

RESOLUTION NO. 10 - 121 POLK COUNTY

**AMENDED, UPDATED AND RESTATED
DEVELOPMENT ORDER FOR THE
FOUR CORNERS TOWN CENTER
DEVELOPMENT OF REGIONAL IMPACT**

WHEREAS, it is the intent of the State of Florida, as expressed in Chapter 380, Florida Statutes, to protect the natural resources and environment of the state, facilitate orderly and well planned development, protect the health, welfare, safety and quality of life of the residents of the state; and

WHEREAS, the State of Florida has established land and water management policies to guide and coordinate local decisions relating to growth and development, and has determined that such policies should, to the maximum possible extent, be implemented by local governments through existing processes for the guidance of growth and development, and has also determined that all the existing rights of private property shall be preserved in accord with the constitutions of the State of Florida and the United States; and

WHEREAS, the Development of Regional Impact (DRI) review program has been established by the State of Florida in recognition that certain development projects which, because of their character, magnitude or location, will have a substantial effect on the health, safety or welfare of the citizens of more than one county; and

WHEREAS, Four Corners Group, LLC, a South Carolina limited liability company, (hereinafter the "FOUR CORNERS GROUP") is the fee simple owner of that certain real property consisting of 17 acres located in Polk County, Florida, the legal description of which is attached hereto as Exhibit A-1 (hereinafter the "FOUR CORNERS GROUP PROPERTY"); and

WHEREAS, CentreCorp, Inc. and Albertson International, Inc. (hereinafter collectively referred to as ALBERTSON) are the fee simple owners of that certain real property consisting of 114 acres located in Polk County, Florida, the legal description of which is attached hereto as Exhibit A-2 (hereinafter the "ALBERTSON PROPERTY"); and

WHEREAS, FOUR CORNERS GROUP and ALBERTSON have conveyed to POLK COUNTY certain right-of-ways for County Road 54 and Dunson Road pursuant to that certain Warranty Deed dated November 1, 2006, and recorded January 17, 2007, in Official Records Book 7137, Page 1005, Public Records of Polk County, Florida, and those certain Special Warranty Deeds dated February 19, 2008, and recorded March 11, 2008, in Official Records Book 7574, Page 938, and Official Records Book 7574, Page 948, both of the Public Records of Polk County, Florida (hereinafter collectively "RIGHT-OF-WAY PROPERTY").

WHEREAS, The FOUR CORNERS GROUP PROPERTY, ALBERTSON PROPERTY and RIGHT-OF-WAY PROPERTY shall be collectively referred to hereinafter as the "DRI PROPERTY"; and

WHEREAS, ALBERTSON and FOUR CORNERS GROUP shall be collectively referred to hereinafter as the APPLICANT, and shall mean each of ALBERTSON with respect to the ALBERTSON PROPERTY and FOUR CORNERS GROUP with respect to the FOUR CORNERS GROUP PROPERTY, as described in Section VIII in this Amended, Updated and Restated Development Order; and

WHEREAS, the FOUR CORNERS GROUP filed an Application for Development Approval for a Development of Regional Impact called the Four Corners Town Center and relating to real property located in Polk County, Florida (hereinafter "ADA"). The APPLICANT subsequently filed that certain Application for a Notification of a Proposed Change to a previously approved Development of Regional Impact (hereinafter "NOPC") to modify the terms and conditions of a certain Development Order adopted by POLK COUNTY as Resolution No. 06-131 on August 23, 2006 (the "ORIGINAL DEVELOPMENT ORDER"); and

WHEREAS, this application has been reviewed by the Central Florida Regional Planning Council (hereinafter "CFRPC"), Polk County, in accordance with the requirements of Chapter 380, Florida Statutes; and

WHEREAS, the APPLICANT and POLK COUNTY previously entered into a development agreement dated July 27, 2005, and recorded August 5, 2005 in the Official Records Book 6330, Pages 1674-1691, of the Public Records of Polk County, Florida which was subsequently amended by actions of POLK COUNTY on May 10, 2006, and recorded on May 24, 2006 in the Official Records Book 6792, Pages 41-58; and on August 23, 2006 and recorded on September 6, 2006 in Official Records Book 6954, Pages 1008 - 1036; and on March 26, 2007 and recorded on April 12, 2007 in Official Records Book 7246, Pages 1390 - 1418; and again on December 19, 2007 and recorded on February 26, 2008 in Official Records Book 7562, Pages 812 - 851, all recorded in the Public Records of Polk County, Florida providing for infrastructure improvements to serve the development authorized herein (hereinafter "DEVELOPMENT AGREEMENT").

WHEREAS, the Board of County Commissioners of Polk County is the governing body of local government having jurisdiction over the issuance and conditions of a Development Order for Development of Regional Impact pursuant to Section 380.06, Florida Statutes; and

WHEREAS, the Board of County Commissioners of Polk County has conducted a duly noticed public hearing for the ADA and, during the conduct of said hearing, solicited and evaluated comments, testimony and reports, both oral and written, from local, state and regional agencies and interested citizens

concerned with the ADA and the issuance of the Original Development Order adopted by Polk County as Resolution NO. 06-131 on August 23, 2006, and amended by the issuance of this Amended, Updated and Restated Development Order, which shall supercede and replace in its entirety the Original Development Order (hereinafter "Amended, Updated and Restated Development Order").

I. FINDINGS OF FACT

The Board of County Commissioners of Polk County, Florida, hereby makes the following Findings of Facts:

1. The FOUR CORNERS GROUP owns approximately 17 acres of property located in Polk County, Florida and more particularly described in Exhibit A-1 attached hereto.
2. ALBERTSON owns approximately 114 acres of property in Polk County, Florida and more particularly described in Exhibit A-2, attached hereto.
3. The DRI Property does not lie within an Area of Critical State Concern as defined in Section 380.05, Florida Statutes.
4. No portion of the DRI Property is located in the 100-year floodplain as mapped by FEMA.
5. No adverse air quality impacts are anticipated as a result of the development.
6. No archeological or historic sites were found in the course of review by the Division of Archives, History, and Records Management.
7. Utilities to be made available to the Four Corners Town Center DRI in accordance with the information in the ADA are adequate to service the Four Corners Town Center DRI subject to a Developer's Agreement with Polk County.
8. The Four Corners Town Center DRI will have a substantial impact on regionally significant highway facilities. Transportation impacts of Phases I and II will require substantial mitigation measures including roadway improvements. The mitigation measures for Phase I have been addressed in the Development Agreement.
9. Traffic which is anticipated to be generated by the Four Corners Town Center DRI will adversely impact the transportation network as studied in the ADA, however it is reasonable to expect that roadway improvements generally necessary to meet the needs generated by this development can be implemented within existing

and proposed funding mechanisms concurrent with the proposed development schedule.

10. By utilizing development order conditions and through completion of improvements required by the APPLICANT, as well as programmed public improvements, the traffic generated by the Four Corners Town Center DRI can be accommodated on the existing and future transportation facilities and said facilities should operate at their adopted levels of service.
11. The COUNTY has not made a commitment to provide transportation facilities to accommodate the impacts of the project except as acknowledged in this Amended, Updated and Restated Development Order or in the Development Agreement; however, funding mechanisms may be in place which will benefit the project.
12. The data and information presented by the APPLICANT in the ADA, as supplemented by sufficiency documents, is sufficient to enable the COUNTY to review and issue a development order governing build-out of the Four Corners Town Center DRI.
13. The impacts on the facilities and services serving the Four Corners Town Center DRI have been addressed in the ADA, and the conditions of this Development Order.
14. The development as approved and conditioned can be implemented in a manner consistent with the Strategic Regional Policy Plan and the State Comprehensive Plan.
15. The ADA, has been reviewed by the CFRPC, who after balancing the identified regionally significant impacts associated with each of the criteria of Subsection 380.06(12), Florida Statutes, recommended to the Board of County Commissioners of Polk County that the Four Corners Town Center DRI be approved subject to conditions set forth below.
16. Public hearings for the ADA, as required by applicable state law, have been duly noticed and held, including, without limitation, hearings before the Central Florida Regional Planning Council on February 8, 2006, and before the Board of County Commissioners of Polk County on May 10, 2006.
17. The Four Corners Town Center DRI, as conditioned, is consistent with the report and recommendations of the CFRPC submitted pursuant to Chapter 380, Florida Statutes.

18. The CFRPC Report recommends approval of the Four Corners Town Center DRI, subject to certain conditions.
19. The staff of the Planning Department of the Polk County reviewed the ADA and the analysis and amendments to the ADA, provided by the APPLICANT and the recommendation of the CFRPC.
20. The proposed development program of the Four Corners Town Center DRI consists of a 131 acre parcel as set forth in the Four Corners Town Center DRI Master Development Plan (Map H) which is incorporated into this Development Order as Exhibit B.
21. Total Development – The following explanatory notes apply to the Four Corners Town Center DRI Development Program:
 - (a) Land use areas are established as represented in the APPLICANT's application to the COUNTY for a future land use map amendment; these areas may be modified on final development plans to reflect actual surveyed land areas. These minor changes will not constitute a substantial change to the DRI.
 - (b) Land Use Acres are estimated and may be changed on final development plans to reflect actual surveyed land areas. These changes will not constitute a Substantial Deviation to this Development Order.
 - (c) The developer may construct the theater in Phase I or Phase II and change the mix/ratio of land uses, and shall not be required to file a Notice of Proposed Change ("NOPC") under Chapter 380, Florida Statutes, so long as the changes result in an equivalent number of trips as proposed in the Development Program and traffic analysis approved with this Development Order. An equivalency matrix will be utilized to evaluate changes to the land use mix based on daily trips and is depicted in Exhibit C attached to and incorporated in this Development Order. Developer shall provide County with prior written notice and indicate the change in the biennial report.
 - (d) For the purposes of the DRI process, the physical construction commencement date for Phase I of the Four Corners Town Center DRI is the date in which the construction began on the improvements to the intersection of U.S. Highway 27 and Ronald Reagan Parkway (County Road 54) which included intersection improvements related to Phase I of the planned development of the DRI. The APPLICANT paid Polk County

\$2.14 million for these project-related improvements and dedicated land to the intersection right-of-way to accommodate these improvements. Therefore, the DRI commencement date for the Four Corners Town Center DRI is July 15, 2007. The buildout dates for Phase I and II are extended from March 31, 2009 to March 31, 2016 and from December 31, 2012 to December 31, 2019, respectively. Any Phase I development that is not fully permitted prior to the Phase I buildout date shall automatically be added to, permitted and developed as part of Phase II, and a Notice of Proposed Change shall not be required for this shift of development from Phase I to Phase II. Polk County shall not issue permits for development subsequent to the buildout date for Phase II, except as provided in Section 380.06, Florida Statutes.

22. A public hearing for the application of the NOPC, as required by the applicable state law, has been duly noticed and held by the Board of County Commissioners of Polk County on August 18, 2010.
23. The development of the Four Corners Town Center DRI pursuant to the ADA and NOPC, will be consistent with the achievement of the objectives of the Adopted State Comprehensive Plan, Chapter 187, Florida Statutes, and the CFRPC Strategic Regional Policy Plan and therefore will not unreasonably interfere with those objectives.
24. The development of the Four Corners Town Center DRI pursuant to the ADA and NOPC, will be consistent with the Polk County Comprehensive Plan and the Polk County Land Development Code.
25. The development of the Four Corners Town Center DRI, pursuant to the ADA, will be substantially consistent with the report and recommendations of the CFRPC received, pursuant to Section 380.06(12), Florida Statutes.
26. The APPLICANT and Polk County previously entered into a DEVELOPMENT AGREEMENT providing for infrastructure improvements to serve Phase I of the development authorized herein.

II. CONCLUSIONS OF LAW

1. The CFRPC, in its report to the Board of County Commissioners of Polk County, fully performed the duties required of it pursuant to Chapter 380, Florida Statutes.

2. The Board of County Commissioners of Polk County conducted the necessary public hearings on the Four Corners Town Center DRI, after notification, publication, and posting in the manner prescribed by Chapter 380, Florida Statutes.
3. Interested members of the public were afforded the opportunity to file responses, to present evidence and argument on all issues, to conduct cross examination and submit rebuttal evidence, and to submit proposed findings of fact to the Board of County Commissioners of Polk County during the public hearings referenced above.
4. Polk County's review and the issuance of this Amended, Updated and Restated Development Order have been conducted pursuant to and comply with the provisions of Chapter 380, Florida Statutes.
5. The ADA, as supplemented with Sufficiency Responses, and the application for the NOPC complies with the requirements of Section 380.06, Florida Statutes, and Florida Administrative Code Chapter 9J-2.
6. The rights and obligations set forth in this Amended, Updated and Restated Development Order shall inure to the benefit of and be binding upon the APPLICANT, any subsequent property owners affected by this Development Order and their successors, assignees, and grantees.
7. This approval constitutes acceptance of the proposed uses, size, type, and intensity/density of the proposal. Development shall occur in accordance with this Amended, Updated and Restated Development Order and other applicable regulations. This Amended, Updated and Restated Development Order does not constitute a zoning or rezoning for the Four Corners Town Center DRI.
8. The Four Corners Town Center DRI is consistent with the State Comprehensive Plan.
9. The Four Corners Town Center DRI, as conditioned through this Amended, Updated and Restated Development Order, is consistent with the CFRPC Report and the recommendation of the CFRPC.
10. The Four Corners Town Center DRI, as conditioned through this Amended, Updated and Restated Development Order is consistent with the Polk County Comprehensive Plan and the Polk County Land Development Code.

NOW, THEREFORE, BE IT ORDERED AND RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF POLK COUNTY, FLORIDA that the COUNTY Commission of the COUNTY of Polk, Florida, in accordance with the laws of the State of Florida, based upon the Findings of Fact and Conclusions of Law and subject to the following terms and conditions, the FOUR CORNERS TOWN CENTER DRI ADA and NOPC, IS APPROVED, pursuant to Section 380.06, Florida Statutes, subject to the conditions set forth in this Amended, Updated and Restated Development Order. The terms and conditions of this AMENDED, UPDATED AND RESTATED DEVELOPMENT ORDER shall supersede and replace in their entirety the terms and provisions set forth in the Original Development Order.

III. CONDITIONS OF LAND USE APPROVAL

Land Use. Land uses authorized by this Development Order are those set forth in the Master Plan attached to and incorporated in this Amended, Updated and Restated Development Order as Exhibit B. The APPLICANT's request is for 1,170,000 square feet of Retail/Service, and 16 theater screens (2,400 seats total) on a total of 130.7 ± acres is a permitted use in the Regional Activity Center (RACX) land use district. Provided, however, the land uses and intensities may be altered as provided in the Equivalency Matrix, as described in paragraph I.21(c) hereof, and attached hereto as Exhibit C. Any proposed uses not authorized by this Amended, Updated and Restated Development Order shall require an amendment to this Development Order.

IV. AMENDMENT TO CONDITIONS OF APPROVAL

The Conditions of Approval contained in IV are hereby ratified and confirmed and shall remain unchanged as set forth below:

1. Upon evidence of burrowing owls or any other state- or federally-listed wildlife species on the project, any proposed impacts to these species or their occupied habitat will be coordinated with the FFWCC and the CFRPC prior to initiation of construction activities.
2. Development landscape design and maintenance shall implement all reasonable water conservation measures, including, but not limited to, Xeriscape landscape techniques.
3. At such time as the on-site well is no longer needed, it shall be abandoned in a manner pursuant to SWFWMD abandonment standards or alternatively assigned to Polk County.

4. The development shall use water saving devices of the type outlined in the Polk County Conservation Program.
5. The APPLICANT and Polk County have executed a Chapter 163 Development Agreement and the APPLICANT has prepaid impact fees and utility connection fees to reserve transportation, water and wastewater treatment capacities in accordance with the DEVELOPMENT AGREEMENT.
6. Conceptual storm water design and design calculations shall be provided to the Southwest Florida Water Management District and Polk County for review when available.
7. In accordance with the DEVELOPMENT AGREEMENT, ALBERTSON dedicated, in fee simple, an approximately 4 acre site to POLK COUNTY for a Sheriff's operations and community center on Dunson Road. This land dedication has been completed as a Special Warranty Deed dated August 31, 2007, and recorded October 16, 2007 in the Official Records Book 7455, Page 2242, in the Public Records of Polk County, Florida. In return, ALBERTSON received Law Enforcement Impact Fee credits for Phase I of the DRI Development.
8. Transportation Phasing – The COUNTY acknowledges and agrees that all mitigation measures and/or improvements necessitated by Phase I of the DRI are secured and committed for completion of construction by and through that certain DEVELOPMENT AGREEMENT. For the purposes of transportation conditions, the development of the Property shall be divided into the following traffic phases identified in Table E1 based on reaching any of the following: (1) the final year of the traffic phase; (2) the total cumulative external daily trip level (including pass-by trips, but not internal capture trips); or (3) the external cumulative PM peak hour trip level (including pass-by trips, but not internal capture trips).

Traffic Phase	Phase Schedule	Daily Trips				PM Peak Hour Trips			
		Phase Incremental Trips	Cumulative Trips	External Trips*	Cumulative External Trips*	Phase Incremental Trips	Cumulative Trips	External Trips*	Cumulative External Trips*
1	2016	35,158	35,158	33,400	33,400	3,050	3,050	2,898	2,898
2	2019	25,539	60,697	22,441	55,841	2,391	5,441	2,107	5,005

*External trips include pass-by trips and transit and other alternate mode external trips, but does not include internal capture trips.

9. Annual Traffic Monitoring - Annual Traffic Monitoring is not required for Phase I of the DRI Development. Annual traffic monitoring is required for Phase II of the DRI Development.

The APPLICANT shall, beginning with Phase II of the DRI Development, annually monitor traffic impacts of the project on the roadway links that were determined to be significantly impacted per the current traffic phase of development, as identified in the DRI traffic analysis. The APPLICANT shall schedule an annual traffic monitoring methodology meeting, as determined necessary by Polk County, prior to November 1 each year, beginning with Phase II. The annual traffic monitoring meeting shall be attended by Polk County Planning staff, Polk County Transportation Planning Organization (TPO), the Florida Department of Transportation (FDOT) Districts I and V, Central Florida Regional Planning Council (CFRPC), East Central Florida Regional Planning Council (ECFRPC), and Osceola County Planning Department for their review and acceptance of the methodology. In the event that all parties cannot come to an agreement on the methodology, Polk County shall be the final arbiter.

The purpose of the annual traffic monitoring study shall be to assist Polk County and FDOT District I in determining the schedule of any roadway or intersection enhancements that may be needed per the findings of the Annual Traffic Monitoring Study, as well as the appropriate funding agency.

If, as a result of development within Phase II, an improvement is warranted to maintain acceptable levels of service, the APPLICANT and Polk County shall have one (1) year from the acceptance of the Annual Report by Polk County to enter into a development agreement providing for the contribution of the APPLICANT's proportionate fair share of the costs of said improvement, as more specifically provided in paragraph 11, hereof. This development agreement may also provide for vesting. This condition does not prohibit the issuance of certificates of occupancy for development that has already received building permits or for projects that have been platted.

(a) The annual traffic monitoring study shall contain the following:

- i. APPLICANT shall conduct or obtain roadway traffic counts for the PM peak hour during January, February, or March. One bi-directional count shall be conducted or obtained for each roadway link that was determined to be

significantly impacted per the current traffic phase of development as determined in the DRI traffic analysis.

- ii. Traffic shall be forecast for the year following the report year. Non-project traffic shall be forecast based on a historical growth rate that has been adjusted to account for project traffic growth. Project traffic shall consist of trips from development constructed since the date of the counts plus trips from development approved and expected to occur within the following year.
 - iii. Test for significant impact of project traffic on roadway links included in the annual traffic monitoring study. Test for significance shall be based on directional project traffic equal to or greater than 5 percent of the roadway's directional peak hour maximum service volume at the adopted level of service standard.
 - iv. The projected background roadway level of service (without additional project trips) and the projected build roadway level of service (with additional project trips) for the following year shall be determined for roadways that are projected to be significantly impacted.
 - v. PM peak hour intersection level of service (LOS) analyses shall be performed for signalized intersections on significantly impacted links, as determined through annual monitoring.
 - vi. Roadway links that are under construction during the report year and expected to be under construction during the following year may not be included in the annual traffic monitoring study until construction has been concluded and normal traffic patterns have resumed.
 - vii. Identify applicable programmed roadway improvements scheduled for implementation during the subject annual traffic-monitoring period.
 - viii. Provide status report on roadway improvements within the study area under implementation during the annual traffic-monitoring period.
- (b) The list of roadway links to be included in each Annual Traffic Monitoring Study shall consist of but not be limited to the roadway links that are determined to be significantly impacted

during the phase being evaluated, except for those facilities under construction, which may be excluded.

The following roadway links were significantly impacted for Phase I of the Property:

Deen Still Road from Old Grade Road to Sand Mine Road
Deen Still Road from Sand Mine Road to US 27
CR 54 (Ronald Reagan Parkway) from US 27 to Site
CR 54 (Ronald Reagan Parkway) from Site to CR 532 Extension
CR 54 (Ronald Reagan Parkway) from CR 532 Extension to Lake Wilson Road
US 27 from CR 547 to I-4
US 27 from I-4 to Dunson Road
US 27 from Dunson Road to Site Access
US 27 from Site Access to CR 54
US 27 from CR 54 to Sand Mine Road
US 27 from Sandmine Road to US 192
Lake Wilson Road from CR 54 to CR 532

At a minimum, the following intersections and interchange junctions shall be included in the Annual Traffic Monitoring Study:

US 27 at CR 17
US 27 at CR 547
US 27 at I-4 EB off-ramp
US 27 at I-4 WB off-ramp
US 27 at Dunson Road
US 27 at CR 54
US 27 at Sand Mine Road
CR 532 at US 17/92
CR 532 at CR 545 (Lake Wilson Road)
CR 532 at I-4 EBff-ramp
CR 532 at I-4 WB off-ramp
Champions Gate Blvd. at Masters Blvd.
CR 54 at US 17/92
CR 54 at Old Lake Wilson Road
CR 54 at Lake Wilson Road
CR 54 at CR 532 extension
US 27 at site access (right-in right-out)
CR 54 at west site access
CR 54 at central site access
CR 54 at east site access

- (c) If the project traffic significantly impacts links as described above, and these links, intersections, or interchanges are projected to operate below the adopted LOS for the facility, no further Level 2 approvals for Phase II beyond those provided within the DEVELOPMENT AGREEMENT shall be issued until:
- i. Improvements to the roadway have been programmed within the first three years of the Capital Improvement Plan of the jurisdiction having authority of the roadway or within the first three years of FDOT's Five-Year Work Program for non-FIHS facilities or within the first five years of the FDOT Five-Year Work Program for FIHS facilities;
 - ii. Supplemental intersection or arterial/corridor level of service analyses can reasonably demonstrate that the facility will operate at an acceptable LOS to the satisfaction of the jurisdiction having authority of the roadway; or
 - iii. Subject to a Development Agreement, the APPLICANT seeks and obtains the implementation of alternate improvements or mechanisms, which shall either maintain the adopted LOS at any impacted link, intersection, or interchange junction or implement a reduced LOS standard and/or achieve the adopted LOS standard over an established period of time.

However, all development with Level 2 approval or building permits or demolition permits or development that has been platted may continue until completion.

- (d) If the issue(s) pertaining to the adversely impacted roadway link(s), intersection(s), and/or interchange(s) are not addressed through supplemental analysis, referred to in the preceding condition 2(c)ii, or an alternative concurrency management strategy to the satisfaction of Polk County and the agency having jurisdiction of the facility, then the Applicant shall have one year from acceptance of the Annual Report by Polk County to either construct the appropriate improvements or enter into a Development Agreement with Polk County per Florida Statute 163 that describes the improvement(s), the timing of the improvement(s), and the responsible funding party(s).
- (e) The APPLICANT's fair share of required improvements to links, intersections, or interchanges shall be based on current traffic monitoring data. The apportionment of fair share costs shall be based upon the approved proportionate share methodology

described in subsequent condition 4 of the Amended, Updated and Restated Development Order. Polk County has adopted a Proportionate Fair-Share Program and said Program shall be used to determine the APPLICANT's fair share of required transportation improvements.

10. Traffic Monitoring and Modeling – In addition to annual traffic monitoring, a Traffic Monitoring and Modeling Study shall be performed prior to the initiation of each phase after Phase I. None of the provisions of this paragraph 10 shall apply to Phase I. This Traffic Monitoring and Modeling Study can be substituted for the required Annual Traffic Monitoring Study for the annual period in which it is submitted. The Traffic Monitoring and Modeling Study shall commence with a Traffic Monitoring and Modeling Methodology Meeting, which is to be initiated once the current development phase is 80 percent complete of the cumulative external PM peak hour trips for the applicable phase.

The Traffic Monitoring and Modeling Study shall ascertain the level of service on facilities where the DRI Property is estimated to contribute a significant volume of traffic greater than or equal to 5 percent of the roadway adopted LOS service volume. The Polk County Planning staff, Polk County Transportation Planning Organization (TPO), Florida Department of Transportation (FDOT) Districts I and V, Central Florida Regional Planning Council (CFRPC), East Central Florida Regional Planning Council (ECFRPC), Osceola County Planning Department, Florida Department of Community Affairs (DCA), and the APPLICANT shall agree upon the methodology for the Traffic Monitoring and Modeling Study. The scope of each monitoring and modeling effort is expected to be similar to that required for an Application for Development Approval. In the event that all parties cannot come to an agreement on the methodology, Polk County shall be the final arbiter.

- (a) As part of the Traffic Monitoring and Modeling Study, the project's external trip generation shall be counted to determine if observed project trips are consistent with Institute of Transportation Engineers (ITE) trip rates. If the observed trip rates are not found to be reasonably consistent with ITE trips rates, then adjustments to the trip rates used in the Traffic monitoring and Modeling Study may be made, as agreed upon by the APPLICANT and the reviewing agencies.
- (b) The following roadways are those within the study area that were analyzed for full build-out of the Property. The facilities to

be monitored and modeled may include, but shall not be limited to, those segments of the regional roadways within this list and one segment beyond where the DRI Property is estimated to contribute a cumulative amount of traffic greater than or equal to 5 percent of the roadway adopted LOS service volume. The analyzed facilities shall include signalized intersections and link analyses of major collector and higher classified roadways and interchange ramp junctions.

Polk County, Osceola County, CFRPC, ECFRPC, FDOT Districts I and V, Polk TPO, and DCA shall have the right to make reasonable requests for additional information from the APPLICANT to verify adherence to these provisions. The APPLICANT shall provide information toward compliance with these requests.

Candidate Roadways for Traffic Monitoring and Modeling Study in Polk County:

Deen Still Road from SR 33 to Brown Road
Deen Still Road from Brown Road to Old Grade Road
Deen Still Road from Old Grade Road to Sand Mine Road
Deen Still Road from Sand Mine Road to US 27

Dunson Road west of US 27
Dunson Road east of US 27

CR 54 from US 27 to Site
CR 54 from Site to CR 532 Extension
CR 54 from CR 532 Extension to Lake Wilson Road
CR 54 from Lake Wilson Road to US 17/92

Interstate 4 from SR 33 to SR 570
Interstate 4 from CR 570 to CR 559
Interstate 4 from CR 559 to CR 557
Interstate 4 from CR 557 to US 27
Interstate 4 from US 27 to CR 532

US 27 from CR 544 to US 17/92
US 27 from US 17/92 to CR 17
US 27 from CR 17 to CR 547
US 27 from CR 547 to I-4
US 27 from I-4 to Dunson Road
US 27 from Dunson Road to Site Access
US 27 from Site Access to CR 54
US 27 from CR 54 to Sandmine Road
US 27 from Sandmine Road to US 192

US 17/92 from Rochelle Ave. to US 27
US 17/92 from US 27 to 10th Street
US 17/92 from 10th Street to 17th Street
US 17/92 from Hinson Ave. to CR 547
US 17/92 from CR 547 to CR 54
US 17/92 from CR 54 to CR 532

CR 532 from CR 54 to I-4

Lake Wilson Drive from CR 54 to CR 532

CR 557 from US 17/92 to CR 557A
CR 557 from CR 557A to CR 17
CR 557 from CR 557A to CR 17
CR 557 from CR 17 to I-4

Candidate Roadways for Traffic Monitoring and Modeling Study
in Osceola County:

Interstate 4 from US 27 to CR 532
Interstate 4 from CR 532 to SR 429
Interstate 4 from SR 429 to World Drive

US 27 from Sandmine Road to US 192

US 17/92 from CR 54 to CR 532
US 17/92 from CR 532 to Poinciana Blvd. to CR 531
US 17/92 from CR 531 to US 192

CR 532 from CR 54 to I-4
CR532 from I-4 from Old Lake Wesson Road
CR 532 from Old Lake Wilson Road – US 17/92

Lake Wilson Drive from CR 54 to CR 532

Old Lake Wilson Road from CR 532 to Westgate Road
Old Lake Wilson Road from Westgate Road to US 192

- (c) The DRI Property shall not contribute 5 percent or more of the adopted LOS service volume of the roadway or intersection as determined by traffic monitoring in the preceding condition when service levels are below the minimum LOS adopted in the local government's jurisdiction during the PM peak hour, unless mitigation measures and/or improvements are secured and committed for completion of construction during the phase in

which the impacts occur, or if an alternate mechanism is implemented.

The following schedule of improvements on state and regionally significant roadway segments, which are projected to be both significantly impacted from the Property and to operate below the adopted LOS standard during Phase II (Build-out), as listed in Table E2 below, shall be tied to the development level that the improvement is needed within each phase based upon the results of each Traffic Monitoring and Modeling Study. The Development Order shall be amended, as needed, to incorporate these needs and the commensurate trip level by which the improvement is needed to support project development. This list shall be amended based upon the results of each Traffic Monitoring and Modeling Study, as needed.

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

- i. A roadway improvement scheduled for construction within the first three (3) years of the appropriate local government's adopted comprehensive plan capital improvement element (or as otherwise provided in the applicable jurisdiction's capital improvement element); A roadway improvement scheduled for construction within the first three (3) years of the Florida Department of Transportation's Five-Year Work Program for non-FIHS facilities or within the first five (5) years of the Five-Year Work Program for FIHS facilities.
- ii. A roadway improvement scheduled for construction within the first three (3) years of the North Ridge Community Redevelopment Agency (CRA) road improvement program.
- iii. A binding financially secured and irrevocable commitment by the Applicant or other appropriate persons or entities for the design, engineering, land acquisition, and actual construction of the necessary improvements (with the posting of a cash bond, surety bond, irrevocable letter of credit, escrow amount or other security in a form acceptable to the agency of jurisdiction) within the next three (3) years and incorporated by reference into the Development Order.
- iv. Any other mitigation option specifically provided for in this Amended, Updated and Restated Development Order.

- v. Subject to a Development Agreement, the APPLICANT seeks and obtains the implementation of alternate improvements or mechanisms, which shall either maintain the adopted LOS at any impacted link, intersection, or interchange or implement a reduced LOS standard and/or achieve the adopted LOS standard over an established period of time. The applicable FDOT procedure shall be followed if a reduced LOS standard is sought for a State facility.
 - vi. Any other mitigation option permitted by law, including a local government development agreement consistent with Florida Statutes and Polk County's Comprehensive Plan and Land Development Code which ameliorates the projected impact and is incorporated into the Development Order by amendment.
 - vii. Detailed operational analyses of intersection and arterial/corridor level of service can be performed to the satisfaction of the agency with jurisdiction of the impacted facilities that reasonably demonstrates that projected traffic conditions will meet the adopted LOS.
- (d) The applicant shall provide adequate documentation to Polk County to demonstrate that one or more of the above mitigation measures have been met. Polk County may consult with other agencies, but the final decision as to what constitutes adequate documentation shall rest with Polk County.

These mitigation measures shall occur by the required threshold in Table E2 in order for the development to proceed into the subsequent phase. The improvements listed in Table E2 and/or the timing of said improvements may be modified based on the results of an Annual Traffic Monitoring Study and/or a Traffic Monitoring and Modeling Study for Phase 2. If the APPLICANT can demonstrate that a portion of a phase or sub-phase does not adversely affect the regional roadway network as determined by the Traffic Monitoring and Modeling Study, then the APPLICANT may proceed with that portion of the phase (and only that portion).

Table E2				
Phase	Roadway Section/Interchange	Jurisdiction	Improvement	Timing Threshold
Phase 1	CR 532 at I-4 EB Off-ramp	Osceola and FDOT District V	Signalize when warranted	Prior to project traffic having a significant impact
	CR 532 at I-4 WB off-ramp	Osceola and FDOT District V	Signalize when warranted	Prior to project traffic having a significant impact
Phase 2	I-4 from SR 429 to World Drive	FDOT District V	Appropriate Facility Improvement	Prior to Phase II
	US 27 from US 17/92 to CR 17	FDOT District I	Network or eight lane equivalent	Prior to Phase II
	US 27 from CR 17 to CR 547	FDOT District I	Additional Roadway Network or eight lane equivalent	Prior to Phase II
	US 27 from I-4 to Dunson Road	FDOT District I	Widen to six lanes	Prior to Phase II
	US 27 from Dunson Road to Site Access	FDOT District I	Widen to six lanes	Prior to Phase II
	US 27 from Site Access to CR 54	FDOT District I	Widen to six lanes	Prior to Phase II
	US 17/92 from CR 532 to Poinciana Blvd.	FDOT District I	Widen to four lanes	Prior to Phase II
	Old Lake Wilson Road from CR 532 to Westgate Road	Osceola County	Widen to four lanes	Prior to Phase II
	CR 557 from CR 17 to I-4	Polk County	Widen to four lanes	Prior to Phase II

(e) In the event that roadway widening is identified which is not compatible with adopted policy of the FHWA, FDOT District I or District V, or local government, then the APPLICANT, Polk County, the CFRPC, and the party having jurisdictional or maintenance responsibility for the subject facility shall jointly determine reasonable alternate mitigation solutions.

(f) The APPLICANT's fair share of required improvements to links, intersections, or interchanges shall be based on current traffic monitoring data. The apportionment of fair share costs shall be based upon the approved proportionate share methodology described in Section IV, contained in this Amended, Updated and Restated Development Order. Polk County has adopted a Proportionate Fair-Share Program and said Program shall be used to determine the applicant's fair share of required transportation improvements.

11. Proportionate Share - If the Annual Traffic Monitoring Study or the Traffic Monitoring and Modeling Study results indicate that improvements must be made, and if mitigation is not provided as set forth in these conditions or as otherwise required pursuant to 9J-2.045(7), then the APPLICANT, Polk County, Osceola County, and/or FDOT Districts I and/or V shall enter into an agreement within six (6) months of the determination that improvements are needed, which time frame can be extended based upon an agreement of the parties. Said agreement(s) shall address and clarify such issues related to equity in the application of collected fees for transportation improvements. The application of fees shall be on a fair-share basis with respect to the improvements to be provided and not solely on the basis of impact fees. However, such an agreement(s) would not alter or waive the provisions and requirements of the other conditions in the Development Order as a mitigating measure for the transportation impacts of the DRI Property. In the event Osceola County and/or FDOT District I and/or V fails to execute said agreement(s) within the specified time, then the APPLICANT may proceed with the development based upon the traffic monitoring and modeling schedule and all other conditions specified herein as it affects the non-participating party and the payment of proportionate share to the respective party as outlined below. In the event that an agreement is not executed between the APPLICANT, Osceola County, and/or FDOT District I and/or V, the proportionate share, to the referenced parties, shall be paid within one year of the improvement being identified.

Separate agreements may be entered into with one or more parties and the APPLICANT. The said agreement between the APPLICANT, Polk County, Osceola County, and/or FDOT Districts I and/or V shall ensure the following:

(a) proportionate share payment is made by the APPLICANT within a time frame specified in the agreement to the appropriate entity(ies) to mitigate project impacts:

- (b) said proportionate share payment shall be used by the appropriate entity(ies) only for the design, engineering, right-of-way purchase, permitting and/or construction of improvement to the roadway segments, intersections, or interchange for which the payment is made; and,
- (c) said proportionate share payment by the APPLICANT constitutes adequate provision for the public facilities needed with respect to the road segments to accommodate the impacts of the project through the phase for which the fair share was calculated, as required by Section 380.15(e)(2), Florida Statutes. All such proportionate fair share agreements shall be included in the Development Order by amendment pursuant to Section 380.06(19), F.S. The formula to be used to determine proportionate fair share contribution is as follows:

$$\text{Proportionate Share} = (\text{Improvement Cost}) * (\text{DRI Trips}) / (\text{SV Increase})$$

Where:

DRI trips = the cumulative number of external trips from the development expected to reach the roadway during the PM peak hour from the phase under development.

SV Increase = service volume increase, or the change in PM peak hour maximum service volume of the roadway resulting from construction of the improvement necessary to maintain the desired level of service.

Improvement Cost = the cost (at time of Applicant payment) of constructing an improvement necessary to maintain the desired level of service, including all improvement associated costs (engineering, right-of-way acquisition, planning, inspection, and other associated physical development costs directly required and associated with the construction of the improvement) as determined by the governmental agency having maintenance obligations over the roadway.

- 12. Dispute Resolution - If the parties cannot reach agreement regarding the preceding condition, or if so desired by the parties at any time prior to that, then the issues in dispute shall be submitted to the CFRPC for voluntary mediation pursuant to the adopted dispute resolution process. The solutions recommended as a result of this process shall be implemented and the Development Order amended pursuant to Section 380.06(19), F.S., to include these solutions. These solutions must also be acceptable to Polk County in its sole discretion and these solutions shall not include any requirement that Polk County or Osceola County participate in or contribute to the funding of improvements to any state roads, unless the subject county agrees otherwise.

13. Government Responsibility – Notwithstanding any provision contained herein to the contrary, except as specifically agreed in writing, Polk County and Osceola County shall have no financial responsibility to contribute to or participate in the funding of the design, engineering, permitting, and/or construction of improvements to state roads. The monitoring and modeling required phases shall be used to verify the impacts from previous phases and to more accurately estimate probable impacts in later phases. If necessary, the proportionate share amount will be adjusted to reflect the estimates for later phases. If it is verified that the roadway improvements mentioned above are still needed, then the project shall not proceed into later phases until the proportionate share payment is made or said improvements are scheduled for construction in the applicable entities work program within the first three years when impacts are estimated to be significant and adverse, or within the first five years for FIHS facilities.

14. Transit Passenger Shelter – The APPLICANT shall provide up to two (2) transit passenger shelters on the project site to serve patrons of future public transportation services. New transit services and projects in Polk County are contained in a Consolidated Transit Development Plan (TDP) as adopted by area transit providers. Polk County shall notify the APPLICANT when a new transit project (local circulator service, regional express bus service, or Park-and-Ride marketing program) has been funded and included in the TDP to serve the DRI Property and northeast Polk County. Upon said notification, the APPLICANT shall commit to providing up to two (2) transit passenger shelters at least one (1) month prior to the planned implementation date for the new transit service. The notification of the newly planned transit service/project shall be given at least six (6) months prior to the start date for the new transit service.

The APPLICANT shall provide and maintain at its expense up to two (2) passenger shelters subject to the review and approval of Polk County and consistent with current shelter design standards and guidelines.

The locations of the shelters shall be approved by Polk County. One shelter shall be located on the ALBERTSON PROPERTY and this shelter shall be designed, permitted, constructed and maintained by ALBERTSON. One shelter shall be located on the FOUR CORNERS GROUP PROPERTY and this shelter shall be

designed, permitted, constructed and maintained by the FOUR CORNERS GROUP.

15. Bike and Pedestrian Facilities – In the interest of promoting alternative forms of transportation, the APPLICANT shall provide an on-site system of bikeways and pedestrian facilities. The APPLICANT shall provide pedestrian walkways along major boulevards, roads, and drives, as well as pedestrian facilities shall be incorporated between development parcels and the roadways to provide for a walkable community. The APPLICANT shall provide dedicated bike lanes and off-street bicycle facilities, which may be linked to future regional bike trails and/or other transportation systems envisioned by Polk County in the surrounding area. Bicycle support facilities (e.g., bicycle parking) shall be made available at commercial centers.

FOUR CORNERS GROUP shall be solely responsible for providing pedestrian walkways and facilities and dedicated bicycle lanes and off-street bicycle facilities along any major boulevards, roads and drives on, or necessary as a result of the development of the FOUR CORNERS GROUP PROPERTY; and ALBERTSON shall be solely responsible for providing pedestrian walkways and facilities and dedicated bicycle lanes and off-street bicycle facilities along any major boulevards, roads and drives on, or necessary as a result of the development of the ALBERTSON PROPERTY. The APPLICANT shall insure that there is inter-connectivity within the DRI PROPERTY, including, but not limited to, between the transit passenger shelters and the land use activities on the DRI PROPERTY.

V. DEVELOPMENT ORDER ADMINISTRATION

1. Scope of This Order. Development activities in the Four Corners Town Center DRI shall be subject to the terms and conditions of this Amended, Updated and Restated Development Order and shall not be subject to future development of regional impact review, pursuant to Section 380.06, Florida Statutes, unless the Polk County determines that a proposed change or a failure of condition, constitutes a substantial deviation, pursuant to Section 380.06(19), Florida Statutes.
2. Substantial Deviation. No change shall be made to this Amended, Updated and Restated Development Order or to the approved land uses, unless and until the Polk County has approved and authorized the change. The Four Corners Town Center DRI shall fully comply with Section 380.06(19), Florida Statutes, regarding "substantial deviations."

3. Expiration of Order. This Amended, Updated and Restated Development Order shall remain in effect for a period of twenty (20) years from August 23, 2006. Any development activity wherein plans have been submitted to the Polk County for its review and approval prior to the expiration date of this Amended, Updated and Restated Development Order may be completed, if approved. This Amended, Updated and Restated Development Order may be extended by Polk County on the finding of excusable delay in any proposed development activity. Physical development has commenced within the Four Corners Town Center DRI within five (5) years from the date of adoption of the Development Order.
4. Other Rules, Regulations and Ordinances. The provisions of this Amended, Updated and Restated Development Order shall not be construed as a waiver or exception of any rule, regulation or ordinance of Polk County and, therefore, any further review and approval required by Polk County shall be subject to all such applicable rules, regulations and/or ordinances in effect at the time of the review. Likewise, the provisions of this Amended, Updated and Restated Development Order shall not be construed as a waiver or exception of any rule, regulation or criteria of any Federal, State or Regional agencies and, therefore, any reviews required by such agencies shall be subject to the rules, regulations and criteria in effect and applicable to the development of the Four Corners Town Center DRI at the time of review. Provided, however, that development rights approved by this Amended, Updated and Restated Development Order may not be revoked or modified except as provided by Chapter 380, Florida Statutes.
5. Downzoning/Vesting of Facilities and Services. Polk County agrees that the Four Corners Town Center DRI shall not be subject to down-zoning, unit density reduction, or intensity reduction, during the term of this Amended, Updated and Restated Development Order, that the improvements to or construction of the public facilities and services necessary to serve the Four Corners Town Center DRI, as delineated herein, which are currently a part of the Polk County Capital Improvement Plan shall not be arbitrarily removed from said Plan during the term of this Amended, Updated and Restated Development Order, unless Polk County can demonstrate that substantial changes in the conditions underlying the approval of the Amended, Updated and Restated Development Order have occurred or the Amended, Updated and Restated Development Order was based on substantially inaccurate information provided by the APPLICANT or that the change is

clearly established by Polk County to be essential to the public health, safety or welfare.

6. Local Monitoring/Enforcement. Polk County shall be responsible for monitoring development and enforcing the provisions of this Amended, Updated and Restated Development Order. The Polk County Administrator, or his/her designee, shall be the local official responsible for assuring compliance with this Amended, Updated and Restated Development Order. Polk County shall not issue any permit or approval or provide any extension of service if the APPLICANT fails to act in substantial compliance with this Amended, Updated and Restated Development Order, provided reasonable advance notice is given by Polk County to the APPLICANT.

7. Biennial Report. The APPLICANT shall submit a biennial report on the Four Corners Town Center DRI to Polk County and all other agencies entitled to receive a copy pursuant to the statute by July 1, 2007, and every second year thereafter. For reporting purposes, FOUR CORNERS GROUP and ALBERTSON shall each submit a biennial report and subsequent biennial reports for their respective properties within the DRI PROPERTY. The annual report shall contain the following information as well as other information required by this Amended, Updated and Restated Development Order;
 - (a) Any changes in the plan of development, or in the representations contained in the ADA and NOPC, 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 year;
 - (c) Identification of undeveloped tracts of land that have been sold to a separate entity or developer;
 - (d) Identification and intended use of lands purchased, leased or optioned by the APPLICANT adjacent to the Original DRI Property since the Development Order was issued;
 - (e) A special assessment of the Four Corners Town Center DRI's and Polk County's compliance with each individual condition of approval contained in this Amended, Updated and Restated Development Order and the commitments which are contained in the ADA and NOPC, and which have been identified by Polk County, CFRPC, or DCA as being significant;

- (f) Any known incremental DRI applications for development or requests for a substantial deviation determination that were filed in the reporting year and to be filed during the next year;
- (g) An indication of change, if any, in local government jurisdiction for any portion of the development since this Amended, Updated and Restated 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 annual report in conformance with Subsections 380.06(15) and (18), Florida Statutes; and
- (j) 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 APPLICANT pursuant to paragraph 380.06(15)(f), Florida Statutes.
- (k) A copy of the required traffic monitoring report as described in the applicable paragraphs in Section IV, Amendments to Conditions of Approval. At the time the annual traffic monitoring report is sent to Polk County, copies shall also be sent to CFRPC, DCA, and all affected permitting agencies. If the annual traffic monitoring report is not received, CFRPC or DCA shall notify Polk County. If Polk County does not receive the annual traffic monitoring report or receives notification that CFRPC or DCA has not received the traffic monitoring report, Polk County shall request, in writing, that the APPLICANT submit the traffic monitoring report within 30 days. The failure to submit the traffic monitoring report after 30 days shall result in Polk County's temporary suspension of this Amended, Updated and Restated Development Order until such time that the annual traffic monitoring report is submitted.

VI. RECORDING

Notice of the adoption of this Amended, Updated and Restated Development Order or any subsequent modification of this Development Order shall be recorded by the APPLICANT in accordance with Section 28.222, Florida Statutes, with the Clerk of the Circuit Court for Polk County, Florida, at the APPLICANT's expense, immediately after the effective date of this Amended, Updated and Restated Development

Order or any subsequent modifications of this Development Order in compliance with Section 380.06 (15)(f), Florida Statutes.

VII. DEFINITION OF APPLICANT

Notwithstanding anything contained herein to the contrary, any reference to the APPLICANT shall refer to Albertson with regard to the ALBERTSON PROPERTY and FOUR CORNERS GROUP with regard to the FOUR CORNERS GROUP PROPERTY. Each party shall be solely responsible for that portion of the DRI PROPERTY owned by said party, and in no event shall a default by either ALBERTSON or FOUR CORNERS GROUP ("Defaulting Party"), with regard to the ALBERTSON PROPERTY or FOUR CORNERS GROUP PROPERTY, respectively, be a default by the other party that is not in default under this Amended, Updated And Restated Development Order ("Non-Defaulting Party"). The Non-Defaulting Party shall be permitted to continue the development of that portion of the DRI PROPERTY owned by the Non-Defaulting Party in accordance with the terms of this Amended, Updated and Restated Development Order, as if the default by the Defaulting Party had not occurred.

VIII. APPLICABLE LAWS

Development based upon this approval shall comply with all other applicable federal, state, and county laws, ordinances and regulations, which are incorporated herein by reference, except to the extent the applicable laws, ordinances, and regulations are expressly waived or modified by these conditions, or by action approved by the Board of County Commissioners of Polk County, Florida.

VIII. EFFECTIVE DATE

This Amended, Updated and Restated Development Order shall take effect upon the end of the last applicable appeal period for all development approvals and per Chapter 380, F.S., with the transmittal by First Class Certified U.S. Mail, return receipt requested, to CFRPC, and the Florida Department of Community Affairs.

Signature Page to Follow

DULY PASSED AND ADOPTED BY THE BOARD OF COUNTY COMMISSIONERS OF POLK COUNTY, FLORIDA, THIS 18th day of _____ August, 2010.

ATTEST: RICHARD M. WEISS



By: *Angela L. Wash*
Deputy Clerk

BOARD OF COUNTY COMMISSIONERS OF POLK COUNTY

Bob English
Bob English, Chairman

Date: *8/18/10 P. 37*

County Attorney's Office

Reviewed as to form and legal Sufficiency

By: *Linda Murray*
Date: *8/25/10*

FOUR CORNERS DRI DEVELOPMENT ORDER EXHIBITS

- A-1. Legal Description of Four Corners Group Property
- A-2. Legal Description of Albertson International, Inc. and CentreCorp, Inc. Property
- B. Master Plan – Map "H"
- C. Equivalency Matrix for Land Use & Trip Exchange Rates

Exhibit A-1: Legal Description of Four Corners Group Property

Commence at the N.E. corner of Section 1, Township 26 South, Range 26 East, Polk County, Florida; Thence run S. 89°48'13" W. along the North line of the NE 1/4 of Section 1, 748.97 feet to the center line of survey for S.R. No. 25 (U.S. HWY. #27); Thence run S. 08°03'30" E. along said center line of survey for S.R. #25, 1878.73 feet to the intersection with the center line of S.R. No. 54; Thence continue S. 08°03'30" E. along the aforesaid center line of survey, 873.11 feet; Thence run due East 116.15 feet to a point on the Easterly right of way of S.R. #25 (U.S. Hwy. #27), said point being the S.W. corner and the Point of Beginning of the tract about to be described; Thence run N. 08°03'30" W. along said right of way line, 726.44 feet; Thence run N. 52°32'22" E. continuing along said right of way line, 217.05 feet to the intersection with the Southerly right of way line of S.R. No. 54; Thence run N. 76°20'12" E. along the said Southerly right of way line, 741.52 feet to the P.C. of a curve concave Southerly; Thence run Easterly along said curve, having for its elements a radius of 5679.55 feet and a central angle of 00°35'26" for an arc distance of 58.54 feet; Thence leaving said right of way line, run S. 00°23'26" E. along the Westerly line of a proposed Polk County Fire Station Site and along the extension thereof, 1040.0 feet; Thence run due West, 855.04 feet to the Point of Beginning. Said lands situate lying and being in Polk County, Florida. Containing 17.0 acres more or less.

Exhibit A-2: Legal Description of Albertson International, Inc./CentreCorp, Inc.
Property

The Southwest 1/4 of the Northwest 1/4 of Section 6, Township 26 South, Range 27 East, Polk County, Florida, lying south of Dean Still Road (County Road 54), LESS AND EXCEPT a fire station parcel conveyed to Polk County by deed recorded in Official Records Book 2979, Page 882, Public Records of Polk County, Florida.

TOGETHER WITH:

The West one-half of the Southwest 1/4 of Section 6, Township 26 South, Range 27 East, Polk County, Florida, LESS AND EXCEPT road right of way for Dunson Road and US Highway 27, including lands taken by Polk County pursuant to Final Judgment recorded in Official Records Book 1346, Page 722, Public Records of Polk County, Florida; and lands conveyed for right of way for Dunson Road pursuant to deeds recorded in Official Records Book 3536, Page 2093; Official Records Book 7574, Page 938; and Official Records Book 7574, Page 948, all of the Public Records of Polk County, Florida.

AND TOGETHER WITH:

That part of the East 1/2 of Section 1, Township 26 South, Range 26 East, Polk County, Florida lying East of U.S. Highway 27 (State Road No. 25) and South of County Road Number 54.

LESS AND EXCEPT, FROM THE ABOVE DESCRIBED PARCELS, the following described parcel:

Commence at the N.E. corner of Section 1, Township 26 South, Range 26 East, Polk County, Florida; Thence run S. 89°48'13" W. along the North line of the NE 1/4 of Section 1, 748.97 feet to the center line of survey for S.R. No. 25 (U.S. HWY. #27); Thence run S. 08°03'30" E. along said center line of survey for S.R. #25, 1878.73 feet to the intersection with the center line of S.R. No. 54; Thence continue S. 08°03'30" E. along the aforesaid center line of survey, 873.11 feet; Thence run due East 116.15 feet to a point on the Easterly right of way of S.R. #25 (U.S. Hwy. #27), said point being the S.W. corner and the Point of Beginning of the tract about to be described; Thence run N. 08°03'30" W. along said right of way line, 726.44 feet; Thence run N. 52°32'22" E. continuing along said right of way line, 217.05 feet to the intersection with the Southerly right of way line of S.R. No. 54; Thence run N. 76°20'12" E. along the said Southerly right of way line, 741.52 feet to the P.C. of a curve concave Southerly; Thence run Easterly along said curve, having for its elements a radius of 5679.58 feet and a central angle of 00°35'26" for an arc distance of 58.54 feet; Thence leaving said right of way line, run S. 00°23'26" E. along the Westerly line of a proposed Polk County Fire Station Site and along the extension thereof, 1040.0 feet; Thence run due West, 855.04 feet to the Point of Beginning. Said lands situate lying and being in Polk County, Florida.

Exhibit B. Master Plan – Map “H” (page 1)

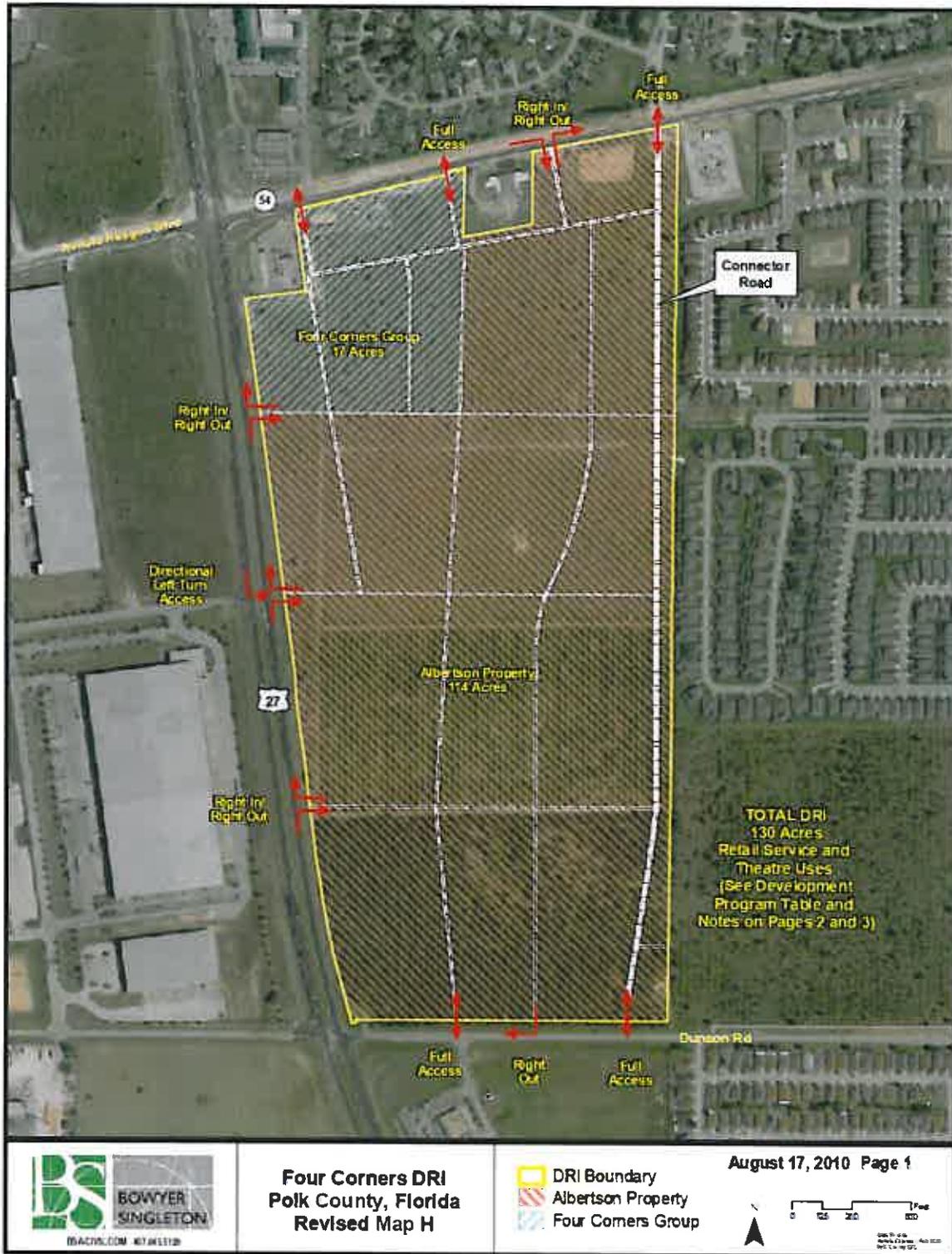


Exhibit B. Master Plan – Map "H" (page 2)

DEVELOPMENT PROGRAM

Use	Phase I	Phase II	Total
Retail/Commercial uses as allowed in Regional Activity Center (GLA)	693,000	477,000	1,170,000
Theatre (screens) *	16		16
(seats)	2,400		2,400
(GLA)	45,000		45,000
Parking spaces	3,465	2,385	5,850

GLA means gross leasable area.

*Theatre may be developed in Phase I or II.

Note 1: The Development Program, including the exchange of land uses between phases, may be revised using the conversion matrix attached to this Amended and Restated Development Order. The conversion from one approved use to another will be based on equal trips and will be allowed within limitations specified in this Amended and Restated Development Order, subject to all necessary local approvals.

Note 2: Alignments and locations of driveway entrances into the DRI Property are conceptual only. Actual locations of such entrances shall be determined through subsequent reviews and approvals by Polk County in accordance with the Polk County Land Development Code.

Note 3: Circulation roads and driveways within the boundaries of the DRI Property are conceptual only and are subject to change. Actual locations and configurations of such internal driveways and roadways will be approved by Polk County as part of the Level 2 plan approval process.

Exhibit B. Master Plan – Map "H" (page 3)

Note 4: **Albertson and the Albertson Property shall be entitled to full median openings and driveway/curb cuts with respect to the connector road at the locations indicated in the Amended, Updated and Restated Development Agreement by and among Applicant and Polk County, as it may be amended from time to time, together with such additional median openings and curb cuts as otherwise requested by Albertson, to the extent allowable pursuant to the Polk County Land Development Code.**

Exhibit C. Equivalency Matrix for Land Use & Trip Exchange Rates

FROM \ TO	Retail (0-49 KSF)	Retail (50-99 KSF)	Retail (100-199 KSF)	Retail (200-299 KSF)	Fast Food Rest. (KSF)	High T/O Rest. (KSF)	Quality Rest. (KSF)	Movie Theater (Seats)	Medical Office (KSF)	Office (0-49 KSF)	Office (50-99 KSF)	Office (100-199 KSF)	Office (200-299 KSF)
Retail (0-49 KSF)	1.00	1.46	1.84	2.19	0.29	0.92	1.35	100.80	2.71	4.71	4.65	6.11	7.00
Retail (50-99 KSF)	0.69	1.00	1.27	1.50	0.20	0.63	0.92	69.20	1.86	3.23	3.19	4.19	4.81
Retail (100-199 KSF)	0.54	0.79	1.00	1.19	0.16	0.50	0.73	54.70	1.47	2.56	2.52	3.32	3.80
Retail (200-299 KSF)	0.46	0.66	0.84	1.00	0.13	0.42	0.61	46.00	1.24	2.15	2.12	2.79	3.19
Fast Food Rest.	3.44	5.01	6.33	7.53	1.00	3.17	4.62	346.40	9.31	16.19	15.96	20.99	24.06
High T/O Rest.	1.08	1.58	2.00	2.37	0.32	1.00	1.46	109.20	2.94	5.10	5.03	6.62	7.58
Quality Rest.	0.74	1.08	1.37	1.63	0.22	0.69	1.00	74.90	2.01	3.50	3.45	4.54	5.20
Movie Theater (Seats)	0.01	0.01	0.02	0.02	0.00	0.01	0.01	1.00	0.03	0.05	0.05	0.06	0.07
Medical Office (KSF)	0.37	0.54	0.68	0.81	0.11	0.34	0.50	37.20	1.00	1.74	1.71	2.25	2.58
Office (0-49 KSF)	0.21	0.31	0.39	0.47	0.06	0.20	0.29	21.40	0.58	1.00	0.99	1.30	1.49
Office (50-99 KSF)	0.22	0.31	0.40	0.47	0.06	0.20	0.29	21.70	0.58	1.01	1.00	1.32	1.51
Office (100-199 KSF)	0.16	0.24	0.30	0.36	0.05	0.15	0.22	16.50	0.44	0.77	0.76	1.00	1.15
Office (200-299 KSF)	0.14	0.21	0.26	0.31	0.04	0.13	0.19	14.40	0.39	0.67	0.66	0.87	1.00

<u>Land Use</u>	<u>PM Peak-Hour Rate</u>
Retail (0-49 KSF)	10.08
Retail (50-99 KSF)	6.92
Retail (100-199 KSF)	5.47
Retail (200-299 KSF)	4.60
Fast Food Rest. (KSF)	34.64
High T/O Rest. (KSF)	10.92
Quality Rest.	7.49
Movie Theater (Seats)	0.10
Medical Office (KSF)	3.72
Office (0-49 KSF)	2.14
Office (50-99 KSF)	2.17
Office (100-199 KSF)	1.65
Office (200-299 KSF)	1.44

Source:
ITE Trip Generation Report, 7th Edition, 2003

STATE OF FLORIDA)
)
COUNTY OF POLK)

I Richard M. Weiss, Clerk of the Board of County Commissioners of Polk County, Florida, hereby certify that the foregoing is a true and correct copy of Resolution No. 10-121, the Amended, Updated and Restated Development Order for the Four Corners Town Center Development of Regional Impact which was adopted by said Board on August 18, 2010.

WITNESS my hand and official seal on this 26th day of August 2010.

RICHARD M. WEISS, CLERK

By: *Freda L. Wade*
Freda L. Wade
Deputy Clerk

