

RESOLUTION No. 01-119

RESTATES AND AMENDED DEVELOPMENT ORDER FOR IMPERIAL LAKES
DEVELOPMENT OF REGIONAL IMPACT

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF POLK COUNTY, FLORIDA, ADOPTING A DEVELOPMENT ORDER WITH CONDITIONS FOR A NOTICE OF PROPOSED CHANGE TO A DEVELOPMENT OF REGIONAL IMPACT KNOWN AS IMPERIAL LAKES, ON PROPERTY DESCRIBED HEREIN, IN ACCORDANCE WITH THE PROVISIONS OF SECTION 380.06, FLORIDA STATUTES; SETTING FORTH FINDINGS OF FACT, CONCLUSIONS OF LAW, AND CONDITIONS OF APPROVAL; PROVIDING FOR SUBSTANTIAL DEVIATIONS; PROVIDING FOR LOCAL MONITORING; AND PROVIDING EFFECTIVE DATES.

WHEREAS, pursuant to Section 380.06, Florida Statutes, the Board of County Commissioners of Polk County, Florida, (hereafter referred to as the Board of County Commissioners or the Board) has considered an Application for Development Approval (ADA) submitted by ImperialLakes in 1976 and approved by the Board on September 27, 1977, which is incorporated herein and made a part of this development order by reference; and

WHEREAS, the Board of County Commissioners, after due consideration, in regular session duly assembled, the Board on December 9, 1980, July 24, 1990, January 12, 1993, April 27, 1993, November 21, 1996, and August 15, 2000, ordered the development order for ImperialLakes DRI approved with conditions and subsequently rendered the final development order the Department of Community Affairs (DCA); and

WHEREAS, On June 8, 2001, the Developer submitted to Polk County, CFRPC, and DCA a "Notice of Proposed Change to a Previously Approved DRI" including an updated transportation analysis to revise the Master Development Plan (MapH as Exhibit C) and transportation conditions in the development order; and

WHEREAS, the Board of County Commissioners has considered the evaluation and recommendation of the Central Florida Regional Planning Council (CFRPC) and the Polk County Planning Division, and considered all other documents and comments upon the record made before the Board of County Commissioners; and

WHEREAS, the Board of County Commissioners, after due consideration, in regular session duly assembled on October 17, 2001, the Board ordered the Development Order for ImperialLakes DRI approved with conditions and subsequently will render the final development order to the Department of Community Affairs (DCA); and

WHEREAS, the Board of County Commissioners, after due consideration, hereby makes the following findings of fact and conclusions of law which address the project as described in the ADA, and in other DRI documents more fully identified below:

FINDINGS OF FACT

1. ImperialLakes Sales, Inc., as managing agent for ImperialLakes Joint Venture, ("Applicant"), owns and operates a residential development ("ImperialLakes"). ImperialLakes is a 1,652 acre

site located in western Polk County lying within Sections 26, 27, 34, and 35 of Township 29 South and Range 23 East; and more particularly described in Exhibit A.

2. ImperialLakes was initially approved as a Planned Unit Development (PUD 73-5) on April 17, 1973 and as a Development of Regional Impact on September 27, 1977.
3. Revisions to the Development Order were approved on December 9, 1980. The 1980 Development Order was valid for a period of twelve (12) years and superseded the previous Development Order.
4. In February 1982, Polk County approved a modification to the PUD adding 300 acres and 1200 dwelling units. This modification was determined not to be a substantial deviation and the ImperialLakes Development Order was not amended.
5. In 1990, several other minor modifications to the Development Plan were proposed. During the review of modifications, the Department of Community Affairs (DCA) raised concerns over the previously added 300 acres.
6. Subsequently, an agreement was reached with DCA to limit development within the 300 acres to a 127 acre portion thereof. The ADA submitted on December 30, 1991, sought to extend the project build-out date to 2002 and approve the project's master plan for all undeveloped portions of the project.
7. The proposed development is not located in an area of critical state concern.
8. The State of Florida has not adopted a land development plan applicable to the area in which the proposed development is to be located.
9. Based on the surrounding land uses, the proposed development is consistent with the regional development pattern in this area of Polk County.
10. The CFRPC, in pursuance of its duties set forth in Chapter 380, Florida Statutes, conducted a complete review of the ADA to determine whether, and the extent to which this development will have favorable or unfavorable impacts upon the environment, natural resources, and the economy of the region, as well as other criteria set forth in Chapter 380, Florida Statutes. The report of the CFRPC was approved on November 18, 1992 and has been thoroughly reviewed by Polk County's staff. This report recommends approval with conditions for the ImperialLakes project as currently proposed. The report of the CFRPC and the conditions contained therein were considered by the Board of County Commissioners at a public hearing conducted in this matter on December 15, 1992.
11. The environmental, natural resources, public facilities, human resources, and transportation impacts have been evaluated:
 - a. The majority of the soils on site are typically classified as having limitations for development based on excessive wetness. The soil limitations will be overcome by use of suitable fill for foundation material. This will occur by importing

approximately 100,000 cubic yards of fill, with no offsite disposal of soil material planned.

- b. The Applicant proposes to impact approximately 8.6 acres of the 330 wetland-acres found on site. The Applicant proposes mitigation with 20.8 acres of created wetlands and additional 14.6 acres of enhancement for existing wetlands. The impacted wetlands would be used for roadways and some residential development and shall be limited to three wetlands. In addition to proposing mitigation enhancement, the Applicant has established a minimum 15 foot upland buffer around herbaceous wetlands and a 50 foot buffer around forested wetland areas. The proposed project meets the Polk County limitation on altering wetland soils within the FEMA one hundred year floodplain to 10% of the hydric soils by impacting 10.95 acres out of 116.21 acres.
- c. The majority of the proposed development shall occur within crop land/pasture land, herbaceous range land, shrub and brush land, upland coniferous forest and upland hardwood forest.
- d. Due to the historic phosphate mining of the site, the majority of native wildlife habitat has been altered; however, some habitat suitable to support wildlife does exist on site. The general habitat with the potential of supporting wildlife are not unique to the project site.
- e. Applicant proposes to use existing wetland road crossings and previously disturbed areas where possible to reduce impacts to the wetlands. In an effort to reduce impacts of roads within the forested areas the Applicant shall: (1) limit all roadway placements to existing disturbed areas; (2) minimize the width of roadway construction to approximately 25 feet; (3) elevate all roadway surfaces by either bridge or box culvert structures; (4) use oversized culverts within the intermittent stream channel; (5) install wildlife access corridors (box culverts) landward of the stream channel culvert; (6) establish a vegetation buffer (tree and shrub) along the roadway edge and slopes; (7) remove and revegetate all debris dump areas located within the forested drainageway in order to reconnect previously impacted or fragmented portions of the drainageway; and (8) establish the forested drainageway as a conservation easement area.
- f. The Applicant met with representatives of the Florida Fish and Wildlife Conservation Commission (hereafter referred to as FFWCC) to develop a methodology to survey the project for potential listed species. Applicant, in an effort to limit impacts to listed species, is preserving the majority of the wetlands, mitigating and enhancing others to compensate for impacts, and providing buffers around the wetland areas. Applicant shall stop construction if listed species are observed outside the protected habitat areas until they can be relocated to a safe location.

- g. While developed portions of the ImperiaLakes have a history of flooding, Applicant has performed a detailed stormwater analysis of the project site and determined that solutions for flooding problems have been developed.
- h. All proposed structures, roadways, and utility areas constructed within the 100 year flood prone zones shall be constructed above the 100 year flood elevation.
- i. Because portions of the project site are within the aquifer protection area, wetland protection area, and the floodplain protection area as depicted by the Polk County Comprehensive Plan, Applicant is responsible for meeting the requirements of the County's comprehensive plan and Unified Development Code relative to development within these areas.
- j. In accordance with the requirements of the Southwest Florida Water Management District and Polk County Surface Water Management Ordinance 88-04 as amended, Applicant shall compensate for floodplain volumes impacted or lost due to development.
- k. No archeological or historic sites were found in the course of the survey by the Division of Archives, History, and Records Management, and the project has been allowed to proceed without further involvement of this state agency.
- l. Potable water will be supplied by Polk County's utility department. Residential irrigation within development is also being served by Polk County, and golf course irrigation is currently provided by three irrigation wells on-site. However, upon availability of treated effluent from Polk County, all golf course irrigation shall utilize treated effluent as well as provided to all residential areas.
- m. The Polk County Utility Department will provide wastewater treatment services to the project and no septic tanks are proposed.
- n. No industrial, hazardous, or medical wastes are anticipated from or in the project.
- o. The Polk County Fire Services Division will serve the project.
- p. The Applicant states that demand for additional school facilities from ImperiaLakes will be negligible due to the large percentage of retiree occupants in the project site. The Polk County School Board has commented that their projections indicate that 34% of the elementary school children may be attributed to ImperiaLakes by the completion of Phase I. Sikes Elementary School may need to be expanded, or a new school site found. This concern should be addressed through a coordinated effort.
- q. Adequate health care facilities are available to the project site, although an additional EMS or EMS/fire station within the ImperiaLakes area would be beneficial.

- r. The Polk County Sheriff's Department will provide law enforcement services. The resources of the Sheriffs Department are stressed. This concern will be addressed through coordinated effort.
 - s. The energy demands of the project will be met by Tampa Electric Company. Tampa Electric Company has indicated their-ability to provide electric power to the development. The ADA contains examples of energy conservation measures currently existing or planned to be incorporated in the development.
 - t. Considering development order conditions, the Applicant's recommended improvements and programmed improvements, the existing transportation facilities should operate at their adopted levels of service with the trips generated by the project.
12. A response to Requests for Additional Information was completed in April of 1992.
 13. This project has been under development since the 1970's, and has a history of modifications to the early approvals, all of which are superseded by this Development Order.
 14. The Applicant has provided to the CFRPC a series of technical reports addressing issues and concerns relating to the design, construction, and operation of the proposed development. Said reports are incorporated in and made part of the 1996 Development Order as Exhibit C.
 15. The CFRPC completed review for information sufficiency of the ImperialLakes Development of Regional Impact application for development approval in accordance with the provisions of Chapter 380, Florida Statutes, on or about September 3, 1992. .
 16. At the conclusion of the November 18, 1992 public hearing on the ImperialLakes DRI, the CFRPC voted unanimously to recommend approval of the project, with conditions, to the Board of County Commissioners.
 17. The information and data contained within the ADA and supplemental information was sufficient for Board of County Commissioners' review as required by Section 380.06, Florida Statutes.
 18. On December 15, 1992, the Board of County Commissioners conducted the required public hearing and received the evaluation and recommendations of the CFRPC, and the report and recommendations of the Polk County Planning Division.
 19. The County approved a final development order on January 12, 1993 based on the review culminating in the December 15, 1992 public hearing and additional changes and clarifications required by DCA.
 20. Applicant filed a NOPC on March 17, 1993 amending the development order dated January 12, 1993 in order to implement the terms and conditions of the agreement approved by DCA

on March 12, 1993. On April 17, 1993 Polk County approved a resolution amending the development order.

21. Applicant filed a Notice of Proposed Change (“NOPC”) dated September 6, 1996, requesting an extension of the buildout deadlines of each phase of the project by slightly less than 5 years. On November 12, 1996, Polk County, ordered the development order for ImperialLakes DRI approved.
22. On May 25, 2000, the Developer submitted to Polk County, CFRPC and DCA a “Notice of Proposed Change To A Previously Approved DRI” to adjust the phase lines of Phase I and Phase II and add one entrance at Shepherd Road and another entrance at Imperial Lakes Boulevard.
23. On June 8, 2001, the Developer submitted to Polk County, CFRPC, and DCA a “Notice of Proposed Change to a Previously Approved DRI” including an updated transportation analysis to revise the Master Plan and transportation conditions in the development order.
24. The development, as conditioned, is consistent with the report and recommendations of the CFRPC submitted pursuant to Chapter 380, Florida Statutes.
25. The development as approved and conditioned can be implemented in a manner consistent with the Comprehensive Regional Policy Plan and the State Comprehensive Plan.

CONCLUSIONS OF LAW

1. The CFRPC, in its report to the Board of County Commissioners, fully performed the duties required of it pursuant to Chapter 380, Florida Statutes.
2. The Board of County Commissioners’ review of the proposed DRI (ADA) has been conducted pursuant to and is in compliance with the provisions of Chapter 380, Florida Statutes.
3. The Board of County Commissioners conducted a public hearing on December 9, 1980, July 24, 1990, December 15, 1992, January 12, 1993, April 27, 1993, November 21, 1996, and August 15, 2000, after notification, publication, and posting in a manner prescribed by Chapter 380, Florida Statutes.
4. The DRI, as submitted, complies with the requirements of Section 380.06, Florida Statutes, and Chapter 9J-2, Florida Administrative Code. The development as proposed and conditioned by this order is consistent with the Polk County Comprehensive Plan and the Polk County Land Development Code.
5. 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 during the public hearings referenced above.

6. The rights and obligations set forth in this Development Order shall inure to the benefit of and be binding upon the Applicant, any subsequent property owners effected by this Order and their successors, assignees, and grantees. The Board of County Commissioners considered the testimony and evidence presented, and has reviewed all documents submitted by each party and member of the general public, and the Board of County Commissioners being otherwise fully advised of the premises, and following the requirements of Chapter 380, Florida Statutes and Chapter 9J - 2, Florida Administrative Code, conducted a public hearing and voted on January 12, 1993 by a majority vote to issue a Development Order, approving the development as proposed, subject to the following conditions. On November 12, 1996, the Board of County Commissioners approved the Development Order which requested build-out extensions. On May 25, 2000, the Developer submitted to Polk County, CFRPC and DCA a "Notice of Proposed Change To A Previously Approved DRI" to adjust the phase lines of Phase I and Phase II and add one entrance at Shepherd Road and another entrance at Imperial Lakes Boulevard. Furthermore, upon review of the NOPC, the Board of County Commissioners approved the proposed phase change and entrance additions on August 15, 2000. This Development Order shall supersede all previous development orders provided that all commitments and impact mitigating actions provided by the Developer in the prior Applications for Development Approval and supplemental documents, as well as all conditions of prior development orders that are not in conflict with conditions or stipulations specifically enumerated herein, are hereby incorporated in this development order by reference.

NOW, THEREFORE, BE IT RESOLVED BY THE POLK COUNTY BOARD OF COUNTY COMMISSIONERS, IN REGULAR SESSION DULY ASSEMBLED THIS 17th DAY OF OCTOBER, 2001, THAT IMPERIAL LAKES DRI IS HEREBY ORDERED APPROVED SUBJECT TO THE FOLLOWING CONDITIONS:

A. Phasing and Land Use

1. Phasing Table - Land uses are to be built in accordance with the improvements and conditions set forth herein. Construction is scheduled to be complete in 2005 for Phase II and 2007 for Phase III. Phase III shall not have development approval. Phase I is complete as modified herein. ImperialLakes shall continue development in three phases according to the following

Land Use	PHASE I ¹ 1993-2001	NEW PHASE II 2001-2005	NEW PHASE III 2005-2007	BUILDOUT TOTAL (Cumulative)
Residential Dwelling Units				
Single family Detached	901 DU	550 DU	614 DU	
Townhouse/Single Family Attached	254 DU	298 DU	300 DU	
Multi-Family	162 DU	400 DU	500 DU	
Total	1317 DU	1248 DU	1414 DU	3979 DU
Retail	5,200 square feet	81,400 square feet	55,700 square feet	142,300 square feet
Office	78,569 square feet	1,431 square feet		80,000 square feet
Golf Course w/Clubhouse	18 Holes		9 Holes	27 Holes

¹ Phase I lists all the existing development that is completed as of October, 2000.

2. Planned Unit Development (PUD)- ImperialLakes has tentative and final Polk County landuse approvals and site plan/plat approvals for phases of this development through the Planned Unit Development (PUD 73-5). Any major modifications shall be subject to the Polk County Comprehensive Plan and the Land Development Code in effect at the time of the requested changes or additional approvals. The PUD shall be maintained throughout the buildout of this project unless a Future Land Use designation is approved by the Board of County Commissioners consistent with the Land Development Code.

B. Environmental And Natural Resource

1. Surface Water Management - The surface-water management system and wetland mitigation serving ImperialLakes shall be designed and constructed in accordance with the SWFWMD Policies and Guidelines in effect at the time the Development Order is adopted or amended. The permitted and constructed surface water management systems shall be operated and maintained in accordance with the SWFWMD permit conditions. Further, compensatory storage shall be provided on-site for the 100-year flood in order to maintain storage capacity within the floodplain. This shall include updating the master drainage plan with Polk County and SWFWMD consistent with local and state regulations.
2. Removal of Exotics - Prior to obtaining a certificate of occupancy for any structure located on the project site, the developer shall remove all Brazilian pepper or other exotics which may occur on site. To the maximum extent possible, xeriscape landscaping shall be used on the project site and existing native vegetation shall be incorporated into the landscape design to the greatest extent practicable.
3. Golf Course Development - Prior to obtaining a building permit for any further golf course development the Applicant shall develop an integrated Fertilizer/Pesticide/Herbicide Management Plan as a component of the golf course design process, to be approved by the county with input from SWFWMD, the CFRPC, the FFWCC and other reviewing agencies. The Management Plan shall sufficiently address the following items:
 - a. Fertilizer/pesticide/herbicide/insecticide use; and
 - b. golf course management methods and procedures; and
 - c. quality control and assurance procedures.
4. Radon Gas - The developer shall work with Polk County Building Division Inspections Department to assure that current code requirements are adequate to address the occurrence of radon on previously mined lands.

C. Public Facilities

1. Water - ImperialLakes shall use only potable water from Polk County or other approved sources. No wells shall be constructed on site for the provision of potable water. Prior to obtaining a certificate of occupancy for any development of the project, assurance that adequate potable and non-potable water supplies exist for the development is required.

2. Wastewater - Prior to obtaining a certificate of occupancy for any development of the project, assurance that adequate wastewater treatment facilities exist for the development is required. The Applicant shall use treated effluent to irrigate the golf course, as implied in the ADA and for any additional golf courses. In addition, treated effluent/reuse water shall be used for development if available.

D. Transportation

1. Improvements - Due to the transportation analysis completed for the 2001 NOPC, the required improvements have been removed. However, staff has some concerns regarding the intersection of State Road 37 and Shepherd Road and the segment of State Road 37 south of Shepherd Road. The applicant shall, at a minimum, include a traffic analysis of this intersection and segment with each Annual Monitoring Report.
2. Phasing - Phase I is complete. Phase II shall be limited to the cumulative (existing Phase I and new) external trip generation potential of a cumulative total of 1,870 peak hour trips of which a maximum 1,065 enter the site. All calculations of trips shall be cumulative, including existing development. All further development shall provide for interconnection as approved through the Planned Unit Development.
3. Land Use Tradeoffs - The trade-off of land uses allowable under this development order within Phase II shall be allowed as long as the cumulative (existing Phase I and new, external trip generation potential of the proposed land use mix, does not exceed 1,065 entering trips or 1,870 two-way trips during the peak hour. All calculations of trips shall be cumulative, including existing land uses. The trade off of trips will be performed using the trade-off ratios contained in Exhibit B.
4. Phase III and additional Transportation Analysis - No development beyond the limits of Phase II shall occur prior to an approved, detailed analysis of the transportation impacts and any needed mitigation associated with the proposed Phase III development being made part of this development order, pursuant to Subsection 380.06(19), Florida Statutes. The Developer shall schedule and complete a methodology meeting with the Central Florida Regional Planning Council (CFRPC), Polk County, Polk Transportation Planning Organization (TPO), and the Florida Department of Transportation(DOT) prior to conducting the subsequent traffic analysis required prior to Phase III. The timing for the review and approval may be determined at the methodology meeting.
5. Annual Monitoring Reports -
 - a. All annual reports shall be submitted on the standard form supplied by Polk County or the Department of Community Affairs and contain a detailed traffic study prepared by traffic engineers engaged by the developer, which shall analyze the P.M. peak hour traffic conditions on which the project has a significant impact. This annual traffic study shall be submitted until buildout of ImperiaLakes.

The purpose of this annual transportation study shall be to verify the results of the 2001 NOPC traffic study and to assist Polk County in determining the proper

scheduling of any intersection and roadway improvements that may be needed per the Annual Traffic Study. If an improvement is warranted to maintain acceptable levels of service, the applicant shall have one year from the acceptance of the Annual Report by the Board of County Commissioners to construct the improvements or enter into a Development Agreement with the Board of County Commissioner per Florida Statutes 163 that describe the improvements and the timing of improvements. This Development Agreement may also provide for vesting. This condition does not prohibit the issuance of certificates of occupancy for development that has received building permits.

- b. An annual methodology meeting shall be scheduled by the Applicant at least 60 days prior to conducting any counts each year through buildout;
 - c. At a minimum, the methodology for the annual traffic report shall include the following:
 - i) Traffic from the project land uses expected to be developed within the following reporting year shall be combined with a forecast of the non-project traffic in the following year;
 - ii) The applicant shall conduct traffic counts in either January, February, or March during the PM Peak Hour;
 - iii) The applicant shall identify the techniques to be used to analyze the intersection of SR 37 and Sheperd Road and the segment of State Road 37, south of Sheperd Road. This technique shall make use of signal phasing and timing data for the subject intersections; and
 - iv) Other parameters may be developed at the methodology meeting.
6. Vesting - Vesting of vehicle trips may be approved through a Development Agreement between the Applicant and the Board of County Commissioners consistent with Chapter 163, Florida Statutes.

E. Impact Fee

- 1. Impact Fees - At a minimum, the developer shall pay a fair share contribution consistent with the road impact fee ordinance(s) of Polk County.

F. Annual Report and Local Official for Monitoring Purposes

- 1. Annual Report - The developer shall submit an Annual Report utilizing as a guide, form RPM-BSP-ANNUAL REPORT-1 as supplied by Polk County or DCA.. The Annual Report shall be submitted on or before the 15th of April of each year to Polk County, the CFRPC and the State Land Planning Agency and all affected permit agencies, including the Florida Department of Transportation, FDER and SWFWMD. The Polk County Director of the

Division of Community Services, shall be the local official responsible for assuring compliance with this development order, as specified by section 380.06 (15)(c)(1), Florida Statutes.

The annual report shall also include the following information:

- a. The total development constructed

Land Uses (Sq. Ft./Ac's/Parking spaces/dwelling units/holes)

Retail/service
Residential
Office
Golf Course

Total remaining retail/service
approved but not built:

Total remaining residential
approved but not built:

- b. Detailed traffic study responding to the relevant Annual Report requirements outlined above.

G. Commencement Date Termination Date/Down-zoning

- 1. Termination and Down Zoning - This Development Order shall terminate in the event that development activities in Phase II do not commence on or before December 31, 2005, and demonstrate regular progress. Otherwise, this order shall terminate on December 10, 2007. Until such time, Polk County shall not down-zone/reduce the density or intensity of the property unless done pursuant to Subparagraph 380.06(15)(c)3, Florida Statutes.

H. Recording Notice of Adoption

- 1. Recording - In addition to the requirements of Section 380.06(15)(f)F.S., this Development Order shall be recorded by the developer in accordance with the provisions of the Polk County Land Development Code within fifteen (15) days after its adoption.

I. Substantial Deviation

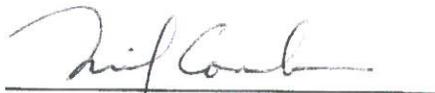
- 1. Conditions - Failure to comply with conditions A through H shall be determined to be a substantial deviation and thus initiate the DRI review process and potential shutdown of all development activities.
- 2. Future Amendments - Any changes to an approved land use on the Master Development Plan, changes to the phasing plan, or any reduction in recreation or open space shall be considered a Substantial Deviation and shall be reviewed consistent with Section 380.06 Florida Statutes.

J. EFFECTIVE DATE

1. Effective Date - This resolution and Development Order shall take effect immediately upon its passage.

DULY PASSED AND ADOPTED BY THE BOARD OF COUNTY COMMISSIONERS OF POLK COUNTY, FLORIDA, THIS SEVENTEENTH DAY OF OCTOBER, 2001.

Board of County Commissioners of Polk County



By: Neil Combee, Chairman

Attest: Richard M. Weiss, Clerk

By: *Richard M. Weiss*
Deputy Clerk
ba c 10/17/01

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IMPERIAL LAKES
DRI 80-02
LEGAL DESCRIPTION

IN TOWNSHIP 29 SOUTH, RANGE 23 EAST, POLK COUNTY, FLORIDA:

Section 26: The S-3/4 of W-1/4, and that part of the N-1/4 lying west of the Seaboard Coast Line Railroad Company (formerly Atlantic Coast Line Railroad Company) right-of-way.

Section 27: The S-1/2, and the E-1/4 of NE-1/4.

Section 34: All,

LESS (a) beginning at the southeast corner of the SW-1/4 of Section 34, run thence west 1401.7 feet, thence north 190.00 feet, thence east 120.00 feet, thence north 150.00 feet, thence east 120.00 feet, thence north 40.00 feet, thence east 40.00 feet, thence north 150.00 feet, thence east 600.00 feet, thence north 190.00 feet, thence east 400.00 feet, thence south 40.00 feet, thence east 120.00 feet, thence south 150.00 feet, thence east 240.00 feet, thence south 150.00 feet, thence east 280.00 feet, thence south 190.00 feet, thence east 360.00 feet, thence south 150.00 feet, thence east 40.00 feet, thence south 40.00 feet, thence west 918.30 feet to the point of beginning,

and LESS (b) beginning at a point in the west line of the NE-1/4 of SE-1/4 of Section 34, said point being 110.00 feet north of the southwest corner thereof, run thence south 89°53'06" west 101.34 feet, thence south 12°32'42" east 372.50 feet, thence south 40°56'57" east 226.33 feet, thence north 81°30'53" east 348.05 feet, thence north 12°32'42" west 500.00 feet, thence north 0°21'00" west 604.00 feet, thence south 70°28'21" west 348.91 feet to a point in the west line of said NE-1/4 of SE-1/4, thence south 0°21'00" east with said west line 480.00 feet to the point of beginning,

and LESS (c) beginning at a point in the east line of the NW-1/4 of SE-1/4 of Section 34, said point being 110.00 feet north of the southeast corner thereof, thence south 89°53'06" west 400.00 feet, thence north 0°21'00" west 350.00 feet, thence north 89°53'06" east 400.00 feet, thence south 0°21'00" east 350.00 feet to the point of beginning.

Section 35: The N-3/4 or W-1/4, and that part of the S-1/2 of SW-1/4, and that part of the S-1/2 of NE-1/4 of SW-1/4 lying north and west of the Seaboard Coast Line Railroad Company right-of-way.

IN TOWNSHIP 30 SOUTH, RANGE 23 EAST, POLK COUNTY, FLORIDA:

Section 3: The NE-1/4, and that part of the NW-1/4 of NE-1/4 described as follows: beginning at northwest corner of said NW-1/4 of NE-1/4, run south 276.02 feet, thence east 1200.00 feet to the POINT OF BEGINNING, run thence north 276.02 feet, thence east 114.92 feet to the northeast corner of said NW-1/4 of NE-1/4, thence south 223.80 feet to the Seaboard Coast Line Railroad Company railroad right-of-way, thence southwesterly along said railroad right-of-way to the point of beginning.

Subject to rights-of-way and easements for roads, railroads, power lines, or the like, appearing of record or in visible existence and use.

AND:

Township 29 South, Range 23 East, Polk County, Florida.

Section 26: The S-3/4 lying West of the Seaboard Coast Line Railroad Company (formerly Atlantic Coast Line Railroad Company) right-of-way, less the W-1/4 thereof.

Section 35: The N-1/2 lying West of the Seaboard Coast Line Railroad Company (formerly Atlantic Coast Line Railroad Company) right-of-way, less the W-1/4 thereof; and that part of the N-1/2 of the NE-1/4 of the SW-1/4 lying West of the Seaboard Coast Line Railroad Company (formerly Atlantic Coast Line Railroad Company) right-of-way.

DESCRIPTION:

A parcel of land being in Sections 26, 27, 34, & 35, Township 29 South, Range 23 East, Polk County, Florida, being more particularly described as follows:

Commence at the Southwest corner of said Section 34: thence North $00^{\circ}02'32''$ West along the West line of said Section 34 a distance 3721.47 feet to the Point of Beginning; thence North $89^{\circ}58'27''$ East along the westerly extension of the South line and the south line of Imperiallakes Phase Two Section One B, as recorded in Plat Book 69, Pages 21-26, Public Records of Polk County, Florida, a distance of 1265.75 feet to a point on a curve concaved Southeasterly having a radius of 1964.53 feet, a central angle of $17^{\circ}20'18''$, a chord bearing of North $29^{\circ}15'35''$ East, and a chord distance of 592.22 feet; thence Northeasterly along said curve and Southerly line 594.49 feet; thence South $52^{\circ}04'16''$ East along said Southerly line 110.00 feet; thence South $37^{\circ}14'00''$ West along said Southerly line 45.00 feet; thence North $53^{\circ}27'40''$ East along said Southerly line 144.84 feet; thence North $40^{\circ}59'34''$ East along said Southerly line 82.78 feet; thence South $49^{\circ}00'28''$ East along said Southerly line 50.00 feet; thence South $40^{\circ}59'34''$ West along said Southerly line 100.00 feet; thence South $49^{\circ}00'27''$ East along said Southerly line 217.01 feet; thence North $82^{\circ}58'59''$ East along said Southerly line 1232.19 feet; thence North $39^{\circ}23'21''$ East along said Southerly line 86.91 feet; thence North $04^{\circ}12'41''$ West along the East line of said Imperiallakes Phase Two Section One B a distance of 1023.26 feet to the Southerly right-of-way line of Imperiallakes Boulevard, said point being on a curve concaved Northwesterly having a radius of 1692.02 feet, a central angle of $16^{\circ}09'30''$, a chord bearing of North $49^{\circ}20'40''$ East, and a chord distance of 475.60 feet; thence Northeasterly along said curve and said right-of-way line 477.18 feet; thence South $47^{\circ}32'59''$ East along the North line of Fairway Oaks, as recorded in Plat Book 90, Pages 10 and 11, of said Public Records of Polk County, Florida, a distance of 100.74 feet to the Point of Curvature of a curve concaved Northeasterly having a radius of 415.00 feet and a central angle of $47^{\circ}49'49''$; thence Southeasterly along said curve and said Northerly line 346.44 feet to the Point of Reverse Curvature of a curve concaved Southerly having a radius of 385.00 feet and a central angle of $25^{\circ}43'01''$; thence Southeasterly along said curve and said Northerly line 172.81 feet to the Point of Tangency; thence South $69^{\circ}39'49''$ East along said Northerly line 79.40 feet; thence North $02^{\circ}49'01''$ East along said Northerly line 270.76 feet; thence South $57^{\circ}35'54''$ East along said Northerly line 186.15 feet; thence North $88^{\circ}06'19''$ East along said Northerly line 608.51 feet; thence South $15^{\circ}19'23''$ East along said line 115.00 feet; thence South $63^{\circ}58'58''$ East along said line 60.00 feet; thence South $45^{\circ}10'39''$ East along said line 79.92 feet; thence North $72^{\circ}22'00''$ East along said line 119.57 feet; thence South $43^{\circ}48'24''$ East along said line 157.28 feet; thence South $65^{\circ}27'31''$ East 159.65 feet; thence South $74^{\circ}37'23''$ West along said line 42.37 feet; thence South $15^{\circ}22'37''$ East along said line 30.16 feet; thence North $15^{\circ}22'37''$ West along the boundary line of said Fairway Lakes 10.00 feet; thence South $74^{\circ}37'23''$ West along said line 48.55 feet to a point on a curve concaved Southwesterly having a radius of 220.00 feet; a central angle of $00^{\circ}57'04''$, a chord bearing of South $50^{\circ}57'19''$ East, and a chord distance of 3.65 feet; thence Southeasterly along said curve and said line of Fairway Lakes 3.65 feet to the Point of Tangency; thence South $50^{\circ}28'47''$ East along said line 190.07 feet to the Point of Curvature of a curve concaved Southwesterly having radius of 220.00 feet, a central angle of $22^{\circ}18'18''$, a chord bearing

of South 39°19'38" East, and a chord distance of 85.11 feet: thence Southeasterly along said curve and said line of Fairway Lakes 85.64 feet: thence North 71°04'49" East along said line 54.65 feet: thence South 59°44'52" East along said line 91.27 feet: thence South 24°31'18" East along said line 94.06 feet: thence South 45°29'12" East along said line 67.44 feet: thence South 46°48'02" West along said line 209.32 feet: thence South 21°26'13" West along said line 30.51 feet: thence South 14°17'09" East along said line 48.44 feet: thence South 55°23'13" West along said line 79.28 feet: thence North 18°55'11" West along said line 483.21 feet: thence North 48°20'52" East along said line 51.44 feet: thence North 50°28'47" West along said line 140.52 feet to the Point of Curvature of a curve concaved Southwesterly having a radius of 180.00 feet, a central angle of 15°08'41", a chord bearing of North 58°03'08" West, and a chord distance of 47.44 feet: thence Northwesterly along said curve and said line of Fairway Lakes 47.58 feet: thence South 57°54'05" West along said line 141.50 feet: thence South 08°18'51" East along said line 152.69 feet: thence South 65°33'21" West along said line 21.56 feet to a point on a curve concaved Southwesterly having a radius of 325.00 feet, a central angle of 20°19'00", a chord bearing of North 34°36'09" West, and a chord distance of 114.64 feet: thence Northwesterly along said curve and said line of Fairway Lakes 115.24 feet to the Point of Reverse Curvature of a curve concaved Northeasterly having a radius of 250.00 feet and a central angle of 41°24'40": thence Northwesterly along said curve and said line 180.69 feet to the Point of Tangency: thence North 03°21'01" West along said line 27.77 feet: thence South 86°38'59" West along said line 50.00 feet: thence South 03°21'01" East along said line 27.77 feet: thence South 81°24'23" West along said line 51.23 feet: thence North 35°28'03" West along said line 169.37 feet: thence North 46°30'18" East along said line 32.01 feet: thence North 86°42'01" West along said line 576.88 feet: thence South 15°48'21" East 90.85 feet: thence South 54°03'29" East 118.10 feet: thence South 83°41'38" East 275.53 feet: thence South 56°41'31" East 170.75 feet: thence South 21°54'52" West 47.13 feet: thence South 23°07'55" East 92.63 feet: thence South 82°13'01" East 145.34 feet: thence South 13°27'04" East 294.70 feet: thence South 16°34'37" East 183.68 feet: thence North 79°30'41" East 158.83 feet: thence South 09°38'00" East 250.78 feet: thence South 32°47'48" East 487.77 feet: thence South 09°43'44" East 423.46 feet: thence South 77°42'10" East 187.55 feet: thence North 89°36'54" East 184.57 feet: thence North 43°39'31" East 163.98 feet: thence South 78°35'40" East 139.60 feet: thence South 84°53'28" East 176.02 feet: thence South 57°00'44" East 118.27 feet: thence North 78°46'46" East 129.36 feet to the East line of the West 1/4 of said Section 35: thence North 00°42'55" West along said East line 2100.00 feet to the North line of said West 1/4: thence North 00°17'36" East along the East line of Imperialakes Phase Two, as recorded in Plat Book 64, Page 1, of said Public Records of Polk County, Florida, a distance of 1864.41 feet: thence South 89°06'23" West 5.00 feet to the East line of Fairwoods, as recorded in Official Records Book 2186, Page 1128, of said Public Records: thence North 00°25'22" East along said East line 1924.35 feet to the Point of Curvature of a curve concaved Southwesterly having a radius of 324.91 feet, a central angle of 56°03'31", a chord bearing of North 27°36'24" West, and a chord distance of 305.37 feet: thence Northwesterly along said curve and said East line of Fairwoods a distance of 317.89 feet: thence North 55°38'09" West along the Easterly line of Fairwoods, 175.00 feet to the Point of Curvature of a curve concaved Northeasterly having a radius of 149.27 feet, a central angle of 55°18'59", a chord bearing of North

27°58'40" West. and a chord distance of 138.58: thence Northwesterly along said curve and said Easterly line 144.11 feet to the Point of Tangency: thence North 00°19'10" West along said Easterly line 47.88 feet: thence North 85°28'19" East along said line of Fairwoods 357.07 feet to said Southerly line of Imperialakes Boulevard: thence South 88°08'00" East along said Southerly line 1615.07 feet to the Point of Curvature of a curve concaved Northwesterly having a radius of 305.00 feet. a central angle of 43°11'32". a chord bearing of North 70°16'14" East. and a chord distance of 224.52 feet: thence Northeasterly along said curve and said Southerly line 229.92 feet: thence South 41°06'50" East 540.12 feet to the South line of the Northwest 1/4 of the Northeast 1/4 of said Section 26: thence South 89°57'12" East along said South line 371.44 feet to the Southeast corner of a parcel described in Official Records Book 1679. Page 55. of said Public Records of Polk County. Florida: thence North 12°37'37" East along the East line of said parcel 160.00 feet: thence North 89°57'11" West along the North line of said parcel 271.45 feet: thence North 25°34'57" West 13.20 feet: thence South 68°56'48" East 8.25 feet: thence North 12°37'22" East 65.83 feet: thence North 34°50'08" West 240.20 feet: thence North 65°40'17" West 12.04 feet: thence North 25°34'55" West 76.40 feet: thence North 08°44'56" East 264.03 feet: thence North 28°50'15" East 35.31 feet: thence North 02°55'18" East 119.46 feet: thence North 49°05'02" East 36.23 feet: thence South 80°19'42" East 89.66 feet: thence North 81°27'08" East 79.47 feet: thence South 71°49'21" East 92.88 feet: thence North 05°26'48" West 94.87 feet: thence North 42°46'21" East 77.14 feet: thence North 23°58'36" East 59.22 feet: thence South 70°12'42" West 104.71 feet: thence North 89°54'28" West 75.17 feet: thence South 81°35'05" West 115.89 feet: thence South 77°16'08" West 95.40 feet: thence South 73°13'56" West 119.66 feet: thence North 70°00'15" West 159.12 feet to the East line of Imperialakes Boulevard as recorded in Official Records Book 1653. Pages 1120 and 1121: thence North 01°26'21" West along said East line 249.21 feet to said South right-of-way line of Shepherd Road: thence North 89°56'38" West along said south line 284.54 feet: thence South 01°26'20" East 413.93 feet: thence North 83°59'45" East 175.00 feet to the West right-of-way line of Imperialakes Boulevard. as recorded in Official Records Book 1653. Pages 1120 and 1121. Public Records of Polk County. Florida: thence South 01°26'20" East along said West right-of-way line 267.82 feet to the Point of Curvature of a curve concaved Northwesterly having a radius of 195.00 feet and a central angle of 93°18'20": thence Southwesterly along said curve and said right-of-way line 317.56 feet to the Point of Tangency: thence North 88°08'00" West along the North right-of-way line of said Imperialakes Boulevard 1601.28 feet: thence North 01°52'31" East 812.93 feet to said South right-of-way line of Shepherd Road: thence North 89°56'26" West along said south line 782.24 to the West line of a parcel of land described in Official Records Book 1903. Page 786. of said Public Records: thence South 00°03'34" West along the West line of said parcel 195.00 feet: thence South 89°56'26" East along the South line of said parcel 300.00 feet to the Southeast corner of said parcel: thence South 00°03'34" West 603.12 feet to the Northerly right-of-way line of Imperialakes Boulevard as recorded in Official Records Book 1653. Page 1120 & 1121 of said Public Records: thence North 88°08'00" West along said Northerly right-of-way line 63.48 feet to the Point of Curvature of a curve concaved Southerly having a radius of 1200.92 feet. a central angle of 46°39'16". a chord bearing of South 68°32'22" West. and a chord distance of 951.08 feet: thence Southwesterly along said curve and said Northerly right-of-way line 977.88 feet to the

northerly line of Imperial Place as recorded in Condominium Book 7. Pages 29-31 of said Public Records: thence South $89^{\circ}44'04''$ West along said Northerly line 601.84 feet to the West line of the East 1/2 of the Northeast 1/4 of the Northeast 1/4 of said Section 27: thence South $00^{\circ}16'49''$ West along said West line 1489.96 feet to the North line of Southeast 1/4 of said Section 27: thence North $89^{\circ}55'45''$ East along said North line 74.21 feet to the Southerly line of Pine Run Imperialakes Phase One Section Seven. as recorded in Plat Book 69. Page 7. of said Public Records of Polk County, Florida: thence South $66^{\circ}15'11''$ East along said Southerly line 95.77 feet to the Westerly right-of-way line of Imperialakes Boulevard. as recorded in Official Records Book 1653. Pages 1120 and 1121. of said Public Records of Polk County, Florida. said point being on a curve concaved Northwesterly having a radius of 1019.29 feet. a central angle of $21^{\circ}47'06''$. a chord bearing of South $32^{\circ}58'27''$ West. and a chord distance of 385.22 feet: thence Southwesterly along said curve and said Westerly right-of-way line 387.55 feet to the Point of Tangency; thence South $43^{\circ}52'00''$ West along said Westerly line 562.04 feet to the Point of Curvature of a curve concaved Southeasterly having a radius of 1582.89 feet. a central angle of $30^{\circ}02'57''$. a chord bearing of South $28^{\circ}50'31''$ West. and a chord distance of 820.67 feet: thence Southwesterly along said curve and said Westerly line 830.16 feet to the North right-of-way line of Haven Hill Boulevard: thence North $74^{\circ}58'59''$ West along said North right-of-way line 232.47 feet to the Easterly line of said Imperialakes Phase One: thence North $15^{\circ}01'01''$ East along the Easterly line of Imperialakes Phase One. as recorded in Plat Book 63. Page 43-45. of said Public Records 563.93 feet to the Point of Curvature of a curve concaved Westerly having a radius of 650.00 feet. a central angle of $75^{\circ}48'26''$. a chord bearing of North $22^{\circ}53'12''$ West. and a chord distance of 798.64 feet: thence Northwesterly along said Easterly line 860.01 feet to the Easterly line of lot 89 of said Imperialakes Phase One: thence North $29^{\circ}12'35''$ East along said Easterly line 164.57 feet to the Northeast corner of said Lot 89. said corner being on said North line of Southeast 1/4 of Section 27: thence South $89^{\circ}55'45''$ West along said North line 3498.45 feet to the West line of said Section 27: thence South $00^{\circ}08'30''$ West along said west line 2641.41 feet to the Southwest corner of said Section 27: thence South $00^{\circ}02'32''$ East along the West line of said Section 34 a distance of 1590.16 feet to the Point of Beginning. Said parcel contains 655 acres. more or less.

Proposed Development

DESCRIPTION: PARCEL ONE

A parcel of land being in the Southeast 1/4 of Section 27, Township 29 South, Range 23 East, Polk County, Florida, being more particularly described as follows:

Begin at the Northeast corner of Lot 89, Imperialakes Phase One, as recorded in Plat Book 63, Pages 43-45, Public Records of Polk County, Florida: thence North $89^{\circ}55'45''$ East along the North line of said Southeast 1/4 a distance of 1216.08 feet to the Southerly line of Pine Run Imperialakes Phase One Section Seven, as recorded in Plat Book 69, Page 7, of said Public Records of Polk County, Florida: thence South $66^{\circ}15'11''$ East along said Southerly line 95.77 feet to the Westerly right-of-way line of Imperialakes Boulevard, as recorded in Official Records Book 1653, Pages 1120 and 1121, of said Public Records of Polk County, Florida, said point being on a curve concaved Northwesterly having a radius of 1019.29 feet, a central angle of $21^{\circ}47'06''$, a chord bearing of South $32^{\circ}58'27''$ West, and a chord distance of 385.22 feet: thence Southwesterly along said curve and said Westerly right-of-way line 387.55 feet to the Point of Tangency: thence South $43^{\circ}52'00''$ along said Westerly line 562.04 feet to the Point of Curvature of a concaved Southeasterly having a radius of 1582.89 feet, a central angle $00^{\circ}02'57''$, a chord bearing of South $28^{\circ}50'31''$ West, and a chord distance 20.67 feet: thence Southwesterly along said curve and said Westerly line 50.16 feet to the North right-of-way line of Haven Hill Boulevard: thence North $74^{\circ}58'59''$ West along said North right-of-way line 232.47 feet to the Easterly line of said Imperialakes Phase One: thence North $15^{\circ}01'01''$ East along the Easterly line of said Imperialakes Phase One 563.93 feet to the Point of Curvature of a curve concaved Westerly having a radius of 650.00 feet, a central angle of $75^{\circ}48'26''$, a chord bearing of North $22^{\circ}53'12''$ West, and a chord distance of 798.64 feet: thence Northwesterly along said Easterly line 860.01 feet to the Easterly line of said lot 39: thence North $29^{\circ}12'35''$ East along said Easterly line 164.57 feet to the Point of Beginning. Said parcel contains 21.60 acres, more or less.

DESCRIPTION: PARCEL TWO

A parcel of land being in the Northwest 1/4 of the Northwest 1/4 of Section 26, and the Northeast 1/4 of the Northeast 1/4 of Section 27, Township 29, South, Range 23 East, Polk County, Florida, being more particularly described as follows:

Commence at the Northwest corner of the East 1/2 of said Northeast 1/4 of the Northeast 1/4 of Section 27: thence South $00^{\circ}16'49''$ West along the West line of said East 1/2 a distance of 50.00 feet to the North right-of-way line of Shepherd Road and the Point of Beginning; thence continue South $00^{\circ}16'49''$ West still along said West line 1148.42 feet to the Northerly line of Imperial Place, as recorded in Condominium Book 7, Pages 29-31, Public Records of Polk County, Florida; thence North $89^{\circ}44'04''$ East along said Northerly line 601.84 feet to the Northerly right-of-way line of Imperial Lakes Boulevard as recorded in Official Records Book 1653, Pages 1120 & 1121, of said Public Records of Polk County, Florida, said point being on a curve concaved Southerly having a radius of 1200.92 feet, a central angle of $46^{\circ}39'16''$, a chord bearing of North $68^{\circ}32'22''$ East, and a chord distance of 951.08 feet; thence Northeasterly along said curve and said Northerly right-of-way line 977.88 feet to the Point of Tangency; thence South $88^{\circ}08'00''$ East along said Northerly right-of-way line 63.48 feet; thence North $00^{\circ}03'34''$ East 603.12 feet to the Southeast corner of a parcel of land described in Official Records Book 1903, Page 786, of said Public Records; thence North $89^{\circ}56'26''$ West along the South line of said parcel 300.00 feet to the Southwest corner of said parcel; thence North $00^{\circ}03'34''$ East along the West line of said parcel 195.00 feet to said South right-of-way line of Shepherd Road; thence North $89^{\circ}56'26''$ West along said right-of-way line 583.01 feet to the East line of said Section 27; thence South $89^{\circ}24'30''$ West along said right-of-way line 662.75 feet to the Point of Beginning. Said parcel contains 33.9 acres, more or less.

DESCRIPTION: PARCEL THREE

A parcel of land being in the North 1/2 of Section 26. Township 29 South. Range 23 East. Polk County. Florida. being more particularly described as follows:

Commence at the Northeast corner of the Northwest 1/4 of said Section 26: thence South $00^{\circ}15'45''$ West along the East line of said Northwest 1/4 a distance of 30.00 feet to the South right-of-way line of Shepherd Road and the Point of Beginning: thence South $89^{\circ}56'26''$ East along said South right-of-way line 298.35 feet: thence South $01^{\circ}26'20''$ East 413.93 feet: thence North $83^{\circ}59'45''$ East 173.00 feet to the West right-of-way line of Imperialakes Boulevard. as recorded in Official Records Book 1653. Pages 1120 and 1121. Public Records of Polk County. Florida: thence South $01^{\circ}26'20''$ East along said West right-of-way line 267.82 feet to the Point of Curvature of a curve concaved Northwesterly having a radius of 195.00 feet and a central angle of $93^{\circ}18'20''$: thence Southwesterly along said curve and said right-of-way line 317.56 feet to the Point of Tangency: thence North $88^{\circ}08'00''$ West along the North right-of-way line of said Imperialakes Boulevard 1601.28 feet: thence North $01^{\circ}52'31''$ East 812.93 feet to said South right-of-way line of Shepherd Road: thence South $89^{\circ}56'26''$ East along said South right-of-way line 1285.60 feet to the Point of Beginning. Said parcel contains 32.58 acres. more or less.

DESCRIPTION: PARCEL FOUR

A parcel of land being in the Northeast 1/4 of Section 26, Township 29 South, Range 23 East, Polk County, Florida, being more particularly described as follows:

Begin at the intersection of the South right of way line of Shepherd Road and the East right of way line of CSX Transportation Railroad: thence South $12^{\circ}37'38''$ West along said West right of way line 1335.51 feet to the South line of the Northwest 1/4 of the Northeast 1/4 of said Section 26: thence North $89^{\circ}57'12''$ West along said South line 51.23 feet to the Southeast corner of a parcel described in Official Records Book 1679, Page 55, of said Public Records of Polk County, Florida: thence North $12^{\circ}37'37''$ East along the East line of said parcel 160.00 feet: thence North $89^{\circ}57'11''$ West along the North line of said parcel 271.45 feet: thence North $25^{\circ}34'57''$ West 13.20 feet: thence South $68^{\circ}56'48''$ East 8.25 feet: thence North $12^{\circ}37'22''$ East 65.82 feet: thence North $34^{\circ}50'08''$ West 240.20 feet: thence North $65^{\circ}40'17''$ West 12.04 feet: thence North $25^{\circ}34'55''$ West 76.40 feet: thence North $08^{\circ}44'56''$ East 264.03 feet: thence North $28^{\circ}50'15''$ East 35.31 feet: thence North $02^{\circ}55'18''$ East 119.46 feet: thence North $49^{\circ}05'02''$ East 36.23 feet: thence North $80^{\circ}19'42''$ West 89.66 feet: thence South $81^{\circ}27'08''$ West 79.47 feet: thence South $71^{\circ}49'21''$ East 92.88 feet: thence South $05^{\circ}26'48''$ East 94.87 feet: thence South $42^{\circ}46'21''$ West 77.14 feet: thence South $23^{\circ}58'36''$ West 59.22 feet: thence South $70^{\circ}12'42''$ West 104.71 feet: thence North $54'28''$ West 75.17 feet: thence South $81^{\circ}35'05''$ West 115.89 feet: thence North $77^{\circ}16'08''$ West 95.40 feet: thence South $73^{\circ}13'56''$ West 119.66 feet: thence North $70^{\circ}00'15''$ West 159.12 feet to the East line of Imperial Lakes Boulevard as recorded in Official Records Book 1653, Pages 1120 and 1121: thence North $01^{\circ}26'21''$ West along said East line 249.21 feet to said South right-of-way line of Shepherd Road: thence South $89^{\circ}56'38''$ East along said South right-of-way line 982.86 feet to the Point of Beginning. Said parcel contains 15.63 acres, more or less.

A parcel of land being in Sections 26, 27, 34, & 35, Township 29 South, Range 23 East, Polk County, Florida, being more particularly described as follows:

Begin at the Southwest corner of said Section 34: thence North $00^{\circ}02'32''$ West along the West line of said Section 34 a distance 3721.47 feet: thence North $89^{\circ}58'27''$ East along the South line of Imperial Lakes Phase Two Section One B, Florida, a distance of 1235.74 feet to a point on a curve concaved Southeasterly having a radius of 1964.53 feet, a central angle of $17^{\circ}20'18''$, a chord bearing of North $29^{\circ}15'35''$ East, and a chord distance of 592.22 feet: thence Northeasterly along said curve and Southerly line 594.49 feet: thence South $52^{\circ}04'16''$ East along said Southerly line 110.00 feet: thence South $37^{\circ}14'00''$ West along said Southerly line 45.00 feet: thence South $53^{\circ}27'40''$ East along said Southerly line 144.84 feet: thence North $40^{\circ}59'34''$ East along said Southerly line 82.78 feet: thence South $49^{\circ}00'28''$ East along said Southerly line 50.00 feet: thence South $40^{\circ}59'34''$ West along said Southerly line 100.00 feet: thence South $49^{\circ}00'27''$ East along said Southerly line 217.01 feet: thence North $82^{\circ}58'59''$ East along said Southerly line 1232.19 feet: thence North $39^{\circ}23'21''$ East along said Southerly line 86.91 feet: thence North $04^{\circ}12'41''$ West along the East line of said Imperial Lakes Phase Two Section One B a distance of 1023.26 feet to the Southerly right-of-way line of Imperial Lakes Boulevard, said point being on a curve concaved Northwesterly having a radius of 1692.02 feet, a central angle of $16^{\circ}09'30''$, a chord bearing of North $49^{\circ}20'40''$ East, and a chord distance of 473.00 feet: thence Northeasterly along said curve and said right-of-way line 473.00 feet: thence South $47^{\circ}32'59''$ East along the North line of Fairway Oaks, as recorded in Plat Book 90, Pages 10 and 11, of said Public Records of Polk County, Florida, a distance of 100.74 feet to the Point of Curvature of a curve concaved Northeasterly having a radius of 415.00 feet and a central angle of $47^{\circ}49'49''$: thence Southeasterly along said curve and said Northerly line 346.44 feet to the Point of Reverse Curvature of a curve concaved Southerly having a radius of 385.00 feet and a central angle of $25^{\circ}43'01''$: thence Southeasterly along said curve and said Northerly line 172.81 feet to the Point of Tangency: thence South $69^{\circ}39'49''$ East along said Northerly line 79.40 feet: thence North $02^{\circ}49'01''$ East along said Northerly line 270.76 feet: thence South $57^{\circ}35'54''$ East along said Northerly line 186.15 feet: thence North $88^{\circ}06'19''$ East along said Northerly line 608.51 feet: thence South $15^{\circ}19'23''$ East along said line 115.00 feet: thence South $63^{\circ}58'58''$ East along said line 60.00 feet: thence South $45^{\circ}10'39''$ East along said line 79.92 feet: thence North $72^{\circ}22'00''$ East along said line 119.57 feet: thence South $43^{\circ}48'24''$ East along said line 167.28 feet: thence South $65^{\circ}27'31''$ East 159.65 feet: thence South $15^{\circ}22'37''$ East 50.16 feet: thence South $74^{\circ}37'23''$ West along said line 42.37 feet: thence South $15^{\circ}22'37''$ East along said line 50.16 feet: thence North $15^{\circ}22'37''$ West along the boundary line of said Fairway Lakes 10.00 feet: thence South $74^{\circ}37'23''$ West along said line 48.55 feet to a point on a curve concaved Southwesterly having a radius of 220.00 feet: a central angle of $00^{\circ}57'04''$, a chord bearing of South $50^{\circ}57'12''$ East, and a chord distance of 3.65 feet: thence Southeasterly along said curve and said line of Fairway Lakes 3.65 feet to the Point of Tangency: thence South $50^{\circ}28'47''$ East along said line 190.07 feet to the Point of Curvature of a curve concaved Southwesterly having radius of 220.00 feet, a central angle of $22^{\circ}18'18''$, a chord bearing of South $39^{\circ}19'38''$ East, and a chord distance of 85.11 feet: thence Southeasterly along said curve and said line of Fairway Lakes 85.64 feet: thence North $71^{\circ}04'49''$ East along said line 54.65 feet: thence South $59^{\circ}44'52''$ East along said line 91.27 feet: thence South

24°31'18" East along said line 94.06 feet: thence South 45°29'12" East along said line 67.44 feet: thence South 46°48'02" West along said line 209.32 feet: thence South 21°26'13" West along said line 30.51 feet: thence South 14°17'09" East along said line 48.44 feet: thence South 55°23'13" West along said line 79.28 feet: thence North 18°55'11" West along said line 483.21 feet: thence North 48°20'52" East along said line 51.44 feet: thence North 50°28'47" West along said line 140.52 feet to the Point of Curvature of a curve concaved Southwesterly having a radius of 180.00 feet, a central angle of 15°08'41", a chord bearing of North 58°03'08" West, and a chord distance of 47.44 feet: thence Northwesterly along said curve and said line of Fairway Lakes 47.58 feet: thence South 57°54'05" West along said line 141.50 feet: thence South 08°18'51" East along said line 152.69 feet: thence South 65°33'21" West along said line 21.56 feet to a point on a curve concaved Southwesterly having a radius of 325.00 feet, a central angle of 20°19'00", a chord bearing of North 34°38'09" West, and a chord distance of 114.64 feet: thence Northwesterly along said curve and said line of Fairway Lakes 115.24 feet to the Point of Reverse Curvature of a curve concaved Northeasterly having a radius of 250.00 feet and a central angle of 41°24'40": thence Northwesterly along said curve and said line 180.69 feet to the Point of Tangency: thence North 03°21'01" West along said line 27.77 feet: thence South 86°38'59" West along said line 50.00 feet: thence South 03°21'01" East along said line 27.77 feet: thence South 81°24'23" West along said line 51.23 feet: thence North 35°28'03" West along said line 169.37 feet: thence North 46°30'18" East along said line 32.01 feet: thence North 86°42'01" West along said line 578.88 feet: thence South 15°48'21" East 90.85 feet: thence South 54°03'29" East 118.10 feet: thence South 83°41'38" East 275.53 feet: thence South 56°41'31" East 170.75 feet: thence South 21°54'52" West 47.13 feet: thence South 23°07'55" East 92.63 feet: thence South 82°13'01" East 145.34 feet: thence South 13°27'04" East 294.70 feet: thence South 16°34'37" East 183.68 feet: thence North 79°30'41" East 158.83 feet: thence South 09°38'00" East 250.78 feet: thence South 32°47'48" East 487.77 feet: thence South 09°43'44" East 423.46 feet: thence South 77°42'10" East 187.55 feet: thence North 89°38'54" East 184.57 feet: thence North 43°39'31" East 163.98 feet: thence South 78°35'40" East 139.60 feet: thence South 84°53'28" East 178.02 feet: thence South 57°00'44" East 118.27 feet: thence North 78°46'46" East 129.38 feet to the East line of the West 1/4 of said Section 35: thence North 00°42'55" West along said East line 2100.00 feet to the North line of said West 1/4: thence North 00°17'36" East along the East line of Imperial Lakes Phase Two, as recorded in Plat Book 64, Page 1, of said Public Records of Polk County, Florida, a distance of 1864.41 feet: thence South 89°06'23" West 5.00 feet to the East line of Fairwoods, as recorded in Official Records Book 2188, Page 1128, of said Public Records: thence North 00°25'22" East along said East line 1924.35 feet to the Point of Curvature of a curve concaved Southwesterly having a radius of 324.91 feet, a central angle of 56°03'31", a chord bearing of North 27°36'24" West, and a chord distance of 305.37 feet: thence Northwesterly along said curve and said East line of Fairwoods a distance of 317.89 feet: thence North 55°38'09" West along the Easterly line of Fairwoods, 175.00 feet to the Point of Curvature of a curve concaved Northeasterly having a radius of 149.27 feet, a central angle of 55°18'59", a chord bearing of North 27°58'40" West, and a chord distance of 138.58: thence Northwesterly along said curve and said Easterly line 144.11 feet to the Point of Tangency: thence North 00°19'10" West along said Easterly line 47.88 feet: thence North 85°28'19" East along said line of Fairwoods 357.07 feet to said Southerly line of Imperial Lakes Boulevard: thence South 88°08'00" East along said Southerly line 1615.07 feet to the Point of Curvature of a curve concaved Northwesterly having a radius of 305.00 feet, a central angle of 43°11'32", a chord bearing of North 70°16'14" East, and a chord distance of 224.52 feet: thence Northeasterly along said curve and said Southerly line 229.92 feet: thence South 41°06'50" East 540.12 feet to the South line of the Northwest 1/4 of the Northeast 1/4 of said Section 26: thence South 89°57'12" East along said South line 402.17 feet to the Westerly right-of-way line of the CSX Transportation Railroad: thence South 12°37'38" West along said Westerly line 3742.00 feet: thence North 77°22'22" West along said Westerly

feet: thence South 77°22'23" East along said Westerly line 45.00 feet; thence South 12°37'38" West along said Westerly line 1705.32 feet to a point on a curve concaved Northwesterly having a radius of 534.73 feet, a central angle of 30°33'16", a chord bearing of South 38°31'25" West, and a chord distance of 281.79 feet; thence Southwesterly along said curve and Northerly right-of-way line of the CSX Transportation Railroad 285.16 feet; thence South 53°48'03" West along said Northerly line 312.44 feet to a point on a curve concaved Northwesterly having a radius of 1017.14 feet, a central angle of 11°37'24", a chord bearing of South 59°36'45" West, and a chord distance of 205.99 feet; thence Southwesterly along said curve and said Northerly line 208.34 feet; thence South 65°25'27" West along said Northerly line 3025.75 feet to the South line of said Section 34; thence South 89°53'21" West along said South line 512.02 feet; thence North 00°14'05" West 40.00 feet; thence South 89°53'18" West 40.00 feet; thence North 00°14'05" West 150.00 feet; thence South 89°53'21" West 89.57 feet; thence North 00°14'05" West 150.00 feet; thence North 89°53'21" East 26.34 feet; thence North 00°06'39" West 50.00 feet to the Southeast corner of a parcel recorded in Official Records Book 1972, Page 1772; thence North 26°07'44" West along the Easterly line of said parcel 330.49 feet; thence North 87°51'39" West along said Easterly line 125.00 feet; thence North 44°51'40" West along said Easterly line 260.00 feet to the North line of said parcel; thence South 89°53'22" West along said North line 145.00 feet; thence South 00°14'05" East along the West line of said parcel 343.00 feet to the North line of unrecorded Fuller Heights; thence South 89°53'20" West along said North line 240.00 feet; thence North 00°14'05" West along said North line 150.00 feet; thence South 89°53'21" West along said North line 120.00 feet; thence North 00°14'01" West along said North line 40.00 feet; thence South 89°53'21" West along said North line 190.00 feet; thence South 89°53'21" West along said North line 600.00 feet; thence South 00°14'05" East along said North line 150.00 feet; thence South 89°53'18" West along said Northerly line 40.00 feet; thence South 00°14'05" East along said Northerly line 120.00 feet; thence South 89°53'20" West along said Northerly line 120.00 feet; thence South 00°14'05" East along said Northerly line 150.00 feet; thence South 89°53'20" West along said Northerly line 120.00 feet; thence South 00°14'05" East along said Northerly line 147.08 feet to the South line of the Southwest 1/4 of said Section 34; thence South 89°25'02" West along said South line 1271.67 feet to the Point of Beginning.

LESS AND EXCEPT: Commence at the intersection of the South line of Section 34, Township 19 South, Range 23 East, Polk County, Florida, and the Northerly right-of-way line of the CSX Transportation Railroad; thence North 65°25'27" East along said Northerly right-of-way line 1542.25 feet; thence North 00°37'36" West 260.00 feet; thence North 66°53'04" West 851.19 feet; thence South 79°14'13" West 300.99 feet to the Point of Beginning; thence North 12°37'42" West 270.16 feet; thence North 00°26'00" West 604.00 feet; thence South 70°23'23" West 384.93 feet; thence South 00°26'00" East 130.00 feet; thence South 89°48'06" West 400.00 feet; thence South 00°26'00" East 350.00 feet; thence North 89°48'06" East 305.09 feet; thence South 12°17'44" East 338.74 feet; thence North 80°52'47" East 463.07 feet to the Point of Beginning.

Said parcel contains 893 acres, more or less.

Exhibit B
Land Use Trade Off Ratios

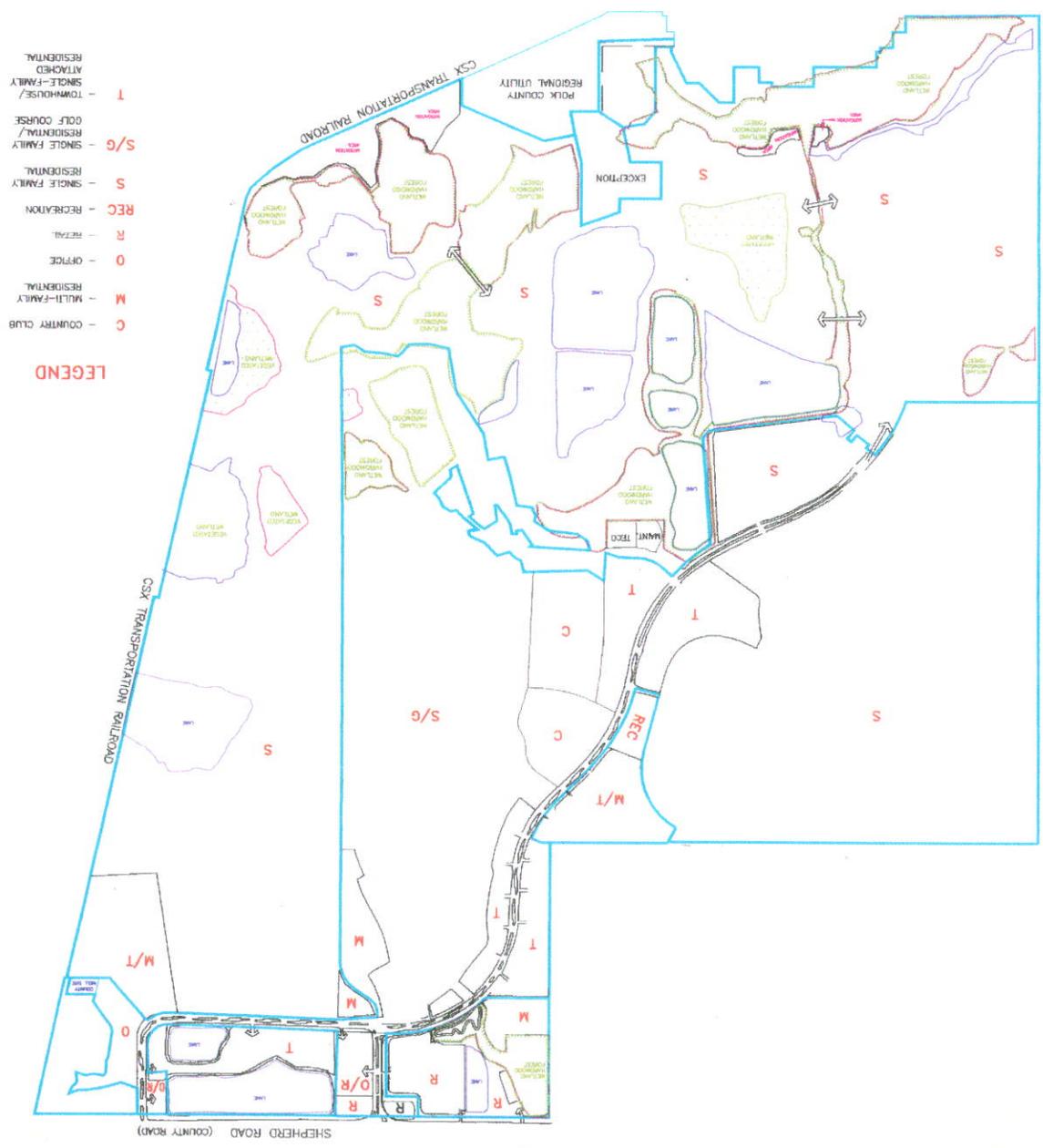
Trade off from:	To get:				
	Single-family detached (dwelling unit)	Condo / Townhouse (dwelling unit)	Apartment (dwelling unit)	Retail (10,000 sq.ft.)	Office (1000 sq.ft.)
1 du	1.0000	1.7225	1.0909	0.1825	0.2166
1 du	0.4988	1.0000	0.5753	0.0911	0.1080
1 du	0.8671	1.5790	1.0000	0.1583	0.1878
1000 sq.ft. Retail	4.1873	7.2126	4.5679	1.0000	1.1866
1000 sq.ft. Office	1.8044	3.1081	1.9685	0.4309	1.0000

**MASTER DEVELOPMENT
 PLAN MAP**
 APRIL 1992
 REVISED SEPTEMBER 2001

DEVELOPMENT INTENSITIES

LAND USE	PHASE 1 EXISTING AS OF OCTOBER 2000	PHASE 2 APPROVED THROUGH 2005*	PHASE 3 APPROVED AT BUILDOUT	TOTAL
SINGLE-FAMILY DETACHED RESIDENTIAL (S)	901 DU	550 DU	614 DU	2065 DU
TOWNHOUSE/ATTACHED RESIDENTIAL (T)	254 DU	298 DU	300 DU	852 DU
MULTI-FAMILY (M)	162 DU	400 DU	500 DU	1062 DU
RETAIL (R)	5200 SQ.FT.	1248 DU	1414 DU	2662 DU
OFFICE (O)	78,569 SQ.FT.	81,400 SQ.FT.	55,700 SQ.FT.	142,300 SQ.FT.
COUNTRY CLUB (C)	31,000 SQ.FT.	1,431 SQ.FT.	80,000 SQ.FT.	112,431 SQ.FT.
OPEN/LAKES	65.66 ± AC.	541,498 AC.	—	607,15 ± AC.
GOLF COURSE/	165.03 ± AC.	—	9 HOLES	165.03 AC.
CLUBHOUSE	—	—	—	—

*SUBJECT TO TRADE OFF RATIOS OUTLINED IN DEVELOPMENT ORDER CONDITION E.3.



- LEGEND**
- C - COUNTRY CLUB
 - M - MULTI-FAMILY RESIDENTIAL
 - O - OFFICE
 - R - RETAIL
 - REC - RECREATION
 - S - SINGLE FAMILY RESIDENTIAL
 - S/G - SINGLE FAMILY RESIDENTIAL/ GOLF COURSE
 - T - TOWNHOUSE/ ATTACHED RESIDENTIAL