

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, STATE OF FLORIDA, MODIFYING THE BARTRAM PARK DRI DEVELOPMENT ORDER AS PREVIOUSLY APPROVED BY ST. JOHNS COUNTY ON SEPTEMBER 19, 2000, UNDER RESOLUTION 2000-139, PREVIOUSLY MODIFIED BY RESOLUTION 2001-93, APPROVED MAY 8, 2001, AS MODIFIED BY RESOLUTION 2003-94, APPROVED MAY 21, 2003, AS MODIFIED BY RESOLUTION 2005-146, APPROVED JUNE 1, 2005, AS MODIFIED BY RESOLUTION 2006-52, APPROVED FEBRUARY 21, 2006, AS PREVIOUSLY MODIFIED BY RESOLUTION 2006-175, APPROVED MAY 30, 2006, AND AS PREVIOUSLY MODIFIED BY RESOLUTION 2006-123, APPROVED APRIL 29, 2008, AND PREVIOUSLY MODIFIED BY RESOLUTION 2009-326, APPROVED NOVEMBER 3, 2009; FINDING THE MODIFICATION DOES NOT CONSTITUTE A SUBSTANTIAL DEVIATION; AND PROVIDING FOR AN EFFECTIVE DATE

WHEREAS, Bartram Park, Ltd., Bartram Park Associates, LLC and Winslow Farms, Ltd. Have submitted a Notice of Proposed Change (NOPC) to the Bartram Park Development of Regional Impact (DRI) by letter dated September 24, 2013, requesting modification of portions of the Development Order; and

WHEREAS, the Developer submits that the changes proposed in the NOPC do not constitute a substantial deviation pursuant to the terms of Section 380.06 (19) of the Florida Statutes; and

WHEREAS, the Board of County Commissioners has reviewed the NOPC and considered the evidence presented and whether the proposed modification constitutes a substantial deviation to the DRI requiring further DRI review at a public hearing held on April 1, 2014, after required notice; and

BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, FLORIDA:

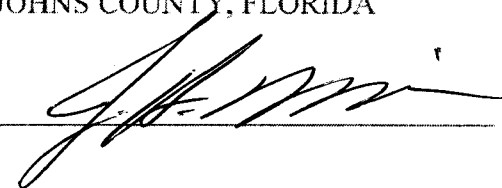
1. The following facts and conclusions of law are established by clear and convincing evidence to support this Resolution:
 - A. The request was fully considered after public hearing with legal notice duly published as required by law.

- B. The requested changes do not constitute a substantial deviation pursuant to the terms of Section 380.06 (19) of the Florida Statutes.
 - C. The requested changes are consistent with the Land Development Code of St. Johns County, as amended.
 - D. The requested changes are compatible with the surrounding area and the future development of the area.
 - E. The requested changes are consistent with and further the objectives of the 2025 Comprehensive Plan.
- 2. The Bartram Park DRI Development Order is hereby modified by approval of the Amended and Restated Development Order for the Bartram Park DRI, dated March 2014.
 - 3. Except as modified by this Resolution and Restated Development Order for the Bartram Park DRI, dated March 2014, all other conditions remain unchanged.
 - 4. A certified copy of this Resolution, complete with all Exhibits shall be rendered to St. Johns County within 10 days of its adoption by certified mail, return receipt requested to the Developer, the Florida Department of Community Affairs, and the Northeast Florida Regional Council.
 - 5. This Resolution shall take effect upon its adoption.

PASSED AND ADOPTED BY THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, FLORIDA, THIS 1st DAY OF April, 2014.

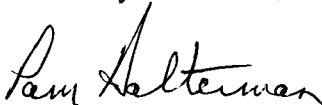
BOARD OF COUNTY COMMISSIONERS
ST. JOHNS COUNTY, FLORIDA

BY: _____



ATTEST: Cheryl Strickland, Clerk

BY: _____



Deputy Clerk



REVISED MARCH 2014

September 11, 2000

**AMENDED AND RESTATED DEVELOPMENT ORDER FOR
BARTRAM PARK
A DEVELOPMENT OF REGIONAL IMPACT**

LET IT BE KNOWN that, pursuant to Section 380.06, Florida Statutes, the St. Johns County Board of County Commissioners has heard at a public hearing held on _____, 2014, an application for a Notice of Proposed Change for certain amendments to the Bartram Park Development of Regional Impact.

RECITALS

WHEREAS, the Board of County Commissioners of St. Johns County has considered the Regional Report of the Northeast Florida Regional Council dated _____, 2014, the recommendations of the St. Johns County staff, and the documents and comments upon the record made before the St. Johns County Board of County Commissioners; and

WHEREAS, the Bartram Park Development of Regional Impact (the "DRI" and "Bartram Park DRI") is an existing mixed-use development which consists of the 3,928.38 acres described in **Exhibit A** attached hereto, of which 818.82 acres are located in St. Johns County and the balance of which 3,109.56 acres are located in Duval County (collectively, the "DRI Property"); and

WHEREAS, Bartram Park, Ltd., Bartram Park Associates, LLC and Winslow Farms, Ltd., as owner of the DRI Property (the "Owner" or "Developer"), filed a Notice of Proposed Change ("NOPC") to modify certain conditions set forth in the Bartram Park DRI Development Order, which was originally approved by St. Johns County as Resolution No. 2000-139 and has

subsequently been amended by Resolution Nos. 2001-93, 2003-94, 2005-146, 2006-52, 2006-175, 2008-123, 2009-326 and 2014-_____ (collectively, the Development Order”); and

WHEREAS, the authorized agent for the Owner is Rogers Towers, P.A., whose address is 100 Whetstone Place, Suite 100, St. Augustine, Florida 32086; and

WHEREAS, the Owner has duly provided complete copies of the NOPC and sufficiency responses to the Florida Department of Economic Opportunity, Northeast Florida Regional Council, and St. Johns County; and

WHEREAS, the NOPC was reviewed by the Northeast Florida Regional Council (the “NEFRC”), as required by Section 380.06, Florida Statutes, and the NEFRC found that the NOPC does not constitute a substantial deviation to the DRI; and

WHEREAS, the St. Johns County Board of County Commissioners has duly noticed and on _____, 2014 held a public hearing on the NOPC as required by Section 380.06, Florida Statutes, and afforded the public and all affected parties an opportunity to be heard and to present evidence; and

WHEREAS, the Developer is seeking to provide opportunities for employment, a high quality of life for residents, and protect the beauty and benefit of the natural characteristics of the property for existing and future generations; and

WHEREAS, the NOPC requires an amendment to the County’s Comprehensive Plan.

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners of St. Johns County, Florida in public hearing duly constituted and assembled on

_____, 2014, that the Notice of Proposed Change to the Bartram Park DRI is hereby approved, subject to the following terms and conditions:

FINDINGS OF FACT AND CONCLUSIONS OF LAW

1. The Bartram Park DRI is not in an area designated as an Area of Critical State Concern pursuant to the provisions of Section 380.05, Florida Statutes.

2. The Bartram Park DRI is located in Duval and St. Johns Counties and is subject to applicable comprehensive plans, DRI Development Orders and PUD zoning ordinances in each jurisdiction and will be administered by the respective county for that portion of the DRI located in that county.

3. The Bartram Park DRI, as amended, is consistent with the State Comprehensive Plan.

4. The Bartram Park DRI, as amended, is consistent with the Strategic Regional Policy Plan adopted by the Northeast Florida Regional Council.

5. The Bartram Park DRI, as amended, is consistent with the St. Johns County Comprehensive Plan 2025 and St. Johns County land development regulations.

6. The Bartram Park DRI, as amended, is consistent with the Letter from the Northeast Florida Regional Council dated _____, 2014 that this amendment to the DRI is not a substantial deviation, pursuant to Section 380.06, Florida Statutes.

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners of St. Johns County, Florida, in public hearing duly constituted and assembled on _____, 2014 that the Notice of Proposed Change for that portion of the Bartram Park DRI located in St. Johns County is hereby approved, subject to the following terms and conditions:

GENERAL CONDITIONS

1. **Application For Development Approval.** The DRI, as amended, shall be developed in accordance with the information, plans and commitments contained in (1) the Bartram Park DRI ADA dated July 19, 1999, (2) the First and Second Sufficiency Responses dated December 7, 1999 and February 17, 2000, (3) St. Johns County Resolution Nos. 2000-193, 2001-93, 2003-94, 2005-146, 2006-52, 2006-175, 2008-123, 2009-326 and 2014-_____, (collectively, the Development Order”), and (4) the Bartram Park Master Plan, Map H, dated _____, 2014 attached hereto as **Exhibit B**, all of which are incorporated by reference except to the extent of any conflict with the express terms of the conditions of the Bartram Park DRI Development Order. In the event of any conflict, the terms and conditions of this Amended and Restated Development Order shall govern.

2. **Land Use Totals.** The DRI may be developed with the following improvements: 67.26 acres and 406,584 square feet of retail space, 4.82 acres and 44,830 square feet of office use, 638.73 acres and 616 units of residential, 3.02 acres of Community Facilities including a fire station and other county uses, 4.77 acres of Infrastructure not including Racetrack Road right-of-way, and 48.45 acres of Open Space. The Developer may increase retail square footages and simultaneously decrease office or residential square footages without filing a Notice of Proposed Change provided that such changes are consistent with the Land Use Exchange Table attached as **Exhibit C**. Additional development which is located in Duval County is being approved by separate Development Order by the City Council of the City of Jacksonville, Florida.

(1) At the time of election of a land use trade-off a under the Land Use Exchange Table, the Developer shall notify the Department of Economic Opportunity (“DEO”) and the Northeast Florida Regional Council (“NEFRC”) of the election and shall provide DEO, the County and NEFRC with cumulative land use totals and remaining allowable quantities.

Written notice of the trade-off election shall be given to the DEO and NEFRC at least 30 days before the local government hearing or meeting for approval of the proposed trade-off.

(2) The Developer agrees to apply the conversion factor in such a manner that the result after application of the conversion factor will be no less than the minimum square footage and no more than the maximum square footage set forth below for each land use:

<u>LAND USE</u>	<u>MINIMUM</u>	<u>MAXIMUM</u>
Commercial	100,000 square feet	400,000 square feet
Office	20,000 square feet	100,000 square feet

(3) So long as the trade-off is consistent with the criteria contained herein and no change is made to the Master Plan, Map H, no additional DRI approvals shall be required for the trade-off. Trade-off elections shall be reported biennially as provided below.

3. **Phasing, Buildout and Expiration of DRI.** The DRI in St. Johns County shall be developed as follows:

<u>Land Use</u>	<u>Phase I</u> (2000-2015)	<u>Phase II</u> (2016-2030)
Residential	616 units	
Office	22,830 square feet	22,000 square feet
Retail/Commercial	272,500 square feet*	134,084 square feet

*The 272,500 square feet of retail/commercial space in Phase I is allocated to parcels 27, 41, 42, 43 and 44, as depicted on the Master Development Plan [Resolutions 2008-123 and 2009-326]. Development of 32,500 square feet of Retail/Commercial uses on parcel 27 was mitigated when the Developer connected Bartram Park Boulevard to Racetrack Road, at the request of the County.

The Developer, its successors and assigns, shall be permitted to develop any residential units, office square footage and retail/commercial square footage allocated to Phase I that is not constructed by the end of 2015 following the expiration of Phase I as long as the transportation mitigation requirements for Phase I impacts have been satisfied (which satisfaction may include the mitigation improvements being committed by the Developer and/or the County for funding and construction) prior to the expiration of Phase I.

The projected buildout date for all development is June 30, 2030. The DRI termination and DRI Development Order expiration dates are established as June 30, 2035.

The Master Plan, Map H, is depicted in **Exhibit B** attached hereto.

4. **Effective Date.** The Development Order shall take effect upon transmittal to the Department of Economic Opportunity, the Northeast Florida Regional Council and the Developer in accordance with Rule 9J-2.025(5), Florida Administrative Code, and Subsection 380.07(2), Florida Statutes.

5. **Monitoring Official.** The St. Johns County Growth Management Director shall be the local official responsible for interpretation of the DRI as relates to any portion located in St. Johns County. Interpretation of the DRI as relates to any portion located Duval County shall be the Director of Planning and Development, City of Jacksonville, Florida.

6. **Downzoning Protection.** The Bartram Park DRI as approved in this Development Order shall not be subject to downzoning or reduction of approved land uses before June 30, 2035 unless the Developer consents to such change or St. Johns County demonstrates that substantial changes in the conditions underlying the approval of this Development Order have occurred, or that the Development Order was based on substantially

inaccurate information provided by the Developer, or that the change is clearly established by St. Johns County to be essential to the public health, safety and welfare.

7. **Election Regarding Environmental Rules.** Pursuant to Section 380.06(5)(c), Florida Statutes (1999), the Developer has elected to be bound by the rules adopted pursuant to Chapters 373 and 403 in effect as of the date of this Development Order, including, but not limited to, the provisions of Section 373.414(13), Florida Statutes (1999). Such rules shall be applicable to all application for permits pursuant to those chapters which are necessary for and consistent with the development authorized in this Development Order, except that a later adopted rule shall be applicable to an application if:

- (1) the later adopted rule is determined by the rule adopting agency to be essential to the public health, safety, or welfare; or
- (2) the later adopted rule is adopted pursuant to Section 403.061(27), Florida Statutes; or
- (3) the later adopted rule is being adopted pursuant to a subsequent enacted statutorily mandated program; or
- (4) the later adopted rule is mandated in order for the state to maintain delegation of a federal program; or
- (5) the later adopted rule is required by state or federal law.

Further, to qualify for the benefits of this provision, the application must be filed within five (5) years from the issuance of the original Development Order and the permit shall not be effective for more than eight (8) years from the issuance of the original Development Order. Nothing in this paragraph shall be construed to alter or change any permitting agency's authority to approve permits or to determine applicable criteria for longer periods of time.

8. **Level of Service Standards.** The Developer shall be required to meet the adopted level of service standards in the St. Johns County Comprehensive Plan and the requirements of the County's concurrency management system unless such requirements conflict with the ability to offset traffic impacts by paying the proportionate share as permitted by Section 163.3180 (12), Florida Statutes (1999), if authorized in a comprehensive plan amendment by St. Johns County. If the provisions of Section 163.3180 (12), Florida Statutes, are authorized by the Board of County Commissioners in a comprehensive plan amendment, the provisions of Section 163.3180 (12), Florida Statutes, shall be deemed to meet the provisions of the county's concurrency management system (Land Development Code Article XI). This DRI is deemed to be a Multi Use DRI meeting the statutory provisions of Section 163.3180 (12), Florida Statutes.

9. **Biennial Reporting.** The Developer, or its successors or assigns, shall submit a biennial report on every other anniversary date of the adoption of this Development Order, beginning June 1, 2001 (submittal in odd-numbered years), until the completion of the DRI. The report shall be submitted to St. Johns County, Duval County, the Northeast Florida Regional Council, Florida Department of Economic Opportunity, the Northeast District of the Florida Department of Environmental Protection, St. Johns River Water Management District, Florida Fish and Wildlife Conservation Commission, and any other affected permit agencies. Form RPM-BSP-ANNUAL REPORT-1 of the Florida Department of Economic Opportunity, as amended from time to time, may be used for the format of this report. In accordance with Section 380.06(18), Florida Statutes (1999), failure to file a biennial report in a timely manner may result in the temporary suspension of this Development Order. The biennial report shall address the following:

(1) A description of any changes made in the plan of development, phasing, or in representations contained in the ADA since the date of adoption of the original Development

Order, any use of the Land Use Exchange Table and any actions taken by the local government to address these changes. Copies of any approvals taken to address changes including copies of any revised master plans not previously submitted will be attached to the Monitoring Report.

(2) A summary comparison of development activity proposed or conducted since the previous monitoring report and activity projected for that period until submittal of the next regular monitoring report. The summary will include: a description of site improvements, gross floor area constructed by land use type, location and phase, with appropriate maps. A tabulation of the amount of acreage developed in the reporting period shall be provided by land use categories listed in Chapter 28-24, Florida Administrative Code.

(3) An identification of the name of the purchaser of any undeveloped tracts of land in the Bartram Park DRI, including the location and size of the tracts purchased, and the amount of development rights allocated to the purchaser, with map(s) which show the parcel(s) or subparcel(s) acquired.

(4) A cumulative summary of all development that has taken place within the Bartram Park DRI by the land use categories listed in Chapter 28-24, Florida Administrative Code, including gross floor areas constructed by land use type and location, together with a cumulative summary of location, size (acreage), development rights purchased (land use type and square footage), and the name of the purchaser of all parcels purchased within the Bartram Park DRI.

(5) To the extent known to Developer, a description of any lands purchased or optioned within one (1) mile of the boundaries of the Bartram Park DRI by a person who has acquired a fee simple or lesser interest in the Bartram Park DRI subsequent to issuance of the Development Order (but excluding persons who have only acquired a leasehold interest in lands

or improvements within the Bartram Park DRI), identifying such land, its size, and its intended use on a site plan and map.

(6) A listing of any substantial local, state and federal permits which were obtained, applied for, or denied during this reporting period, specifying the agency, type of permit, parcel, location(s) and activity for each permit.

(7) A description of any moratorium imposed by a regulatory agency on development within the Bartram Park DRI, specifying the type of moratorium, duration, cause and remedy.

(8) Provide an analysis demonstrating there will be sufficient capacity of potable water, wastewater and solid waste facilities serving the Bartram Park DRI for the anticipated development for the ensuing report period.

(9) Provide an assessment of Developer's, Developer's successor, if any, and local government's compliance with conditions and commitments contained in the Development Order.

(10) A description of any change to the previously reported stormwater plans, design criteria, or planting and maintenance programs.

(11) A description of any known incremental DRI applications for development approval or requests for a substantial deviation that were filed in the reporting year and to be filed during the next reporting year.

(12) A description of any change in local government jurisdiction for any portion of the development since the Development Order was issued.

(13) Copies of monitoring reports completed during the previous year on the created wetlands and stormwater/wetland systems as required by permitting agencies.

(14) Traffic reports, which shall be submitted to the Florida Department of Transportation ("FDOT") District Urban Office in Jacksonville, as well as to the Jacksonville Planning and Development Department, North Florida Transportation Planning Organization ("TPO"), St. Johns County Growth Management Department, NEFRC, and DEO. The first traffic report shall be due concurrently with the first regular Monitoring Report and then biennially thereafter until project buildout, unless otherwise specified by the NEFRC. The following information shall be included:

(1) A description of current development by land use, type, location, and amount of square footage, along with the proposed construction schedule for the ensuing 24-month period, and appropriate maps.

(2) Traffic counts, turning movements, and levels of service actual for the past 12 months and projected for the ensuing 12 months, including traffic estimates for the following roads, including intersections. Developer shall distinguish between project-related traffic and total traffic volumes:

- St. Augustine Road:
 - west of the project entrance
 - project entrance to I-95
 - I-95 to U.S. 1
- Racetrack Road:
 - St. Johns Parkway to Bartram Parkway
 - Bartram Parkway to U.S. 1

- U. S. 1:
south of Racetrack Road
Racetrack Road to St. Augustine Road
north of St. Augustine Road
- I-95: north of St. Augustine Road

Note: Actual FDOT, City of Jacksonville or St. Johns County traffic counts shall be used where possible. If actual FDOT, City or County counts are not available for a particular road or intersection, Developer shall retain, at his expense, a traffic engineering firm to collect the necessary counts. FDOT seasonal adjustment factors shall be used when adjusting traffic counts.

(15) A description of any new and/or improved roadways, traffic control devices or other transportation facility improvements to be constructed or provided by Developer or governmental entity to accommodate the total existing and anticipated traffic demands.

(16) The monitoring reports will determine if air quality monitoring is warranted pursuant to the FDEP Guidelines for Indirect Sources.

(17) An accounting of the amount of Additional Transportation Impact Fees paid to St. Johns County for construction of homes in Duval County, within the Bartram Park DRI, as required in Special Condition 28 hereof.

(18) A statement certifying that the NEFRC, DEO, the City of Jacksonville, and St. Johns County and all affected agencies have been sent copies of the Monitoring Report in conformance with Subsections 380.06(15) and (18), Florida Statutes. Developer shall ensure that all appropriate agencies receive a copy of the Biennial Monitoring Reports.

(19) The Director of the St. Johns County Growth Management Department shall be the local official responsible for monitoring the development in St. Johns County for compliance by the Developer with the Development Order.

10. **Notice of Adoption.** Notice of the adoption of this Development Order or any subsequent amendment to it shall be recorded by the Developer in accordance with Sections 28.222 and 380.06(15)(f), Florida Statutes (1999), with the Clerk of the Circuit Court of St. Johns County, Florida. Recordation of this notice shall not constitute or provide actual or constructive notice of a lien, cloud or encumbrance of the DRI Property. The conditions of this Development Order shall run with the land and bind the successors and assigns of the Developer on the DRI Property.

11. **Application For Proposed Changes.** The Developer shall submit concurrently to St. Johns County, the Northeast Florida Regional Council and Florida Department of Economic Opportunity any applications for proposed changes to the DRI and shall comply with the requirements of Section 380.06(19), Florida Statutes (1999), concerning substantial deviations.

Applications filed which propose changes only to the Development Order conditions within St. Johns County and which only (a) change the location and/or density of land uses; (b) affect the required mitigation for impacts other than transportation impacts; and/or (c) qualify as a nonsubstantial deviation under Section 380.06(19)(e)2, are not required to be reviewed by the City of Jacksonville ("City"). Similarly, applications filed which propose changes only to the Development Order conditions within the City and which only (a) change the location and/or density of land uses; (b) affect the required mitigation for impacts other than transportation impacts; and/or (c) qualify as a nonsubstantial deviation under Section 380.06(19)(e)2; are not required to be reviewed by the County. Any other proposed changes shall be reviewed by the

City and the County. Further, any proposed changes determined by the reviewing local government or deemed by the Developer to constitute a substantial deviation from this Development order shall be reviewed by the City and the County. The City and the County shall provide to one another fifteen (15) days prior written notice of any final action to be taken by them with respect to requested modification to this Development Order. All resolutions adopted by the County and the City amending this Development Order shall be forwarded to the other local government's Planning Department coincident with transmittal to the DEO, the NEFRC and the Developer. Notwithstanding anything contained herein to the contrary, the failure of any local government to meet the time frames set forth herein for transmittal of information to another local government shall not constitute a breach or default by the Owner or Developer as to the terms and conditions of this Development Order nor impact the validity of any modification approved by the reviewing local government. Nothing contained herein shall modify the right of review of the DEO as to any modifications of this Development Order pursuant to section 380.06(19), Florida Statutes.

12. **Limitation of Approval.** The approval granted by this Development shall not be construed to obviate the duty of the Developer to comply with all other applicable local or state permitting procedures.

SPECIAL CONDITIONS

Wetland Impacts, Wildlife, and Wetland/Upland Buffers.

13. **Wetland Impacts.** The Sale of the Preserve Property as described above pursuant to the conditions of the Agreement of Purchase and Sale between Developer and the St. Johns River Water Management District ("SJRWMD") shall serve as mitigation for impacts to sixteen (16) acres of wetlands within the DRI, either in Duval or St. Johns County. Any further wetlands impacts shall not exceed 200 acres total for the entire DRI (including the 16 acres which have already been mitigated); provided, however, that up to 7.67 acres of additional impact (above 200) may be located within Bartram Parcel 45. The limit of wetland impacts shall apply only to the improvements within the Bartram Park DRI boundary and shall not include wetland impacts, if any, associated with the widening of Racetrack Road or construction of the canoe launch site. Wetland impacts will be mitigated through the regulatory permitting process. Wetland impacts in St. Johns County shall not exceed ten (10) acres not including any wetland impacts associated with the widening of Racetrack Road or construction of the canoe launch site. Any wetland impact in St. Johns County shall comply with the St. Johns County Comprehensive Plan and the St. Johns County Land Development Code. The wetland impacts may or may not be contiguous to one another.

14. **Wildlife.** The wildlife habitat mitigation acreage required to offset proposed development impacts within the 30.32 acres of habitat for the gopher tortoise and its commensal wildlife community. The Developer's responsibility for this mitigation shall be the contribution of \$177,645 to the Florida Fish and Wildlife Conservation Commission's Regional Wildlife Habitat Land Acquisition Trust Fund within one (1) year from the effective date of the Revised Development Order. [Completed pursuant to Florida Game and Fresh Water Fish Commission Permit FLA-011]

Wildlife crossings to be installed in the locations depicted on the Master Development Plan for the companion Bartram Park Planned Unit Development and will comply with the standards of the St. Johns County Land Development Code. Type B Wildlife Crossings shall be a pre-fabricated and arched concrete structure, a corrugated pipe, or a structure of similar design with a horizontal opening width no less than 10 feet and a minimum vertical clearance of four (4) feet. At a minimum, fifty percent (50%) of the Type B Wildlife Crossings shall be located landward of the jurisdictional wetland line. Type C Wildlife Crossings shall be an at grade crossing with a traffic calming design, shall have posted speed limit signs not to exceed 35 miles per hour, and shall have signs identifying the area as a wildlife crossing.

15. **Wetland Buffers.**

(1) An averaged fifty (50) foot (minimum 25 feet) natural vegetative buffer will be provided along all wetlands of Durbin Creek measured landward from the State wetland jurisdictional line. A twenty-five (25) foot (minimum 10 feet) undisturbed upland buffer with a 25-foot building setback shall be provided along all contiguous wetlands measured landward from the SJRWMD wetland jurisdictional line with the exception of road crossings and other impacted areas as approved by the SJRWMD. All St. Johns County Land Development Code requirements will be followed.

(2) Wetland Crossing--An elevated bridge or some other crossing, as permitted by the St. Johns River Water Management District, shall be used to accommodate wildlife movement at Corkland Branch, a tributary of Durbin Creek. [Completed]

16. **Floodplain.** It is intended that no development will occur within the 100-year floodplain as determined on the FEMA floodplain maps, other than road crossings and very small amounts of development. Any road crossings or development within the 100 year

floodplain will be elevated or flood-proofed to a height that is at a minimum two (2) feet above the base flood elevation of the 100-year floodplain NGVD 1929.

Water and Sewer Supply.

17. Development within the Project shall occur concurrent with the provision of adequate central potable water and sewer supply meeting the adopted level of service in the St. Johns County Comprehensive Plan. Central water and sewer supply shall be provided by the City of Jacksonville, Jacksonville Electric Authority ("City"). Pursuant to the terms of the Agreement of Purchase and Sale, the City shall at its expense, construct the infrastructure necessary to bring potable water, sanitary sewer, and electric utilities along Racetrack Road to Bartram Parkway (the southern end of the north-south connector road west of I-95) within twelve (12) months from the effective date of this Resolution. No septic tanks shall be constructed on the site. Temporary surface tanks may be used to provide sewer service to construction and marketing trailers until central sewer lines are installed.

18. Landscaped areas and other non-residential areas will be irrigated first with available stormwater until reclaimed wastewater is available on site, then such reclaimed water shall be used immediately upon availability at the site. Surficial water wells may only be used as an emergency back-up to these sources, as such use is permitted by the SJRWMD. Residential irrigation will first use reclaimed water, if found economically feasible, when available to the site, with stormwater as the backup source and groundwater used only as an emergency backup. The Developer shall conduct a feasibility study to determine the economic feasibility of reuse for residential irrigation. If determined to be economically feasible by JEA and based upon review comments by the SJRWMD, as an interim measure and until reclaimed water is available, the

Developer will construct a residential and non-residential irrigation system. This system shall be constructed to reuse standards to allow for initial use of appropriate groundwater sources and for later conversion to allow for use of reclaimed wastewater, when available.

19. Water conservation strategies, including xeriscape landscaping techniques and low-flow plumbing fixtures shall be incorporated into the construction, operation, and maintenance phases of the development, and shall be included in the covenants and deed restrictions. These conservation strategies will include the following:

(1) Drought-tolerant and xeriscape vegetation principles issued by SJRWMD shall be applied in all landscaped areas. The Developer shall strive for 50% such vegetation as economically and practically feasible. Landscaped areas include turf, planted vegetation, and mulch, however they do not include hardscaped areas.

(2) The Developer shall provide xeriscape/drought-tolerant literature to all future developers and residents.

(3) Utilization of only slow-release granular or organic fertilizers within common areas. All builders and property buyers will be encouraged to use xeriscape landscaping within Bartram Park and will be provided with a suggested plant list, design recommendations, maintenance and description of the xeriscape principles. The architectural review board will review all landscape plans and builder/buyer landscape options for all residential and commercial uses for utilization of such principles.

(4) The use of private irrigation wells in areas where reuse will be available is prohibited.

(5) Rain-sensors will be required for all outside irrigation.

20. Prior to site clearing or construction, the Developer shall review SJRWMD and the County's records for all recorded water wells on the DRI property and shall survey the property for existing water wells. The Developer shall immediately report the location, depth, and diameter for each of the existing ground water wells on the property to SJRWMD and the County for their records. All other existing ground water wells and all wells discovered during the development process shall be reported immediately to the SJRWMD and the County. Floridian Aquifer wells that do not fall within the SJRWMD's specific consumptive use permitting (CUP) requirements for nonpotable water use throughout the development are prohibited. This prohibition will be included in deed restrictions of future individual property owners. Any abandoned wells discovered prior to or during development shall be properly plugged and abandoned in accordance with SJRWMD regulations. To the extent available, the following information should be included for each well:

- (1) Owner or tenant using the well
- (2) Location of the well
- (3) Well contractor who constructed the well
- (4) Date of well construction
- (5) Use of the well
- (6) Status of the well (is it currently in use?)
- (7) Well casing diameter(s), depths and total depth of the well
- (8) Does the well free-flow or does it require pumping to remove the water

from the ground

21. A Surface Water Quality Monitoring Plan attached hereto as **Exhibit D** shall be followed for the proposed development. The Surface Water Quality Monitoring Program ("SWQMP") must be approved by the Northeast District office of the DEP and shall include

sites on all waterways that are connected to Florida waters. The SWQMP will be implemented on site prior to initiating construction activities to ensure adequate data collection for establishment of background conditions. All background data will be submitted to FDEP prior to initiation of any construction activities. Monitoring data prepared in accordance with the monitoring program shall be summarized in the DRI monitoring report. If the monitoring program indicates violations of the State of Florida Water Quality Standards, in the receiving waters of the State caused by activities in the development, the Developer shall take actions to meet State standards within a reasonable time frame. The actions required addressing the identified exceedence and the time frame for implementation of the action shall be agreed upon by the NEFRPC, FDEP, and SJRWMD. Failure to implement the agreed upon action in the time frame identified will be a violation of this condition.

22. To protect the water quality of the wetlands associated with Durbin Creek, a Natural Resource of Regional Significance, the development will be limited to one boardwalk that crosses over wetlands within the project for the purpose of non-motorized boat access. The design of this boardwalk shall comply with FDEP guidelines that allow for construction with only temporary impacts. The boardwalk must be reviewed and approved by St. Johns County, and either the Northeast District FDEP or SJRWMD, and the designated agency responsible for managing the Julington/Durbin Creek Peninsula preservation area.

Stormwater Management.

23. Development within the Project shall proceed concurrently with a contiguous, functioning, permitted management and storage of surface waters system. The Project shall meet the adopted drainage level of service standard in the County's Comprehensive Plan. All stormwater discharge to Julington or Durbin Creek or their tributaries shall be treated prior to discharge.

Solid Waste.

24. The Project shall meet the level of service standard established in the St. Johns County Comprehensive Plan 2025.

25. The Project shall participate in the St. Johns County recycling program.

Transportation.

26. Mitigation costs for mass transit and roads for the development which is approved by this development have been deemed to be those as specifically set forth in the attached in the Transportation Mitigation Summary attached hereto as **Exhibit E.** The Developer shall mitigate for such impacts in the following manner:

27. I-95/State Road 9B Interchange Contribution.

No later than six (6) months from the effective date of this Development Order or sixty (60) days after the Developer takes title to the property, whichever comes first, Developer shall donate to the FDOT 204 acres at the intersection of I-95 and the proposed 9B interchange as further depicted on the Master Plan at **Exhibit B.** Such land shall have a restriction in the deed that it shall be used for an interchange or other road project of FDOT. At the same time as the donation of the 204 acres, Developer shall donate an amount not to exceed twenty-five (25) acres on the DRI site at a location mutually agreed upon by Developer and FDOT for the purpose of storm water retention for the interchange. [Completed]

28. Racetrack Road.

(1) U.S. 1 to Bartram Springs Parkway. No later than thirty (30) months from the effective date of the Development Order, Developer shall commence construction of the four-laning of Racetrack Road from U.S. 1 (including all necessary at-grade intersection improvements at the U.S. 1/Racetrack Road intersection) to the Bartram Springs Parkway

entrance into the single-family development between parcels 41 and 42, as depicted on the Master Plan. [Completed]

(2) Bartram Park Boulevard to Bartram Springs Parkway (East Segment of Racetrack Road). Upon Developer either commencing construction of the four-laning of Racetrack Road from Bartram Park Boulevard to Bartram Springs Parkway, including the I-95 bridge/flyover (the "East Segment"), or providing financial assurance (in the form of a bond, letter of credit or other form of security acceptable to the County) for construction of the East Segment, the Developer shall be permitted to commence development of parcel 32 (located in St. Johns County) and parcels 28, 29, 30 and 31 (located in Duval County), as depicted on the Master Development Plan. If an entity other than the Developer constructs the East Segment, the Developer shall be relieved from the obligation of constructing the East Segment. Within one hundred eighty (180) days from the date the St. Johns County Commission approves this Notice of Proposed Change, the Developer will donate to St. Johns County approximately 13.42 acres, to be defined by survey, as shown on Exhibit F attached) for the East Segment. The Developer shall receive St. Johns County impact fee credits for the donation of right-of-way for the East Segment (the value of the credits is approximately One Million Nine Hundred Sixty-Two Thousand Seven Hundred Ninety-Nine Dollars (\$1,962,799.00)). Developer will contribute final construction plans for the East Segment to the County within two (2) years of the County's approval of this NOPC.

(3) Bartram Park Boulevard to St. Johns Parkway (West Segment to Racetrack Road). The Developer, its successors or assigns, shall pay to St. Johns County a maximum of Four Million Dollars (\$4,000,000.00) for the construction of Section 1 of the west segment of Racetrack Road, as depicted on Exhibit G attached (the "West Segment"). The

Developer shall pay to the County the actual cost of constructing Section 1, based on an engineering cost estimate, prior to the County commencing construction of Section 1; provided, however, that in no event shall the Developer be required to pay more than Four Million Dollars (\$4,000,000.00) and in no event shall such funds be payable prior to Developer obtaining County approval for the first plat within tracts 51, 52 and/or 53. In addition, the Developer, its successors or assigns, shall pay to St. Johns County Seven Thousand Five Hundred Dollars (\$7,500.00) per single-family unit in transportation proportionate share payment (the "Racetrack Construction Contribution") for no fewer than 578 single-family units (for a total of Four Million Three Hundred Thirty-Five Thousand Dollars (\$4,335,000.00)) proposed to be constructed on Duval County parcels 49 and 50, as depicted on the Master Development Plan (Map H), for the County's construction of Sections 1, 2 and 3 of the West Segment, as depicted on **Exhibit G**. If the Developer converts the 111 single-family units located on parcel 50 in Duval County to multi-family units, the Developer will still be required to pay total Racetrack Construction Contribution of Impact Fees of Eight Hundred Thirty-Two Thousand Five Hundred Dollars (\$832,500.00) for parcel 50, which sum shall be paid to the County on a per-unit basis. The Racetrack Construction Contribution for each unit will be placed into escrow with the Developer when a building permit is obtained from Duval County for such unit. The Developer will pay the total Racetrack Construction Contributions collected during each calendar quarter to St. Johns County within thirty (30) days from the beginning of the subsequent calendar quarter. St. Johns County will hold all Racetrack Construction Contributions in escrow for the sole purpose of widening the West Segment of Racetrack Road. To ensure the Developer's compliance with this Condition 28(3), the Developer will record a deed restriction against title to all lots within tracts 49 and 50 requiring collection of the Racetrack Construction Contribution be paid to Developer

at the first closing of each home within said tracts, if a contribution has not already been paid for such lot. Within one hundred eighty (180) days from the date the St. Johns County Commission approves this Notice of Proposed Change, the Developer will donate to St. Johns County approximately 23.47 acres, as shown on Exhibit F attached) for the West Segment. The Developer shall receive St. Johns County impact fee credits for the donation of right-of-way for the West Segment (the value of the credits is approximately Three Million Four Hundred Thirty-Three Thousand Two Hundred Fifty-Two Dollars (\$3,433,252.00)). Developer will contribute its existing construction plans for the West Segment to the County.

(4) Connection of Bartram Park Boulevard to Racetrack Road. Construction of the final segment of Bartram Park Boulevard from its existing terminus to Racetrack Road shall be commenced on or before June 2006 and shall be completed no later than June 2007.
[Completed]

(5) Right-of-Way Donation/Impact Fees and Credits. The Developer shall be given credit for the dedication of right-of-way for Racetrack Road, as set forth in Exhibit E, dollar for dollar, against the \$7,961,998 required as the Additional Transportation Contribution. The value of the right-of-way for the East Segment and West Segment is established herein as Five Million Three Hundred Ninety-Six Thousand Fifty-One Dollars (\$5,396,051.00), in Year 2000 dollars (the "Future ROW Contributions"). The value of the right-of-way for the completed contributions set forth in Exhibit E total Four Million Four Hundred Forty-Five Thousand Eight Hundred Eighty Dollars (\$4,445,880.00), in Year 2000 dollars (the "Completed ROW Contributions"). When the Future ROW Contributions are made, the Developer will have dedicated right-of-way with a total value of Nine Million Eight Hundred Forty-One Thousand Nine Hundred Thirty-One Dollars (\$9,841,931.00). Thus, the Developer will have satisfied the

payment of the Additional Transportation Contribution with the dedication of the Future ROW Contributions. In addition, the Developer shall receive a credit against county transportation impact fees for the value of the additional donated right-of-way pursuant to the impact fee ordinance. St. Johns County agrees to acquire at its cost lands in St. Johns County needed to obtain sufficient right-of-way for the East Segment in excess of lands to be contributed by Developer ("Required Right-of-Way") in order to widen the East Segment and to construct stormwater ponds.

(6) Proportionate Share. The Developer shall receive a credit against the proportionate share of \$13,538,645, as calculated pursuant to Exhibit E. If the total is less than \$13,538,645, Developer will pay the difference in cash in year 2000 dollars, to the City of Jacksonville and St. Johns County in proportion to the costs of the Racetrack Road improvements allocated to each county as fulfillment of this condition. The Developer acknowledges that any Impact Fee Credit Agreement with St. Johns County shall only permit credits for improvements made in St. Johns County or sums paid to St. Johns County and not for any sums paid to Duval County; provided, however, if at the time of payment for this improvement, the cost, including the value of the right-of-way, is greater than \$13,538,645, Developer shall have the right in subsequent changes to the Development Order to request credit for the difference in the estimated cost and actual cost against the Additional Transportation Contribution (as defined below). The improvements to Racetrack Road and the donation of Racetrack Road right-of-way shall be deemed to satisfy all DRI transportation mitigation requirements of St. Johns County. [Satisfied]

29. Duval County-St. Augustine Road.

Within thirty (30) days of the date that the City issues a Notice of Commencement for the six-laning (from 4 to 6 lanes) of St. Augustine Road adjacent to the northern boundary of the project but no later than the commencement of any development within Phase II:

(1) Developer shall pay to the City the amount of \$1,000,000 to be used for the six-laning (from 4 to 6 lanes) of St. Augustine Road from the westernmost entrance of Bartram Park onto St. Augustine Road to I-95; provided, however, no such payment shall be due any earlier than twelve (12) months from the effective date of the Development Order; and [Completed]

(2) Developer shall convey right-of-way consisting of 4.8 acres adjacent to the northern boundary of Bartram Park for the six-laning of St. Augustine Road. [Completed]

Additional Transportation Contribution

30. Prior to the commencement of Phase II, Developer shall contribute \$7,961,998 (in year 2000 dollars to be adjusted by U.S. Government issued annual inflation factors until the commitment is discharged and as may be adjusted due to additional right-of-way contributed as described in subsection 28(4))(the "Additional Transportation Contribution") to the appropriate entity for improvements to be made to significant roadways impacted by the development. Such improvements will be identified in a Notice of Proposed Change to be filed and approved prior to the commencement of Phase II. [Satisfied by the Completed ROW Contributions and the Future ROW Contributions].

Project Development Environmental Study

31. No later than six (6) months from the effective date of the Development Order, Developer shall initiate, at its cost, a Project Development and Environmental Study ("PD&E") for a new interchange to be located at the southward extension of State Road 9B from I-95 and

the East West Parkway, as proposed by the FDOT. The westward extension of this interchange will be a realigned segment of Racetrack Road. This study will be conducted in accordance with FDOT's most current PD&E manual, and it will result in an approved environmental document. The Developer shall coordinate this study and the conceptual design of the new interchange with FDOT, the City of Jacksonville, St. Johns County, TPO, and any other directly affected developers/property owners. [Developer has completed study/Obligation satisfied]

Additional Transportation Provisions.

32. Except as provided elsewhere in this Development Order, costs of mitigation shall be a credit against impact fees, fair share or proportionate share contributions required by St. Johns County in accordance with the applicable St. Johns County ordinance(s).

33. Developer, its successors and assigns, shall have the right to expand and drain into stormwater retention ponds located within the boundaries of the DRI which are presently used by the FDOT, as approved by FDOT.

34. Developer shall design the project to accommodate public transit and shall work with the Jacksonville Transit Authority as necessary to coordinate this development with any plans to extend transit to the project and to St. Johns County. In addition, the Developer shall coordinate with the TPO in promoting ridesharing, van pooling and other transportation demand management strategies. Any effort shall be coordinated with other major developments in this area of the region and shall be consistent with any recommendations included in the St. Johns County Northwest Sector Plan addressing transit and transportation demand management strategies. Any efforts to promote transit and transportation demand management shall be included in the Bartram Park Monitoring Report.

35. Developer shall be responsible for the full costs of all intersection improvements, including but not limited to, signalization, turn lanes, deceleration and acceleration lanes, etc., necessary to provide access to the Bartram Park DRI as determined by the appropriate review agency. The design of the access improvements shall be approved by the appropriate review agency.

36. Developer shall diligently work with Florida East Coast Railroad ("FEC") in an effort to establish a crossing across the FEC railroad to U.S. 1 to provide access to development west of the railroad. All efforts made in establishing the access onto U.S. 1 shall be documented in the biennial Monitoring Reports.

37. Compliance with the requirements of this Transportation Section shall be deemed to meet all Developer's transportation mitigation requirements for the development approved in the Development Order.

Air Quality

38. The following fugitive dust control measures shall be undertaken during all construction activities throughout buildout of the project:

(1) Contractors will moisten soil or use resinous adhesives on barren areas, which shall include, at a minimum, all roads, parking lots, and material stockpiles;

(2) Contractors will use mulch, liquid resinous adhesives with hydro-seeding or sod on all landscape areas;

(3) Contractors will remove soil and other dust-generating material deposited on paved streets by vehicular traffic, earth moving equipment, or soil erosion; and

(4) Contractors will utilize the best operating practices in conjunction with any burning resulting from land clearing, which may include the use of air curtain incinerators.

Community Services/Fire Protection

39. In order for Developer to construct the widening of Racetrack Road, the Developer shall donate to St. Johns County parcel 46 (not to exceed 3.02 acres), as depicted on the Master Development Plan, for use as a site for drainage and/or stormwater pond(s) for the road widening. The deed of conveyance shall contain covenants, restrictions and easements insuring that the property will be used for its intended purpose. The value of the donation will be determined by an appraisal to be performed at the time the Developer asserts its right to repurchase the site pursuant to the terms and conditions of this section. [Completed]

40. All structures greater than 35 feet in height within Bartram Park shall be protected with an automatic sprinkling system designed and installed in accordance with all applicable fire and building codes.

41. Impact fee credits shall be allowed for the donation of the land for the community services site in accordance with the applicable County impact fee ordinance. The total value of the site shall be applied against required impact fees for fire, police and emergency services.

Recreation and Open Space

42. The Developer shall create a two-acre canoe access park, in the location depicted on the Master Development Plan, Map H. The park shall have a natural graded parking area with a cleared trail and elevated walkway over the wetlands as necessary from the parking area to the canoe launch and take out area. The Developer will commence the canoe access improvements within three (3) years of the approval of this NOPC.

43. Bartram Parkway is the north-south spine road bisecting the portion of the DRI located west of Interstate 95. A linear park and trail will be constructed parallel to Bartram Parkway from Old St. Augustine Road to Racetrack Road. The Linear Park will be at least twenty (20) feet wide and will include a twelve (12) foot wide hard surface path for public pedestrian use, together with benches and other resting areas interspersed throughout. Such

Linear Park will be constructed within the same time frame as the Bartram Parkway is constructed.

Other recreational components of the project will be located in the Duval County portion of the development to serve the residential development located in Duval County and are further described in the Duval County Development Order.

44. The Developer shall provide an averaged seventy-five foot (75') scenic edge along Racetrack Road for all of Racetrack Road adjacent to the Added Lands.

Education

45. To mitigate for educational impacts to the St. Johns County School District associated with the changes approved in NOPC Resolution 2006-175, which impacts were not contemplated in the original Development Order, Developer agreed to pay to the St. Johns County School District the mitigation sum of \$8,013, plus the general school impact fee due pursuant to County ordinance (which mitigation sum and impact fee are collectively referred to as the "Original School Mitigation"), for each of the 367 residential units (the "Original Units") approved in Resolution 2006-175. The Original School Mitigation shall be paid for each of the Original Units prior to the application for the building permit for the applicable unit. After the Original School Mitigation is paid for the Original Units, the Developer shall pay to the School District the amount of \$18,682 (the "Later School Mitigation") for each of the additional 250 residential units approved by the County in NOPC Resolution 2014-____ (the "Later Units"). The Later School Mitigation will be paid as follows:

(1) \$12,610 per unit shall be paid at the time of, and be a condition for the issuance by the County of, approval of construction plans for each segment or phase of residential development within the applicable parcel or parcels. This portion of the proportionate

share mitigation shall be paid for all of the lots or units within said construction plans for the subject parcel or parcels; and

(2) The remaining \$6,072 per unit shall be paid at the time of, and be a condition of the issuance by the County of, a building permit for each unit for which construction plans have previously been approved.

As consideration for the Developer's payment of the Later School Mitigation specified herein, the County shall provide a dollar for dollar credit for all proportionate share mitigation payments paid pursuant to this Development Order toward any school impact fee or exaction imposed by ordinance of the County for the same need.

Impact Fees

46. Impact fee credits towards any present or future impact fees that may be adopted by St. Johns County shall be allowed for any contribution of land, money (including, but not limited to, "fair share contributions") or improvements made by the Developer or the Community Development District, as the case may be, for public facilities pursuant to the guidelines stipulated in Section 380.06(16), Florida Statutes, and St. Johns County Impact Fee ordinances 87-57, 87-58, 87-59 and 87-60, as they may be amended. The Developer proposes and the County agrees that, in the event that any contributions of land, money (including proportionate share or fair share payments), or improvements funded or constructed with funds from a community development district are required by then current law to give rise to impact fee credits to the community development district, then such impact fee credit shall be established in the name of the community development district.

Community Development District

47. The Developer has indicated that it may form one or more Community Development Districts within the DRI pursuant to Chapter 190, Florida Statutes, (1999).

Nothing in this section shall be construed as approval or consent by the County to the establishment of the Community Development District by the Developer pursuant to Chapter 190, Florida Statutes, and the County expressly maintains all rights available to it pursuant to Chapter 190, F.S., related to the proposed establishment of a Community Development District by the Developer. Any Community Development District for Bartram Park approved pursuant to Chapter 190, Florida Statutes, (1999) may finance, fund, plan, establish, acquire, construct or reconstruct, enlarge or extend, equip, operate and maintain projects, systems and facilities for the purposes described in Section 190.012, Florida Statutes, including, but not limited to, any of the indicated transportation improvements set forth in this Development Order and any other project required or authorized by this Development Order. Construction or funding by any such Community Development District of all such projects within or without the boundaries of the Community Development District required by this Development Order or necessary to serve the development approved by this Development Order is expressly approved. If the Developer is required by this Development Order to provide, pay for or otherwise cause to be provided, infrastructure, projects, systems or facilities set forth in Chapter 190, Florida Statutes, including, without limitation, those in Sections 190.012(1) and (2) Florida Statutes (1999), then the Community Development District independently may 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. The Developer proposes and the County agrees that, in the event that any contributions of land, money (including "fair share payments"), or improvements funded or constructed with funds from a Community Development District are required by then current law to give rise to impact fee credits to the Community Development District, then such impact fee credits shall be established in the name of the Community Development District.

Hurricane Evacuation

48. Access to the southeast quadrant onto Racetrack Road shall be adequately designed to facilitate emergency evacuation. The Developer will design the main access as a four-lane entranceway, and shall explore the potential for an entrance onto U.S. 1.

Silviculture

49. St. Johns County hereby acknowledges that the property which is the subject of this Development Order is presently being utilized in an on-going silviculture operation. Nothing in this Development Order shall be deemed to prohibit such silviculture practices. The silviculture operation shall continue until such time as the Developer commences development of that portion of the property. However, silviculture shall be prohibited in that portion of property which consists of wetland areas to be preserved and those areas immediately adjacent to wetlands which will be used as buffers to the wetland areas

Historical and Archeological Sites

50. Should any regionally significant historical and archaeological resources be discovered in the course of development, the developer shall immediately notify the Division of Historical Resources. No disruption of the findings shall be permitted until the investigation is complete and the Division of Historical Resources has rendered a recommendation which will be binding to the Developer.

Notices

Any and all notices required or allowed to be given to the Developer shall also be mailed or delivered to the Authorized Agent or his successors in office as follows:

Developer
J. Thomas Dodson, Jr.
700 Ponte Vedra Lake Boulevard
Ponte Vedra, Florida 32082
Phone (904) 280-7100

Authorized Agent
Ellen Avery-Smith, Esquire
Rogers Towers, P.A.
100 Whetstone Place, Suite 100
St. Augustine, Florida 32086
Phone (904) 825-1615

Validity of Development Order

In the event that a portion of this Development Order is determined to be invalid by a court of competent jurisdiction as applied to any persons or circumstances, such portions or sections shall remain in full force and effect as to all other persons or circumstances, and the remaining portions or sections of this development order not affected by such judicial determination shall remain in full force and effect as to all persons and circumstances.

RENDITION

Within 10 days of the adoption of this Development Order, St. Johns County shall render a copy of this Development Order with all attachments, certified as complete and accurate, by certified mail, return receipt requested, to the Florida Department of Economic Opportunity, Bureau of Community Planning & Development, Northeast Florida Regional Council and the Developer.

PASSED AND ENACTED BY THE BOARD OF COUNTY COMMISSIONERS
OF ST. JOHNS' COUNTY, FLORIDA, THIS ____ DAY OF _____, 2014.

BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, FLORIDA

By: _____
Chairman

ATTEST: Cheryl Strickland

By: _____
Deputy Clerk

Adopted Regular meeting _____, 2014
Effective: _____, 2014

Exhibit List

- Exhibit A. Legal Description of Total DRI Property
- Exhibit B. Master Plan Map H
- Exhibit C. Land Use Exchange Table
- Exhibit D. Surface Water Quality Monitoring Plan
- Exhibit E. Transportation Mitigation Schedule
- Exhibit F. Right-of-Way Map
- Exhibit G. Racetrack Road Segments

Exhibit A

Legal Description of Total DRI Property

Parcel 1

A portion of Sections 21, 22, 23, 24, 25, 26, 27 and 28, Township 4 South, Range 28 East, Duval County, Florida, being more particularly described as follows: BEGIN at the Southwest corner of Section 19, said Township 4 South, Range 28 East, Duval County, Florida; thence North $00^{\circ}43'10''$ West, along the West line of Section 19, also being the East line of said Section 24, a distance 2283.20 feet to the Southwesterly right-of-way line of that particular service road of St. Augustine Road (also known as Loretto Road and County Road No. 1 as shown on the right-of-way map of Interstate Highway 95 as per Florida State Road Department Right-of-Way Map Section 72280-2403, dated 4-1-64), thence run the following seven (7) courses and distances along said Southwesterly right-of-way line: COURSE NO. 1: North $40^{\circ}25'29''$ West, a distance of 308.50 feet to the point of curvature of a curve leading Northwesterly; COURSE NO. 2: Northwesterly along and around the arc of said curve concave Northeasterly and having a radius of 11675.16 feet, an arc distance of 470.56 feet, said arc being subtended by a chord bearing and distance of North $39^{\circ}18'56''$ West, 470.53 feet to the point of reverse curvature of a curve leading Westerly; COURSE NO. 3: Westerly along and around the arc of said curve concave Southwesterly and having a radius of 67.00 feet, an arc distance of 52.98 feet, said arc being subtended by a chord bearing and distance of North $60^{\circ}46'23''$ West, 51.61 feet to the point of tangency of said curve; COURSE NO. 4: North $83^{\circ}25'56''$ West, 937.42 feet to the point of curvature of a curve leading Westerly; COURSE NO. 5: Westerly along and around the arc of said curve concave Northerly and having a radius of 2990.79 feet, an arc distance of 165.51 feet, said arc being subtended by a chord bearing and distance of North $81^{\circ}50'49''$ West, 165.49 feet to the point of compound curvature of a curve leading Northwesterly; COURSE NO. 6: Northwesterly along and around the arc of said curve concave Northeasterly and having a radius of 83.00 feet, an arc distance of 93.77 feet, said arc being subtended by a chord bearing and distance of North $47^{\circ}38'25''$ West, 88.87 feet; COURSE NO. 7: North $87^{\circ}15'14''$ West, a distance of 171.09 feet to the Southerly right-of-way line of said St. Augustine Road (a 100 foot right-of-way as now established); thence North $78^{\circ}34'10''$ West, along last said line 2670.79 feet to the point of curvature of a curve leading Northwesterly; thence Northwesterly along and around the arc of said curve and continuing along said right-of-way line of St. Augustine Road being concave Northeasterly and having a radius of 5779.58, an arc distance of 483.35 feet, said arc being subtended by a chord bearing and distance of North $76^{\circ}10'25''$ West, 483.21 feet, to the point of tangency of said curve, said point of tangency hereinafter referred to as Reference Point A; thence return to the Point of Beginning; thence South $01^{\circ}04'30''$ East along the East line of said Section 25, also being the West line of Section 30, 4840 feet more or less, to the Northerly edge of the waters/mean high water line of Durbin Creek; thence Westerly along the Northerly edge of waters/mean high water line of Durbin Creek, 21,800 feet, more or less, to an intersection with the Southerly edge of the waters/mean high water line of the North fork of Julington Creek; thence Easterly along the Southerly edge of the waters/mean high water line of the North Fork of Julington Creek, 17,300 feet, more or less, to an intersection with the aforementioned Southerly right-of-way line of St. Augustine Road, said right-of-way line bearing North $73^{\circ}48'40''$ West, from aforesaid Reference Point A; thence South $73^{\circ}48'40''$ East along last said line, 146 feet more or less to said Reference Point A and to close.

LESS AND EXCEPT that portion of the Northeast ¼ of Section 23, Township 4 South, Range 27 East, Duval County, Florida lying Southeasterly of the Southerly waters edge/Mean High Water Line of the North Fork or Julington Creek. All of Tract "A" as shown on plat of Julington Country Club Estates Replat, as recorded in Plat Book 28, Pages 41 through 41B inclusive of the Current Public Records of Duval County, Florida, also being that portion of the West ½ of the Southeast ¼ of said Section 23, Township 4 South, Range 27 East, said Duval County, Lying Southeasterly of the Southerly waters edge/Mean High Water Line of the North Fork of Julington Creek. That portion of Sections 35 and 36, Township 4 South, Range 27 East, Duval County, Florida, lying Northerly of the Northerly waters edge/Mean High Water Line of Durbin Creek. That portion of the Northwest ¼ of Section 26, Township 4 South, Range 27 East, Duval County, Florida, lying Southerly of the Southerly waters edge/Mean High Water Line of the North fork of Julington Creek.

Parcel 2

A portion of Sections 19 and 30, Township 4 South, Range 28 East, Duval County, Florida, being more particularly described as follows: BEGIN at the Southwest corner of said Section 19; thence North 00°43'10" West along the West line of said Section 19, a distance of 2386.51 feet, to the Southwesterly right-of-way line of Interstate Highway 95 (a 300 foot right-of-way as now established per SRD Right-of-Way Map Section 72280-2403, dated 4-1-64); thence South 40°25'29" East, along said Southwesterly right-of-way line, 6810.39 feet to the Southerly line of those lands described and recorded in Official Records Volume 1150, Page 289 of the Current Public Records of said Duval County, Florida; thence North 88°12'39" West, along last said line, 4338.36 feet to the West line of aforesaid Section 30; thence North 01°04'30" West, along the West line of said Section 30, a distance of 2663.17 feet to the POINT OF BEGINNING.

Being subject to those certain Borrow Pit Easements Number Three and Number Seven, as described and recorded in Official Records Volume 2336, Page 592. Being subject to a 150 foot Jacksonville Electric Authority Right-of-Way, being described and recorded in Official Records Volume 2207, Page 109, all being of the Current Public Records of Duval County, Florida. Being subject to a 60 foot drainage easement as described and recorded in Official Records Volume 1150, Page 291.

Parcel 3

A portion of Section 29, 20, 31 and 32, Township 4 South, also a portion of Sections 5 and 6, Township 5 South, all lying in Range 28 East, Duval County and St. Johns County, Florida and being more particularly described as follows: COMMENCE at the Northwest corner of said Section 30; thence South 01°04'30" East, along the West line of said Section 30, also being the West line of a 150 foot JEA right-of-way as per the City Map Drawing No. T98-89, also being the East line of Section 25, Township 4 South, Range 27 East, a distance of 2663.17 feet to the Southwest corner of Government Lot 2, said Section 30, also being the Southerly line of those lands described and recorded in Official Records Volume 1150, Page 289 of the Current Public Records of Duval County, Florida and the POINT OF BEGINNING; thence South 01°04'30" East, continuing along the West line of said Section 30, also being the West line of Government Lots 3 and 4, said Section 30, and the East line of said Section 25, a distance of 2617.26 feet to

the Southwest corner of Government Lot 4, said Section 30, also being the South line of said Section 30; thence South 87°32'13" East along the last said line, 1189.99 feet to the northwest corner of the West ½ of the Northwest ¼ of said Section 31 and a point hereinafter referred to as Reference Point "A"; thence continue along the North line of said West ½ of the Northwest ¼, South 87°32'13" East, a distance of 1337.32 feet to the Northeast corner of said West ½ of the Northwest ¼; thence South 00°19'49" East along the Easterly line of said West ½ of the Northwest ¼, a distance of 2681.19 feet to a point hereinafter referred to as Reference Point "B"; thence return to the POINT OF BEGINNING; thence from the POINT OF BEGINNING; South 88°12'39" East along said Southerly line of those lands described and recorded in Official Records Volume 1150, Page 289 of said Current Public Records, a distance of 4339.40 feet to the Southwesterly right-of-way line of Interstate Highway 95 (a 300 foot right-of-way as per Florida SRD Right-of-Way Map Section 72280-2403, dated 4-1-64); thence run the following two (2) courses and distances along said Southwesterly right-of-way line; COURSE NO. 1: South 40°25'29" East, 10,236.24 feet to the point of curvature of a curve leading Southeasterly; COURSE NO. 2: Southeasterly along and around the arc of said curve concave Southwesterly, having a radius of 7489.44 feet, an arc distance of 441.46 feet, said arc being subtended by a chord bearing and distance of South 40°09'49" East, 441.40 feet to the revised right-of-way line of Racetrack Road as shown on the SRD Right-of-Way Map for Interstate 95, State Road No. 9, Section 78080-2403 Sheet 7 of 8; thence run the following three (3) courses and distance along the last said line; COURSE NO. 1: South 86°17'29" West, 332.90 feet to the point of curvature of a curve leading Northwesterly; COURSE NO. 2: Northwesterly along and around the arc of said curve concave Northeasterly, having a radius of 1859.86 feet, an arc distance of 340.77 feet, said arc being subtended by a chord bearing and distance of North 80°09'59" West, 340.29 feet; COURSE NO. 3: South 15°01'57" West, 17.00 feet to the Northerly right-of-way line of Racetrack Road (a 66 foot right-of-way as per monumentation and local recognition); thence run the following five (5) courses and distances along the last said right-of-way line; COURSE NO. 1: Northwesterly along and around the arc of a curve concave Northeasterly, having a radius of 1876.86 feet, an arc distance of 405.48 feet, said arc being subtended by a chord bearing and distance of North 68°45'14" West, 404.69 feet to the point of tangency of said curve; COURSE NO. 2: North 63°58'45" West, 64.69 feet to the point of curvature of a curve leading Northwesterly; COURSE NO. 3: Northwesterly along and around the arc of said curve concave Southwesterly, having a radius of 2897.63 feet, an arc distance of 1289.62 feet, said arc being subtended by a chord bearing and distance of North 76°01'01" West, 1279.00 feet to the point of tangency of said curve; COURSE NO. 4: North 88°46'01" West, 720.95 feet to the point of curvature of a curve leading Southwesterly; COURSE NO. 5: Southwesterly along and around the arc of a said curve concave Southeasterly, having a radius of 1179.09 feet, an arc distance of 163.68 feet, said arc being subtended by a chord bearing and distance of South 88°22'35" West, 163.55 feet to the Easterly line of those lands described in Official Records Volume 5528, Page 680 of said Current Public Records of Duval County; thence Northwesterly, Southwesterly and Southeasterly along the Easterly, Northerly and Westerly lines of said lands described and recorded in said Official Records Volume 5528, Page 680, run the following three courses and distances; COURSE NO. 1: North 01°18'30" West, 1093.91 feet; COURSE NO. 2: South 87°49'09" West, 336.90 feet; COURSE NO. 3: South 01°16'44" East, 709.13 feet to the Northerly line of those lands recorded in Official Records Volume 6335, Page 934 of said Current Public Records; thence South 88°12'20" West, along the last said line, 1017.24 feet to the West line of said lands described and recorded in Official Records Volume 6335, Page 934;

thence South 01°04'01" East, along the last said line, 434.35 feet, to the Northeast corner of aforesaid Section 6; thence South 01°51'26" East, along the East line of Section 6, a distance of 287.56 feet to aforesaid Northerly right-of-way line of Racetrack Road; (a 66 foot right-of-way as per monumentation and local recognition); thence run the following four (4) courses and distances along the last said right-of-way line: COURSE NO. 1: Southwesterly along and around the arc of a curve Southeasterly, having a radius of 1178.80 feet; an arc distance of 307.81 feet, said arc being subtended by a chord bearing and distance of South 50°28'42" West, 306.94 feet to the point of tangency of said curve; COURSE NO. 2: South 43°04'24" West, 1765.07 feet to the point of curvature of a curve leading Southwesterly; COURSE NO. 3: Southwesterly along and around the arc of said curve concave Northwesterly, having a radius of 539.77 feet, an arc distance of 632.14 feet, said arc being subtended by a chord bearing and distance of South 76°04'46" West, 596.63 feet to the point of tangency of said curve; COURSE NO. 4: North 70°22'22" West, 674.96 feet to Westerly line of the Northeast ¼ of said Section 6; thence North 02°15'28" West, along the last said line, 1654.20 feet to the Northerly line of said Section 6; thence North 89°14'24" East, along said Northerly line of Section 6, 196 feet more or less to the centerline or run of Durbin Creek; thence Northwesterly along said centerline or run, 2600 feet more or less to the South line of East ½ of the Northwest ¼ of said Section 31, said line bearing South 87°32'06" East, from aforesaid Reference Point "B"; thence North 87°32'06" West, along the last said line and along the Westerly boundary of those lands described and recorded in official Records Volume 4717, Page 8 of the current Public Records of said Duval County, 1010 feet more or less to said Reference Point "B"; thence North 00°19'49" West, along the West line of the East ½ of the Northwest ¼ of said Section 31, also being the Easterly boundary of said lands described and recorded in Official Records Volume 4717, Page 8 of said Current Public Records of Duval County, 2260 feet more or less to the Northerly edge of water/Mean High Water Line of said Durbin Creek; thence Northwesterly along the Northerly waters edge/Mean High Water Line of said Durbin Creek, 1999 feet more or less to the South line of said Section 30, said line bearing South 87°32'13" East from aforesaid Reference Point "A"; thence North 87°32'13" West, along the last said line, 460 feet more or less to said Reference Point "A"; thence North 00°03'02" West along the West line of the West ¼ of the Southwest ¼ of said Section 30, a distance of 360 feet more or less to the Northerly edge of water/Mean High Water Line of said Durbin Creek; thence Westerly along said waters edge/Mean High Water Line of said Durbin Creek; thence Westerly along said waters edge/Mean High Water Line of said Durbin Creek, 1200 feet more or less to the West line of Section 30; thence North 01°04'30" West, along the last said line, 2180 feet more or less to the POINT OF BEGINNING.

SUBJECT TO:

Those particular borrow pit easements No. 1 and No. 2 as described and recorded in Official Records Volume 2346, Page 137 of the Current Public Records of Duval County, Florida. A 60 foot drainage easement as described and recorded in Official Records Volume 1150, Page 291 of the Current Public Records of Duval County, Florida.

(CEMETERY)

LESS AND EXCEPT:

A portion of Section 6, Township 5 South, Range 28 East, St. Johns County, Florida, being more particularly described as follows: COMMENCE at the Northwest corner of said Section 6;

thence South 01°51'26" East, along the Easterly line of said Section 6, 287.56 feet; thence run the following two (2) courses and distances along the Northerly right-of-way line of Racetrack Road (a 66 foot right-of-way as per monumentation and local recognition); COURSE NO. 1: Southwesterly along and around the arc of a curve concave Southeasterly, having a radius of 1178.80 feet, an arc distance of 307.81 feet, said arc being subtended by a chord bearing and distance of South 50°28'42" West, 306.94 feet to the point of tangency of said curve; COURSE NO. 2: South 43°04'24" West, 1065.28 feet; thence North 07°56'21" West, a distance of 560.47 feet to the POINT OF BEGINNING; thence North 08°16'29" West, a distance of 211.13 feet; thence North 83°01'48" East, a distance of 211.73 feet; thence South 08°15'53" East, a distance of 212.06 feet; thence South 83°16'55" West, a distance of 211.72 feet to the POINT OF BEGINNING.

Parcel 4

A portion of Sections 28, 29, 30, 32, 33, 34 and a portion of the Christopher Minchen Grant, Section 48 and a portion of Sections 4, 5 and 47, all being in Township 5 South, Range 28 East, all of the above lands being in Duval and St. Johns County, Florida and being more particularly described as follows: BEGIN at the intersection of the South line of the Northwest one-quarter of aforesaid Section 28, Township 4 South, Range 28 East, also being the Southerly line of those lands described and recorded in Official Records Volume 5805, Page 1072 of the Current Public Records of Duval County, Florida, with the Southwesterly right-of-way line of the Florida East Coast Railway (a 100 foot right-of-way as now established and shown on the FEC Right-of-Way Map dated December 31, 1927); thence South 41°00'03" East, along said Southwesterly right-of-way line, 1203.27 feet to the Westerly line of the East one-quarter of the Northwest ¼ of the Southwest ¼ of said Section 28, Township 4 South, Range 28 East; thence South 00°58'20" East, along last said line, 425.24 feet to the Southerly line of the Northwest ¼ of the Southwest ¼ of Said Section 28; thence North 88°54'55" East, along last said line 356.59 feet to the Southwesterly right-of-way line of said Florida East Coast Railroad Right-of-Way; thence South 41°00'03" East along said Southwesterly right-of-way line, 8140.06 feet to the Southerly line of aforesaid Christopher Minchen Grant Section 48, Township 4 South, Range 28 East; thence South 70°27'06" West, along last said line, 518 feet to the Northerly right-of-way line of Race Track Road (a 66 foot right-of-way as per monumentation and local recognition); thence South 88°44'58" West, along said Northerly right-of-way line, 137.78 feet to the point of curvature of a curve to the left; thence continuing along said Northerly right-of-way line of Race Track Road and along the arc of a curve concave Southeasterly, and having a radius of 1465.87 feet, an arc distance of 554.44 feet, said arc being subtended by a chord bearing and distance of South 78°37'46" West, 551.54 feet to an intersection with the Westerly line of aforesaid Section 47, Township 5 South, Range 28 East; thence North 20°49'35" West along Westerly line of said Section 47 and along the Westerly line of aforementioned Christopher Minchen Grant, Section 48, 187.52 feet to an intersection of said Westerly line of Section 48 with the Easterly line of aforesaid Section 33, Township 4 South, Range 28 East; thence South 00°47'10" West, along the easterly line of said Section 33 and along the Easterly line of aforesaid Section 4, Township 5 South, Range 28 East, 205.70 feet Southwesterly and Westerly along the Northerly right-of-way line of said Race Track Road run the following four courses and distances: COURSE NO. 1: Southwesterly along and around the arc of a curve concave Southeasterly and having a radius of 1465.87 feet, an arc distance of 334.17 feet, said arc being subtended by a chord bearing and

distance of South 58°22'53" West, 333.45 feet to the point of tangency of said curve; COURSE NO. 2: South 51°47'52" West, 189.87 feet to the point of curvature to the right; COURSE NO. 3: Southwesterly along and around the arc of a curve concave Northwesterly and having a radius of 1399.26 feet, an arc distance of 980.29 feet, said arc being subtended by a chord bearing and distance of South 71°51'57" West, 960.37 feet to the point of tangency of said curve; COURSE NO. 4: North 88°19'05" West, 3452.94 feet to an angle point in said right-of-way line; thence Northerly and Northwesterly along the revised right-of-way line of said Race Track Road as shown on the SRD Right-of-Way Map for Interstate 95, State Road No. 9, Section 78080-2403 Sheet 7 of 8 run the following four courses and distances; COURSE NO. 1: North 01°46'15" East, 17.00 feet; COURSE NO. 2: North 88°18'14" West 269.94 feet; COURSE NO. 3: North 82°59'57" West, 251.15 feet; COURSE NO. 4: North 83°25'41" West, 431.22 feet to the Northeasterly right-of-way line of Interstate Highway 95 (a 300 foot right-of-way as per Florida SRD Right-of-Way Map Section 72280-2403, dated 4-1-64); thence Northwesterly along said Northeasterly right-of-way line of Interstate Highway 95 and along the arc of a curve concave Southwesterly and having a radius of 7789.44, an arc distance of 667.99 feet, said arc being subtended by a chord bearing and distance of North 39°20'55" West 667.99 feet to the point of tangency of said curve; thence North 40°25'29" West, 9964.01 feet continuing along the Northeasterly right-of-way line of said Interstate Highway 95, to the Southerly line of those lands described and recorded in Official Records Volume 1150, Page 289 of the Public Records of said Duval County, Florida; thence South 88°12'39" East, along last said line, 1790.91 feet to the Westerly line of aforesaid Section 29; thence North 88°42'27" East, continuing along said Southerly line of those lands described and recorded in Official Records Volume 1150, Page 289, a distance of 5348.66 feet to the Southwest corner of the Northwest ¼ of said Section 28; thence North 88°02'52" East, along the South line of the Northwest ¼ of said Section 28, also being the Southerly line of those lands described and recorded in Official Records Volume 5855, Page 1072 of the Current Public Records of said Duval County, Florida, 233.86 feet to the POINT OF BEGINNING.

Parcel 5

That certain piece, parcel or tract of land described as follows: Part of the CHRISTOPHER MINCHEN GRANT in Section 48, Township 4 South, Range 28 East, more particularly described as follows: Beginning at a point on the easterly right-of-way line of U.S. Highway No. 1 at its intersection with the Northerly line of the said Grant and run thence North 69 degrees, 07 minutes 50 seconds East 702.94 feet to an iron; thence South 41 degrees, 00 minutes East 1056.87 feet to an iron; thence South 41 degrees, 20 minutes East 894.72 feet to an iron; thence South 49 degrees, 00 minutes West 660.01 feet to an iron in the easterly right-of-way line of U.S. Highway No. 1; thence North 41 degrees, 20 minutes West along the easterly line of said U.S. Highway No. 1 a distance of 892.80 feet to an iron; thence North 41 degrees, 00 minutes West continuing along the easterly right-of-way of said U.S. Highway No. 1 a distance of 1300.71 feet to the point of beginning.

LESS AND EXCEPT:
BARTRAM PARK (PENINSULA)

A PORTION OF SECTIONS 21, 22, 23, 24, 25, 26, 27, AND 28, TOWNSHIP 4 SOUTH, RANGE 28 EAST, DUVAL COUNTY, FLORIDA, AND A PORTION OF SECTIONS 30 AND 31, TOWNSHIP 4 SOUTH, RANGE 28 EAST, DUVAL COUNTY, FLORIDA, AND A PORTION OF SECTION 6, TOWNSHIP 5 SOUTH, RANGE 28 EAST, ST. JOHNS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHWEST CORNER OF SECTION 19, SAID TOWNSHIP 4 SOUTH, RANGE 28 EAST, DUVAL COUNTY, FLORIDA; THENCE NORTH $00^{\circ}43'10''$ WEST, ALONG THE WEST LINE OF SECTION 19, ALSO BEING THE EAST LINE OF SAID SECTION 24, A DISTANCE OF 2283.20 FEET TO THE SOUTHWESTERLY RIGHT-OF-WAY LINE OF THAT PARTICULAR SERVICE ROAD OF ST. AUGUSTINE ROAD (ALSO KNOWN AS LORETTO ROAD AND COUNTY ROAD NO. 1 AS SHOWN ON THE RIGHT-OF-WAY MAP OF INTERSTATE HIGHWAY NUMBER 95 AS PER FLORIDA STATE ROAD DEPARTMENT RIGHT-OF-WAY MAP SECTION 72280-2403, DATED 4-1-64), THENCE RUN THE FOLLOWING SEVEN (7) COURSES AND DISTANCES ALONG SAID SOUTHWESTERLY RIGHT-OF-WAY LINE: COURSE NO. 1: NORTH $40^{\circ}25'29''$ WEST, A DISTANCE OF 308.50 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING NORTHWESTERLY; COURSE NO. 2: NORTHWESTERLY ALONG AND AROUND THE ARC OF SAID CURVE CONCAVE NORTHEASTERLY AND HAVING A RADIUS OF 11675.16 FEET, AN ARC DISTANCE OF 470.56 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH $39^{\circ}18'56''$ WEST, 470.53 FEET TO THE POINT OF REVERSE CURVATURE OF A CURVE LEADING WESTERLY; COURSE NO. 3: WESTERLY ALONG AND AROUND THE ARC OF SAID CURVE CONCAVE SOUTHWESTERLY AND HAVING A RADIUS OF 67.00 FEET, AN ARC DISTANCE OF 52.98 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH $60^{\circ}46'23''$ WEST, 51.61 FEET TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 4: NORTH $83^{\circ}25'56''$ WEST 937.42 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING WESTERLY; COURSE NO. 5: WESTERLY ALONG AND AROUND THE ARC OF SAID CURVE CONCAVE NORTHERLY AND HAVING A RADIUS OF 2990.79 FEET, AN ARC DISTANCE OF 165.51 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH $81^{\circ}50'49''$ WEST, 165.49 FEET TO THE POINT OF COMPOUND CURVATURE OF A CURVE LEADING NORTHWESTERLY; COURSE NO. 6: NORTHWESTERLY ALONG AND AROUND THE ARC OF SAID CURVE CONCAVE NORTHEASTERLY AND HAVING A RADIUS OF 83.00 FEET, AN ARC DISTANCE OF 93.77 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH $47^{\circ}38'25''$ WEST, 88.87 FEET; COURSE NO. 7: NORTH $87^{\circ}15'14''$ WEST, A DISTANCE OF 171.09 FEET TO THE SOUTHERLY RIGHT-OF-WAY LINE OF SAID ST. AUGUSTINE ROAD (A 100 FOOT RIGHT-OF-WAY AS NOW ESTABLISHED); THENCE NORTH $78^{\circ}34'10''$ WEST, ALONG LAST SAID LINE 2670.79 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING NORTHWESTERLY; THENCE NORTHWESTERLY ALONG AND AROUND THE ARC OF SAID CURVE AND CONTINUING ALONG SAID RIGHT-OF-WAY LINE OF ST. AUGUSTINE ROAD BEING

CONCAVE NORTHEASTERLY AND HAVING A RADIUS OF 5779.58 FEET, AN ARC DISTANCE OF 238.97 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 77°23'06" WEST 238.96 FEET, TO A POINT ON SAID CURVE AND THE POINT OF BEGINNING; THENCE CONTINUE ALONG LAST SAID LINE, AND ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHEASTERLY, HAVING A RADIUS OF 5779.58 FEET, AN ARC DISTANCE OF 244.38 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 74°59'21" WEST, 244.36 FEET, TO THE POINT OF TANGENCY OF SAID CURVE, SAID POINT OF TANGENCY HEREINAFTER REFERRED TO AS REFERENCE POINT "A"; THENCE RETURN TO THE POINT OF BEGINNING; THENCE SOUTH 04°35'21" EAST, 526.70 FEET; THENCE SOUTH 24°09'15" EAST, 391.81 FEET; THENCE SOUTH 55°33'00" EAST, 680.15 FEET; THENCE SOUTH 02°39'02" EAST, 545.72 FEET; THENCE SOUTH 21°39'40" EAST, 1115.83 FEET; THENCE SOUTH 11°13'02" WEST, 850.82 FEET; THENCE SOUTH 24°19'41" EAST, 438.02 FEET; THENCE NORTH 43°09'50" EAST, 659.54 FEET; THENCE NORTH 55°30'57" EAST, 606.46 FEET; THENCE NORTH 63°19'23" EAST, 652.14 FEET; THENCE SOUTH 28°40'00" EAST, 341.39 FEET; THENCE SOUTH 29°31'17" WEST, 264.61 FEET; THENCE SOUTH 86°40'03" WEST, 376.26 FEET; THENCE SOUTH 31°47'14" WEST, 409.71 FEET; THENCE SOUTH 25°58'04" EAST, 270.25 FEET; THENCE SOUTH 05°59'14" WEST, 425.05 FEET; THENCE SOUTH 11°58'57" EAST, 385.08 FEET; THENCE NORTH 85°06'49" EAST, 741.77 FEET; THENCE NORTH 56°10'46" EAST, 513.67 FEET; THENCE SOUTH 42°47'18" EAST, 468.23 FEET; THENCE SOUTH 42°43'22" WEST 277.70 FEET; THENCE SOUTH 58°36'37" WEST, 410.89 FEET; THENCE SOUTH 19°10'13" EAST, 602.77 FEET; THENCE SOUTH 58°20'42" EAST, 423.83 FEET; THENCE NORTH 88°56'00" EAST, 1024.19 FEET; THENCE SOUTH 61°33'20" EAST, 598.40 FEET; THENCE SOUTH 10°26'54" EAST, 566.44 FEET; THENCE NORTH 88°38'12" EAST, 522.25 FEET; THENCE NORTH 15°47'12" EAST, 343.32 FEET; THENCE NORTH 86°38'06" EAST, 357.57 FEET; THENCE SOUTH 38°10'06" EAST, 111.39 FEET; THENCE SOUTH 30°04'43" WEST, 230.04 FEET; THENCE SOUTH 37°53'10" EAST, 167.31 FEET; THENCE NORTH 87°32'17" EAST, 505.85 FEET; THENCE SOUTH 12°05'58" EAST, 235.98 FEET; THENCE SOUTH 67°16'42" WEST, 299.32 FEET; THENCE SOUTH 19°35'13" WEST, 239.12 FEET; THENCE SOUTH 52°46'01" EAST, 646.75 FEET; THENCE NORTH 31°37'38" EAST, 588.76 FEET; THENCE SOUTH 52°06'40" EAST, 563.37 FEET; THENCE SOUTH 06°29'26" WEST, 600.55 FEET; THENCE SOUTH 33°13'02" EAST, 293.04 FEET; THENCE SOUTH 75°47'33" EAST, 1117.83 FEET; THENCE SOUTH 69°12'15" EAST, 974.70 FEET; THENCE SOUTH 08°54'09" WEST, 238.66 FEET; THENCE NORTH 64°27'45" WEST, 690.83 FEET; THENCE NORTH 73°44'45" WEST, 553.49 FEET; THENCE SOUTH 40°25'15" WEST, 358.53 FEET; THENCE SOUTH 50°18'05" EAST, 282.96 FEET; THENCE SOUTH 38°46'36" EAST, 312.27 FEET; THENCE SOUTH 28°13'20" EAST, 975.39 FEET; THENCE SOUTH 86°07'23" EAST, 322.34 FEET; THENCE SOUTH 14°37'35" WEST, 484.49 FEET; THENCE SOUTH 18°57'22" EAST, 1170.02 FEET; THENCE SOUTH 00°29'54" WEST, 424.20 FEET; THENCE SOUTH 21°30'33" EAST, 523.34 FEET; THENCE SOUTH 20°58'13" WEST, 608.33 FEET; THENCE SOUTH 00°00'00" EAST, 542.22 FEET; THENCE SOUTH 43°36'51" EAST, 320.97 FEET; THENCE NORTH 70°36'04" EAST, 344.27 FEET; THENCE SOUTH 60°08'02" EAST, 199.99 FEET; THENCE SOUTH 09°58'22" EAST, 196.05 FEET; THENCE SOUTH 75°15'21" WEST, 676.14 FEET; THENCE SOUTH 54°04'57" WEST, 314.39 FEET;

THENCE SOUTH 23°00'39" WEST, 424.79 FEET; THENCE SOUTH 00°59'48" EAST, 424.25 FEET; THENCE SOUTH 29°38'38" EAST, 426.37 FEET, TO THE NORTHERLY RIGHT-OF-WAY LINE OF RACETRACK ROAD; (A 66 FOOT RIGHT-OF-WAY AS PER MONUMENTATION AND LOCAL RECOGNITION), AND THE ARC OF A CURVE TO THE SOUTH WEST; THENCE SOUTHWESTERLY AND NORTHWESTERLY, ALONG LAST SAID LINE, RUN THE FOLLOWING 2 COURSES AND DISTANCES: COURSE NO. 1: SOUTHWESTERLY ALONG AND AROUND THE ARC OF SAID CURVE CONCAVE NORTHWESTERLY, HAVING A RADIUS OF 539.77 FEET, AN ARC DISTANCE OF 632.14 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 76°04'46" WEST, 596.63 FEET TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 2: NORTH 70°22'22" WEST, 674.96 FEET TO THE WESTERLY LINE OF THE NORTHEAST 1/4 OF SAID SECTION 6; THENCE NORTH 02°15'28" WEST, ALONG THE LAST SAID LINE, 1654.20 FEET TO THE NORTHERLY LINE OF SAID SECTION 6; THENCE NORTH 89°14'24" EAST, ALONG SAID NORTHERLY LINE OF SECTION 6, 196 FEET MORE OR LESS TO THE CENTERLINE OF RUN OF DURBIN CREEK; THENCE NORTHWESTERLY ALONG SAID CENTERLINE OR RUN, 2600 FEET MORE OR LESS TO THE SOUTH LINE OF EAST 1/2 OF THE NORTHWEST 1/4 OF SAID SECTION 31; THENCE NORTH 87°32'06" WEST, ALONG THE LAST SAID LINE AND ALONG THE EASTERLY BOUNDARY OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS VOLUME 4717, PAGE 8 OF THE CURRENT PUBLIC RECORDS OF SAID DUVAL COUNTY, 1010 FEET MORE OR LESS, TO THE WESTERLY LINE OF THE EAST 1/2 OF THE NORTHWEST 1/4 OF SAID SECTION 31; THENCE NORTH 00°19'49" WEST ALONG THE WEST LINE OF THE EAST 1/2 OF THE NORTHWEST 1/4 OF SAID SECTION 31, ALSO BEING THE EASTERLY BOUNDARY OF SAID LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS VOLUME 4717, PAGE 8 OF SAID CURRENT PUBLIC RECORDS OF DUVAL COUNTY, 2260 FEET MORE OR LESS TO THE NORTHERLY EDGE OF WATER/MEAN HIGH WATER LINE OF SAID DURBIN CREEK; THENCE NORTHWESTERLY ALONG THE NORTHERLY WATERS EDGE/MEAN HIGH WATER LINE OF SAID DURBIN CREEK, 1000 FEET MORE OR LESS, TO THE SOUTH LINE OF SAID SECTION 30; THENCE NORTH 87°32'13" WEST, ALONG THE LAST SAID LINE, 460 FEET MORE OR LESS, TO THE WESTERLY LINE OF THE SOUTHWEST 1/4 OF SAID SECTION 30; THENCE NORTH 00°03'02" WEST, ALONG LAST SAID LINE, 360 FEET MORE OR LESS TO THE NORTHERLY EDGE OF WATER/MEAN HIGH WATER LINE OF SAID DURBIN CREEK; THENCE WESTERLY ALONG SAID WATERS EDGE/MEAN HIGH WATER LINE OF SAID DURBIN CREEK, 23,000 FEET, MORE OR LESS, TO AN INTERSECTION WITH THE SOUTHERLY EDGE OF THE WATERS/MEAN HIGH WATER LINE OF THE NORTH FORK OF JULINGTON CREEK; THENCE EASTERLY ALONG THE SOUTHERLY EDGE OF THE WATERS/MEAN HIGH WATER LINE OF THE NORTH FORK OF JULINGTON CRTEEK, 17,3000 FEET, MORE OR LESS, TO AN INTERSECTION WITH THE AFOREMENTIONED SOUTHERLY RIGHT-OF-WAY LINE OF ST. AUGUSTINE ROAD, SAID RIGHT-OF-WAY LINE BEARING NORTH 73°48'40" WEST, FROM AFORESAID REFERENCE POINT "A"; THENCE SOUTH 73°48'40" EAST ALONG LAST SAID LINE, 146 FEET MORE OR LESS TO SAID REFERENCE POINT "A" AND TO CLOSE.

SUBJECT TO:

A 60 FOOT DRAINAGE EASEMENT AS DESCRIBED AND RECORDED IN OFFICIAL RECORDS VOLUME 1150, PAGE 291 OF THE CURRENT PUBLIC RECORDS OF DUVAL COUNTY, FLORIDA.

LESS AND EXCEPT:

THAT PORTION OF THE NORTHEAST 1/4 OF SECTION 23, TOWNSHIP 4 SOUTH, RANGE 27 EAST, DUVAL COUNTY, FLORIDA LYING SOUTHEASTERLY OF THE SOUTHERLY WATERS EDGE/MEAN HIGH WATER LINE OF THE NORTH FORK OF JULINGTON CREEK.

LESS AND EXCEPT:

ALL OF TRACT "A" AS SHOWN ON PLAT OF JULINGTON COUNTRY CLUB ESTATES REPLAT, AS RECORDED IN PLAT BOOK 28, PAGES 41 THROUGH 41B INCLUSIVE OF THE CURRENT PUBLIC RECORDS OF DUVAL COUNTY, FLORIDA, ALSO BEING THAT PORTION OF THE WEST 1/2 OF THE SOUTHEAST 1/4 OF SAID SECTION 23, TOWNSHIP 4 SOUTH, RANGE 27 EAST, SAID DUVAL COUNTY, LYING SOUTHEASTERLY OF THE SOUTHERLY WATERS EDGE/MEAN HIGH WATER LINE OF THE NORTH FORK OF JULINGTON CREEK.

LESS AND EXCEPT:

THAT PORTION OF SECTIONS 35 AND 36, TOWNSHIP 4 SOUTH, RANGE 27 EAST, DUVAL COUNTY, FLORIDA, LYING NORTHERLY OF THE NORTHERLY WATERS EDGE/MEAN HIGH WATER LINE OF DURBIN CREEK.

LESS AND EXCEPT:

THAT PORTION OF THE NORTHWEST 1/4 OF THE NORTHWEST 1/4 OF SECTION 26, TOWNSHIP 4 SOUTH, RANGE 27 EAST, DUVAL COUNTY, FLORIDA, LYING SOUTHERLY OF THE SOUTHERLY WATERS EDGE/MEAN HIGH WATER LINE OF THE NORTH FORK OF JULINGTON CREEK.

TOGETHER WITH (LAND ADDED PER RESOLUTION 2006-175):

PARCEL A

A PORTION OF SECTIONS 30 AND 31, TOWNSHIP 4 SOUTH, RANGE 28 EAST, DUVAL COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHWEST CORNER OF SAID SECTION 31, THENCE NORTH 89°14'34" EAST ALONG THE SOUTHERLY BOUNDARY OF SAID SECTION 31, A DISTANCE OF 150.01 FEET TO THE SOUTHEASTERLY CORNER OF THOSE LANDS DESIGNATED PARCEL NO. 100 AS RECORDED IN OFFICIAL RECORD 11935, PAGE 1823, OF THE CURRENT PUBLIC RECORDS OF DUVAL COUNTY, FLORIDA AND THE

POINT OF BEGINNING: THENCE NORTH 00°02'41" WEST, ALONG THE EASTERLY LINE OF LAST SAID LANDS, 718.05 FEET TO THE SOUTHERLY BOUNDARY OF THOSE LANDS DESIGNATED PARCEL 101 AS RECORDED IN SAID OFFICIAL RECORD 11935, PAGE 1823; THENCE ALONG THE SOUTHERLY, EASTERLY AND NORTHEASTERLY BOUNDARY OF SAID PARCEL 101, RUN THE FOLLOWING THREE (3) COURSES AND DISTANCES: COURSE NO. 1: NORTH 89°59'10" EAST, 550.00 FEET; COURSE NO. 2: NORTH 00°00'50" WEST, 2800.96 FEET; COURSE NO. 3: NORTH 71°12'28" WEST, 582.72 FEET TO THE EASTERLY BOUNDARY OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORD 3040, PAGE 1006, SAID PUBLIC RECORDS; THENCE NORTH 00°02'41" WEST, ALONG LAST SAID LINE, 1608.19 FEET; THENCE NORTH 01°06'12" WEST, CONTINUING ALONG SAID EASTERLY BOUNDARY OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORD 3040, PAGE 1006, A DISTANCE OF 380 FEET, MORE OR LESS TO THE APPROXIMATE MEAN HIGH WATER LINE OF DURBIN CREEK; THENCE EASTERLY, ALONG SAID APPROXIMATE MEAN HIGH WATER LINE, AND ALONG THE MEANDERINGS THEREOF, 1100 FEET, MORE OR LESS TO THE WEST LINE OF THE SOUTHWEST ONE-QUARTER OF AFORESAID SECTION 30; THENCE SOUTH 00°04'30" EAST, ALONG LAST SAID LINE, 285 FEET, MORE OR LESS TO THE SOUTH BOUNDARY OF SAID SECTION 30; THENCE SOUTH 87°32'06" EAST, ALONG LAST SAID LINE, 300 FEET, MORE OR LESS, TO THE AFORESAID APPROXIMATE MEAN HIGH WATER LINE OF DURBIN CREEK; THENCE SOUTHEASTERLY ALONG SAID APPROXIMATE MEAN HIGH WATER LINE, AND THE MEANDERINGS THEREOF, 1180 FEET, MORE OR LESS TO THE WEST LINE OF THE EAST ONE HALF OF THE NORTHWEST ONE QUARTER OF SECTION 31; THENCE SOUTH 00°42'26" EAST, ALONG LAST SAID LINE, 2260 FEET, MORE OR LESS TO THE SOUTH LINE OF SAID NORTHWEST ONE QUARTER; THENCE SOUTH 87°31'45" EAST, ALONG LAST SAID LINE, 1000 FEET, MORE OR LESS TO THE AFORESAID MEAN HIGH WATER LINE OF DURBIN CREEK; THENCE SOUTHEASTERLY AND SOUTHERLY, ALONG LAST SAID LINE, 1340 FEET MORE OR LESS TO THE WEST LINE OF THE SOUTHEAST ONE-QUARTER OF SAID SECTION 31; THENCE SOUTH 00°32'13" EAST, ALONG LAST SAID LINE, 1225 FEET, MORE OR LESS TO THE SOUTH BOUNDARY OF AFORESAID SECTION 31; THENCE SOUTH 89°14'34" WEST, ALONG LAST SAID LINE, 3752.46 FEET TO THE POINT OF BEGINNING.

CONTAINING 322.34 ACRES, MORE OR LESS

TOGETHER WITH:

PARCEL B

A PORTION OF SECTION 6, TOWNSHIP 5 SOUTH, RANGE 28 EAST, ST. JOHNS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE NORTHWEST CORNER OF SAID SECTION 6, SAID TOWNSHIP AND RANGE; THENCE NORTH 89°14'34" EAST, ALONG THE NORTHERLY BOUNDARY OF SAID SECTION 6, A DISTANCE OF 150.01 FEET TO THE NORTHEASTERLY CORNER OF THOSE LANDS DESIGNATED PARCEL NO. 100A, AS RECORDED IN OFFICIAL RECORD 2242, PAGE 1479, OF THE PUBLIC RECORDS OF ST. JOHNS COUNTY, FLORIDA AND THE POINT OF BEGINNING; THENCE CONTINUE NORTH 89°14'34" EAST ALONG SAID NORTHERLY BOUNDARY OF SECTION 6, A DISTANCE OF 2532.38 FEET TO THE NORTHWESTERLY BOUNDARY OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORD 1917, PAGE 919 OF THE PUBLIC RECORDS OF SAID ST. JOHNS COUNTY, FLORIDA; THENCE SOUTH 17°06'46" WEST, ALONG LAST SAID LINE, 315.16 FEET TO THE EAST LINE OF GOVERNMENT LOT 4 OF SAID SECTION 6; THENCE SOUTH 01°23'03" EAST, ALONG LAST SAID LINE, 378.15 FEET TO THE NORTHWESTERLY BOUNDARY OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORD 2181, PAGE 1908, SAID PUBLIC RECORDS; THENCE SOUTH 03°22'25" WEST, ALONG LAST SAID LINE, 593.79 FEET TO THE NORTHWESTERLY RIGHT-OF-WAY LINE OF RACETRACK ROAD, A VARIABLE WIDTH RIGHT-OF-WAY AS NOW ESTABLISHED; THENCE NORTHWESTERLY, ALONG LAST SAID LINE, RUN THE FOLLOWING FIVE (5) COURSES AND DISTANCES: COURSE NO. 1: NORTH 81°53'06" WEST, 599.16 FEET TO THE POINT OF CURVATURE OF A CURVE TO THE NORTHWEST; COURSE NO. 2: NORTHWESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHEASTERLY, HAVING A RADIUS OF 2221.83 FEET, AN ARC DISTANCE OF 831.75 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 71°09'38" WEST, 826.90 FEET TO THE POINT OF TANGENCY; COURSE NO. 3: NORTH 60°26'12" WEST, 105.86 FEET; COURSE NO. 4: NORTH 80°44'28" WEST, 106.91 FEET; COURSE NO. 5: NORTH 60°25'12" WEST, 895.32 FEET TO THE NORTHEASTERLY RIGHT-OF-WAY LINE OF THAT JEA TRANSMISSION LINE DESIGNATED PARCEL NO. 100A, AS RECORDED IN OFFICIAL RECORD 2242, PAGE 1479 OF SAID PUBLIC RECORDS; THENCE NORTH 09°19'08" WEST, ALONG LAST SAID LINE, 380.58 FEET TO THE POINT OF BEGINNING.

CONTAINING 51.75 ACRES, MORE OR LESS

TOGETHER WITH:

PARCEL C

A PORTION OF SECTION 6, TOWNSHIP 5 SOUTH, RANGE 28 EAST, ST. JOHNS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE NORTHWEST CORNER OF SAID SECTION 6; THENCE SOUTH 00°02'03" EAST, ALONG THE WEST LINE OF SAID SECTION 6, A DISTANCE OF 5.09 FEET, TO THE POINT OF BEGINNING; THENCE CONTINUE SOUTH 00°02'03" EAST, ALONG LAST SAID LINE, 248.45 FEET, TO THE NORTHEASTERLY RIGHT-OF-WAY LINE OF RACETRACK ROAD, A VARIABLE WIDTH RIGHT-OF-WAY AS NOW ESTABLISHED; THENCE SOUTH 60°25'12" EAST, ALONG LAST SAID LINE, 51.51 FEET TO THE SOUTHWESTERLY LINE OF THOSE LANDS DESIGNATED PARCEL 100A AS DESCRIBED AND RECORDED IN OFFICIAL RECORD 2242, PAGE 1479, SAID PUBLIC RECORDS; THENCE NORTH 09°19'08" WEST, ALONG LAST SAID LINE, 277.54 FEET TO THE POINT OF BEGINNING.

CONTAINING 5563 SQUARE FEET, MORE OR LESS.

TOGETHER WITH:

A PORTION OF SECTIONS 25 AND 36, TOWNSHIP 4 SOUTH, RANGE 27 EAST, AND A PORTION OF SECTION 1, TOWNSHIP 5 SOUTH, RANGE 27 EAST, ST. JOHNS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE SOUTHEAST CORNER OF JULINGTON CREEK PLANTATION, PARCELS 63 AND 65, PHASE 2 AS RECORDED IN MAP BOOK 47, PAGE 57 OF THE PUBLIC RECORDS OF ST. JOHNS COUNTY, FLORIDA; THENCE NORTH 01°33'42" WEST, ALONG THE EASTERLY BOUNDARY OF SAID JULINGTON CREEK PLANTATION AND ALONG THE EASTERLY BOUNDARY OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORD 1705, PAGE 1342, SAID PUBLIC RECORDS, 3690 FEET, MORE OR LESS TO THE MEAN HIGH WATER LINE OF DURBIN CREEK; THENCE EASTERLY ALONG SAID MEAN HIGH WATER LINE, 6250 FEET, MORE OR LESS TO THE EAST LINE OF AFORESAID SECTION 25; THENCE SOUTH 01°06'12" EAST, ALONG LAST SAID LINE, 370 FEET, MORE OR LESS TO THE SOUTHEAST CORNER OF SAID SECTION 25, ALSO BEING THE NORTHEAST CORNER OF AFORESAID SECTION 36; THENCE SOUTH 00°02'41" EAST, ALONG THE EASTERLY LINE OF SAID SECTION 36, A DISTANCE OF 5106.81 FEET TO THE NORTHERLY BOUNDARY OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORD 338, PAGE 667 OF THE PUBLIC RECORDS OF SAID COUNTY; THENCE WESTERLY, SOUTHERLY AND EASTERLY ALONG THE NORTHERLY, WESTERLY AND SOUTHERLY BOUNDARY OF SAID OFFICIAL RECORD 338, PAGE 667, RUN THE FOLLOWING THREE (3) COURSES AND DISTANCES: COURSE NO. 1: SOUTH 89°13'34" WEST, 208.40 FEET; COURSE NO. 2: SOUTH 00°02'40" WEST, 208.72 FEET; COURSE NO. 3: NORTH 89°13'34" EAST, 208.72 FEET TO THE SOUTHEAST CORNER OF SAID SECTION 36, ALSO BEING THE NORTHEAST CORNER OF AFORESAID SECTION 1; THENCE SOUTH 00°02'03" EAST, ALONG THE EASTERLY BOUNDARY OF SAID SECTION 1, A DISTANCE OF 253.54 FEET TO THE

NORTHEASTERLY RIGHT-OF-WAY LINE OF RACETRACK ROAD, A VARIABLE WIDTH RIGHT-OF-WAY AS NOW ESTABLISHED; THENCE NORTHWESTERLY AND NORTHEASTERLY, ALONG SAID NORTHEASTERLY RIGHT-OF-WAY LINE, RUN THE FOLLOWING FIVE (5) COURSES AND DISTANCES: COURSE NO. 1: NORTH 60°25'12" WEST, 687.91 FEET TO THE POINT OF CURVATURE OF A CURVE TO THE NORTHWEST; COURSE NO. 2: NORTHWESTERLY ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHWESTERLY, HAVING A RADIUS OF 1139.13 FEET, AN ARC DISTANCE OF 317.87 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 68°24'50" WEST, 316.84 FEET TO THE POINT OF TANGENCY; COURSE NO. 3: NORTH 76°24'29" WEST, 1338.70 FEET; COURSE NO. 4: NORTH 13°35'31" EAST, 67.00 FEET; COURSE NO. 5: NORTH 76°24'29" WEST, 511.50 FEET TO THE EASTERLY BOUNDARY OF JULINGTON CREEK UNIT 7 AS RECORDED IN MAP BOOK 18, PAGE 6 OF AFORESAID PUBLIC RECORDS; THENCE NORTH 00°35'09" WEST ALONG LAST SAID LINE, 583.11 FEET TO THE NORTHERLY BOUNDARY OF SAID JULINGTON CREEK UNIT 7; THENCE SOUTH 89°10'01" WEST ALONG LAST SAID LINE, 2269.45 FEET TO THE AFORESAID NORTHEASTERLY RIGHT-OF-WAY LINE OF RACETRACK ROAD; THENCE NORTH 76°24'29" WEST ALONG LAST SAID LINE, 424.36 FEET TO THE POINT OF BEGINNING.

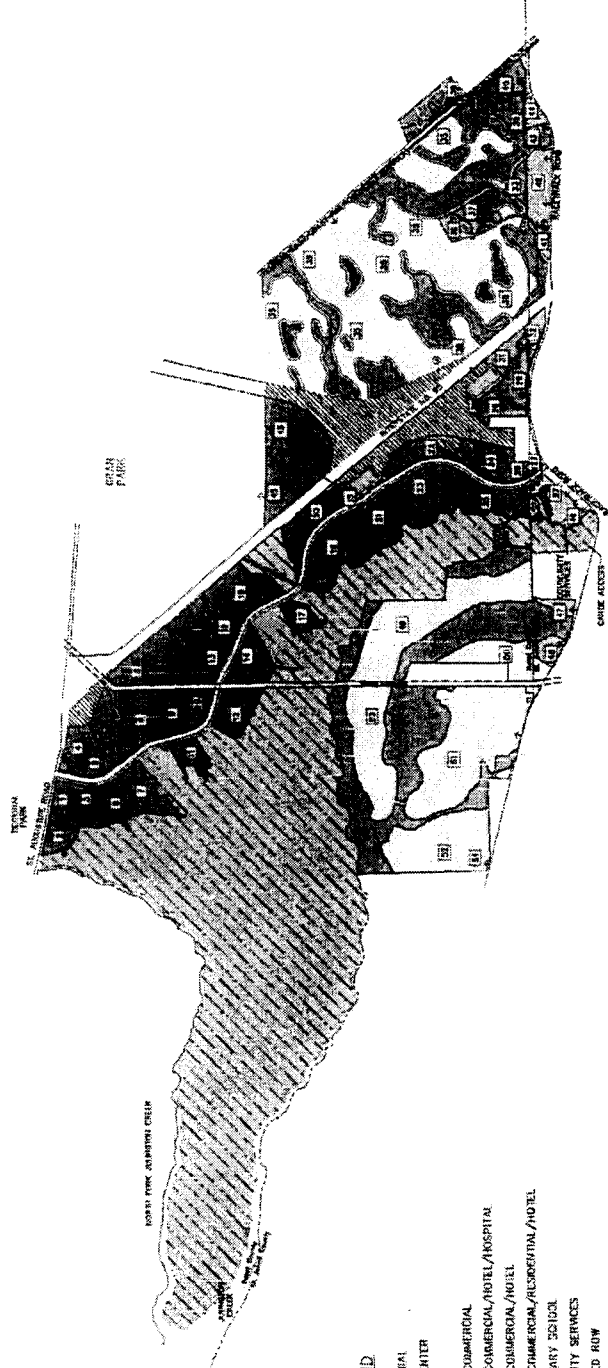
BEING THE SAME LANDS AS DESCRIBED IN COMMITMENT FOR TITLE INSURANCE, PROVIDED BY OLD REPUBLIC NATIONAL TITLE INSURANCE COMPANY, FILE NUMBER 05054754 REVISION #1, EFFECTIVE DATE: JULY 29, 2005.

CONTAINING 587 ACRES MORE OR LESS.

EXHIBIT B

Master Plan Map H

BARTRAM PARK



LEGEND

- RESIDENTIAL
- TOWN CENTER
- OFFICE
- OFFICE/COMMERCIAL
- OFFICE/COMMERCIAL/HOTEL/HOSPITAL
- OFFICE/COMMERCIAL/HOTEL
- OFFICE/COMMERCIAL/RESIDENTIAL/HOTEL
- ELEMENTARY SCHOOL
- COMMUNITY SERVICES
- PROPOSED ROW
- WATERBODIES
- PARK / RECREATION
- CONSERVATION BUFFERS
- CONSERVATION
- INTERCHANGES (RESERVATION AS REQUESTED)
- PUBLIC LANS
- (SHOWN FOR INFORMATION ONLY. NOT INCLUDED IN DB)

LAND USE	ACREAGE	UNITS	SQ. FT.	ROOMS
RESIDENTIAL	17.77	---	1,059,426	---
TOWN CENTER	1.11	---	66,811	---
OFFICE	1.11	---	66,811	---
OFFICE/COMMERCIAL	1.11	---	66,811	---
OFFICE/COMMERCIAL/HOTEL/HOSPITAL	1.11	---	66,811	---
OFFICE/COMMERCIAL/HOTEL	1.11	---	66,811	---
OFFICE/COMMERCIAL/RESIDENTIAL/HOTEL	1.11	---	66,811	---
ELEMENTARY SCHOOL	1.11	---	66,811	---
COMMUNITY SERVICES	1.11	---	66,811	---
PROPOSED ROW	1.11	---	66,811	---
WATERBODIES	1.11	---	66,811	---
PARK / RECREATION	1.11	---	66,811	---
CONSERVATION BUFFERS	1.11	---	66,811	---
CONSERVATION	1.11	---	66,811	---
INTERCHANGES (RESERVATION AS REQUESTED)	1.11	---	66,811	---
PUBLIC LANS	1.11	---	66,811	---
TOTAL	27.22	---	1,626,242	---

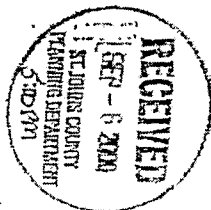
REVISED: 10/14/13

MAP II - DEVELOPMENT PLAN

EXHIBIT C

Land Use Exchange Table

Land Use Exchange Table
 Bartram Park DRI--St. Johns County Parcel



Bartram Park DRI Parcel #	Land Use	Land Use Code	Size	Independent Variable	Rate/Equation	Gross Trip Ends	Internal Capture		Total External		New Trip %	(External Less Pass-By) Capture Trips		Total	
							Enter	Exit	Enter	Exit		Enter	Exit		
25	General Office Building > or = 21,000 sf GFA	710	44,830	1,000 sf GFA	$T = 1.121(X) + 79,295$	130	11.7%	3	13	19	95	92.0%	17	87	104
	Land Use Total		44,830			130		3	13	19	95		17	87	104
27, 28	Shopping Center	820	142,544	1,000 sf GFA	$Ln(T) = 0.660 \cdot Ln(X) + 3.403$	793	12.0%	45	49	335	634	43%	217	236	453
33, 34	Shopping Center	820	11,671	1,000 sf GFA	$Ln(T) = 0.660 \cdot Ln(X) + 3.403$	152	3.0%	2	2	71	77	24%	19	24	40
41, 42, 43, 44	Shopping Center	820	279,859	1,000 sf GFA	$Ln(T) = 0.660 \cdot Ln(X) + 3.403$	1,056	15.0%	76	82	431	457	58%	298	323	621
	Land Use Total		374,884			2,001		124	133	837	967		534	580	1,114
	Development Total		418,914			2,131		127	148	956	1,002		351	667	1,218

Internal Capture rates modified to achieve Applicant estimate of 1,218 Total Net New Trip for St. Johns County.

New Trip Percent for Commercial land uses calculated using the inverse of the ITE Trip Generation Handbook equation for Shopping Center land use.

EXHIBIT D

Surface Water Quality Monitoring Plan

**BARTRAM PARK
SURFACE WATER QUALITY MONITORING PLAN**

21 April 2000

I. INTRODUCTION

Pursuant to Special Conditions of the Bartram Park Development of Regional Impact (DRI) Development Order, the Developer, Bartram Park, LTD, has contracted Environmental Services, Inc. (ESI) to conduct a surface water quality monitoring program. This water quality monitoring plan is designed to establish background conditions and to monitor water quality throughout the development of the property.

II. SCOPE

A. Location of Sampling Stations

Two (2) sampling stations within the Bartram Park site will be established for the water quality monitoring program. Reference markers will be placed in the field to ensure consistency throughout the sampling events. The stations are designated as follows:

Station BP-1. Within Cocklan Branch, near the eastern boundary of Bartram Park property, adjacent to I-95. This freshwater station receives discharge from Gran Park of Jacksonville and I-95 to the east and is representative of water quality conditions entering the site.

Station BP-2. Within Cocklan Branch, near its confluence with Dublin Creek. This freshwater station receives discharge from the Bartram Park development and is representative of water quality conditions exiting the site.

B. Sampling Schedule

Baseline water quality monitoring will involve two (2) sampling events. One sampling event will occur within a day of receiving at least 1-2 inches of rainfall, and one sampling event will follow 7-10 days of dry weather. FDEP personnel will be notified at least 24 hours prior to each sampling event (48 hours when feasible), to allow the opportunity to collect split samples or supervise sampling activities.

C. Water Quality Parameters

Water chemistry and biological parameters required by FDEP are listed below (Table 1). All parameters will be analyzed at both stations.

Table 1. Water quality parameters, analytical methods and sampling stations.

Parameter	Units	Method
Field (in situ) Measurements		
Temperature	°C	EPA 170.1
pH	nd. units	EPA 150.1
Dissolved Oxygen (DO)	mg/l	EPA 360.1
Specific Conductance	microhm/cm	EPA 120.1
Salinity	ppt	EPA 2520-B
Turbidity	NTU	EPA 180.1
Flow	cu/Sec	FDEP SOP
Secchi Disk Transparency	ft	FDEP SOP
Physical Properties		
Color	CU	EPA 110.2
Total Hardness as CaCO ₃	mg/l	EPA 130.2
Total Dissolved Solids (TDS)	mg/l	EPA 160.1
Total Suspended Solids (TSS)	mg/l	EPA 160.2
Inorganic Anions		
Alkalinity	mg/l	EPA 310.1
Total Phosphorus	mg/l	EPA 365.4
Nitrate/Nitrite	mg/l	EPA 353.2
Total Kjeldahl Nitrogen (I-N)	mg/l	EPA 351.2
Organics		
Biochemical Oxygen Demand (BOD)	mg/l	EPA 405.1
Bacteria		
Total Coliform (TC) Bacteria	# per 100 ml	SM 9221-E
Fecal Coliform (FC) Bacteria	# per 100 ml	SM 9221-B
Benthic Macroinvertebrates		
Habitat Assessment	[numeric score]	FDEP SoPa
#BA-17, BA-18		
Dip Net Sampling (Freshwater)	[numeric indices]	FDEP SOP
#BA-7, BA-8		

a FDEP Bureau of Laboratories, Biology Section, Tallahassee, Florida.

III. METHODS

A. Quality Assurance/Quality Control

This investigation will be conducted in adherence to a Quality Assurance Project Plan approved by FDEP. Water samples will be collected and *in situ* measurements will be conducted according to EST's Comprehensive Quality Assurance Plan (CompQAP) #910112G, approved for annual renewal by FDEP on 6 December 1999. Benthic organisms will be collected, processed, sorted, identified and enumerated by ESI in accordance with EPA and FDEP approved protocol, and in adherence to EST's CompQAP. Instrument calibrations, replicate sampling, and other specific QA/QC procedures are described in the following sections.

B. Surface Water Sampling

1. Field Measurements and Observations

Weather and water quality conditions and field measurements will be recorded at each station onto ESI field data capture sheets. Weather data will include 24-hour antecedent rainfall. Water quality conditions will include tidal stage, flow regime, water color, surface clarity and any nuisance conditions. Field measurements will include water level, total depth, Secchi disk depth and *in situ* measurements.

The following physico-chemical water quality parameters will be measured *in situ* at each station using a HydroLab Surveyor II: water temperature, dissolved oxygen, pH, specific conductance and salinity. On the morning of each sampling event, the HydroLab will be calibrated for dissolved oxygen, pH and conductivity. Following each sampling event, calibration checks will be conducted to verify that measurement error was less than one (1.0) percent for all parameters. Turbidity will be measured in the field using a Hach Model 16800 nephelometric turbidimeter. The turbidimeter will be calibrated in the field using Gelex secondary turbidity standards (0-10 and 0-100 NTU). All pre- and post-sampling calibrations and instrument maintenance procedures will be recorded on ESI calibration data sheets.

2. Collection of Water Samples

Sample collection information, including sampling time, sampling depth, analytical parameters, sample containers, handling procedures and quality assurance protocol, will be recorded at each station onto ESI field data capture sheets. Pre-cleaned containers will be provided (with preservatives added) by the subcontract laboratories. All sample containers will be labeled on-site with station name, sample identification number, and date and time of collection. Water samples for laboratory analyses will be collected subsurface (0.5 feet) by hand grab at each station. A complete field duplicate sample will be collected sequentially with the primary water sample at one station and submitted as a blind duplicate to the subcontract laboratories. Immediately following collection, all sample containers will be sealed and placed on ice. Chain-of-custody records for the water samples will be initiated at the time of collection and kept with the sealed sample coolers, which will be hand delivered to the subcontract laboratories by ESI personnel.

3. Laboratory Analytes

Surface water samples will be analyzed using EPA-approved methods at a subcontract laboratory. The laboratory will be fully certified for analysis of environmental samples for the parameters specified. The analytical method detection limit (MDL) for each parameter will be lower than its maximum contaminant level (MCL), based on state surface water quality criteria. Copies of the original laboratory reports will be provided as appendices to ESI's water quality reports.

C. Benthic Macroinvertebrates

1. Habitat Assessment

Benthic habitats at both stations will be evaluated in accordance with FDEP Standard Operating Procedures (SOPs). First, FDEP Physical/Chemical Characterization Field Data Sheets will be completed at each station using Physical/Chemical Characterization Techniques (SOP #BA-17). Next, a Freshwater Benthic Habitat Assessment Field Data Sheet will be completed at both stations. Finally, the resulting Habitat Assessment scores will be used to interpret the benthic macroinvertebrate community biometrics for each station.

2. Sample Collection

Benthic macroinvertebrates will be collected by dip net sampling (SOP #BA-7). Twenty (20) discrete 0.5 meter sweeps of a U.S. Standard 30-mesh D-frame dip net will be distributed across the "major" or "most productive" habitats identified during Habitat Assessment. Composited netted material will be spread out on 30-mesh kick net in direct sunlight, and live organisms will be picked and placed in small jars of 70 percent ethanol. After discarding larger inert materials, finer debris will be collected in wide mouth jugs and preserved with ten percent buffered formalin and rose bengal stain.

3. Sample Processing

At the ESI lab, the dip net and grab samples will be processed by FDEP protocol (SOP #BA-8 and #BA-10, respectively). Bulk samples will be placed in a white ceramic pan for separation of the organisms from inert materials under low (2X) magnification. Each sample will be picked two times by ESI personnel, spending approximately two hours per sample. Organisms will be preserved in 70 percent ethanol and placed in labeled glass vials for taxonomic sorting and identification.

4. Taxonomic Identification and Enumeration

Organisms will be sorted, counted and identified to the lowest practicable taxonomic level by Jeffrey K. Jones in accordance with FDEP protocol (SOP #BA-15, BA-15.1 and BA-16). If more than 100 oligochaete worms or chironomid midges are present in a sample, subsampling techniques (SOP #BA-15) will be implemented. Oligochaetes, polychaetes, chironomid midges and aquatic mites will be mounted on slides (SOP #BA-15.1) for identification under a compound microscope (magnification 100X and 400X). Specimens of other taxa will be examined under a stereoscope (magnification 10X through 70X).

Enumeration procedures will also follow FDEP guidelines (SOP #BA-16). Following identification, the

number of specimens within each taxon will be recorded onto a Microinvertebrate Beach Sheet. Empty bivalve or gastropod mollusk shells will not be counted. Specimens that are missing their heads (most often oligochaetes) will not be counted. Specimens not classified as benthic macroinvertebrates (e.g., nematodes, cladocerans, rotifers or fish) will not be counted. Specimens of taxa not previously encountered by ESI will be removed for inclusion in ESI's Reference Collection. All specimens will be properly labeled and retained by ESI for a period of five (5) years beyond completion of this investigation.

3. Analysis of Taxonomic Data

Taxonomic data from this investigation will be entered onto BIO9 Species Diversity Entry Program (Lay, 1995), a computer program developed and used by FDEP for calculation of benthic macroinvertebrate community biometrics. The following biometrics will be calculated for each station:

- Shannon's Diversity Index,
- Species Equitability,
- Number of Total Taxa ("Species Richness"),
- Number of EPT Taxa, -
- Number of Chironomid Taxa,
- Percent Contribution of Dominant Taxon,
- Percent Contribution of Diptera,
- Florida Index,
- Percent Contribution of Suspension Feeders ("Filters"), and
- Stream Condition Index (SCI) Score and Interpretation.

IV. REPORTING

A. Report of Baseline Conditions

The Report of Baseline Conditions will recite the purpose, scope and methods presented in this WQMP, providing any deviations resulting from site conditions or other uncontrolled variables. This report will provide all analytical results from the pre-construction sampling events, including field measurements, laboratory analyses and biological assessments. Results will be presented in tabular format, along with associated water quality criteria (Rule 32-502.530 F.A.C.). Copies of original laboratory reports and chain-of-custody documentation will be appended. This initial report will be submitted to FDEP and Northeast Florida Regional Planning Council (NEFRPC).

B. Quarterly Reports

Reports for each quarterly construction-phase monitoring event will be similar in content and format to the Report of Baseline Conditions, except that the data tables will present cumulative results of all monitoring events to date. Reports of quarterly monitoring events will be submitted semiannually to FDEP for review.

C. Annual Reports

Annual reports summarizing the purpose, scope, methods and results of the year's four quarterly sampling events will be presented to NERRPC.

V. REEVALUATION

Every five (5) years, unless otherwise agreed upon by Northeast District FDEP and the Developer, the WQMP shall be reviewed and evaluated pursuant to Chapter 62-302 F.A.C. Methodology specific to water quality sampling, frequency, sampling locations and parameters shall be evaluated and, if necessary, modified. Construction phase, sampling dates and other relevant scheduling activities may be discussed and agreed upon during this meeting. Reevaluation may occur sooner than every five (5) years at the request of either the Developer or FDEP with consent of the other party.

(62-302.002 F.A.C. - Water Quality Monitoring Manual)

EXHIBIT E

Bartram Park DRI

Race Track Road ROW Contributions

ROW Value per Acre (Yr. 2000 Dollars): \$146.270

<u>Completed Contributions:</u>	<u>Parcel</u>	<u>Acres</u>	<u>Total</u>	<u>ROW Value</u>
Spine Rd. to US 1	7	5.060		
	7A	5.090		
	7B	9.140		
	7C	<u>1.220</u>		
			20.510	\$3,000,000
Bartram Park Connection (Middle)	105	2.243		
	106A	2.791		
	106B	1.985		
	106C	<u>2.866</u>		
			<u>9.885</u>	<u>\$1,445,880</u>
Contributed to Date			30.395	\$4,445,880
<u>Future Contributions:</u>	<u>Parcel</u>	<u>Acres</u>	<u>Total</u>	<u>ROW Value</u>
West Segment	100A	4.858		
	100B	2.495		
	100C	3.000		
	102A	0.127		
	102B	7.882		
	102C	2.680		
	102D	<u>2.430</u>		
			23.472	\$3,433,252
East Segment	110A	4.631		
	110C	5.024		
	111	<u>3.764</u>		
			<u>13.419</u>	<u>\$1,962,799</u>
Remaining to Contribute			36.891	\$5,396,051
<u>Total Contributed ROW:</u>			<u>67.286</u>	<u>\$9,841,931</u>

EXHIBIT E (continued)

Bartram Park (St. Johns County)

Transportation Mitigation Schedule

	<u>Proposed</u>	<u>Actual</u>	<u>Status</u>
Proportionate Share Requirement	\$13,538,645	\$13,538,645	
<u>Mitigation Values:</u>			
<u>ROW Contributions</u>			
East Spine Rd. to US1 ROW (20.51 acres)	\$3,000,000	\$3,000,000	Complete
East Race Track Section (9.65 acres)	0	\$1,962,799	Pending
Central Race Track Section (7.63 acres)	0	\$1,445,880	Complete
West Race Track Section (26.02 acres)	<u>0</u>	<u>\$3,433,252</u>	Pending
Total ROW Value (63.81 Acres)	\$3,000,000	\$9,841,931	
<u>Race Track Road Construction Value</u>			
Race Track Road Improvements	\$10,538,645	0	
East Spine Rd. to US1 ROW	0	\$2,377,310	Complete
East Section Improvements	0	0	Pending
Central Section Improvements	0	\$2,646,589	Complete
West Section Improvements			
Cash Payment for County Segment	0	\$4,000,000	Pending
Race Track Construction Contribution	<u>0</u>	<u>\$4,342,500</u>	Pending
Total Race Track Road Cost	\$10,538,645	\$13,366,399	
Total Mitigation	<u>\$13,538,645</u>	<u>\$23,208,399</u>	
Additional Mitigation Value		(\$9,669,685)	

Exhibit F
Right-of-Way Map

BARTRAM PARK RIGHT OF WAY

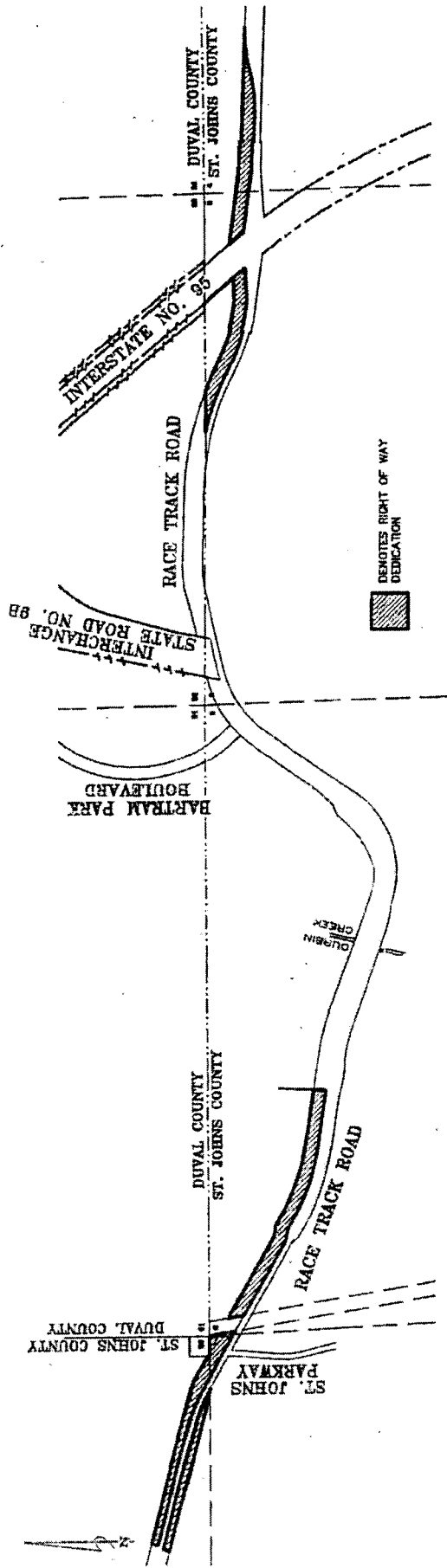


Exhibit G
Racetrack Road Segments

Bartram Park/West Segment of Race Track Road

