

POLK COUNTY, FLORIDA

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF POLK COUNTY, FLORIDA, RENDERING A DEVELOPMENT ORDER PURSUANT TO CHAPTER 380, FLORIDA STATUTES, ON AN APPLICATION FOR DEVELOPMENT APPROVAL (ADA) FOR A DEVELOPMENT OF REGIONAL IMPACT (DRI) FILED BY MOSAIC FERTILIZER, L.L.C. FOR THE HOOKERS PRAIRIE MINE REMNANT PARCELS; PROVIDING DEVELOPMENT RIGHTS, CONDITIONS, AND OBLIGATIONS; PROVIDING FOR SEVERABILITY; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, Mosaic Fertilizer, L.L.C. ("Mosaic"), a Delaware limited liability corporation, authorized to do business in the State of Florida, proposes mining activities in Polk County, Florida, known as the Hookers Prairie Mine Remnant Parcels; and

WHEREAS, Mosaic has the authority to request permits to mine the Hookers Prairie Mine Remnant Parcels; and

WHEREAS, Mosaic's proposed mining activities constitute a Development of Regional Impact ("DRI") as that term is defined in Chapter 380, Florida Statutes, and that the Application for Development Approval be processed and reviewed according to the procedures established in Section 380.06, Florida Statutes; and

WHEREAS, Mosaic filed with the Board of County Commissioners of Polk County, Florida, (the "Board"), a political subdivision of the State of Florida, an Application for Development Approval for a DRI pursuant to the provisions of Section 380.06, Florida Statutes, dated June 23, 2007, followed by a sufficiency response dated December 20, 2007, (hereinafter collectively referred to as the "ADA"); and

WHEREAS, the Mosaic ADA has been reviewed by the Central Florida Regional Planning Council ("CFRPC"), Polk County Staff, and other regulatory agencies, and the CFRPC has found the application to be sufficient, and has adopted a final Report and Recommendations after holding a public hearing; and

WHEREAS, the Board has received and considered the Report and Recommendations of the CFRPC and conducted an independent review of the ADA submitted to the Board; and

WHEREAS, public hearings have been conducted before the Board after notice and publication in the manner prescribed by Section 380.06, Florida Statutes, and local code, and all interested parties and persons were afforded the opportunity to participate in the hearing; and

WHEREAS, the Board has reviewed and carefully considered all documents submitted and all testimony given by the parties and members of the general public;

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THOMAS E MYER III P.E.
ASSISTANT VP OF MINING
POB 2000
MULBERRY, FL 33860

NOW, THEREFORE BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF POLK COUNTY, FLORIDA:

1. This Resolution constitutes a DRI Development Order in accordance with the requirements for such an order provided in Section 380.06(15), Florida Statutes, and Rule 9J-2.025, Florida Administrative Code (“F.A.C.”).
2. The definitions of relevant terms used in this Development Order are controlled by the Polk County Phosphate Mining Ordinance (No. 88-19) and Chapter 380, Florida Statutes. To the extent that a term is subject to conflicting definitions or interpretation, the Polk County Phosphate Mining Ordinance shall control the meaning of the term.
3. This Development Order shall be deemed rendered as of the date of its transmittal to appropriate parties, pursuant to Chapter 380, Florida Statutes.

SECTION 1. NEW DEVELOPMENT ORDER RENDERED AND NO AMENDMENT OF PRIOR DEVELOPMENT ORDERS

This Resolution establishes a new Development Order for the Hookers Prairie Mine Remnant Parcels.

SECTION 2. FINDINGS OF FACT

The Board of County Commissioners, after considering the testimony, evidence, ADA, the report and recommendation of the CFRPC, and all other matters presented at the public hearing, hereby makes the following Findings of Fact:

- 2.1. All “WHEREAS” clauses preceding Section 1 of this Resolution are adopted as findings of fact.
- 2.2. All notices, hearing, review and other procedures required by the Polk County Land Development Code and Section 380.06, Florida Statutes, have been followed in conjunction with the approval of this Development of Regional Impact.
- 2.3. The name of the development is the “Hookers Prairie Mine Remnant Parcels.”
- 2.4. The Developer for purposes of this application is Mosaic.
- 2.5. The authorized agent for Mosaic is Thomas E. Myers, III, P.E., Assistant Vice President – Mining, P.O. Box 2000, Mulberry, Florida 33860
- 2.6. The real property consists of 3 parcels totaling approximately 1,138.1 acres and is located within Polk County and is described in Section 5 below.
- 2.7. The approximate acreage of each parcel is listed below along with the current owner:
 - a. South Pierce Remnant Parcel (68.4 acres) is currently owned by Mosaic in fee simple and is contained within the South Pierce Chemical Plant’s secondary industrial wastewater (IW) treatment system. After mining, the South Pierce Remnant will return to the South Pierce Chemical Plant’s IW treatment system to again serve as part of its process water treatment operation.
 - b. The Cytec-Brewster Tract (480.1 acres) is presently controlled by Cytec Industries, Inc. of West Paterson, New Jersey. Mosaic secured a mineral lease with Cytec in February 2007 to allow phosphate mining. On June 21, 2007,

Mosaic and Cytec entered into a permitting agreement allowing Mosaic to obtain the required permits to mine this tract.

- c. The S-1 Clay Settling Area was purchased by Mosaic from the United States Agri-Chemicals Corporation (USAC) in early 2006. The pipeline corridor and walkpath, however, are still owned by USAC. On June 25, 2007, Mosaic and USAC entered into a permitting agreement allowing Mosaic to obtain the required permits for use of the pipeline corridor and walkpath. The entire parcel is approximately 589.6 acres.
- 2.8. Maps F-1, F-2, F-3a and F-3b contained in the ADA illustrate the existing land uses of the South Pierce Remnant, Cytec-Brewster Tract, and the S-1 Clay Settling Area respectively.
- 2.9. All of the Hookers Prairie Remnant Parcels have been disturbed by prior mining and industrial activity. Due to the disturbed nature of these parcels, the region will benefit by the mining and reclamation activities proposed for each of these sites.
- 2.10. Portions of the Cytec-Brewster Tract were previously approved for mining as part of the Haynesworth Mine DRI, which terminated in 2000.
- 2.11. On March 16, 2007, Mosaic entered into a Pre-Development Agreement (PDA) with the Department of Community Affairs (DCA) to mine the South Pierce Remnant Parcel. In April 2007, development at the South Pierce Remnant Parcel began.
- 2.12. On April 23, 2007, Mosaic submitted a DRI Pre-Application Conference Document to the CFRPC in accordance with Chapter 9J-2, Florida Administrative Code.
- 2.13. On May 10, 2007, a pre-application meeting was held for the proposed DRI, at which time the CFRPC approved the elimination for standard ADA questions 9J, 10 (Part 1 D), 16, 17 (A, B, D, E, F, H), 18 (C, D, E), 20, 21 (B through I), 22 through 34, 35 (B, E, F, J), and 36 through 38, and approved the methodologies for gathering the information needed to complete the ADA.
- 2.14. On June 23, 2007, Mosaic filed with the Board an ADA for a DRI pursuant to the provisions of Section 380.06, Florida Statutes, followed by a sufficiency response dated December 20, 2007;
- 2.15. On July 23, 2007, Mosaic received a letter from the Florida Department of State, Division of Historical Resources, indicating that no cultural resources are recorded within the area to be mined, and due to the severely disturbed nature of the entire area by past land uses, it is the opinion of this agency that the proposed mining development is unlikely to affect cultural resources.
- 2.16. Mining activities will disturb approximately 1,138.1 acres of land during the life of the project. The project build-out date (completion of the reclamation) is scheduled for December 31, 2016.
- 2.17. The proposed limits of mining disturbance are shown on Maps H-1, H-2, H-3, and Table 35-1 contained in the ADA and attached to this Development Order as Exhibits.
- 2.18. All mined phosphate recovered from the Hookers Prairie Mine Remnant Parcels will be pumped to the existing Hooker's Prairie Beneficiation Plant. All primary waste clay produced from mining the parcels will be returned to settling systems located with Hookers Prairie Mine. Clays removed from the S-1 Clay Settling Area prior to

mining will be pumped to an existing Clay Settling Area within the Fort Meade Mine located in Polk County.

- 2.19. The project is not in an Area of Critical State Concern, as designated pursuant to Section 380.05, Florida Statutes.
- 2.20. The Hookers Prairie Mine Remnant Parcels are not located in a floodplain according to FEMA.
- 2.21. No increase in authorized well water withdrawals or new production water wells are proposed.
- 2.22. Employment levels and the associated traffic demands on local roads as well as other infrastructure will remain essentially the same on an annual basis.
- 2.23. The DRI will generate positive economic benefits to Polk County and the region, including continuation of employment at the Hookers Prairie Mine, refunding of state severance tax to the County in the amount of approximately \$1,409,000, and additional tangible property tax benefits of approximately \$1,750,000.
- 2.24. On April 25, 2008, the CFRPC notified Polk County that the ADA for the Hookers Prairie Mine Remnant Parcels DRI was sufficient and directed the County to set the local public hearing date, pursuant to Subsection 380.06(11)(d), Florida Statutes.
- 2.25. On June 11, 2008, the CFRPC held a duly noticed public meeting regarding the ADA for the Hookers Prairie Mine Remnant Parcels DRI, received all pertinent testimony and evidence, and pursuant to Section 380.06(12), Florida Statutes, approved a Report and Recommendations authorizing the proposed mining. The formal CFRPC report was issued to the county on June 24, 2008.
- 2.26. On December 9, 2008, the Polk County Planning Commission held a duly noticed public hearing regarding the ADA for the Hookers Prairie Mine Remnant Parcels DRI, in accordance with the requirements of the Polk County Land Development Code and the Polk County Comprehensive Plan, and has further considered the testimony, comments, evidence, and information received, including the CFRPC Report and Recommendations, and determined to approve the Hookers Prairie Mine Remnant Parcels DRI as specifically conditioned herein.
- 2.27. On December 17, 2008, the Board of County Commissioners held a duly noticed public hearing regarding the ADA for the Hookers Prairie Mine Remnant Parcels DRI, in accordance with the requirements of the Polk County Land Development Code and the Polk County Comprehensive Plan, and has further considered the testimony, comments, evidence, and information received, including the CFRPC Report and Recommendations, and determined to approve the Hookers Prairie Mine Remnant Parcels DRI as specifically conditioned herein.
- 2.28. As approved by this development order, the proposed Hookers Prairie Mine Remnant Parcels DRI, as reflected in the ADA and associated application, as amended, and the specific development conditions specified in Section 4 below, is found to be consistent with the requirements of Section 380.06, Florida Statutes, the State Comprehensive Plan, the CFRPC Strategic Regional Policy Plan, the Polk County Land Development Code, the Polk County Comprehensive Plan, and the CFRPC Report and Recommendations.

SECTION 3. CONCLUSIONS OF LAW

Based on the previous findings of fact and the following conditions of the Development Order approval, The Board of County Commissioners of Polk County concludes as follows:

- 3.1. The development of the Hookers Prairie Mine Remnant Parcels DRI is consistent with the Polk County Land Development Code and the Polk County Comprehensive Plan, the State Comprehensive Plan and the Strategic Regional Policy Plan.
- 3.2. The Development Order approving the Hookers Prairie Mine Remnant Parcels ADA/DRI is consistent with the Report and Recommendations of the CFRPC issued on June 24, 2008, as conditioned herein.
- 3.3. The notice and hearing requirements of Chapter 380, Florida Statutes and applicable local laws have been met and these proceedings have been duly conducted pursuant to applicable laws and regulations, and based upon the record in these proceedings, Mosaic is entitled to conduct development as described herein, subject to the conditions, restrictions and limitations set forth below.
- 3.4. The review by the County, CFRPC, other participating agencies, and interested citizens reveals that impacts of the development activity described in the ADA for the Hookers Prairie Mine Remnant Parcels DRI are adequately addressed pursuant to the requirements of Chapter 380, Florida Statutes, within the terms and conditions of this Development Order.

SECTION 4. DEVELOPMENT CONDITIONS

General Conditions

- 4.1. The ADA for Hookers Prairie Mine Remnant Parcels is hereby approved, and all maps, tables, text, and exhibits as they appear in the DRI/ADA and DO, as updated in response to requests for additional information, are made part of this approval, subject to the following conditions. To the extent that the ADA is inconsistent with the terms and conditions of the Development Order, the terms and conditions of this Development Order shall prevail.
- 4.2. All commitments made in the ADA, and all other subsequent submittals of information shall be binding upon Mosaic.
- 4.3. Mosaic shall obtain the necessary construction and operation permits and approvals and shall fully comply with all the provisions of applicable laws, ordinances, rules, regulations, or requirements of any federal, state, regional, or county governmental authority in connection with the proposed mining activities at the Hookers Prairie Mine Remnant Parcels.
- 4.4. The Polk County Director of Growth Management or the Director's designee shall be responsible for monitoring and ensuring compliance with the Development Order.
- 4.5. Development began in April 2007 at the South Pierce Remnant Parcel according to the PDA, however, if any five-year period shall expire without significant additional physical development activity on the site, the Board may conduct a public hearing in accordance with the Land Development Code after appropriate notice to Mosaic and

may, at its option, based on testimony presented at that hearing, rescind, or suspend or take other appropriate action on any and all approvals granted herein except where failure to carry out development is attributable to factors beyond the control of Mosaic.

Wildlife

- 4.6. Surveys for listed species shall be conducted prior to clearing and other site preparation activities (hereinafter referred to as the “pre-clearing surveys”). Surveys shall follow the Site Habitat Management Plan contained in the response to ADA Question 12 E., or as required by the Florida Fish and Wildlife Conservation Commission (FFWCC) and/or the U.S. Fish and Wildlife Service (FWS) permits, as appropriate.
- 4.7. Mosaic shall obtain all necessary permits from the FFWCC and the FWS prior to the relocation of any listed wildlife species.
- 4.8. If nesting wading bird species or nests are identified during the pre-clearing surveys, no disturbances shall occur to the habitat as well as a buffer surrounding it (width to be specified by FFWCC) until such time as nesting is completed and juveniles have left the area.
- 4.9. The pre-clearing wildlife surveys shall include a survey for gopher tortoise and shall follow survey methodologies recommended by FFWCC. The survey shall be conducted over 100 percent of any potentially suitable habitat area—those locations with sandy, dry soil types—and locate all active and inactive burrows. The applicant shall obtain necessary FFWCC permits and authorizations to relocate all gopher tortoise and commensal species that may be live-trapped to appropriate habitats.
- 4.10. Any Bald Eagle nesting areas identified within the site during the pre-clearing wildlife surveys shall be protected throughout mining activities. A program shall be implemented to monitor any nests identified throughout their respective nesting seasons, in accordance with FFWCC and FWS protocols. No disturbances shall occur within the buffer surrounding the nest (as specified by FFWCC or FWS) until such time as nesting is completed and juveniles have left the area.

Wetlands

- 4.11. As any natural wetland area to be mined is cleared, where practicable, topsoil shall be removed as part of the land clearing operations and either transferred directly to wetlands undergoing reclamation or stockpiled and covered with overburden for later use. Wetlands containing significant amounts of nuisance, exotic plant species shall be exempt from this requirement, consistent with ERP conditions.
- 4.12. Formal, binding wetland jurisdictional boundary determinations shall be obtained as necessary from the FDEP and ACOE prior to commencement of any work on the site.

Groundwater

- 4.13. Mosaic shall properly plug and abandon all on-site wells, in accordance with SWFWMD standards and rules, prior to the commencement of mining within each area of the mine.

Surface Water

- 4.14. Stormwater runoff from lands cleared for mining and active mining areas shall be routed through ditches into the mine water recirculation system and discharged only through permitted outfalls.
- 4.15. Erosion control measures such as silt screens, hay bales or other appropriate measures shall be used to prevent surface water quality degradation.

Mining Operations

- 4.16. Best Management Practices, including those identified in the ADA, shall be employed during site preparation, mining and reclamation.
- 4.17. Mosaic shall be responsible for maintaining the water recirculation system and the drainage system, including channels, swales, culverts, erosion protection facilities, and discharge facilities during mining and reclamation. Any transfer of this responsibility from Mosaic to subsequent owners, or assigns, shall be consistent with the requirements of the appropriate permitting agency.

Reclamation

- 4.18. All re-created wetlands shall be subject to all rules, regulations, and policies of local, state, regional, and federal agencies governing wetland areas when such areas are released as specified by Polk County, FDEP, and USACE, respectively.
- 4.19. Mosaic shall reclaim all mined or disturbed land to Florida Department of Environmental Protection (FDEP) standards.
- 4.20. Mosaic shall abide by all FDEP reclamation regulations regarding site cleanup and shall dismantle and remove any building structures existing at the cessation of the mining operation that cannot be put to an allowable use under a proposed post-reclamation zoning district classification of the property.
- 4.21. Mosaic shall be responsible for maintenance of all reclaimed areas until such time that those areas are approved as reclaimed by Polk County in accordance with the procedures established in the Polk County Phosphate Mining Ordinance (88-19).

Monitoring and Reporting

- 4.22. Mosaic shall submit an annual report to CFRPC, Polk County, and the State Land Planning Agency as outlined in Chapter 380.06(15) and (18), Florida Statutes, and

Rule 9J-2.025(7), Florida Administrative Code, using DCA form "FORM RPM-BSP-ANNUAL REPORT-1", on or before February 15th of each year.

- 4.23. The annual report shall include a summary of the following:
 - 4.23.1. Any changes in the plan of development, or in the representations contained in the ADA, or in the phasing for the reporting year and for the next year;
 - 4.23.2. A summary comparison of development activity proposed and actually conducted for the year;
 - 4.23.3. A listing of undeveloped tracts of land, other than individual single-family lots, that have been sold to a separate entity or Mosaic;
 - 4.23.4. Identification and intended use of lands purchased, leased, or optioned by Mosaic adjacent to the Hookers Prairie Mine Remnant Parcels DRI since the Development Order was issued;
 - 4.23.5. An assessment of Mosaic's and the local government's compliance with the conditions of approval contained in the DRI Development Order and the commitments that are contained in the ADA and which have been identified by Polk County, CFRPC, or DCA as being significant;
 - 4.23.6. Any known incremental DRI applications for development approvals or requests for a substantial deviation determination that were filed in the reporting year and to be filed during the next year for the Hookers Prairie Mine Remnant Parcels;
 - 4.23.7. An indication of a change, if any, in local government jurisdiction for any portion of the development since this Development Order was issued;
 - 4.23.8. 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;
 - 4.23.9. 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,
 - 4.23.10. A copy of any recorded notice of the adoption of a Development Order or the subsequent modification of an adopted Development Order that was recorded by Mosaic pursuant to Subsection 380.06(15) (f), Florida Statutes.
- 4.24. If no additional development pursuant to the development order has occurred since the submission of the previous report, then a letter from Mosaic stating that no development has occurred shall satisfy the requirement of the annual progress report.

Substantial Deviation

- 4.25. Any change to the project which meets the criteria set forth in Subsection 380.06(19), Florida Statutes, with the exception of those listed below, shall constitute a Substantial Deviation.
- 4.26. The following changes shall not be considered substantial deviations for the purposes of this development order:

- 4.26.1. Any change addressed in Section 380.06(19)(e)(1) and (2);
 - 4.26.2. Revisions to the mining sequence and corresponding reclamation sequence;
 - 4.26.3. Any change resulting in a decrease in regional impacts; and
 - 4.26.4. Any change which is required by the FDEP or USACE.
- 4.27. Post-reclamation Maps C-4, C-5a & b, H-5, and H-6a & b may be revised as appropriate by Mosaic throughout the term of the Development provided such changes are approved by the FDEP and USACE. These changes shall not constitute a Substantial Deviation.

SECTION 5. LEGAL DESCRIPTION

South Pierce Remnant (+/- 68.4 acres)

A tract of land lying in sections 20 and 29 Township 31 South, Range 24 East, Polk County, Florida, being more particularly describes as follows:

Section 20: Begin at the southeast corner of section 20; thence N89°57'17"W along the south boundary thereof 1766.46 feet; thence N47°39'33"W 1001.98 feet; thence N39°26'00"E 510.29 feet; thence N51°55'40"E 454.89 feet; thence S16°48'19"E 190.55 feet; thence East 1080.98 feet; thence North 971.59 feet; thence East to the east boundary of said section 20 a distance of 730.74 feet; thence S00°04'24"W along the east boundary thereof 2140.08 feet to the Point of Beginning.

Section 29: Begin at the northeast corner of section 29; thence S00°08'22"W along the east boundary thereof 50.16 feet; thence West 1709.76 feet; thence N47°39'39"W to the north boundary of said section 29 a distance of 76.55 feet; thence S89°57'17"E along the north boundary thereof 1766.46 feet to the Point of Beginning.

Cytec-Brewster Tract (+/-480.1 acres)

IN TOWNSHIP 31 SOUTH, RANGE 23 EAST, POLK COUNTY, FLORIDA.

Section 24:

South 45 feet, Lying East of Old State Road Number 37.

Section 25:

All of the section (including all lots in CHICORA SUBDIVISION, according to the plat thereof recorded in Plat Book 1, page 100, which subdivision lies in the NW ¼ of the SW ¼ of Section 25),

- (a) LESS that part of the N ¾ of W ¼ of the section lying west of the east right-of-way line of Old Highway 37 (the Bradley-Brewster Road),

- (b) LESS that part of the SW ¼ of SW ¼ of the section lying west of the east right-of-way line of CSX Transportation, Inc. (formerly Seaboard System Railroad).
- (c) LESS that part of the east ¾ of the section being described as follows: Commence at the NE corner of section 25; thence S 00°14'01"W along the east boundary of said section 75.0 feet to the POINT OF BEGINNING; thence continue S 00°14'01"W along said east boundary 5237.01 feet to the SE corner thereof; thence S 89°59'02"W along the south boundary of section 25, 2036.13 feet; thence N 12°39'08"W 1104.63 feet; thence N 50°54'54"W 166.28 feet; thence N 12°28'43"W 718.23 feet; thence N 74°01'15"W 175.73 feet; thence N 16°26'05"W 200.18 feet; thence N 08°37'41"E 579.34 feet; thence N 34°43'16"E 279.46 feet; thence N 83°27'58"E 349.40 feet; thence N 01°43'31"E 845.90 feet; thence N 10°03'26" 177.76 feet; thence North 236.30 feet; thence N 49°47'51"E 1001.91 feet; thence N 61°37'59"E 762.49 feet; thence N 89°37'23"E 785.46 feet to the POINT OF BEGINNING.

Section 36:

- (a) That part of the NW ¼ lying north of the north right-of-way line for County Road 630 (formerly designated State Road S-630) and east of the east right-of-way line of CSX Transportation, Inc. (formerly Seaboard System Railroad).
- (b) LESS that part of the N ½ of the NE ¼ of the section being described as follows: Begin at the NE corner of section 36; thence S 00°03'57" E along the east boundary thereof 117.91 feet; thence S 76°18'54"W 611.45 feet; thence N 83°29'09"W 555.19 feet; thence West 557.96 feet; thence S 25°04'37"W 616.55 feet; thence N 00°04'16"E 437.47 feet; thence N 12°39'08"W 327.94 feet to the north boundary thereof; thence N 89°59'02"E along said north boundary 2036.13 to the POINT OF BEGINNING.
- (c) LESS that part of the N ½ of the NE ¼ of the section being described as follows: Commence at the NE corner of section 36; thence S 00°03'57" E along the east boundary thereof 420.95 feet to the POINT OF BEGINNING; thence S 00°03'57"E along said east boundary 899.93 feet to the SE corner of the N ½ of the NE ¼ ; thence S 89°58'40"W along the South Boundary thereof 1878.35 feet; thence N 22°38'23"E 922.44 feet; thence N 86°43'59"E 362.55 feet; thence S 83°29'09"E 597.94 feet; thence N 80°19'51"E 5740.36 feet to the POINT OF BEGINNING.
- (d) LESS that part of the S ½ of the NE ¼ and any portion thereof of the land described in that certain deed from Cargill Fertilizer, Inc. to GNS II (U.S.) LLC dated May 21, 2004 and recorded in Official Records Book 5791, Page 485, Polk County, Florida.

IN TOWNSHIP 31 SOUTH, RANGE 24 EAST, POLK COUNTY, FLORIDA.

Section 30:

- (a) The west 95.00 feet of the north 75.00 feet of the NW ¼.

- (b) That part of the SW ¼ of the section being described as follows: Commence at the SW corner of section 30; thence N 89°48'20"E along the south boundary of said section 321.90 feet to the POINT OF BEGINNING; thence N 69°42'08"E 94.60 feet; thence East 278.22 feet; thence S 41°40'09"E to a point on the south boundary of said section 42.14 feet; thence S 89°48'20"W along said south boundary 394.96 feet to the POINT OF BEGINNING.
- (c) That part of the SW ¼ of the section being described as follows: Commence at the SW corner of section 30; thence N 89°48'20"E along the south boundary of said section 1169.43 feet to the POINT OF BEGINNING; thence N 17°41'35"W 90.97 feet; thence N 33°41'24"E 470.25 feet; thence N 69°09'44"E 386.69 feet; thence East 378.31 feet; thence S 20°03'45"E 132.05' feet; thence S 21°59'19"W 183.39 feet; thence West 351.05 feet; thence S 67°29'08"W 250.15 feet; thence S 14°16'30"W 171.89 feet; thence S 63°26'21"W to a point on the south boundary of said section 116.96 feet; thence S 89°48'20"W along said south boundary 274.22 feet to the POINT OF BEGINNING.

Section 31:

- (a) That part of the NW ¼ of the section being described as follows: Commence at the NW corner of section 31; thence N 89°48'20"E along the north boundary of said section 321.90 feet to the POINT OF BEGINNING; thence continue along said north boundary N 89°48'20"E 394.96 feet; thence S 41°40'09"E 332.70 feet; thence east 151.61 feet; thence N 17°41'35"E 262.47 feet to a point on said north boundary; thence N 89°48'20"E 274.22 feet; thence S 04°45'24"W 425.09 feet; thence S 38°39'35"W 224.53 feet; thence N 75°20'10"W 577.54 feet; thence N 41°08'59"W 307.78 feet; thence S 67°58'25"W 546.26 feet to a point on the west boundary of the NW ¼ ; thence N 00°03'57"W along said west boundary 303.04 feet; thence N 69°42'08"E 343.06 feet to the POINT OF BEGINNING.

S-1 Clay Settling Area (+/-589.6)

IN TOWNSHIP 31 SOUTH, RANGE 24 EAST, POLK COUNTY, FLORIDA.

Section 35:

- (a) A parcel of land lying within the east 200 feet of section 35 being more particularly described as follows; Commence at the southeast corner of said Section 35; thence N 00°21'16" E along the east boundary of said Section 1783.75 feet to the Point of Beginning; thence S 89°56'15"W 200.01 feet; thence N 00°21'16"E 3270.92 feet and parallel with the east boundary thereof; thence S°38'44"E 200.00 feet to a point on the east boundary of section 35, said point being 236.80 feet south of the northeast corner thereof; thence S 00°21'16"W along said east boundary 3269.46 feet to the Point of Beginning.
- (b) Begin at the southeast corner of section 35; thence S 89° 44' 22" W along the south boundary of said section 3739.37 feet; thence N 54° 22' 01" E 161.40 feet; thence East 928.05 feet; thence N 75° 15' 20" E 262.39 feet; thence East 2399.09

feet; thence N 42°19'06"E 347.69 feet to a point on the east boundary of section 35; thence S 00° 21' 16" W along said east boundary 400.90 feet to the Point of Beginning.

Section 36:

All, LESS the right of way of County Road 630.

LESS:

- (a) Commence at the southwest corner of section 36; thence N 00°21'16" E along the west boundary of said Section 661.25 feet to the Point of Beginning; thence N 89°58'43" E 662.33 feet; thence N 63°27'26" E 1482.42 feet; thence N 63°24'45" W 576.89 feet; thence S 89°59'48" W 446.81 feet; thence N 63°24'45" W 451.97 feet; thence S 89°56'15" W 614.70 feet to a point on the west boundary of said Section 36; thence S 00°21'16" W along said west boundary 1122.50 feet to the Point of Beginning.

LESS:

- (b) Commence at the southwest corner of section 36; thence N 89°59'56" E along the south boundary of said Section 1989.57 feet to the Point of Beginning; thence continue N 89°59'56" E along said south boundary 3315.95 feet to the southeast corner thereof; thence N 00°14'24" W along the east boundary of Section 36, 5249.09 feet to the south right of way line of County Road 630 as shown on Department of Transportation Right of Way Map Section 1651-253, said point being 55.96 feet south of the northeast corner thereof; thence S 89°51'02" W along said south right of way line 656.40 feet; thence S 00°09'57" E 1024.74 feet; thence S 39°12'58" E 634.92 feet; thence S 00°09'57" E 736.53 feet; thence S 48°10'07" W 267.72 feet; thence S 00°09'57" E 467.55 feet; thence S 60°05'18" W 229.79 feet; thence S 00°09'57" E 245.65 feet; thence S 89°56'15" W 428.53 feet; thence S 60°05'18" W 36.99 feet; thence S 00°05'30" E 387.55 feet; thence S 89°59'48" W 200.00 feet; thence S 00°05'30" E 256.90 feet; thence S 63°23'18" W 1480.44 feet; thence S 89°58'43" W 662.33 feet; thence S 00°07'52" W 661.95 feet to a point on the south boundary of section 36 and the Point of Beginning.

IN TOWNSHIP 32 SOUTH, RANGE 24 EAST, POLK COUNTY, FLORIDA.

Section 2:

- (a) Commence at the northeast corner of section 2; thence S 89°44'22" W along the north boundary of said section 2425.34 feet to the Point of Beginning; thence S 75° 15' 20" W 243.40 feet; thence West 899.25 feet; thence S 54° 22' 01" W 329.99 feet; thence West 1452.34 feet to a point on the west boundary of section 2; thence N 00° 39' 26" E along said west boundary 172.03 feet, said point being 69.20 feet south of the northwest corner thereof; thence S 41° 43' 48" E 29.50 feet; thence East 1382.52 feet; thence N 54° 22' 01" E 168.59 feet to a point on

the north boundary of section 2; thence N 89° 44' 22" E along said north boundary 1314.03 feet to the Point of Beginning.

- (b) That part described as follows: Begin at the northeast corner of section 2; thence S 00° 37' 12" W along the east boundary of said section 964.82 feet; thence S 19° 52' 18" W 174.04 feet; thence S 53° 37' 46" W 134.97 feet; thence N 89° 51' 13" W 943.79 feet; thence S 28° 04' 29" W 127.32 feet; thence S 00° 16' 35" E 238.38 feet; thence S 03° 54' 04" W 99.80 feet; thence South 178.70 feet; thence S 04° 34' 31" E 208.47 feet; thence S 02° 40' 09" E 87.18 feet; thence S 01° 07' 04" W 317.85 feet; thence South 182.24 feet; thence S 00° 41' 31" W 519.97 feet; thence S 01° 59' 37" E 238.59 feet; thence S 00° 44' 39" E 315.66 feet; thence S 07° 09' 16" W 301.09 feet; thence West 4118.84 feet to a point on the west boundary of section 2, said point being 1222.56 feet north of the SW corner thereof; thence N 00°39'26"E along said west boundary 2141.69 feet; thence S 87°38'20"W 120.05 feet; thence S 00°39'26" W 1808.59 feet; thence East 3312.76 feet; thence N 61° 21' 45" E 312.27 feet; thence N 26° 33' 49" E 191.73 feet; thence North 2074.52 feet; thence N 42° 19' 06" E 1727.43 feet to a point on the north boundary of section 2; thence N 89° 44' 22" E along said north boundary 364.04 feet to the Point of Beginning.

Section 3:

Commence at the northeast corner of section 3; thence S 00°39'26"W along the east boundary of said section 69.20 feet to the Point of Beginning; thence continue S 00°39'26"W along said east boundary 172.03 feet; thence West 45.60 feet; thence N 41° 43' 48" W 123.44 feet; thence S 89° 49' 19" W 2331.05 feet; thence N 00° 00' 03" W 151.03 feet to a point on the north boundary of section 3; thence N 89° 52' 34" E along said the north boundary 2399.18 feet; thence S 41° 43' 48" E 92.56 feet to the Point of Beginning.

SECTION 6. EFFECTIVE DATE

- 6.1. This Resolution shall become effective upon approval vote by the Polk County Board of County Commissioners, provided, however, that the filing of a Notice of Appeal pursuant to Section 380.07, Florida Statutes, shall suspend development authorization granted by this Development Order, until the resolution of said appeal.
- 6.2. The project build-out date (completion of the reclamation) is December 31, 2016, and the development order shall expire on December 31, 2016.

SECTION 7. RESTRICTIONS ON DOWN-ZONING

- 7.1. Prior to December 31, 2016, the County may not down-zone or reduce the intensity or unit density permitted by this Order, unless the County can demonstrate that:
 - 7.1.1. Substantial changes in the conditions underlying the approval of the order have occurred; or

- 7.1.2. The Order was based upon substantially inaccurate information provided by the developer; or
- 7.1.3. The change is clearly established by the County to be essential for the public health, safety, or welfare.

SECTION 8. RENDITION

The County staff is hereby directed to send certified copies of this Development Order within thirty (30) days of the Board approval to Mosaic, the DCA, and the CFRPC.

SECTION 9. NOTICE OF RECORDING

Mosaic shall record a notice of adoption of this order (including all exhibits) as required pursuant to Section 380.06(15)(f), Florida Statutes, and shall furnish Polk County a copy of the recorded notice with the first annual report.

SECTION 10. SEVERABILITY

It is the intent of this Development Order to comply with the requirements of all applicable laws and constitutional requirements. If any provision of the Resolution or the application thereof to any person or circumstance is for any reason held or declared to be unconstitutional, inoperative, or void by a court of competent jurisdiction, such holding of invalidity shall not affect the remaining portions or applications of this Resolution, and to this end the provisions of this Resolution are declared severable.

DULY PASSED AND ADOPTED IN REGULAR SESSION OF THE BOARD OF COUNTY COMMISSIONERS OF POLK COUNTY, FLORIDA, THIS 17TH DAY OF DECEMBER, 2008.

BOARD OF COUNTY COMMISSIONERS
OF POLK COUNTY, FLORIDA

BY: Sam Johnson
Chairman

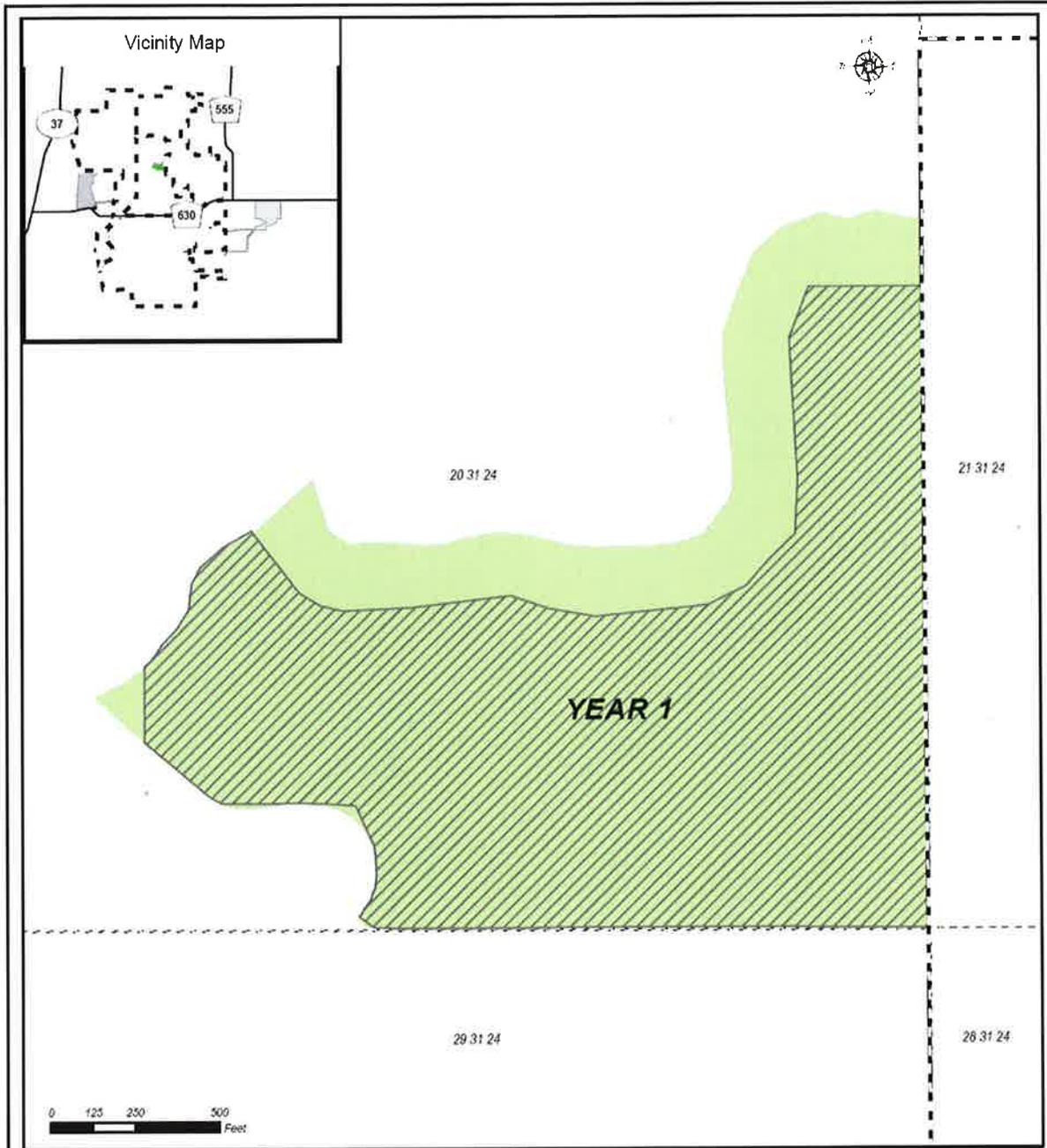
ATTEST: Richard M. Weiss
Clerk

By: Frida L. Wade
Deputy Clerk



Resolution _____ List of Exhibits

- A. Map H-1: Mined and Disturbed Areas – South Pierce Remnant
- B. Map H-2: Mined and Disturbed Areas – Cyttec-Brewster Parcel
- C. Revised Map H-3: Mined and Disturbed Areas – S-1 Parcel
- D. Map H-4: Post Reclamation Land Use – South Pierce Remnant
- E. Revised Map H-5: Post Reclamation Land Use – Cyttec-Brewster Parcel
- F. Revised Map H-6a: Post Reclamation Land Use – S-1 Parcel (Mining Area)
- G. Revised Map H-6b: Post Reclamation Land Use – S-1 Parcel (Walkpath and Pipeline)
- H. Table 35-1 Mine Plan Summary



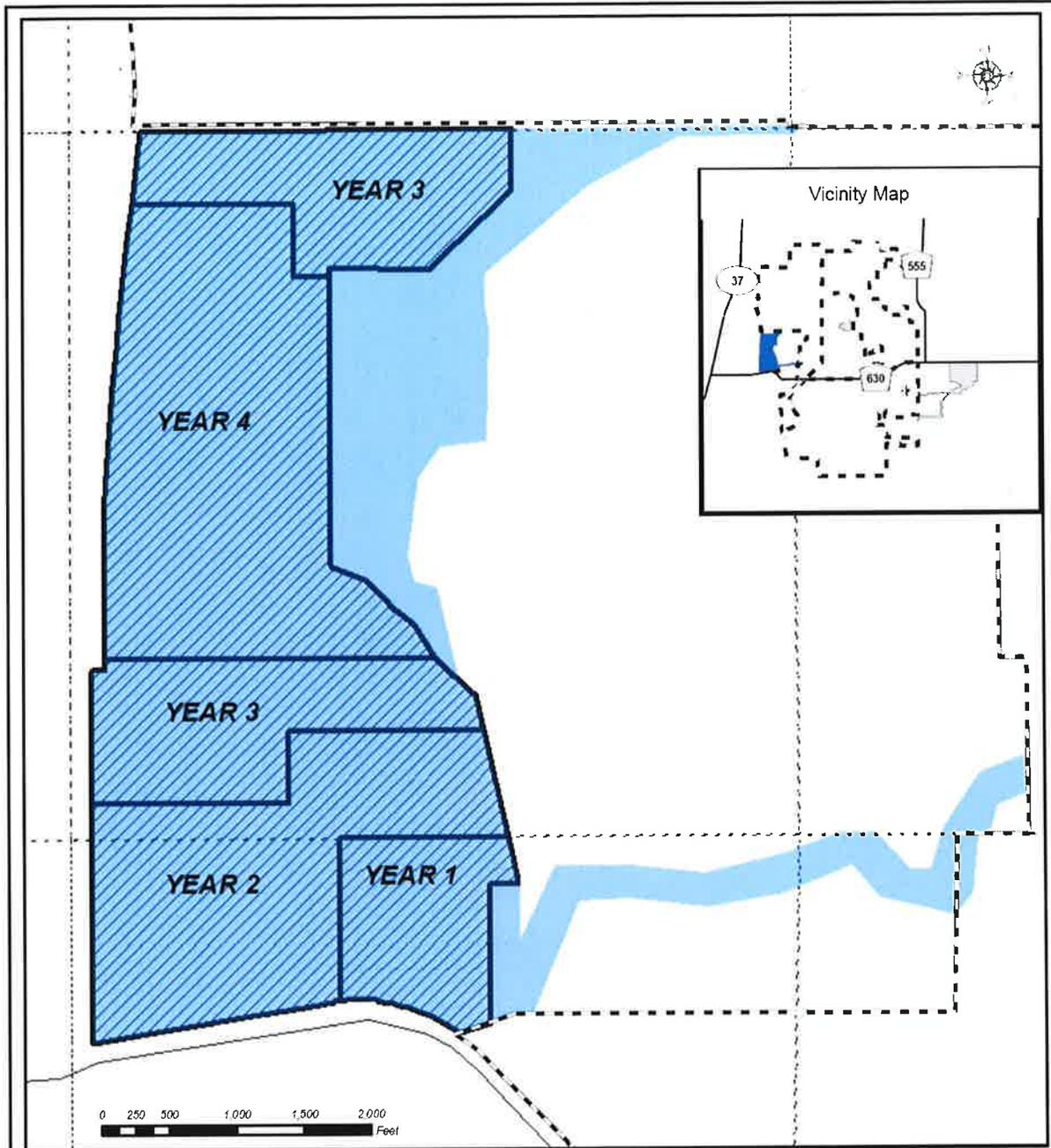
**Hookers Prairie Remnant Parcels DRI
Mined and Disturbed Areas - S. Pierce Remnant
Map H-1**

Legend

-  HP Property Line
-  South Pierce Remnant Mining - 55 acres
-  South Pierce Remnant - 68.4 acres



Source: Mosaic
User: gfl Date: 06/20/2007
Path: G:\projects\2007\2007_0121\maps\DR\HP_Remnants_DR\MapH-1_mining_splp.mxd



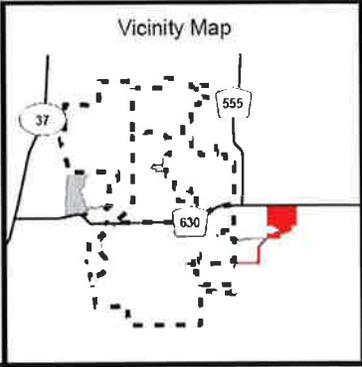
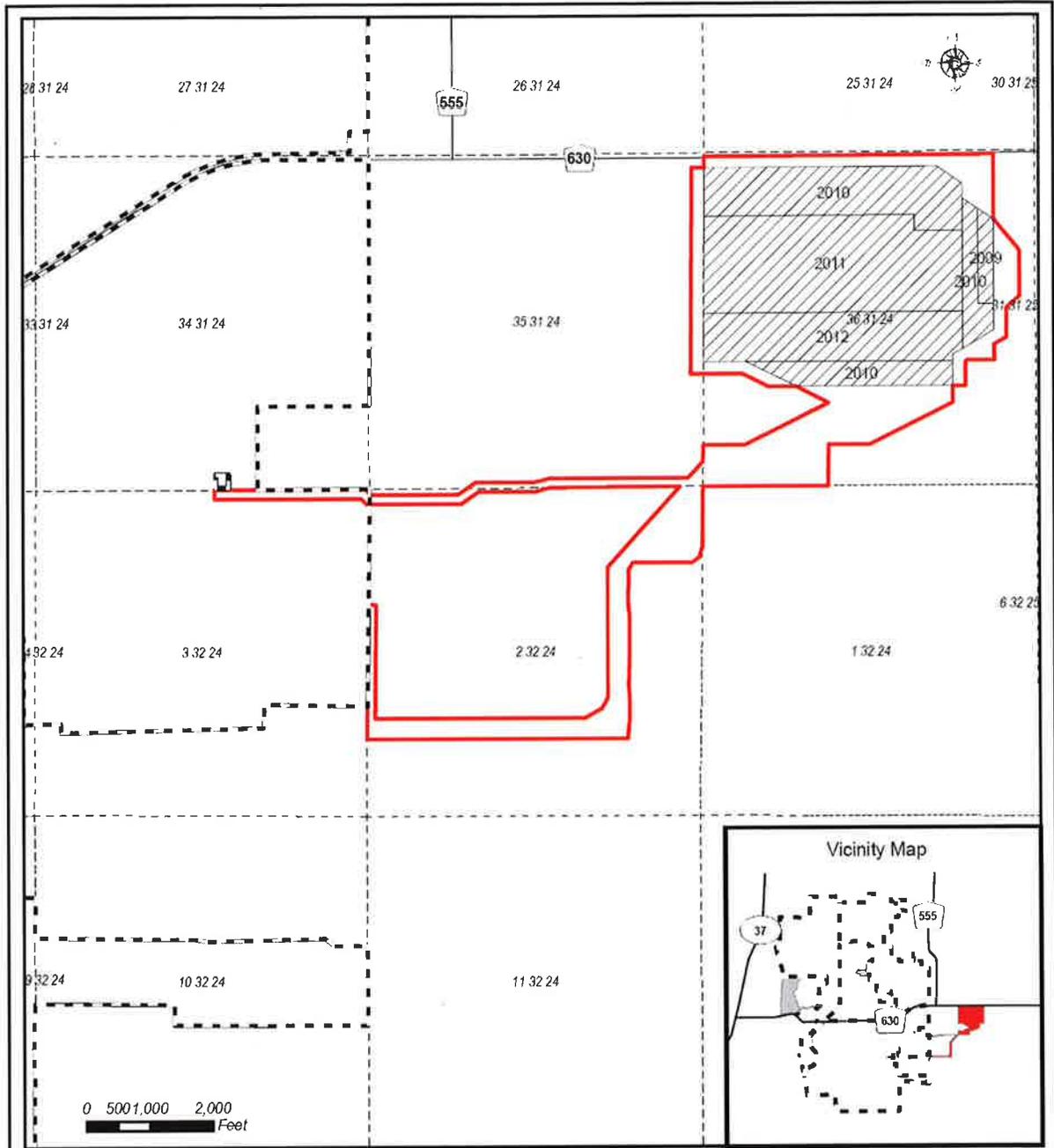
**Hookers Prairie Mine Remnant Parcels DRI
Mined & Disturbed Map - Cytec Parcel
Map H-2**

Legend

-  Cytec Project Boundary = 472.5 Acres
-  Cytec Mining = 362.1 Acres



Source: Mosaic
User: grl/sgm Date 06/20/2007
Path G:\projects\2007\2007_0121\maps\DRIP\HP_Remnants_DRI_MapH-2_mining_cytec.mxd



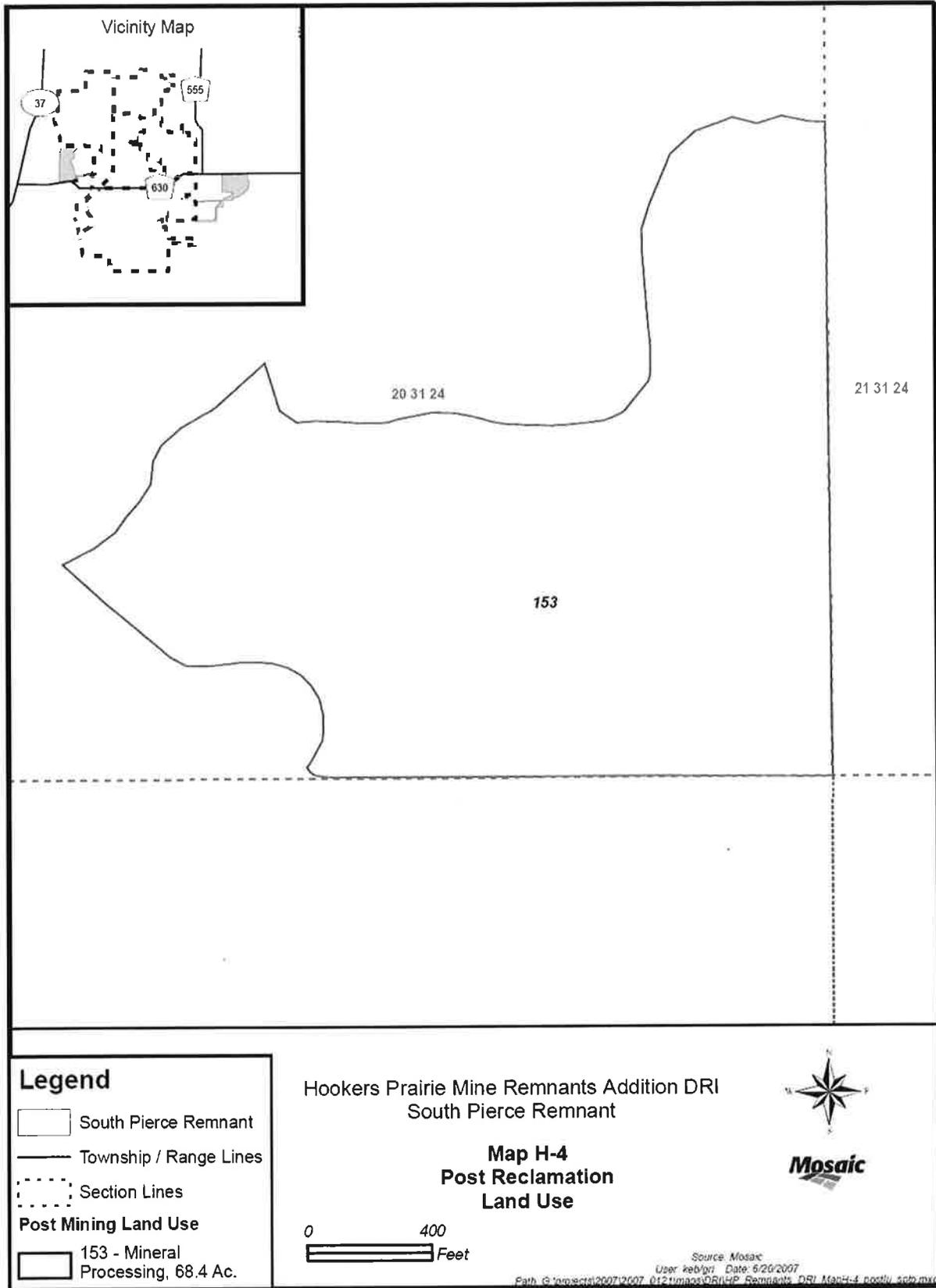
**Hookers Prairie Remnant Parcels DRI
Mined and Disturbed Map - S-1 Parcel
REVISED Map H-3**

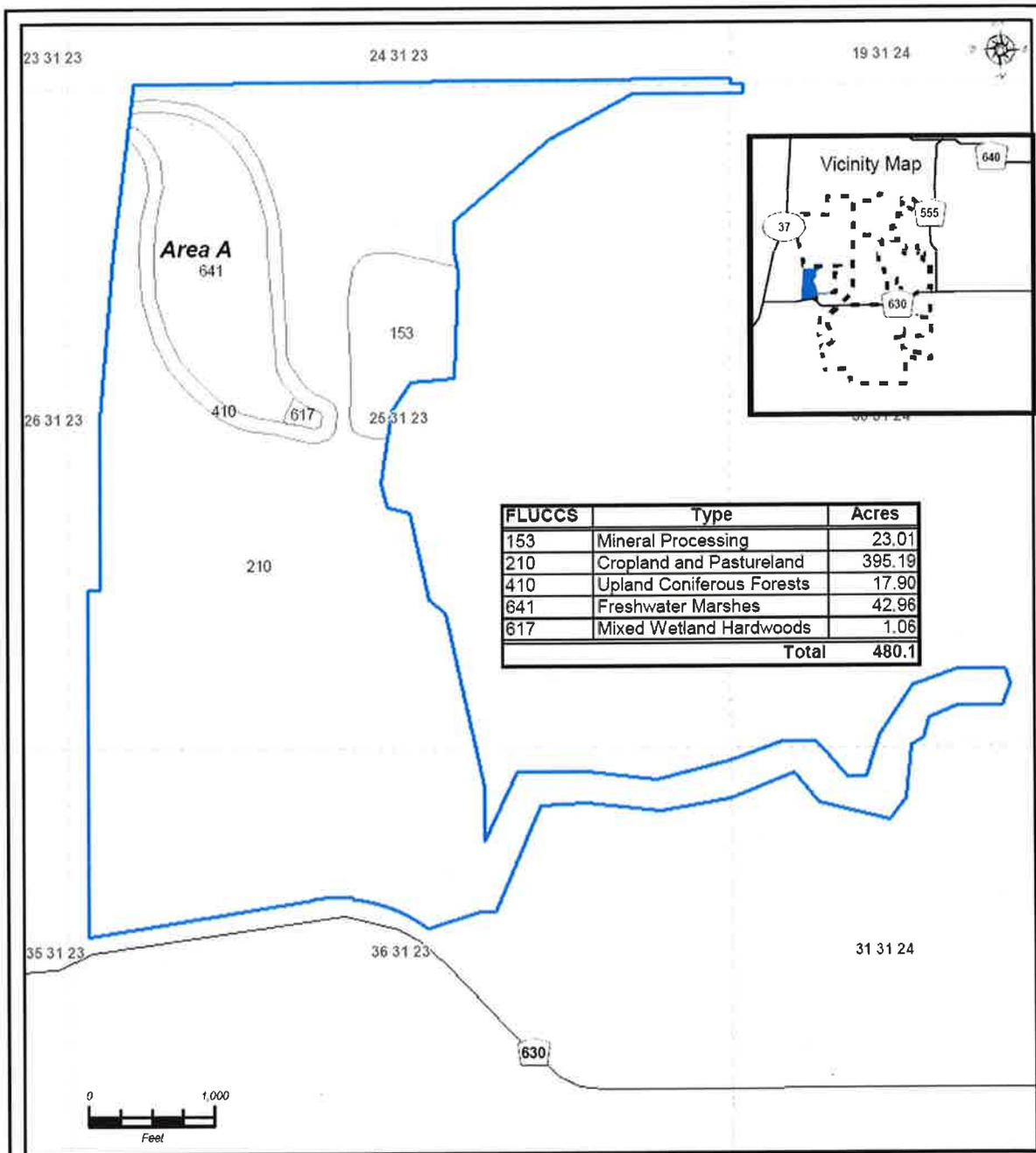
Legend

- HP Property Line
- Mining Blocks = 338.8 acres
- S-1 Clay Settling Area



Source: Mosaic
User: brn Date: 9/20/2007
Path: G:\projects\2007\2007_0121\maps\DRIsufficiency_1
HP_Remnants_DRI_MapH-3_mining_S-1.mxd





FLUCCS	Type	Acres
153	Mineral Processing	23.01
210	Cropland and Pastureland	395.19
410	Upland Coniferous Forests	17.90
641	Freshwater Marshes	42.96
617	Mixed Wetland Hardwoods	1.06
Total		480.1

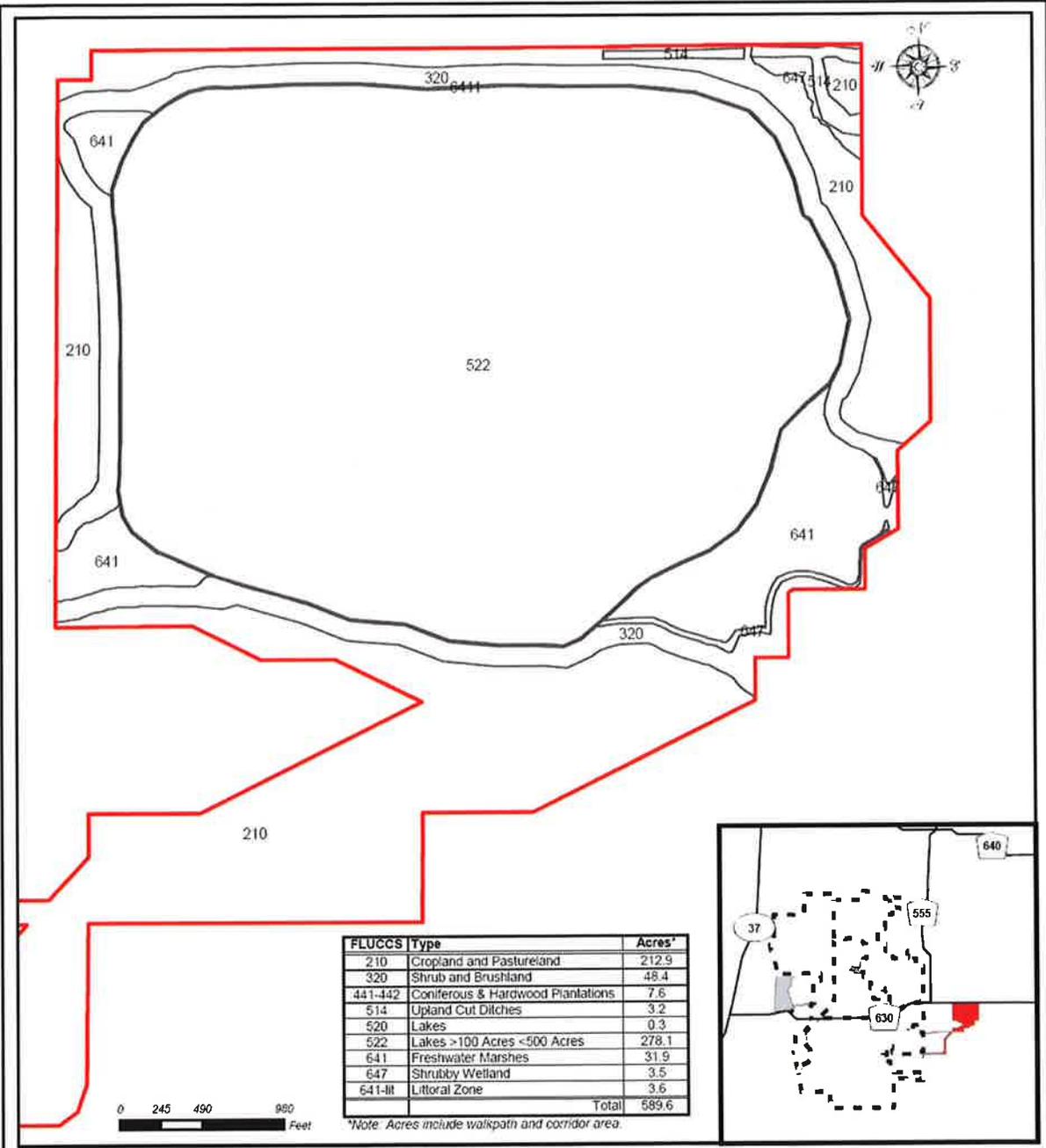
Legend

- Cytec-Brewster Parcel
- Post Reclamation Land Use
- Township / Range Lines
- ⋯ Section Lines
- State Roads
- County Roads

**Hookers Prairie Mine
Remnants Addition DRI
Post Land Use Map - Cytec-Brewster Parcel
REVISED Map H-5**



Source: Mosaic, 2007
 User: bjm Date: 5/28/2008
 Path: G:\projects\2007\2007_0121\maps\DRI\sufficiency_1
 VHP_Remnants_DRI_MapH-5_posttu_cytec.mxd

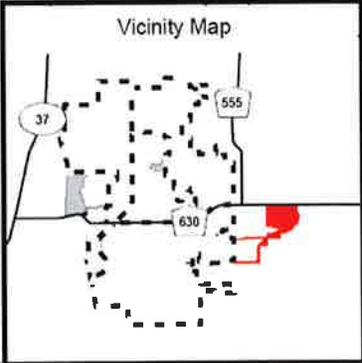
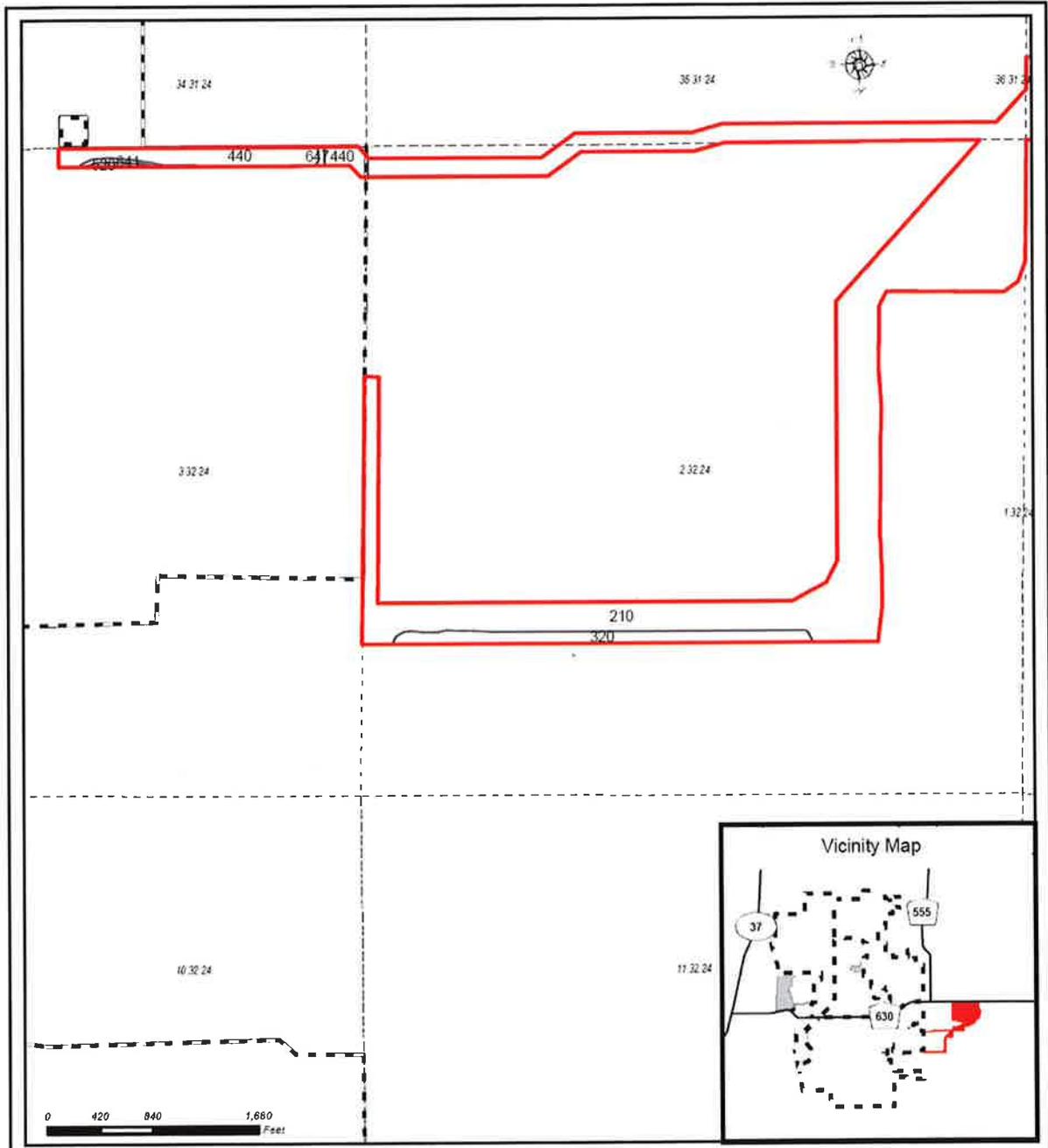


**Hookers Prairie Mine
Remnants Addition DRI
Post Land Use - S-1 Clay Settling Area
REVISED Map H-6a**



Legend
 S-1 Clay Settling Area
 Post Reclamation Land Use

Source: Mosaic, 2007
 User: brn Date: 5/28/2008
 Path: G:\projects\2007\2007_0121\maps\DRIsufficiency_1
 HP_Remnants_DR1_MapH-6a_postlu_s1.mxd



**Hookers Prairie Mine
Remnants Addition DRI
Post-Reclamation Land Use -
S-1 Clay Settling Area
REVISED Map H-6b**

Legend

- ▭ S-1 Clay Settling Area
- Post Reclamation Land Use
- HP Property Line



Source: Mosaic, 2007

User: brn Date: 5/28/2008
Path: G:\projects\2007\2007_0121\maps\DRI\sufficiency_1
HP_Remnants_DRI_MapH-6b_priu_s1_corr.mxd

Exhibit H: Table 35-1 Mine Plan Summary

**REVISED TABLE 35-1
Hookers Prairie Mine Remnant Parcels
Mine Plan Summary**

Acres			
<u>Areas</u>			
S Pierce Remnant	68.4		
Cytec Parcel	480.1		
S-1 Parcel	589.6		
Total Mine Area	1138.1		
<u>Mined Areas:</u>			
		<u>Average</u>	<u>Maximum*</u>
		<u>Acres per Year</u>	<u>Acres per Year</u>
S Pierce Remnant	55.0		
Cytec Parcel	347.5		
S-1 Parcel	338.8		
Total Mined Area	741.3	321.6	427.8
<u>Disturbed Areas:</u>			
S Pierce Remnant	13.4		
Cytec Parcel	132.6		
S-1 Parcel	250.8		
Total Disturbed Area	396.8		
<u>Mined & Disturbed Areas:</u>			
S Pierce Remnant	68.4		
Cytec Parcel	480.1		
S-1 Parcel	589.6		
Total Mined or Disturbed Area	1138.1		
Feet			
<u>Average Matrix Thickness:</u>			
S Pierce Remnant	18		
Cytec Parcel	18		
S-1 Parcel	23		
<u>Average Overburden Thickness:</u>			
S Pierce Remnant	22		
Cytec Parcel	28		
S-1 Parcel	25		
Total Tons			
		<u>Average</u>	
		<u>Tons per Year</u>	
<u>Product</u>			
<u>Tailing:</u>			
S Pierce Remnant	1,056,000	1,056,000	
Cytec Parcel	7,262,500	1,815,625	
S-1 Parcel	6,091,000	3,045,500	
<u>Clay:</u>			
S Pierce Remnant	339,200	339,200	
Cytec Parcel	2,809,700	702,425	
S-1 Parcel	1,749,800	874,900	
Total Cubic Yards			
		<u>Average</u>	
		<u>Cubic Yards per Year</u>	
<u>Overburden:</u>			
S Pierce Remnant	2,007,000	2,007,000	
Cytec Parcel	15,543,100	3,885,775	
S-1 Parcel	9,476,200	4,738,100	

*Max Mining Rate = Mining Rate + 33%
 Maximum rate per 360.06(19)b.5., F.S. criteria
 Note: Max Mining Rate for S. Pierce Remnant = Average Mining Rate

Note: No new clay settlings areas will be required for these mining parcels.

Source: Mosaic, 2007

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. 08-169 which renders a Development Order on an application for Development Approval for the Hookers Prairie Mine Remnant Parcels Development of Regional Impact. Resolution No. 08-169 was adopted by the Polk County Board of County Commissioners on December 17, 2008.

WITNESSE my hand and official seal on this 31st day of December 2008.



RICHARD M. WEISS, CLERK

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