CR 468 is warranted, but no sooner than the time of the first building permit. If the signal warrants are not met during Phase 1A, the Developer's proportionate share of responsibility toward the signal improvement will be re-evaluated prior to proceeding into Phase 1B to include expected Phase 1B impacts. In the event that the signalization of the SR 44 and CR 468 intersection is paid for in full or constructed by another project prior to the issuance of the first building permit for development within the Southern Oaks DRI, then the Developer shall have no further mitigation responsibility toward signaling the subject intersection through the remainder of Phase 1A as set forth herein.

(b) US 301/CR 468 Intersection Improvement:

- (i) The Developer shall pay a proportionate share payment for the

safety improvements to the intersection of US 301 and CR 468, through the following:

The portion of Developer's responsibility for the safety improvements to the intersection of US 301 and CR 468, in the amount of Two Hundred Seventy Two Thousand Nine Hundred Thirty Eight and 00/100 Dollars (\$272,938.00) shall be paid by the Developer to the County at the time of the issuance of the first building permit for the Property. The Developer shall have no further obligation to FDOT for the safety improvements to the intersection of US 301 and CR 468.

(c) Regional Transit Study.

The Developer shall participate in a regional transit study being conducted by the Lake-Sumter MPO. The Developer, along with the developers of other developments-of-regional impact in the area surrounding the Property, will also fund the cost of the study. The Developer will pay an equal pro rata share of the study, not to exceed Fifty Thousand Dollars (\$50,000.00) to Sumter within thirty (30) business days of receipt of a written demand from the Lake-Sumter MPO, but no sooner than ninety (90) days after the Effective date of the development order.

4. Impact Fee Credits. The Developer shall be entitled to transportation impact fee credits for the proportionate share payments described in Section 3(b)(i) above not to exceed 100 percent of the total value of the Transportation Impact Fees generated by the full buildout of all phases of the DRI. The County and the Developer shall enter into a separate agreement to establish the credits.

5. Satisfaction of DRI Transportation Improvement Requirements. Upon execution

obligation herein and be reimbursed by a community development district created for the DRI pursuant to Chapter 190, F.S.

7. Governing Law/Binding Effect. This Agreement shall be interpreted and governed by Florida Law. Each of the parties hereto warrants and represents that this Agreement is valid, binding and enforceable against them in accordance with the terms and conditions of Florida law.

8. Remedies. The parties hereto shall have all legal and equitable rights and remedies provided by Florida law with respect to the enforcement of this Agreement.

9. Notice of Default. The parties acknowledge and agree that no party shall be considered in default for failure to perform under this Agreement until such party has received written notice specifying the nature of such default or failure to perform and said party fails to cure said default or fails to perform within sixty (60) days of receipt of said written notice, unless such party can demonstrate a good faith effort to cure.

10. Notices. All notices which are required or permitted under this Agreement shall be given to the parties by certified mail, return receipt requested, hand delivery or express courier and shall be effective upon receipt when delivered to the parties at the addresses set forth below (or such other address as provided by the parties by written notice delivered in accordance with this Paragraph):

For City of Wildwood:

Attn: Robert Smith, Esq., City Manager
City of Wildwood
100 N. Main Street
Wildwood, Florida 32786

With a Copy to:

Jerri A. Blair, Esq.
Jerri A. Blair, P.A.
P.O. Box 130
Tavares, FL 32778

For Sumter County:

Attn: Bradley Arnold, County Administrator
7375 Powell Blvd.
Wildwood, FL 34785

For Florida Department of Transportation

Attn: John Philip Moore
133 South Semoran Blvd.
Orlando, FL 32807

For Developer:

Daryl M. Carter
M.L. Carter Development Corporation
3333 South Orange Avenue, Suite 200
Orlando, Florida 32806

With a Copy to:

R. Duke Woodson, Esq.
Foley & Lardner LLP
111 N. Orange Ave., Suite 1800
Orlando, FL 32801

11. Amendments. No amendment, modification or other changes in this Agreement shall be binding upon the parties unless in writing executed by all of the parties.

12. Successors and Assigns Bound. The rights and obligations contained in this Agreement shall be binding upon and shall inure to the benefit of the successors and assigns of

the parties hereto, including any successor in title to the Developer to all or any part of the Property.

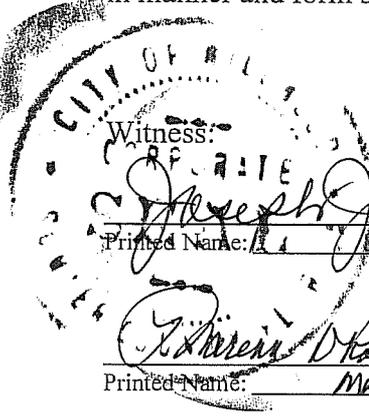
13. Recording. The Developer shall record this Agreement in the Public Records of Sumter County at the Developer's expense.

14. Effective Date. This Agreement shall become effective upon the later of the date it is executed by the last party to it or the effective date of the Development Order.

15. Counterparts. This Agreement may be executed in any number of counterparts, each of which, when executed and delivered, shall be an original, but all counterparts shall together constitute duplicates of one and the same instrument.

[SIGNATURES CONTAINED ON FOLLOWING PAGE]

IN WITNESS WHEREOF, the parties hereto have caused these presents to be executed in manner and form sufficient to bind them as of the date set forth below.



Witness:

Joseph Jacobs
Printed Name: Joseph Jacobs

Marena D. Roberts
Printed Name: MARENA D. ROBERTS

CITY OF WILDWOOD:

By: Ed Wolf

Name: Ed Wolf, Mayor

Title: Mayor

Date: 2-27-2012

STATE OF FLORIDA
COUNTY OF SUMTER

The foregoing instrument was acknowledged before me this 27th day of February, ~~2012~~ by Ed Wolf, as Mayor, on behalf of **City of Wildwood** He/she did did not take oath. 2012



Marena D. Roberts
Notary Public

Print Notary Name: MARENA D ROBERTS

My Commission Expires: MARCH 29, 2014

My Commission Number: DD 967433

- Personally known to me; or
- Produced _____ as identification

Witness:

WJRW
Printed Name: WILLIAM KLUMSORGE

Connie Webb
Printed Name: Connie Webb

SUMTER COUNTY:

By: [Signature]
Name: GARRY BREEDEN
Title: CHAIRMAN

Date: FEB 14 2012



STATE OF FLORIDA
COUNTY OF SUMTER

The foregoing instrument was acknowledged before me this 14 day of February, 2012, by GARRY BREEDEN, as CHAIRMAN, on behalf of Sumter County. He/she did did not take oath.



Connie Webb
Notary Public
Print Notary Name: Connie Webb
My Commission Expires: 10-25-2014
My Commission Number: EE 037155

Personally known to me; or
 Produced _____
as identification

OWNER:

[Handwritten Signature]

Daryl M. Carter, Trustee of the Carter-Sumter 2444 Highway 468 Land Trust

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 27th day of February ~~2011~~ ²⁰¹², by **Daryl M. Carter, Trustee of the Carter-Sumter 2444 Highway 468 Land Trust**, who has produced _____ as identification or is personally known to me.



JOAN M. FISHER
MY COMMISSION # DD 892842
EXPIRES: July 16, 2013
Bonded Thru Budget Notary Services

[Handwritten Signature]

Notary Public, State of Florida
Commission # DD 892842
My Commission Expires: 07/16/2013

Witness:

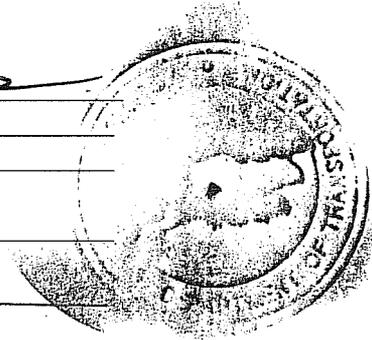
**FLORIDA DEPARTMENT OF
TRANSPORTATION:**

Jennifer Wynn
Printed Name: Jennifer Wynn

By: Noranne Downs
Name: Noranne Downs
Title: District Secretary

Kerry Marchese
Printed name: Kerry Marchese

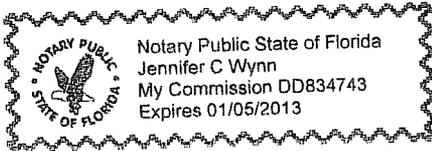
Date: 3-23-12



STATE OF FLORIDA
COUNTY OF Volusia

[Signature]
DIS LEGAL

The foregoing instrument was acknowledged before me this 23rd day of March 2012, by Noranne Downs as District Secretary, on behalf of the **Florida Department of Transportation** who has produced _____ as identification or is personally known to me.



Jennifer Wynn
Notary Public, State of _____
Commission # _____
My Commission Expires: _____

EXHIBIT "A"

Legal Description

LEGAL DESCRIPTION

THAT PORTION OF SECTIONS 1 AND 2, TOWNSHIP 20 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA, LYING NORTH OF THE SUNSHINE STATE PARKWAY; AND THE EAST 1/2 OF THE NORTHEAST 1/4 OF THE NORTHEAST 1/4 OF SECTION 34, TOWNSHIP 19 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA; AND THAT PORTION OF SECTION 35, TOWNSHIP 19 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA LYING NORTH OF THE SUNSHINE STATE PARKWAY; ALL OF SECTION 36, TOWNSHIP 19 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA; AND A PORTION OF SECTIONS 25 AND 26, TOWNSHIP 19 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA, ALL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE NORTHEAST CORNER OF SECTION 36, TOWNSHIP 19 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA; THENCE S00°10'31"W, ALONG THE EAST BOUNDARY THEREOF, A DISTANCE OF 5331.12 FEET TO THE SOUTHEAST CORNER OF SAID SECTION 36, SAID POINT ALSO BEING THE NORTHEAST CORNER OF SECTION 1, TOWNSHIP 20 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA; THENCE S00°10'54"W ALONG THE EAST BOUNDARY OF SAID SECTION 1, A DISTANCE OF 1740.01 FEET TO THE NORTHEAST CORNER OF A 108.50-ACRE PROGRESS ENERGY PARCEL; THENCE, LEAVING THE EAST BOUNDARY LINE OF SAID SECTION 1, ALONG THE NORTH BOUNDARY LINE OF SAID PROGRESS ENERGY PARCEL, S89°54'27"W, A DISTANCE OF 1733.89 FEET TO THE NORTHWEST CORNER OF SAID 108.50-ACRE PARCEL; THENCE, ALONG THE WEST BOUNDARY LINE OF SAID PARCEL, FOR THE NEXT TWO (2) COURSES: (1) S00°10'03"W, A DISTANCE OF 1724.92 FEET; (2) S01°51'43"W, A DISTANCE OF 337.71 FEET TO THE SOUTHWEST CORNER OF SAID PARCEL, SAID POINT ALSO BEING THE SOUTHEAST CORNER OF A 61.20-ACRE PROGRESS ENERGY PARCEL AND A POINT ON THE NORTHERLY RIGHT-OF-WAY LINE OF FLORIDA'S TURNPIKE (ALSO KNOWN AS SUNSHINE STATE PARKWAY, A VARIABLE WIDTH RIGHT OF WAY AS PER FLORIDA STATE TURNPIKE AUTHORITY RIGHT-OF-WAY MAP, PROJECT NUMBER 2, SECTION 14); THENCE, ALONG THE SOUTH BOUNDARY LINE OF SAID 61.20-ACRE PARCEL AND THE NORTHERLY RIGHT-OF-WAY LINE OF SAID FLORIDA'S TURNPIKE, FOR THE NEXT SIX (6) COURSES: (1) N57°32'32"W, A DISTANCE OF 5584.93 FEET TO THE POINT OF CURVATURE OF A CURVE TO THE RIGHT (SAID CURVE HAVING A RADIUS OF 5599.58 FEET, A CENTRAL ANGLE OF 11°09'18" AND A CHORD BEARING AND DISTANCE OF N52°07'38"W, 1088.47 FEET); (2) THENCE NORTHWESTERLY ALONG SAID CURVE FOR AN ARC DISTANCE OF 1090.19 FEET TO THE POINT OF TANGENCY; (3) THENCE N46°22'42"W, A DISTANCE OF 799.04 FEET TO THE POINT OF CURVATURE OF A CURVE TO THE LEFT (SAID CURVE HAVING A RADIUS OF 5859.58 FEET, A CENTRAL ANGLE OF 22°18'46" AND A CHORD BEARING AND DISTANCE OF N57°27'13"W, 2267.52 FEET); (4) THENCE ALONG SAID CURVE, FOR AN ARC DISTANCE OF 2281.91 FEET TO THE POINT OF TANGENCY; (5) THENCE N68°44'08"W, A DISTANCE OF 437.39 FEET TO THE POINT OF CURVATURE OF A CURVE TO THE RIGHT (SAID CURVE HAVING A RADIUS OF 5599.58 FEET, A CENTRAL ANGLE OF 07°49'06" AND A CHORD BEARING AND DISTANCE OF N64°50'47"W, 763.49 FEET); (6) THENCE ALONG SAID CURVE FOR AN ARC DISTANCE OF 764.08 FEET TO THE INTERSECTION WITH THE WEST BOUNDARY OF SECTION 35, TOWNSHIP 19 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA; THENCE, LEAVING THE SOUTH BOUNDARY LINE OF SAID 60.20-ACRE PARCEL AND THE NORTHERLY RIGHT-OF-WAY LINE OF SAID FLORIDA'S TURNPIKE, N00°26'01"E, ALONG THE WEST BOUNDARY LINE OF SAID SECTION 35, A DISTANCE OF 542.71 FEET TO THE WEST 1/4 CORNER OF SAID SECTION 35; THENCE CONTINUE ALONG SAID WEST BOUNDARY N00°19'24"E, A DISTANCE OF 1331.56 FEET; THENCE DEPARTING SAID WEST BOUNDARY, N89°45'47"W, ALONG THE SOUTH BOUNDARY OF THE EAST 1/2 OF THE NORTHEAST 1/4 OF THE NORTHEAST 1/4 OF SECTION 34, TOWNSHIP 19 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA, A DISTANCE OF 658.80 FEET; THENCE DEPARTING SAID SOUTH BOUNDARY, N00°21'48"E, ALONG THE WEST BOUNDARY OF SAID EAST 1/2 OF THE NORTHEAST 1/4 OF THE NORTHEAST 1/4 OF SECTION 34, A DISTANCE OF 1332.09 FEET TO THE INTERSECTION WITH THE NORTH BOUNDARY OF

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

THIS IS NOT A BOUNDARY SURVEY

MAR 16 2009; REVISED LEGAL DESCRIPTION PER CLIENT REQUEST

 <p>LEADING EDGE LAND SERVICES INCORPORATED 6750 FORUM DRIVE SUITE 310 ORLANDO, FLORIDA 32821 PHONE: (407) 351-6730 FAX: (407) 351-9891 www.leadingedge1s.com</p> <p>FLORIDA LICENSED BUSINESS NUMBER LB 5846</p>	<p>LEGAL DESCRIPTION FOR MAURY L CARTER & ASSOCIATES, INC.</p>	<p>DATE OF DRAWING: 13 MAR 2009</p>
	<p>SURVEYOR'S CERTIFICATION</p> <p>I, THE UNDERSIGNED FLORIDA LICENSED SURVEYOR AND MAPPER, DO HEREBY CERTIFY THAT I HAVE COMPLETED THIS SURVEY IN COMPLIANCE WITH CHAPTER 61G17-6 OF THE FLORIDA ADMINISTRATIVE CODE (MINIMUM TECHNICAL STANDARDS FOR SURVEYORS AND MAPPERS)</p> <p style="text-align: right;">DATE: _____</p> <p>MICHAEL A. BAERHOLD PROFESSIONAL SURVEYOR AND MAPPER NUMBER 5575</p>	<p>MANAGER: MAB CADD: MAP</p> <p>PROJECT NUMBER: 049-07122</p> <p>FIELD BOOK NUMBER: _____</p> <p>LAST FIELD WORK: _____</p> <p>CREW CHIEF(S): _____</p> <p>COMPUTER FILE: 049122SD1.PRD</p> <p>NOT TO SCALE SHEET 1 OF 3</p>

LEGAL DESCRIPTION (CONTINUATION)

SAID SECTION 34; THENCE DEPARTING SAID WEST BOUNDARY, S89°42'55"E, ALONG SAID NORTH BOUNDARY OF SECTION 34, A DISTANCE OF 657.87 FEET TO THE NORTHEAST CORNER THEREOF, SAID POINT ALSO BEING THE NORTHWEST CORNER OF SECTION 35, TOWNSHIP 19 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA; THENCE S89°46'48"E, ALONG THE NORTH BOUNDARY OF SAID SECTION 35, ALSO BEING THE SOUTH BOUNDARY OF SECTION 26, TOWNSHIP 19 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA, A DISTANCE OF 1324.73 FEET; THENCE DEPARTING SAID NORTH BOUNDARY, N00°31'47"E ALONG THE WEST BOUNDARY OF THE EAST 3/4 OF SAID SECTION 26, A DISTANCE OF 1232.97 FEET TO THE INTERSECTION WITH THE EASTERLY RIGHT-OF-WAY LINE OF COUNTY ROAD NO. 468 (WIDTH VARIES); THENCE DEPARTING SAID WEST BOUNDARY, N63°16'42"E, ALONG SAID EASTERLY RIGHT-OF-WAY LINE, A DISTANCE OF 124.84 FEET TO THE POINT OF CURVATURE OF A CURVE TO THE LEFT (SAID CURVE HAVING A RADIUS OF 1261.11 FEET, A CENTRAL ANGLE OF 53°42'28" AND A CHORD BEARING AND DISTANCE OF N36°25'28"E, 1139.33 FEET); THENCE NORTHWESTERLY ALONG SAID CURVE FOR AN ARC DISTANCE OF 1182.14 FEET TO THE POINT OF TANGENCY; THENCE CONTINUE ALONG SAID RIGHT-OF-WAY LINE N09°34'14"E, A DISTANCE OF 1355.55 FEET; THENCE DEPARTING SAID RIGHT-OF-WAY LINE, N85°23'09"E, A DISTANCE OF 5645.47 FEET TO THE SOUTHWEST CORNER OF THE NORTH 1/2 OF THE NORTHEAST 1/4 OF SECTION 25, TOWNSHIP 19 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA; THENCE N89°42'19"E, ALONG THE SOUTH BOUNDARY OF SAID NORTH 1/2 OF THE NORTHEAST 1/4 OF SECTION 25, A DISTANCE OF 2944.28 FEET TO THE INTERSECTION WITH THE EAST BOUNDARY OF SAID SECTION 25; THENCE, DEPARTING SAID SOUTH BOUNDARY, S00°03'24"W, ALONG THE EAST BOUNDARY OF SAID SECTION 25, A DISTANCE OF 1330.48 FEET TO THE EAST 1/4 CORNER OF SAID SECTION 25; THENCE CONTINUE ALONG SAID EAST BOUNDARY S00°09'40"W, A DISTANCE OF 1332.99 FEET TO THE NORTHEAST CORNER OF THE SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SAID SECTION 25; THENCE DEPARTING SAID EAST BOUNDARY LINE, S89°43'40"W, ALONG THE NORTH BOUNDARY OF SAID SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SECTION 25, A DISTANCE OF 1631.57 FEET TO THE NORTHWEST CORNER OF SAID SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SECTION 25; THENCE DEPARTING SAID NORTH BOUNDARY, S00°28'00"W, ALONG THE WEST BOUNDARY OF SAID SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SECTION 25, A DISTANCE OF 1332.82 FEET TO THE INTERSECTION WITH THE SOUTH BOUNDARY OF SAID SECTION 25; THENCE, DEPARTING SAID WEST BOUNDARY, N89°44'10"E, ALONG THE SOUTH BOUNDARY OF SAID SECTION 25, ALSO BEING THE NORTH BOUNDARY OF SECTION 35, TOWNSHIP 19 SOUTH, RANGE 23 EAST, SUMTER COUNTY, FLORIDA, A DISTANCE OF 1638.67 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 2335.13 ACRES OF LAND, MORE OR LESS.

SURVEYOR'S REPORT AND NOTES

1. THE PURPOSE OF THIS LEGAL DESCRIPTION IS TO PROVIDE A LEGAL DESCRIPTION FOR A PORTION OF THE SOUTHERN OAKS PROPERTY.
2. THE BASIS OF BEARINGS FOR THIS LEGAL DESCRIPTION IS THE EAST LINE OF SECTION 1, TOWNSHIP 20 SOUTH, RANGE 23 EAST, WHICH IS ASSUMED TO BEAR S00°10'54"W.
3. THIS LEGAL DESCRIPTION IS INCOMPLETE UNLESS ACCOMPANIED BY A SKETCH OF THE PROPERTY DESCRIBED HEREIN.

THIS IS NOT A BOUNDARY SURVEY

NOT VALID WITHOUT THE SIGNATURE AND THE ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER (SEE SHEET 1 OF 3)

MAR 16 2009: REVISED LEGAL DESCRIPTION
PER CLIENT REQUEST

 <p style="margin: 0;">LEADING EDGE LAND SERVICES INCORPORATED 6750 FORUM DRIVE SUITE 310 ORLANDO, FLORIDA 32821 PHONE: (407) 351-6730 FAX: (407) 351-9891 www.leadingedge1s.com</p> <p style="font-size: small; margin: 0;">FLORIDA LICENSED BUSINESS NUMBER LB 6846</p>	<p>LEGAL DESCRIPTION FOR MAURY L CARTER & ASSOCIATES, INC.</p>	<p>DATE OF DRAWING: 13 MAR 2009</p>	
	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%; padding: 2px;">MANAGER: MAB</td> <td style="width: 50%; padding: 2px;">CADD: MAP</td> </tr> </table>	MANAGER: MAB	CADD: MAP
	MANAGER: MAB	CADD: MAP	
	PROJECT NUMBER: 049-07122		
	FIELD BOOK NUMBER:		
	LAST FIELD WORK:		
	CREW CHIEF(S):		
	COMPUTER FILE: 049122SD1.PRO		
	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%; padding: 2px;">NOT TO SCALE</td> <td style="width: 50%; padding: 2px;">SHEET 2 OF 3</td> </tr> </table>	NOT TO SCALE	SHEET 2 OF 3
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Exhibit "B"

Needed Transportation Improvements Exhibit

Southern Oaks DRI Phase 1A

Intersection	Control	Improvement	Total Cost	Developer's Proportionate Share \$
SR 44 @ CR 468	Stop	Conduct Warrant Install Signal	\$220,000	\$110,000.00
US 301 and CR 468 ("Intersection Improvement")	Stop	Realign Intersection	\$1,364,690	\$272,938.00
		Add Turn Lanes		
Total (Including Developer's proportionate share of signalization costs for currently unwarranted intersection)			\$1,584,700	\$382,938.00