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**VILLAGE OF ESTERO, FLORIDA
DRI
RESOLUTION NO. 2018 - 17**

**A RESOLUTION OF THE VILLAGE COUNCIL OF THE
VILLAGE OF ESTERO, FLORIDA, ADOPTING A
CODIFIED DEVELOPMENT ORDER FOR THE
TIMBERLAND AND TIBURON DEVELOPMENT OF
REGIONAL IMPACT (DRI) (11TH AMENDMENT TO DRI
DO STATE #7-8384-46); AND PROVIDING AN EFFECTIVE
DATE.**

WHEREAS, Robert B. Roop, Executive VP, CFO of Miromar Outlet Parking West LLC (“applicant”) filed a notice of proposed change to DRI on the Miromar Outlet Mall property for a project known as **Miromar Outlet Hotel** to allow development of a 5-story, 135-room hotel on 2.3 acres in the Timberland and Tiburon Regional Impact; and

WHEREAS, the property is located in the northwest corner of the Miromar Outlet Mall property; and

WHEREAS, the subject property is zoned as Mixed Use Planned Development/Commercial Planned Development; and

WHEREAS, the applicant is requesting to amend the DRI Development Order to update the DRI which is now within the jurisdiction of the Village of Estero; and

WHEREAS, under Section 380.06(19), Florida Statutes, the proposed changes must be reviewed and evaluated to determine whether they constitute a substantial deviation from the terms of the existing Development Order; and

WHEREAS, the Village Council has reviewed the proposed Amendment and finds the changes do not constitute a substantial deviation, if development proceeds as conditioned in this Development Order; and

WHEREAS, the proposed changes to the Timberland and Tiburon DRI Development Order described herein are consistent with the adopted Comprehensive Land Use Plan of Lee County and applicable local land development regulations; and

WHEREAS, the proposed changes to the Timberland and Tiburon DRI Development Order are consistent with the State Comprehensive Plan, the Southwest Florida Regional Plan, and the State Land Development Plan; and

WHEREAS, the Planning and Zoning Board reviewed the request at its meeting on March 20, 2018 and recommended approval with conditions; and

CODIFIED DEVELOPMENT ORDER

FOR

TIMBERLAND AND TIBURON

A DEVELOPMENT OF REGIONAL IMPACT
(TENTH ELEVENTH AMENDMENT TO DRI DO)
#7-8384-46

I. FINDINGS OF FACT AND CONCLUSIONS OF LAW

A. The developer proposes to develop a mixed use project on approximately 921.2 acres in the northeast quadrant of I-75 and Corkscrew Road, including 2,279 residential dwelling units, which may include Assisted Living, Continuing Care, Independent Living units or other similar units in the mix of unit types, an 18 hole golf course, ~~a 200-room~~ 335 hotel units/conference center, the additional 135 units being subject to the conversion table in condition, and 910,000 square feet of retail commercial space, composed of a regional shopping mall, and specialty/convenience retail uses, a 7,950 seat sports complex, and 150,000 square feet of commercial office of which up to 50,000 square feet can be medical office. Specific land use information is provided on Exhibit A. The project originally was expected to build out in one phase, but has been built in several phases, with a current build out of September 30~~March 15, 2030.~~

The legal description of the property is attached as Exhibits F and G.

B. The subject property is presently zoned MPD and CPD under the Village of Estero Transitional Land Development Code (LDC) pursuant to the authority of Chapter 125, Florida Statutes, Chapter 61-2405, Laws of Florida (Special Acts), and the Lee County Zoning Regulations of 1962 and 1978, and 1986 as well as the Lee County Land Development Code (LDC), as amended; and

C. The proposed changes to the Timberland and Tiburon Development of Regional Impact (DRI) Application for Development Approval is consistent with the requirements of have been reviewed pursuant to the requirements of Section 380.06, Florida Statutes (2018), as amended by Chapter 2018-158, Laws of Florida; and

D. The proposed development is not in an area designated as an Area of Critical State Concern pursuant to the provisions of Section 380.05, Florida Statutes; and

E. The proposed changes do not have the effect of reducing the originally approved height, density, or intensity of the development; and

~~E. The development does not unreasonably interfere with the achievement of the objectives of an adopted State Land Development Plan applicable to the area; and~~

F. This Eleventh Amendment to the DRI incorporates and restates the prior approvals and conditions of approval, as changed by this Eleventh Amendment.

~~F. The development was initially reviewed by the State of Florida and was the subject of the report and recommendation adopted by that body and subsequently forwarded to Village of Estero pursuant to the provisions of Section 380.06, Florida Statutes, and the development, as modified by this Development Order, was consistent with the report and recommendations of the Southwest Florida Regional Planning Council.~~

II. ACTION ON THE REQUEST AND CONDITIONS OF APPROVAL

~~NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS~~ VILLAGE COUNCIL OF THE VILLAGE OF ESTERO, FLORIDA, in public meeting duly constituted and assembled that the proposed amendments to the Timberland and Tiburon DRI Development Order submitted by the University Highland Limited Partnership Miromar Outlet Parking West, LLC are APPROVED, subject to the following conditions, restrictions, and limitations:

A. DRAINAGE/WATER QUALITY

1. All commitments provided in the original ADA and the ADA submitted on July 10, 1996 with supplemental submittals, with respect to Question 19 (Drainage), are incorporated as conditions of approval, except where these commitments have been superseded by conditions included in the Environmental Resource Permit No. 36-01871-S, as it may be amended. The commitments include, but are not limited to, the use of grassed conveyance swales (flow-ways), spreader discharge swales, wetland preserves, dry retention areas including unfilled portions of the golf course, shallow lake littoral zones, exfiltration systems, vacuum sweeping of commercial parking lots 1 or 2 times per week, and routing of offsite surface water flows from wetland areas through the development's water management system.

2. The developer must implement an on-going maintenance and monitoring program that regularly inspects, maintains and samples the storm water drainage system in accordance with the conditions set forth in the Environmental Resource Permit No. 36-01871-S as it may be amended, during development of Timberland and Tiburon. The legal entity which will carry out this program during the operational phase has been established; the documents creating such entity were approved in advance by the County Attorney's Office. The program was designed in consultation with the staffs of the South Florida Water Management District, and Lee County. Final Approval of the program rests with the SFWMD and the Basis of Review Applicant's Handbook and Lee County under the LDC.

3. All irrigation water will be supplied through a centralized secondary system. No individual home wells will be permitted on the site. University Highlands irrigation water must be provided in accordance with SFWMD WUP #36-07362-W, Miromar will provide irrigation

water in accordance with SFWMD WUP #36-03355-W, and Grandezza will provide irrigation water in accordance with the water use permit (WUP) issued to Grandezza by the SFWMD. Prior to the issuance of the first local development order the applicant will meet with Lee County Utilities to review the availability and feasibility of obtaining reclaimed water. If reclaimed water is available in sufficient quantity and if the extension of reclaimed water lines is technically and financially feasible the applicant will utilize reclaimed water for irrigation purposes

4. No pesticides containing DDT will be applied to the golf course.

5. The developer must comply with all permits except as may be modified by conditions approved by the ~~Southwest Florida Regional Planning Council~~ and conditions as set forth herein.

B. ENERGY

The developer must incorporate, as a minimum, the following energy conservation features into all site plans and architectural programs, or insure that the following features are implemented through deed restrictions and/or covenants with successors in title. All applications for site plan approvals and building permits must be accompanied by a document detailing proposed compliance with these conditions. If deed restrictions or covenants are utilized to insure compliance, those documents must be approved by the County Attorney's Office prior to recording.

These features are:

1. A bicycle/pedestrian system connecting all land uses, to be placed along arterial and collector roads within the project, and also along Corkscrew Road. This system must be constructed in accordance with the ~~Lee County~~ Village of Estero standards, and must also include internal bikeways, sidewalks, and walking/jogging paths substantially as shown on Exhibit H from the A. D. A., the Master Development Plan.

2. Bicycle racks or storage facilities in recreational, commercial, and multi-family residential areas.

3. Bus stops, shelters, and other passenger and system accommodations for a transit system to serve the project area, in accordance with the specifications of the appropriate Village of Estero and Lee County agencies.

4. Energy-efficient features in window design (e.g., tinting and exterior shading), and operable windows and ceiling fans in residential units.

5. Energy-efficient appliances and equipment.

6. Prohibition against deed restrictions or covenants that prevent or unnecessarily hamper energy conservation efforts (e.g., building orientation, clotheslines, and solar water heating systems).

7. The minimum necessary coverage by asphalt, concrete, rock, and similar substances in streets, parking lots, and other areas to reduce local air temperatures and reflected light and heat, as determined by the Lee County Department of Community Development.

8. Energy-efficient lighting for streets, parking areas, and other interior and exterior public areas.

9. The maximum gallons per flushing cycle for water closets and the maximum flow rate per minute of shower heads and faucets must be consistent with the Florida Building Code.

10. Selection, installation, and maintenance of native plants, trees, and other vegetative and landscape design features that can be shown to reduce requirements for water, fertilizer, maintenance, and other needs, compared to non-native exotic plant species.

11. Planting of native shade trees for each residential unit, and to provide shade for all streets and parking areas.

12. Placement of trees to provide shade in the warmer months while not overly reducing the benefits of sunlight in the cooler months.

13. Orientation of structures, to reduce solar heat gain by walls and to utilize the natural cooling effects of the wind.

14. Provision for structural shading (e.g., trellises, awnings, and roof overhangs) wherever practical when natural shading cannot be used effectively.

15. Inclusion of porch/patio areas in residential units.

16. Establishment of an architectural review committee and consideration by the project architectural review committee(s) of energy conservation measures (both those noted here and others) to assist builders and tenants in their efforts to achieve greater energy efficiency in the development.

C. TRANSPORTATION

~~1. The developer must submit a biennial monitoring report, pursuant to a monitoring program performed by traffic engineers or transportation planners engaged by the developer, with the general biennial report required below. The program will be established to monitor the development's impact on the area's roadways. The monitoring program must be designed in cooperation with the Lee County Division of Transportation, which will determine specific information needed, frequency of information, critical roadway points, and any other necessary information. The monitoring report must contain p.m. peak-hour traffic counts with turning movements and level of service estimations at the project's access points on Corkscrew Road, Estero Parkway, and Ben Hill Griffin Parkway and at the intersections listed in Section C.5. In the event the Sports Complex is constructed, the Developer must address the additional monitoring requirements in conditions E.5 and E.6. For those intersections that exceed adopted~~

~~level of service standards the report will identify needed improvements. The report will also provide a level of service estimation for the roadway segments listed in Section C.5.~~

~~The developer submitted the first monitoring report to the Southwest Florida Regional Planning Council, the Lee County Division of Transportation, and FDOT one year after the issuance of the first certificate of occupancy for Timberland and Tiburon. Reports must then be submitted to the agencies listed above biennially until build-out of the project. If the biennial monitoring report finds that the projected total of 2,624 net new external p.m. peak hour trips is exceeded by 15% (3,018), the project will be deemed a substantial deviation pursuant to Section 380.06(19)(b)15, Florida Statutes, and the developer must undergo additional DRI review.~~

1. Upon the Village's written request for a traffic monitoring report from any or all of the phases of the DRI the property owner shall be responsible to respond with the requested information, which may include but not be limited to p.m. peak hour traffic counts and estimates of the level of service for the roadway segments and the intersections (with turning movements at intersections) identified by staff.

If such monitoring reports confirm that peak season, peak hour directional traffic on any remainder of the road segments and intersections referenced in Condition C.4 or C.5 exceeds the standards in Lee County's concurrency management standards system and the project is utilizing more than 5% of the level of service set forth in Policy 37.1.1. of the Village of Estero Transitional Comprehensive Lee Plan, then further building permits may not be granted until the standards of the County's concurrency management system have been met.

22. The Developer dedicated sufficient right-of-way along the south property line to provide 100 feet of right-of-way north of the proposed centerline of Corkscrew Road for widening Corkscrew Road up to six lanes, and constructed or cause to be constructed a four-lane, divided arterial section of Corkscrew Road from I-75 to Ben Hill Griffin Parkway prior to the issuance of the Certificate of Compliance for Phase I of the regional mall. The Developer and its successors in interest will not be eligible for any roads impact fee credits for this dedication and improvement, but they will be entitled to credits against assessments for the Corkscrew Road Service (CRSA) pursuant to Lee County Resolution #94-07-12.

33. During each phase of development, the Developer must make all intersection improvements, including signalization, turn lanes and deceleration lanes, deemed necessary by the County Engineer for the project's access points onto Corkscrew Road, Ben Hill Griffin Parkway, Estero Parkway, and other ~~public~~ County or Village roads. These improvements will be site-related and will not be eligible for roads impact fee credits. Intersections of entrances and roads from the Timberland and Tiburon development will be coordinated with those from properties on the opposite side of the road.

For development of the regional mall site, the project will be limited to the following: (1) one partial access point on Corkscrew Road between I-75 and Ben Hill Griffin Parkway, limited to right-in/right-out/left-in movements, approximately 660 feet west of Ben Hill Griffin Parkway; (2) a full access point on Ben Hill Griffin Parkway approximately 1,220 feet north of Corkscrew Road; and (3) a partial access point on Ben Hill Griffin Parkway

approximately 660 feet north of Corkscrew Road. However the County reserves the right to close or further limit that access, if the limited access connection to Corkscrew Road proves to be a safety hazard in the future, as determined by the County Engineer on the basis of an operational evaluation.

The developer is not eligible for credits against the Roads Impact Fee for these intersection improvements because they are “site-related”, as this term is defined in the Roads Impact Fee Ordinance.

4. On July 6, 1994, the Lee County Board of County Commissioners adopted Resolution 94-07-11 relating to the provision of infrastructure within the CRSA. The resolution included a finding that the Board of County Commissioners accepted a study entitled “Corkscrew Road Service Area: Implementation of Privately Funded Infrastructure Overlay Concept”. This study analyzed the demands for additional infrastructure that would be created by eight (8) developments within the CRSA, including Timberland and Tiburon and the 126.7 acre Humphrey Tract, and made specific recommendations as to the nature and extent of the mitigation that should be required of each of these developments. Ordinance 90-30 authorized the study by creating an MSBU for the CRSA. Resolutions 94-7-12 and 94-9-4 subsequently imposed assessments on the affected parcels to pay for the necessary improvements and cost incurred by Lee County in accordance with the findings of the study.

The approved CRSA plan indicated that the CRSA would be required to fund \$8,043,000.00 in road improvements in addition to the impact fees to be paid by the various developments to mitigate their traffic impacts. The plan also recommended that the CRSA assessments be used to widen Corkscrew Road from two (2) to four (4) lanes between I-75 and the Habitat DRI; the study found this improvement to be the equivalent of the property owners’ proportionate share of the unfunded road improvements that would be necessary to mitigate the impact of the projects within the CRSA. The use of the CRSA assessments to “pipeline” improvements to Corkscrew Road was approved by DCA on May 20, 1994. Timberland and Tiburon’s and the 126.7 acre Humphrey Tract’s contribution to the four-laning of Corkscrew Road through the two assessment programs described above is, therefore, a “pipeline” improvement that is being funded in lieu of proportionate share payments for other roads in the area.

5. In addition to the CRSA assessments described in Condition C. 4, the Developer of Timberland and Tiburon must pay Roads Impact Fees in effect at the time building permits are issued for all applicable residential and nonresidential development. If the Roads Impact Fees is repealed, reduced, or made unenforceable by court action, the developer must pay the Roads Impact Fees in effect as of the day prior to such change.

Payment of Roads Impact Fees, CRSA assessments, and contributions toward the construction of Ben Hill Griffin Parkway already committed by the developer (design, right-of-way donation and \$630,000 cash for construction), are in lieu of proportionate share payments for improvements to maintain the adopted level of service for the following road segments anticipated in the original assessment to be significantly impacted through the project build out:

a. Phase I (2000, in the original assessment)

Regional Roadways:

Corkscrew Road

- US 41 to Sandy Lane Widen to 4 lanes
- Sandy Lane to Three Oaks Pkwy. Widen to 4 lanes
- Three Oaks Pkwy. to I-75 Widen to 4 lanes

Intersections:

US 41/Corkscrew Road

Corkscrew Road/Three Oaks Pkwy.

Corkscrew Road/I-75 West Ramp

Corkscrew Road/I-75 East Ramp

b. Phase II (2005, in the original assessment)

Regional Roadways:

Alico Road

- US 41 to Three Oaks Pkwy. Widen to 6 lanes
- Three Oaks Pkwy. to I-75 Widen to 6 lanes

Bonita Beach Road

- Imperial Street to I-75 Widen to 6 lanes

Corkscrew Road

- Three Oaks Pkwy. to I-75 Widen to 6 lanes
- I-75 to T & T Shopping Center Entrance Widen to 6 lanes
- Ben Hill Griffin Pkwy.
to East T & T Entrance Widen to 4 lanes

I-75

- Bonita Beach Road to Corkscrew Road Widen to 6 lanes
- Corkscrew Road to Alico Road Widen to 6 lanes
- Alico Road to Daniels Pkwy. Widen to 6 lanes
- Daniels Pkwy. to Colonial Blvd. Widen to 6 lanes⁽¹⁾

US 41

- Coconut Road to Williams Road Widen to 6 lanes
- Williams Road to Corkscrew Road Widen to 6 lanes
- Corkscrew Road to ~~Koreshan Blvd.~~ n/k/a Estero Parkway Widen to 6 lanes⁽²⁾
- Koreshan Blvd. n/k/a Estero Parkway to San Carlos Blvd. Widen to 8 lanes
(or restrict access or improve parallel facility)⁽²⁾

- Alico Road to Island Park Road Widen to 6 lanes plus alternate facility⁽³⁾
- Island Park Rd. to Jamaica Bay West Widen to 6 lane plus alternate facility⁽³⁾
- Jamaica Bay West to Six Mile Pkwy. Widen to 6 lanes plus alternate facility⁽³⁾

Intersections:

- US 41/Six Mile Pkwy.
- US 41/Island Park Road
- US 41/San Carlos Blvd.⁽²⁾
- US 41/~~Koreshan Blvd.~~ Estero Parkway⁽²⁾
- US 41/Alico Road
- US 41/Williams Road
- US 41/Coconut Road
- Alico Road/Three Oaks Pkwy.
- Alico Road/I-75 West Ramps
- Alico Road/I-75 East Ramps
- Corkscrew Road/Treeline Ave.
- Bonita Beach Road/I-75 West Ramps
- Bonita Beach Road/I-75 East Ramps

c. Build out (2010, in the original assessment)

Regional Roadways:

- Alico Road
- US 41 to Three Oaks Pkwy. Widen to 6 lanes plus alternate facility⁽⁴⁾
- Three Oaks Pkwy. to I-75 Widen to 6 lanes plus alternate facility⁽⁴⁾
- Corkscrew Road
- T & T Shopping Center to Ben Hill Griffin Parkway Widen to 6 lanes
- East T & T Entrance to Wildcat Run I-75 Widen to 4 lanes
- Bonita Beach Rd. to Corkscrew Rd. Widen to 8 lanes or parallel facility⁽¹⁾
- Corkscrew Rd. to Alico Rd. Widen to 8 lanes or parallel facility⁽¹⁾
- Alico Road to Daniels Pkwy. Widen to 8 lanes or parallel facility
- Daniels Pkwy. to Colonial Blvd. Widen to 8 lanes or parallel facility⁽¹⁾
- US 41
- Alico Road to Island Park Road Widen to 6 lanes or 8 lanes plus alternate facility⁽⁵⁾
- Island Park Rd. to Jamaica Bay West Widen to 6 lanes or 8 lanes plus alternate facility⁽⁵⁾

-- Jamaica Bay West to Six Mile Pkwy.

Widen to 6 lanes or 8 lanes plus alternate facility⁽⁵⁾

Intersections:

Additional intersections are not impacted; however, additional improvements to those intersections listed above in Phases I and II may be necessary.

- (1) Link included because of state/regional policy to maintain LOS "C" on interstate*
- (2) Links and intersections not significant at build out but impacted in Phase II due to model assignment*
- (3) Metro Pkwy. Extension at 6 lanes*
- (4) Koreshan Blvd. n/k/a Estero Parkway Extension at 4 lanes*
- (5) restrict access and Metro Pkwy. Extension at 6LD (commitment to provide adequate capacity to support travel demand currently estimated at 14 lanes)*

The Roads Impact Fees collected by Lee County or Village of Estero from the developer will be used to mitigate the adverse impacts of the Timberland and Tiburon DRI (including the Humphrey Tract) on the regional roadways listed above, either directly or by providing alternative improvements that are consistent with Lee County's Map 3A Lee County 2030 Financially Feasible Highway Plan, as it may be amended. Construction schedules for improvements to these roadways will be designed to have the improvements in place coincident with development of Timberland and Tiburon.

6. The updated 2010 traffic assessment indicates that there are no significantly impacted roadways operating below acceptable levels of service at the end of buildout in 2018.

7. Nothing contained in this Development Order may be construed to exempt this development from participation in the funding, through Municipal Services Benefits Units (MSBU's) or other special assessment districts, of improvements to various state or county arterial and collector roads or intersections to the degree to which this development generates demand.

8. Findings "s" and "t" of Lee County Resolution #94-07-11, in which the County accepted the CRSA report, indicate that all of the development anticipated in the report will comply with Lee County's concurrency requirements if the report is fully implemented. In light of the "pipeline" transportation improvements recommended by the study and described in Condition C.4 above, the Timberland and Tiburon DRI (including the Humphrey Tract) will be deemed concurrent for the duration of the project with regard to the following road segments and associated intersections regardless of their levels of service:

- a. Corkscrew Road, from US 41 to the entrance of Wildcat Run;
- b. US 41 from Alico Road to Six Mile Parkway;
- c. Ben Hill Griffin Parkway from Corkscrew Road to Alico Road; and
- d. Alico Road, from Three Oaks Parkway to I-75.

~~If biennial monitoring reports confirm that peak season, peak hour directional traffic on any remainder of the road segments and intersections referenced in Condition C.5 above exceeds the standards in Lee County's concurrency management system and the project is utilizing more than 5% of the level of service set forth in Policy 37.1.1. of the Lee Plan, then further building permits may not be granted until the standards of the County's concurrency management system have been met.~~

9. Lee County will only accept for maintenance those internal roads that are designated on the Official Traffic Ways Map.

10. The developer agrees not to use or develop the 75 feet along the northern property line east of Ben Hill Griffin Parkway until further amendment of this DRI Development Order allows for development within that area

11. If hotel units over and above 200 units are constructed, the developer must convert non-residential square footage to hotel rooms not to exceed 335, based on the following conversion rates, which are reflective of no increase in the number of net new external peak hour trips for the overall Timberland and Tiburon DRI.

100 square foot retail shopping center = 1.50 hotel rooms

100 square foot outlet mall retail = 0.64 hotel rooms

100 square foot general office = 0.50 hotel rooms

100 square foot medical office = 1.50 hotel rooms

D. REGIONAL SHOPPING CENTER

1. The regional shopping center was approved and constructed in accordance with the conditions in this Development Order.

E. SPORTS COMPLEX

1. The DRI permits a sports complex consisting of ice and roller rinks and an arena collectively containing 7,950 seats, and a 5,000 square foot restaurant (internal and accessory to the sports complex).

2. In order to address the estimated 145 p.m. peak hour trip impact of the Sports Complex, the traffic mitigation for the sports complex scenario consist of the payment of \$285,534 in road impact fees and \$141,338 towards the CRSA Construction special assessment, for a total contribution of \$426,872. These payments were paid prior to the issuance of the Certificate of Occupancy for the Sports Complex.

3. All minor league hockey games and other special events at the Sports Complex are limited to non-holiday weekday evenings (after 7:00 p.m.), weekends and/or holidays.

4. Prior to the issuance of a Certificate of Occupancy for the Sports Complex site, the applicant developer constructed and/or instituted the following improvements:

(a) Four lane divided Tiburon Boulevard from Ben Hill Griffin Parkway to the Sports Complex.

(b) Expanded turn lanes at the south intersection of the Tiburon Boulevard and Ben Hill Griffin Parkway, including a dual northbound to westbound left-turn lane, a separate southbound to westbound right-turn lane, an eastbound to northbound left-turn lane, an eastbound through lane, and an eastbound to southbound right-turn lane.

(c) Turn lanes at the north Tiburon Boulevard intersection with Ben Hill Griffin Parkway, including a southbound to westbound right-turn lane, an eastbound to northbound left-turn lane, and an eastbound to southbound right-turn lane.

(d) Development of a special event traffic plan in conjunction with the Lee County Division of Transportation and the Lee County Sheriff's Office. The plan must identify the preferred routes for ingress/egress to the facility, locations for police control of the critical intersections, charter bus ingress/egress provisions, and provisions relating to public transit routing and off-street parking provisions and usage.

The developer was not eligible for credits against Roads Impact Fees for these improvements because they are site related, as this term is defined in the Roads Impact Fee Ordinance.

5. The Sports Complex was constructed, and the following road segments and intersections were anticipated to be significantly impacted by the end of T&T Phase I (original):

Regional Roadways:

US 41

--Alico Road to Island Park Road

--Island Park Road to Jamaica Bay West

Interstate 75

--Alico Road to Daniels Parkway

Regional Intersections:

US 41/Island Park Road

US 41/Alico Road

Alico Road/I-75 East Ramps

Alico Road/I-75 West Ramps

These road segments and intersections will be monitored in accordance with Condition C.1.

6. ~~As part of the traffic monitoring requirements specified in Condition C.1, besides tracking the overall DRI traffic impact, T~~the owner of the Sports Complex was required to submit an annual monitoring report to specifically identify the traffic generated by the Sports Complex during the p.m. peak hour (defined as from 5:00 p.m. to 6:00 p.m.). Counts with turning movements were to be performed annually at the Complex's north and south intersections with the loop road off of Ben Hill Griffin Parkway, on nights when minor league hockey games or special events were scheduled. These counts were to be conducted for five years after the opening of the Sports Complex. Should the traffic generated by the Complex exceed 145 p.m. peak hour trips, the Timberland and Tiburon Sports Complex's impact fees and contribution to the CRSA construction special assessment were to be reevaluated and any additional contribution attributable to the Sports Complex specified. If additional mitigation is required due to the impacts of the Sports Complex, the owner of the Sports Complex will be responsible for mitigating the impacts. As property within the Timberland and Tiburon DRI was sold, buyers were to be made aware of the obligations of the overall DRI and the potential for adjustments in the mitigation contributions.

The monitoring report for the Sports Complex was to also identify how many nights in the last year the 7,500-seat arena component was used, in order to verify the assumptions that went into the impact fee calculation. If the arena was used more than 30% of the year (110 days), then the developer was to conduct a traffic study verifying the conditions for the Sports Complex that serve as inputs to be used in the road impact fee calculation (average daily traffic, trip lengths, etc.). The new inputs would then be used to calculate the appropriate road impact fee to be paid for the Complex, with credit for road impact fees already paid.

The Sports Complex was opened in 1998 and monitoring was undertaken. Therefore, the five year time period identified above has been satisfied and the traffic monitoring specific to the Sports Complex is no longer applicable.

F. COMMITMENTS AND MONITORING

1. All commitments and impact-mitigating actions provided by the developer within the current and predecessor Applications for Development Approval (and supplementary documents) for the Timberland and Tiburon DRI that are not in conflict with specific conditions for project approval stated above are officially adopted as conditions for approval.

~~2. The developer must submit a biennial report on this Development of Regional Impact to Lee County, the Southwest Florida Regional Planning Council, the Department of Community Affairs, and all affected permit agencies as required by Section 380.06(16), Florida Statutes.~~

G. EDUCATION

1. The developer must provide school bus stops within residential areas of the project, whose design features and specific locations are determined in conjunction with the Lee County School Board. The design and locations must be consistent with the Lee County Village of Estero Building and Land Development Codes.

2. The developer will comply with the conditions set forth in its Settlement Agreement with the School Board of Lee County, Florida, a copy of which is attached as Exhibit E and made a part of this Development Order. The settlement agreement provides that University Highlands Limited Partnership received One Million Dollars in school impact fee credits that can be used in the Timberland and Tiburon DRI and the credits do not have a termination date.

~~H. HOUSING~~

~~The affordable housing analysis indicates that the commercial development constructed prior to 2010 and the remaining commercial development provided for herein, does not create a regionally significant, unmet demand for affordable housing. The Developer must reexamine the affordable housing needs for the undeveloped portion of the DRI, prior to the approval of any extension to the build-out of the DRI using the methodology set forth in Rule 9J-2.048 (Adequate Housing Uniform Standard Rule), including the June 2, 2006 Summary of General Agreements issued by the DRI Affordable Housing Interim Study Memorandum. If there is a regionally significant unmet demand, the Developer(s) must provide appropriate mitigation in accordance with the Rule or reduce the development parameters to a level at which there is no regionally significant unmet demand.~~

H. HURRICANE

1. The developer met with the Lee County Disaster Preparedness officials prior to the first phase of final plan approval to discuss potential use of the non-residential areas for storm shelter purposes.

2. The developer must establish and maintain a hurricane evacuation program of education information for the hotels ~~complex~~, the congregate senior housing facility, and condominium/homeowner's associations.

3. The owners and lessees must permit Lee County to use part of the parking areas of the shopping center and any commercial building for the purpose of receiving, redirecting and storage of resources, such as: equipment, personnel and other resources, for a limited time during a state of emergency until they are disseminated to other geographic zones in the County.

4. Owners and employers for the commercial areas are encouraged to consider on-site sheltering for their own employees and families as part of their individual hurricane preparedness plans.

I. VEGETATION AND WILDLIFE/WETLANDS

1. All developer commitments appearing in the ADA and sufficiency responses concerning the preservation of wetland, transition areas, and water management designs are hereby incorporated as conditions of approval, except as modified herein.

2. The original developer applied for and obtained a permit (Permit #199302371) from the U.S. Army Corps of Engineers (ACOE) to fill specified jurisdictional wetlands on this site (See Exhibit "C"). That permit incorporated the terms of a June 19, 1996 agreement between the developer and Lee County. The agreement required the developer to pay, as off-site mitigation, Environmental Assessments of \$1700.00 per developed acre (up to \$1,200,000.00 in total) as a condition of local development order approval. This agreement is attached as Exhibit "D" to the DRI development order.

Between 1997 and 2001, the County collected \$830,727 in Environment Assessments in accordance with the agreement. In June of 2005, \$634,202.01 of Environmental Assessments were used to purchase lands within the target area designated in the 1996 agreement (site 93, Imperial Marsh Preserve). Approximately \$196,525 of funds collected remain for restoration, preservation, and management of the portion of the preserve purchased with the Environmental Assessments, in accordance with the Agreement. If ACOE finds mitigation required under the 1996 agreement is not sufficient then the developer will be responsible to provide for the mitigation required by the ACOE.

Lee County used the proceeds from this Environmental Assessment to acquire lands within the areas identified in Exhibit "D" of the June 19, 1996 agreement. The portion of the Imperial Marsh Preserve purchased with the Environmental Assessments will be managed by Lee County in an environmentally responsible manner and in accordance with procedures adopted by the County. The County must coordinate their management efforts with the South Florida Water Management District and other Lee County programs so that the total area acquired is managed to preserve and enhance its wildlife habitat and environmental value.

The developer of the property described in Exhibit G (this is the legal exhibit of the University Highlands Limited Partnership site since there are no Areas 1 and 2 on Map H) has applied for a new ACOE Permit that will required different off-site mitigation for wetland and wildlife impacts which has been completed. All future development on the University Highlands Limited Partnership portion of the property must be consistent with its ~~the new~~ ACOE permit, all necessary permits from Florida Department of Environmental Protection (DEP), the South Florida Water Management District (SFWMD), and permits issued by other applicable state and federal agencies.

3. The developer must conduct and submit surveys for Village of Estero Lee County protected species meeting the standards of the applicable Village of Estero Land Development Code ~~Lee County Administrative Code~~ as part of each application for a local development order where required by the Land Development Code ~~LDC Section 10-473~~. A management plan meeting the requirements of the Land Development Code ~~LDC Section 10-474~~ must also be submitted as part of each local development order application for property on which a survey indicates the presence of one or more protected species.

4. The developer must utilize a native landscaping program throughout the project, with an effort to save and create native upland habitat. This program will be reviewed at time of local development order by the ~~Lee County Department of Community Development~~ Village of Estero.

5. The developer must comply with the standards for open space and indigenous preservation in the Village Transitional LDC Sections 10-415 and 34-935(g), as may be amended, on the DRI parcel as a whole, provided however, that individual parcels within the development may be permitted by Village of Estero~~Lee County~~ to deviate from the requirements in Section 10-415.

6. Prior to the issuance of a ~~Lee County~~Village of Estero Tree Removal Permit for any phase of development on the Timberland and Tiburon DRI Site, the Developer must submit a management plan, consistent with the ERP and the ACOE 404 permit which protects the Eastern Indigo snake from injuries associated with construction activities. This plan will be reviewed by the ~~Lee County Division of Environmental Services~~ Village of Estero.

7. Grandezza Master Homeowners Association and its successors must implement the Florida Black Bear Management Plan prepared by Kevin L. Erwin Consulting Ecologists, Inc., on the Humphrey Parcel and comply with all wildlife standards set forth therein.

8. All lands added to the Timberland and Tiburon DRI are subject to the wildlife standards of the original DRI Development Order as amended.

J. COMMUNITY SERVICES

1. Landowners east of I-75 along Corkscrew Road entered into an agreement with the Estero Fire District to fund a pro-rata share of a new fire station. The landowners collectively committed to a total of one million dollars over a ten year period, of which Timberland and Tiburon will pay \$400,000, at \$40,000 per year for ten years. The first payment was due on May 1st of each year beginning in 1995.

2. The payments referenced in paragraph 1 above were eligible for a credit against the County fire impact fees. Note: In 1998, a determination was made by the County that the CRSA assessment for the mitigation of fire impacts satisfied the original project's obligation for further mitigation based on the development parameters then in effect.

3. The 126.7-acre Humphrey Tract added to the DRI in 2002 entered into an agreement with the Estero Fire District to fund a pro rata share of a new fire station. The owners of the Humphrey Tract were assessed \$52,500 which was paid at \$5,250 per year for ten years beginning in 1995. The developer received a credit against future fire impacts applicable to development on the Humphrey Tract for the \$52,500 payment secured in 1995. For credit purposes, the County will adjust \$52,500 beginning on June 16, 1995, the date the Declaration between the Humphrey Trust and the Estero Fire Protection and Rescue Services District was recorded in the Public Records of Lee County. The adjustment will be based on the CPI-U Standard referenced in Lee County Land Development Code, Section 2-395(a)(4), unless a different standard of adjustment is adopted prior to the application of credits.

4. In accordance with Section XIII of the Declaration signed by both the Humphrey Trust and Timberland Limited and Tiburon Limited, fire impact fee credits issued on either the Humphrey parcel or the original Timberland and Tiburon DRI parcel may not be

transferred for use on property other than the property used in each agreement to guarantee the payments.

K. RECREATION AND OPEN SPACE

The developer will provide on-site recreational facilities for the development based on the likely demographic profile of the residents. In addition, certain of the recreation improvements may be eligible for credit against the Community Parks Impact Fee Program.

L. OTHER

~~Lee County~~The Village of Estero acknowledges that any infrastructure and public service deficits created as a result of the impacts of this development will be fully addressed by the payment of impact fees and the CRSA assessment.

III. LEGAL EFFECT AND LIMITATIONS OF THIS DEVELOPMENT ORDER, AND ADMINISTRATIVE REQUIREMENTS

BE IT FURTHER RESOLVED, by the ~~Board of County Commissioners~~Council of The Village of Estero~~Lee County~~, Florida, that:

Resolution. This resolution constitutes the Development Order of ~~this Board~~ the Village Council issued in response to the application for amendment filed by Miromar to the Timberland and Tiburon Development of Regional Impact. Application for Development Approval Filed by Timberland, Ltd. And Tiburon, Ltd., and the Notification of Proposed Change filed by University Highland Partnership, and the Village in response to the application for a change filed by Miromar Notice of the adoption of this amendment to the Timberland and Tiburon Development of Regional Impact shall be recorded by the developer, in accordance with section 28.222, Florida Statutes, with the clerk of the Lee County circuit court.

2. Additional Developer Commitments. All commitments and impact mitigating actions volunteered by the developer in the prior and current Applications for Development Approval and supplementary documents and not in conflict with conditions or stipulations specifically enumerated above are hereby adopted ~~to~~ as part of the Development Order by reference.

3. Binding Effect. This Development Order is binding upon the developer and their heirs, assignees, or successors in interest. Those portions of this Development Order which clearly apply only to the project developer, including but not limited to the initial construction of capital facilities, will not be construed to be binding, however, upon future residents of single family dwelling units or persons purchasing individual house sites for personal residential purposes.

It is hereby declared that the terms and conditions set out in this document constitute a basis upon which the developer and ~~Village County~~ may rely in future actions necessary to implement fully the final development contemplated by this Resolution and Development Order.

All conditions, restrictions, stipulations and safeguards contained in this Resolution and Development Order may be enforced by either party hereto by action at law or equity, and all costs of such proceedings, including reasonable attorney's fees, shall be paid by the defaulting party.

4. Successor Agencies. It is understood that any reference herein to any governmental agency will be construed and designated as successor in interest to, or which otherwise possesses any of the powers and duties of any referenced governmental agency in existence on the effective date of this Development Order.

5. Severability. In the event that any portion or section of the Development Order is determined to be invalid, illegal, or unconstitutional by a court of competent jurisdiction, such decision will in no manner affect the remaining portions or sections of the Development Order which will remain in full force and effect.

6. Applicability of Regulations. The approval granted by this Development Order is limited. Such approval will not be construed to obviate the duty of the applicant to comply with the applicable local or state review and permitting procedures.

7. Further Review. Subsequent requests for local development permits will not require further review pursuant to Section 380.06, Florida Statutes, unless it is found by the Village of Estero Board of County Commissioners, after due notice and hearing, that ~~one or more of the following is present:~~

(a) ~~A substantial deviation from the terms or conditions of this development order, or other changes to the approved development plans which create a reasonable likelihood of adverse regional impacts or other regional impacts which were not evaluated in the review by the Southwest Florida Regional Planning Council; or~~

(b) ~~An expiration of the period or effectiveness of this development order has occurred as provided herein.~~

~~If the DRI expires, the Village Board will order a termination of all development activity until such time as a new DRI Application for Development Approval has been submitted, reviewed and approved in accordance with Section 380.06, Florida Statutes, the appropriate application for development approval has been submitted and all local approvals have been obtained.~~

8. Build out and Termination Dates. This Development Order will expire on ~~September 30~~March 15, 2030, unless an extension is approved. An extension may be granted by the ~~Board of County Commissioners~~Village Council if the project has been developing substantially in conformance with the original plans and approval conditions, ~~and if no substantial adverse impacts not known to the Southwest Florida Regional Planning Council or to Lee County at the time of their review and approval, have been identified, as amended.~~

Assurance of Compliance. The ~~Lee County~~Village of Estero Department of Community Development or his/her designee, is the local official responsible for assuring compliance with

this Development Order. No permits or approvals will be issued if the Developer fails to act in substantial compliance with the development order.

~~10. Biennial Reports. The developer, and his successor(s) in title to the undeveloped portion of the subject property, must submit a report biennially to the Lee County Board of County Commissioners, the Southwest Florida Regional Planning Council, the State land planning agency, and all affected permit agencies. This report must describe the state of development and compliance as of the date of submission, and must further be consistent with the rules of the State land planning agency. The biennial report must be submitted on form BLWM-07-85. The first biennial monitoring report must be submitted to the Administrative Director of the Department of Community Development not later than October 31, 2010 and further reporting must be submitted not later than November 1st of every other subsequent calendar year thereafter. Failure to comply with this reporting procedure is governed by Section 380.06(16) F.S.~~

~~The developer must file the biennial monitoring reports until actual or declared build out of the project. The content of the biennial report must include the information set forth in Exhibit B. The Miromar Development, Inc. and the University Highland Limited Partnership are the parties responsible for filing the biennial monitoring reports until one or more successor entities are named in the development order. The Developer must inform successors in title to the undeveloped portion of the real property covered by this development order of the biennial reporting requirement. Tenants or owners of individual lots or units have no obligation to comply with this reporting condition.~~

104. Effective Date. This Development Order shall be effective upon adoption of Resolution 2018-17 at second reading.

Adopted **BY THE VILLAGE COUNCIL** of the Village of Estero, Florida, this 24th day of October, 2018.

Attest:

VILLAGE OF ESTERO, FLORIDA

By: _____
Kathy Hall, MMC, Village Clerk

By: _____
James R. Boesch, Mayor

Reviewed for legal sufficiency:

By: _____
Nancy Stroud, Esq., Village Land Use Attorney

Vote:	AYE	NAY
Mayor Boesch	_____	_____
Vice Mayor Ribble	_____	_____
Councilmember Batos	_____	_____
Councilmember Errington	_____	_____
Councilmember Levitan	_____	_____
Councilmember McLain	_____	_____
Councilmember Wilson	_____	_____

Exhibits:

- A Proposed Land Use Table
- ~~B Guidelines for filing Biennial Monitoring Report~~ Intentionally Deleted
- C Corps Permit 199302371
- D Agreement between Lee County and Developer dated 6-19-96 pertaining to Vegetation, Wildlife/Wetland Condition
- E Agreement between Developer and Lee County School Board dated August 1985
- F Legal Description of Humphrey Tract
- G Legal Description of Entire DRI
- H Map H

EXHIBIT A
TIMBERLAND AND TIBURON
PROPOSED LAND USE

	Single Family Homes		Multi-Family (-inc. ACLF units)	TOTAL	Retail	General Office	Retail Shopping Center	Hotel	Golf Course	Sports Complex (Seats)
	----	----								

	490			2,279	210,000 ¹	150,000 ²	700,000	200 335	18 Holes	7,950

1. Includes approved/undeveloped 7,384 square feet, 5,000 square feet of restaurant, 110,616 square feet for the Shops at Grandezza, and the proposed addition of 87,000 square feet.

2. May include up to 50,000 square feet of medical office.

At build out, the uses on the parcel were projected to be as follows:

	ACREAGE		
CONCEPTUAL LAND USE BREAKDOWN			
C.P.D. (Outlet Mall including 135 hotel rooms)	± 75 Ac.		
Pro Shop/Club House	± 7.4 Ac.		
General Commercial Areas	± 28.8 Ac.		
Hotel Site (future) (200 rooms)	± 6.5 Ac.		
Sports Complex	± 26.6 Ac.		
Multi-Family Residential Areas	± 187.9 Ac.		
Single-Family Residential Areas	± 101.1 Ac.		
Single/Multi-Family Residential Area	± 2.1 Ac.	±	±
Sales Center	± 1.9 Ac.	±	±
Maintenance Area	± 2.0 Ac.	±	±
Office Area	± 5.7 Ac.		
Lakes (proposed)	± 101.1 Ac.		
(existing)	± 17.3 Ac.		

Upland Preservation Areas	± 2.8 Ac.		
Wetland Enhancement/Preservation Areas	± 31.6 Ac.		
Internal Right-of-ways	±		
Ben Hill Griffin Parkway R.O.W.	± 17.4 Ac.		
Internal Road R.O.W.	± 28.8 Ac.		
Internal Easements/R.O.W. Reservations	±		
Corkscrew Road R.O.W.	± 4.7 Ac.		
Future Easement	± 2.8 Ac.		
Golf Course/Open House	± 143.0 Ac.		
SUBTOTAL	± 794.5 Ac.		
<u>HUMPHREY PARCEL</u>			
Single/Multi-Family Residential	± 53.8 Ac.	±	±
Open Space/Green Areas	± 7.3 Ac.	±	±
Lakes (Proposed)	± 14.1 Ac.	±	±
Wetland Conservation Areas	± 21.3 Ac.	±	±
F.P. & L. Easement	± 11.3 Ac.	±	±
Internal R.O.W.	± 9.6 Ac.	±	±
Club House	± 0.9 Ac.	±	±
Future Easement R.O.W. Reservations		±	±
Corkscrew Road - South	± 5.5 Ac.	±	±
50' D.E. - North	± 2.9 Ac.		
SUBTOTAL	± 126.7 Ac.		
TOTAL PROJECT ACREAGE	± 921.2 Ac.		

~~_____DRI
_____EXHIBIT B
_____BIENNIAL MONITORING REPORT REQUIREMENTS~~

~~The Biennial Monitoring Report that must be submitted by the Developer in accordance with Subsections 380.06(15) and 380.06(18), Florida Statutes, and 9J-2.025(7), Florida Administrative Code, must include the following:~~

- ~~A. Any changes in the plan of development or in the representations contained in the application for development approval, or in the phasing for the reporting year and for the next year;~~
 - ~~B. A summary comparison of development activity proposed and actually conducted for the reporting period;~~
 - ~~C. Identification of undeveloped tracts of land, other than individual single family lots, that have been sold to separate entities or developers.~~
 - ~~D. Identification and intended use of lands purchased, leased, or optioned by the developer adjacent to the original DRI site since the development order was issued;~~
 - ~~E. A specific assessment of the developer's and the local government's compliance with each individual condition of approval contained in the DRI Development Order and the commitments which are contained in the application for development approval and which have been identified by the local government, the RPC, or the DCA as being significant;~~
 - ~~F. Any requests for substantial deviation determination that were filed in the reporting year and to be filed during the following reporting period;~~
 - ~~G. An indication of a change, if any, in local government jurisdiction for any portion of the development since the development order was issued;~~
 - ~~H. A list of significant local, state, and federal permits which have been obtained or which are pending by agency, type of permit, permit number and purpose of each;~~
 - ~~I. A statement that all persons have been sent copies of the biennial report in conformance with Subsections 380.06(15) and (18), Florida Statutes;~~
- ~~— A copy of any recorded notice of the adoption of a development order or the subsequent modification of an adopted development order that was recorded by the developer pursuant to Paragraph 380.06(15)(f), Florida Statutes.—~~
- ~~— Provide written commentary in the Biennial Report describing any and all trends associated with development activities found in the reporting period, including actions to be implemented which address negative impacts identified.—~~

~~NOTE: The Florida Administrative Code specifically requires that the development order specify the requirements for the biennial report. The Administrative Code requires that the biennial report will be submitted to DCA, the RPC, and the local government on Form RPM-BSP Annual Report-1.~~

EXHIBIT A
TIMBERLAND AND TIBURON
PROPOSED LAND USE

	Single Family Homes		Multi-Family -(inc. ACLF units)	TOTAL	Retail	General Office	Retail Shopping Center	Hotel	Golf Course	Sports Complex (Seats)
	---	---								

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Wetland Enhancement/Preservation Areas	± 31.6 Ac.		
Internal Right-of-ways	±		
Ben Hill Griffin Parkway R.O.W.	± 17.4 Ac.		
Internal Road R.O.W.	± 28.8 Ac.		
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F.P. & L. Easement	± 11.3 Ac.	±	±
Internal R.O.W.	± 9.6 Ac.	±	±
Club House	± 0.9 Ac.	±	±
Future Easement R.O.W. Reservations		±	±
Corkscrew Road - South	± 5.5 Ac.	±	±
50' D.E. - North	± 2.9 Ac.		
SUBTOTAL	± 126.7 Ac.		
TOTAL PROJECT ACREAGE	± 921.2 Ac.		

~~_____~~
~~_____~~
~~_____~~ DRI
EXHIBIT B
BIENNIAL MONITORING REPORT REQUIREMENTS

The Biennial Monitoring Report that must be submitted by the Developer in accordance with Subsections 380.06(15) and 380.06(18), Florida Statutes, and 9J-2.025(7), Florida Administrative Code, must include the following:

- ~~A. Any changes in the plan of development or in the representations contained in the application for development approval, or in the phasing for the reporting year and for the next year;~~
- ~~B. A summary comparison of development activity proposed and actually conducted for the reporting period;~~
- ~~C. Identification of undeveloped tracts of land, other than individual single family lots, that have been sold to separate entities or developers.~~
- ~~D. Identification and intended use of lands purchased, leased, or optioned by the developer adjacent to the original DRI site since the development order was issued;~~
- ~~E. A specific assessment of the developer's and the local government's compliance with each individual condition of approval contained in the DRI Development Order and the commitments which are contained in the application for development approval and which have been identified by the local government, the RPC, or the DCA as being significant;~~
- ~~F. Any requests for substantial deviation determination that were filed in the reporting year and to be filed during the following reporting period;~~
- ~~G. An indication of a change, if any, in local government jurisdiction for any portion of the development since the development order was issued;~~
- ~~H. A list of significant local, state, and federal permits which have been obtained or which are pending by agency, type of permit, permit number and purpose of each;~~
- ~~I. A statement that all persons have been sent copies of the biennial report in conformance with Subsections 380.06(15) and (18), Florida Statutes;~~
- ~~— A copy of any recorded notice of the adoption of a development order or the subsequent modification of an adopted development order that was recorded by the developer pursuant to Paragraph 380.06(15)(f), Florida Statutes. —~~
- ~~— Provide written commentary in the Biennial Report describing any and all trends associated with development activities found in the reporting period, including actions to be implemented which address negative impacts identified. —~~

~~NOTE: The Florida Administrative Code specifically requires that the development order specify the requirements for the biennial report. The Administrative Code requires that the biennial report will be submitted to DCA, the RPC, and the local government on Form RPM-BSP Annual Report 1.~~

EXHIBIT C

DEPARTMENT OF THE ARMY PERMIT

Permittee: Timberland, Ltd. and Tiburon, Ltd.

Permit Number: 199302371

Issuing Office: U.S. Army Engineer District, Jacksonville

NOTE: The term "you" and its derivatives, as used in this permit, means the permittee or any future transferee. The term "this office" refers to the appropriate district or division office of the Corps of Engineers having jurisdiction over the permitted activity or the appropriate official of that office acting under the authority of the commanding officer.

You are authorized to perform work in accordance with the terms and conditions specified below.

Project Description: Place fill and excavate in 145.8 acres of wetlands to construct roads, elevated pads for buildings, and stormwater treatment lakes for a mixed-use development.

The work described above is shown on the attached plans numbered 99302371 in 33 pages dated May 17, 1996.

Project Location: Estero River watershed northeast of the intersection of Interstate 75 and Corkscrew Road in Sections 25 and 26, Township 46 South, Range 25 East, Lee County, Florida.

Permit Conditions:

General Conditions:

1. The time limit for completing the work authorized ends on MAY 20 2006. If you find that you need more time to complete the authorized activity, submit your request for a time extension to this office for consideration at least one month before the above date is reached.

2. You must maintain the activity authorized by this permit in good condition and in conformance with the terms and conditions of this permit. You are not relieved of this requirement if you abandon the permitted activity, although you may make a good faith transfer to a third party in compliance with General Condition 4 below. Should you wish to cease to maintain the authorized activity or should you desire to abandon it without a good faith transfer, you must obtain a modification of this permit from this office, which may require restoration of the area.

97 OCT 22 AM 11:36
LIFE COUNTY
RECEIVED
SUB. NRS. CENTER
SECTION 101
JACKSONVILLE

3. If you discover any previously unknown historic or archeological remains while accomplishing the activity authorized by this permit, you must immediately notify this office of what you have found. We will initiate the Federal and state coordination required to determine if the remains warrant a recovery effort or if the site is eligible for listing in the National Register of Historic Places.

4. If you sell the property associated with this permit, you must obtain the signature and mailing address of the new owner in the space provided and forward a copy of the permit to this office to validate the transfer of this authorization.

5. If a conditioned water quality certification has been issued for your project, you must comply with the conditions specified in the certification as special conditions to this permit. For your convenience, a copy of the certification is attached if it contains such conditions.

6. You must allow representatives from this office to inspect the authorized activity at any time deemed necessary to ensure that it is being or has been accomplished in accordance with the terms and conditions of your permit.

Special Conditions:

1. The permittee will have legally sufficient conservation easements prepared to ensure that the conservation areas will remain in their natural state in perpetuity. The conservation areas are defined as those areas labeled as "Upland Preservation" and "Wetland Preservation" on page 2 of the enclosed drawings and the lake and littoral zone creation. The conservation areas will not be disturbed by any dredging, filling, land clearing, agricultural activities, planting, or any other construction work whatsoever (except specifically required by other special conditions of this permit). The permittee agrees that the only future utilization of the conservation areas in question will be as a purely natural area.

a. This condition does not forbid the submission of future applications to construct boardwalks and/or nature trails.

b. The permittee will prepare the proposed conservation easements, including a description, to include scaled drawings, of the area in question and submit the same to the Jacksonville District Office of Counsel, care of the Regulatory Division, for legal review and approval. The conservation easement for any single conservation area shall be submitted not later than the date of approval of the first local Development Order whose boundary adjoins that of the conservation area in question.

b. No later than 30 days after approval by this office, the permittee will record the easement in the public records of Lee County, Florida and a certified copy of the recorded document, plat, and verification of acceptance from the grantee will be forwarded to this office.

2. The permittee shall enter into a binding agreement with Lee County where the permittee supports the acquisition and management of lands in Lee County through payment of an "Environmental Assessment." The binding agreement shall include the recitals found in the draft agreement found on pages 1 through 19, inclusive, of the enclosed drawings. The draft agreement and, upon signature by the parties, the final agreement, are hereby incorporated into this permit. Any changes from the enclosed draft agreement must be approved by this office. This office's interest in the terms of the agreement are that the agreement commits the parties to the acquisition of a lands at locations, of quantity, and with and with management (including restoration) that will provide compensation for the impacts of the permitted impacts through improvement of the wildlife habitat and other wetland functions in the region.

a. The Environmental Assessment will be a per-acre fee based on the 705.4 "net" acres within the project's property boundaries. The "net" acreage is calculated by subtracting "excluded" lands from the gross area of the property. The gross area of the property is approximately 794.2 acres. "Excluded" lands are: the wetland and upland preserves; right of ways for Treeline, Corkscrew and Koressan roads, and the borrow pit; for a total of approximately 88.8 acres. The Environmental Assessment will be a condition of any Lee County local Development Order issued under Chapter 10 of the Lee County Development Code for any portion of the property. The fee will be assessed at the rate of \$1,700 per "net" acre within the boundaries of each local Development Order. The \$1,700 per "net" acre rate shall be used for all the local Development Orders except for the last one within the property boundaries. For the last local Development Order, the fee shall be whatever the amount is needed to result in a total cumulative payment of \$1,200,000.

b. The binding agreement, with any modifications approved by this office, if any, must be signed by both parties and a copy provided to this office prior to the start of any physical construction within the property boundaries of the entire project (including both "excluded" and "net" land areas).

c. The Environmental Assessment shall be paid before any physical construction occurs on the for which the local Development Order has been approved.

d. The permittee shall submit a Progress Report at the time each local Development Order approval describing the status of the binding agreement.

(1) However, if there is no local Development Order issued within a year, then the permittee shall submit a Status Report describing either "no change" or listing the changes from the last Progress Report, in particular, changes in the status of the expenditure of fees already paid. The first Status Report shall be submitted on May 17, 1997, if there have been no Progress Reports submitted by then.

(2) The Progress Report shall include: a description of each local Development Order(s) approved to date and the calculation of the "net" acreage for each; the status of the payment of fee for each Development Order and the cumulative total; the status of physical construction for each Development Order; a description of the location and brief statement of general vegetative and other environmental features of the lands that have been acquired to date by Lee County using the proceeds from the fee payment(s); a description of the status of the preparation and submission of the off-site restoration and management plan(s); a description of the cumulative total of fees received, how they were spent, and actions underway to spend the balance.

(3) Progress Reports or Status Reports shall be submitted until the entire amount of the Environmental Assessment has been spent. "Spent" can include any small portion of the fee that is, as necessary and as acceptable to this office, placed in a trust to provide for maintenance and management of acquired lands.

3. The permittee shall implement the creation, restoration, and enhancement of the on-site wetland and upland preserves as described by the "Impact Mitigation Plan" prepared by Southern Biomes EIS, found at pages 20 through 33, inclusive, of the enclosed drawings, and is hereby incorporated as special conditions of this permit.

a. The work includes: the restoration of 30.3 acres of wetlands through exotic removal, replanting, and hydroperiod improvements; creation of 1.0 acre of wetlands; and the enhancement of an upland area and buffers to the wetland preserves.

b. The restoration work at each individual wetland preserve shall be completed not later than one year after the start of physical construction within the area of the first Development Order whose boundaries adjoin that of the preserve.

c. The permittee shall submit an annual monitoring report as described by paragraphs 9 on pages 28 to 31, inclusive, of the enclosed drawings. In addition, the annual report shall provide a description of the status of each component of the overall plan, including date construction activity started on adjacent Development Order lands and dates of restoration activities.

d. The restoration plan of on-site preserves shall be considered successful when: (1) the construction actions (removal of exotics, replanting, and hydrology improvements) are completed; and (2) the criteria in paragraphs 10 on pages 28 to 31, inclusive, of the enclosed drawings are achieved. If the plan is not successful, the permittee shall submit a plan for approval by this office and perform corrective or other actions necessary (such as regrading or replanting) to reach success.

4. The permittee shall cooperate with Lee County in the establishment of speed zones, the conduct of a traffic pattern/compliance study, and installation and maintenance of wildlife crossing signs to reduce the potential for wildlife collision hazards, particularly for the Florida panther.

The permittee shall take the following precautions for the protection of the Eastern indigo snake.

a. The permittee shall submit a plan to this office and the U.S. Fish and Wildlife Service for review and approval showing how the impact to this species will be minimized through education of construction employees. The plan shall be submitted not later than 90 days prior to the start of any land clearing or construction activities (unless a different period of time is approved by the FWS and this office). The permittee shall post and distribute educational information to the employees. The exhibit and brochure should include photographs of the Eastern indigo snake, information on the life history, legal protection of the species in Florida, how to avoid impact to the species, and agency telephone numbers.

b. Installation of warning signage along Treeline Boulevard and internal roads similar to deer crossing signs and should convey a message to avoid hitting or killing snakes found on roadways. The signs will be posted until buildout and thereafter maintained where the road is in the vicinity of preserve or buffer areas.

c. Develop a relocation plan for any Eastern indigo snakes that may be encountered. The plan shall be submitted to the U.S. Fish and Wildlife Service for approval not later than 60 days prior to the start of any land clearing or construction activities (unless a different period of time is approved by the FWS and this office). The relocation plan will address emergency procedures for emergency relocation of any Eastern indigo snakes not detected during construction.

d. If assistance is required in removing a snake out of the construction area, the permittee shall grant permission for either a State or Federal biologist to come on-site and capture the Eastern indigo snake. Arrangements to facilitate this should be made not later than 60 days prior to land clearing or construction (unless a different period of time is approved by the FWS and this office). The permittee may use a local wildlife biologist qualified to identify, handle, and relocate Eastern indigo snakes, provided the name or names are provided in advance to the U.S. Fish and Wildlife Service for approval as part of the relocation plan or an addendum.

e. Report locations of any sightings of live Eastern indigo snakes or any incidences involving this snake to the U.S. Fish and Wildlife Service, South Florida Ecosystem Office in Vero Beach at (407) 562-3909.

f. Employ a qualified wildlife biologist during land clearing activities, inspecting habitats for the presence of Eastern indigo snakes prior to clearing and monitoring for fleeing snakes during clearing operations.

g. If any Eastern indigo snake is encountered, all activities in the immediate area should cease and the snake be allowed to leave on its own.

Further Information:

1. Congressional Authorities: You have been authorized to undertake the activity described above pursuant to:

() Section 10 of the Rivers and Harbors Act of 1899 (33 U.S.C. 403).

(X) Section 404 of the Clean Water Act (33 U.S.C. 1344).

() Section 103 of the Marine Protection, Research and Sanctuaries Act of 1972 (33 U.S.C. 1413).

2. Limits of this authorization.

a. This permit does not obviate the need to obtain Federal, state, or local authorizations required by law.

b. This permit does not grant any property rights or exclusive privileges.

c. This permit does not authorize any injury to the property or rights of others.

d. This permit does not authorize interference with any existing or proposed Federal projects.

3. Limits of Federal Liability. In issuing this permit, the Federal Government does not assume any liability for the following:

a. Damages to the permitted project or uses thereof as a result of other permitted or unpermitted activities or from natural causes.

b. Damages to the permitted project or uses thereof as a result of current or future activities undertaken by or on behalf of the United States in the public interest.

c. Damages to persons, property, or to other permitted or unpermitted activities or structures caused by the activity authorized by this permit.

d. Design or construction deficiencies associated with the permitted work.

e. Damage claims associated with any future modification, suspension, or revocation of this permit.

4. Reliance on Applicant's Data: The determination of this office that issuance of this permit is not contrary to the public interest was made in reliance on the information you provided.

5. Reevaluation of Permit Decision: This office may reevaluate its decision on this permit at any time the circumstances warrant. Circumstances that could require a reevaluation include, but are not limited to, the following:

a. You fail to comply with the terms and conditions of this permit.

LEE COUNTY
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SECOND FLOOR

b. The information provided by you in support of your permit application proves to have been false, incomplete, or inaccurate (see 4 above);

c. Significant new information surfaces which this office did not consider in reaching the original public interest decision.

Such a reevaluation may result in a determination that it is appropriate to use the suspension, modification, and revocation procedures contained in 33 CFR 325.7 or enforcement procedures such as those contained in 33 CFR 326.4 and 326.5. The referenced enforcement procedures provide for the issuance of an administrative order requiring you comply with the terms and conditions of your permit and for the initiation of legal action where appropriate. You will be required to pay for any corrective measures ordered by this office, and if you fail to comply with such directive, this office may in certain situations (such as those specified in 33 CFR 209.170) accomplish the corrective measures by contract or otherwise and bill you for the cost.

6. Extensions. General condition 1 establishes a time limit for the completion of the activity authorized by this permit. Unless there are circumstances requiring either a prompt completion of the authorized activity or a reevaluation of the public interest decision, the Corps will normally give favorable consideration to a request for an extension of this time limit.

EXHIBIT D

0960609

AGREEMENT

This Agreement is entered into between the Board of County Commissioners of Lee County, Florida hereinafter "Lee County", and Timberland, Ltd., a Florida Limited Partnership and Tiburon, Limited, a Florida Limited Partnership hereinafter "T&T".

WITNESSETH

WHEREAS, Lee County is a local government within whose jurisdiction the subject property is located, and whose responsibility is to regulate the development of land within its jurisdiction; and

WHEREAS, T&T is the owner of certain real property located in Lee County, Florida, which is more particularly described in Exhibit "A" attached to this Agreement and incorporated herein by reference (the "Site"); and

WHEREAS, T&T is required to obtain a U.S. Army Corps of Engineers (ACOE) Permit for the jurisdictional wetlands on site; and

WHEREAS, all of the jurisdictional wetland areas are heavily invaded by Melaleuca and other exotic vegetation; and

WHEREAS, this infestation by exotic vegetation generally reduces wildlife habitat values of this property; and

WHEREAS, the T&T property is located outside of the designated panther habitat on the Habitat Preservation Plan prepared for the Florida Panther Interagency Committee; and

WHEREAS, the ACOE supports a policy of creating large regional environmental preserves that have the maximum wildlife and wetland benefits; and

WHEREAS, the acquisition, preservation and management of off-site ecosystems would achieve certain ecological benefits that is not possible through restoration and preservation of the jurisdictional wetlands in their entirety on the site; and

WHEREAS, ACOE has agreed to issue the Department of the Army Permit, being Permit Number 199302371, upon the execution of this Agreement by Lee County and T&T.

NOW THEREFORE, in consideration of the mutual covenants and promises contained herein and in consideration of the benefits to accrue to each of the parties, the receipt and sufficiency of which are hereby acknowledged, the parties hereby agree as follows:

1. Recitals. All recitals contained above are incorporated herein and are essential elements hereof.

2. The site plan, which has been submitted to the ACOE for permit approval under Section 404 of the Clean Water Act, includes for restoration and preservation the approximately 34 acres of uplands and wetlands that are identified in Exhibit "B" as attached to the Agreement.

3. The net acreage of the site which is to be developed, exclusive of road rights-of-way and environmental preserves, is identified on Exhibit "C", Table of Acreages and totals 705.4 acres.

4. In compensation for the impacts to the ACOE jurisdictional wetlands that are not being preserved on site, and to provide funds for off-site preservation and management of wildlife habitat, the developer agrees to pay to Lee County an "Environmental Assessment" equal to \$1,700.00 for each acre of land within the 705.4 "net" acres identified on Exhibit "C" as it receives a County development order.

5. ACOE has determined that payment of the "Environmental Assessment" fee as provided in paragraph 4 above, along with the on-site restoration and preservation of lands as provided in paragraph 2 above, will be a full, fair, and equitable compensation for the impacts to the ACOE jurisdictional wetlands and associated wildlife habitats that are not being preserved, or restored on site, and as such will constitute fulfillment of developers mitigation requirements for the entire T&T project pursuant to the ACOE permit. The total value of this Environmental Assessment so calculated will be \$1,200,000.00

6. Lee County shall use the proceeds from this Environmental Assessment to acquire lands within the area identified on the map attached as Exhibit "D". The lands so acquired shall be managed by the County in an environmentally responsible manner and in accordance with procedures adopted by the County. The County shall be responsible for determining which specific lands to acquire and the method for such acquisition and management. These actions shall be coordinated with South Florida Water Management District and Lee County programs so that the total area acquired under all such efforts is managed to preserve and enhance their wildlife habitat and other environmental values. Lee County will exert its best effort to spend each fee payment within one year of receipt, either alone or in combination with other land acquisition program funds. Acquired areas will remain in their natural state in perpetuity, either through a legally sufficient conservation easement or other mechanism approved by the ACOE. The acquired areas will not be disturbed by any dredging, filling, lau.

clearing, agricultural activities, planting, or any other construction work whatsoever, except as necessary for any necessary restoration or management practices. A small portion of this fee may, as necessary, and with the approval of ACOE be placed in a trust to provide for continued maintenance and management of acquired lands. Within three months of land acquisition, a plan shall be submitted by Lee County or the ultimate manager of the property for restoration and management for approval by the ACOE.

7. A condition of the ACOE permit requires a status report regarding the land acquisition program to be given to ACOE annually. Lee County will provide, annually, to the Permittee the following information which will be forwarded by the Permittee to ACOE together with supplementary information as per ACOE condition:

i) Lee County will provide a description of the location and a brief statement of general vegetative and other environmental features of the lands that have been acquired to date by Lee County using the proceeds from the environmental assessment payment(s).

ii) Lee County will provide a description of the cumulative total of environmental assessment payment(s) received, how they were spent, and actions underway to spend the balance.

8. The Environmental Assessment will be a condition of any Lee County development order approval for developer, and the actual assessment shall be paid before any physical construction occurs on that part of the project for which the development order has been approved. The fee will be assessed on each approved Lee County development order at the rate of \$1,700.00 per acre, for those acres which are shown on Exhibit "C".

9. The Development contemplated by this Agreement is described in the DRI Development Order #7-8384-46 and is consistent with the Lee County Comprehensive Plan.

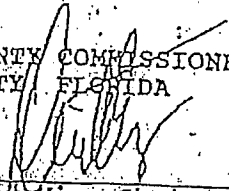
10. This Agreement constitutes the entire agreement of the parties. This Agreement may be modified or amended only by a separate writing entered into between the parties hereto.

11. The date of this Agreement is the date the last party signs and acknowledges this Agreement.

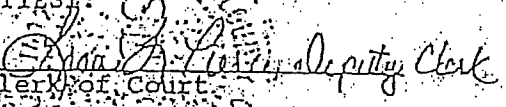
IN WITNESS WHEREOF, the parties, by and through their respective duly authorized undersigned representatives, have executed this Agreement on the date and year below written.

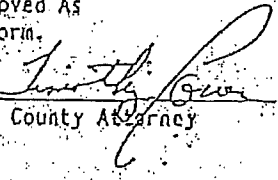
BOARD OF COUNTY COMMISSIONERS
FOR LEE COUNTY, FLORIDA

Date: 6/19/96

By: 
Chairman or Vice Chairman
Douglas St. Cerny
Printed Name
Chairman
Title

(OFFICIAL SEAL)

ATTEST:

Clerk of Court

Approved As
To form,
By: 
County Attorney

Date: June 19, 1996

GULF COAST REALTY MANAGEMENT CORP.
a Florida corporation,
General Partner of TIMBERLAND, LTD.
a Florida Limited Partnership

By: [Signature]
Fereydoon Rabii
Vice President

LEE COUNTY
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DEPT. OF
COUNTY CLERK

WITNESSES:

[Signature]
1st Witness
James T. Humphrey
Printed Name
[Signature]
2nd Witness
MICHELE ADAMS
Printed Name

Date: June 19, 1996

GULF COAST REALTY MANAGEMENT CORP.
a Florida corporation, General
Partner of TIBURON LIMITED,
a Florida Limited Partnership

By: [Signature]
Fereydoon Rabii
Vice President

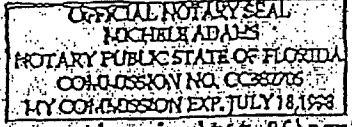
WITNESSES:

[Signature]
1st Witness
James T. Humphrey
Printed Name
[Signature]
2nd Witness
MICHELE ADAMS
Printed Name

STATE OF FLORIDA)
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 19th
day of June, 1996 by Fereydoon Rabii, Vice President of
Gulf Coast Realty Management Corp., a General Partner of
Timberland, Ltd., a Florida Limited Partnership and Tiburon
Limited, a Florida Limited Partnership. He is personally known to
me.

My Commission Expires:



[Signature]
Notary Public
MICHELE ADAMS
Printed Name

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PROPERTY DESCRIPTION:

THAT PORTION OF SECTIONS 25, 26 AND 35, TOWNSHIP 46 SOUTH, RANGE 25 EAST, LEE COUNTY, FLORIDA, LOCATED NORTHERLY OF THE NORTHERLY RIGHT-OF-WAY LINE OF CORKSCREW ROAD AND EASTERLY OF I-75 (STATE ROAD NO. 93) BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE NORTHEAST CORNER OF SECTION 25, TOWNSHIP 46 SOUTH, RANGE 25 EAST, LEE COUNTY, FLORIDA; THENCE RUN S. 89° 26' 17" W., ALONG THE NORTH LINE OF THE NORTHEAST 1/4 OF SAID SECTION 25, FOR A DISTANCE OF 2625.10 FEET TO THE NORTH 1/4 CORNER OF SAID SECTION 25; THENCE RUN S. 89° 28' 07" W., ALONG THE NORTH LINE OF THE NORTHWEST 1/4 OF SAID SECTION 25, FOR A DISTANCE OF 2624.90 FEET TO THE NORTHWEST CORNER OF SAID SECTION 25; THENCE RUN N. 89° 44' 39" W., ALONG THE NORTH LINE OF THE NORTHEAST 1/4 OF SECTION 26, TOWNSHIP 46 SOUTH, RANGE 25 EAST, LEE COUNTY, FLORIDA, FOR A DISTANCE OF 2655.44 FEET TO THE NORTH 1/4 CORNER OF SAID SECTION 26; THENCE RUN N. 89° 45' 24" W., ALONG THE NORTH LINE OF THE NORTHWEST 1/4 OF SAID SECTION 26, FOR A DISTANCE OF 685.04 FEET TO A POINT ON THE EASTERLY RIGHT-OF-WAY LINE OF I-75 (STATE ROAD NO. 93) AS THE SAME IS SHOWN ON THE FLORIDA DEPARTMENT OF TRANSPORTATION RIGHT-OF-WAY MAP FOR STATE ROAD NO. 93 (I-75) FOR LEE COUNTY, SECTION 12075-2402 SHEET 7 OF 9, LAST REVISED 1/16/81; THENCE RUN S. 18° 17' 53.4" E., ALONG SAID RIGHT-OF-WAY LINE, FOR A DISTANCE OF 3919.41 FEET; THENCE RUN S. 19° 26' 38" E., ALONG SAID RIGHT-OF-WAY LINE, FOR A DISTANCE OF 699.24 FEET; THENCE RUN S. 21° 18' 00" E., ALONG SAID RIGHT-OF-WAY LINE, FOR A DISTANCE OF 205.99 FEET; THENCE RUN S. 25° 00' 43" E., ALONG SAID RIGHT-OF-WAY LINE, FOR A DISTANCE OF 205.99 FEET; THENCE RUN S. 25° 52' 05" E., ALONG SAID RIGHT-OF-WAY LINE, FOR A DISTANCE OF 465.06 FEET; THENCE RUN S. 28° 52' 20" E., ALONG SAID RIGHT-OF-WAY LINE, FOR A DISTANCE OF 343.28 FEET; THENCE RUN S. 73° 31' 19" E., ALONG SAID RIGHT-OF-WAY LINE, FOR A DISTANCE OF 304.03 FEET; THENCE RUN N. 63° 15' 55" E., ALONG SAID RIGHT-OF-WAY LINE, FOR A DISTANCE OF 644.17 FEET; THENCE RUN S. 28° 20' 39" E., ALONG SAID RIGHT-OF-WAY LINE, FOR A DISTANCE OF 40.00 FEET; THENCE RUN N. 61° 41' 02" E., ALONG SAID RIGHT-OF-WAY LINE, FOR A DISTANCE OF 973.32 FEET; THENCE RUN S. 28° 13' 24" E., ALONG SAID RIGHT-OF-WAY LINE, FOR A DISTANCE OF 10.00 FEET TO A POINT ON THE NORTHERLY RIGHT-OF-WAY LINE OF CORKSCREW ROAD; THENCE RUN N. 61° 46' 35" E., ALONG THE NORTHERLY RIGHT-OF-WAY LINE OF CORKSCREW ROAD, FOR A DISTANCE OF 5702.57 FEET TO A POINT ON THE EAST LINE OF THE NORTHEAST 1/4 OF SAID SECTION 25; THENCE RUN N. 00° 48' 28" W., ALONG THE EAST LINE OF THE NORTHEAST 1/4 OF SAID SECTION 25, FOR A DISTANCE OF 2398.97 FEET TO THE POINT OF BEGINNING.

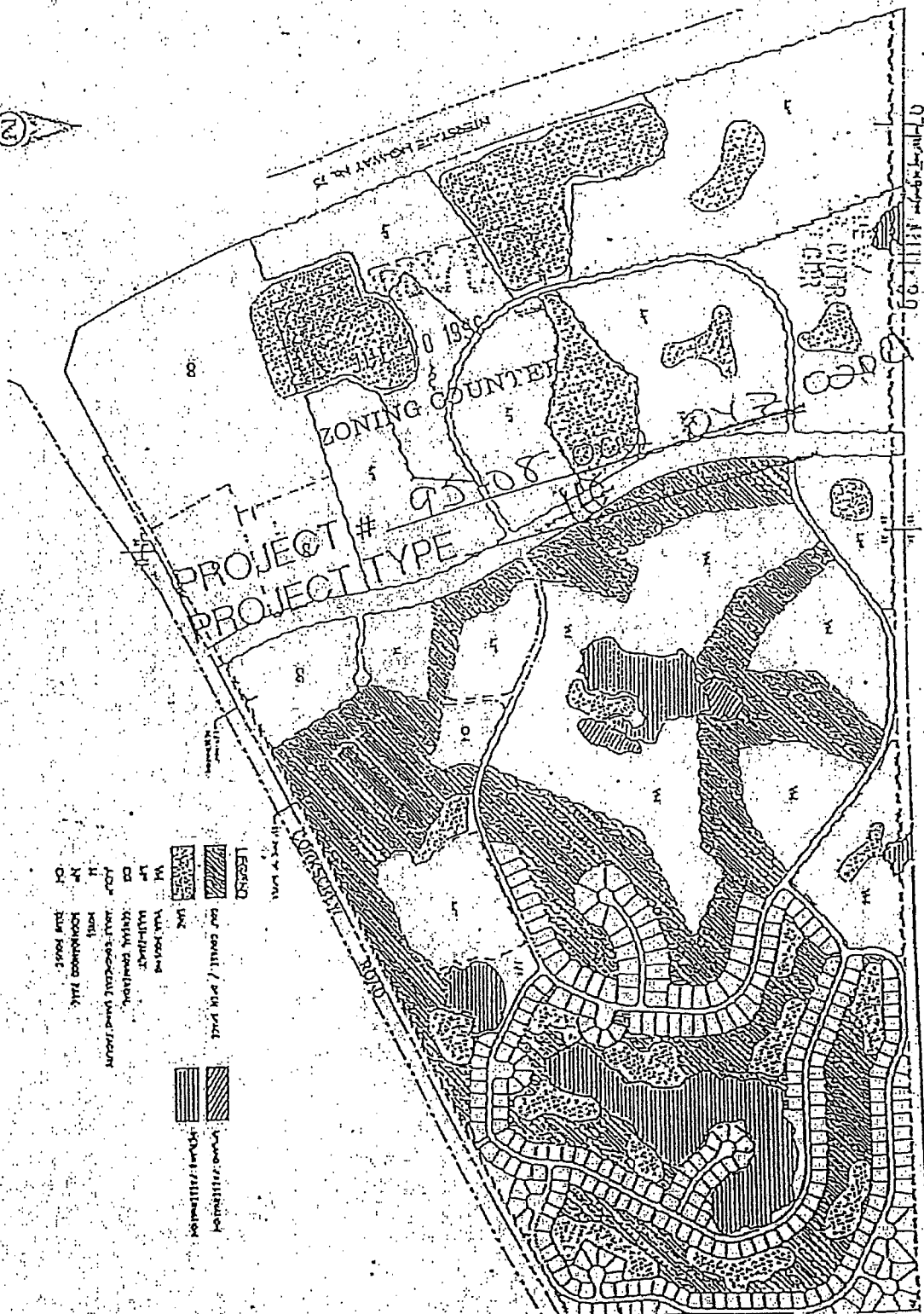
NOTES:

BEARINGS SHOWN HEREON, REFER TO THOSE AS SHOWN ON THE FLORIDA DEPARTMENT OF TRANSPORTATION RIGHT-OF-WAY MAP FOR STATE ROAD NO. 93 (I-75), LEE COUNTY, SECTION 12075-2402, SHEET 7, REVISED 1/16/81.

THIS PROPERTY IS SUBJECT TO EASEMENTS, RESERVATIONS OR RESTRICTIONS OF RECORD.

PROPERTY AREA: 794.22 ACRES, MORE OR LESS.

SCALE 1" = 1000'



LAPE COUNTY
PLAT #

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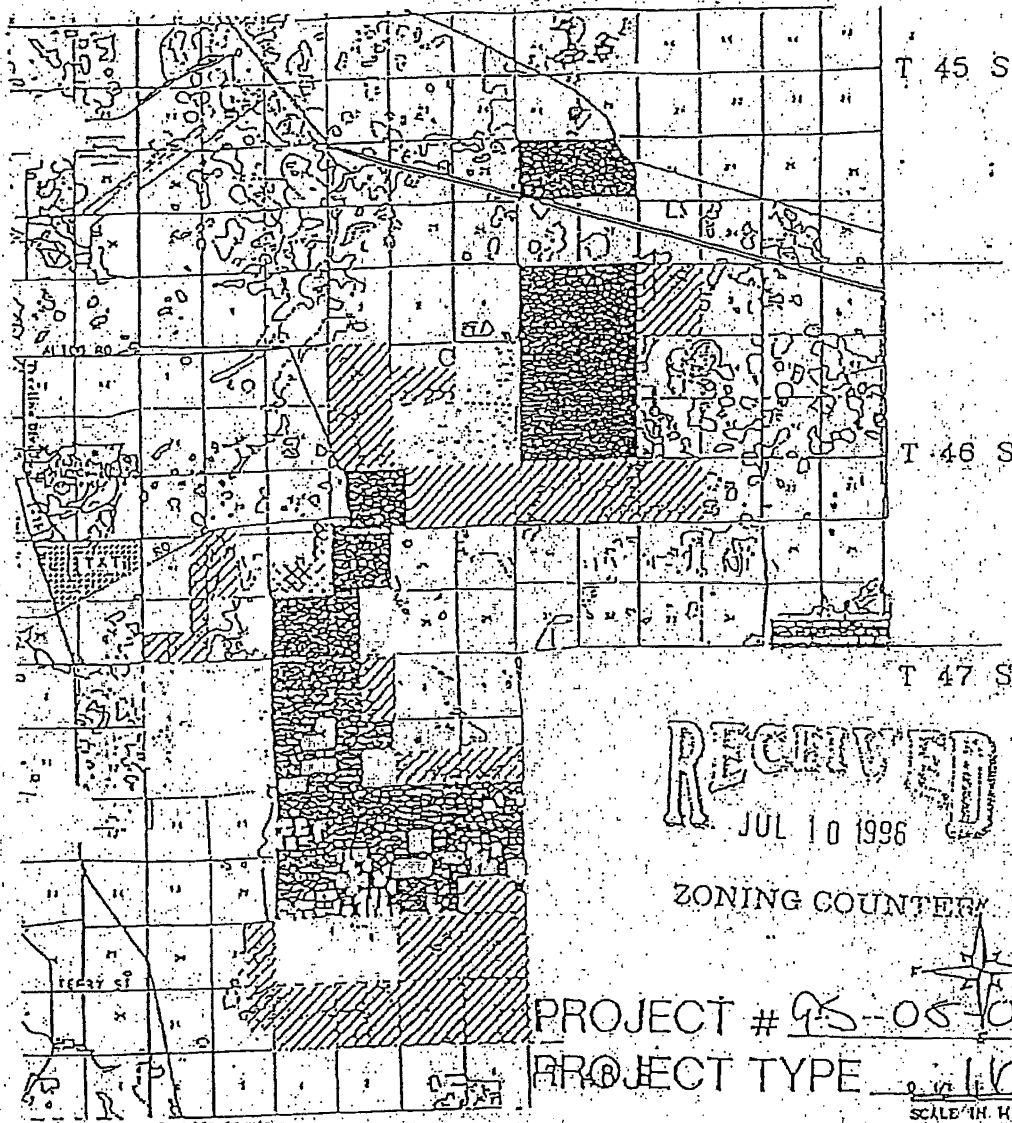
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| | Low cost / Proj. Cost | | Urban Residential |
| | Urban | | Over 2000 sq ft |
| | Manufacturing | | |
| | Community Development | | |
| | Small Residential | | |
| | Community Park | | |
| | Low Cost | | |
| | Zoning Boundary | | |
| | Project Boundary | | |

TIMBERLAND & TIBURON
ENVIRONMENTAL ASSESSMENT AREA

Total Property Area	794.2 Ac. ±
Excluded Areas	
Wetland/Upland Preserves	33.6 Ac. ±
R.O.W. (Treeline/Corkscrew/Koreshan)	41.7 Ac. ±
Borrow Pit	<u>13.5 Ac. ±</u>
Sub-Total	88.8 Ac. ±
Total Assessment Area	705.4 Ac. ±



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



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SCALE 1/4" = 1 MILE

Land Acquisition Target Areas Map
 for
 Timberland & Tiburon

Feb. 4, 1994

-  WETLANDS (NOT IN CONSERVATION LANDS)
 (SOURCE: FOOT PLACES MAPPING, 1990. NOT FIELD VERIFIED)
-  COUNTY-OWNED CONSERVATION LANDS
-  OTHER PUBLIC CONSERVATION LANDS
-  PRIVATELY-OWNED CONSERVATION LANDS
-  PROPOSED CONSERVATION LANDS
-  "CONSERVATION AND RECREATION LANDS" (CARL)
 TO BE ACQUIRED
 (INCOMPLETE ON THIS COPY)
-  LAND ACQUISITION TARGET AREAS

Southern Biomas, Inc.
 5224 Colorado Hwy, Suite A
 P. O. Box 537 Cape Corral, FL 33110
 305-255-5100

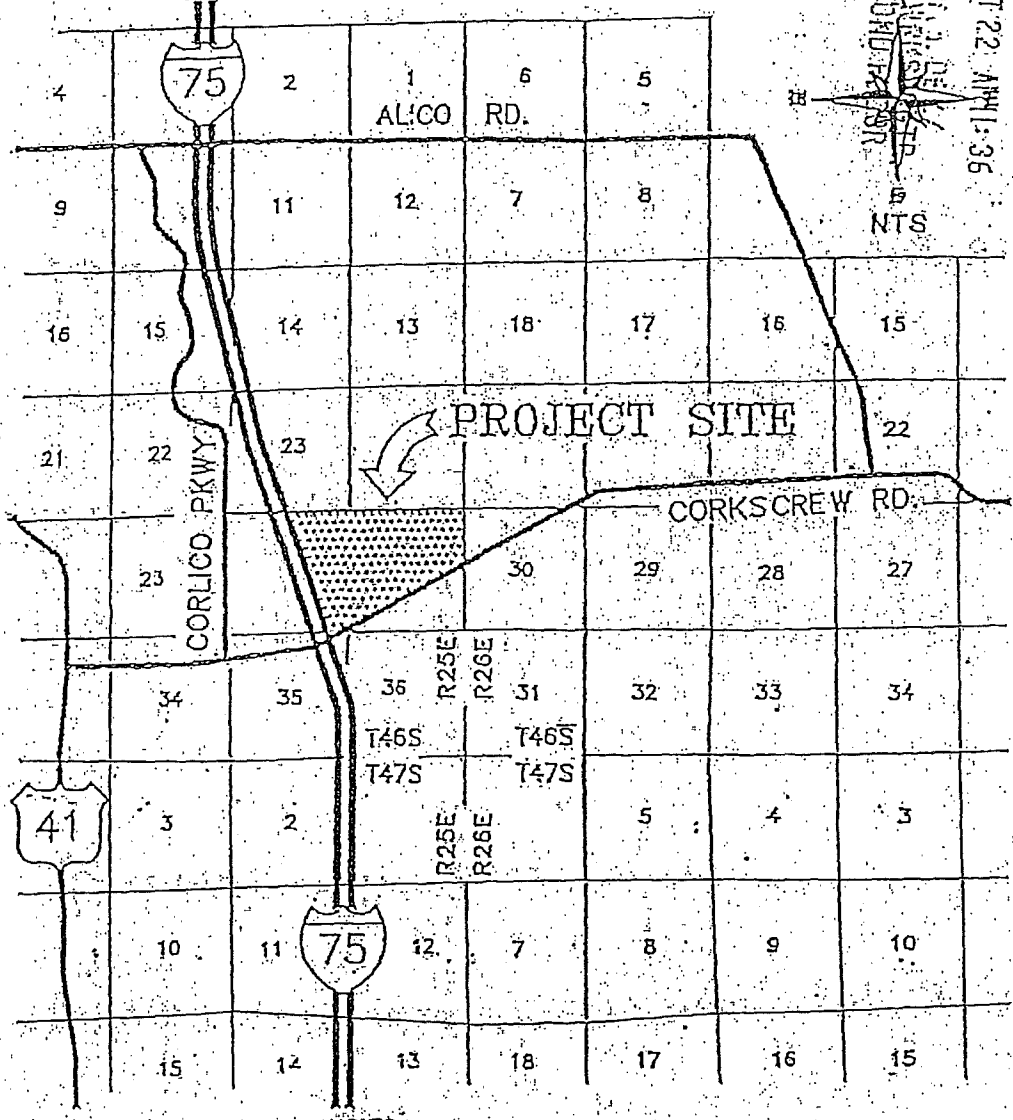
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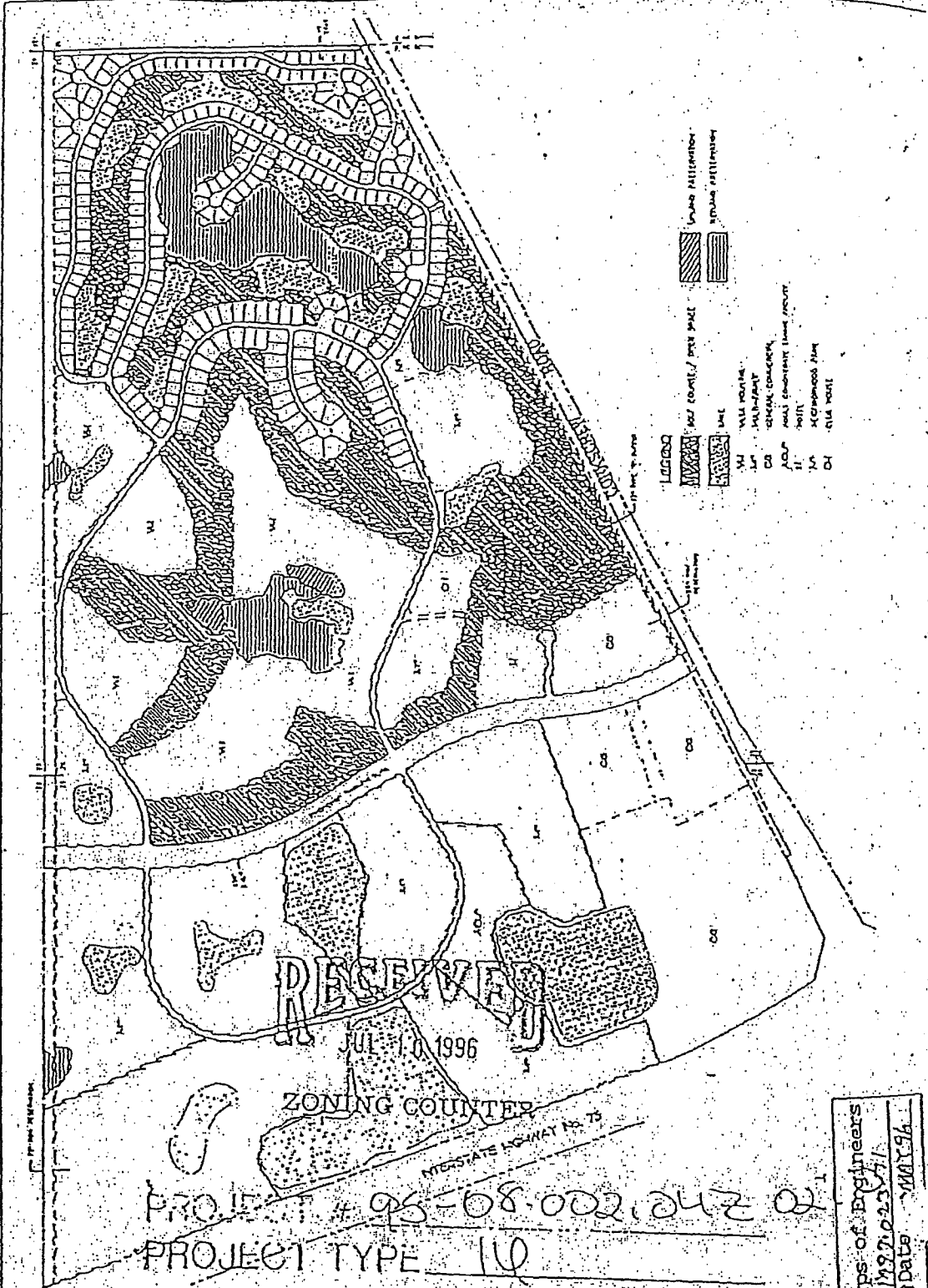
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B. J. HANCOCK INC.
 P. O. BOX 1000
 1000 S. FOREST DR.
 FT. MYERS, FL 33902

TIMBERLAND & TIBURON

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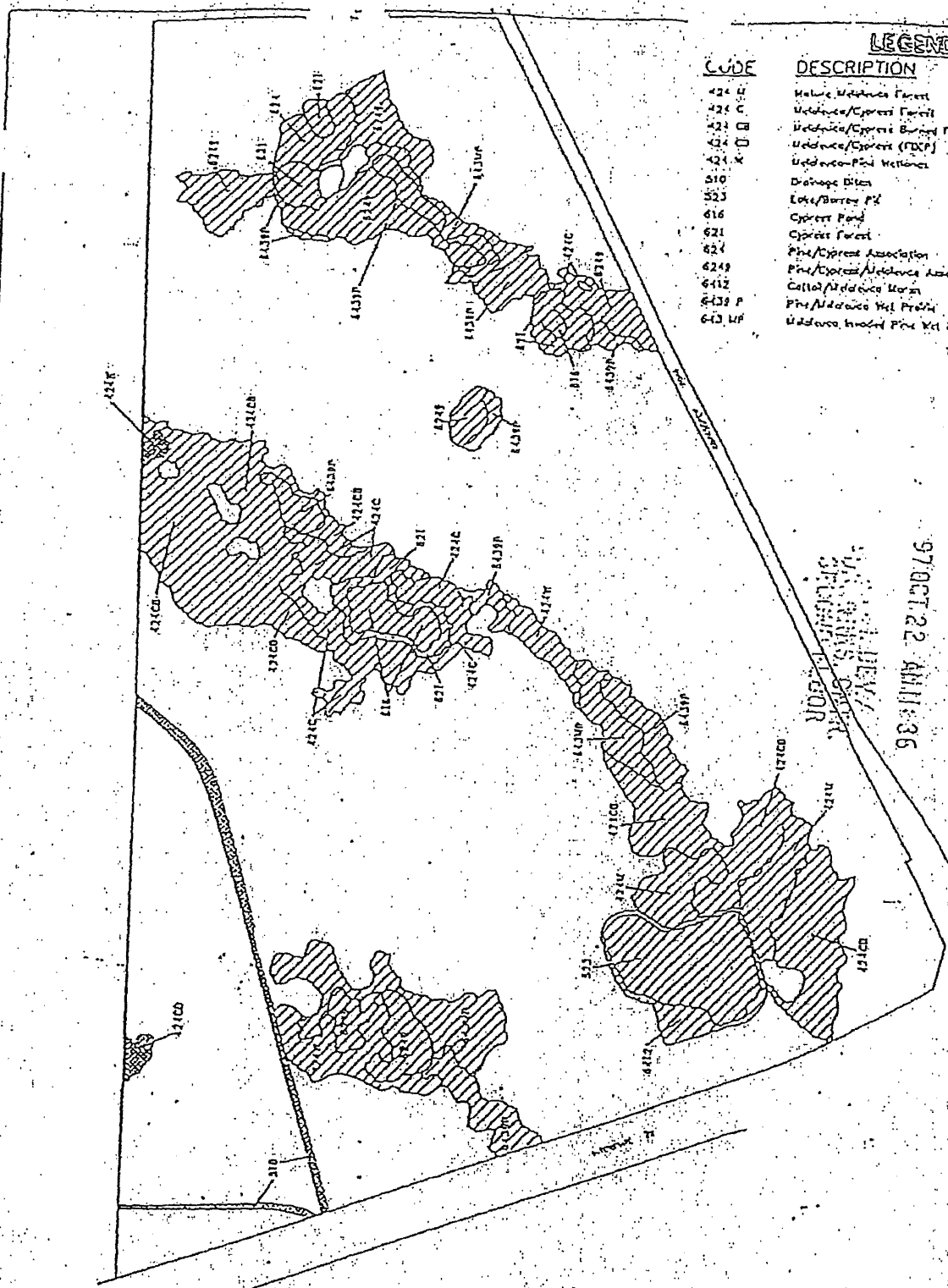
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

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PROJECT TYPE 10

Corps of Engineers
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 Date MAY 96

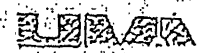


CODE	DESCRIPTION	ACRES±
424	Native Wetlands Forest	10.2
424 C	Wetlands/Cypress Forest	14.2
424 D	Wetlands/Cypress Buried Forest	52.3
424 E	Wetlands/Cypress (FDRP)	1.6
424 F	Wetlands-Pond Wetlands	9.8
510	Drainage Ditch	6.4
523	Lake/Borrow Pit	12.3
616	Cypress Pond	4.5
621	Cypress Forest	9.7
624	Pine/Cypress Association	3.8
624B	Pine/Cypress/Wetlands Association	31.5
6412	Coastal Wetlands Marsh	4.1
6432 P	Pine/Wetlands Wet Prairie	17.9
643 LP	Wetlands/Wetland Pine Wet Prairie	12.3
Total		187.0

11th COUNTY
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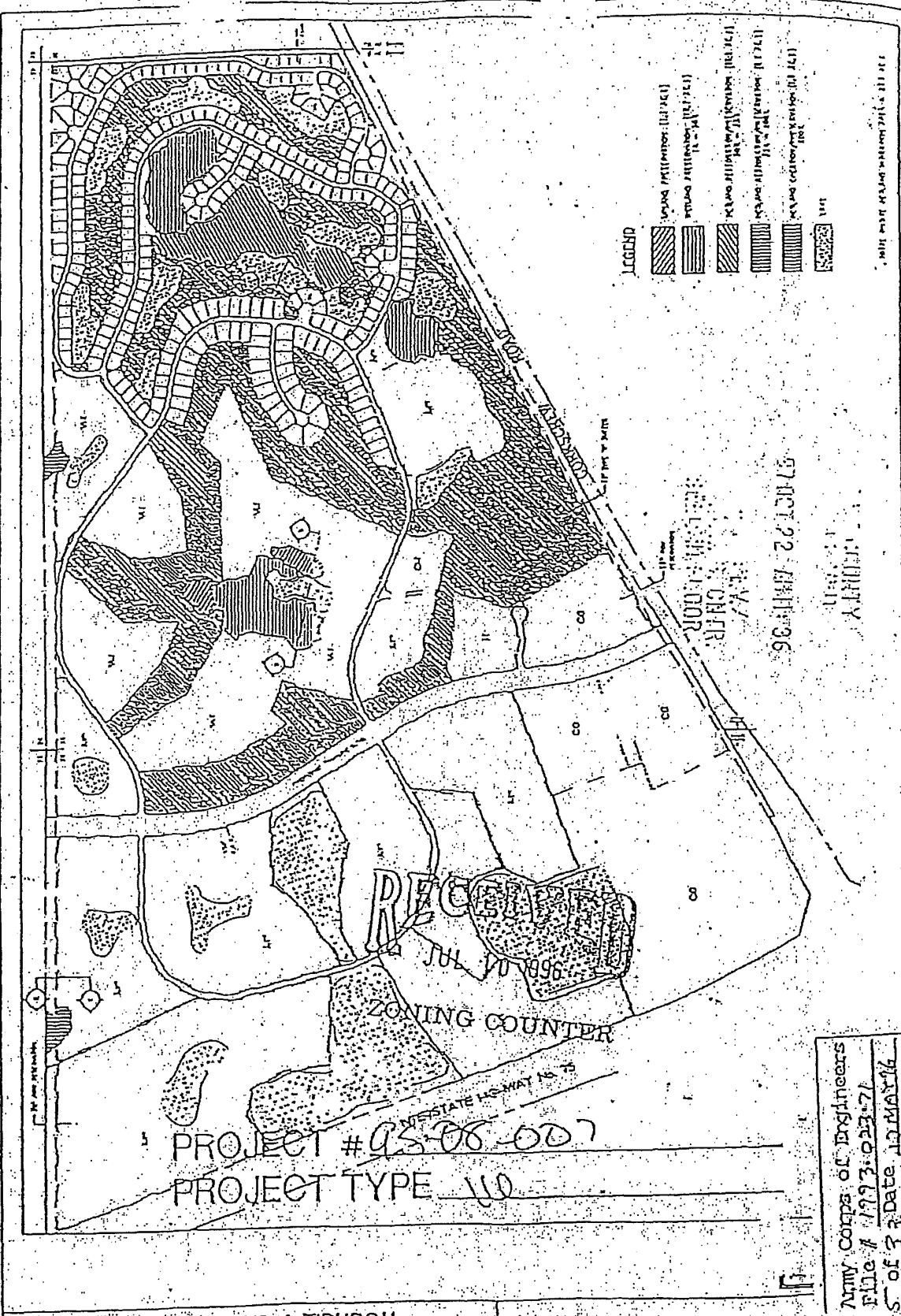
 ACOE JURISDICTION AREA 163.6 ACRES
 DCF JURISDICTION AREA 23.4 ACRES

TIMBERLAND & TIBURON
 ACOE/DCF JURISDICTION PLAN



Army Corps of Engineers
 File # 1997-023.7
 3 of 23 Date 17MAY97

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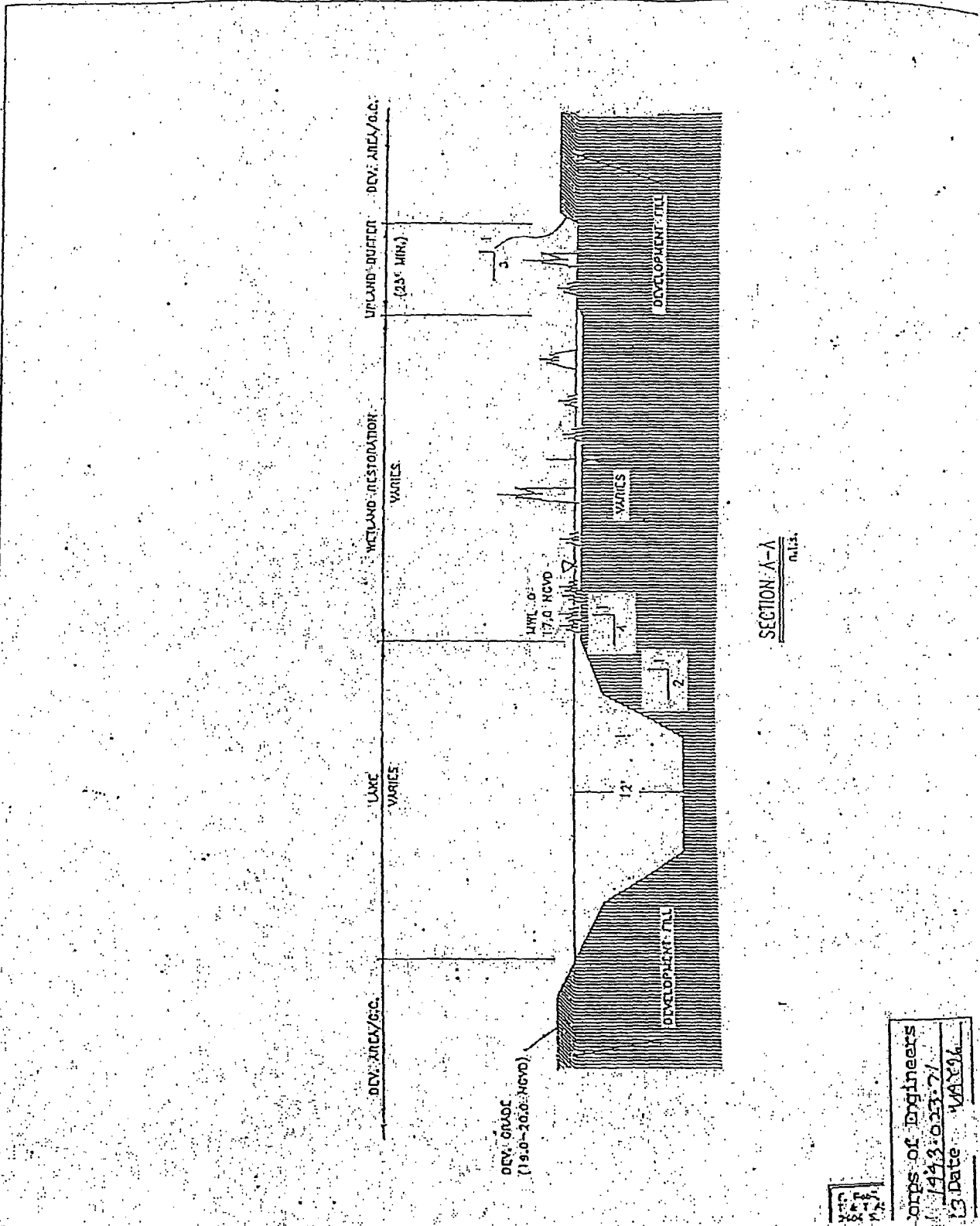
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TIMBERLAND & TIBURON

Army Corps of Engineers
 File # 1773.023-71
 S of 3 Date 10 MAY 96



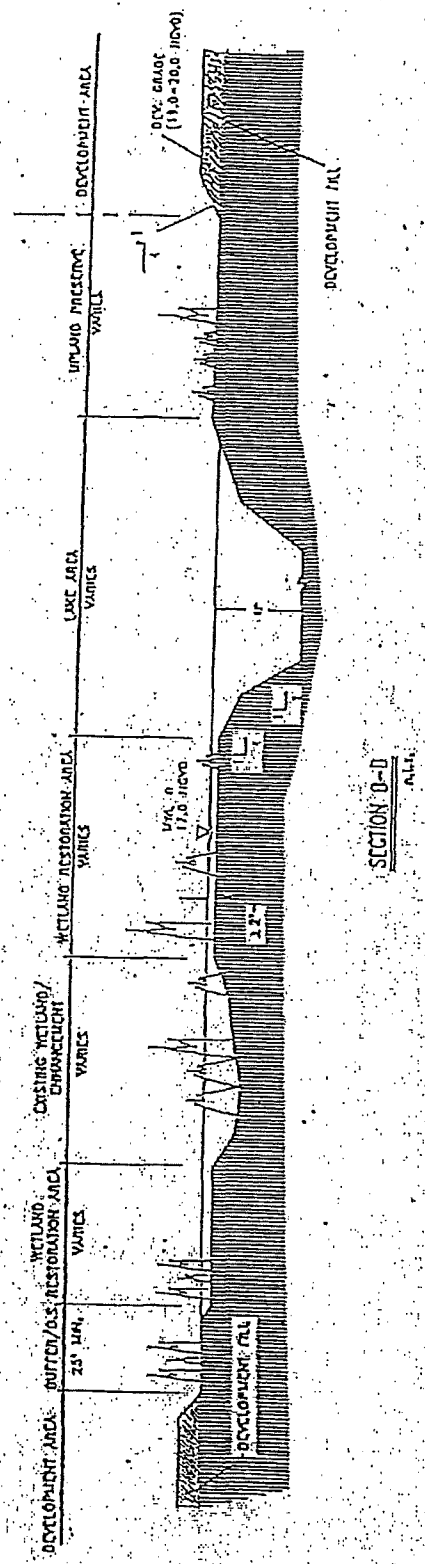
SECTION A-A
n.l.s.

Jongs of Engineers
 1443-023-71
 Date WAC94

SECURITY
RESTRICTION

97 OCT 22 AM 11:36

DEPT. OF THE ARMY
ADJ. PRINC. CNTR.
SECURITY FLOOR

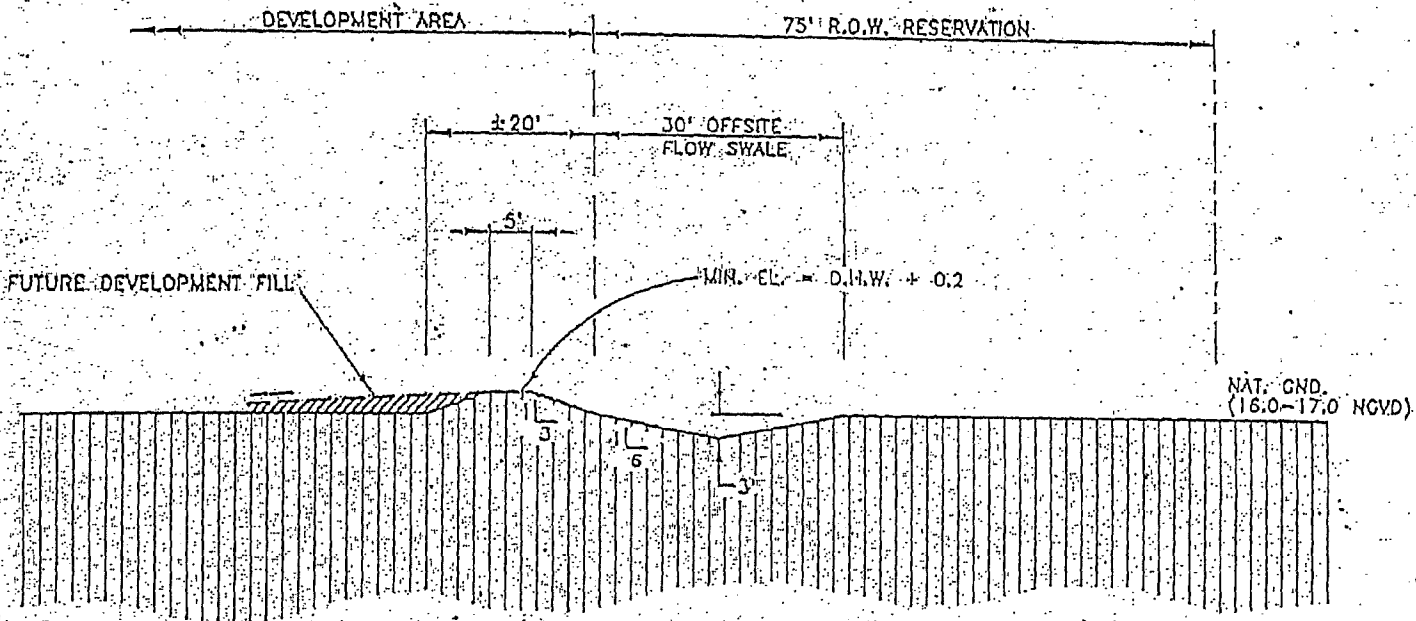


TIMBERLAND & TIBURON

Army Corps of Engineers
File # 1993-023-07
7 of 38 Date 12 MAY 97



1. A. T. ADRIANO
REGISTERED PROFESSIONAL ENGINEER
NO. 10809
STATE OF NEW YORK



SECTION C-C

1" = 20'

NOTES:

1. NO CONSTRUCTION OF PERIMETER BERM/SWALE WITHIN WETLAND JURISDICTIONAL AREAS.
2. DESIGN HIGH WATER (D.H.W.) BASED UPON EACH BASIN WITHIN APPROVED S.F.W.M.D. SURFACE WATER PERMIT.

Corps of Engineers
1993-023-71
33 Date 12 MAR 76

EXHIBIT E

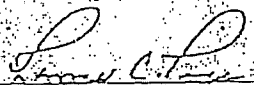
AGREEMENT

1. Timberland and Tiburon will donate, free of charge, one mutually acceptable 30-acre site with the fee simple title to The School Board of Lee County, Florida.
2. All roads, utilities to include water, sewer, and electricity will be furnished free of charge to the property line of the site being donated.
3. Should Timberland and Tiburon choose to pay cash, in lieu of property, the value of the property shall be the appraised value at the time of the transfer. The appraisal shall be made by a certified property appraiser mutually agreeable to both the developer and the School Board. Should payments be spread over a period of time, each installment shall be based on an updated appraisal at the time of each installment. The value of at least 15 acres shall be paid prior to March 1, 1967 with the balance being paid within eight (8) years from the date of the Development Order approving the development of Timberland and Tiburon.
4. If Timberland and Tiburon should choose to pay cash in lieu of property, it shall satisfy the School Board if Timberland and Tiburon builds or causes to be built an extension of Estero Springs Drive (Williams Road) East from U.S. 41 to the East property line to connect with River Ranch Road, to include all access roads, acceleration and deceleration lanes and traffic lights to Lee County specifications, excluding the cost of construction of the railroad crossing and the required signalization. Timberland and Tiburon agrees to cooperate with the property owner regarding the construction of the road and further agrees to pay all engineering cost and fees to include the design and engineering for the extension.

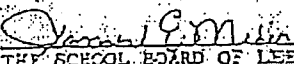
of Coralico Parkway from Corkscrew Road South to the section line and West to River Ranch Road connecting to the proposed road on the attached drawing.

This road shall be constructed at no cost to the School Board of Lee County, Florida and shall be completed prior to March 1, 1987. Should Timberland and Tiburon choose this option, the appraised value of their property as of October 1, 1985 shall be used to determine the value of cash in lieu of property.

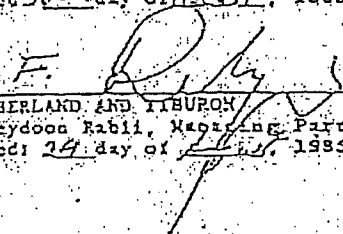
5. Should The School Board of Lee County, Florida, institute a school impact fee which provides for the acquisition of school sites with impact fees, Timberland and Tiburon will be given credit for their donation.
6. The conditions in this agreement are subject to Timberland and Tiburon receiving approval of its Development Order from Lee County.



THE SCHOOL BOARD OF LEE COUNTY, FLORIDA
Fayda C. Page, Chairman
Dated: 29 day of August, 1985



THE SCHOOL BOARD OF LEE COUNTY, FLORIDA
James E. Melvin, Superintendent
Dated: 29 day of August, 1985



TIMBERLAND AND TIBURON
Faraydoun Rabii, Managing Partner
Dated: 29 day of August, 1985

EXHIBIT F



DRI 2001-00009

950 Encore Way • Naples, Florida 34110 • Phone: 941.254.2000 • Fax: 941.254.2099

HM PROJECT #1997088X
10/10/1
REF. DWG. #A-1372

PROPERTY DESCRIPTION

PERMIT COUNTY:

THAT PORTION OF SECTION 30, TOWNSHIP 46 SOUTH, RANGE 26 EAST, LEE COUNTY, FLORIDA, LOCATED NORTHERLY OF THE NORTHERLY RIGHT-OF-WAY LINE OF CORKSCREW ROAD, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE NORTHWEST CORNER OF SECTION 30, TOWNSHIP 46 SOUTH, RANGE 26 EAST, LEE COUNTY, FLORIDA; THENCE RUN N.89°21'58"E., ALONG THE NORTH LINE OF THE NORTHWEST QUARTER OF SAID SECTION 30, FOR A DISTANCE OF 2607.74 FEET TO THE NORTH QUARTER CORNER OF SAID SECTION 30; THENCE CONTINUE N.89°21'58"E., ALONG THE NORTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 30, FOR A DISTANCE OF 1991.85 FEET TO A POINT ON THE NORTHERLY RIGHT-OF-WAY LINE OF CORKSCREW ROAD, A 100.00 FOOT RIGHT-OF-WAY; THENCE RUN S.61°47'02"W., ALONG THE NORTHERLY RIGHT-OF-WAY LINE OF CORKSCREW ROAD, FOR A DISTANCE OF 5181.11 FEET TO A POINT ON THE WEST LINE OF THE NORTHWEST QUARTER OF SAID SECTION 30; THENCE RUN N.00°48'28"W., ALONG THE WEST LINE OF THE NORTHWEST QUARTER OF SAID SECTION 30, FOR A DISTANCE OF 2398.97 FEET TO THE POINT OF BEGINNING; CONTAINING 126.654 ACRES, MORE OR LESS.

THIS PROPERTY IS SUBJECT TO EASEMENTS, RESERVATIONS OR RESTRICTIONS OF RECORD.

BEARINGS REFER TO THE NORTH LINE OF THE NORTHWEST QUARTER OF SECTION 30, TOWNSHIP 46 SOUTH, RANGE 26 EAST, LEE COUNTY, FLORIDA AS BEING N.89°21'58"E.

HOLE, MONTES, INC.
CERTIFICATE OF AUTHORIZATION LB #1772

BY: Thomas J. Garris P.L.S. # 3741
THOMAS J. GARRIS STATE OF FLORIDA



Applicant's Legal Checked

by Jm 1/13/02

THE COURT
RECEIVED

9789722 AM 11/30/92

NOONAN HIGH SCHOOL
BY THE COUNTY SUPERVISOR
AND THE COUNTY BOARD OF SUPERVISORS
ON 11/30/92

CHIEF
COURT

11/30/92

11/30/92

11/30/92

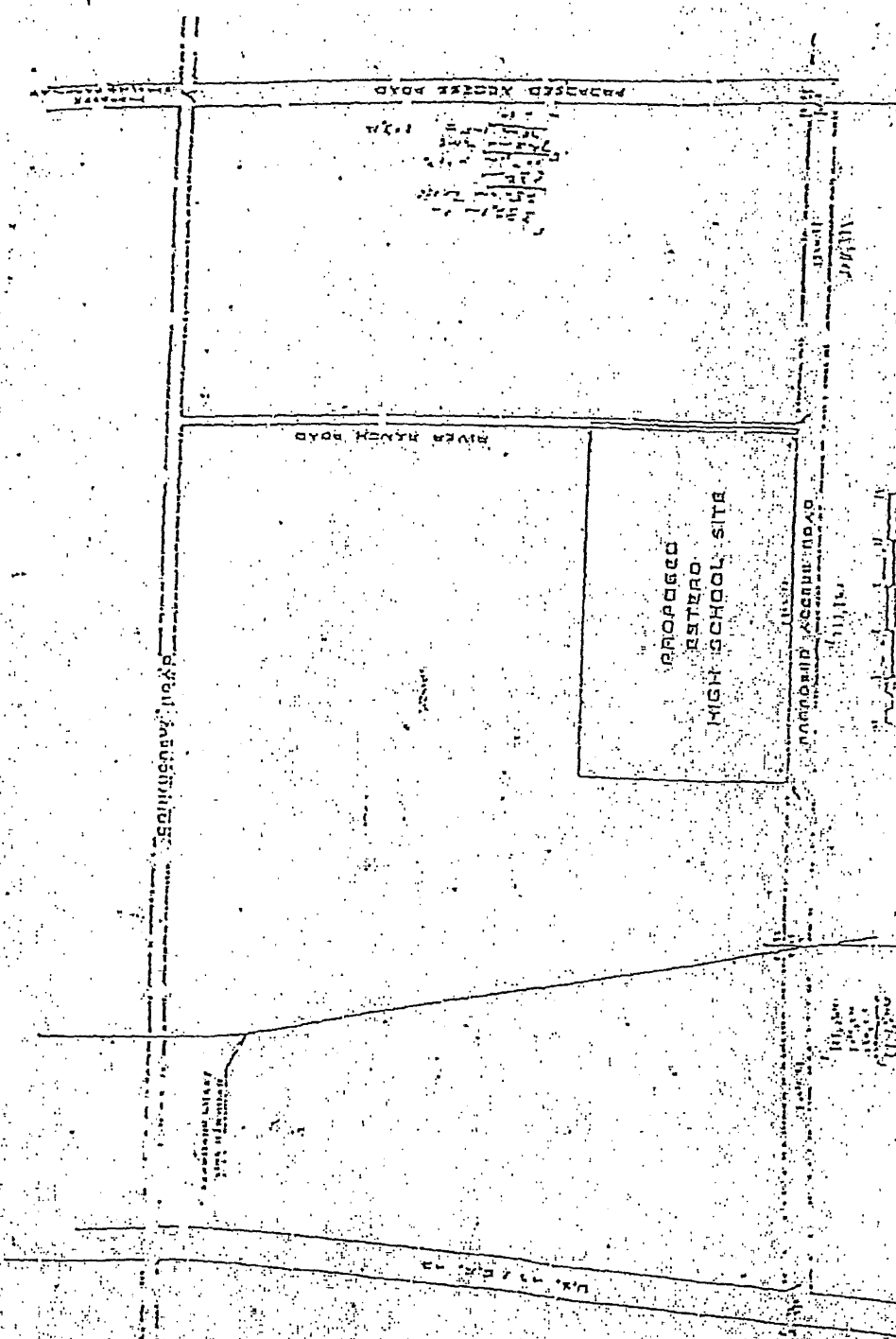




EXHIBIT G
Page 1 of 3
DRI2010-00001

RECEIVED
MAY 07 2010

COMMUNITY DEVELOPMENT

A parcel of land located in Sections 25 and 26, Township 46 South, Range 25 East, Lee County, Florida, being more particularly described as follows:
(University Highland Parcel less and excepting Parcel 103A and Parcel 106)

Commence at the Northeast corner of Section 26, Township 46 South, Range 25 East, Lee County, Florida;

Thence run North 89° 44'39" West, along the North line of the Northeast quarter of said Section 26 for a distance of 651.54 feet to a point on the Westerly right of way line of Ben Hill Griffin Parkway, a 150.00 foot right of way as the same is recorded in O.R. Book 2745, page 1550 through 1554 of the Public Records of Lee County, Florida.

Thence along said right of way South 00° 14'58" West 75.00 feet to the Point of Beginning;

Thence continue along said right of way South 00°14'58" West 885.54 feet;

Thence continue along said right of way 1,073.77 feet along the arc of a non-tangential circular curve concave east having a radius of 1,985.00 feet through a central angle of 30°59'37" and being subtended by a chord which bears South 15°14'50" East 1,060.72 feet;

Thence continue along said right of way South 30°44'39" East 954.33 feet;

Thence continue along said right of way 768.64 feet along the arc of a circular curve concave west having a radius of 1,835.00 feet through a central angle of 24°00'00" and being subtended by a chord which bears South 18°44'39" East 763.04 feet;

Thence continue along said right of way South 06°44'39" East 109.71 feet;

Thence leaving said right of way South 70°33'22" West 2,206.62 feet;

Thence North 62°14'40" West 47.93 feet;

Thence North 24°07'56" West 85.91 feet;

Thence North 13°20'01" West 110.09 feet;

Thence North 20°09'25" West 97.07 feet;

Thence North 18°09'29" West 106.45 feet;

Thence North 10°45'16" West 65.81 feet;

Thence North 00°34'45" West 113.28 feet;

Thence North 31°30'22" East 4.37 feet;

Thence North 69°15'14" East 221.19 feet;

Thence 108.06 feet along the arc of a non-tangential circular curve concave northwest having a radius of 80.00 feet through a central angle of 77°23'31" and being subtended by a chord which bears North 30°33'30" East 100.03 feet;

Thence North 16°01'19" East 116.07 feet;

Thence North 41°14'47" East 75.68 feet;

Thence North 58°07'13" East 50.38 feet;

Thence North 58°27'44" East 124.90 feet;

Thence North 69°15'14" East 112.24 feet;

Thence North 70°28'40" East 30.06 feet;

Thence North 18°17'53" West 787.91 feet;

Thence South 71°42'07" West 1,109.14 feet to the easterly line of parcel 103A as recorded in instrument #2009000063112, public records of Lee County, Florida.

APPROVED
LEGAL
5/12/10

Thence along said easterly line for the following five (5) described courses;

- 1) 82.88 feet along the arc of a non-tangential circular curve concave east having a radius of 35,918.50 feet through a central angle of 00°07'56" and being subtended by a chord which bears North 16°38'50" West 82.88 feet;
- 2) 369.14 feet along the arc of a non-tangential circular curve concave west having a radius of 15,081.49 feet through a central angle of 01°24'09" and being subtended by a chord which bears North 16°52'41" West 369.13 feet;
- 3) South 70°32'57" West 8.23 feet;
- 4) 828.89 feet along the arc of a non-tangential circular curve concave west having a radius of 15,071.50 feet through a central angle of 03°09'04" and being subtended by a chord which bears North 19°09'21" West 828.79 feet;
- 5) 743.11 feet along the arc of a non-tangential circular curve concave east having a radius of 35,896.14 feet through a central angle of 01°11'10" and being subtended by a chord which bears North 20°05'33" West 743.09 feet to a point of the east right of way of Interstate I-75 (State Road 93).

Thence along said east right of way North 18°17'53" West 727.20 feet to a point on the south line of parcel 106 as recorded in instrument #2006000069199, public records of Lee County, Florida;

Thence along the southerly line of said parcel 106 for the following four (4) described courses;

- 1) 765.90 feet along the arc of a non-tangential circular curve concave north having a radius of 3,506.50 feet through a central angle of 12°30'53" and being subtended by a chord which bears North 83°37'38" East 764.38 feet;
- 2) North 77°22'12" East 321.73 feet;
- 3) 512.73 feet along the arc of a non-tangential circular curve concave south having a radius of 5,375.00 feet through a central angle of 05°27'56" and being subtended by a chord which bears North 80°06'06" East 512.54 feet;
- 4) South 89°44'39" East 1,234.40 feet to the west right of way line of said Ben Hill Griffin Parkway and the POINT OF BEGINNING.

Containing 208.41 acres, more or less.

Bearings are based on the North line of the Northeast ¼ of Section 26, Township 46 South, Range 25 East, Lee County, Florida, being North 89°44'39" West.

Certificate of authorization #LB-43:

WilsonMiller, Inc.
Registered Engineers and Land Surveyors

By: Michael H. Maxwell
Michael H. Maxwell, Professional Surveyor and Mapper #LS4650

Date 04/06/2010

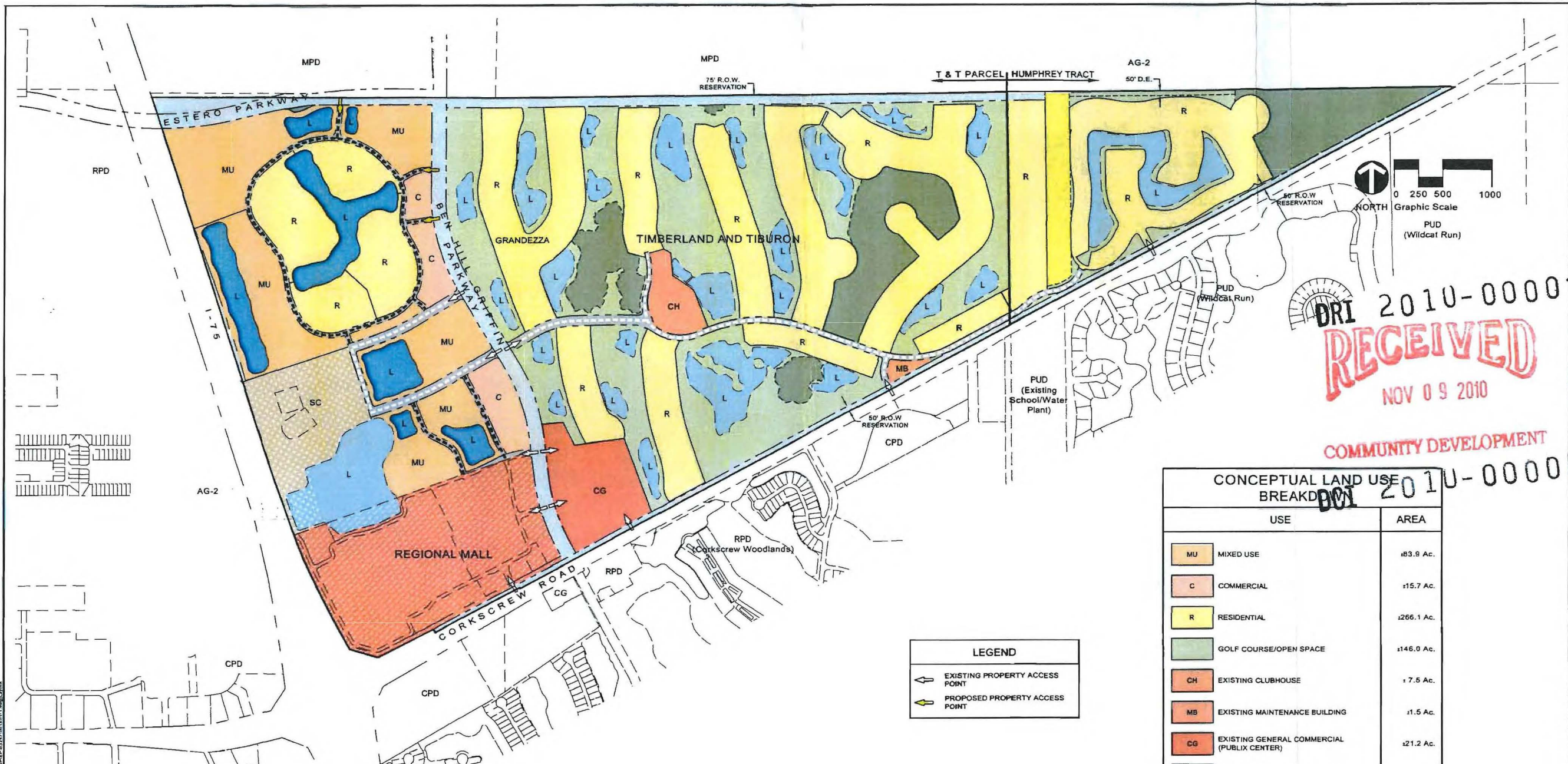
Ref: 2K-315A

Not valid unless embossed with the Professional's seal.



RECEIVED
MAY 07 2010

COMMUNITY DEVELOPMENT

APPROVED
LEGAL
BG 5/2/10




 0 250 500 1000
 Graphic Scale
 PUD (Wildcat Run)
DRI 2010-0000
RECEIVED
 NOV 09 2010
 COMMUNITY DEVELOPMENT
DRI 2010-0000

	EXISTING PROPERTY ACCESS POINT
	PROPOSED PROPERTY ACCESS POINT

USE	AREA
MU MIXED USE	±83.9 Ac.
C COMMERCIAL	±15.7 Ac.
R RESIDENTIAL	±266.1 Ac.
GOLF COURSE/OPEN SPACE	±146.0 Ac.
CH EXISTING CLUBHOUSE	± 7.5 Ac.
MB EXISTING MAINTENANCE BUILDING	±1.5 Ac.
CG EXISTING GENERAL COMMERCIAL (PUBLIX CENTER)	±21.2 Ac.
UPLAND/WETLAND PRESERVATION	±62.7 Ac.
EXISTING APPROVED REGIONAL MALL (Includes ±2.8 Ac. of Existing Lake)	±75.0 Ac.
SC EXISTING SPORTS COMPLEX (Includes ±2.9 Ac. of Existing Lake)	±30.0 Ac.
FPL EASEMENT	±11.3 Ac.
BEN HILL GRIFFIN PARKWAY ESTERO PARKWAY R.O.W./RESERVATION CORKSCREW ROAD R.O.W./RESERVATION I-75 R.O.W.	±56.6 Ac.
PROPOSED INTERNAL ROADWAYS	±10.5 Ac.
EXISTING INTERNAL ROADWAYS	±18.9 Ac.
L SURFACE WATER MANAGEMENT LAKES	±32.9 Ac.
EXISTING SURFACE WATER MANAGEMENT LAKES (not including ±5.7 Ac. of existing lake)	±81.4 Ac.
TOTAL DRI	±821.2 Ac.

Approved as Exhibit H
 Map H Page 1 of 1
 Resolution # 10-031

NOTE: LAKE LOCATIONS, INTERNAL TRACT/PARCEL BOUNDARY LINES, AND ROADWAYS ARE CONCEPTUAL AND ARE SUBJECT TO SIZE INCREASES, DECREASES, RELOCATION, OR REALIGNMENT BASED ON FINAL PERMIT APPROVALS OR MARKET CONDITIONS.

PROJECT NO. DD-03247-002	CLIENT UNIVERSITY HIGHLAND LIMITED PARTNERSHIP
PROJECT NAME T & T MPD AMENDMENT - (AREA #1 & #2)	OWNER UHL PROPERTY
DESIGNER WilsonMiller	DATE 2010-11-09
SCALE N.T.S.	DATE 2010-11-09
CHECKED BY LEE	DATE 2010-11-09
DESIGNED BY LEE	DATE 2010-11-09
MAP H	
SHEET NUMBER EP-03247-001X02	
SHEET NUMBER 001 OF 001	

EXHIBIT H