

THIS INSTRUMENT WAS PREPARED BY
AND SHOULD BE RETURNED TO:

Donald J. Curotto, Esq.
Shutts & Bowen LLP
300 South Orange Avenue, Suite 1600
Orlando, FL 32801

**THIRD AMENDMENT TO THE FIRST AMENDED AND
RESTATED BONNET CREEK RESORT DEVELOPMENT ORDER**

WHEREAS, Bonnet Creek Resort is a mixed used project located in Orange County, Florida, containing approximately 482 acres, more particularly described on Exhibit "A" attached hereto and incorporated herein by reference (the "Project"); and

WHEREAS, the Project is an approved development of regional impact in accordance with Chapter 380.06, Florida Statutes, originally governed by that certain Bonnet Creek Resort Development Order approved on December 16, 1997, and recorded January 6, 1998, in Official Records Book 5392, Page 4324, as amended by that certain First Amendment to Bonnet Creek Resort Development Order approved on February 10, 1998, and recorded on February 20, 1998, in Official Records Book 5419, Page 1532, and as amended by that certain Second Amendment to Bonnet Creek Resort Development Order approved on January 30, 2001, and recorded on January 31, 2001, in Official Records Book 6183, Page 5483, ~~and amended~~ as superseded by that certain First Amended and Restated Bonnet Creek Resort Development Order approved on December 11, 2001, and recorded on December 19, 2001, in Official Records Book 6416, Page 6893, as amended by that certain First Amendment to the First Amended and Restated Bonnet Creek Resort Development Order approved on March 7, 2006, and recorded on March 9, 2006, in Official Records Book 8520, Page 2610, as corrected by that certain First Amendment to the First Amended and Restated Bonnet Creek Resort Development Order approved March 7, 2006, and recorded on June 22, 2006 in Official Records Book 8713, Page 142, as amended by that certain Corrected First Amendment to the First Amended and Restated Bonnet Creek Resort Development Order approved on August 29, 2006, and recorded on September 20, 2006, in Official Records Book 8873, Page

253, and as amended by that certain Second Amendment to the First Amended and Restated Bonnet Creek Resort Development Order approved April 11, 2017, and recorded on April 19, 2017, under Instrument No. 20170213556, all of the Public Records of Orange County, Florida [collectively, the “Development Order”]; and

~~WHEREAS, Bonnet Creek Venture, Ltd., a Florida limited partnership (hereinafter referred to as “Developer”), in _____, filed a Notification of Proposed Change to an Approved Development of Regional Impact with respect to the Project in accordance with Section 380.06(19), Florida Statutes, for the purpose of obtaining this Third Amendment to the First Amended and Restated Bonnet Creek Resort Development Order (the “Third Amendment”); and~~

WHEREAS, the Developer has requested approval of this Third Amendment to modify Lot 5 of the Project, which is currently entitled and approved for development of 446 timeshare units under the Development Order be amended to approve development of Lot 5 as follows:

- (i) 250 timeshare units;
- (ii) conversion of 196 existing timeshare units to 169 hotel rooms;
- (iii) add an additional 181 hotel rooms for a total of 350 hotel rooms;

WHEREAS, Orange County, Florida (the “County”) is the local government having jurisdiction over the Project; and

WHEREAS, this Third Amendment has been reviewed by the County and has been found to be consistent with the County Comprehensive Plan and Land Development Code and has been found not to constitute a substantial deviation from the Development Order; and

WHEREAS, the review of this Third Amendment has been performed by the East Central Florida Regional Planning Council; and

WHEREAS, this Third Amendment is consistent with the relevant Sections of Chapter 380, Florida Statutes, which have been complied with.

NOW THEREFORE, it is hereby ordered and resolved by the Orange County Commissioners that this Third Amendment is approved pursuant to Section 380.06, Florida Statutes, subject to the following terms and conditions, to which the Developer agrees:

1. The adjustment from 446 timeshare units to 250 timeshare units by converting 196 timeshare units to 169 hotel rooms, and the addition of 181 hotel rooms for a total of 350 hotel rooms on Lot 5 as approved in this Third Amendment is consistent with local land development regulations, the adopted County Comprehensive Plan, and the State Comprehensive Plan.

2. Exhibit “B” of the Development Order shall be deleted in its entirety and replaced with the Exhibit “B” attached hereto.

3. Section V.A.2. of the Development Order shall be deleted in its entirety and replaced with the following:

2. **Project Description.**

a. The proposed development consists of the following:

SUMMARY OF APPROVED/PROPOSED DEVELOPMENT PROGRAM

Bonnet Creek Resort

Land Use by Phase	Phase 1A December 30, 2006	Phase 1B December 30, 2011⁽¹⁾	Phase 2 June 13, 2028	Total
Hotels (rooms)	800 rooms	1,120 rooms	530 rooms + 350 rooms	2,800 rooms
Conference Center	100,000 sf	150,000 sf	50,000 sf	300,000 sf
Timeshare (units)	380 units	1,215 units	0 units less 196 units	1,595 units less 196 units = 1,399 units
Retail	1,000 sf GLA ⁽²⁾	-0-	-0-	1,000 sf GLA
Golf Course	18 Holes	-0-	-0-	18 Holes

Notes:

(1) Since roadway improvements for Phases 1A, 1B, and 2 have been completed, the entire development program for Phases 1A, 1B, and 2 may be constructed at any time between the effective date of this Development Order and **May 31, 2030**, subject to compliance with the transportation requirements provided herein.

(2) The retail use specified above is exclusive of customary ancillary retail and restaurant facilities associated with hotel and timeshare uses.

TOTAL PROGRAM	DEVELOPMENT	ACREAGE	PARKING
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LAND USE	PROGRAM	Approximate	SPACES
Hotel	2,450 + 350 = 2,800 rooms	105.3	4,837
Conference Center	300,000 sq. ft.		
Timeshare	1,595 units less 196 units = 1,399 units		
Retail	1,000 sf GLA	0.5	10
Golf Course	18 Holes	128.11	30
Canal Access	N/A	4.21	N/A
Stormwater/Lakes	N/A	58.43	N/A
Wetlands/Buffers	N/A	175.00	N/A
Primary Access	N/A	10.42	N/A
TOTAL	N/A	481.97	4,877

4. Except as modified hereby, all of the terms, conditions and obligations of the First Amended and Restated Bonnet Creek Resort Development Order and the First and Second Amendments to the First Amended and Restated Bonnet Creek Resort Development Order shall remain in full force and effect.

ORANGE COUNTY, a charter county and political subdivision of the State of Florida

By: Board of County Commissioners

By: _____

Name: Jerry Demmings

Title: Orange County Mayor

Date: _____

ATTEST: Phil Diamond, CPA, County Comptroller
as Clerk of the Board of County Commissioners

By: _____

Deputy Clerk

Exhibit A

DESCRIPTION:

A parcel of land lying in Sections 29, 30 and 32, Township 24 South, Range 28 East, Orange County, Florida, and being more particularly described as follows:

BEGIN at the Northwest corner of said Section 32; thence run S 89°50'32" E along the North line of the Northwest 1/4 of said Section 32 for a distance of 360.99 feet, to a point on the Westerly Right-of-Way line of World Union Industrial Boulevard as recorded in Official Records Book 3220, Page 1213 of the Public Records of Orange county, Florida; thence run along said Westerly Right-of-Way line the following courses: N 00°00'00" E, 162.88 feet to a point of curvature of a curve concave Southeasterly having a radius of 825.00 feet and a central angle of 45°40'47"; thence run Northeasterly along the arc of said curve, 657.74 feet to a point of reverse curvature of a curve concave Westerly having a radius of 675.00 feet and a central angle of 98°34'08"; thence run Northerly along the arc of said curve 1161.24 feet to a point of reverse curvature of a curve concave Northeasterly having a radius of 650.84 feet and a central angle of 22°53'21"; thence departing said Westerly Right-of-Way line run Northwesterly along the arc of said curve, 260.00 feet to the point of tangency; thence N 30°00'00" W, 408.17 feet; thence N 06°15'02" W, 54.63 feet; thence N 30°00'00" W, 180.00 feet; thence N 57°06'40" W, 87.56 feet to a point on the West line of said Section 29; thence continue N 57°06'40" W, 80.15 feet to a point on the Southerly Right-of-Way line of Buena Vista Drive as recorded in Official Records Book 3937, Page 1979 of the Public Records of Orange County, Florida, said point being a point on a non-tangent curve concave Southerly having a radius of 611.16 feet and a central angle of 19°01'18"; thence from a tangent bearing of N 70°58'42" E run Easterly along the arc of said curve and Right-of-Way line 202.90 feet to the point of tangency; thence run N 90°00'00" E along said Southerly Right-of-Way line, 67.60 feet; thence departing said Southerly Right-of-Way line run S 00°00'00" E, 86.60 feet; thence S 30°00'00" E, 281.51 feet to a point of the aforesaid Westerly Right-of-Way line of World Union Industrial Boulevard; thence leaving said Right-of-Way line continue

S 30°00'00" E, 326.45 feet to the point of curvature of a curve concave Northeasterly having a radius of 500.84 feet and a central angle of 22°53'21"; thence run Southeasterly along the arc of said curve for a distance of 200.07 feet to a point of reverse curvature of a curve concave Southwesterly having a radius of 825.00 feet and a central angle of 98°34'08"; thence run Southerly along the arc of said curve and the Easterly Right-of-Way line of said World Union Industrial Boulevard for a distance of 1419.29 feet to a point of reverse curvature of a curve concave Southeasterly having a radius of 675.00 feet and a central angle of 45°40'47"; thence run Southwesterly along the arc of said curve and said Right-of-Way line for a distance of 538.15 feet to the point of tangency; thence run S 00°00'00" W for a distance of 163.30 feet to a point on the aforesaid North line of the Northwest 1/4 of Section 32; thence run S 89°50'32" E along said North line for a distance of 2090.11 feet to a point on the West line of Reedy Creek Improvement District Canal C-1 (300' wide) as recorded in Official Records Book 1623, Page 476 of the Public Records of Orange County, Florida; thence run the following five courses along said West line: 1) S 40°49'03" E, 745.91 feet; 2) S 16°46'42" E, 1047.63 feet; 3) S 01°15'42" E, 1640.31 feet; 4) S 28°04'18" W, 2328.08 feet; 5) S 14°52'51" W, 115.53 feet to a point on the South line of the Southwest 1/4 of said Section 32; thence run S 89°41'39" W along said South line for a distance of 2289.98 feet to the Southwest corner of said Section 32; thence run N 00°27'09" E along the West line of said Southwest 1/4 for a distance of 2643.55 feet to the West 1/4 corner of said Section 32; thence run N 00°41'08" W along the West line of the Northwest 1/4 of said Section 32 for a distance of 2749.41 feet to the POINT OF BEGINNING

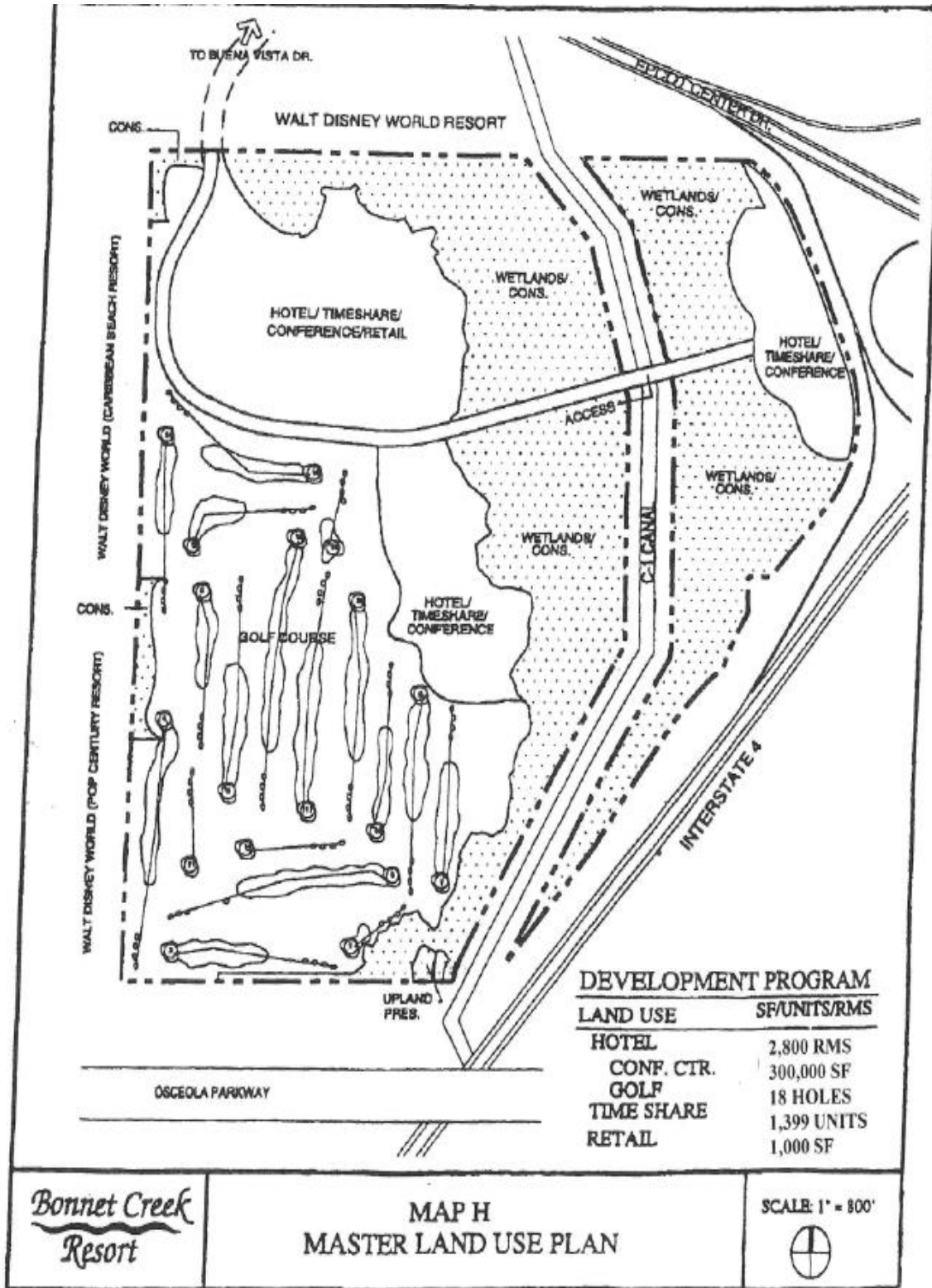
AND

Commence at the Northwest corner of said Section 32 and run S 89°50'32" E along the North line of the Northwest 1/4 of said Section 32 for a distance of 2663.50 feet to the North 1/4 corner of said Section 32; thence run S 89°51'00" E for a distance of 334.90 feet to a point on the East line of Reedy Creek Improvement District Canal C-1 as recorded in Official Records Book 1623, Page 476 of the Public Records of Orange County, Florida said point also being the POINT OF BEGINNING; thence continue S 89°51'00" E along said North line for a distance of 1164.99 feet to a point on the Westerly Right-of-Way line of SR 536 said point also being on a

non-tangent curve concave Southwesterly having a radius of 900.00 feet, a central angle of 31°07'32" and a chord bearing of S 44°07'51" E; thence run Southeasterly along the arc of said curve and said Right-of-Way line for a distance of 488.92 feet; thence run S 28°34'05" E for a distance of 511.67 feet; thence run S 24°34'05" E along said Right-of-Way for a distance of 559.99 feet to a point on a non-tangent curve concave Westerly having a radius of 875.38 feet, a central angle of 64°16'56" and a chord bearing of S 07°34'00" W; thence run Southwesterly along the arc of said curve for a distance of 982.13 feet to the point of tangency; thence run S 39°42'28" W for a distance of 685.14 feet to a point on the North line of the Southeast 1/4 of said Section 32; thence run N 89°46'19" W along said North line for a distance of 152.66 feet; thence run S 00°21'05" W for a distance of 214.89 feet to a point on a non-tangent curve concave Southeasterly having a radius of 1696.80 feet, a central angle of 13°53'57" and a chord bearing of S 24°18'13" W; thence run Southwesterly along the arc of said curve for a distance of 411.62 feet to a point on a non-tangent curve concave Southeasterly having a radius of 1653.55 feet, a central angle of 18°17'55" and a chord bearing of S 41°10'55" W; thence run Southwesterly along the arc of said curve for a distance of 528.10 feet to the point of tangency; thence run S 32°02'00" W for a distance of 919.09 feet; thence run S 38°30'09" W for a distance of 948.42 feet to a point on the aforesaid Easterly line of Canal C-1; thence run the following four courses along said line: 1) N 28°04'18" E, 2250.89 feet; 2) N 01°15'42" W, 1759.69 feet; 3) N 16°46'42" W, 1152.37 feet; 4) N 40°49'03" W, 549.28 feet to the POINT OF BEGINNING.

Containing 481.969 acres more or less and being subject to any rights-of-way, restrictions and easements of record.

EXHIBIT B



REV 5/24/24

Summary report:	
Litera® Change-Pro for Word 10.10.0.103 Document comparison done on 6/27/2024 10:55:46 AM	
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Intelligent Table Comparison: Active	
Original DMS: iw://SB-ORL-DMS-9/ORLDOCS/20826470/3	
Modified DMS: iw://SB-ORL-DMS-9/ORLDOCS/20826470/4	
Changes:	
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Delete	4
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<u>Move To</u>	0
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Table Delete	0
<u>Table moves to</u>	0
Table moves from	0
Embedded Graphics (Visio, ChemDraw, Images etc.)	0
Embedded Excel	0
Format changes	0
Total Changes:	7