Westside
Development of Regional Impact
Development Order
Resolution 02- 65

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

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

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

WHEREAS, Maesbury Homes, Inc. has filed an Application for Development Approval (ADA) for a Development of Regional Impact called Westside DRI and relating to real property located within Polk and Osceola Counties, Florida; and

WHEREAS, this application has been reviewed by the East Central Florida Regional Planning Council, Central Florida Regional Planning Council, Polk County, and Osceola County, hereafter referred to as Osceola County in accordance with the requirements of Chapter 380, Florida Statutes; and

WHEREAS, the Board of County Commissioners of Polk County is the governing body of local government having jurisdiction over the issuance and conditions of a Development Order for a portion of the Westside DRI that is within Polk County, pursuant to Section 380.06, *Florida Statutes*; and

WHEREAS, the Board of County Commissioners of Polk County has conducted a duly noticed public hearing for the Application for Development Approval and, during the conduct of said hearing, solicited and evaluated comments, testimony and reports, both oral and written, from local, state and regional agencies and interested citizens concerned with the Application for Development Approval and the issuance of a Development Order by Polk County.

RECEIVED
OCT 07 2002
POLK COUNTY PLANNING DIVISION

I. FINDINGS OF FACT

A. Rj Whidden and Associates, the authorized representative for Westside, (hereinafter referred to as the "Developer" or the "Applicant") submitted an Application for Development Approval to the East Central Florida Regional Planning Council (hereinafter referred to as "ECFRPC"), the Central Florida Regional Planning Council (hereinafter referred to as "CFRPC"), Osceola County, and Polk County on August 3, 2001, and additional information on November 21, 2001, and April 8, 2002, which application and additional information (hereinafter collectively referred to as the "ADA", and incorporated herein by reference).

B. The Master Development Plan (hereafter referred to as Map H) includes both the jurisdictions of Osceola County and Polk County.

C. The portion of this DRI that is in Polk County is an approved Planned Unit Development (PUD 99-21) Bahama Bay which was approved by the Zoning Advisory Board (ZAB) on December 8, 1999 for a 498 multi-family unit short term rental development in a Residential Low "X" (RLX) Future Land Use Designation in the US 27 Selected Area Plan including 96 ± acres.

D. The ADA, for both Polk and Osceola Counties, proposes a large-scale mixed-use development to be completed in two phases over a 10 year period, including hotels, retail, office, short term rental, multi-family, and single family residential.

E. The property is described in a legal description as Exhibit "1".

F. The Project is not located within an Area of Critical State Concern as defined in Section 380.05, *Florida Statutes* ("F.S.").

G. On June 19, 2002, the ECFRPC conducted a duly noticed public hearing pursuant to Section 380.06, *Florida Statutes*, on August 7, 2002, the CFRPC conducted a duly noticed public hearing pursuant to Section 380.06, *Florida Statutes* concerning the approval recommendation with conditions.

H. Both the ECFRPC and the CFRPC Report recommended final approval with conditions.

I. The data and information contained in the ADA were sufficient to enable Polk County to conduct the necessary review pursuant to Section 380.06, *Florida Statutes*.

J. The proposed development is consistent with the State Comprehensive Plan.

K. The proposed development is consistent with the Polk County Comprehensive Plan.

L. The proposed development is consistent with the Central Florida Regional Planning Council and the East Central Florida Regional Planning Council Strategic Regional Policy Plan.

M. PUD 99-21 has received a Pre-Development Agreement from the Department of Community Affairs and a Level 2 approval from Polk County and construction is underway..

N. On September 4, 2002 and October 2, 2002, the "Board of County Commissioners of Polk County" (hereinafter referred to as the "County Commission") convened a public hearing to consider the ADA, and comments from the public and the Developer.

II. CONCLUSIONS OF LAW

A. Polk County's review of the Project, and the issuance of this Development Order have been conducted pursuant to, and comply with, the provisions of Chapter 380, *Florida Statutes*.

B. The ADA complies with the requirements of Section 380.06, *Florida Statutes*, and Section 9J-2, Florida Administrative Code.

C. This Development Order constitutes acceptance of the proposed uses, size, type and intensity of the Project. Development shall occur strictly in accordance with this Development Order and all other applicable regulations.

D. The development within Polk County conforms to and is consistent with the duly adopted Polk County Comprehensive Plan (including the US 27 Selected Area Plan), and the Land Development Code.

NOW, THEREFORE, IT IS HEREBY ORDERED AND RESOLVED by the Board of County Commissioners of Polk County, Florida that the Westside DRI Development Order for the Property described in ***Exhibit 1***, attached hereto and by this reference made a part hereof, is approved pursuant to Section 380.06, Florida Statutes, subject to the following terms and conditions:

III. CONDITIONS

1. The Westside DRI project shall be developed in accordance with the information, data, plans and commitments contained in the Westside DRI ADA and supplemental information incorporated herein by reference, unless otherwise provided by the

conditions of this Development Order. The Development Order shall prevail over any conflicting information, data, plan, or commitments. For the purposes of this condition, the ADA shall consist of the following items:

a. ADA dated July 19, 2001.
b. Response to Request for Additional Information dated November 21, 2001.
c. Final Responses to Agency Comments dated March 18, 2002.

2. Those portions of the Westside DRI which lie within Polk County shall be developed consistent with the Polk County Comprehensive Plan and the Land Development Code, as amended from time to time.

3. The DRI Development Order shall govern the development of lands totaling approximately 96.1 acres being located in Polk County, as described in ***Exhibit 1*** of this Development Order and as summarized on the Master Plan, attached as ***Exhibit 2*** of the Development Order. ***Exhibit 3*** provides densities and intensities for each parcel within the Westside DRI. Any change within Osceola County that includes changes to Exhibit 3 shall not require a change to this Development Order. The applicant shall provide an updated ***Exhibit 3*** with the Annual Report if any changes in Osceola County are approved. Development is to consist of 498 multi-family units for short term rentals. Development within Osceola County contains 815.7 acres including 2,454 single family and 675 multi-family residential units, 562,000 square feet of retail, 400 hotel rooms, and 80,000 square feet of office space.

Archeological Resources

4. Project construction personnel shall be notified, through posted advisories or other methods, of the potential for artifact discoveries on the site and to report suspected findings to the project manager. In the event of discovery of artifacts of historic or archaeological significance during project construction, the Developer shall stop construction at the site of discovery and notify Osceola County, Polk County and the Division of Historic Resources (DHR) of the Florida Department of State. From the date of notification, construction shall be suspended within a 100-foot radius of the site of discovery for a period of up to 120 days to allow evaluation of the site. The Developer shall provide proper protection of the discovery, to the satisfaction of the DHR.

Natural Systems

5. To minimize dependence on grounds irrigation and promote retention of wildlife habitat, native vegetation shall be utilized to the maximum extent practicable in site development.

6. Designated preserves, conservation buffers and the edges of retained wetlands shall be inspected at least annually for the establishment of any Category 1 Invasive Plant Species, as defined by the Florida Exotic Pest Plant Council (FLEPPC). Should any

such plants be observed in excess of the extent of invasive plants which exist at the time of adoption of this Development Order during the scheduled annual review or during any unscheduled review, then they shall be systematically removed and destroyed within 30 days to prevent further propagation.

7. Except as otherwise allowable by this Development Order or by permits obtained by the Developer from the Florida Fish and Wildlife Conservation Commission or the US Fish and Wildlife Service, site development related activities shall not result in the harming, pursuit or harassment of plant or animal species classified as Endangered, Threatened or a Species of Special Concern by either the state or Federal government in contravention of applicable state or federal laws. Should such species be at any time determined to be residing on, or be otherwise significantly dependent upon the project site, the Developer shall immediately notify Osceola County and Polk County, the Florida Fish and Wildlife Conservation Commission, and the United States Fish and Wildlife Service and, to the extent required by laws and regulations, the Developer shall cease all activities which might negatively affect that individual or population. The Developer shall provide proper protection, to the satisfaction of all agencies with jurisdiction. "Harming" and "harassment" as used in this recommendation shall be defined in the same manner as "harm" and "harass" respectively are defined in 50 CFR Section 17.3

Wildlife Corridors

8. A 100' wildlife corridor is required by Osceola County between the Warea Archipelago Preserve and Davenport Creek Swamp and from the Warea Archipelago Preserve across Parcel H, as shown on ***Exhibit 2*** that connect to corridors in Polk County. Any changes to this corridor connection shall be coordinated with Polk County prior to any changes within Osceola County.

Wetlands

9. All wetlands shall be regulated according to all state, regional, and local regulations.

Wildlife Surveys and Mitigation

10. The Developer is required by Osceola County to update the Habitat Management Plan (HMP) submitted in support of the ADA for those portions of the DRI in Osceola County. A copy of the HMP shall be provided to Polk County and the CFRPC for information purposes.

Water Management

11. The Developer shall provide information on Xeriscape™ and/or native vegetation and/or drought-tolerant vegetation (e.g. SFWMD Xeriscape Plant Guide, water conservation guides & the Institute of Food and Agricultural Service's (IFAS) Xeriscape™ plant guides and the IFAS Cooperative Extension Service's "Florida

Yards and Neighborhoods" materials) to all new and existing permanent residents (This can be partially met by placing said literature in a prominent display in the sales office for the development).

12. The Developer shall connect to reuse water to the greatest extent practicable consistent with the Polk County Comprehensive Plan and the Land Development Code.

Transportation

13. For purposes of the transportation conditions, the Westside DRI shall be divided into the following traffic phases based on reaching any of the following: the year, the daily trip level, the external daily trip level, the peak hour trip level or the external peak hour trip level, as follows:

Table 13-1

Phase and Year	Daily Trips	Daily Trips Cumulative	Daily External *	Daily External Cumulative*	Peak Hour Trips	Peak Hour Trips Cumulative	External Peak Hour Trips*	External Peak Hour Trips Cumulative*
1 2002-2006	22,163	22,163	21,075	21,075	2,119	2,119	2,015	2,015
2A 2007-2012	17,262	39,425	14,368	35,443	1,663	3,782	1,385	3,400
2B 2007-2012	17,263	56,688	14,370	49,818	1,664	5,446	1,386	4,786

* Includes passer-by and transit trip ends but not internally captured trip ends.

14. Monitoring and Modeling Methodology - Prior to the initiation of each phase after Phase I, as identified in the preceding paragraph, the developer shall conduct a monitoring/modeling program. This program shall ascertain the Level of Service (LOS) on facilities where the Westside DRI is estimated to contribute an amount of traffic greater than or equal to 5 percent of the adopted LOS service volume. The East Central Florida Regional Planning Council (ECFRPC), Osceola County, Orange County, Polk County, Lake County, the Florida Department of Transportation, the Central Florida Regional Planning Council (CFRPC), the Florida Department of Community Affairs and the Developer shall agree upon the methodology of the monitoring/modeling program. The scope of each monitoring and modeling effort shall be similar to that required for an Application for Development Approval and shall be consistent with the requirements of the Osceola County Concurrency Management System, and Polk County Concurrency Management System as it relates to facilities within the respective county of jurisdiction. All studies and monitoring/modeling programs shall be consistent with the ECFRPC's and the CFRPC's methodology. In the event that all parties cannot come to agreement on the methodology, the ECFRPC, CFRPC, FDOT, Osceola County and Polk County shall be the final arbiters. Osceola or Polk County's decision shall be final as it relates to their respective county facilities, the FDOT's decision shall be final on state facilities and the ECFRPC's and the Central Florida Regional Planning Council decisions shall be final as it relates to all other facilities within their perspective regions..

15. The following roadways are those within the study area that were analyzed for full build out of the Westside DRI. The facilities to be monitored/modeled for the next phase may include, but shall not be limited to, those segments of the regional roadways within this list and one segment beyond where the Westside DRI is estimated to contribute a cumulative amount of traffic greater than or equal to five percent of the adopted LOS service volume. The analyzed facilities will include signalized intersections and link analyses of collector and higher classified roadways and interchange ramps.

Polk County, CFRPC, Osceola County, ECFRPC, Orange County, Lake County, FDOT and FDCA shall have the right to make reasonable requests for additional information from the Developer to verify adherence to these provisions. The developer shall supply adequate information toward compliance with these requirements. Florence Villa Grove Road shall be monitored each year and submitted with the Annual Report according to the Annual Reporting requirements listed in this Development Order.

Candidate Roadways for Monitoring/Modeling Study in Polk County's Jurisdiction

Florence Villa Grove Road
- US 27 to Parcel G Entrance
- Parcel G Entrance to the Polk/Osceola County Line

US 27
- US 192 to Florence Villa Grove Road
- Florence Villa Grove Road to CR 54

Sand Mine Road
- US 27 to the Polk/Osceola County Line

US 27/US 192 Interchange
- All Ramps

Candidate Roadways for Monitoring/Modeling Study in Other Jurisdictions

CR 545/Armadillo Road
- Hartzog Road North to Hartzog Road South
- Hartzog Road South to US 192
- US 192 to Parcel A and B Entrance
- Parcel A and B Entrance to Parcel C Entrance
- Parcel C Entrance to Funie Steed Road
- Funie Steed Road to Florence Villa Grove Road
- Florence Villa Grove Road to CR 54

CR 545 South
- US 192 to CR 532

Florence Villa Grove Road
- Polk/Osceola County Line to Armadillo Blvd.

Formosa Gardens Blvd
- US 192 to Funie Steed Road

Funie Steed Road

Armadillo Blvd to Lindfields Blvd.
Lindfields Blvd. to Formosa Gardens Blvd.
Formosa Gardens Blvd. to Entry Pont Blvd.
Entry Point Blvd. to CR 545 south

Lindfield Blvd.

US 192 to Funie Steed Rd.

US 27

Hartwood Marsh Road to CR 474
CR 474 to US 192

US 192

US 27 to Lake/Orange County Line
Lake/Orange County Line to CR 545/Armadillo Blvd.
CR 545/Armadillo Blvd. to Captain Kidd Rd.
Captain Kidd Rd. to Orange Lake Blvd.
Orange Lake Blvd. to SR 429 (Greeneway)
SR 429 to Black Lake Road
Black Lake Road to Formosa Gardens Blvd.
Formosa Gardens Blvd. to CR 545 south
CR 545 south to Griffin Road
Griffin Road to World Drive
World Drive to Interstate 4

Goodman Road

Armadillo Road to Happy Trails
Happy Trails to CR 532 connection
CR 532 connection to CR 532

Sand Mine Road

Armadillo Road to Polk/Osceola County Line

US 27/US 192 Interchange

All Ramps

16. Monitoring and Modeling Results/Mitigation

A. The Westside DRI shall not contribute five percent or more of the adopted LOS service volume of the roadway or intersection as determined by the monitoring program required in the preceding condition when service levels are below the minimum service level adopted in the applicable local government's jurisdiction during the peak hour, unless mitigation measures and/or improvements are secured and committed for completion of construction during the phase in which the impacts occur. The following schedule of improvements, listed in Table 19-1 below, shall be tied to the development level that the improvement is needed within each phase. The Development Order shall be amended to incorporate these needs and the commensurate trip level by which the improvement is needed to support project development.

B. For the purposes of this development order, adequate "secured and committed" mitigation measures shall include one of the following:

(i) A roadway improvement scheduled for construction within the first three (3) years of the appropriate local government's adopted comprehensive plan capital improvement element (or as otherwise provided in the applicable jurisdiction's capital improvement element); A roadway improvement scheduled for construction within the first three (3) years of the Florida Department of Transportation's five-year Work Program.

(ii) A binding financially secured and irrevocable commitment by the Developer or other appropriate persons or entities for the design, engineering, land acquisition and actual construction of the necessary improvements (with the posting of a cash bond, surety bond, irrevocable letter of credit, escrow account or other security in a form acceptable to the agency of jurisdiction) within the next three years and incorporated by reference into the development order.

(iii) Any other mitigation option specifically provided for in this development order.

(iv) Any other mitigation option permitted by law, including a local government development agreement consistent with, Florida Statutes and Polk County's Comprehensive Plan and Land Development Code which ameliorates the projected impact and is incorporated into the development order by amendment.

These mitigation measures shall occur by the required threshold in order for the project to proceed through the balance of the applicable phase. If the Developer can demonstrate that a portion of a phase or subphase does not adversely affect the Regional Roadway network as determined by the monitoring and modeling tests discussed above, then the Developer may proceed with that portion of the phase (and only that portion).

17. In the event that a roadway widening is identified which is not compatible with adopted policy of the FDOT (e.g. 8 or 10 laning of a state roadway) or local government (e.g. constrained), the Developer, Polk County, CFRPC, Osceola County, the ECFRPC, and the party having either maintenance or jurisdictional responsibility for the facility shall jointly determine alternate mitigation solutions to provide for the movement of people.

18. Toward the achievement of the objectives in the two preceding conditions and as stated in the Development Order approved in Osceola County, an agreement(s) among Osceola County, Polk County, the Florida Department of Transportation and the developer shall be entered into within twelve months of the issuance of a development order for this project by Osceola County. Said agreement(s) shall address and clarify such issues related to equity in the application of collected fees for transportation improvements. Application of fees shall be on a fair-share basis with respect to the improvements to be provided and not solely on the basis of impact fees. However, such

an agreement would not alter or waive the provisions and requirements of the other conditions of the Development Order as a mitigative measure for the transportation impacts of the Westside DRI. In the event that one of the designated parties to the agreement (other than the Developer) fails to execute said interlocal agreement(s) within the specified time, then the developer may proceed with the project based upon the monitoring/modeling schedule and all other recommendations specified herein as it affects the non-participating party. Separate agreements may be entered into with one or more parties and the Developer.

19. The following state and regionally significant roadway segments are projected to be both significantly impacted by traffic from the Westside DRI development and to operate below the adopted level of service standard during either Phase 1 or 2. Mitigation shall be in place prior to Westside exceeding the trip levels noted below unless the final results of the monitoring and modeling study proves otherwise. This list shall be amended based upon the results of each monitoring and modeling study as necessary.

Table 19-1

	Roadway Section Improvement	County of Jurisdiction	Improvement	Timing of Improvement
Phase 2A	Sand Mine Road from US 27 to Armadillo Blvd.	Osceola/ Polk	New 2 lane section	Prior to Phase 2A (Total 21,075 external ADT Cumulative)
Phase 2B	Florence Villa Grove Road connection between US 27 and Armadillo Blvd.	Osceola/ Polk	2 lane	Prior to a total of 35,443 external cumulative external ADT
	US 27/US 192 Interchange ramp	Polk	Widen northbound to eastbound ramp to 2 lanes	Prior to a total of 42,946 external cumulative external ADT

It is expected that, by buildout, both Florence Villa Grove Road and Sand Mine Road will be in place between US 27 and Armadillo Boulevard. At this time, the timing above is the recommended sequence for construction, however this may change based on future traffic studies and how development patterns occur adjacent to these roadways. The applicant shall be permitted to connect Florence Villa Grove Road to Osceola County and to Armadillo Boulevard after Armadillo Boulevard is connected and constructed to US 192. In addition, the applicant shall connect Armadillo Boulevard to Sand Mine Road if the County has included the segment of Sand Mine Road between US 27 and the Polk/Osceola County Line in Polk County's Five Year Capital Improvements Plan (CIP). If acquisition of off-site right-of-way within Osceola County is prohibitive, then the applicant shall propose an alternate transportation solution based on monitoring and modeling studies that is acceptable to both Polk and Osceola Counties.

20. If the monitoring/modeling results which are required above indicate that improvements must be made to state roads, and if mitigation is not provided as set forth in these conditions or as otherwise required pursuant to 9J-2.045(7), then prior to any construction of future phases and subject to the provisions of Section 380,06(15)(e),

Florida Statutes, the developer, Osceola County and FDOT shall enter into an agreement which ensures the following:

(a) A proportionate share payment is made by the developer to the appropriate entity/(ies) to mitigate project impacts;

(b) Said proportionate share payment shall be used by the appropriate entity only for the design, engineering, right-of-way purchase, permitting and/or construction of improvement to the segments/intersections for which the payment is made; and

(c) Said proportionate share payment by the developer constitutes adequate provision for the public facilities needed with respect to the road segments to accommodate the impacts of the project through the phase for which the fair share was calculated, as required by Section 380.15(e)(2), Florida Statutes. All such proportionate fair share agreements shall be included in this development order by amendment pursuant to Section 380.06(19), F.S. The formula to be used to determine proportionate share contribution is as follows:

$$\frac{\textbf{(DRI Trips)}}{\textbf{(SV Increase)}} * \textbf{Cost} = \textbf{Proportionate Share}$$

For this formula, DRI Trips is the cumulative number of trips from the development expected to reach the roadway during the peak hour from the phase under development. SV Increase is the change in peak hour maximum service volume of the roadway resulting from construction of the improvement necessary to maintain the desired level of service; and Cost of Improvement is the cost (at the time of Developer payment) of constructing an improvement necessary to maintain the desired level of service, including all improvement associated costs (engineering design, right-of-way acquisition, planning, engineering, inspection, and other associated physical development costs directly required and associated with the construction of the improvement) as determined by the governmental agency having maintenance obligations over the roadway.

Notwithstanding any provision contained herein to the contrary, except as specifically agreed in writing, Osceola County and Polk County shall have no financial responsibility to contribute to or participate in the funding of the design, engineering, permitting, and/or construction of improvements to state roads. The monitoring and modeling required prior to Phase 2A and 2B shall be used to verify impacts from previous phases and to more accurately estimate

probable impacts from later phases. If necessary, the proportionate share amount will be adjusted to reflect actual impacts from a phase and the more accurate information, which will result from the estimates for later phases. If it is verified that the roadway improvements mentioned above are still needed, then the project shall not proceed into later phases until the proportionate share payment is made or said improvements are scheduled for construction in the applicable entities' work program within the first three years from the date when impacts are estimated to be significant and adverse.

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

22. The developer shall facilitate the inclusion of any public transportation systems, when available, with the potential to serve project users within Bahama Bay. This shall include incorporating bicycle and pedestrian facilities into the overall system required by Osceola County. Any on-site bicycle systems, within Bahama Bay, shall be designed and constructed to provide for adjacent expansion with a smooth transition to off-site bicycle systems. Improvements to Sand Mine Road, and Florence Villa Grove Road shall incorporate bicycle and pedestrian facilities conforming to the latest state criteria.

23. In order to minimize impacts to the roadway network, parcels within the Westside DRI property shall, subject to environmental constraints, be interconnected to the maximum extent feasible as determined by the Counties. The Developer shall cooperate with any county initiated efforts to continue roadways from or through the site with other roadway facilities that are hereafter endorsed by Polk County and/or Osceola County and which do not materially and adversely impact the project. If a facility is identified that should be continued into Polk County or if a Polk County roadway facility should be continued into this project, the developer shall cooperate with the counties toward a mutually agreeable routing.

24. The applicant shall ensure the ability of residents from Bahama Bay to have access to any park and ride lots provided within the Westside DRI.

Schools

25. If at any time, the development within Bahama Bay is provided for full time residents, an analysis of the impact on the Polk County school system shall be provided to Polk County within 60 days. If capacity is not available for potential school children from Bahama Bay, the applicant shall work with the Polk County School Board for corrective action to accommodate the children. An approval letter from the Polk County School Board on the corrective action shall be required prior to 50% of Bahama Bay being transferred into full time residents.

Housing

26. Prior to issuance of building permits for Phase 2 of the project, the Applicant, using the then current ECFRPC methodology – or if none exists, another methodology approved by the DCA, Polk County, ECFRPC, and Osceola County – shall provide the DCA, Polk County, ECFRPC, and Osceola County with a study determining:

    a. Actual housing demand created by Phase 1;
    b. Projected housing demand created by Phase 2 for very-low and low income households; and
    c. Supply of housing within or reasonably accessible to the project for very low and low-income households.

If the resulting cumulative projected demand for adequate housing in Phase 2 (and the actual demand in Phase 1) exceeds the available supply, and the impact is deemed significant, then the Applicant shall implement a mitigation program developed in coordination with the DCA, ECFRPC and the appropriate County. Any necessary mitigation measures shall be adopted by a development order amendment prior to issuance of building permits for Phase 2.

Period of Effectiveness

This Development Order and any subsequent amendments shall be effective (the "Effective Date") on the later of: (1) forty-five (45) days after the date it is rendered by the Polk County to the Developer, the owner of the Property, the DCA and the CFRPC, or (ii) the resolution of any appeal of the Development Order by final judicial action or confirmation of withdrawal of the appeal by the Florida Land and Water Adjudicatory Commission. The date of transmission is also "rendition" under Rule 9J-28.025(5), FAC. Under Section 380.07, Florida Statutes, an appeal may be taken within forty-five (45) days after rendition. Any construction activity undertaken by the Developer prior to the expiration of the forty-five (45) day statutory period shall be at the Developer's risk.

The continued right to develop (subject to the terms, general provisions and conditions of the Development Order) shall terminate five (5) years from the Effective Date of this Order. The above time limitations may be extended upon Polk County finding of excusable delay approved by the Polk County Board of County Commissioners, and no adverse impacts resulting from the

delay in any proposed development activity, consistent with the substantial deviation provision of subsection 380.06(19) (C) Florida Statutes. The termination date of development rights granted by this Development Order shall not affect the continuing obligations of the Developer nor the enforcement authority of Polk County, and the Developer shall continue to be bound by the terms, general provisions and conditions of the Development Order.

Annual Report Requirements

The developer shall conduct an annual report for the life of the development order to be submitted by September 30 of every year. In the event portions of the property are sold to one or more other parties for development purposes, then the developer shall retain the responsibility for seeing that the annual report is duly submitted and address the development on the entire property. The developer shall include in all land contracts executed after the date of this development order, language requiring buyers and their successors to provide the developer all necessary information to complete this annual report requirement. The report shall be distributed to Osceola County, Polk County, the ECFRPC, the CFRPC, FDCA, FDOT, FFWCC and all affected permit agencies. The report shall include any information specifically required to be included by the conditions of the development order as well as the information required by DCA rules and shall be presented in a format as depicted in the Development Summary Table provided by the ECFRPC. The report to Polk County shall also include a statement that all persons/agencies listed above have been sent copies of the annual report. The report shall include the information enumerated below and in the format specified in Form #RPM-BSP-Annual Report-1 of the Florida Department of Community Affairs. The report to Polk County shall include a statement that all persons/agencies listed above have been sent copies of the Annual Report. In accordance with Chapter 380.06 (18), Florida Statutes, failure to timely file an Annual Report may result in the temporary suspension of this Development Order. The report shall address the following:

a. Number of school age children within Bahama Bay;
b. Provide current development construction activities within the last reporting year, such as number of square feet constructed, number of lots platted, number of homes constructed;
c. Provide cummulitive development construction activities since approval of this DO, such as number of square feet constructed, number of lots platted, number of homes constructed
d. Provide PM Peak period traffic counts for Florence Villa Grove Road between the western property line of Bahama Bay and the entrance into Bahama Bay and an updated assessment of the counts on the existing level of service (LOS) on Florence Villa Grove Road at the time the counts are taken.
e. Annual traffic counts shall occur during the project's peak which is anticipated to be in July and August. The peak time for counts may change at the request of and/or approval by Polk County.
f. If the annual count data shows that an improvement is warranted on Florence Villa Grove Road to maintain acceptable levels of service where the project trips from the Westside DRI are significant and adverse, the applicant shall have one year from the

acceptance of the Annual Report by the Polk County Board of County Commissioners to ensure the improvement is constructed or addressed consistent with the conditions in this Development Order. The needed improvement shall be approved by the Polk County TPO, CFRPC, and FDOT. The applicant shall notify Osceola County and the ECFRPC of any need for an improvement and provide for their review and comment.

Restrictions on Down Zoning

This Development of Regional Impact will not be subject to down zoning, unit density reduction or intensity reduction for the duration of the effectiveness of this Development Order, unless it is demonstrated that substantial changes in the conditions underlying the approval of this Development Order have occurred, or that this Development Order was based on substantially inaccurate information provided by the Developer, or that the change is clearly established by Polk County to be essential to the public health, safety or welfare.

Local Monitoring

The Polk County Director of Community Services, or his designee, shall be the local government official responsible for assuring compliance with this Development Order for the portion in Polk County.

Modifications to the Amended and Restated Development Order

The Developer shall submit, simultaneously, to Polk County, Osceola County, the East Central Florida Regional Planning Council, Central Florida Regional Planning Council, and the Department of Community Affairs any requests for approval of a proposed change to this Development Order for the Subject Property.

This submission shall be in a format established by the DCA and shall include as a minimum the precise language which is proposed for deletion or addition to the Development Order and a statement summarizing all previous changes that have been made to the Development Order.

Certification

Certified copies of this Development Order shall be transmitted by certified mail to the Florida Department of Community Affairs, the East Central Florida Regional Planning Council, Central Florida Regional Planning Council, Polk County, and Osceola County, and all other parties required by law. A signed copy of the Development Order approved by Osceola County shall be provided to Polk County by the Applicant.

Recording

Notice of the adoption of this Development Order or any subsequent modification of this Development Order shall be recorded by the Developer in accordance with Section 28.222, Florida Statutes with the Clerk of the Circuit Court for Polk County, Florida, at the Developer's expense, immediately after the effective date of this Development Order or any subsequent modifications of this Development Order in compliance with Section 380.06 (15) (f), Florida Statutes. The recording of this notice shall not constitute a lien, cloud or encumbrance on the Project, or actual or constructive notice of any such lien, cloud or encumbrance.

DULY PASSED AND ADOPTED BY THE BOARD OF COUNTY COMMISSIONERS OF POLK COUNTY, FLORIDA, THIS 2nd DAY OF OCTOBER, 2002.

BOARD OF COUNTYCOMMISSIONERS OF
POLK COUNTY, FLORIDA

Jack R. Myers

By: Jack R. Myers, Chairman

ATTEST: Richard M. Weiss

Frida L. Wade

By: Deputy Clerk

BOCC 10/2/02

P:\DRI\2002\DevOrders\CleanversionofDOWestside2.wpd

xhibit 1

MAESBURY HOMES
POLK COUNTY PROPERTY

DESCRIPTION:
(BAHAMA BAY PARCEL)

PARCEL 1

LOTS 17 THROUGH 27, INCLUSIVE OF UNRECORDED SURVEY, COLLECTIVELY DESCRIBED AS FOLLOWS:

COMMENCE AT A POINT 780 FEET EAST OF THE NORHTWEST CORNER OF THE NORTHEAST 1/4 OF SECTION 12, TOWNSHIP 25 SOUTH, RANGE 26 EAST, POLK COUNTY, FLORIDA; THENCE S 26°16' W, 661.80 FEET; THENCE S 21°52' E, 940 FEET; THENCE S 39°55' E, 586 FEET TO THE POINT OF BEGINNING; THENCE CONTINUE S 39°55' E, 163.65 FEET TO A POINT ON THE WEST BOUNDARY OF THE SOUTHEAST 1/4 OF THE NORTHEAST 1/4 OF SAID SECTION 12, SAID POINT LYING 635 FEET NORTH OF THE SOUTHWEST CORNER THEREOF; THENCE S 87°20' E, 1064.2 FEET; THENCE N 59°37' E, 304.7 FEET TO THE EAST BOUNDARY OF SAID SECTION 12; THENCE NORTHERLY ALONG SAID EAST BOUNDARY TO THE NORTHEAST CORNER OF SAID SECTION 12; THENCE SOUTHWESTERLY TO THE POINT OF BEGINNING. SUBJECT TO AN EASEMENT ON THE SOUTHERLY SIDE FOR INGRESS AND EGRESS FOR THE BENEFIT OF OWNERS OF PROPERTY LOCATED IN SAID SECTION 12 FRONTING ON OLD LAKE DAVEPORT.

PARCEL 2

BEGIN AT THE SOUTHEAST CORNER OF THE SOUTHEAST 1/4 OF THE NORTHEAST 1/4 OF SECTION 12, TOWNSHIP 25 SOUTH, RANGE 26 SOUTH, POLK COUNTY, FLORIDA; THENCE NORTH ALONG THE EAST BOUNDARY OF SAID SECTION 12, 746.5 FEET; THENCE AT AN ANGLE OF 120°51' TO THE LEFT, 304.7 FEET; THENCE AT AN ANGLE OF 33°03' TO THE RIGHT, 1064.2 FEET TO A POINT ON THE WEST LINE OF SAID SOUTHEAST 1/4 OF THE NORTHEAST 1/4; THENCE SOUTH ALONG SAID WEST BOUNDARY, 635 FEET TO THE SOUTHWEST CORNER OF SAID SOUTHEAST 1/4 OF THE NORTHEAST 1/4; THENCE EAST TO THE POINT OF BEGINNING.

PARCEL 3

THE NORTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SECTION 12, TOWNSHIP 25 SOUTH, RANGE 26 EAST, POLK COUNTY, FLORIDA. SUBJECT TO AN EASEMENT OF 15 FEET ON THE SOUTH SIDE OF SAID PARCEL FOR THE BENEFIT OF PROPERTY OWNERS IN SECTION 11, 12, AND 13 OF SAID TOWNSHIP AND RANGE.

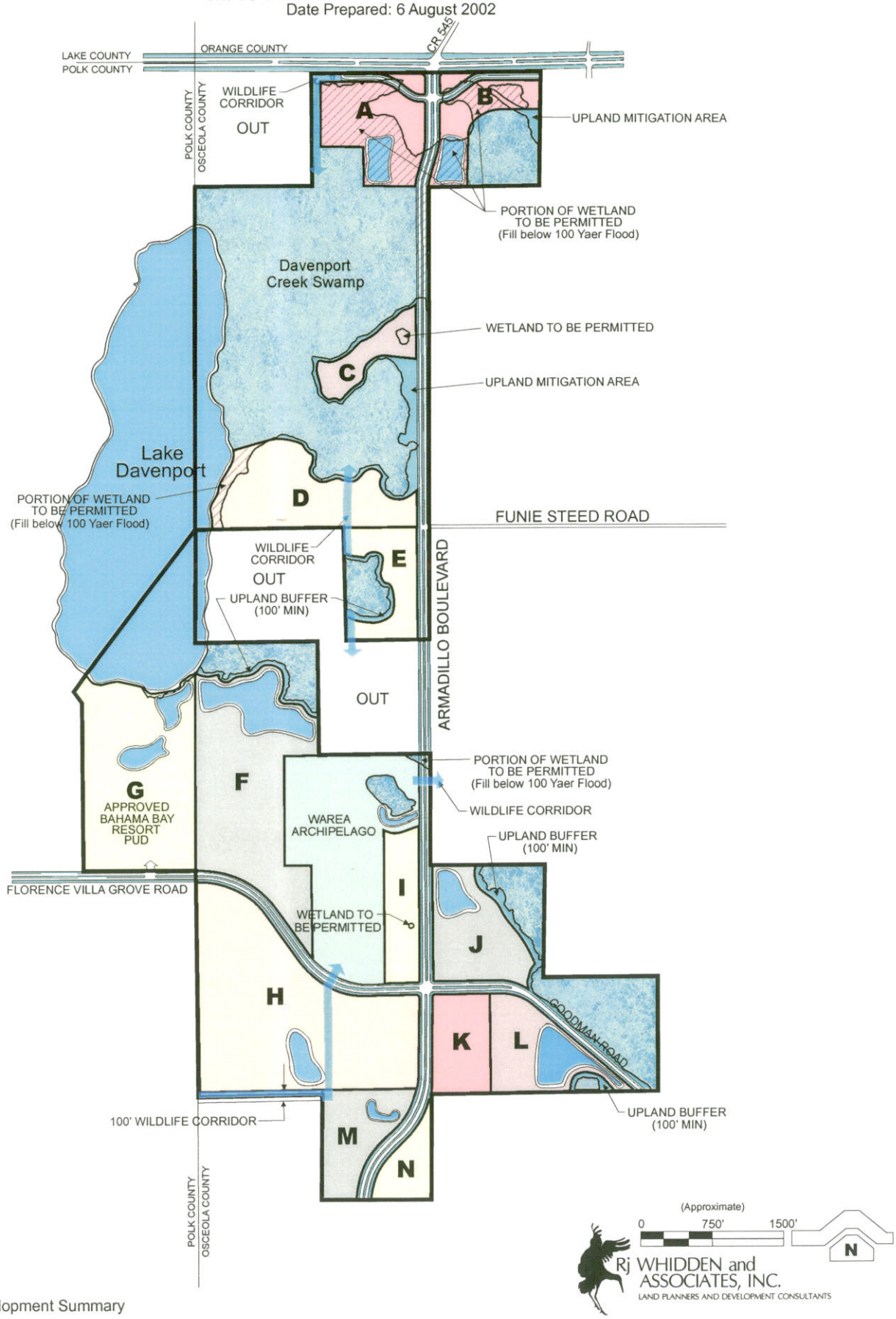
Exhibit 2

WESTSIDE DRI

SECTIONS 6, 7 & 18, TOWNSHIP 25 SOUTH, RANGE 27 EAST
OSCEOLA COUNTY, FLORIDA
SECTION 12, TOWNSHIP 25 SOUTH, RANGE 26 EAST
POLK COUNTY, FLORIDA

MAP H
MASTER DEVELOPMENT PLAN

Date Prepared: 6 August 2002



NOTE:
See Exhibit 3 for Development Summary

Exhibit 3
Westside DRI
~~Key/Matrix~~ Development Summary

Jurisdiction	Land Use	Parcel	Acreage	Units	Density	FAR	FAC 28-24
Osceola County FLUM	Retail/Service	A	31.1	271,000 sf	8.713 sf/ac	0.20	031
	Retail/Service	B	18.0	171,000 sf	9,5000 sf/ac	0.22	031
Osceola County WAP	60/40 retail/service	K	10.9	120,000 sf	11,009 sf/ac	0.25	031
	And office mix	K	7.3	80,000 sf	10,959 sf/ac	0.25	020
Osceola County FLUM	Hotel	A	4.5	200 rms	45 rms/ac	-	026
	Hotel	B	4.5	200 rms	45 rms/ac	-	026
	Resort Residential	C	12.4	223 dus	18 dus/ac	-	023
	Resort Residential	D	43.2	777 dus	18 dus/ac	-	023
Osceola County WAP	Residential	E	13.8	69 dus	5 dus/ac	-	023
Polk County SAP	Residential	G	63.1	498 dus	7.9 dus/ac	-	023
Osceola County WAP	Residential	F *	62.3	436 dus	7 dus/ac	-	023
	Residential	H *	100.0	685 dus	6.9 dus/ac	-	023
	Residential	I *	12.9	90 dus	7 dus/ac	-	023
	Residential	M	21.2	106 dus	5 dus/ac	-	023
	Residential	N	13.6	68 dus	5 dus/ac	-	023
	Residential	K	10.0	180 dus	18 dus/ac	-	023
	Residential	J	26.3	263 dus	10 dus/ac	-	023
	Residential	L	23.2	232 dus	10 dus/ac	-	023
	Preservation-Warea	-	71.6	-	-	-	023

* 7 dus/acre for Parcels F, H, and I as allowed for transfer of density from Warea site per WAP.

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. 02-65 adopting a Development Order to the Westside Development of Regional Impact. This Resolution was adopted by the said Board in regular session on October 2, 2002.

WITNESS my hand and official seal on this 3rd day of October 2002.

RICHARD M. WEISS
Clerk and Auditor

(SEAL)

BY: Freda L. Wade
Freda L. Wade
Deputy Clerk

Finance and Accounting to the
Board of County Commissioners

330 West Church Street
P.O. Box 988
Bartow, FL 33831-0988

Richard M. Weiss

Clerk of the Circuit Court and County Court

October 3, 2002

Mr. Brian Sodt
Central Florida Regional Planning Council
Post Office Box 2089
Bartow, Florida 33831

Dear Mr. Sodt:

Enclosed is a certified copy of Resolution No. 02-65 adopting the Development Order for the Westside Development of Regional Impact. This Resolution was adopted by the Polk County Board of County Commissioners, in regular session, on October 2, 2002.

Sincerely,

RICHARD M. WEISS
CLERK AND AUDITOR

Freda L. Wade

By: Freda L. Wade
Deputy Clerk

/Enclosed

cc: Chanda Bennett
Planning Department

The Mission of the Office of the Clerk of the Circuit Court is to function as a team dedicated to our customers by preparing and maintaining accurate records, furnishing assistance in an understanding and compassionate manner, and providing services with competence, professionalism, and courtesy in compliance with laws, rules, and regulations.

Equal Opportunity Employer

Finance and Accounting to the
Board of County Commissioners

330 West Church Street
P.O. Box 988
Bartow, FL 33831-0988

Richard M. Weiss

Clerk of the Circuit Court and County Court

October 3, 2002

Ms. Brenda Winningham
Department of Community Affairs
Division of Community Planning
2555 Shumard Oak Boulevard
Tallahassee, Florida 32399-2100

Dear Ms. Winningham:

Enclosed is a certified copy of Resolution No. 02-65 adopting a Development Order for the Westside Development of Regional Impact. This Resolution was adopted by the Polk County Board of County Commissioners, in regular session, on October 2, 2002.

Sincerely,

RICHARD M. WEISS
CLERK AND AUDITOR

Freda L. Wade

By: Freda L. Wade
Deputy Clerk

/Enclosed

cc: Chanda Bennett
Planning Department

The Mission of the Office of the Clerk of the Circuit Court is to function as a team dedicated to our customers by preparing and maintaining accurate records, furnishing assistance in an understanding and compassionate manner, and providing services with competence, professionalism, and courtesy in compliance with laws, rules, and regulations.

Equal Opportunity Employer

Finance and Accounting to the
Board of County Commissioners

330 West Church Street
P.O. Box 988
Bartow, FL 33831-0988

Richard M. Weiss

Clerk of the Circuit Court and County Court

October 4, 2002

Mr. John Adams
Rj Whidden and Associates
22 West Monument Avenue, Suite 4
Kissimmee, Florida 34741

Dear Mr. Adams:

I have enclosed a certified copy of Resolution No. 02-65 adopting a Development Order to the Westside Development of Regional Impact. This Resolution was adopted by the Polk County Board of County Commissioners, in regular session, on October 2, 2002.

Pursuant to Florida Statutes Chapter 380, Resolution No. 02-65 must be recorded into the official records with the Clerk of the Circuit Court and, as you are aware, this is the responsibility of the developer.

Sincerely,

RICHARD M. WEISS
CLERK AND AUDITOR

Freda L. Wade

By: Freda L. Wade
Deputy Clerk

/Enclosure

cc: Chanda Bennett
Planning Department

The Mission of the Office of the Clerk of the Circuit Court is to function as a team dedicated to our customers by preparing and maintaining accurate records, furnishing assistance in an understanding and compassionate manner, and providing services with competence, professionalism, and courtesy in compliance with laws, rules, and regulations.

Equal Opportunity Employer