

# Orange County



Planning Department  
Bruce W. McClendon, Manager  
201 South Rosalind Avenue, 2nd Floor  
Reply To: Post Office Box 1393  
Orlando, Florida 32802-1393  
Telephone (407) 836-5600

June 14, 1993

Quadrangle Development Company  
255 South Orange Avenue  
Suite #970  
Orlando, Florida 32801

CERTIFIED MAIL

SUBJECT: Concurrency Vested Rights Certificate #93-000077  
Quadrangle DRI

Dear Applicant:

This letter certifies that Quadrangle DRI is entitled to Concurrency Vested Rights Certificate based on Sec. 30-372(c) (Development of Regional Impact) of Article XI, Chapter 30, Orange County Code. This Concurrency Vested Rights Certificate shall expire upon the termination or expiration of the development order. A copy of this Concurrency Vested Rights Certificate must be submitted with each building permit application for the Quadrangle DRI as described in the Development Order approved by the Board of County Commissioners on March 12, 1991.

This Certificate entitles you to undertake or continue development of this project, without reserving capacity through Orange County's Concurrency Management System, and shall not act to create rights that otherwise do not exist. Upon the expiration of the Development Order or permit or approval that serves as the predicate for the right to develop, the rights granted shall likewise expire. Also, if any application for a permit or other approval is denied or if the application is granted but the permit or approval expires for lack of construction or otherwise, and if the submission of the application serves as the predicate for the rights granted, then the rights granted hereunder shall also expire.

Any such development shall continue to be subject in all respects to all laws, ordinances, rules and regulations, and shall continue to be subject to all terms, conditions, requirements and restrictions contained in any Development Order or permit or approval or Building Letter of Vested Rights pertaining to the particular development. Any substantial change or substantial deviation from the terms of the Development Order upon which this Certificate was predicated shall cause your project to be subject to the Comprehensive Policy and thereby potentially require compliance with the Concurrency Management System to the extent of any increase in development intensity.

Quadrangle Development Company.  
Concurrency Vested Rights  
Certificate #93-000077  
June 14, 1993  
Page 2

Please call Patricia Willson of my staff if you have any quest

Sincerely,

  
Bruce W. McClendon  
Planning Manager

BWM/PCW/lab

cc: John Warbington, Manager; Building Department  
Melvin Pittman, Manager; Zoning Department  
Tim Boldig, Zoning Coordinator; Zoning Department  
Patricia Willson, Planner; Planning Department

**Fax Cover Sheet**

To: Mike Hale

Fax: 386-761-0469

To: Paul Hoffman

Fax: 407-539-0328

From: Bob Bredahl

Date: April 19, 2006

Re: Concurrency Vested Rights Certificate The Quadrangle

# of Pages: 3

MESSAGE:

NOV 5 1984

2223158

ORANGE CO. FL Nov 8 12 33 PM '84

C. 3575 N. 285

THE QUADRANGLE DEVELOPMENT ORDER

WHEREAS, WESTINGHOUSE ELECTRIC CORPORATION, a Pennsylvania corporation, hereinafter referred to as "Developer", pursuant to Section 380.06, Florida Statutes, as amended, has filed an application for approval of a Development of Regional Impact called "The Quadrangle", on property located in Orange County, Florida, as described on Exhibit 1 attached hereto and by this reference incorporated herein (the Property"), and

WHEREAS, Developer owns the Property.

WHEREAS, Developer has authorized the execution of this document by the person signing it, as shown by Exhibit "2", attached.

WHEREAS, said application has been reviewed by and recommendations have been received from the East Central Florida Regional Planning Council and,

WHEREAS, public hearings as required by Section 380.06, Florida Statutes, have been duly held, and

WHEREAS, the State has not adopted a land development plan so that the requirement of Chapter 380.06 of consistency with the objectives of the adopted State land development plan is inapplicable to this development, and

WHEREAS, the proposed Development of Regional Impact is consistent with the East Central Florida Regional Planning Council Land Use Plan and the Orange County Growth Management Policy, and

WHEREAS, the Development of Regional Impact is consistent with the report and recommendations of the East Central Florida Regional Planning Council,

NOW, THEREFORE, it is hereby ORDERED AND RESOLVED by the Board of County Commissioners of Orange County,

Prepared By: Scott E. Wilt  
Assistant County Attorney  
Orange County Legal Department  
201 E. Pine Street, Suite 1210  
Orlando, Florida 32801

Florida that the Quadrangle Development of Regional Impact is approved pursuant to Chapter 380.06, Florida Statutes, as amended, subject to the following terms and conditions:

A. Terms and conditions as recommended by the Development Review Committee and the Orange County Planning and Zoning Commission:

1. Development in accordance with the Quadrangle Application for Development Approval dated February 14, 1984, the Quadrangle Concept Plan and Preliminary Land Use Plan dated May 1984, and all supplemental reports, and in accordance with all provisions of the Orange County Zoning Resolution, Subdivision Regulations and Growth Management Policy, unless otherwise waived.

The Future Land Use Policy Guide of the GMP shall be amended to reflect the land uses as herein approved.

2. Development in accordance with the following Transportation requirements:

a) The total imposition on the project for road system contributions (fees) will be allocated on a per unit fee basis as described below; which fees will be collected as Certificates of Occupancy are issued by Orange County for hotel, commercial or office structures.

SCHEDULE

Allocation is based on total trip end generation.

<u>LAND USE</u>	<u>COST ALLOCATION</u>	<u>TOTAL UNITS</u>	<u>TOTAL SHARE</u>
Office	\$650/1000sq.ft.	2,179,000 sq.ft.	1,416,350
Hotel	\$350/Room	192,000 sq.ft./ 300 rooms	105,000
Restaurant	\$2000/1000sq.ft.	19,500 sq.ft.	39,000
Commercial	\$1000/1000sq.ft.	96,500 sq.ft.	96,500

Total: \$1,656,850

The above fees are for the developers impact on the following roadway improvements: SR 434/University Boulevard intersections, Rouse Road/University Boulevard intersections, widening SR 434, University Boulevard, and Rouse Road. These fees may also be used for other improvements within the primary impact area as determined by the County Engineer, provided the above improvements have been completed or funded by other agencies.

b) The impact fees specified by the above schedule will be adjusted on three year intervals based upon the percentage increase of the Gross National Product Deflator Index using 1984 as the base year, or an equivalent index, as determined by the U.S. Department of Labor, if the Gross National Product Deflator Index is no longer published.

c) If and when the County shall adopt a Transportation Impact Fee Ordinance, the fees herein provided shall be adjusted so as to be consistent with those established by such an ordinance. All of the other provisions of the Agreement shall remain in force and effect; including the right-of-way donation credit, if that is a provision of the Impact Fee Ordinance.

d) At Development Plan approval stage, the developer shall provide for the dedication of access rights to Orange County from all lots adjacent to collector and arterial roads, except at approved access points which will be specifically located during Development Plan approval. The number and location of access points on external roads shall be substantially consistent with those shown on the Land Use Plan. When Parcel 17 is proposed for redevelopment, the existing access to Alafaya Trail

will be eliminated and access will be from the internal road system.

e) Intersection improvements, turn lanes and signalization (when Nationally recognized warrants are met), will be required at the project entrance roads. Signalization will be at developer's cost.

f) Major street right-of-way for Rouse Road, Alafaya Trail and University Boulevard, shall be dedicated to Orange County, including the right-of-way donation credit if that is a provision of the Impact Fee Ordinance, to meet the requirements of Article XXI, Zoning Resolution.

g) Within 600 feet of the intersection, 75 feet half right-of-way on both Alafaya Trail and University Boulevard will be dedicated to Orange County including the right-of-way donation credit if that is a provision of the Impact Fee Ordinance.

h) McCulloch Road may require additional right-of-way dedication and shall be brought up to Orange County paving standards the entire length of the property.

i) Stub streets to any abutting landlocked parcels may be required at the Development Plan stage for individual parcels, as required by Subdivision Regulations.

j) No access onto either University Boulevard or Alafaya Trail within 600 feet of the intersection.

k) No "traffic circle" roadway designs will be permitted for public streets. They may be permitted on private streets as determined by County Engineer.

l) If private roads are proposed, the agreement shall identify ownership, maintenance and liability of the roads.

m) The phasing plan should be consistent with Table 3 submitted in The Quadrangle Land Use Plan submission dated May 9, 1984.

3. Development in accordance with the following Stormwater Management criteria:

A. Retention of the runoff from the first inch of rainfall should be provided outside of the proposed lake system in the "individual on-site retention ponds" as is indicated in the available Development of Regional Impact information.

B. The proposed lake system should not be permitted to discharge into the County's proposed University Boulevard storm sewer system unless it can be demonstrated to the County Engineer that the site discharge will not exceed pre-developed conditions for both rate and quantity or other method to insure the functioning of the University Boulevard system is not negatively impacted.

4. Development in accordance with the following Water and Wastewater requirements:

A. The Developer shall obtain water service from Orange County subject to County resolution and ordinances.

B. The Developer shall obtain wastewater service from Orange County in accordance with the Eastern Subregional Sewer Service Allocation Rules. In order to obtain wastewater capacity for this project, the developer must participate in the wastewater capacity sale expected to occur on October 1, 1984, for Phase III of the Eastern Subregional.

C. Prior to Development Plan approval for any portion of this project, a master water and wastewater system shall be submitted for review and approval by Orange

## County Public Utilities.

D. Any available water/wastewater capacity will be committed only upon approval of final construction plans and submission of FDER Permit Application. Priority will be based on first come, first served. (Executed Agreements or County Ordinance being the only exception to the above.)

E. If a portion of the Quadrangle Planned Development is prepared to proceed under construction but wastewater service capacity is not at that time available in the Orange County Eastern Subregional Wastewater Treatment Facility, the Developer may be allowed to utilize an interim wastewater treatment facility subject to the following conditions:

1) The Developer shall file an application and obtain an Orange County Wastewater Permit from the Orange County Environmental Protection Department, pursuant to the Orange County Water Quality Rules and Ch. 67.1830, Laws of Florida (1967);

2) The Developer shall file an application and obtain an Orange County Utility Facility Permit from the County pursuant to Orange County Water and Wastewater Facilities Permit Rules, Ordinance 83-40;

3) The Developer shall comply with all conditions imposed by the County pursuant to the above-mentioned rules and laws;

4) The Developer shall participate in all future wastewater service capacity sales for wastewater service capacity in any County, regional, subregional or area-wide central wastewater plant which the County determines will serve the property for which the interim wastewater facility is designed. Developer participation

shall be for a minimum of 50,000 GPD in the October 1, 1984, Phase III Eastern Subregional Wastewater capacity sale.

5) The Developer shall connect the Quadrangle Project to the Eastern Subregional Wastewater Facility when the County sends notice to the Developer that wastewater service capacity is available for the portion of the Quadrangle Project previously constructed and requiring such capacity. Within one hundred twenty (120) days of receiving notice of available capacity, the Developer shall dismantle the interim wastewater facility if directed by the Board of County Commissioners.

6) The Developer shall pay all applicable sewer capital charges prior to final approval of the interim wastewater facility for an amount of wastewater service capacity equal to the wastewater service capacity of the interim wastewater facility;

7) Any interim wastewater facilities to be permitted and constructed shall be owned and operated by the Developer or a mandatory property owner's association formed for all of the Property and shall serve only property within the Quadrangle that is owned by the Developer or the members of such mandatory property owner's association.

8) The interim wastewater treatment plant shall be a minimum of 400 feet from the boundary of adjoining properties and shall not exceed 50,000 GPD in capacity.

5. Development in accordance with the following Fire Protection requirement:

In the event that a County-wide impact fee for Fire Protection is established, the Developers will participate in the impact fee program for fire protection.

6. Development in accordance with the following

Conservation Area requirements:

A. Development in accordance with the Conservation Area Analysis and Map as submitted in conjunction with the Land Use Plan dated February 1984 and the attached Exhibit 3.

B. No removal and/or alteration of Conservation Areas shall occur unless the Developer submits detailed soil, drainage and vegetation studies which justify the proposed Development. The exact location and extent of Conservation Areas shall be determined during development plan approval. Those potential Conservation Areas that are not significant and viable that are approved for development should be incorporated into the design of the Project to the maximum extent possible.

7. Development in accordance with the following Planned Development criteria and conditions:

A. The areas designated Office Use shall track the requirements of Article XXIX.10.D, and Article XXVIII, Sections 2 thru 9 with the following uses prohibited:

1. Battery manufacturing and storage.
2. The manufacturing of: boats, building products, garments or textiles, pharmaceuticals, shoe and leather goods, warehouses and hospitals.

3. Portable signs and billboards.

B. Major street setbacks per Article XXI, Zoning Resolution.

C. The outparcel in the northeasterly corner shall be sufficiently buffered to facilitate the development of single family residential use. Specific requirements shall be determined during development plan approval.

D. Deed covenants shall be formulated and submitted with development plans to address ownership and

maintenance of common areas, private roads and drives (if any), maintenance of landscaping and buffering, etc.

B. Development in accordance with the following East Central Florida Regional Planning Council conditions:

A. Development of the project shall proceed in accordance with the information, data and plans presented in the Quadrangle DRI Application and supplemental information provided by the Applicant unless otherwise directed by the recommendations enumerated below.

B. If no development activity has occurred within five (5) years of issuance of the Development Order, to exclude rough grading for roadways, drainage improvements, landscaping and existing development, then the development order shall expire.

C. Air Quality

1) The applicant shall monitor CO at the end of each development phase, either chronologically or by trip generation (as indicated in the Quadrangle ADA), whichever occurs first. At a minimum, the Quadrangle monitoring should occur at the University Boulevard/Alafaya Trail intersection. Results of the monitoring shall be provided to the Orange County Environmental Protection Department, the Bureau of Air Quality Management, and the East Central Florida Regional Planning Council.

2) As an alternative, the applicant may perform monitoring in conjunction with any of the following: Central Florida Research Park, Huckleberry or Curtis Stanton Power Plant (OUC). Under either alternative, should monitoring of CO indicate that a violation of NAAQ standards is occurring or appears imminent (within 10% of reaching either standard), the applicant shall pursue one or any combination of the following until modeling indicates the

NAAQ standards are achieved:

- a. not commence the next development phase;
- b. participate in cost sharing of roadway improvements; and/or
- c. implement an active applicant-sponsored TSM program.

D. Wetlands

1) Retention lakes may be placed along and within the pond pine area bordering University Boulevard. The bayhead wetland will be preserved as an associated system.

2) Proper water management practices shall be instituted to accommodate the preservation of wetlands on-site and to enhance those wetlands that have experienced degradation.

3) All impacts to wetlands shall be minimized to the extent practicable.

4) Wetland vegetation associations shall be preserved to the maximum extent possible.

E. Vegetation

1) In accordance with the correspondence received from the Florida Department of Agriculture and Consumer Services, Division of Forestry, the Developer shall conduct a timber sale in areas where vegetation is to be removed, if such a sale is economically feasible and does not conflict with the intent of the recommendations listed pertaining to wetland removal.

F. Wildlife.

1) The Developer shall take positive steps based upon input and recommendations from the Florida Game & Fresh Water Fish Commission to preserve suitable and

adequate habitat for wildlife species that live on-site. These habitat areas should be as large as possible and include more than one habitat type.

G. Historical and Archaeological Sites

1) The applicant shall have a professional cultural resources survey conducted prior to the initiation of land development activities in those areas designated as likely to contain sites. Those areas are located to the south of Lake Ebby and located to the north and east of Lake Ruth.

2) Should an archaeological or historical site be discovered on the property during the construction phases, the Developer shall shift all work crews away from the area and contact the State's Division of Archives, History, and Records Management. From the date of notification, construction shall be suspended for a period of up to 120 days to allow for evaluation of the find.

H. Sewage Treatment/Wastewater Management

1) If a wastewater treatment facility needs to be constructed on-site, sound design parameters, effluent disposal practices, and monitoring plans which are sensitive to site-specific characteristics and limitations (e.g. high water table) shall be utilized. In particular, the effluent disposal method shall be designed to be self-contained during extremely wet periods.

2) Should a septic tank be installed to service parcel 19 (which is located at the extreme southeast corner of the site), the applicant shall conduct soil percolation tests within that parcel during the wet season. This procedure (tests conducted during extremely wet conditions) is considered essential to the determination of areas suitable for septic tank installation.

I. Stormwater Disposal/Drainage

1) Detailed site evaluations will be undertaken by the applicant to determine:

a. sufficient distances between the man-made lakes and existing wetlands in order to protect and preserve the wetlands;

b. desired control elevations for water levels in the man-made lakes; and

c. allowable side-slopes and bottom depths of the man-made lakes in order to avoid causing over-drainage in the wetlands due to subsurface seepage of water from the wetlands into the man-made lakes.

2) The applicant shall determine and identify an entity having sufficient technical capabilities and financial resources to properly operate and maintain the proposed surface water management system, and provide a definite commitment to Orange County and the St. Johns River Water Management District prior to the initiation of construction activities on the project site.

3) The applicant shall develop an ongoing operation and maintenance program for the various components of the stormwater management system so that the removal of water pollutants is accomplished as intended. This program shall be developed through consultations with the St. Johns River Water Management District and the Florida Department of Environmental Regulation district office and Orange County's Department of Environmental Protection.

4) The applicant shall establish an ongoing hydrologic/biologic monitoring program, with the purpose being to determine water quality conditions within the project site. The data will be furnished quarterly to the Orange County Environmental Protection Department,

St. Johns River Water Management District, and the Florida Department of Environmental Regulation district office. The monitoring program will be maintained for at least one year following the completion of the final phase of construction activities. The exact scope and details of the monitoring activities are to be determined by the applicant and the Orange County Environmental Protection Department, based upon input and recommendations from the Florida Department of Environmental Regulation district office and the St. Johns River Water Management District. However, it is recommended that consideration be given by Orange County to the following water quality monitoring program:

a. a permanent monitoring station should be located at the outfall structure of the man-made lakes in Basin #8, with water quality samples being collected on a bi-monthly basis; and

b. if violations of water quality parameters are detected, samples should be collected at the outfall structures of Lake Ebby (Basin #2), with sampling continued on a monthly basis at the three stations until a determination is made of the cause of the violation and a solution to the situation is identified.

5) The surface water management plan shall be designed to provide for natural hydroperiods within wetlands and to protect against the withdrawal of water from waterbodies during dry periods when surface water levels are dropping to levels below which the on-site wetlands will experience stress.

#### J. Water Supply

1) Water saving devices will be used in the faucets, showers, and toilets in the buildings to be

constructed in the Quadrangle.

2) In order to minimize the adverse impact of surface and groundwater drawdowns for irrigation during dry periods on wetlands and water bodies, the applicant shall:

a. preserve existing vegetation to the maximum extent possible;

b. use native or indigenous vegetation suited to the soil moisture conditions on the project site to the maximum extent possible;

c. not withdraw water from surface waterbodies for landscape irrigation needs during seasonal dry periods when surface water levels are approaching or are below the levels considered as necessary for the continued viability of on-site wetlands; and

d. investigate the use of treated wastewater for irrigation purposes.

#### K. Solid Waste

1) The applicant shall furnish the name, address and four-digit Standard Industrial Classification (SIC) code number of each firm locating in the Quadrangle to the Regional Planning Council and the Orange County Environmental Protection Department. Also to be furnished is a description of support services that the management and maintenance personnel for the project will provide so that a determination of the potential types, volume, and proposed disposal methods of any hazardous waste expected to be generated can be undertaken. This report shall be updated as new firms are located in the Quadrangle or at a frequency determined by the Orange County Environmental Protection Department.

#### L. Transportation

1) A monitoring/modeling program shall be performed prior to the initiation of each phase, in those instances where it has been estimated that the Quadrangle will contribute 10% or greater to the capacity of roadway at service level "C" to identify traffic conditions by service level. The methodology of the monitoring/modeling program shall be agreed upon by Orange and Seminole Counties, the developer and the ECFRPC. A list of affected facilities is as follows:

Roadway Link

- a. SR 434 north of CR 426
- b. SR 434 from CR 426 to Chapman Road.
- c. SR 426 from Chapman Road to Red Bug Lake Road
- d. Chapman Road from SR 434 to SR 426
- e. SR 434 from Chapman Road to University Boulevard
- f. SR 426 from Dean Road to Tuscawilla Road
- g. Tuscawilla Road from Red Bug Lake Road to SR 426
- h. SR 426 from Tuscawilla Road to Hall Road
- i. SR 426 from Hall Road to Howell Branch Road
- j. Hall Road from University Boulevard to SR 426
- k. University Boulevard from Goldenrod Road to East/West Expressway northern extension
- l. University Boulevard from East/West Expressway extension to Dean Road
- m. University Boulevard from Dean Road to Rouse Road
- n. University Boulevard from SR 434 to Rouse Road
- o. Dean Road from SR 50 to University Boulevard
- p. Rouse Road from University Boulevard to Lokanotosa Trail

- q. Rouse Road from Lokanotosa Trail to SR 50
- r. SR 434 from University Boulevard to Lokanotosa Trail
- s. SR 434 from Lokanotosa Trail to SR 50
- t. SR 50 from East/West Expressway to Dean Road
- u. SR 50 from Dean Road to Rouse Road
- v. Rouse Road extension south of SR 50
- w. Alafaya Trail extension south of SR 50

2) The Quadrangle project shall not commence beyond Phase I or an equivalent of 9100 ADT nor with subsequent phases where service levels are below service level "D" as determined by the monitoring/modeling program, and it has been estimated through the ADA that the project contributes 10% or greater to the capacity of roadway service level "C" as specified in recommendation L(1) unless mitigation measures/improvements are identified which would provide, at a minimum, service level "D", and funding commitments for such measures/improvements are secured and committed to occur within the next phase. The applicant must also demonstrate to the satisfaction of the appropriate county and the ECFRPC that the final phase of the Quadrangle project will not adversely affect service levels (below service level "D" during peak hour), or demonstrate that the necessary improvements to accommodate the final phase are scheduled to occur during that final phase. Otherwise, further building permits shall not be issued by Orange County toward the balance of the project.

3) Toward the achievement of the objective in L(1) and L(2), an agreement among Orange County, Seminole County and the applicant shall be entered into within six (6) months of the issuance of a development order for this

project by Orange County. Said agreement shall address and clarify such issues related to equity in the application of fees for roadway improvements. However, such an agreement would not alter or waive recommendations L(1) and L(2) above. Conditions L(1) and L(2) above may be waived at such time as Orange County adopts a Comprehensive Transportation Impact Fee Ordinance which assures that the objectives and intent of L(1) and L(2) shall be satisfied.

4) The applicant should provide on-site facilities such as bicycle lanes, bicycle lockers, transit passenger shelter, and transit parking bays where necessary to augment and facilitate the operations of off-site transit and bicycle facilities. Furthermore, the applicant should inform the purchaser or tenant of the Quadrangle property that the Orlando area has a ridesharing program operated by Tri-County Transit and the City of Orlando, and encourage the use of said facility.

5) Adequate deceleration lanes shall be incorporated into all entrance points into the project area. This should allow vehicles to leave the mainstream of traffic before decelerating and therefore not inhibit the free flow of traffic on adjacent roadways.

C. Monitoring Mechanism:

The established review and approval process for review of developments pursuant to Orange County's Subdivision Regulations, the Orange County Planned Development Zoning District and the Orange County Commercial Site Review Ordinance No. 81-19, will constitute the monitoring mechanism for assuring compliance with this development order.

D. Reporting Requirements:

The Developer will submit an annual report on or before one (1) year from the effective date of this Order and on the same date of each calendar year during the build out of the development plan. Said annual report will be submitted to the Orange County Planning Department, the East Central Florida Regional Planning Council and the State Land Planning Agency. The contents of said report shall comply with Section 380.06, Florida Statutes, as amended.

E. Expiration Date:

This development order shall expire five (5) years from the date of issuance if development activity has not commenced. Lot clearing and grading, road construction, drainage improvements and landscaping shall not constitute development activity for purposes of this section. Expiration periods for permits, such as building permits, etc., will otherwise control.

F. Recording. This development order shall be recorded in the Public Records of Orange County, at Developer's expense, immediately upon execution by the undersigned.

G. Developer's Consent:

The Developer, by executing this development order, acknowledges that this order is binding upon the Property and that the conditions contained herein apply to and control all further development of that Property.

H. Effective Date:

This development order will be effective on the later of the two dates stated below.

ORANGE COUNTY, FLORIDA

BY: Ra. Trudy

Chairman, Board of County  
Commissioners

DATE: NOV 5 1984



ATTEST: THOMAS H. LOCKER, Clerk  
to Board of County Commissioners

C.A. 3575 K 223

BY:

Mary J. Garrison  
Deputy Clerk

WESTINGHOUSE ELECTRIC CORPORATION,  
A Pennsylvania Corporation

BY:

R.C. Young, Jr.  
(Affix Corporate Seal)

DATE:

11/1/84

ATTEST:

BY:

STATE OF FLORIDA )

COUNTY OF ORANGE )

R.C. Young, Jr. Before me, this day, personally appeared  
R.C. Young, Jr. and \_\_\_\_\_ of Westinghouse Electric Corporation,  
a Pennsylvania Corporation, to me well known to be the  
persons described in and who executed the foregoing  
instrument and they acknowledge to and before me that they  
executed the same for the purposes therein expressed as  
the act and deed of said corporation.

Witness my hand and official seal of the County  
and State last aforesaid this 1<sup>st</sup> day of November,  
1984.

Clarence D. [Signature]  
NOTARY PUBLIC, STATE OF

My Commission Expires:

Notary Public, State of Florida at Tallahassee  
My Commission Expires May 7, 1987

EXHIBIT A  
LEGAL DESCRIPTION

C.R. 3575 PC 224

A part of Sections 3 and 4, Township 22 South, Range 31 East, Orange County, Florida, described as follows:

Commence at the Southeast corner of said Section 4; thence N01°37'20"E, along the East line thereof 53.04 feet to the North Right-of-Way line of University Boulevard, formerly Hall Road, and the Point of Beginning; thence S89°17'53"W, along the North Right-of-Way line of said University Boulevard 1337.37 feet to the East line of the South 1/2 of the Southwest 1/4 of the Southeast 1/4 of said Section 4; thence N01°29'15"E, 615.33 feet to the Northeast corner thereof; thence S89°23'37"W, 669.37 feet to the Southeast corner of the Northwest 1/4 of the Southwest 1/4 of the Southeast 1/4 of said Section 4, also described as Lot 10, Fox's Subdivision as recorded in Plat Book F, Page 27, Public Records of Orange County, Florida; thence N01°25'14"E, along the East line thereof 669.45 feet to the Northeast corner thereof; thence S89°29'19"W, 670.11 feet to the East line of the East 1/4 of the Southeast 1/4 of the Southwest 1/4 of said Section 4; thence S89° 32'02"W, 328.31 feet to the Northwest corner thereof; thence S01°18'34"W, 1288.79 feet to the North Right-of-Way line of said University Boulevard, thence S89°23'52"W, along the North Right-of-Way line of said University Boulevard, 952.01 feet to the East Right-of-Way line of Rouse Road; thence N01°10'37"E, along the East Right-of-Way line thereof 1912.95 feet to a point 50.00 feet South of the Southwest corner of the Northwest 1/4 of the Northeast 1/4 of the Southwest 1/4 of said Section 4; thence N89°36'06"E, and parallel to the South line thereof, 627.55 feet; thence N01°15'55"E, 721.28 feet to the Southeast corner of the West 1/2 of the Southeast 1/4 of the Northwest 1/4 of said Section 4; thence N01°15'39"E, 666.55 feet to the Southwest corner of the Northeast 1/4 of the Southeast 1/4 of the Northwest 1/4 of said Section 4; thence N89°37'52"E, 659.74 feet to the Southwest corner of the Northwest 1/4 of the Southwest 1/4 of the Northeast 1/4 of said Section 4, also described as Lot 2 in said Fox's Subdivision; thence N89°38'48"E, 668.92 feet to the Southeast corner thereof; thence N01° 07'22"E, 667.42 feet to the Southeast corner of the West 1/2 of the northwest 1/4 of the Northeast 1/4 of said Section 4; thence continue N01° 07'22"E, along the East line thereof 474.56 feet; thence N89°34'09"E, 300.00 feet; thence N01°07'22"E, 629.99 feet to the South Right-of-Way line of McCulloch Road; thence N89°34'09"E, along the South Right-of-Way line of said McCulloch Road, 1685.43 feet to the East line of said Section 4; thence continuing along South Right-of-Way line N89°39'50"E, 214.50 feet; thence S00°25'53" , 234.00 feet; thence N89°39'50"E, 165.00 feet; thence N00° 25'53"E, 234.00 feet to the South Right-of-Way line of said McCulloch Road; thence N89°39'50"E, along the South Right-of-Way line thereof 895.14 feet to the East Right-of-Way line of Alafaya Trail (State Road No. 520); thence S00°31'43"W, along the East Right-of-Way line thereof 2433.32 feet to the South line of the West 1/2 of the Northwest 1/4 of said Section 3; thence continue along the East Right-of-Way line of said Alafaya Trail S01°05'58"W, 2614.50 feet to the North Right-of-Way line of said University Boulevard; thence S89°24' 31"W, along the North Right-of-Way line thereof 1294.40 feet; to the Point of Beginning.

Containing 464.631 acres, more or less.

CANIN ASSOCIATES

EXHIBIT 1

Westinghouse  
Electric Corporation

**Power Generation**

Eugene J. Caltabiani  
Executive Vice President

Westinghouse Building  
Gateway Center  
Pittsburgh Pennsylvania 15222

October 22, 1984

**C.I. 3575 K 225**

Orange County Board of Commissioners  
65 E. Central Boulevard  
Orlando, FL 32802

Gentlemen:

This letter is for the purpose of evidencing the authority of  
Ralph C. Young, Jr., Manager of the Power Generation Operation  
Division Facility Group to execute THE QUADRANGLE DEVELOPMENT ORDER,  
on behalf of Westinghouse Electric Corporation, for and as the binding  
action of the Westinghouse Electric Corporation.

Yours truly,



EXHIBIT 2



ROUSE RD.

ALAFAYA TRAIL

UNIVERSITY BLVD.

EXHIBIT I

 CONSERVATION AREA  
NOT TO BE DISTURBED

 CLASS II CONSERVATION  
THAT SHOULD BE INCORPORATED  
INTO DESIGN

RECORDED & RECORD VERIFIED

*Thomas H. Hall*

County Comptroller, Orange Co., Fla.

EXHIBIT 3

Florida	Paid	THOMAS H. LOCKER
Rec Fee	12-00	Orange County
Doc Tax		Comptroller
Int Tax		By
Total	12-00	Deputy Clerk

2788421 ORANGE CO. FL.  
10:55:00AM 06/16/87

# ASSIGNMENT AND ASSUMPTION AGREEMENT - DEVELOPMENT ORDER

THIS ASSIGNMENT OF DEVELOPMENT ORDER AND ASSUMPTION OF RESPONSIBILITIES THEREUNDER (THE "ASSIGNMENT AND ASSUMPTION AGREEMENT") IS MADE AND ENTERED INTO THIS 30 DAY OF MARCH, 1987, BY AND BETWEEN SHELL OIL COMPANY, A DELAWARE CORPORATION, ("ASSIGNOR") AND QUADRANGLE DEVELOPMENT, A FLORIDA JOINT VENTURE ("ASSIGNEE").

OR3895 PG4016

## W I T N E S S E T H:


WHEREAS, on November 5, 1984, Orange County, Florida and Westinghouse Electric Corporation, a Pennsylvania corporation, as Developer, executed a Development Order for certain real property located in Orange County, Florida, and more particularly described therein (the "Property"); and

WHEREAS, said Development Order is recorded in Official Records Book 3575, Page 205, Public Records of Orange County, Florida, and shall hereafter be known as the "Quadrangle Development Order"; and

WHEREAS, on December 3, 1986, Assignor as Seller and Robert N. Johnson, Trustee, and/or assigns, as Purchaser, entered into that certain Agreement for Sale and Purchase of Real Property (the "Agreement") whereby Seller agreed to sell and convey and Purchaser agreed to purchase the Contract Property (as defined in the Agreement) and whereby Seller granted to Purchaser the sole and exclusive option (the Quadrangle Option) to purchase the Quadrangle Option Property (as defined in the Agreement); and

WHEREAS, by Assignment of Agreement for Sale and Purchase of Real Property from Robert N. Johnson, Trustee, as Purchaser, to SIP/QUADRANGLE, LTD., a Florida limited partnership ("SIP"), dated December 11, 1986, SIP acquired all of Purchaser's right, title and interest in and to the Agreement with respect to the Contract Property only; and

WHEREAS, Seller and Purchaser have amended the Agreement by Escrow Agreement and Extension of Contract dated December 18, 1986; and

THIS INSTRUMENT PREPARED BY:  
 GLORIA M. LOCKRIDGE  
 Akerman, Senterfitt & Eidson  
 17th Floor CNA Bldg., P. O. Box 231  
 Orlando, Florida 32802

WHEREAS, Purchaser has properly exercised the Quadrangle Option; and

WHEREAS, Seller and Purchaser have amended the Agreement by Addendum dated March 14, 1987 and Seller, Purchaser and SIP have amended the Agreement by Addendum dated March 25, 1987; and

WHEREAS, by Assignment dated March 30, 1987, Purchaser has assigned to Assignee all of its Quadrangle Option rights and all of its remaining rights and obligations under the Agreement; and

WHEREAS, on December 11, 1986, by Special Warranty Deed dated December 11, 1986, and recorded in Official Records Book 3848, Page 3204, Public Records of Orange County, Florida, SIP acquired title to the Contract Property from the Assignor; and

WHEREAS, by Special Warranty Deed dated March 27, 1987, and by Quit Claim Deed dated March 27, 1987, Assignee acquired title to the Quadrangle Option Property from Assignor; and

WHEREAS, the Assignor now wishes to assign to Assignee all of its rights, privileges and duties as Developer under the Quadrangle Development Order; and

OR3895 PG4017

WHEREAS, Assignee desires to accept such an assignment and desires to assume all of the Developer's responsibilities under the Development Order;

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. The Assignor, as Developer under the Quadrangle Development Order, hereby assigns to Assignee all of the Developer's rights, powers, privileges and duties under the Quadrangle Development Order.
2. The Assignee hereby accepts the assignment of all of Assignor's rights, powers, privileges and duties as Developer under the Quadrangle Development Order.
3. Assignee hereby assumes and agrees to perform all of Assignor's Developer responsibilities under the Quadrangle

Development Order, and Assignee agrees to be bound by the terms thereof.

4. Assignor represents, as of the date hereof, that to the best of its knowledge (a) it is not in default under the terms of the Quadrangle Development Order and (b) all sums, if any, presently due under the Quadrangle Development Order have been paid.

5. Assignee agrees to indemnify and hold harmless the Assignor from any claims, damages, losses, causes of action, or expenses incurred or brought against Assignor for failure to perform any of Assignor's obligations under the Quadrangle Development Order from the date of this Assignment and Assumption Agreement.

IN WITNESS WHEREOF, the Assignor and Assignee have executed this Assignment and Assumption Agreement the day and year first above written.

WITNESSES:

SHELL OIL COMPANY  
("Assignor")

*John M. Lockidge*  
*Carroll*

By: *[Signature]*  
S. J. Tonnessen  
As its: Manager, Southeast -  
Corporate Real Estate

QUADRANGLE DEVELOPMENT, a Florida  
joint venture  
("Assignee")

By: SIP/QUADRANGLE, LTD., a  
Florida limited partnership

*John M. Lockidge*  
*Carroll*

*[Signature]*  
Robert N. Johnson, as its  
General Partner

By: The Babcock Company, a  
Florida corporation

*John M. Lockidge*  
*Carroll*

*[Signature]*  
as its  
J. E. Bell

President, Commercial Division

STATE OF FLORIDA  
COUNTY OF ORANGE

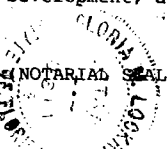
30 The foregoing instrument was acknowledged before me this day of March, 1987, by S. J. Tonnessen as Manager, Southeast-Corporate Real Estate of Shell Oil Company, and he acknowledged before me that he executed the foregoing instrument on behalf of the corporation.



STATE OF FLORIDA  
COUNTY OF ORANGE

Gloria M. Lockidge  
Notary Public  
My commission expires:  
Notary Public State of Florida at Large  
My Commission expires June 25, 1989

30 The foregoing instrument was acknowledged before me this day of March, 1987, by Robert N. Johnson as General Partner of SIP/QUADRANGLE, LTD., a Florida limited partnership, on behalf of the limited partnership as a Partner in Quadrangle Development, a Florida joint venture.



STATE OF FLORIDA  
COUNTY OF ORANGE

Gloria M. Lockidge  
Notary Public  
My Commission Expires:  
Notary Public State of Florida at Large  
My Commission expires June 25, 1989

The foregoing instrument was acknowledged before me this 30 day of March, 1987, by J. Ed Bell as His Commercial Division of The Babcock Company, a Florida corporation, on behalf of the corporation as Partner in Quadrangle Development, a Florida joint venture.

(NOTARIAL SEAL)



Gloria M. Lockidge  
Notary Public  
My Commission Expires:  
Notary Public State of Florida at Large  
My Commission expires June 25, 1989

RECORDED & RETURNED  
Gloria M. Lockidge  
County Comptroller, Orange Co., FL

OR3895 PG4019

AMENDMENT TO THE QUADRANGLE DEVELOPMENT ORDER

This AMENDMENT TO THE QUADRANGLE DEVELOPMENT ORDER (the "Amendment") is entered into this 29<sup>th</sup> day of February, 1988, by and between ORANGE COUNTY, FLORIDA, a political subdivision of the State of Florida ("County") and QUADRANGLE DEVELOPMENT, a Florida joint venture ("Developer").

W I T N E S S E T H :

WHEREAS, on November 5, 1984, County and Westinghouse Electric Corporation, a Pennsylvania corporation, as the original developer, executed the Quadrangle Development Order for that certain Development of Regional Impact (DRI) located in Orange County, Florida and more particularly described therein (the "Quadrangle DRI/PD"); and

WHEREAS, said Quadrangle Development Order is recorded in Official Records Book 3575, Page 205, Public Records of Orange County, Florida, and shall hereafter be known as the "Quadrangle Development Order"; and

WHEREAS, by purchase from Westinghouse Electric Corporation of substantially all of the Quadrangle DRI/PD, Shell Oil Company became the successor in interest to Westinghouse under the Quadrangle Development Order; and

WHEREAS, by purchase from Shell Oil Company of substantially all of the Quadrangle DRI/PD, and by Assignment and Assumption Agreement dated March 30, 1987, by and between Shell Oil Company as assignor and Developer as assignee, and recorded in Official Records Book 3895, Page 4016, Public Records of Orange County, Florida, the Developer became the successor in interest to Shell Oil Company under the Quadrangle Development Order; and

WHEREAS, County and Developer now desire to amend the Quadrangle Development Order to add certain contiguous additional property owned by the Developer and more particularly described on the attached Exhibit "A" incorporated herein by this reference (the "Additional Property" or the "9.2 Acres") to the Quadrangle DRI/PD and to subject the 9.2 Acres to the terms and conditions of the Quadrangle Development Order; and

WHEREAS, on February 15, 1988, the Board of County Commissioners of County approved a change in zoning classification for the 9.2 Acres from A-2 to PD and gave land use approval for use of the 9.2 Acres as a mixed use project.

NOW, THEREFORE, for and in consideration of the foregoing recitals and for other good and valuable consideration, the receipt and sufficiency whereof by each is hereby acknowledged, the County and the Developer agree as follows:

1. The 9.2 Acres is hereby added to and shall now be a part of the presently existing Quadrangle DRI/PD. All of the terms and conditions of the Quadrangle Development Order, except as may be modified by this Amendment, shall apply to the 9.2 Acres. Hereinafter, the term "Quadrangle DRI/PD" shall include the 9.2 Acres. The addition of the 9.2 Acres to the Quadrangle Development Order is subject to the following terms and conditions as recommended by the Orange County Planning and Zoning Commission:

- (a) Development of the 9.2 Acres shall be allowed in accordance with and shall conform to the Quadrangle PD/Amended Land Use Plan, dated "Received September 16, 1987";

THOMAS H. LOCKER,  
Orange County  
Comptroller  
By \_\_\_\_\_  
Deputy Clerk

Ret Fee \$	21.00
Add Rec \$	3.17
Doc Tax \$	1.00
Int Tax \$	0.00
Total \$	25.17

Return to Clerk to OCC - 5th Floor, County Administration Center - Beverly

- (b) Development of the 9.2 Acres shall comply with all applicable federal, state and county laws, ordinances and regulations that are incorporated herein by this reference, except to the extent they are expressly waived or modified by the conditions set forth in this Amendment or by actions of County;
- (c) Development of the 9.2 Acres shall be in accordance with the Conditions of Approval as established for the currently applicable approved Quadrangle DRI, as those Conditions of Approval are set forth in the Quadrangle Development Order;
- (d) Any commercial type uses permitted on the 9.2 Acres are intended to serve the employees on site. There shall be no free-standing commercial structures on the 9.2 Acres, and the commercial use shall not exceed ten percent (10%) of the total square footage allowed and no more than twenty percent (20%) of any one structure being created;
- (e) Landscaping along University Boulevard shall be compatible with the Orange County Commission's landscape design for that roadway;
- (f) A 50-foot landscape buffer shall be provided along any adjacent residentially zoned district. A plan identifying specific landscape materials shall be submitted for the affected area;
- (g) The Developer shall obtain water and wastewater service from County, subject to County resolutions and ordinances.

2. The Board of County Commissioners of County find that the Quadrangle Development Order, as amended by this Amendment, is consistent with the Orange County Growth Management Plan.

3. Developer agrees, as a condition of County's consent to and issuance of this Amendment, that the development impacts for the total amended Quadrangle PD/DRI (including the 9.2 Acres) shall not exceed development impacts previously approved and vested pursuant to the Quadrangle Development Order.

4. The Board of County Commissioners of County finds that because of the impact limitations imposed pursuant to paragraph 3 above, the addition of the 9.2 Acres to the Quadrangle DRI/PD is not a substantial deviation under Florida Statutes 380.06(19). Developer agrees that as development permits are processed for the 9.2 Acres, the Developer shall, subject to County review and approval, reduce permitted development intensity on the balance of the Quadrangle PD/DRI so as to assure compliance with Paragraph 3 above.

IN WITNESS WHEREOF, County and Developer have executed this Amendment on the day and year first above written.

ORANGE COUNTY, FLORIDA ("COUNTY")

Attest:

Mary L. Yarnall  
Deputy Clerk to the Board  
of County Commissioners

By:

Tom Dorman  
Name: TOM DORMAN  
Chairman, Board of County  
Commissioners

FOR THE USE AND RELIANCE  
OF ORANGE COUNTY ONLY.  
APPROVED AS TO FORM AND CONTENT

February 26 1988  
JOEL D. PRINSELL  
ASSISTANT COUNTY ATTORNEY

WITNESS

WITNESS

QUADRANGLE DEVELOPMENT, a Florida  
joint venture ("DEVELOPER")

By: SIP/Quadrangle, Ltd., a  
Florida limited partnership

By: Robert N. Johnson, as  
its General Partner

and

By: The Babcock Company, a  
Florida corporation

By: Robert J. Breschke  
AS ITS: Vice President

STATE OF FLORIDA

COUNTY OF ORANGE

I HEREBY CERTIFY that on the 29th day of February, 1988,  
before me, an officer duly authorized in the State and County  
aforesaid to take acknowledgements, personally appeared  
Robert N. Johnson, the Chairman of the Board of County  
Commissioners well known to me to be the person described in and  
who executed the foregoing instrument.

(NOTARIAL SEAL)

STATE OF FLORIDA

COUNTY OF ORANGE

Beverly L. Halloran  
Notary Public

My commission expires:

Notary Public, State of Florida at Large  
My Commission Expires November 4, 1989  
Bonded Thru Brown & Brown, Inc.

I HEREBY CERTIFY that on this 7th day of MARCH, 1988,  
before me, an officer duly authorized in the State and County  
aforesaid to take acknowledgements, personally appeared Robert N.  
Johnson, as the General Partner of SIP/Quadrangle, Ltd., a  
Florida limited partnership, on behalf of the limited partnership  
as co-joint venturer of Quadrangle Development.

(NOTARIAL SEAL)

Carlton  
Notary Public

My commission expires:

Notary Public, State of Florida at Large  
My Commission Expires February 1, 1990  
Bonded Thru Harvey Insurance and Bonds, Inc.

STATE OF FLORIDA

COUNTY OF Orange

I HEREBY CERTIFY that on this 27<sup>th</sup> day of March, 1988,  
before me, an officer duly authorized in the State and County  
aforesaid to take acknowledgements, personally appeared  
Robert Bredahl, as the Vice President of the Babcock Company, a  
Florida corporation, on behalf of the corporation as co-joint  
venturer of Quadrangle Development.

Cathleen Collins  
Notary Public

(NOTARIAL SEAL)

My commission expires:

Notary Public  
My Comm. Expires  
Bredahl  
Harvey, through Babcock Company, Inc.

086984 733002

EXHIBIT "A"

036964 PG3003

Lot 12 (LESS the South 60 feet thereof for road right-of-way),  
lying in Section 4, Township 22 South, Range 31 East, according  
to the plat known as Fox's Subdivision, Plat Book F, Page  
27, Public Records of Orange County, Florida

RECORDED & RETURNED  
*Thomas H. Parker*  
County Commissioner, Orange Co., Fla.

Rec Fee \$ 29.00 THOMAS H. LOCKER,  
Add Rec \$ 4.00 Orange County  
Doc Tax \$ \_\_\_\_\_ Comptroller  
Int Tax \$ \_\_\_\_\_ By *[Signature]*  
Total \$ 33.00 Deputy Clerk

APPROVED BY THE ORANGE COUNTY  
COMMISSION AT THEIR MEETING  
AUG 22 1988

SETTLEMENT AGREEMENT FOR THE QUADRANGLE DRI

THIS AGREEMENT ("Agreement") is entered into between QUADRANGLE DEVELOPMENT, a Florida joint venture ("Developer"), ORANGE COUNTY, FLORIDA, a political subdivision of the State of Florida ("County") and the STATE OF FLORIDA, DEPARTMENT OF COMMUNITY AFFAIRS ("Department").

WHEREAS, the Department is the State Land Planning Agency having the power and duty to exercise general supervision of the administration and enforcement of Chapter 380, Florida Statutes, which includes provisions relating to developments of regional impact ("DRI"); and

WHEREAS, the Department is authorized to enter into agreements pursuant to Subsection 380.032(3), Florida Statutes (1987), that effectuate the provisions and purposes of Chapter 380; and

WHEREAS, the Developer is the owner and developer of substantially all of "The Quadrangle", a DRI located in Orange County, Florida, for which a development order was issued by Orange County, Florida, which development order is recorded in Official Records Book 3575, Page 205, Public Records of Orange County, Florida (the "Quadrangle Development Order"); and

WHEREAS, the Developer is also the owner of a contiguous approximate 9.2 acre tract (the "9.2 Acres") which Developer voluntarily agreed to add to the existing Quadrangle DRI and to impose thereon the terms and conditions of the Quadrangle Development Order; and

WHEREAS, in connection with adding the 9.2 Acres to the presently existing Quadrangle DRI, Developer filed an application for development approval (ADA) for a substantial deviation ("Substantial Deviation") to the previously approved Quadrangle DRI, which application is presently pending; and

WHEREAS, on February 29, 1988 the County issued an Amendment to the Quadrangle Development Order, which Amendment is recorded in Official Records Book 3964, Page 2999, Public Records of Orange County, Florida (the "Amended Quadrangle Development Order"); and

WHEREAS, the Amended Quadrangle Development Order added the 9.2 Acres to the Quadrangle DRI and purported to provide that the 9.2 Acres would be developed in accordance with the conditions and limitations of approval established for the currently applicable approved Quadrangle DRI, as those conditions are now set forth in the Quadrangle Development Order; and

3124246 ORANGE CO. FL  
03:49:00PM 11/02/88

OR4028 PG2999

*Handwritten:* 2 kermen reviewed

WHEREAS, on May 12, 1988 the Department filed with the State of Florida Land and Water Adjudicatory Commission a petition (Case No. 88-20) appealing the Amended Quadrangle Development Order and requesting that such Amended Quadrangle Development Order be reversed and cancelled; and

WHEREAS, a Notice of Appeal for Case No. 88-20 was filed by the Department on May 12, 1988; and

WHEREAS, in its petition the Department alleged, among other defects, that the Amended Quadrangle Development Order is deficient and invalid in that it was issued without proper notice to the Department for review and comment of the proposed change as required by paragraph 380.06(19)(f), Florida Statutes (1987); and

WHEREAS, the parties to this Agreement wish to avoid lengthy and costly litigation; and

WHEREAS, the Department has concluded that this Agreement reasonably applies and effectuates the provisions and intent of Chapter 380, Florida Statutes; and

WHEREAS, the Developer and the County agree that this Agreement is in the best interest of all parties.

NOW, THEREFORE, for and in consideration of the mutual benefits and covenants contained herein, it is hereby understood and agreed as follows:

1. Revocation. Effective as of the date upon which the last party hereto executes this Agreement, the Amended Quadrangle Development Order shall be deemed rescinded and revoked by the Developer and the County, and shall be of no further force and effect whatsoever.

2. Notice of Amendment. The Developer acknowledges that the Department's conclusion that the Developer failed to give the Department proper notice of the proposed change in the Development Order as required by paragraph 380.06(19)(f), Florida Statutes (1987), is a reasonable and justifiable interpretation of that Statute. The Developer further agrees that should any further changes be proposed to the Quadrangle Development Order, it will comply with the Department's interpretation of the notice provisions of paragraph 380.06(19)(f), Florida Statutes (1987). In the interest of avoiding time-consuming and lengthy litigation, the County agrees to rescind and revoke the Amended Quadrangle Development Order.

3. Status of Current Development. The current status of development for the previously approved Quadrangle DRI is as follows:

(a) Development completed: 924,267 gross square feet of commercial and office uses (i.e. 816,726 GFA of office and 107,541 GFA of commercial) and 243 hotel rooms.

(b) Development remaining: 1,571,924 square feet (approximately), consisting of 1,362,774 gross square feet of office and 209,150 gross square feet of commercial.

4. Initial Uses and Development. The Developer may undertake the following development on the 9.2 Acres after the Effective Date of this Agreement and prior to the issuance of a Substantial Deviation development order. Developer agrees that development of the 9.2 Acres will be subject to County and State permitting and development requirements with respect to those land uses described below and will be limited to the following development:

<u>Land Use</u>	<u>Approved Limitation</u>
(a) Hotel	up to 200 rooms
(b) Bank	up to 3,500 square feet
(c) Commercial	up to a total of 6,500 square feet
(d) Office	up to a total of 58,982 square feet

All of the foregoing are hereinafter referred to as the "Initial Development." The Initial Development approved for development by reason of this Agreement is and shall be included in the Substantial Deviation ADA.

5. Maximum Impacts. Notwithstanding the approval of the Initial Development, the parties agree that the development on the 9.2 Acres shall not exceed any of the following impact levels:

- (a) sewer: 36,098 gallons per day
- (b) water: 41,513 gallons per day
- (c) traffic: 3,771 average daily trips

6. Land Use Plan. The Developer agrees that with respect to the 9.2 Acres all development on the 9.2 Acres will conform to the County approved land use plan and uses as well as all other conditions of PD (Planned Development) approval mandated by the County.

7. Development Reduction. Developer agrees to proceed diligently with the completion of the substantial deviation process. If Developer's Application for Substantial Deviation is not approved so as to include the Initial Development as additional permitted development, then to adequately mitigate the additional development impacts which will be generated by the Initial Development, Developer shall deduct 400,000 square feet from the amount of previously approved Quadrangle DRI office development. This amount represents the equivalent square footage of office development required to generate 36,098 gallons per day of sewage, as set forth in paragraph 5 above.

The Initial Development authorized by this Agreement shall comply with the terms and conditions of the original Quadrangle Development Order and shall become subject to the terms and conditions of the Amended Development Order issued, if and when the Application for a Substantial Deviation has been approved.

8. Breach. In the event of a breach of this Agreement or failure to comply with any condition of this Agreement, or if this Agreement is based upon materially inaccurate information, the Department may terminate this Agreement or file suit to enforce this Agreement as provided in Sections 380.06 and 380.11, Florida Statutes, including a suit to enjoin all development.

9. Attorney's Fees. If it is necessary for any party to this Agreement to bring suit to enforce any provision hereof, the prevailing party shall be entitled to recover from the non-prevailing party(ies) all costs and expenses of litigation and reasonable attorney's fees as fixed by the Court.

10. Waiver and Withdrawal. Nothing in this Agreement shall constitute a waiver by any party of the right to appeal any development order pursuant to Section 380.07, Florida Statutes; except that the Department agrees that this Agreement is a full and final settlement of Case No. 88-20.

11. Limited Affect. This Agreement affects the rights and obligations of the parties under Chapter 380, Florida Statutes. It is not intended to determine or influence the authority or decisions of any other state or local government or agency issuance of any other permits or approvals which might be required by state law or local ordinance for any development authorized by this Agreement. This Agreement shall not prohibit the regional planning agency from reviewing or commenting on any regional issue that the regional agency determined should be included in the regional agency's report on the ADA.

12. Vested Rights. Except with respect to the Initial Development approved by this Agreement, the Developer shall not claim vested rights, or assert equitable estoppel, arising from this Agreement or any expenditures or actions taken in reliance

on this Agreement to develop the proposed Substantial Deviation. This Agreement shall not entitle the Developer to a final DRI development order approving the proposed Substantial Deviation nor to particular conditions in a final development order.

13. Successors and Assigns. The terms and conditions of this Agreement shall inure to the benefit of and be binding upon the heirs, personal representatives, successors and assigns of the parties hereto. The Developer shall insure and provide that any successor in interest in and to any lands or parcels affected by this Agreement is bound by the terms of this Agreement. The Developer shall record this Agreement in the Public Records of Orange County, Florida, and shall provide the Department and the County with a copy of the recorded Agreement, including the Official Records Book and Page Number within two (2) weeks after the execution of this Agreement.

The date of execution of this Agreement shall be the date that the last party signs and acknowledges this Agreement.

Witnesses:

QUADRANGLE DEVELOPMENT, a Florida  
joint venture  
("DEVELOPER")

By: SIP/Quadrangle, Ltd., a  
Florida limited partnership,  
Co-Joint Venturer

by: Robert N. Johnson  
As Its General Partner

By: The Babcock Company, a  
Florida corporation, Co-Joint  
Venturer

By: J. Edwin Bell  
As Its President

ORANGE COUNTY, FLORIDA  
("COUNTY")

By: Sam Herman  
Chairman  
Orange County Commission

ATTEST:

Maury P. [Signature]  
Deputy Clerk to the Orange  
County Commission

OR4028PG3003

DEPARTMENT OF COMMUNITY AFFAIRS  
("DEPARTMENT")

Marina Gougeon Pennington  
Jeffrey A. Steinberg

By: Thomas D. Bellam  
As Its Secretary

APPROVED AS TO FORM AND  
LEGAL SUFFICIENCY:

Diana M. Baker  
Attorney, Department of  
Community Affairs

OR 4028 PG 3004

STATE OF FLORIDA

COUNTY OF Dade

The foregoing instrument was acknowledged before me this 12<sup>th</sup>  
day of August, 1988 by Robert N. Johnson, the General  
Partner of SIP/Quadrangle, Ltd., a Florida limited partnership,  
on behalf of the limited partnership, as Co-Joint Venturer of  
Quadrangle Development, a Florida joint venture.

Robert N. Johnson  
Notary Public

(NOTARIAL SEAL)

My Commission Expires:

Notary Public, State of Florida at Large  
My Commission Expires February 23, 1990  
Baker, M. Baker, M. Baker &  
Harvey Insurance and Bonus, Inc.

STATE OF FLORIDA

COUNTY OF Dade

The foregoing instrument was acknowledged before me this 10<sup>th</sup>  
day of August, 1988 by J. Edwin Bell, as the President/Chairman  
Division of The Babcock Company, a Florida corporation, on  
behalf of the corporation, as Co-Joint Venturer of Quadrangle  
Development, a Florida joint venture.

J. Edwin Bell  
Notary Public

(NOTARIAL SEAL)

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA  
MY COMMISSION EXP. NOV 20, 1988  
BARNARD THOMAS GENERAL INS. BRO.

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 22<sup>nd</sup> day of AUGUST, 1988 by Tom Dorman, Chairman, Orange County Commission, on behalf of the County.

Beverly L. Halloran  
Notary Public

(NOTARIAL SEAL)

My Commission Expires:

Notary Public, State of Florida at Large  
My Commission Expires: August 4, 1989  
Bonded Thru Brown & Brown, Inc.

STATE OF FLORIDA

COUNTY OF DEAN

The foregoing instrument was acknowledged before me this 15<sup>th</sup> day of September, 1988 by Thomas Pelham, as Secretary of the Department of Community Affairs, an Agency of the State of Florida, on behalf of the Department.

John L. Davis  
Notary Public  
My Commission Expires: September 23, 1992

(NOTARIAL SEAL)

ORL:028PG3005

Return to:  
This instrument  
THOMAS P. PELHAM  
AKERMAN, SENTINEL  
Post Office Box 231  
Orlando, Florida 32801

Thomas P. Pelham  
County Commissioner, Orange Co., FL

APPROVED BY THE BOARD OF COUNTY  
COMMISSIONERS AT THEIR MEETING

MAR 12 1991 *je*

**SUBSTANTIAL DEVIATION  
QUADRANGLE DEVELOPMENT ORDER**

**I. FINDINGS OF FACT AND CONCLUSIONS OF LAW**

1. On November 5, 1984, Orange County and Westinghouse Electric Corporation, a Pennsylvania corporation, as the original developer, executed The Quadrangle Development Order for a Development of Regional Impact ("DRI") located in Orange County, Florida, and more particularly described therein ("The Quadrangle DRI/PD").

3832751 Orange Co. FL  
07/18/91 01:28:52pm

2. The Quadrangle Development Order is recorded in Official Records Book 3575, Page 205, Public Records of Orange County, Florida, and shall hereafter be known as the "Original Quadrangle Development Order".

OR:307 PG2774

3. By purchase from Westinghouse Electric Corporation of substantially all of The Quadrangle DRI/PD, Shell Oil Company became the successor in interest to Westinghouse Electric Corporation under the Original Quadrangle Development Order.

4. By purchase from Shell Oil Company of substantially all of The Quadrangle DRI/PD, and by Assignment and Assumption Agreement dated March 30, 1987, by and between Shell Oil Company as assignor and Quadrangle Development, a Florida joint venture ("Developer"), as assignee, and recorded in Official Records Book 3895, Page 4016, Public Records of Orange County, Florida, the Developer became the successor in interest to Shell Oil Company under the Original Quadrangle Development Order.

REC Fee \$ 109.00  
Add Fee \$ 14.00  
Doc Tax \$  
Int Tax \$  
Total \$ 123.00  
MARTHA O. HAYNE, Orange County Clerk  
By *SB* Deputy Clerk

RETURN TO CLERK OF BCC - ADMIN. CTR. - JO ANN CRAVENS

10513

5. On March 17, 1986, the County, as a non-substantial deviation, approved the addition of 0.89 acres to the Quadrangle DRI/PD, which acres are included in and constitute this Substantial Deviation.

6. By Amendment to the Original Quadrangle Development Order dated February 29, 1988, and recorded in Official Records Book 3964, Page 2999, Public Records of Orange County, Florida (the "First Amendment"), the Developer added additional property ("Additional Property") to The Quadrangle Development Order which Additional Property is also known as the "9.2 Acres Parcel 25", and is more particularly described in the First Amendment.

7. By Settlement Agreement September 18, 1988, recorded in Official Records Book 4028, Page 2999, Public Records of Orange County, Florida, the First Amendment was rescinded and revoked by the Developer and the County.

8. The Settlement Agreement authorized the Developer to proceed with the Development (as defined in the Settlement Agreement) of the 9.2 Acres prior to the issuance of a Substantial Deviation Development Order. 1243

9. The 9.2 Acres have been and are included in the Substantial Deviation.

10. The Developer has, pursuant to Section 380.04, Florida Statutes, filed for, processed and now has received conditional approval of a Substantial Deviation Development Order for the Quadrangle DRI ("Substantial Deviation").

11. The Developer and the County now desire to amend the Original Quadrangle Development Order to incorporate the terms and conditions of the approved Substantial Deviation.

12. All filings, approvals, notices and public hearings required under Section 380.06(19), Florida Statutes, have been complied with.

13. The Substantial Deviation is consistent with the adopted Orange County Growth Management Policy and the adopted Regional Plan of the East Central Florida Planning Council, and shall be applicable to the development activity occurring subsequent to completion of development authorized by Phases I, II and III of the Original Quadrangle Development Order.

14. Development authorized under this Substantial Deviation Development Order shall also comply with all other existing and currently applicable federal, state and county laws, ordinances and regulations, which are expressly incorporated herein by reference, except to the extent such laws, ordinances and regulations are expressly waived or modified by this Substantial Deviation Development Order or by action of the County.

NOW, THEREFORE, IT IS HEREBY ORDERED AND RESOLVED by the Board of County Commissioners of Orange County, Florida, that the Substantial Deviation to The Quadrangle DRI is approved pursuant to Section 380.06(19), Florida Statutes, subject to and in accordance with the following terms and conditions:

**II. CONDITIONS OF APPROVAL AS ADOPTED BY  
BOARD OF COUNTY COMMISSIONERS.**

1. Development shall conform to The Quadrangle PD Board of County Commissioners approval; the Original Quadrangle Development Order; the Quadrangle PD/Amended Land Use Plan dated "Received November 11, 1987," and to the following conditions of approval. Development based upon this approval shall comply with all other applicable federal, state, and county laws, ordinances and regulations, which are incorporated herein by reference, except to the extent they are expressly waived or modified by these conditions or by action of Orange County.

2. On-site water or wastewater facilities shall be prohibited.

3. Permitted uses shall be those listed in Article XXVIII of the County's Planning and Zoning Resolution, except as follows:

- a. Battery manufacturing and storage;
- b. The manufacturing of boats, building products, garments or textiles, pharmaceuticals and shoes (leather) goods;
- c. Hospitals;
- d. Portable signs and billboards; and
- e. Warehousing (storage of materials may be allowed, provided sufficient performance standards are

submitted by the Developer and approved by the Planning and Zoning Directors).

4. Freestanding commercial uses shall be limited to Parcels 25 (pursuant to PD conditions of approval with respect to Parcel 25), 17 and 17A, as noted on the Quadrangle/Amended Land Use Plan dated "Received November 11, 1987."

5. The following additional phases and quantity of development are added to the previously approved Quadrangle DRI:

<u>LAND USE</u>	<u>PHASE IV A</u>	<u>PHASE IV B</u>	<u>PHASE IV C</u>	<u>TOTAL</u>
Office	375,908	420,632	420,632	1,217,172
Commercial	3,500	0	0	3,500
Hotel (Rooms)	200	0	0	200

6. The Developer shall be responsible for constructing the following road improvements which are required prior to the initiation of the development phase:

Phase 4A (First Phase of Substantial Deviation) - Four (4) lanes of Alafaya Trail from State Road 50 (Colonial Drive) to the Seminole County line **MUST** be in place before Phase 4A of development can go forward. Unless funded and constructed by other sources or parties, the Developer shall have the specific responsibility to fund and construct the missing section of Alafaya Trail from University Boulevard North to the Seminole County line, subject to an impact fee credit assessment in favor of the Developer in accordance with the then-existing

regulations, including the impact fee ordinance in effect at the time the improvement is commenced.

Phase 4B (Second Phase of Substantial Deviation) - Prior to the initiation of Phase 4B by the Developer, four (4) lanes of Rouse Road from Corporate Boulevard to State Road 50 shall be in place. If that road segment is not in place prior to the initiation of Phase 4B, as a condition of proceeding with Phase 4B the Developer shall advance the greater of (1) its pro rata share (based upon the average daily trips generated by Phase 4B of the Quadrangle as a percentage of the new road capacity created by the improvement) of the cost of such improvement, or (2) the transportation impact fees anticipated to be generated by the development of Phase 4B.

Phase 4C (Third Phase of Substantial Deviation) - The Developer shall, prior to the initiation of Phase 4C, construct an alternative improvement to provide a capacity equivalent of an additional two through-lanes on University Boulevard from Rouse Road to Dean Road must be in place prior to the commencement of Phase 4C (i.e., the equivalent mitigation which would have been accomplished had University Boulevard been eight laned).

A Developer's Agreement shall be executed in conjunction with the approval of the Substantial Deviation Development Order that addresses the following issues:

- a. Transportation impact fee credits;
  - b. The Developer's Agreement shall give the Developer the right to submit a traffic study indicating that a specific improvement is not needed. If such study shows that any specific improvement is not needed, and such study is reviewed and approved by Orange County, the Developer shall be permitted to commence the appropriate development phase without such improvement being in place, subject to compliance with all other applicable conditions of the original Development Order and Substantial Deviation Development Order.
  - c. The waiving of any of the roadway improvement requirements if a governmental entity or another developer constructs the facility; and
  - d. The ability to cease development activity until needed improvements are in place.
7. The following mass transit conditions shall apply:
- a. Bicycle lanes, bicycle lockers, transit passenger shelters and transit parking bays shall be constructed where necessary to augment and

facilitate the operation of off-site transit and bicycle facilities. Furthermore, the Developer shall make known to tenants that the Orlando area has an existing ride-sharing program operated by the Tri-County Transit Authority and the City of Orlando, and the Developer shall encourage the use of said facility. The Developer shall also designate at least one (1) employee to coordinate a ride-share program in conjunction with the Tri-County Transit. In addition, the Developer shall encourage the individual building owners or tenants to allow promoters of a ride-sharing program to have access to employees for the purposes of promoting ride-sharing programs. The level of participation shall be included in the annual monitoring report in two ways:

- (1) A list of companies which allow access to employees to promote ride-sharing, and a list of companies which prohibit such access, along with the reasons for the prohibition, and
- (2) An estimate of the level of participation in the program measured in percentage reduction of single-occupant vehicles.

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- b. The Developer shall conduct a feasibility study to assess the viability of a shuttle system to serve The Quadrangle and the immediate vicinity. This study may be in conjunction with the University of Central Florida, the Central Florida Research Park, or other interested parties. If a shuttle system is implemented, the Developer shall make a fair-share contribution toward its implementation and operation.
- c. The Developer shall dedicate up to one hundred thousand (100,000) square feet of land to the Tri-County Transit (at a mutually acceptable location) for a transfer or circulation facility as needed by the Tri-County Transit. The dedication shall be coupled with an appropriate reverter if such a facility is not constructed and used by the Tri-County Transit within five (5) years from the date of donation. The reversion shall also apply if the Transit Authority ever ceases to use such land for the stated purpose.
- d. The Developer shall include in the covenants and restrictions applicable to The Quadrangle a requirement whereunder tenants shall be encouraged to stagger work hours so as to mitigate peak hour traffic impacts.

- e. The Developer shall reserve a location for a daycare center within the project.
- f. The Developer shall take the lead in establishing a Transportation Management Association ("TMA"), inviting participation by the major landowners in the area, including but not limited to Westinghouse, the University of Central Florida, the Research Park and the Tri-County Transit Authority.

III. CONDITIONS OF APPROVAL AS ADOPTED BY  
THE EAST CENTRAL FLORIDA REGIONAL  
PLANNING COUNCIL.

1. The project shall be developed in accordance with the information, data, plans and commitments contained in The Quadrangle Substantial Deviation DRI/ADA and supplemental information, unless otherwise directed by the conditions enumerated below. For the purposes of this condition, the Application for Development Approval shall consist of the following items:

- a. Application for Development Approval, dated October 19, 1987;
- b. Response to Request for Additional Information, dated January 4, 1988;
- c. Second Response to Request for Additional Information, dated May 12, 1988; and

d. Developer Commitments as summarized in Appendix "B" of the Regional Planning Council's final report, dated September 29, 1988.

2. The total Quadrangle DRI shall consist of no more than the following:

LAND USE	<u>ORIGINAL APPROVAL</u>	<u>INCREASE IN SQ.FT. SUBSTAN- TIAL DE- VIATION AMENDMENT</u>	<u>TOTAL SQ.FT. AMENDED PROJECT</u>
Office	2,352,091	1,217,172	3,569,263
Commercial (GLA)	143,500	3,500	147,000
Hotel (Rooms)	<u>250</u>	<u>200</u>	<u>450</u>
TOTAL	2,495,841	1,220,672	3,716,263 450 Rooms

3. Site development related activities shall not result in the harming, pursuit or harassment of wildlife 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 determined to be residing on, or be otherwise significantly dependant upon, the project site, the Developer shall cease all activities which might negatively affect that individual or population and immediately notify both the Florida Game and Fresh Water Fish Commission and the United States Fish and Wildlife Service. Proper protection and habitat management, to the satisfaction of both agencies, shall be provided by the Developer.

"Harming" and "harassment," as used in this condition, shall be defined in the same manner as "harming" and "harassment" are respectively defined in 50 CFR, Section 17.3.

4. Failure of any portion of the permitted stormwater management plan shall not be justification for additional alteration of wetlands whether protected, viable, transitional, or altered.

5. The Developer shall develop, in coordination with the Florida Department of Environmental Regulation ("FDER"), a plan of action to assure the implementation of proper hazardous materials and waste management and disposal procedures, including provisions to assure the availability of sufficient financial resources and the initiation of actions for the prompt and effective containment and clean-up of hazardous substances subsequent to a spill or contamination episode. "Hazardous materials" are those for which notification of the FDER is required under Chapter 17-30, Florida Administrative Code (FAC).

6. The Developer or its successors shall assure the identification of all hazardous materials/wastes stored or generated on the project site, to include types, volumes, handling procedures, storage techniques, and disposal methods, with the information being furnished to FDER.

NOTE: With respect to Conditions #3, #4, #5, and #6, the application of such conditions shall not invalidate or require

modifications of or to any approvals or permits heretofore obtained by the Developer, or any construction previously commenced.

7. Amend Condition L.1 of the Original Quadrangle Development Order as follows:

"A monitoring/modeling program shall be performed prior to the initiation of phase 4A, prior to the initiation of Phase 4B, and again prior to the initiation of Phase 4C, which phases together constitute the substantial deviation portions of the project, in those instances where it has been estimated that the Quadrangle and the Quadrangle Substantial Deviation will contribute ten (10) percent or greater to the design capacity of a roadway at level of service ("LOS") "C" to identify traffic conditions by service level. The methodology of the monitoring/modeling programs shall be agreed upon by Orange and Seminole Counties, the Developer and the East Central Florida Regional Planning Council. A list of affected facilities is as follows:

- a. State Road 434 north of County Road 426;
- b. State Road 434 from County Road 426 to Chapman Road;
- c. State Road 426 from Chapman Road to Red Bug Lake Road;

- d. Chapman Road from State Road 434 to State Road 426;
- e. State Road 434 from Chapman Road to University Boulevard;
- f. State Road 426 from Dean Road to Tusawilla Road;
- g. Tusawilla Road from Red Bug Lake Road to State Road 426;
- h. State Road 426 from Tusawilla Road to Hall Road;
- i. State Road 426 from Hall Road to Howell Branch Road;
- j. Hall Road from University Boulevard to State Road 426;
- k. University Boulevard from Goldenrod Road to East/West Expressway northern extension;
- l. University Boulevard from East/West Expressway extension to Dean Road;
- m. University Boulevard from Dean Road to Rouse Road;
- n. University Boulevard from State Road 434 to Rouse Road;
- o. Dean Road from State Road 50 to University Boulevard;
- p. Rouse Road from University Boulevard to Lokanosta Trail;
- q. Rouse Road from Lokanosta Trail to State Road 50;

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- r. State Road 434 from University Boulevard to Lokanosta Trail;
- s. State Road 434 from Lokanosta Trail to State Road 50;
- t. State Road 50 from East/West Expressway to Dean Road;
- u. State Road 50 from Dean Road to Rouse Road;
- v. Rouse Road extension south of State Road 50;
- w. Alafaya Trail extension south of State Road 50;
- x. University Boulevard from Goldenrod Road to State Road 436;
- y. McCulloch Road from Alafaya Trail (State Road 434) to Rouse Road;
- z. McCulloch Road from Alafaya Trail (State Road 434) to Lockwood extension;
- aa. Lockwood Road extension from McCulloch Road to Lockwood Road; (NOTE: Lockwood Road and the Lockwood Road extension are in Seminole County.)
- bb. Rouse Road from University Boulevard to McCulloch Road;
- cc. Dean Road from State Road 426 to University Boulevard;
- dd. Dean Road from State Road 50 to Lake Underhill Road;

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- ee. Eastern Beltway from University Boulevard to State Road 50;
- ff. Red Bug Lake Road from the Eastern Beltway to Tusawilla Road; and
- gg. Red Bug Lake Road from Tusawilla Road to Goldenrod Road.

8. Amend Condition L.2 of the Original Quadrangle Development Order as follows:

"The Quadrangle project shall not commence beyond Phase I or an equivalent of 9,100 ADT nor with subsequent phases where service levels are below LOS "D" as determined by the monitoring/modeling program and it has been estimated through the ADA that the project contributes ten (10%) percent or greater to the capacity of roadway service level "C" as specified in recommendation L.1 unless mitigation measures/improvements are identified which would provide, at a minimum, LOS "D", and funding commitments for such measures/improvements are secured and committed to occur within the next phase. The Developer must also demonstrate to the satisfaction of the appropriate county and the East Central Florida Regional Planning Council that the final phase of the Quadrangle project will not adversely affect service levels (below LOS "D" during peak hour), or

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demonstrate that the necessary improvements to accommodate the final phase are scheduled to occur during that final phase. Otherwise, further building permits shall not be issued by Orange County toward the balance of the project. The final phase, as referred to above in this condition, is the last phase of vested development. The 14,932 daily trips which comprise the substantial deviation portion of the project, shall only be allowed to develop if the results of the monitoring program prior to Phases 4A, 4B, and 4C indicate that roadway conditions will be at LOS "D - peak hour" or better at the completion of the appropriate sub-phase on roadways where cumulative project traffic contributes ten (10%) percent or greater to the LOS "C" design roadway service volume. The project may also proceed if roadway improvements are scheduled to occur during the applicable sub-phase in which impacts occur and LOS "D" peak hour will be attained.

9. Amend Condition L.4 of the Original Quadrangle Development Order as follows:

"Bicycle lanes, bicycle lockers, transit passenger shelters and transit parking bays should be constructed where necessary to augment and facilitate

the operation of off-site transit and bicycle facilities. Furthermore, the Developer make known to tenants that the Orlando area has an existing ride-sharing program operated by Tri-County Transit and the City of Orlando, and encourage the use of the facility. The Developer shall designate at least one employee to coordinate a ride-share program in conjunction with Tri-County Transit. In addition, the Developer shall encourage the individual building owners or tenants to allow promoters of a ride-sharing program to have access to employees for the purpose of promoting ride-sharing programs. This may take the form of a ride-sharing "fair," surveys, etc. The level of participation shall be included in the annual monitoring report in two ways: (1) a list of companies which allow access to employees to promote ride-sharing and a list of companies which prohibit such access along with the reasons for the prohibition; and (2) an estimate of the level of participation in the program measured in percentage reduction of single-occupant vehicles (A non-binding goal of a thirty (30%) percent reduction is recommended)."

10. Add Condition L.6 to the Original Quadrangle Development Order as follows:

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"The Developer shall conduct a feasibility study to assess the viability of a shuttle system to serve the Quadrangle and the immediate vicinity. This study may be in conjunction with the University of Central Florida, the Central Florida Research Park or other interested parties. If a shuttle system is implemented, the Developer shall make a fair-share contribution toward its implementation and operation.

11. Add Condition L.8 to the Original Quadrangle Development Order as follows:

"Prior to any portion of Phase 4 construction, in the event that a need is shown by the monitoring requirement, a new or reconstructed east-west corridor shall be under construction from State Road 434 to Dean Road and shall be completed prior to the completion of Phase 4. The purpose of this roadway is to relieve congestion on University Boulevard and State Road 50. It is recognized that the County will not eight-lane University Boulevard and that said new east-west corridor will serve a similar purpose and shall be constructed if unacceptable levels of service are evident on University Boulevard. This roadway is to be in addition to the East-West Expressway extension."

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12. Amend Condition L.3 of the Original Quadrangle Development Order as follows:

"Toward the achievement of the objectives in Conditions L.1 and L.2, an agreement among Orange County, Seminole County, and the Developer shall be entered into within six months of the issuance of a Development Order for this project by Orange County. The agreement shall address and clarify such issues related to equity in the application of fees for roadway improvements. However, such an agreement would not alter or waive Conditions L.1 and L.2 above. This agreement may be readdressed at the request of Seminole County to consider a re-evaluation of terms of any existing agreement only as it relates to the additional project traffic generated by this substantial deviation to the project."

13. All other regionally significant conditions as presented in Section B of the Original Quadrangle Development Order shall remain in effect as written.

#### IV. VESTED RIGHTS

Notwithstanding anything to the contrary contained herein, this Substantial Deviation Development Order shall not be construed to divest the Developer of any vested rights it may have pursuant to the Original Quadrangle Development Order. Provided, however, any inconsistency between the Original

Quadrangle Development Order and this Substantial Deviation, the Substantial Deviation shall control.

**V. LOCAL MONITORING**

1. Orange County shall be responsible for monitoring the development and enforcing the provisions of this Substantial Deviation Development Order. The County shall not issue any permits or approvals or provide any extensions of services if the Developer fails to act in substantial compliance with this Substantial Deviation Development Order.

2. The established review and approval process for review of development pursuant to Article IV, Orange County Zoning Resolution, the Orange County Subdivision Regulations, and the Commercial Site Development Ordinance, Sections 36-61, et seq., Orange County Code, constitute some of the monitoring procedures for assuring compliance with this Substantial Deviation Development Order, as specified in Section 380.06(15)(c)1, Florida Statutes. The local official responsible for assuring compliance by the Developer with this Substantial Deviation Development Order shall be the County Administrator, or his designee.

**VI. DOWN ZONING, UNIT DENSITY REDUCTION OR INTENSITY REDUCTION**

Until fifteen (15) years from the effective date of this Substantial Deviation Development Order, the approved development described in this Substantial Deviation Development

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Order shall not be subject to down zoning, unit density reduction or intensity reduction unless the County can demonstrate that substantial changes in the conditions underlying the approval of this Substantial Deviation Development Order have occurred, or that this Development was based upon substantially inaccurate information provided by the Developer, or that the change is clearly established by the County to be essential to the public health, safety or welfare.

**VII. ANNUAL REPORTING REQUIREMENT**

1. The Developer shall submit an annual report each year following the effective date of this Substantial Deviation Development Order and throughout the term of this Substantial Deviation Development Order. The annual report shall be submitted on the appropriate form to Orange County, care of the Planning Department, the ECFRPC, the Florida Department of Community Affairs, the Bureau of Land and Water Management, and all affected permit agencies. The contents of the annual report shall comply with the relevant conditions of approval of this Development Order, Section 380.06(18), Florida Statutes, and Rule 9J-2.025(7), Florida Administrative Code, including the following:

- a. Any changes in the plan of development, or in the representations contained in the ADA, or in the phasing for the reporting year and for the next year;

- b. A summary comparison of development activity proposed and actually conducted for the year;
- c. Undeveloped tracts of land, other than individual single-family lots, that have been sold to a separate entity or developer;
- d. Identification and intended use of lands purchased, leased or optioned by the Developer adjacent to the original DRI site since the Development Order was issued;
- e. An assessment of the Developer's and Orange County's compliance with the conditions of approval contained in the DRI Development Order and the commitments which are contained in the ADA and which have been identified by Orange County, the ECFRPC, or the Department of Community Affairs as being significant;
- f. Any known incremental DRI applications for development approval or requests for a substantial deviation determination that were filed in the reporting year and to be filed during the next year;
- g. An indication of a change, if any, in local government's jurisdiction for any portion of the development since this Development Order was issued;

- h. A list of significant local, state and federal permits which have been obtained or which are pending by agency, type of permit, permit number and purpose of each;
- i. A statement that all persons have been sent copies of the annual report in conformance with subsections 380.06(15) and (18), Florida Statutes; and
- j. A copy of any recorded notice of the adoption of a development order or the subsequent modifications of an adopted development order that was recorded by the Developer pursuant to subsection 380.06(15)(f), Florida Statutes.

2. If Orange County does not receive the annual report or receives notification that the ECFRPC, the Florida Department of Community Affairs, the Bureau of Land and Water Management, or any affected permit agency has not received a report, the County shall request in writing that the Developer submit the report within thirty (30) days. The failure to submit the report after thirty (30) days shall result in the temporary suspension of this Substantial Deviation Development Order by the County.

#### VIII. SUBSTANTIAL DEVIATIONS

- 1. No change shall be made to this Substantial Deviation Development Order or to the approved land uses, unless and until Orange County has approved and authorized the change.

2. The Developer shall fully comply with Section 380.06(19), Florida Statutes, regarding "substantial deviations "

**IX. RECORDING**

Notice of the adoption of this Substantial Deviation Development Order or any subsequent modifications of this Substantial Deviation Development Order shall be recorded by the Developer in accordance with Section 28.222, Florida Statutes, with the Clerk of the Circuit Court for Orange County, Florida, at the Developer's expense, immediately after the effective date of this Substantial Deviation Development Order or any subsequent modifications of this Substantial Deviation 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 property, or actual or constructive notice of any such lien, cloud, or encumbrance.

**X. DEVELOPER'S CONSENT**

The Developer and the property owner, by executing this Substantial Deviation Development Order, acknowledge that this Substantial Deviation Development Order is binding upon the Property, and that the conditions of approval contained herein apply to and control all further development of the Property.

BR 307 162798

XI. **EFFECTIVE DATE**

This Substantial Deviation Development Order shall take effect upon transmittal by first class U.S. Mail to ECFRPC, the Florida Department of Community Affairs, and the Bureau of Land and Water Management.

ORANGE COUNTY, FLORIDA

By: Wes M. Carter  
County Chairman

Date: 3/12/91

ATTEST: Martha O. Haynie, Comptroller,  
as Clerk to the Board of  
County Commissioners

BY: Martha O. Haynie  
Deputy Clerk

FOR THE USE AND RELIANCE  
OF ORANGE COUNTY ONLY.  
APPROVED AS TO FORM  
February 28 1991

Joel Prinsell  
Joel Prinsell  
Assistant County Attorney

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**WITNESSES:**

**QUADRANGLE DEVELOPMENT, a  
Florida Joint Venture**

By: **RMDC QUADRANGLE COMPANY, a  
Delaware corporation, as  
manager of the joint venture**

By: *[Signature]*  
**D. Paul Bonevac  
Vice President**

DATE: 1-15-91

By: **THE BABCOCK COMPANY, a  
Florida corporation**

By: *[Signature]*  
**Robert J. Brennan  
Vice President**

DATE: February 19, 1991

*[Signature]*  
*[Signature]*

*[Signature]*  
*[Signature]*

184297 132800

**RECORDED & RECORD VERIFIED**  
*Matthew Whayne*  
County Controller, Orange Co., FL

MAY 10 1994 JC/SD

**NON-SUBSTANTIAL DEVIATION AMENDMENT  
TO DEVELOPMENT ORDER FOR THE QUADRANGLE  
DEVELOPMENT OF REGIONAL IMPACT**

This Non-Substantial Deviation Amendment to Development Order for The Quadrangle Development of Regional Impact (the "Non-Substantial Amendment") is entered into this 10th day of May, 1994 between ORANGE COUNTY, FLORIDA, a political subdivision of the State of Florida ("County") and QUADRANGLE DEVELOPMENT, a Florida Joint Venture ("Developer").

**RECITALS**

A. The original Development of Regional Impact Development Order for The Quadrangle DRI was approved by the Board of County Commissioners on November 5, 1984 (the "Development Order").

B. The Development Order was modified by First Amendment to the Original Development Order for The Quadrangle Development of Regional Impact, which First Amendment was recorded March 14, 1988 in O.R. Book 3964, Page 2999, Public Records of Orange County, Florida.

C. The Development Order was further modified by a Substantial Deviation Amendment to Development Order for The Quadrangle Development of Regional Impact dated July 25, 1989, and further modified by an Amendment to Development Order for The Quadrangle Development of Regional Impact recorded March 14, 1991 in O.R. Book 4268, Page 3771, Public Records of Orange County, Florida.

D. The Developer has proposed a further modification to its approved development program for The Quadrangle DRI and to its existing Development Order, which proposed change the County has concluded does not constitute a substantial change under the County's Planned Development Ordinance nor a substantial deviation under subsection 380.06(19), Florida Statutes.

NOW, THEREFORE, for and in consideration of the above-stated premises, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Developer and the County agree as follows:

1. The Condition of Approval set forth in the first sentence of Paragraph II(1) of the Substantial Deviation Quadrangle Development Order is hereby amended to state as follows:

[cross.quadrangle]  
Amendment to Development Order  
5/5/94

Orange Co FL 4894594  
06/03/94 10:21:38am  
OR Bk 4750 Pg 948  
Rec 24.00

RETURN TO: COMPTROLLER CLARK OF THE BCC  
281 S. ROSALIND AVE. ORLANDO, FL 32801 60

(1) Development shall conform to The Quadrangle Planned Development Board of County Commission's approval; the original Quadrangle Development Order as amended by the aforesaid First Amendment and the Substantial Deviation Amendment; The Quadrangle PD/Amended Land Use Plan dated "Received March 2, 1994", and to the local conditions of approval with respect to the Planned Development.

2. The development quantities and land uses set forth and described in the Development Order, as modified by the Substantial Deviation Development Order, are further amended as described and stated in the attached Exhibits "A" and "B".

3. In accordance with subsection 380.06(15)(f), Florida Statutes, this Non-Substantial Amendment constitutes a land development regulation applicable to the Property described in the Development Order; however, the recording of this document does not constitute a lien, cloud or encumbrance of the Property or actual or constructive notice of any such lien, cloud or encumbrance.

4. Except as modified herein, all of the terms and conditions of The Quadrangle DRI Development Order, as amended, remain in full force and effect.

ATTEST: MARTHA O. HAYNIE, Clerk  
Board of County Commissioners

ORANGE COUNTY, FLORIDA

By: [Signature]  
Asst. Deputy Clerk

By: [Signature]  
For Linda W. Chapin  
Chairman



QUADRANGLE DEVELOPMENT, a  
Florida Joint Venture

By: RMDC Quadrangle Company, a  
Delaware corporation, as  
Manager of the Joint  
Venture

By: [Signature]  
L. Daniel Libutti  
Vice President

FOR THE USE AND RELIANCE OF  
ORANGE COUNTY ONLY. APPROVED  
AS TO FORM May 25, 1994.

Carl H. Chapin  
Assistant County Attorney

OR Bk 4750 Pg 950  
Orange Co FL 4894594

[cross quadrangle]  
Amendment to Development Order  
5/5/94

EXHIBIT "A"

OR Bk 4750 Pg 951  
Orange Co FL 4894594

Currently Approved Land Use for The Quadrangle Development

Land Use	Phases I-III	Phase IV A	Phase IV B	Phase IV C	Total
Office	2,352,091	375,908	420,632	420,632	3,569,263
Commercial	143,000	3,500	0	0	147,000
Hotel(Rooms)	250	200	0	0	450
Residential	0	0	0	0	0

The land uses listed above may be adjusted for any phase as follows:

- 1) For each of multi-family unit added (not to exceed 960 units), reduce the approved office square feet by 300 square feet.
- 2) For each additional 1,000 square feet of retail added (not to exceed an additional 250,000 square feet) reduce the office square feet by 2,400.

Application of the exchange rates provided above shall not exceed the following maximum result:

Office	2,744,263 square feet
Commercial	397,000 square feet
Hotel	450 rooms
Residential	960 units

# The Quadrangle ORLANDO FLORIDA

OR Bk 4750 Pg 952  
Orange Co FL 4894594

EXHIBIT "B"

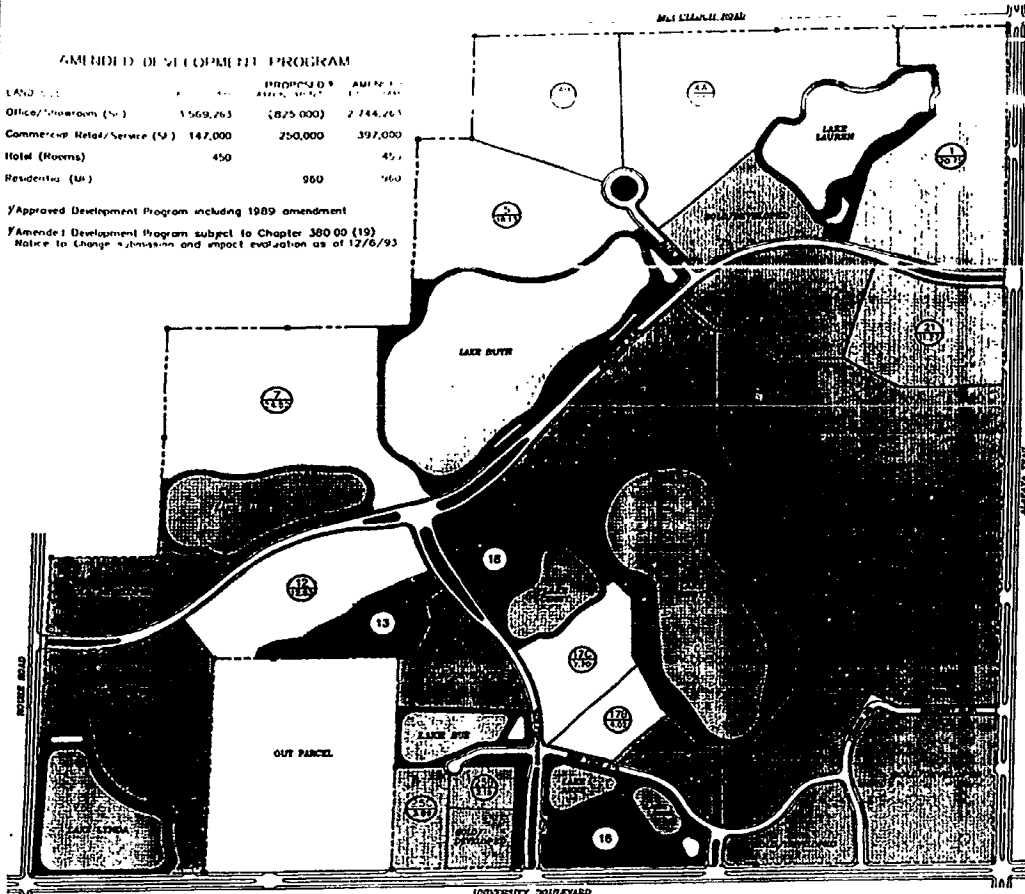
Record Verified - Martha O. Haynie

## AMENDED DEVELOPMENT PROGRAM

LAND USE	PROPOSED	AMENDED
Office/Wholesale (Sq Ft)	1,569,263	(875,000) 7,744,263
Commercial Retail/Service (Sq Ft)	147,000	250,000 397,000
Hotel (Rooms)	450	450
Residential (Units)	950	950

Approved Development Program including 1989 amendment

Amended Development Program subject to Chapter 300.00 (19)  
Notice to Change Submission and impact evaluation as of 12/6/93



## LAND USE LEGEND

	Commercial/Office/Hotel		Office/MF Residential
	Open Space		Lakes
	Environmental Area		Sold/Developed

TRACTS	LAND USE	ACREAGE
1	Commercial/Office/Hotel	20.75 AC.
4A	Office/MF Residential	23.87 AC.
4B	Office/MF Residential	15.00 AC.
5	Office/MF Residential	18.13 AC.
7	Office/MF Residential	24.62 AC.
12	Office/MF Residential	12.63 AC.
12B	Office/MF Residential	04.02 AC.
12C	Office/MF Residential	07.70 AC.
21	Commercial/Office/Hotel	11.27 AC.
24A	Commercial/Office/Hotel	02.19 AC.
24B	Commercial/Office/Hotel	03.89 AC.
24C	Commercial/Office/Hotel	04.07 AC.
TOTAL		144.07 AC.

**The Quadrangle**  
**QUADRANGLE**  
**DEVELOPMENT CO.**  
7555 S.W. ORANGE AVE.  
SUITE 970  
ORLANDO FL 32821 (407) 943-7439

**canin associates**  
Planners & Environmental Engineers

**EXHIBIT B**  
**DEVELOPMENT PLAN (REVISED)**

As shown on this map, the land is zoned for commercial use. The land is located in the City of Orlando, Florida. The land is located in the City of Orlando, Florida. The land is located in the City of Orlando, Florida.

ORIGINAL RECEIVED IN RECORDS MANAGEMENT DEPARTMENT AS IS.

APPROVED BY THE BOARD OF COUNTY  
COMMISSIONERS AT ITS MEETING

DEC 13 1994

TW/CS

Orange Co FL 5097744

12/27/94 02:13:53pm

OR BK 4836 Pg 1116

Rec 19.50

NON-SUBSTANTIAL DEVIATION AMENDMENT  
TO DEVELOPMENT ORDER FOR THE QUADRANGLE  
DEVELOPMENT OF REGIONAL IMPACT -

This Non-Substantial Deviation Amendment to Development Order for The Quadrangle Development of Regional Impact (the "Non-Substantial Amendment") is entered into this 13th day of December, 1994 between ORANGE COUNTY, FLORIDA, a political subdivision of the State of Florida ("County") and QUADRANGLE DEVELOPMENT, a Florida Joint Venture ("Developer").

RECITALS

A. The original Development of Regional Impact Development Order for the Quadrangle DRI was approved by the Board of County Commissioners on November 5, 1984 (the "Development Order").

B. The Development Order was modified by First Amendment to the Original Development Order for The Quadrangle Development of Regional Impact, which first Amendment was recorded in O.R. Book 3964, Page 2999, Public Records of Orange County, Florida.

C. The Development Order was further modified by a Substantial Deviation Amendment to Development Order for The Quadrangle Development of Regional Impact, dated July 25, 1989, and further modified by an Amendment to Development Order for The Quadrangle Development of Regional Impact recorded March 14, 1991 in O.R. Book 4268, Page 3771, Public Records of Orange County, Florida.

D. The Development Order was further modified by a Notice of Proposed Change to The Quadrangle DRI Development Order, which amendment was recorded on June 3, 1994 in O.R. Book 4750, Page 948, Public Records of Orange County, Florida.

E. The Developer has proposed a further modification to its approved development program for the Quadrangle DRI and to its existing Development Order, which does not constitute a substantial change under the County's Planned Development ordinance nor a substantial deviation under subsection 380.06(19), Florida Statutes.

NOW, THEREFORE, for and in consideration of the above-stated premises, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Developer and the County agree as follows:

1. The Condition of Approval set forth in the first sentence of Paragraph II(1) of the Substantial Deviation Quadrangle Development Order is hereby amended to state as follows:

(1) Development described in the legal description (Exhibit A) shall conform to The Quadrangle PD Board of County Commission's approval; the original Quadrangle Development Order as amended by the aforesaid First Amendment and the Substantial Deviation Amendment; The Quadrangle PD/Amended Land Use Plan dated "Received May 10, 1994" (Exhibit B), and to the local conditions of approval, with respect to the Planned Development.

2. The development schedule set forth by reference in the Development Order, as modified by the Substantial Deviation Development Order, are further amended to state as follows:

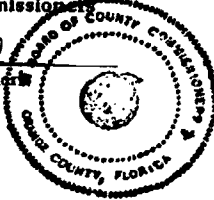
<u>PHASE</u>	<u>APPROVED BUILDOUT</u>	<u>PROPOSED BUILDOUT</u>
III	December 31, 1995	December 30, 2000
IV a.	December 31, 1996	December 30, 2001
IV b.	December 31, 1997	December 30, 2002
IV c.	December 31, 1998	December 30, 2003

3. In accordance with subsection 380.06(15) (f), Florida Statutes, this Non-Substantial Amendment constitutes a land development regulation applicable to the Property described in the Development Order, incorporated herein by this reference; however, the recording of this document does not constitute a lien, cloud or encumbrance of the Property or actual or constructive notice of such lien, cloud or encumbrance.

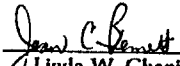
4. Except as modified herein, all of the terms and conditions of The Quadrangle DRI Development Order, as amended, remain in full force and effect.

ATTEST: MARTHA O. HAYNIE, Clerk  
Board of County Commissioners

By:   
Asst. Deputy Clerk



ORANGE COUNTY, FLORIDA

By:   
Linda W. Chapin  
Chairman

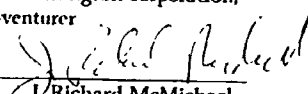
QUADRANGLE DEVELOPMENT, a Florida  
Joint Venture

By: RMDC Quadrangle Company, a  
Delaware corporation, as  
co-venturer

By:   
L. Daniel Libutti  
Vice President

Dated: 12/7/94

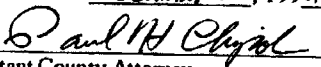
By: Weyerhaeuser Real Estate, a  
Washington corporation,  
as co-venturer

By:   
Richard McMichael  
Vice President

Dated: 12/14/94

FOR THE USE AND RELIANCE OF  
ORANGE COUNTY ONLY. APPROVED

AS TO FORM December 22, 1994

  
Assistant County Attorney

OR Bk 4836 Pg 1119  
Orange Co FL 3097744

Record Verified - Martha O. Haynie

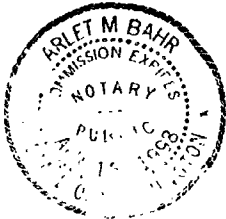
STATE OF WASHINGTON )

COUNTY OF KING )

)ss

On this 20<sup>th</sup> day of December, 1998<sup>4</sup>, before me personally appeared Richard McMichael and                     , to me known to be the ~~Assistant~~ Vice President and ~~Assistant Secretary~~, respectively, of WEYERHAEUSER REAL ESTATE COMPANY, the corporation that executed the within and foregoing instrument, and acknowledged said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and on oath stated that they were authorized to execute said instrument ~~and that the seal affixed is the corporate seal of said corporation.~~

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.



Arlet M Bahr  
Notary Public in and for the State of  
Washington, residing at Pierce County

My commission expires 4/15/98

JUN 24 1997 VS/RB

Orange Co FL 1997-0243299  
070897 02:43:51pm  
OR Bk 5286 Pg 4556  
Rec 15.00

THIS INSTRUMENT PREPARED BY  
AND SHOULD BE RETURNED TO:  
THOMAS T. ROSS, ESQUIRE  
AKERMAN, SENTERFITT & EIDSON, P.A.  
POST OFFICE 231  
ORLANDO, FL 32802-0231

THIS SPACE RESERVED FOR RECORDER'S USE

**NON-SUBSTANTIAL DEVIATION AMENDMENT  
TO DEVELOPMENT ORDER FOR THE QUADRANGLE  
DEVELOPMENT OF REGIONAL IMPACT**

This Non-Substantial Deviation Amendment to Development Order for The Quadrangle Development of Regional Impact (the "Non-Substantial Amendment") is entered into this 24th day of June, 1997 between ORANGE COUNTY, FLORIDA, a political subdivision of the State of Florida (the "County"), and WEYERHAEUSER REAL ESTATE COMPANY, a Washington corporation (the "Developer").

**RECITALS**

A. The original Development of Regional Impact Development Order for The Quadrangle DRI was approved by the Board of County Commissioners on November 5, 1984 (the "Development Order").

B. The Development Order was modified by First Amendment to the Original Development Order for The Quadrangle Development of Regional Impact, which First Amendment was recorded in O.R. Book 3964, Page 299, Public Records of Orange County, Florida.

C. The Development Order was further modified by a Substantial Deviation Amendment to Development Order for The Quadrangle Development of Regional Impact dated July 25, 1989, and further modified by an Amendment to Development Order for The Quadrangle Development of Regional Impact recorded March 14, 1991 in O.R. Book 4268, Page 3771, Public Records of Orange County, Florida.

D. The Development Order was further modified by a Notice of Proposed Change to The Quadrangle DRI Development Order, which Amendment was recorded on June 3, 1994 in O.R. Book 4750, Page 948, Public Records of Orange County, Florida.

RETURN TO: COMPTROLLER CLERK OF THE BCC  
VIRGINIA SHAFFER (L2)  
201 S. ROSALIND AVE. ORLANDO, FL 32801

E. The Development Order as further modified by a Non-Substantial Deviation Amendment dated December 13, 1994, which was approved by the Orange County Board of County Commissioners on DECEMBER 13, 1994 and is on file with the Clerk to the Board of County Commissioners.

F. The Developer has proposed a further modification to its approved development program for The Quadrangle DRI and to its existing Development Order, which does not constitute a substantial change under the County's Planned Development ordinance nor a substantial deviation under subsection 380.06(19), Florida Statutes.

NOW, THEREFORE, for and in consideration of the above-stated premises, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Developer and the County agree as follows:

1. The Condition of Approval set forth in the first sentence of Paragraph II(1) of the Substantial Deviation Quadrangle Development Order is hereby amended to state as follows:

Development shall confirm to The Quadrangle Planned Development, BCC approvals, and Land Use Planned Amendment and Notice of Proposed Change to the DRI dated received February 19, 1997, Eckerd Drugs Development Plan dated received February 24, 1997 and to the following Conditions of Approval. Development based on these approvals shall comply with all other applicable federal, state and county laws, ordinances and regulations, which are incorporated herein by reference, except to the extent [the applicable laws, ordinances and regulations] are expressly waived or modified by these Conditions, or by action approved by the Orange County Board of County Commissioners, or by action of the Board of County Commissioners.

2. The development quantities and land uses set forth and described in the Development Order, as modified, are further amended as described and stated in the attached Exhibits "A" and "B".

3. In accordance with subsection 380.06(15)(f), Florida Statutes, this Non-Substantial Amendment constitutes a land development regulation applicable to the Property described in the Development Order; however, the recording of this document does not constitute a lien, cloud or encumbrance of the Property or actual or constructive notice of any such lien, cloud or encumbrance.

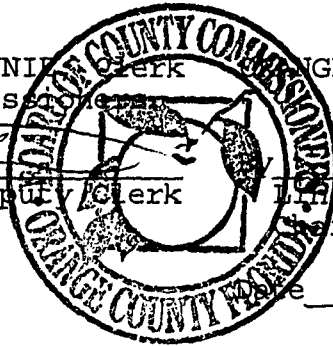
4. Except as modified herein, all of the terms and conditions of The Quadrangle DRI Development Order, as amended, remain in full force and effect.

ATTEST: MARTHA O. HAYNIE, Clerk  
Board of County Commissioners, ORANGE COUNTY, FLORIDA

By

Deputy Clerk

Linda W. Chapin  
Chairman



JUN 24 1997

FOR THE USE AND RELIANCE OF  
ORANGE COUNTY ONLY. APPROVED  
AS TO FORM JUNE 11,  
1997.

DR Bk 5286 Pg 4558  
Orange Co FL 1997-0243299

Recorded - Martha D. Haynie

Paul H. Chyd  
Assistant County Attorney

WEYERHAEUSER REAL ESTATE COMPANY,  
a Washington Corporation

By

J. Richard McMichael  
Vice President

Date

6/2/97

**CORRECTIVE AFFIDAVIT**  
Nonsubstantial Deviation Amendment to  
Development Order for the Quadrangle  
Development of Regional Impact

Orange Co FL 1997-0252853  
071597 12:09:18pm  
OR Bk 529 1 Pg 1243  
Rec 15.00

STATE OF FLORIDA

§

COUNTY OF ORANGE

I, THOMAS F. STARK, hereby state on personal knowledge, as follows:

1. I am the Assistant Deputy Clerk to Martha O. Haynie, Comptroller as Clerk of the Board of County Commissioners.
2. My duties as Assistant Deputy Clerk include being a custodian of the public records of the Board of County Commissioners, and supervising other staff members of the Office of the Clerk to the Board of County Commissioners.
3. A Nonsubstantial Deviation Amendment to Development Order for the Quadrangle Development of Regional Impact was approved by the Board of County Commissioners at its meeting of June 24, 1997, and such document has been recorded in the Public Records of Orange County, Florida at OR Book 5286, Page 4556 through OR Book 5286, Page 4458.
4. After the recording of the document it was discovered that Exhibits "A" and "B" to the above described development order were not included with the document when it was recorded.
5. Attached hereto and incorporated by this reference are Exhibits "A" and "B" to the above described development order as approved by the Board of County Commissioners on June 27, 1995.

THOMAS F. STARK

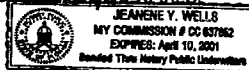
STATE OF FLORIDA

SS:

COUNTY OF ORANGE

The foregoing affidavit was acknowledged before me this 11th day of July 1997, by THOMAS F. STARK who is personally known to me or who has produced \_\_\_\_\_ as identification and who did not take an oath.

NOTARY PUBLIC  
MY COMMISSION EXPIRES:



RETURN TO: COMPTROLLER CLERK OF THE BCC  
201 S. ROSALIND AVE. ORLANDO, FL 32801  
Jeanene Wells

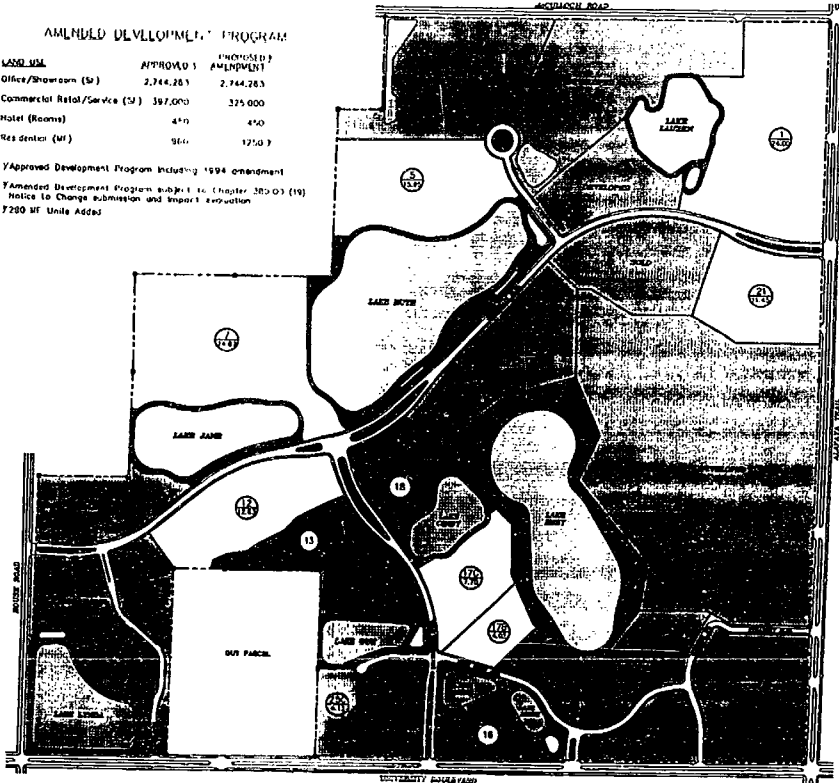
# The Quadrangle ORLANDO FLORIDA

OR Bk 529 1 Pg 1244  
Orange Co FL 1997-0252853

## AMENDED DEVELOPMENT PROGRAM

LAND USE	APPROVED	PROPOSED
Office/Showroom (S)	2,744,283	2,744,283
Commercial Retail/Service (S)	397,000	375,000
Hotel (Rooms)	470	470
Res. dens. (M)	964	1250.3

Approved Development Program including 1994 amendment  
Amended Development Program subject to Chapter 380.03 (19)  
Notice to Change submission and impact evaluation  
7250 SF Units Added



## LAND USE LEGEND

	Commercial/Hotel/Office/M.F. Residential		Office/M.F. Residential
	Open Space 7		Lakes
	Environmental Area		Sold/Developed

TRACTS	LAND USE	ACREAGE
1	Commercial/Hotel/Office/M.F. Residential	24.00 AC
5	Office/M.F. Residential	15.95 AC
7	Office/M.F. Residential	24.62 AC
12	Office/M.F. Residential	12.53 AC
13	Office/M.F. Residential	04.02 AC
17	Office/M.F. Residential	07.70 AC
17C	Office/M.F. Residential	11.45 AC
21	Commercial/Office/Hotel	28.13 AC
25C	Commercial/Office/Hotel	104.50 AC
	<b>TOTAL</b>	<b>184.50 AC</b>

Additional open space will be created as tracts develop in accordance with Orange County Land Development Regulations

**EXHIBIT A  
DEVELOPMENT PLAN (REVISED 8/10/97)**

**CORN ASSOCIATES**  
2000 N. Lake Nona Blvd., Suite 200, Lake Nona, FL 32157  
407-271-1111 FAX 407-271-1112  
www.cornassociates.com

TABLE 1

## SUBSTANTIAL DEVIATION DETERMINATION CHART

OR BK 5291 Pg 1245  
 Orange Co FL 1997-022883  
 Recorded - Martha O. Haynie

LAND USE	CHANGE CATEGORY	APPROVED PLAN	PROPOSED PLAN
Office	Acreage, including drainage, ROW, easements, etc. Building (gross square feet) Site locational changes # External Vehicle Trips	177 acres 2,744,863 sq. ft.	177 acres 2,744,863 sq. ft. No change
Wholesale, Retail, Service	Acreage, including drainage, ROW, easements, etc. Floor Space (gross square feet) # Parking Spaces Site locational changes # External Vehicle Trips	54 acres 397,000 sq. ft. 1,985	33 acres 325,000 sq. ft. 1,625 No change
Hotel/Motel	# Rental Units Site locational changes Acreage, including drainage, ROW, easements, etc.	450 units 13 acres	450 units No change 13 acres
Residential	# Dwelling units Type of dwelling units MF Acreage, including drainage, ROW, easements, etc. Site locational changes # External Vehicle Trips	960 units 56 acres 108 acres	MF Add Tract 1 77 Acreage 108 acres No change
Open Space (All natural and vegetated non-impervious surfaces	Acreage Site locational changes	13 acres	13 acres No change
Preservation, Buffer or Special Protection Areas	Acreage Site locational changes Development of site proposed	None	No change None

EXHIBIT B

APPROVED  
BY ORANGE COUNTY BOARD  
OF COUNTY COMMISSIONERS

AUG 9 1998 *RB/MS*

This Instrument Prepared by  
and Should be Returned to:  
Thomas T. Ross, Esq.  
Akerman, Senterfitt & Eidson, P.A.  
Post Office Box 231  
Orlando, FL 32802-0231

THIS SPACE RESERVED FOR RECORDER'S USE

Orange Co FL 1998-0482598  
111898 02:05:41pm  
OR Bk 5618 Pg 3965  
Rec 19.50

NON-SUBSTANTIAL DEVIATION AMENDMENT  
TO DEVELOPMENT ORDER FOR THE QUADRANGLE  
DEVELOPMENT OF REGIONAL IMPACT

This Non-Substantial Deviation Amendment to Development Order for The Quadrangle Development of Regional Impact (the "Non-Substantial Amendment") is entered into this 17<sup>th</sup> day of October, 1998 between ORANGE COUNTY, FLORIDA, a political subdivision of the State of Florida (the "County"), and WEYERHAEUSER REAL ESTATE COMPANY (the "Developer").

RECITALS

A. The original Development of Regional Impact Development Order for The Quadrangle DRI was approved by the Board of County Commissioners on November 5, 1984 (the "Development Order").

B. The Development Order was modified by First Amendment to the Original Development Order for The Quadrangle Development of Regional Impact, which First Amendment was recorded in O.R. Book 3964, Page 299, Public Records of Orange County, Florida.

C. The Development Order was further modified by a Substantial Deviation Amendment to Development Order for The Quadrangle Development of Regional Impact dated July 25, 1989, and further modified by an Amendment to Development Order for The Quadrangle Development of Regional Impact recorded March 14, 1991 in O.R. Book 4268, Page 3771, Public Records of Orange County, Florida.

D. The Development Order was further modified by a Notice of Proposed Change to The Quadrangle DRI Development Order, which Amendment was recorded on June 3, 1994 in O.R. Book 4750, Page 948, Public Records of Orange County, Florida.

OR009190.1

ORIGINAL RECEIVED IN RECORDS MANAGEMENT

not recording, place document in the Comptroller  
Clark's Office pick-up file. *Barbara Shelt*



E. The Development Order as further modified by two (2) Non-Substantial Deviation Amendments dated December 13, 1994 and June 24, 1997, respectively, which was approved by the Orange County Board of County Commissioners and is on file with the Clerk to the Board of County Commissioners.

F. The Developer has proposed a further modification to its approved development program for The Quadrangle DRI and to its existing Development Order, which does not constitute a substantial change under the County's Planned Development ordinance nor a substantial deviation under subsection 380.06(19), Florida Statutes.

NOW, THEREFORE, for and in consideration of the above-stated premises, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Developer and the County agree as follows:

1. The Condition of Approval set forth in the first sentence of Paragraph II(1) of the Substantial Deviation Quadrangle Development Order is hereby amended to state as follows:

Development shall conform to The Quadrangle Planned Development; Board of County Commissioners' approvals; and Tract 17 Amended Land Use Plan, dated "Received April 15, 1998"; and to the following conditions of approval. Development based on this approval shall comply with all other applicable federal, state, and county laws, ordinances, and regulations, which are incorporated herein by reference, except to the extent [the applicable laws, ordinances, and regulations] are expressly waived or modified by these conditions, or by action approved by the Orange County Board of County Commissioners, or by action of the Board of County Commissioners.

2. The development quantities, land uses and acreage set forth and described in the Development Order, as modified, are further amended as described and stated on the attached Exhibit "A".

3. In accordance with subsection 380.06(15)(f), Florida Statutes, this Non-Substantial Amendment constitutes a land development regulation applicable to the Property described in the Development Order; however, the recording of this document does not constitute a lien, cloud or encumbrance of the Property or actual or constructive notice of any such lien, cloud or encumbrance.

OR Bk 5618 Pg 3966  
Orange Co FL 1998-0482598

4. Except as modified herein, all of the terms and conditions of The Quadrangle DRI Development Order, as amended, remain in full force and effect.

ATTEST: MARTHA O. HAYNIE,  
Orange County Comptroller, as  
Clerk of the Board of County  
Commissioners

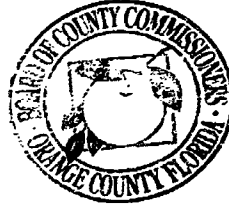
By: [Signature]  
Deputy Clerk

ORANGE COUNTY, FLORIDA

By: Board of County Commissioners

By: [Signature]  
Linda W. Chapin  
Chairman

Date NOV 17 1998



FOR THE USE AND RELIANCE OF  
ORANGE COUNTY ONLY. APPROVED  
AS TO FORM \_\_\_\_\_  
1998.

[Signature]  
Assistant County Attorney

WEYERHAEUSER REAL ESTATE COMPANY

By: [Signature]  
J. Richard McMichael  
Vice President

Date 10/26/98

OR Bk 5618 Pg 3967  
Orange Co FL 1998-0482598

Exhibit "A"  
Quadrangle  
Land-Use Modifications

OR Bk 5618 Pg 3968  
Orange Co FL 1992-0482598

Recorded - Martha O. Haynie

Land-Use	ITE Code	Quality	Units	Daily Trips	PM Peak Trips
Office	710	2,744,263	SF	31,010	4,164
Retail	820	305,000	SF	13,963	1,311
Multi- Family	220	1,250	D.U.s	7,627	23
Hotel	310	535	Rooms	4,418	348
Total				57,017	5,845

ORIGINAL RECEIVED IN RECORDS MANAGEMENT  
DEPT. OF TRANSPORTATION

7-18-00

AP ~~BO~~

FINAL ORDER NO. LW-00-009

STATE OF FLORIDA  
LAND AND WATER ADJUDICATORY COMMISSION

QUADRANGLE DEVELOPMENT  
COMPANY, a Florida Joint Venture,

Petitioner,

vs.

ORANGE COUNTY,

Respondent.

FLWAC Case No. APP-99-004  
DOAH Case No. 99-3722DRI

COPIES  
1

**FINAL ORDER**

This cause came before the Governor and Cabinet, sitting as the Florida Land and Water Adjudicatory Commission (the "Commission"), on November 29, 2000, upon the Recommended Order entered pursuant to §§ 380.07(4) and 120.57(1)(i), Florida Statutes (F.S.), in the Division of Administrative Hearings ("DOAH") Case No. 99-3722DRI.

**ISSUE STATEMENT**

At issue in this case is whether Quadrangle Development Company, (hereafter referred to as "Petitioner") is entitled to a final order by the Commission granting its petition to amend the Quadrangle Development of Regional Impact/Planned Development (DRI/PD).

**PROCEDURAL HISTORY**

This case comes before the Florida Land and Water Adjudicatory Commission pursuant to §380.07 of the Florida Statutes.

Petitioner sought approval of an amendment to the "Quadrangle DRI/PD" from Orange County, (hereafter referred to as Respondent). The requested approval sought to re-designate some previously approved office space to additional multi-family units and commercial space. After reviewing Petitioner's request, Orange County denied the amendment, on the grounds that it was incompatible with the county's Comprehensive Plan.

Petitioner contends that it has a right to the requested amendment since it satisfies the statutory guidelines set forth under chapter 380, Florida Statutes.

On July 18, 2000, after review of the evidence and testimony provided by the parties to this action, the Administrative Law Judge entered a "Recommended Order". The order recommends to the Commission that Petitioner's request be approved, with the exception of excess units requested and with conditions.

#### **I. RULING ON PETITIONER'S MOTION FOR LEAVE TO AMEND**

Petitioner filed a "Motion for Leave to Amend" with the Commission. Respondent filed a response to said motion and stipulated to its seeking to amend the application and petition to request approval of an additional 135 multi-family units. After review of both the motion and Respondent's response, as well as the relevant facts on record, the Commission hereby GRANTS Petitioner's "Motion for Leave to Amend" in so far as the request for an additional 135 multi-family units are concerned. As acknowledged by the parties, the Petitioner's exceptions to the Recommended Order are moot, the portions of the Recommended Order to which Quadrangle took exception are moot, and the only remaining issues to be addressed by this Final Order are the exceptions on record by Orange County.

## **II. RULING ON RESPONDENT'S REQUEST TO AMEND**

### **THE "APPEARANCES" SECTION OF THE RECOMMENDED ORDER**

Respondent requests an amendment to the "Appearances" section of the Recommended Order requesting that it be amended to, "reflect the co-counsel representation of Orange County by Joel D. Prinsell, Esquire, Senior Assistant County Attorney, Orange County Attorney's Office, 201 South Rosalind Avenue, Fifth Floor, Orlando, Florida 32801." Respondent's request to amend the aforementioned section is hereby GRANTED.

## **III. RULINGS ON EXCEPTIONS**

Both parties to this action filed exceptions to the Recommended Order. However, only Respondent's exceptions are addressed herein, since, as previously stated, Petitioner's exceptions have now become moot.

In order for the Commission to reject or modify any finding of fact made by the Administrative Law Judge, the Commission must find that such a finding of fact was not supported by "competent and substantial evidence". FS § 120.569(1) and FS 120.57(1)(l). In modifying or rejecting conclusions of law, the Commission may do so only where it has substantive jurisdiction. The applicable statute further states that:

"When rejecting or modifying such conclusion of law or interpretation of administrative rule, the agency must state with particularity its reasons for rejecting or modifying such conclusion of law or interpretation of administrative rule and must make a finding that its substituted conclusion of law or interpretation of administrative rule is as or more reasonable than that which was rejected or modified. Rejection or modification of conclusions of law may not form the basis for rejection or modification of findings of fact." Id.

1. Respondent's Exceptions to the Findings of Fact Contained in Paragraphs 15, 26, 56, 57, 61, 62, 64, 69, 71, 72, 73 81, 93 and 94:

The Commission has reviewed both Respondent's exceptions to the findings of fact and Petitioner's response to those exceptions, as well as relevant parts of the record before it. The Commission finds that the Administrative Law Judge's findings of fact were supported by "competent and substantial" evidence as required by statute. Thus, Respondent's exceptions to the findings of fact are DENIED.

Respondent raises three exceptions to the conclusions of law by the Administrative Law Judge, specifically paragraphs 100, 101 and 102.

2. Respondent's Exceptions to the Conclusions of Law Contained in Paragraphs 100, 101 and 102 of the Recommended Order:

Respondent takes exception to paragraph 100 of the Recommended Order on the basis that the Administrative Law Judge failed to take into account that the development order constituted a contract between Petitioner and Respondent. Respondent further reasons that, as such, Petitioner was not entitled to an amendment of that contract. In support of this assertion Respondent cites the case of Southern Burlington County NAACP v. Township of Mt. Laurel, 336 A.2d 713, 720 (N.J. 1975), as persuasive authority. Under the pertinent Florida Statutes, specifically section 380.06 (d) (14), the criteria set forth as the basis on which any amendment should be considered is as follows:

"Criteria outside areas of critical state concern.--If the development is not located in an area of critical state concern, in considering whether the development shall be approved, denied, or approved subject to conditions, restrictions, or limitations, the local government shall consider whether, and the extent to which:

- (a) The development is consistent with the local comprehensive plan and local land development regulations;
- (b) The development is consistent with the report and recommendations of the regional planning agency submitted pursuant to subsection (12); and
- (c) The development is consistent with the State Comprehensive Plan. In consistency determinations the plan shall be construed and applied in accordance

with s. 187.101(3).”

There is no statutory provision citing a presumption of a contractual relationship as a criterion that should be considered when determining whether to grant an amendment to the development order. Additionally, there is no Florida case on point specifically addressing whether the relationship between Petitioner and Respondent is contractual in nature. (Respondent cited the Florida case of, Sarasota County v. Taylor Woodrow Homes, Ltd., 652 So. 2d 1247 [Fla. 2d DCA 1995] to further support this argument; however, that case was not decided on a contract issue.) Respondent also takes exception to paragraphs 101 and 102 of the Recommended Order and relies on the same argument stated above, which is not supported by statute.

Accordingly, Respondent’s exceptions to paragraphs 100, 101 and 102 of the Recommended Order are DENIED.

#### IV. CONCLUSION

WHEREFORE, for the reasons set forth herein and upon review of the record, the Commission hereby adopts the findings of fact and conclusions of law set forth in the Recommended Order, which is incorporated herein and attached hereto as Exhibit “A”, except as provided herein. It is therefore ORDERED and ADJUDGED that:

Petitioner’s request for a development order amendment for an additional 135 multi-family residential units and an increase of 8,000 square feet of retail in exchange for a reduction of 90,000 square feet of office be approved subject to the conditions contained in paragraphs 76 and 77 of the Recommended Order and additional conditions specifically set forth below:

- Limitation of the additional 135 multi-family residential units to Tract 7;
- Maximum development of 420 multi-family residential units on Tract 7;

- Applicable design standards; and
- The applicable per-tract density restriction of 18 units per acre.

### NOTICE OF RIGHTS

Any party to this Order has the right to seek judicial review of the Final Order pursuant to section 120.68, Florida Statutes, by the filing of a Notice of Appeal pursuant to Rule 9.110, Florida Rules of Appellate Procedure, with the Clerk of the Commission, Office of Policy and Budget, Executive Office of the Governor, The Capitol, Room 2105, Tallahassee, Florida 32399-0001; and by filing a copy of the Notice of Appeal, accompanied by the applicable filing fees, with the appropriate District Court of Appeal. Notice of Appeal must be filed within 30 days of the day this Order is filed with the Clerk of the Commission.

**DONE AND ORDERED** this 29<sup>th</sup> day of November, 2000, in Tallahassee, Florida.

*Deresa B. Jinker*  
 for DONNA ARDUIN, Secretary  
 Florida Land and Water  
 Adjudicatory Commission

29<sup>th</sup> FILED with the Clerk of the Florida Land and Water Adjudicatory Commission this  
 day of November, 2000.

*Barbara Lighty*  
Barbara Lighty  
 Clerk, Florida Land and Water  
 Adjudicatory Commission

## CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a true and correct copy of the forgoing was delivered to the following persons by United States Mail or hand delivery this 29<sup>th</sup> day of November, 2000.

Honorable Jeb Bush  
Governor  
The Capitol  
Tallahassee, Florida 32399

Honorable Katherine Harris  
Secretary of State  
The Capitol  
Tallahassee, Florida 32399

Honorable Robert Milligan  
Comptroller  
The Capitol  
Tallahassee, Florida 32399

Honorable Bill Nelson  
Insurance Commissioner  
The Capitol  
Tallahassee, Florida 32399

Honorable Bob Butterworth  
Attorney General  
The Capitol  
Tallahassee, Florida 32399

Honorable Tom Gallagher  
Commissioner of Education  
The Capitol  
Tallahassee, Florida 32399

Honorable Bob Crawford  
Commissioner of Agriculture  
The Capitol  
Tallahassee, Florida 32399

Jose Luis Rodriguez, Esquire  
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Fifth Floor  
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Honorable Robert Meale  
Administrative Law Judge  
Division of Administrative Hearings  
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*for Teresa B. Jinker*  
DONNA ARDUIN, Secretary  
Florida Land and Water  
Adjudicatory Commission

STATE OF FLORIDA  
DIVISION OF ADMINISTRATIVE HEARINGS

QUADRANGLE DEVELOPMENT	)	
a Florida joint venture,	)	
	)	
Petitioner,	)	
	)	
vs.	)	Case No. 99-3722DRI
	)	
ORANGE COUNTY,	)	
	)	
Respondent.	)	
<hr/>		

RECOMMENDED ORDER

Robert E. Meale, Administrative Law Judge of the Division of Administrative Hearings, conducted the final hearing in Orlando, Florida, on March 23-24 and May 9, 2000.

APPEARANCES

For Petitioner: Timothy A. Smith  
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Post Office Box 231  
Orlando, Florida 32802-0231

For Respondent: William D. Palmer  
Palmer & Palmer, P.A.  
3117-B Edgewater Drive  
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STATEMENT OF THE ISSUE

The issue is whether Petitioner is entitled to a final order amending the development order for the Quadrangle DRI to authorize the replacement of office space with multifamily residential units.

### PRELIMINARY STATEMENT

In 1984, Respondent approved the original development order for The Quadrangle DRI, which is located west of the University of Central Florida in east Orange County. The original development order authorized office, commercial, and hotel development. In 1994, Respondent approved an amendment to the development order to authorize multifamily residential development.

In 1999, Respondent denied Petitioner's request to amend the development order to replace previously approved office with multifamily residential development. By Petition for Appeal of a Development Order filed May 7, 1999, Petitioner requested that the Florida Land and Water Adjudicatory Commission enter an order approving the denied request. By letter dated August 31, 1999, the Florida Land and Water Adjudicatory Commission referred the case to the Division of Administrative Hearings to conduct a formal hearing and prepare a recommended order.

At the hearing, Petitioner called four witnesses and offered into evidence 51 exhibits: Petitioner Exhibits 1-51. Respondent called two witnesses and offered into evidence 17 exhibits: Respondent Exhibits 1-3, 9-10, 16 (not for the truth), 18, 25, 29-31, 37, and 39-43. All exhibits were admitted.

The court reporter filed the Transcript on June 5, 2000. The parties filed their proposed recommended orders on June 20, 2000.

The parties identify various issues in their proposed recommended orders. At pages 3-4 of its proposed recommended order, Petitioner identifies four issues: 1) Petitioner's standing; 2) the ripeness of Petitioner's request for a development approval, given the fact that the number of residential units for which Petitioner seeks approval is contingent upon the approval or denial of another, pending request for a development approval concerning another parcel; 3) the incompatibility of multifamily residential with nearby single-family residential and the resulting inconsistency with the Orange County Comprehensive Plan; and 4) the insufficiency of the request, which addresses only units of residential and square feet of office, rather than acreages of residential and office.

At page 3 of its proposed recommended order, Respondent identifies four issues: 1) the failure of Petitioner's request to comply with the acreage limitations in the current development order; 2) the inconsistency of Petitioner's request with the Orange County Comprehensive Plan; 3) the incompatibility of multifamily residential with nearby single-family residential; and 4) the ripeness of Petitioner's request for a development approval, given the fact that the number of residential units for which Petitioner seeks approval is contingent upon the approval or denial of another, pending request for a development approval concerning another parcel.

Ignoring the issue of Petitioner's standing, which was omitted by Respondent, the parties raise identical issues. Restated slightly, these issues are: 1) the extent to which Petitioner's request for additional residential units is contingent upon another, pending request; 2) the effect, if any, of the residential acreage stated in the current development order upon Petitioner's request for additional residential units with acreage limitations contained in the current development order; 3) the compatibility of the proposed location of the requested multifamily residential with nearby single-family residential; and 4) the consistency of the proposed location of the requested multifamily residential with the Orange County Comprehensive Plan. This recommended order considers these issues in pairs. The first two issues occupy the first section of the recommended order, and the second two issues occupy the second section of the recommended order.

#### FINDINGS OF FACT

##### I. The Roles of Residential Units and Residential Acreages in Quadrangle Development Orders

1. Petitioner is a joint venture. Its partners are Weyerhaeuser Realty Company and RMDC Quadrangle Company. RMDC Quadrangle Company is a subsidiary of Reynolds Metal Development Company. (Tr., p. 320.) The partners have divided development rights between themselves, but legal title remains in Petitioner. (Tr., p. 321.) All references to "Petitioner" include Petitioner's predecessors in interest.

2. On November 5, 1984, Respondent issued a development order (DO) approving the application for a development of regional impact (DRI) known as The Quadrangle (Quadrangle). (Resp. Ex. 3.) Quadrangle is located on 465 acres immediately west of the University of Central Florida in east Orange County. Quadrangle occupies about two-thirds of the area bounded by University Boulevard on the south, Alafaya Trail on the east, Rouse Road on the west, and McCulloch Road on the north. (Resp. Ex. 1.) At this location, McCulloch Road separates Orange and Seminole counties. (Tr., p. 87.)

3. As originally proposed, Quadrangle was to have been a corporate business center with over two million square feet of office space and nearly one-half million square feet of supporting uses, including hotels and restaurants. (Resp. Ex. 1, pp. 10 and 13.) (All page references are to the actual number of pages starting with the first page of the exhibit and typically do not correspond to the page numbers shown on the exhibit.) The original DRI application identified 21 parcels: 13 for office, two for hotel, one for professional office/health center, one for retail, one for restaurant, one for bank/office, one for restaurant/recreation/park, and one for professional office. (Resp. Ex. 1, Table 1.) The original DRI application designated as office what is now known as Tract 7, which is the parcel at issue in this case. (Cf. Resp. Ex. 1, Land Use Plan, with Pet. Ex. 2A.)

4. Ensuing requests for approvals of proposed land use changes addressed the requirements of local and state law governing, respectively, planned developments (PD) and DRIs. This case involves exclusively the DRI process. The documents initiating amendments to the DRI DO are contained in packages entitled "Notice of Change for the Quadrangle DRI" (NOPC). (The first such package bears a slightly different name.) The NOPCs contain the same information as that contained in the packages used to initiate PD amendments. (Each of these PD packages is called an "Amended Land Use Plan" (ALUP) and contains a map known by the same name.

5. In December 1993, Petitioner filed an NOPC requesting a DO amendment approving residential development. (Pet. Ex. 3.) This was the first request to add any form of residential development, exclusive of hotels, to Quadrangle.

6. The December 1993 NOPC explains the purpose of this request:

The proposed amended development program has been designed to introduce multi-family housing into the project in an attempt to address a current deficiency in the marketplace as well as provide a more diverse mixture of land uses within The Quadrangle and the University Activity Center. As demonstrated in Table 1, the currently proposed changes include a reduction of office space by 825,000 square feet, the addition of 960 multi-family units and an increase of 250,000 square feet in the retail land use. The multi-family parcels will be developed with densities up to 18 dwelling units per acre.

(Pet. Ex. 3, p. 3.)

7. Explaining the flexibility that Petitioner sought for the Quadrangle DRI, the December 1993 NOPC adds:

Exhibit 1--Development Plan (Revised) illustrates the proposed changes to the master development plan. The applicant requests approval to consider each remaining development parcel as a potential site for either commercial/retail, multi-family residential, or office land uses, thereby providing the flexibility needed to adequately incorporate the new land use proposed for the project.

8. Table 1 of the December 1993 NOPC is a Substantial Deviation Determination Chart. This table provides Respondent and other reviewing agencies with information to help them determine, in the DRI process, if the proposed land use change is a substantial deviation from the development already approved by the DO, as previously amended. The Substantial Deviation Determination Chart contains six rows of land uses and four columns: land use, change category, proposed plan, and approved plan. (Pet. Ex. 3, Table 1.)

9. Under Residential, Table 1 states, for the approved plan, "not applicable" because the then-current DO authorized no residential uses. For the proposed plan, Table 1 indicates 960 multifamily units and 56 acres. For "site locational changes," Table 1 refers to Exhibit 1. (Pet. Ex. 3, Table 1.)

10. Exhibit 1, which is also mentioned in paragraph 7 of this recommended order, is the "Development Plan (revised)." The Development Plan comprises a color map, "land use legend," table

entitled "Amended Development Program," and untitled table showing tracts, land uses, and acreages. (Pet. Ex. 3, Ex. 1.)

11. Reflecting the proposal that was the subject of the December 1993 NOPC, the land use legend shows Tract 7 as "Office/M.F. [Multifamily] Residential." The Amended Development Program reports an introduction of 960 multifamily residential units, increase of 250,000 square feet of commercial retail/service, and decrease of 825,000 square feet of office/showroom. (Pet. Ex. 3, Ex. 1.)

12. The untitled table on the Development Plan identifies specific, authorized land uses for each parcel. Also reflecting the proposal that was the subject of the December 1993 NOPC, the untitled table states:

<u>Tracts</u>	<u>Land Use</u>	<u>Acreage</u>
1	Commercial/Office/Hotel	20.75 ac.
4A	Office/M.F. Residential	23.87 ac.
4B	Office/M.F. Residential	15.00 ac.
5	Office/M.F. Residential	18.13 ac.
7	Office/M.F. Residential	24.62 ac.
12	Office/M.F. Residential	12.63 ac.
17B	Office/M.F. Residential	04.02 ac.
17C	Office/M.F. Residential	07.70 ac.
21	Commercial/Office/Hotel	11.27 ac.
25B	Commercial/Office	02.19 ac.
25C	Commercial/Office/Hotel	03.89 ac.

TOTAL 144.07 ac.

(Pet. Ex. 3, Ex. 1.)

13. Attachment B to the December 1993 NOPC is a traffic analysis prepared in November 1993 by Kimley-Horn Associates, Inc. The analysis explains adequately how no additional traffic

impacts would result from the replacement of 825,000 square feet of office and office/showroom with 960 multifamily dwelling units and 250,000 square feet of retail. (Pet. Ex. 3, Attach. B.)

14. Respondent is not challenging Petitioner's request for an amended DO on the basis of traffic impacts. (Tr., p. 283.) In any event, the single measure of the impact of Quadrangle was traffic trips. (Tr., pp. 120-21.). The November 1993 Kimley-Horn analysis established a formula by which Petitioner could and did demonstrate that all amendments to the DRI DO that Petitioner sought, including the subject amendment, did not generate offsite traffic impacts due to the decreases in Office that accompanied increases in Multifamily Residential. (Tr., pp. 279 et seq.)

15. Each NOPC concludes with a proposed DO. The proposed DO attached to the December 1993 NOPC contains the Development Plan, which is described in paragraphs 10-12 of this recommended order. Although the hearing exhibit is incomplete, the proposed DO presumably incorporates by reference, in the same manner as described below for subsequent NOPCs, "the development quantities" set forth in the Development Plan. (Pet. Ex. 3, last two pages.)

16. The DO actually approving the December 1993 NOPC is the Non-Substantial Deviation Amendment to Development Order for the Quadrangle Development of Regional Impact, dated May 10, 1994. The DO states that the "development quantities and land uses . .

are . . . amended as described and stated in the attached Exhibits 'A' and 'B.'" (Stipulated Facts filed December 20, 1999 (Stip.), Ex. D, p. 2.)

17. Exhibit A to the May 10, 1994, DO sets exchange ratios of one multifamily unit for 300 square feet of office and 1000 square feet of retail for 2400 square feet of office, in both cases up to the maximum measures of intensity approved by this DO. Exhibit A subjects these exchange ratios to the "following maximum result: Office--2,744,263 square feet[;] Commercial--397,000 square feet[;] Hotel--450 rooms[; and] Residential--960 units." (Stip., Ex. D, Ex. A.)

18. Exhibit B to the May 10, 1994, DO is the Development Plan that is attached to the December 1993 NOPC. (Stip., Ex. D, Ex. B.)

19. The ALUP accompanying the December 1993 NOPC is dated January 1994. (Pet. Ex. 4.) The January 1994 ALUP contains design standards for the newly added residential land use. (Pet. Ex. 4, p. 15.) For the most part, these standards involve buffers, setbacks, and net livable areas (Pet. Ex. 4, Ex. 3 (ALUM map)), although the PD approval presumably added other design standards to all residential development within Quadrangle.

20. The first two issues, as stated in the Preliminary Statement above, involve the calculation and purpose of the acreage figures supplied by Petitioner for Multifamily Residential. Although over 100 acres bore the designation of

Multifamily Residential after approval of the amendments sought by the December 1993 NOPC, the same acreage also bore the designation of Office. In calculating the 56 acres used in Table 1 of the December 1993 NOPC, Petitioner added the acreage of Tracts 4A, 4B, and 5. (Tr., p. 219.) (The total of these three parcels is actually 57 acres; all acreages in this case are approximations.)

21. Although Tracts 7, 12, 17B, and 17C also bore an alternative Multifamily Residential designation, Petitioner chose to include in Multifamily Residential only the combined acreage of Tracts 4A, 4B, and 5, because Petitioner believed that these were the most likely parcels to be developed for residential, rather than office, uses. Also, Petitioner did not want to distort the Office designation by removing all of these parcels from Office when it was likely that some of them would develop as Office, not Multifamily Residential. Petitioner's acreage assignment is roughly consistent with the maximum allowable density; if each of these tracts developed at its maximum of 18 units per acre, these 56 acres would yield 1008 units, or 48 more units than authorized by the DO approving the December 1993 NOPC.

22. In February 1997, Petitioner filed another NOPC seeking approval of 290 more residential units. The February 1997 NOPC states that the "approved program is shown on Table 1, Substantial Deviation Determination Chart." Explaining further, the February 1997 NOPC adds: "The proposed amended development

program has been designed to expand multi-family housing to Tract #1 in an attempt to address a current deficiency in the marketplace and to specify some specific commercial uses so as to provide a more diverse mixture of land uses within The Quadrangle and the University Activity Center." The February 1997 NOPC notes that "Exhibit 1, Development Plan (Revised) illustrates the proposed changes to the master development plan." (Pet. Ex. 7, p. 3.)

23. Exhibit 1 to the February 1997 NOPC is a Development Plan (revised February 10, 1997) featuring a color map. Tract 7 remains designated as Office/Multifamily Residential, as are Tracts 5, 12, 17B, and 17C. The Development Plan discloses that Tracts 4A, 4B, and 25B have been developed or sold. The table entitled "Amended Development Program" shows an increase of 290 multifamily residential units and a decrease of 72,000 square feet of commercial retail/service. (Pet. Ex. 7, Ex. 1.)

24. Reflecting the sales of the three parcels and minor acreage recalculations, the untitled table included on the Development Plan provides the following information:

<u>Tracts</u>	<u>Land Use</u>	<u>Acreage</u>
1	Commercial/Hotel/Office/ M.F. Residential	24.00 ac.
5	Office/M.F. Residential	15.95 ac.
7	Office/M.F. Residential	24.62 ac.
12	Office/M.F. Residential	12.63 ac.
17B	Office/M.F. Residential	04.02 ac.
17C	Office/M.F. Residential	07.70 ac.
21	Commercial/Office/Hotel	11.45 ac.
25C	Commercial/Office/Hotel	04.13 ac.

TOTAL 104.50 ac.

(Pet. Ex. 7, Ex. 1.)

25. Table 1 in the February 1997 NOPC is the Substantial Deviation Determination Chart. This chart indicates that the proposed plan is for an additional 290 multifamily residential units, to a new total of 1250 such units. Under the row for Residential, the chart shows the approved plan as 56 acres and the proposed plan as "Add Tract 1 77 acreage." (Pet. Ex. 7, Table 1.)

26. The proposed DO attached to the February 1997 NOPC amends the "development quantities" to reflect the information contained in an exhibit that was omitted from the copy of the February 1997 NOPC admitted into evidence. Presumably, the attached document was the Development Plan. (Pet. Ex. 7, last two pages.)

27. The DO actually approving the February 1997 NOPC is the Non-Substantial Deviation Amendment to Development Order for the Quadrangle Development of Regional Impact, dated June 24, 1997. The DO states that the "development quantities and land uses

. . . are . . . amended as described and stated in the attached Exhibits 'A' and 'B.'" (Stip., Ex. E, p. 2.)

28. Exhibit A to the June 24, 1997, DO is the Development Plan that is attached to the February 1997 NOPC. Exhibit B to the June 24, 1997, DO is the Substantial Deviation Determination Chart that is attached to the February 1997 NOPC. (Stip., Ex. E, Exs. A and B.)

29. Petitioner calculated the 77 acres for Multifamily Residential by adding the acreage of Tract 1 to the 56 acres represented by Tracts 4A, 4B, and 5. (Tr., p. 222-23.) The reasoning was largely the same as that used when totaling the 56 acres in the December 1993 NOPC. Attempting to distinguish why Petitioner would add the acreage of Tract 1, but not Tract 7 at the time of the next NOPC for more residential units (discussed below), Petitioner explained that Tract 1 had not previously been designated Multifamily Residential. (Tr., p. 153.)

30. By this time, Tracts 4A and 4B were under development as multifamily residential. (Cf. Pet. Ex. 3, Ex. 1 with Pet. Ex. 7, Ex. 1.) Occupying nearly all of the McCulloch Road frontage of Quadrangle, these parcels were, respectively, Phases I and II of a large apartment complex known as Knights Crossing. (Pet. Exs. 20, p. 20, and 47.) Tract 1 (except for less than two acres devoted to retail) became Phase III of Knights Crossing. (Pet. Ex. 20, p. 20.)

31. In September 1997, Petitioner filed another NOPC seeking approval of additional residential units. The September 1997 NOPC requests the DO amendment that is the subject of this case.

32. The September 1997 NOPC states that the "approved program is shown on Table 1, Substantial Deviation Determination Chart." Explaining further, the September 1997 NOPC adds: "The proposed amended development program has been designed to expand multi-family housing previously approved on Tract #7 and hotel rooms and restaurant in Tract #25C in an attempt to address an increasing deficiency in the marketplace, the project and the UCF Activity Center. Due to the tremendous growth of the University of Central Florida (currently 30,000 students), the need for these types of uses has increased." The September 1997 NOPC notes that "Exhibit A, Development Plan (Revised) . . . illustrates the proposed changes to the master development plan." (Pet. Ex. 11, p. 3.)

33. Exhibit A to the September 1997 NOPC is the Development Plan (revised August 1997) featuring a black-and-white map. The Development Plan continues to designate Tract 7 as Office/Multifamily Residential, but shades the tract to show that it is an "amended area." The Development Plan also shades Tract 25C, which bears the underlying designation of Commercial/Office/Hotel. The only other tracts designated as Office/Multifamily Residential continue to be Tracts 5, 12, 17B,

and 17C, and Tract 1 continues to bear its designation as Commercial/Hotel/Office/Multifamily Residential. The table entitled "Amended Development Program" shows an increase of 53 hotel rooms, 310 multifamily residential units, and 8000 square feet of commercial retail/service and a decrease of 234,863 square feet of office/showroom. (Pet. Ex. 11, Ex. A.)

34. The untitled table on the Development Plan provides the following information:

<u>Tracts</u>	<u>Land Use</u>	<u>Acreage</u>
1	Commercial/Hotel/Office/ M.F. Residential	24.00 ac.
5	Office/M.F. Residential	15.95 ac.
7	Office/M.F. Residential	24.62 ac.
12	Office/M.F. Residential	12.63 ac.
17B	Office/M.F. Residential	04.02 ac.
17C	Office/M.F. Residential	07.70 ac.
21	Commercial/Office/Hotel	11.45 ac.
25C	Commercial/Office/Hotel	04.13 ac.

(Pet. Ex. 11, Ex. A.)

35. Table 1 in the September 1997 NOPC is the Substantial Deviation Determination Chart. This chart indicates that the proposed plan is for an additional 310 multifamily residential units, to raise the total for the Quadrangle DRI to 1560 such units. Under the row for Residential, the chart shows that the approved plan is still for 77 acres. (Pet. Ex. 11, Table 1.)

36. The proposed DO attached to the September 1997 NOPC amends the "development quantities, land uses and acreage" to reflect "the attached schedules and master plans" as Exhibit A,

which is the Development Plan. (Pet. Ex. 11, last three pages, and Stip., Ex. F, Attach. B, Ex. A.)

37. The September 1997 NOPC marks the first time that Petitioner sought additional Multifamily Residential units without increasing the acreage assigned to residential uses in the Substantial Deviation Determination Chart. Petitioner admits that, in retrospect, it probably should have added the 24.62 acres represented by Tract 7. (Tr., p. 200.) As revealed by the shading of Tract 7 and the text quoted in paragraph 32 of this recommended order, Petitioner's purpose in increasing Multifamily Residential by 310 units was to allow residential development of Parcel 7. (Tr., p. 235.) However, Petitioner wanted its acreage figures to balance (Tr., p. 236), and Petitioner was concerned that adding the acreage of Tract 7 to Multifamily Residential would distort the Office acreage. (Tr., p. 233.)

38. Only later did Petitioner discover, after discussions with a representative of the Department of Community Affairs, that Petitioner could have listed contingent acreages, so as to disclose that the actual use of parcels bearing multiple designations could not be ascertained until their sale or development. (Tr., p. 238.)

39. The parties eventually bifurcated the requests contained in the September 1997 NOPC, and Respondent approved the exchange of 44,263 square feet of office space for 53 hotel rooms. (Stip., Paras. 8-12.) After discussion with nearby

homeowners (Tr., p. 168), Petitioner reduced its request for 310 multifamily residential units to 240 such units. (Tr., p. 168 and Stip., Para. 13.)

40. On March 23, 1999, Respondent conducted a public hearing on the residential aspect of the September 1997 NOPC and accompanying ALUP. (Stip., Para. 15.) Petitioner's present request for additional Multifamily Residential units is for a nonsubstantial deviation to the existing DO. (Stip., Para. 20.) No objection to this aspect of the September 1997 NOPC was lodged by the Department of Community Affairs (Stip., Para. 21), the East Central Florida Regional Planning Council (Stip., Para. 22), or Respondent's Development Review Committee, which found the amendment to be consistent with the Orange County Comprehensive Plan (Stip., Para. 23). In a DO, as defined by Section 380.031(3) and (4), Florida Statutes, Respondent denied the portion of the September 1997 NOPC seeking additional Multifamily Residential units. (Stip., Para. 17.)

41. The only residential development in Quadrangle is Knights Crossing. (Stip., Para. 14.) Currently constructed and proposed units in Knights Crossing will use 965 of the already-approved 1250 Multifamily Residential units, leaving 285 such units available. (Stip., Para. 14.) Tract 4A has 241 units on 20 acres, Tract 4B has 217 units on 20 acres, and Tract 1 has 290 units on 19.4 acres, for a total of 748 units on about 60 acres. (Pet. Ex. 20, p. 20.)

42. The additional 217 units are proposed for Phase IV of Knights Crossing. (Pet. Ex. 20, p. 27.) Phase IV will be developed on Tract 5, if the required land use approvals are obtained. (Tr., p. 191.) The prospective developer of Knights Crossing, Phase IV, is Mr. Davis. (Pet. Ex. 43, p. 1 and Pet. Ex. 19, p. 3.) The 217 units sought for Tract 5 plus the 748 units developed on Tracts 1, 4A, and 4B total the 965 units stated in the Stipulated Facts.

43. The number of Multifamily Residential units requested by Petitioner in this case is dependent upon the resolution of the Davis proposal. The two obvious alternatives are if the Davis proposal were granted or if the Davis proposal were denied. However, if the Davis proposal were denied, there are two alternatives: if Tract 5 were developed residentially at its maximum density or if Tract 5 were not developed residentially (or, to the same effect, if the DO amendment sought in this case were to ignore subsequent residential development of Tract 5).

44. Certain facts are common to all three alternatives. First, Petitioner (or its assignee) wishes to develop 420 Multifamily Residential units on Tract 7, regardless whether the Davis proposal were approved. (Tr., p. 327.)

45. Second, Tracts 5 and 7 are the only unsold parcels bearing the Multifamily Residential designation. (Tr., p. 208.) Tract 17C was sold sometime ago (Pet. Ex. 23), Tract 12 has completed review by the Development Review Committee for office

use, and Parcel 17B is under contract for hotel use (Tr., p. 208). (This recommended order shall ignore the possibility that Tracts 12 and 17B may return to the market undeveloped.)

46. Third, at the maximum, per-tract density of 18 units per acre and ignoring any more restrictive effect of design standards, Tract 7 could accommodate a maximum of 450 Multifamily Residential units. In early Development Plans, Tract 5 was shown as 18 acres, so it could accommodate a maximum of 324 Multifamily Residential units. (See, e.g., Pet. Ex. 3, Exhibit 1.) However, in later Development Plans, Tract 5 was shown as 16 acres, due to the removal of two acres of open space from its northwest corner. (Pet. Ex. 23.) If the density is derived on a gross acreage basis, so as to include the excised open space, Tract 5 can still accommodate a maximum of 324 units.

47. As for the first alternative, if the Davis proposal were approved, only 285 units of the currently approved 1250 units would remain for development. In this event, Petitioner would need an additional 135 units, so that 420 units could be developed on Tract 7. (Tr., p. 326.) Under this alternative, in which Petitioner needs an additional 135 Multifamily Residential units, Petitioner is seeking a DO amendment approving a total of 1385 Multifamily Residential units in Quadrangle.

48. As for the second alternative, if the Davis proposal were denied and no proposal for the residential development of Tract 5 emerged (or, at least, were considered at this time), 502

units would remain for development. After subtracting the 420 units for Tract 7, 82 units would remain, unused. Under this alternative, Petitioner does not need a DO amendment to develop 420 Multifamily Residential units on Tract 7, except possibly to acknowledge Petitioner's right to develop 420 such units on Tract 7 for the reasons set forth with respect to the remaining three issues in this case.

49. As for the third alternative, if the Davis proposal were denied and the DO amendment in this case were to take into account subsequent residential development of Tract 5 at the maximum density, Petitioner would need 242 additional Multifamily Residential units to accommodate 420 units on Tract 7 and 324 units on Tract 5. The calculations supporting these figures begin with the 748 units in Tracts 1, 4A, and 4B. This leaves 502 units of the presently approved 1250 units. If Petitioner effectively were to reserve the maximum number of units--324--for Tract 5, then 178 units would remain for Tract 7, and Petitioner would need another 242 units to reach 420 units. Under this alternative, in which Petitioner needs an additional 242 units, Petitioner is seeking a DO amendment approving a total of 1492 Multifamily Residential units in Quadrangle.

50. In this case, Petitioner has chosen to pursue the first and third alternatives. (Petitioner's Proposed Recommended Order, p. 8.) Petitioner's adoption of the third alternative is evidenced by the following statement:

Because the number of units to develop Tract 5 might increase, however, if [Petitioner] loses the appeal of the County's denial of the current request (and the current contract for it expires, requiring the formulation of a new development plan for Tract 5), [Petitioner] has continued to request approval for 240 additional units (and a total of 1490 units for the whole development) . . . .

(Petitioner's Proposed Recommended Order, p. 8.)

51. Petitioner's request for 240 units is contingent only upon the approval of 217 units for Tract 5; if this occurs, Petitioner would need only an additional 135 units. However, if the Davis proposal were denied, Petitioner would take all 240 units. After adding them to the 502 units remaining after the development of Tracts 1, 4A, and 4B, the resulting 742 units would provide the 420 units sought for Tract 7 and two units less than the maximum number of units allowable on Tract 5, assuming, again, that the density is calculated on the basis of gross acres (or that Petitioner has forgotten that two acres of open space have been taken from Tract 5).

52. As Respondent contends, the third alternative is premature and excessively contingent. By seeking 240 units if the Davis proposal were denied, Petitioner is effectively trying to obtain residential units for Tracts 7 and 5 in this proceeding, without consideration of the specific compatibility issues pertinent to Tract 5, which is closer to the already-developed part of Knights Crossing and most of the residential development along McCulloch Road. By obtaining units now for the

maximum development of Tract 5 through an as-yet identified development proposal, Petitioner would deny Respondent the opportunity of examining the proposal, as Respondent is examining Petitioner's proposal for Tract 7 in this case. Petitioner would also deny Respondent the opportunity of obtaining consistency concessions from the future developer of Tract 5 or its predecessor, as Respondent is doing in this case.

53. The Davis proposal for Tract 5 has proceeded further in the land use approval process than has Petitioner's proposal for Tract 7. (Tr., p. 207.) Thus, the possibility of an approval of the Davis proposal is not unreasonably contingent, nor is the possibility of a denial. But the possibility of a denial followed by a hypothetical proposal at maximum density for Tract 5 is unreasonably contingent and prematurely presents land use issues, including compatibility, better left to future consideration by Respondent and the Florida Land and Water Adjudicatory Commission with full knowledge of all relevant facts surrounding a specific development proposal.

54. The preceding analysis reveals an insubstantial contingency in Petitioner's requested number of additional units, if the Davis proposal were granted; an insubstantial contingency in Petitioner's requested number of additional units, if the Davis proposal were denied and no proposal of residential development for Tract 5 were considered in addressing, in this case, the number of Multifamily Residential units in Quadrangle;

and an unreasonable contingency in Petitioner's requested number of additional units, if the Davis proposal were denied and an alternative, hypothetical proposal were considered in addressing, in this case, the number of Multifamily Residential units in Quadrangle.

55. For these reasons, as to the first issue, Petitioner has shown that its request for additional Multifamily Residential units is not so contingent as to preclude informed consideration and approval, provided that, if the Davis proposal were approved, the amended DO approves an additional 135 Multifamily Residential Units and, if the Davis proposal were denied, the amended DO approves no additional Multifamily Residential units, but acknowledges that Petitioner may use the 420 units, subject to design standards, on Tract 7 and based on the favorable resolution of the following three issues.

56. The second issue requires analysis of the means by which the Quadrangle DOs restrict land uses. Land use restrictions imposed on residential uses at Quadrangle express themselves in four ways: 1) the per-tract density limitation of 18 units per acre; 2) the design standards found in the ALUPs and PD restrictions; 3) the designation of only certain tracts as eligible for Multifamily Residential; and 4) the maximum number of Multifamily Residential units allowed on those tracts designated Multifamily Residential.

57. Respondent contends that the acreages cited in the Substantial Deviation Determination Charts are a fifth restriction upon residential uses in the Quadrangle DOs. However, this is a misreading of these DOs, invited, perhaps, by Petitioner's inconsistent treatment of acreages.

58. At no time did Petitioner add the acreages of all the tracts designated Multifamily Residential in any of its submittals to Respondent. To have done so would have understated--badly, at the start--the potential nonresidential uses in Quadrangle.

59. In the first two residential DO amendments, Petitioner exercised reasonable judgment in deciding which acreages to include in the total acreage cited for Multifamily Residential. For these DO amendments, Petitioner rationally explained the bases for the totals of 56 and 77 acres, respectively, for Multifamily Residential.

60. The explanation for omitting Tract 7 from the third requested DO amendment--initiated by the September 1997 NOPC--was unpersuasive. The purpose for again increasing the number of Multifamily Residential units was to allow residential development of Tract 7, and an increase in acreage would have better informed Respondent as to what was being proposed. However, Petitioner clearly revealed its intention to use the additional residential units on Tract 7 by shading the tract on

the Development Plan and by the text quoted in paragraph 32 of this recommended order.

61. In the final analysis, Respondent's contention that the Quadrangle DRI DOs restrict land uses by the acreages shown on a Substantial Deviation Determination Chart imposes an unreasonably simple restriction upon the way in which this DRI has operated from its inception. Multiple designations by parcel have preserved maximum flexibility for developers. Treating the acreages listed in the Substantial Deviation Determination Chart as restrictions on land uses frustrates the obvious purpose of multiple designations.

62. Respondent was never misled by the listed acreages, given the numerous indicators of flexible land uses contained in the NOPCs. The limits upon residential land uses were always derived in this DRI from per-tract densities, design standards, tract designations, and maximum allowable units of Multifamily Residential. A single notation of projected acreage offered by way of background explanation does not defeat the clear purpose of multiple designations.

63. The impossibility of misunderstanding by Respondent is also confirmed by the evolving nature of Quadrangle itself. The slightest familiarity with this DRI reveals that, in the course of 15 years, Quadrangle, launched as a relatively large office/research park without residential uses, had become a much more mixed-use project, or, perhaps more accurately, two

projects--an office park/hotel complex in the south and a high-density residential development in the north.

64. For these reasons, as to the second issue, Petitioner has shown that its request for additional Multifamily Residential units is not precluded by any acreage limitation anywhere in any of the NOPCs or the failure of Petitioner to increase the acreage listed in the Substantial Deviation Determination Chart contained in the September 1997 NOPC.

II. Multifamily Residential on Tract 7 is Compatible with Adjacent and Nearby Residential Land Uses

65. To the north of Knights Crossing is a single-family and multifamily residential development known as Hunter's Reserve. (Tr., 394.) Farther west on McCulloch Road are Riverwalk, on the north of the road, and Riversbend, on the south of the road. Both of these single-family residential developments are east of Rouse Road. Between Riversbend and Knights Crossing is Riverchase, formerly known as University Pines. (Pet. Ex. 47.) Riverwalk and Riverchase are predominantly owner-occupied developments. (Tr., p. 470.)

66. Riverchase is a J-shaped parcel extending from McCulloch Road to the lake that separates Tract 7 from Tract 5. (Tr., p. 161 and Pet. Ex. 47.) The eastern half of the north boundary of Tract 7 abuts the south boundary of Riverchase. The western half of the north boundary of Tract 7 abuts undeveloped land outside of Quadrangle. Unlike Tracts 1, 4A, and 4B, which front on McCulloch Road, Tracts 7 and 5 lack such frontage.

Although interior access across Tract 4B could permit residents of Tract 5 access to McCulloch Road, the lake on the east boundary of Tract 7 would prevent direct access for residents of Tract 7, who likely will access their property by way of an interior road that runs to Rouse Road, about 1200 feet north of University Boulevard. (Pet. Exs. 2C, 16, and 47.)

67. The compatibility issue in this case involves the proximity of Tract 7 to nearby residential areas. Tract 7 will be medium density residential, as defined in the Orange County Comprehensive Plan (Resp. Ex. 24, Policy 1.1.11), and the nearby residential areas are mostly single-family residential, although not at exceptionally low densities. The added compatibility issue in this case is the expectation that, given its proximity to the University of Central Florida, Tract 7 will accommodate a large number of college students.

68. The most serious problems are crime and fear of crime. During 1999, Knights Crossing generated 842 service calls. Over the same period of time, for example, Riversbend generated only 33 service calls. (Pet. Ex. 47 and Resp. Ex. 41.) However, the great disparity in these numbers is deceptive.

69. The first three phases of Knights Crossing comprise 2624 bedrooms. (Pet. Ex. 20, p. 21.) Assuming no vacancy rate and only one person per bedroom, Knights Crossing would accommodate about 2500 persons. Riversbend has about 80 single-family homes. (Pet. Ex. 47.) Assuming three to four persons per

home, Riversbend accommodates about 250-300 residents. Thus, adjusted for approximate population, Knights Crossing generated about two-and-one-half to three times the service calls than did Riversbend.

70. Closer examination of the Knights Crossing service calls reduces the apparent disparity even further. Sixty-one of the 842 service calls are commercial in nature; for example, 26 service calls are for commercial alarms. These figures reflect the small amount of commercial/retail uses on Tract 1 and have no bearing on an exclusively residential development, such as that proposed for Tract 7. (Resp. Ex. 41, p. 2.)

71. Of the remaining 781 service calls, 234 are for residential alarms, which are a separate category from residential burglary. (Resp. Ex. 41, p. 2.) Although serious nuisances to law enforcement due to the fact that they require responses, residential alarms, in themselves, do not represent a crime; presumably, alarms activated by an actual intruder, rather than a careless or intoxicated college student, would generate an entry under residential burglary, not residential alarms. To get a better idea of seriously disruptive, potentially criminal activity at Knights Crossing, it is therefore necessary to reduce the service calls by another 234 calls.

72. The remaining 547 service calls at Knights Crossing compare more favorably to the service calls at Riversbend, whose data are not broken down, but, if like Riverwalk or Hunter's

Reserve, represent only potentially serious matters. (Resp. Ex. 41, p. 1.) Knights Crossing generates one service call per four-and-one-half residents, and Riversbend generates one service call per seven-and-one-half to nine residents. Thus, the rate of serious service calls is not more than double at Knights Crossing than it is at Riversbend and possibly only fifty percent greater.

73. Additionally, the nature of the service calls at Knights Crossing, as well as at nearby residential areas, reveals that the crime at Knights Crossing has not spilled over into surrounding areas.

74. Only one nearby resident testified at the hearing. A resident of Riversbend (Tr. pp. 446-47), she reported that college students had used the playground reserved for residents of Riversbend, but she could not say if they were residents of Knights Crossing. (Tr., pp. 458-59.) Likewise, she could not link to Knights Crossing residents other disruptive behavior by young people, such as racing cars in the detention pond (Tr., p. 457), or menacingly following neighbors in their cars (Tr. p. 458). This resident admitted that she had never called the police herself due to disruptive behavior (Tr., p. 495) and that, on the two occasions that she was bothered by noise through a closed window, at least one of the times was due to the activities of a neighbor in her development. (Tr., p. 499.)

75. Certain characteristics of Knights Crossing tend toward incompatibility with nearby residential areas. Of the 748 units

available at Knights Crossing, 492 of them, or two-thirds, are four-bedroom units. (Pet. Ex. 20, p. 20.) Knights Crossing also offers individual, per-bedroom leases. (Tr., pp. 362 and 368.) Knights Crossing experiences considerable tenant turnover. (Tr., pp. 427-28.)

76. However, Petitioner has attempted to eliminate these characteristics in its development proposal for Tract 7. As offered at the hearing, Petitioner has committed itself, and its successors and assigns, to develop no more bedrooms than were previously approved in an earlier proposal for Tract 7 by the Spanos Corporation; not to lease units by individual bedrooms or permit the subleasing or partial assignment of leases so as to achieve the same effect; to provide a single point of access to and from the development; to erect a landscaped fence or landscaped masonry wall around the perimeter of the development except on the borders of lakes; to erect lighting of not more than two foot-candles over all common areas and on poles of not more than 25 feet in height; to include in all leases a strict prohibition against loud noises after 10:00 p.m.; and to incorporate other substantive covenants and restrictions incorporated in a specific agreement among Petitioner, Spanos Corporation, and the Riverchase homeowners association (formerly known as the University Pines Property Owners Association, Inc., dated December 22, 1998. (Pet. Ex. 43.)

77. Spanos Corporation had entered into a since-expired (Tr., p. 328) contract with Petitioner to purchase Tract 7 to build 420 Multifamily Residential units. The three-party agreement contains numerous substantive provisions governing the development of Tract 7. These provisions include a 100-foot natural buffer between Riverchase and Tract 7 with no improvement except a wrought-iron fence, additional wrought-iron fencing along other parts of the boundary of Tract 7, specific details concerning an eight-foot tall masonry wall, a front gate at the entrance to the development constructed on Tract 7, and the use of best efforts to direct street lighting in Tract 7 away from Riverchase homes. (Pet. Ex. 19.) Additionally, the agreement provides for only 804 bedrooms in the 420 units with no four-bedroom units and only 60 three-bedroom units. (Pet. Ex. 19.)

78. In addition to Petitioner's efforts to harmonize the multifamily development with nearby residential developments, the compatibility determination is facilitated by the recognition of the intensification of land uses in the area surrounding Quadrangle. This area has experienced considerable development from 1994 to 1997. (Pet. Exs. 2A, 2B, and 2C and Tr., p. 90.) Agricultural tracts have been converted to other uses in response to the demands placed on this area by, among other things, its close proximity to the University of Central Florida.

79. At the same time, it is undisputed that the proposed development of 420 units on Tract 7 would not adversely affect

water and sewer services (Stip., Para. 28), stormwater management (Stip. Paras. 29 and 31), recreational facilities (Stip., Para. 29), schools (Stip., Para. 30), or traffic (Stip., Para. 33).

80. Additionally, compatibility is facilitated by the design standards contained in Respondent's PD regulations. (Tr., pp. 187-89 and 372-74.)

81. For these reasons, as to the third issue, Petitioner has shown that 420 Multifamily Residential units on Tract 7 would be compatible with all nearby residential development, provided the amended DO incorporates the provisions set forth in paragraphs 76 and 77 of this recommended order.

82. Various provisions of the Respondent's 1990-2010 Comprehensive Policy Plan (Comprehensive Plan) apply to this case. (Resp. Ex. 42; all citations to provisions of the Comprehensive Plan are to this exhibit.)

83. Comprehensive Plan Future Land Use Element (FLUE) Policy 1.1.12.1 authorizes specific land use designations, in addition to those generally used by the Comprehensive Plan, through PD review, which shall "ensure adjacent land use compatibility . . . ."

84. FLUE Policy 1.1.14 describes the Future Land Use Map (FLUM) as the "proposed long-range general use of property for a designated target year." The Zoning Map indicates the "specific type of land use that the property is currently suited for based on existing conditions."

85. FLUE Objective 1.6 is: to "alleviate the pressure of urban sprawl, reinforce a more efficient pattern of urban development, . . . reduce excessive travel demands," Respondent may reclassify lands as Traditional Neighborhood Development.

86. FLUE Objective 3.1 is to promote "the physical and functional integration of a mixture of land uses."

87. FLUE Policy 3.1.1 provides: "Continuous stretches of similar types and density of units shall be avoided. A diverse mix of land uses, housing types, and densities shall be promoted."

88. Addressing PDs, FLUE Policy 3.1.20 provides: "A proposed change to an approved PD which would increase the land use intensity within the PD without a corresponding decrease in some other portion of the PD and result in greater off-site impacts, shall be reviewed to determine consistency with the comprehensive plan and whether a plan amendment is necessary."

89. FLUE Policy 3.1.21 adds that the FLUM shall be amended to reflect PDs approved since the last FLUM amendment.

90. FLUE Policy 3.2.25 provides that land use changes must be compatible with the existing development and development trend in an area.

91. FLUE Policy 3.8.5 states that a proposed PD amendment shall be determined to be inconsistent with the FLUM if the amendment is inconsistent with the Comprehensive Plan policies ensuring land use compatibility and adequate public facilities or

if the amendment results in an increase in the intensity of an existing approved land use, with additional offsite impacts, without a corresponding decrease in another approved land use.

92. FLUE Objective 4.1 is for the enforcement of the FLUM and implementation of the PD regulations to "ensure the compatibility of adjacent land uses . . . ."

93. The development of 420 Multifamily Residential units on Tract 7 is not inconsistent with any provisions of the Comprehensive Plan. If the Davis proposal were approved, the 135 additional Multifamily Residential units would be offset by a reduction of 40,500 square feet of Office, pursuant to the well-established exchange ratio. Additionally, as long as the previously described compatibility conditions are incorporated into the DO amendment, the addition of multifamily residential, in such close proximity to the employment and educational services provided by the University of Central Florida, heightens the mixture of uses that may lessen the burden placed on area roadways.

94. For these reasons, as to the fourth issue, Petitioner has shown that an DO amendment authorizing the development of 420 Multifamily Residential units on Tract 7 would be consistent with the Comprehensive Plan, provided the amended DO incorporates the provisions set forth in paragraphs 76 and 77 of this recommended order.

#### CONCLUSIONS OF LAW

95. The Division of Administrative Hearings has jurisdiction over the subject matter. Sections 120.57(1) and 380.07, Florida Statutes. (All references to Sections are to Florida Statutes.)

96. The hearing concerning a development order is de novo. See, e.g., Young v. Department of Community Affairs, 625 So. 2d 831 (Fla. 1993). Thus, contrary to Respondent's contention, Petitioner's introduction at the hearing of the development conditions set forth in paragraph 76 of this recommended order was appropriate, even though Respondent had not yet had a chance to consider these conditions.

97. The parties have stipulated that Petitioner has the burden of proof.

98. Section 380.07(5) establishes that the Florida Land and Water Adjudicatory Commission "shall issue a decision granting or denying permission to develop pursuant to the standards of this chapter and may attach conditions and restrictions to its decisions."

99. Section 380.06(14) identifies the criteria for the issuance of DOs for DRIs, such as Quadrangle, that are outside of areas of critical state concern. This section provides that, "in considering whether the development shall be approved, denied, or approved subject to conditions, restrictions, or limitations," Respondent "shall consider whether, and the extent to which:

- (a) The development unreasonably interferes with the achievement of the objectives of an adopted state land development plan applicable to the area;
- (b) The development is consistent with the local comprehensive plan and local land development regulations;
- (c) The development is consistent with the report and recommendations of the regional planning agency . . .;
- (d) The development is consistent with the State Comprehensive Plan.

100. The sole question in this case is whether the requested DO amendment would be consistent with the Comprehensive Plan and PD regulations.

101. As already noted, the requested DO amendment, if conditioned by the provisions contained in paragraphs 76 and 77 of this recommended order, is consistent with the Comprehensive Plan and all PD regulations.

102. In its proposed recommended order, Respondent emphasizes the contractual nature of a DO. Although it is true that a proposed DO amendment that violated provisions of the then-current DO would likely violate various provisions of a local government's comprehensive plan and PD regulations, there is no such proof of such a violation in this case. As noted in the first section, the land use restrictions for Quadrangle did not express themselves in acreage limitations.

103. However, Respondent correctly contends that one aspect of Petitioner's request is improper. As noted above, the request for 240 units, in the event that the Davis proposal were denied, improperly restricts the opportunity of Respondent to ensure that

any residential development on Tract 5 is compatible with surrounding residential development--a greater concern with Tract 5, given its probable integration into Knights Crossing, than with Tract 7, given its relative isolation from Knights Crossing. For this reason, the amended DO should approve, subject to the conditions stated in paragraphs 76 and 77 of the recommended order, an additional 135 units, if the Davis proposal is granted, as the Davis proposal is already under review, but deny the request for 240 units, on the grounds that: a) subject to the conditions stated in paragraphs 76 and 77 of this recommended order, Petitioner may proceed with 420 units on Tract 7 if Davis is denied and no further residential units are allocated to Quadrangle and b) allocating the maximum number of residential units to an unidentified, unreviewed development proposal for Tract 5 improperly denies Respondent an opportunity to examine such a proposal.

#### RECOMMENDATION

It is

RECOMMENDED that the Florida Land and Water Adjudicatory Commission enter a final order approving Petitioner's request for a development order amendment allocating another 135 Multifamily Residential units to the Quadrangle DRI, subject to the limitation of these units to Tract 7, a maximum development of 420 such units on Tract 7, the reduction of 40,500 square feet of Office, applicable design standards, the applicable per-tract

density restriction of 18 units per acre, the conditions stated in paragraphs 76 and 77 of this recommended order, and the approval of the current Davis proposal for Tract 5.

It is

RECOMMENDED that the Florida Land and Water Adjudicatory Commission enter a final order denying Petitioner's request for additional Multifamily Residential units, in excess of 135, for the Quadrangle DRI.

It is

RECOMMENDED that the Florida Land and Water Adjudicatory Commission enter a final order approving Petitioner's request for a development order amendment acknowledging the allocation of 420 of the already-approved 1250 Multifamily Residential units to Tract 7, subject to applicable design standards, the applicable per-tract density restriction of 18 units per acre, the conditions stated in paragraphs 76 and 77 of this recommended order, and the denial of the current Davis proposal for Tract 5.

DONE AND ENTERED this 18th day of July, 2000, in  
Tallahassee, Leon County, Florida.

---

ROBERT E. MEALE  
Administrative Law Judge  
Division of Administrative Hearings  
The DeSoto Building  
1230 Apalachee Parkway  
Tallahassee, Florida 32399-3060  
(850) 488-9675      SUNCOM 278-9675  
Fax Filing (850) 921-6847  
www.doah.state.fl.us

APPROVED  
BY ORANGE COUNTY BOARD  
OF COUNTY COMMISSIONERS

FEB 2 1999 *vs/op*

This Instrument Prepared by  
and Should be Returned to:  
Thomas T. Ross, Esq.  
Akerman, Senterfitt & Eidson, P.A.  
Post Office Box 231  
Orlando, FL 32802-0231

Orange Co FL 1999-0108626  
03/12/99 11:37:31am  
OR Bk 5702 Pg 3359  
Rec 24.00

THIS SPACE RESERVED FOR RECORDER'S USE

NON-SUBSTANTIAL DEVIATION AMENDMENT  
TO DEVELOPMENT ORDER FOR THE QUADRANGLE  
DEVELOPMENT OF REGIONAL IMPACT

This Non-Substantial Deviation Amendment to Development Order for The Quadrangle Development of Regional Impact (the "Non-Substantial Amendment") is entered into this 2nd day of March, 1999 between ORANGE COUNTY, FLORIDA, a political subdivision of the State of Florida (the "County"), and REYNOLDS METALS DEVELOPMENT COMPANY (the "Developer").

RECITALS

A. The original Development of Regional Impact Development Order for The Quadrangle DRI was approved by the Board of County Commissioners on November 5, 1984 (the "Development Order").

B. The Development Order was modified by First Amendment to the Original Development Order for The Quadrangle Development of Regional Impact, which First Amendment was recorded in O.R. Book 3964, Page 299, Public Records of Orange County, Florida.

C. The Development Order was further modified by a Substantial Deviation Amendment to Development Order for The Quadrangle Development of Regional Impact dated July 25, 1989, and further modified by an Amendment to Development Order for The Quadrangle Development of Regional Impact recorded March 14, 1991 in O.R. Book 4268, Page 3771, Public Records of Orange County, Florida.

D. The Development Order was further modified by a Notice of Proposed Change to The Quadrangle DRI Development Order, which Amendment was recorded on June 3, 1994 in O.R. Book 4750, Page 948, Public Records of Orange County, Florida.

E. The Development Order as further modified by two (2) Non-Substantial Deviation Amendments dated December 13, 1994 and June 24, 1997, respectively, which was approved by the Orange County Board of County Commissioners and is on file with the Clerk to the Board of County Commissioners.

F. The Developer has proposed a further modification to its approved development program for The Quadrangle DRI and to its existing Development Order, which does not constitute a substantial change under the County's Planned Development ordinance nor a substantial deviation under subsection 380.06(19), Florida Statutes.

NOW, THEREFORE, for and in consideration of the above-stated premises, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Developer and the County agree as follows:

1. The Condition of Approval set forth in the first sentence of Paragraph II(1) of the Substantial Deviation Quadrangle Development Order is hereby amended to state as follows:

Development shall conform to The Quadrangle Planned Development; Board of County Commissioners' approvals; Amended Land Use Plan, dated "Received 12/98"; and to the following conditions of approval. Development based on this approval shall comply with all other applicable federal, state, and county laws, ordinances, and regulations, which are incorporated herein by reference, except to the extent [the applicable laws, ordinances, and regulations] are expressly waived or modified by these conditions, or by action approved by the Orange County Board of County Commissioners, or by action of the Board of County Commissioners.

2. The development quantities, land uses and acreage set forth and described in the Development Order, as modified, are further amended as described and stated on the attached Exhibit "A".

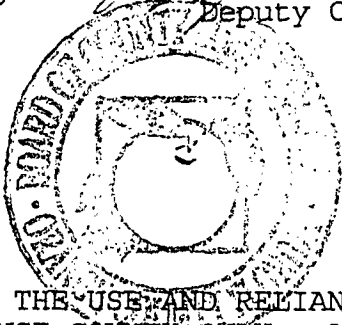
OR Bk 5702 Pg 3360  
Orange Co FL 1999-0108626

3. In accordance with subsection 380.06(15)(f), Florida Statutes, this Non-Substantial Amendment constitutes a land development regulation applicable to the Property described in the Development Order; however, the recording of this document does not constitute a lien, cloud or encumbrance of the Property or actual or constructive notice of any such lien, cloud or encumbrance.

4. Except as modified herein, all of the terms and conditions of The Quadrangle DRI Development Order, as amended, remain in full force and effect.

ATTEST: MARTHA O. HAYNIE,  
Orange County Comptroller,  
as Clerk of the Board of  
County Commissioners

By: [Signature]  
Deputy Clerk



FOR THE USE AND RELIANCE OF  
ORANGE COUNTY ONLY. APPROVED  
AS TO FORM February 22,  
1999.

[Signature]  
Assistant County Attorney

ORANGE COUNTY, FLORIDA

By: Board of County Commissioners

By: [Signature]  
Mel Martinez  
Chairman

Date 3/2/99

OR Bk 5702 Pg 336.1  
Orange Co FL 1999-0108626

REYNOLDS METALS DEVELOPMENT  
COMPANY

By: [Signature]  
L. Daniel Libutti  
Vice President

Date 2/12/99

Exhibit "A"  
Quadrangle  
Land-Use Modifications

Land-Use	ITE Code	Quality	Units	Daily Trips	PM Peak Trips
Office	710	2,700,000	SF	30,510	4,097
Retail	820	325,000	SF	14,545	1,367
Multi-Family	220	1,250	D.U.s	7,627	23
Hotel	310	503	Rooms	4,132	323
Total				56,813	5,809

DR Bk 5702 Pg 3362  
Orange Co FL 1999-0108626

# The Quadrangle

## ORLANDO FLORIDA

OR Bk 5702 Pg 3363  
Orange Co FL 1999-0108626

Recorded - Martha O. Haynie

### AMENDED DEVELOPMENT PROGRAM

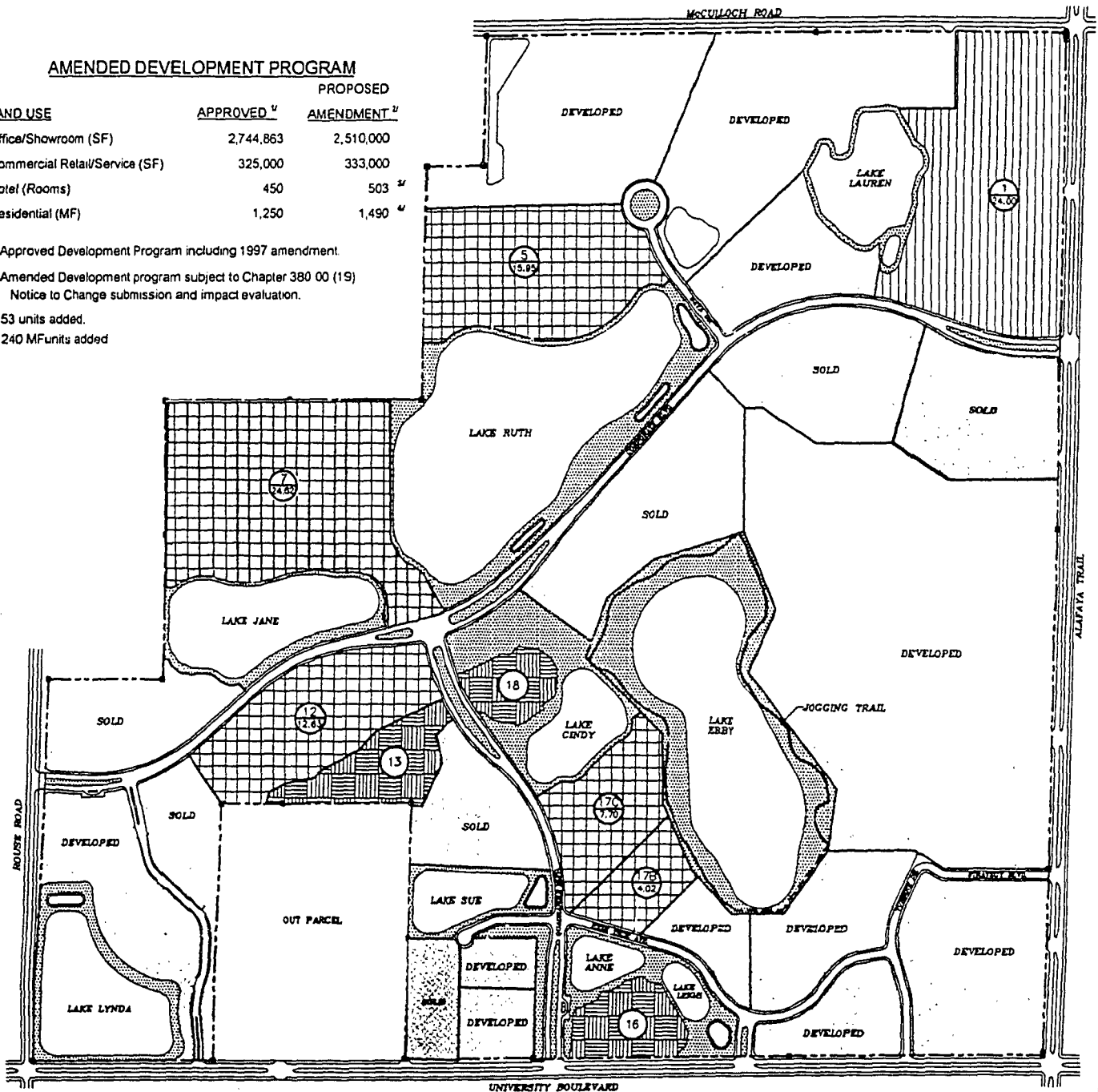
LAND USE	PROPOSED	
	APPROVED <sup>1</sup>	AMENDMENT <sup>2</sup>
Office/Showroom (SF)	2,744,863	2,510,000
Commercial Retail/Service (SF)	325,000	333,000
Hotel (Rooms)	450	503 <sup>3</sup>
Residential (MF)	1,250	1,490 <sup>4</sup>

<sup>1</sup> Approved Development Program including 1997 amendment.

<sup>2</sup> Amended Development program subject to Chapter 380.00 (19) Notice to Change submission and impact evaluation.

<sup>3</sup> 53 units added.

<sup>4</sup> 240 MFunits added



### LAND USE LEGEND

	Commercial/Hotel/Office/M.F. Residential		Office/M.F. Residential
	Open Space <sup>3</sup>		Lakes
	Environmental Area		Sold/Developed

TRACTS	LAND USE	ACREAGE
1	Commercial/Hotel/Office/M.F. Residential	24.00 AC.
5	Office/M.F. Residential	15.95 AC.
7	Office/M.F. Residential	12.63 AC.
12	Office/M.F. Residential	12.63 AC.
17B	Office/M.F. Residential	04.02 AC.
17C	Office/M.F. Residential	07.70 AC.

<sup>3</sup> Additional open space will be created as tracts develop in accordance with Orange County Land Development Regulations.

## EXHIBIT A

### DEVELOPMENT PLAN (REVISED 12/98)

FEB 2 1999 *vs/AG*

This Instrument Prepared by  
and Should be Returned to:  
Thomas T. Ross, Esq.  
Akerman, Senterfitt & Eidson, P.A.  
Post Office Box 231  
Orlando, FL 32802-0231

Orange Co FL 1999-0120788  
031999 01:30:07pm  
OR Bk 5708 Pg 1211  
Rec 24.00

THIS SPACE RESERVED FOR RECORDER'S USE

**NON-SUBSTANTIAL DEVIATION AMENDMENT  
TO DEVELOPMENT ORDER FOR THE QUADRANGLE  
DEVELOPMENT OF REGIONAL IMPACT**

This Non-Substantial Deviation Amendment to Development Order for The Quadrangle Development of Regional Impact (the "Non-Substantial Amendment") is entered into this 2nd day of March, 1999 between ORANGE COUNTY, FLORIDA, a political subdivision of the State of Florida (the "County"), and REYNOLDS METALS DEVELOPMENT COMPANY (the "Developer").

**RECITALS**

A. The original Development of Regional Impact Development Order for The Quadrangle DRI was approved by the Board of County Commissioners on November 5, 1984 (the "Development Order").

B. The Development Order was modified by First Amendment to the Original Development Order for The Quadrangle Development of Regional Impact, which First Amendment was recorded in O.R. Book 3964, Page 299, Public Records of Orange County, Florida.

C. The Development Order was further modified by a Substantial Deviation Amendment to Development Order for The Quadrangle Development of Regional Impact dated July 25, 1989, and further modified by an Amendment to Development Order for The Quadrangle Development of Regional Impact recorded March 14, 1991 in O.R. Book 4268, Page 3771, Public Records of Orange County, Florida.

D. The Development Order was further modified by a Notice of Proposed Change to The Quadrangle DRI Development Order, which Amendment was recorded on June 3, 1994 in O.R. Book 4750, Page 948, Public Records of Orange County, Florida.

After recording, place document in the County Clerk's Office pick-up file. *Saur Pagandas*



E. The Development Order as further modified by two (2) Non-Substantial Deviation Amendments dated December 13, 1994 and June 24, 1997, respectively, which was approved by the Orange County Board of County Commissioners and is on file with the Clerk to the Board of County Commissioners.

F. The Developer has proposed a further modification to its approved development program for The Quadrangle DRI and to its existing Development Order, which does not constitute a substantial change under the County's Planned Development ordinance nor a substantial deviation under subsection 380.06(19), Florida Statutes.

NOW, THEREFORE, for and in consideration of the above-stated premises, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Developer and the County agree as follows:

1. The Condition of Approval set forth in the first sentence of Paragraph II(1) of the Substantial Deviation Quadrangle Development Order is hereby amended to state as follows:

Development shall conform to The Quadrangle Planned Development; Board of County Commissioners' approvals; Amended Land Use Plan, dated "Received 12/98"; and to the following conditions of approval. Development based on this approval shall comply with all other applicable federal, state, and county laws, ordinances, and regulations, which are incorporated herein by reference, except to the extent [the applicable laws, ordinances, and regulations] are expressly waived or modified by these conditions, or by action approved by the Orange County Board of County Commissioners, or by action of the Board of County Commissioners.

2. The development quantities, land uses and acreage set forth and described in the Development Order, as modified, are further amended as described and stated on the attached Exhibit "A".

3. In accordance with subsection 380.06(15)(f), Florida Statutes, this Non-Substantial Amendment constitutes a land development regulation applicable to the Property described in the Development Order; however, the recording of this document does not constitute a lien, cloud or encumbrance of the Property or actual or constructive notice of any such lien, cloud or encumbrance.

OR Bk 5708 Pg 1212  
Orange Co FL 1999-0120788

4. Except as modified herein, all of the terms and conditions of The Quadrangle DRI Development Order, as amended, remain in full force and effect.

ATTEST: MARTHA O. HAYNIE,  
Orange County Comptroller,  
as Clerk of the Board of  
County Commissioners

By: 

Deputy Clerk



FOR THE USE AND RELIANCE OF  
ORANGE COUNTY ONLY. APPROVED  
AS TO FORM February 22,  
1999.

  
Assistant County Attorney

ORANGE COUNTY, FLORIDA

By: Board of County Commissioners

By: 

for Mel Martinez  
Chairman

Date 3/2/99

OR Bk 5708 Pg 1213  
Orange Co FL 1999-0120788

REYNOLDS METALS DEVELOPMENT  
COMPANY

By: 

L. Daniel Libutti  
Vice President

Date 2/12/99

Exhibit "A"  
Quadrangle  
Land-Use Modifications

OR Bk 5708 Pg 1214  
Orange Co FL 1999-0120788

Land-Use	ITE Code	Quality	Units	Daily Trips	PM Peak Trips
Office	710	2,700,000	SF	30,510	4,097
Retail	820	325,000	SF	14,545	1,367
Multi- Family	220	1,250	D.U.s	7,627	23
Hotel	310	503	Rooms	4,132	323
<b>Total</b>				<b>56,813</b>	<b>5,809</b>

# The Quadrangle ORLANDO FLORIDA

OR Bk 5708 Pg 1215  
Orange Co FL 1999-0120788  
Recorded - Martha O. Haynie

## AMENDED DEVELOPMENT PROGRAM

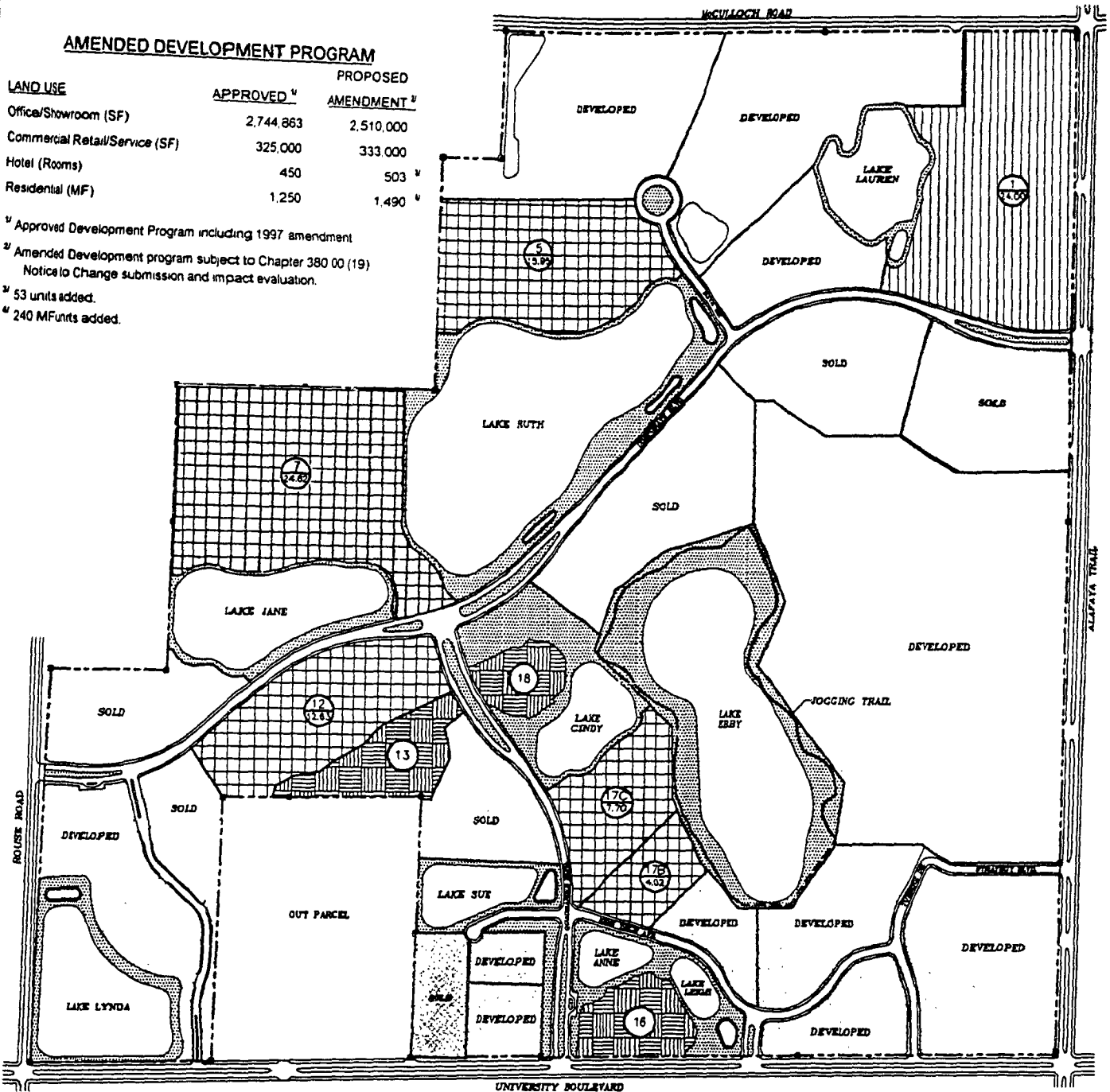
LAND USE	APPROVED <sup>1</sup>	PROPOSED AMENDMENT <sup>2</sup>
Office/Showroom (SF)	2,744,863	2,510,000
Commercial Retail/Service (SF)	325,000	333,000
Hotel (Rooms)	450	503 <sup>3</sup>
Residential (MF)	1,250	1,490 <sup>4</sup>

<sup>1</sup> Approved Development Program including 1997 amendment

<sup>2</sup> Amended Development program subject to Chapter 380.00 (19)  
Notice to Change submission and impact evaluation.

<sup>3</sup> 53 units added.

<sup>4</sup> 240 MFunits added.



## LAND USE LEGEND

	Commercial/Hotel/ Office/M.F. Residential		Office/M.F. Residential
	Open Space <sup>5</sup>		Lakes
	Environmental Area		Sold/Developed

TRACTS	LAND USE	ACREAGE
1	Commercial/Hotel/ Office/M.F. Residential	24.00 AC.
5	Office/M.F. Residential	15.95 AC.
7	Office/M.F. Residential	24.62 AC.
12	Office/M.F. Residential	12.63 AC.
17B	Office/M.F. Residential	04.02 AC.
17C	Office/M.F. Residential	07.70 AC.

<sup>5</sup> Additional open space will be created  
as tracts develop in accordance with  
Orange County Land Development  
Regulations.

## EXHIBIT A DEVELOPMENT PLAN (REVISED 12/98)

SEP 12 2000 BB/CS

Orange Co FL 2001-0393332  
08/30/2001 02:01:07pm  
OR Bk 6335 Pg 3763  
Rec 24.00

This Instrument Prepared by  
and Should be Returned to:  
Thomas T. Ross, Esq.  
Akerman, Senterfitt & Eidson, P.A.  
Post Office Box 231  
Orlando, FL 32802-0231

THIS SPACE RESERVED FOR RECORDER'S USE

AMENDED AND RESTATED  
NON-SUBSTANTIAL DEVIATION AMENDMENT  
TO DEVELOPMENT ORDER FOR THE QUADRANGLE  
DEVELOPMENT OF REGIONAL IMPACT

This Amended and Restated Non-Substantial Deviation Amendment to Development Order for The Quadrangle Development of Regional Impact (the "Non-Substantial Amendment") is entered into this 12th day of September, 2000 between ORANGE COUNTY, FLORIDA, a political subdivision of the State of Florida (the "County"), and REYNOLDS METALS DEVELOPMENT COMPANY (the "Developer").

RECITALS

A. The original Development of Regional Impact Development Order for The Quadrangle DRI was approved by the Board of County Commissioners on November 5, 1984 (the "Development Order").

B. The Development Order was modified by First Amendment to the Original Development Order for The Quadrangle Development of Regional Impact, which First Amendment was recorded in O.R. Book 3964, Page 299, Public Records of Orange County, Florida.

C. The Development Order was further modified by a Substantial Deviation Amendment to Development Order for The Quadrangle Development of Regional Impact dated July 25, 1989, and further modified by an Amendment to Development Order for The Quadrangle Development of Regional Impact recorded March 14, 1991

in O.R. Book 4268, Page 3771, Public Records of Orange County, Florida.

D. The Development Order was further modified by a Notice of Proposed Change to The Quadrangle DRI Development Order, which Amendment was recorded on June 3, 1994 in O.R. Book 4750, Page 948, Public Records of Orange County, Florida.

E. The Development Order as further modified by two (2) Non-Substantial Deviation Amendments dated December 13, 1994 and June 24, 1997, respectively, which was approved by the Orange County Board of County Commissioners and is on file with the Clerk to the Board of County Commissioners.

F. The Developer proposed a further modification to its approved development program for The Quadrangle DRI and to its existing Development Order, which did not constitute a substantial change under the County's Planned Development ordinance nor a substantial deviation under subsection 380.06(19), Florida Statutes. As a result, on March 2, 1999 the County entered an additional non-substantial deviation amendment to The Quadrangle Development Order.

G. The March 2, 1999 non-substantial deviation amendment inadvertently attached an incorrect Exhibit "A", erroneously describing the quantity of land use entitlements applicable to The Quadrangle.

H. This Amended and Restated Non-Substantial Deviation Amendment has attached hereto the correct Exhibit "A".

NOW, THEREFORE, for and in consideration of the above-stated premises, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Developer and the County agree as follows:

1. The Condition of Approval set forth in the first sentence of Paragraph II(1) of the Substantial Deviation Quadrangle Development Order is hereby amended to state as follows:

Development shall conform to The Quadrangle Planned Development; Board of County Commissioners' approvals; Amended Land Use Plan, dated "Received 12/98"; and to the

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

2. The development quantities, land uses and acreage set forth and described in the Development Order, as modified, are further amended as described and stated on the attached Amended Exhibit "A".

3. In accordance with subsection 380.06(15)(f), Florida Statutes, this Non-Substantial Amendment constitutes a land development regulation applicable to the Property described in the Development Order; however, the recording of this document does not constitute a lien, cloud or encumbrance of the Property or actual or constructive notice of any such lien, cloud or encumbrance.

4. Except as modified herein, all of the terms and conditions of The Quadrangle DRI Development Order, as amended, remain in full force and effect.

ATTEST: MARTHA O. HAYNIE,  
Orange County Comptroller,  
as Clerk of the Board of  
County Commissioners

ORANGE COUNTY, FLORIDA

By: Board of County Commissioners

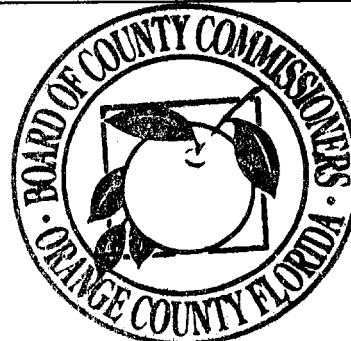
By: [Signature]  
Deputy Clerk

By: [Signature]  
Richard T. Crotty  
Chairman

Date 8.29.01

FOR THE USE AND RELIANCE OF  
ORANGE COUNTY ONLY. APPROVED  
AS TO FORM \_\_\_\_\_, 2000.

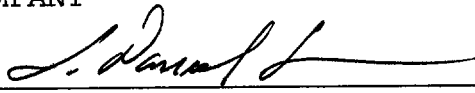
Assistant County Attorney





OR Bk 6335 Pg 3766  
Orange Co FL 2001-0393332

REYNOLDS METALS DEVELOPMENT  
COMPANY

By 

L. Daniel Libutti  
Vice President

Date SEPT 12, 2000



OR Bk 6335 Pg 3767  
Orange Co FL 2001-0393332  
Recorded - Martha O. Haynie

Amended  
Exhibit "A"

The Quadrangle  
Land Use Approvals

Land-Use	ITE Code	Quantity	Units	Daily Trips	PM Peak Trips
Office	710	2,700,000	SF	30,510	4,097
Retail	820	305,000	SF	13,963	1,311
Multi- Family	220	1,250	D.U.'s	7,627	695
Hotel	310	588	Rooms	4,892	390
<b>Total</b>				<b>56,992</b>	<b>6,493</b>

JAN 04 2005 *aa/pj*



INSTR 20050167660  
OR BK 07863 PG 0325 PGS=5  
MARTHA O. HAYNIE, COMPTROLLER  
ORANGE COUNTY, FL  
03/08/2005 02:43:29 PM  
REC FEE 44.00

THIS INSTRUMENT WAS PREPARED BY  
AND SHOULD BE RETURNED TO:

Aaron J. Gorovitz, Esquire  
Lowndes, Drosdick, Doster, Kantor & Reed, P.A.  
215 North Eola Drive  
Post Office Box 2809  
Orlando, FL 32802-2809  
(407) 843-4600

FOR RECORDING DEPARTMENT USE ONLY

**NON-SUBSTANTIAL DEVIATION AMENDMENT  
TO DEVELOPMENT ORDER FOR THE QUADRANGLE  
DEVELOPMENT OF REGIONAL IMPACT**

This Non-Substantial Deviation Amendment to Development Order for The Quadrangle Development of Regional Impact (the "Non-Substantial Amendment") is entered into this 7<sup>th</sup> day of January, 2005 between ORANGE COUNTY, FLORIDA, a political subdivision of the State of Florida (the "County"), and WEYERHAEUSER REAL ESTATE COMPANY, a Washington corporation (the "Developer").

**RECITALS**

A. The original Development of Regional Impact Development Order for The Quadrangle DRI was approved by the Board of County Commissioners on November 5, 1984 and recorded in Official Records Book 3575, Page 205, Public Records of Orange County, Florida (the "Development Order").

B. The Development Order has been modified by the following amendments:

1. First Amendment to the Original Development order for The Quadrangle Development of Regional Impact, which First Amendment was recorded in O.R. book 3964, Page 2999, Public Records of Orange County, Florida;

2. Substantial Deviation Amendment to Development Order for The Quadrangle Development of Regional Impact dated July 25, 1989, and further modified by an Amendment to Development Order for The Quadrangle Development of Regional Impact recorded March 14, 1991 in O.R. Book 4268, Page 3771, Public Records of Orange County, Florida;

After recording, place document in the Comptroller  
Clerk's Office pick-up file. *Jessica Wells*

3. Notice of Proposed Change to The Quadrangle DRI Development Order, recorded on June 3, 1994 in O.R. Book 4750, Page 948, Public Records of Orange County, Florida;

4. Non-Substantial Deviation Amendment dated December 13, 1994, and recorded in O.R. Box 4836, Page 1116, Public Records of Orange County, Florida;

5. Non-Substantial Deviation Amendment dated June 24, 1997, and recorded in O.R. Book 5286, Page 4556, as corrected by Affidavit recorded in O.R. book 5291, Page 1243, Public Records of Orange County, Florida;

6. Non-Substantial Deviation Amendment dated July 8, 1997 and recorded in O.R. Book 5618, Page 3965, Public Records of Orange County, Florida; and

7. Final Order of the State of Florida Land and Water Adjudicatory Commission, dated November 19, 2000.

C. The Developer has proposed a further modification to its approved development program for The Quadrangle DRI and to its existing Development Order, which does not constitute a substantial change under the County's Planned Development ordinance nor a substantial deviation under subsection 380.06(19), Florida Statutes.

D. Weyerhaeuser Real Estate Corporation has succeeded to the interests of Quadrangle Development in the Quadrangle project.

NOW, THEREFORE, for and in consideration of the above-stated premises, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Developer and the County agree as follows:

1. The Condition of Approval set forth in the first sentence of Paragraph II(1) of the Substantial Deviation Quadrangle Development Order is hereby amended to state as follows:

Development shall conform to The Quadrangle Planned Development, BCC approvals, and Land Use Planned Amendment and Notice of Proposed Change to the DRI dated received \_\_\_\_\_ and to the herein contained Conditions of Approval. Development based on these Approvals shall comply with all other applicable federal, state and county laws, ordinances and regulations, which are incorporated herein by reference, except to the extent the applicable laws, ordinances and regulations are expressly waived or modified by these Conditions or by action by the Orange County Board of County Commissioners, or by action of the Board of County Commissioners.

2. The development quantities and land use set forth and described in the Development Order, as modified, are further amended as described and stated on the attached Exhibit "A."

3. In accordance with subsection 380.05(15)(f), Florida Statutes, this Non-Substantial Deviation Amendment constitutes a land development regulation applicable to the Property described in the Development Order. The recording of this document does not constitute a lien, cloud or encumbrance of the Property or actual or constructive notice of any such lien, cloud or encumbrance.

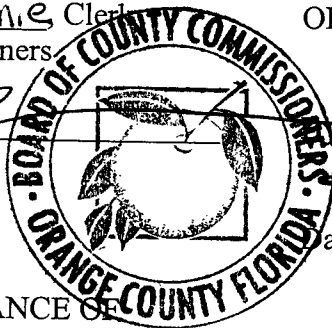
4. Except as modified herein, all of the terms and conditions of The Quadrangle DRI Development Order, as amended, remain in full force and effect.

ATTEST: Martha D. Haynie Clerk  
Board of County Commissioners

ORANGE COUNTY, FLORIDA

By: [Signature]

Deputy Clerk



[Signature]  
Richard T. Crotty, Chairman

Date: 1/7/05

~~FOR THE USE AND RELIANCE OF  
ORANGE COUNTY ONLY. APPROVED  
AS TO FORM \_\_\_\_\_,  
200\_\_.~~

\_\_\_\_\_  
Assistant County Attorney

WEYERHAEUSER REAL ESTATE  
COMPANY, a Washington corporation

By: [Signature]  
Its: Vice president

Date: December 1, 2004

# LEGAL DESCRIPTION

## LEGAL DESCRIPTION

A STRIP OF LAND BEING A PORTION OF TRACT 11, THE QUADRANGLE: PHASE IIB, ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK 18, PAGES 10 AND 11 OF THE PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA, BEING DESCRIBED AS FOLLOWS:

COMMENCE 9.69 FEET NORTH OF THE SOUTHWEST CORNER OF SAID TRACT 11 AS MEASURED ALONG THE EAST RIGHT-OF-WAY LINE OF ROUSE ROAD, AS THE POINT OF BEGINNING, SAID POINT OF BEGINNING ALSO BEING THE POINT OF INTERSECTION OF THE NORTH RIGHT-OF-WAY LINE OF UNIVERSITY BOULEVARD WITH THE EAST RIGHT-OF-WAY LINE OF ROUSE ROAD; THENCE RUN NORTH 02°25'11" EAST ALONG SAID EAST RIGHT-OF-WAY LINE, 20.02 FEET TO A POINT LYING 20.00 FEET NORTH OF THE SAID NORTH RIGHT-OF-WAY LINE OF UNIVERSITY BOULEVARD; THENCE RUN NORTH 89°47'35" EAST, PARALLEL WITH AND 20.00 FEET FROM SAID NORTH RIGHT-OF-WAY LINE, A DISTANCE OF 780.87 FEET TO A POINT ON THE WESTERLY RIGHT-OF-WAY LINE OF LAKE LYNDY DRIVE AND THE EAST BOUNDARY OF THE AFORESAID TRACT 11, SAID POINT LYING ON A NON-TANGENT CURVE CONCAVE NORTHWESTERLY; THENCE RUN SOUTHWESTERLY ALONG SAID CURVE BEING A RADIUS OF 76.97 FEET, A CENTRAL ANGLE OF 27°40'47", AN ARC LENGTH OF 37.18 FEET, A CHORD LENGTH OF 36.82 FEET AND A CHORD BEARING OF SOUTH 56°53'45" WEST TO THE END OF SAID CURVE, AND TO THE AFOREMENTIONED NORTH RIGHT-OF-WAY LINE OF UNIVERSITY BOULEVARD; THENCE RUN SOUTH 89°47'35" WEST ALONG SAID NORTH RIGHT-OF-WAY LINE, 750.87 FEET TO THE POINT OF BEGINNING.

THE ABOVE DESCRIBED TRACT OF LAND LIES IN ORANGE COUNTY, FLORIDA AND CONTAINS 0.353 ACRES, MORE OR LESS.

## SURVEYOR'S NOTES:

- (1) THIS SKETCH AND LEGAL DESCRIPTION IS NOT VALID UNLESS IT BEARS THE SIGNATURE AND ORIGINAL RAISED SEAL OF THE FLORIDA LICENSED SURVEYOR AND MAPPER IDENTIFIED BELOW.
- (2) NO ABSTRACT FOR RIGHTS-OF-WAY, EASEMENTS, OWNERSHIP OR OTHER INSTRUMENTS OF RECORD HAVE BEEN PROVIDED TO THIS FIRM.
- (3) BEARINGS SHOWN HEREON ARE ASSUMED RELATIVE TO THE SOUTH LINE OF TRACT 11, THE QUADRANGLE: PHASE IIB, ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK 18, PAGES 10 AND 11 OF THE PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA. BEING S89°47'35"W
- (4) THE "LEGAL DESCRIPTION" HEREON HAS BEEN PREPARED BY THE SURVEYOR AT THE CLIENT'S REQUEST.
- (5) THE DELINEATION OF LANDS SHOWN HEREON IS AS PER THE CLIENT'S INSTRUCTIONS.

DAVID A. WHITE, P.S.M.  
FLORIDA REGISTRATION NO. 4044  
PROFESSIONAL ENGINEERING CONSULTANTS, INC.  
CERTIFICATE OF AUTHORIZATION NO. LB-3556

SHEET 1 OF 2

(THIS IS NOT A SURVEY)

**PEC** PROFESSIONAL ENGINEERING CONSULTANTS, INC.  
engineers planners surveyors

Suite 1560 Eola Park Centre 200 East Robinson Street Orlando, Florida 32801 407/422-8062

SECTION 4, TOWNSHIP 22 SOUTH, RANGE 31 EAST

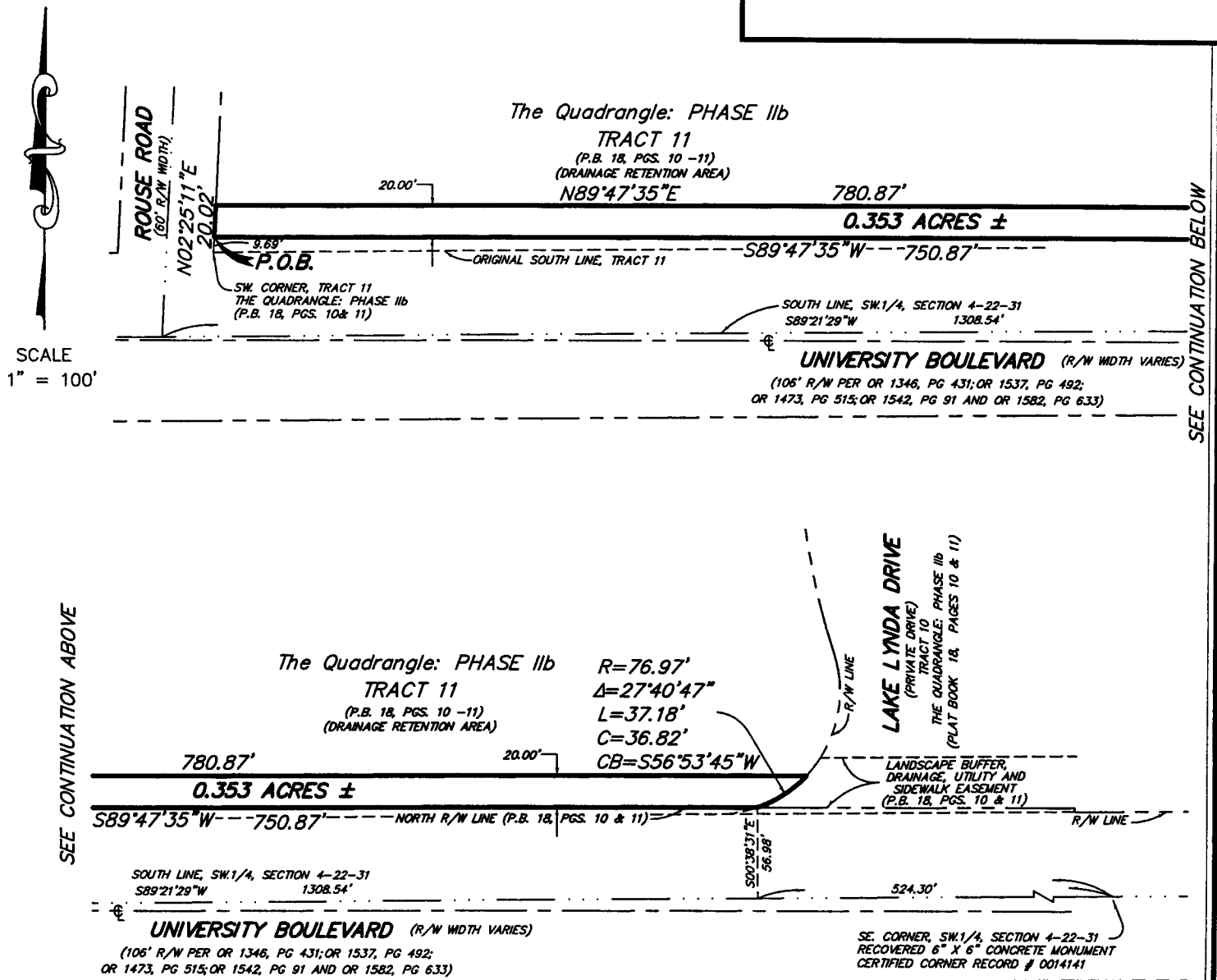
DATE: JAN. 26, 2005

PREP BY: D.A.W.

DRAWN BY: J.L.M.

QD-001

# LEGAL DESCRIPTION



SHEET 2 OF 2

(THIS IS NOT A SURVEY)

**PEC** PROFESSIONAL ENGINEERING CONSULTANTS, INC.  
engineers planners surveyors

Suite 1560 Eola Park Centre 200 East Robinson Street Orlando, Florida 32801 407/422-8062

SECTION 4, TOWNSHIP 22 SOUTH, RANGE 31 EAST

DATE: JAN. 26, 2005

PREP BY: D.A.W.

DRAWN BY: J.L.M.

QD-001

APPROVED  
BY ORANGE COUNTY BOARD  
OF COUNTY COMMISSIONERS

JAN 04 2005 *aa/m*

THIS INSTRUMENT WAS PREPARED BY  
AND SHOULD BE RETURNED TO:

Aaron J. Gorovitz, Esquire  
★ Lowndes, Drosdick, Doster, Kantor & Reed, P.A.  
15 North Eola Drive  
Post Office Box 2809  
Orlando, FL 32802-2809  
(407) 843-4600

INSTR 20050167660  
OR BK 07863 PG 0325 PGS=5  
MARTHA O. HAYNIE, COMPTROLLER  
ORANGE COUNTY, FL  
03/08/2005 02:43:29 PM  
REC FEE 44.00

INSTR 20050460439  
OR BK 08065 PG 4270 PGS=6  
MARTHA O. HAYNIE, COMPTROLLER  
ORANGE COUNTY, FL  
FOR RECORDING DEPARTMENT USE ONLY  
07/12/2005 03:09:44 PM  
REC FEE 52.50

**NON-SUBSTANTIAL DEVIATION AMENDMENT  
TO DEVELOPMENT ORDER FOR THE QUADRANGLE  
DEVELOPMENT OF REGIONAL IMPACT**

This Non-Substantial Deviation Amendment to Development Order for The Quadrangle Development of Regional Impact (the "Non-Substantial Amendment") is entered into this 7th day of January, 2005 between ORANGE COUNTY, FLORIDA, a political subdivision of the State of Florida (the "County"), and WEYERHAEUSER REAL ESTATE COMPANY, a Washington corporation (the "Developer").

**RECITALS**

A. The original Development of Regional Impact Development Order for The Quadrangle DRI was approved by the Board of County Commissioners on November 5, 1984 and recorded in Official Records Book 3575, Page 205, Public Records of Orange County, Florida (the "Development Order").

B. The Development Order has been modified by the following amendments:

1. First Amendment to the Original Development order for The Quadrangle Development of Regional Impact, which First Amendment was recorded in O.R. book 3964, Page 2999, Public Records of Orange County, Florida;

2. Substantial Deviation Amendment to Development Order for The Quadrangle Development of Regional Impact dated July 25, 1989, and further modified by an Amendment to Development Order for The Quadrangle Development of Regional Impact recorded March 14, 1991 in O.R. Book 4268, Page 3771, Public Records of Orange County, Florida;

0038455/091620/788922/1

- 1 -

STATE OF FLORIDA, COUNTY OF ORANGE  
I HEREBY CERTIFY this is a copy of a document  
approved by the BCC on JAN 04 2005  
By MARTHA O. HAYNIE, COUNTY COMPTROLLER  
Deputy Clerk Date Seal



3. Notice of Proposed Change to The Quadrangle DRI Development Order, recorded on June 3, 1994 in O.R. Book 4750, Page 948, Public Records of Orange County, Florida;

4. Non-Substantial Deviation Amendment dated December 13, 1994, and recorded in O.R. Box 4836, Page 1116, Public Records of Orange County, Florida;

5. Non-Substantial Deviation Amendment dated June 24, 1997, and recorded in O.R. Book 5286, Page 4556, as corrected by Affidavit recorded in O.R. book 5291, Page 1243, Public Records of Orange County, Florida;

6. Non-Substantial Deviation Amendment dated July 8, 1997 and recorded in O.R. Book 5618, Page 3965, Public Records of Orange County, Florida; and

7. Final Order of the State of Florida Land and Water Adjudicatory Commission, dated November 19, 2000.

C. The Developer has proposed a further modification to its approved development program for The Quadrangle DRI and to its existing Development Order, which does not constitute a substantial change under the County's Planned Development ordinance nor a substantial deviation under subsection 380.06(19), Florida Statutes.

D. Weyerhaeuser Real Estate Corporation has succeeded to the interests of Quadrangle Development in the Quadrangle project.

NOW, THEREFORE, for and in consideration of the above-stated premises, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Developer and the County agree as follows:

1. The Condition of Approval set forth in the first sentence of Paragraph II(1) of the Substantial Deviation Quadrangle Development Order is hereby amended to state as follows:

Development shall conform to The Quadrangle Planned Development, BCC approvals, and Land Use Planned Amendment and Notice of Proposed Change to the DRI dated received \_\_\_\_\_ and to the herein contained Conditions of Approval. Development based on these Approvals shall comply with all other applicable federal, state and county laws, ordinances and regulations, which are incorporated herein by reference, except to the extent the applicable laws, ordinances and regulations are expressly waived or modified by these Conditions or by action by the Orange County Board of County Commissioners, or by action of the Board of County Commissioners.

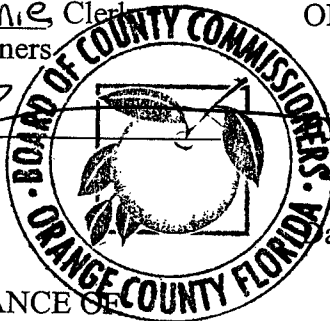
2. The development quantities and land use set forth and described in the Development Order, as modified, are further amended as described and stated on the attached Exhibit "A."

3. In accordance with subsection 380.05(15)(f), Florida Statutes, this Non-Substantial Deviation Amendment constitutes a land development regulation applicable to the Property described in the Development Order. The recording of this document does not constitute a lien, cloud or encumbrance of the Property or actual or constructive notice of any such lien, cloud or encumbrance.

4. Except as modified herein, all of the terms and conditions of The Quadrangle DRI Development Order, as amended, remain in full force and effect.

ATTEST: Martha D. Haynie Clerk, ORANGE COUNTY, FLORIDA  
Board of County Commissioners

By: [Signature]  
Deputy Clerk



[Signature]  
Richard T. Crotty, Chairman

Date: 1/7/05

FOR THE USE AND RELIANCE OF  
ORANGE COUNTY ONLY. APPROVED  
AS TO FORM \_\_\_\_\_,  
200\_\_.

\_\_\_\_\_  
Assistant County Attorney

WEYERHAEUSER REAL ESTATE  
COMPANY, a Washington corporation

By: [Signature]  
Its: Vice President

Date: December 1, 2004

# LEGAL DESCRIPTION

## LEGAL DESCRIPTION

A STRIP OF LAND BEING A PORTION OF TRACT 11, THE QUADRANGLE: PHASE IIB, ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK 18, PAGES 10 AND 11 OF THE PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA, BEING DESCRIBED AS FOLLOWS:

COMMENCE 9.69 FEET NORTH OF THE SOUTHWEST CORNER OF SAID TRACT 11 AS MEASURED ALONG THE EAST RIGHT-OF-WAY LINE OF ROUSE ROAD, AS THE POINT OF BEGINNING, SAID POINT OF BEGINNING ALSO BEING THE POINT OF INTERSECTION OF THE NORTH RIGHT-OF-WAY LINE OF UNIVERSITY BOULEVARD WITH THE EAST RIGHT-OF-WAY LINE OF ROUSE ROAD; THENCE RUN NORTH 02°25'11" EAST ALONG SAID EAST RIGHT-OF-WAY LINE, 20.02 FEET TO A POINT LYING 20.00 FEET NORTH OF THE SAID NORTH RIGHT-OF-WAY LINE OF UNIVERSITY BOULEVARD; THENCE RUN NORTH 89°47'35" EAST, PARALLEL WITH AND 20.00 FEET FROM SAID NORTH RIGHT-OF-WAY LINE, A DISTANCE OF 780.87 FEET TO A POINT ON THE WESTERLY RIGHT-OF-WAY LINE OF LAKE LYNDY DRIVE AND THE EAST BOUNDARY OF THE AFORESAID TRACT 11, SAID POINT LYING ON A NON-TANGENT CURVE CONCAVE NORTHWESTERLY; THENCE RUN SOUTHWESTERLY ALONG SAID CURVE BEING A RADIUS OF 76.97 FEET, A CENTRAL ANGLE OF 27°40'47", AN ARC LENGTH OF 37.18 FEET, A CHORD LENGTH OF 36.82 FEET AND A CHORD BEARING OF SOUTH 56°53'45" WEST TO THE END OF SAID CURVE, AND TO THE AFOREMENTIONED NORTH RIGHT-OF-WAY LINE OF UNIVERSITY BOULEVARD; THENCE RUN SOUTH 89°47'35" WEST ALONG SAID NORTH RIGHT-OF-WAY LINE, 750.87 FEET TO THE POINT OF BEGINNING.

THE ABOVE DESCRIBED TRACT OF LAND LIES IN ORANGE COUNTY, FLORIDA AND CONTAINS 0.353 ACRES, MORE OR LESS.

## SURVEYOR'S NOTES:

- (1) THIS SKETCH AND LEGAL DESCRIPTION IS NOT VALID UNLESS IT BEARS THE SIGNATURE AND ORIGINAL RAISED SEAL OF THE FLORIDA LICENSED SURVEYOR AND MAPPER IDENTIFIED BELOW.
- (2) NO ABSTRACT FOR RIGHTS-OF-WAY, EASEMENTS, OWNERSHIP OR OTHER INSTRUMENTS OF RECORD HAVE BEEN PROVIDED TO THIS FIRM.
- (3) BEARINGS SHOWN HEREON ARE ASSUMED RELATIVE TO THE SOUTH LINE OF TRACT 11, THE QUADRANGLE: PHASE IIB, ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK 18, PAGES 10 AND 11 OF THE PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA, BEING S89°47'35"W.
- (4) THE "LEGAL DESCRIPTION" HEREON HAS BEEN PREPARED BY THE SURVEYOR AT THE CLIENT'S REQUEST.
- (5) THE DELINEATION OF LANDS SHOWN HEREON IS AS PER THE CLIENT'S INSTRUCTIONS.

SHEET 1 OF 2

(THIS IS NOT A SURVEY)

DAVID A. WHITE, P.S.M.  
FLORIDA REGISTRATION NO. 4044  
PROFESSIONAL ENGINEERING CONSULTANTS, INC.  
CERTIFICATE OF AUTHORIZATION NO. LB-3556

**PEC** PROFESSIONAL ENGINEERING CONSULTANTS, INC.  
engineers planners surveyors

Suite 1560 Eola Park Centre 200 East Robinson Street Orlando, Florida 32801 407/422-8062

SECTION 4, TOWNSHIP 22 SOUTH, RANGE 31 EAST

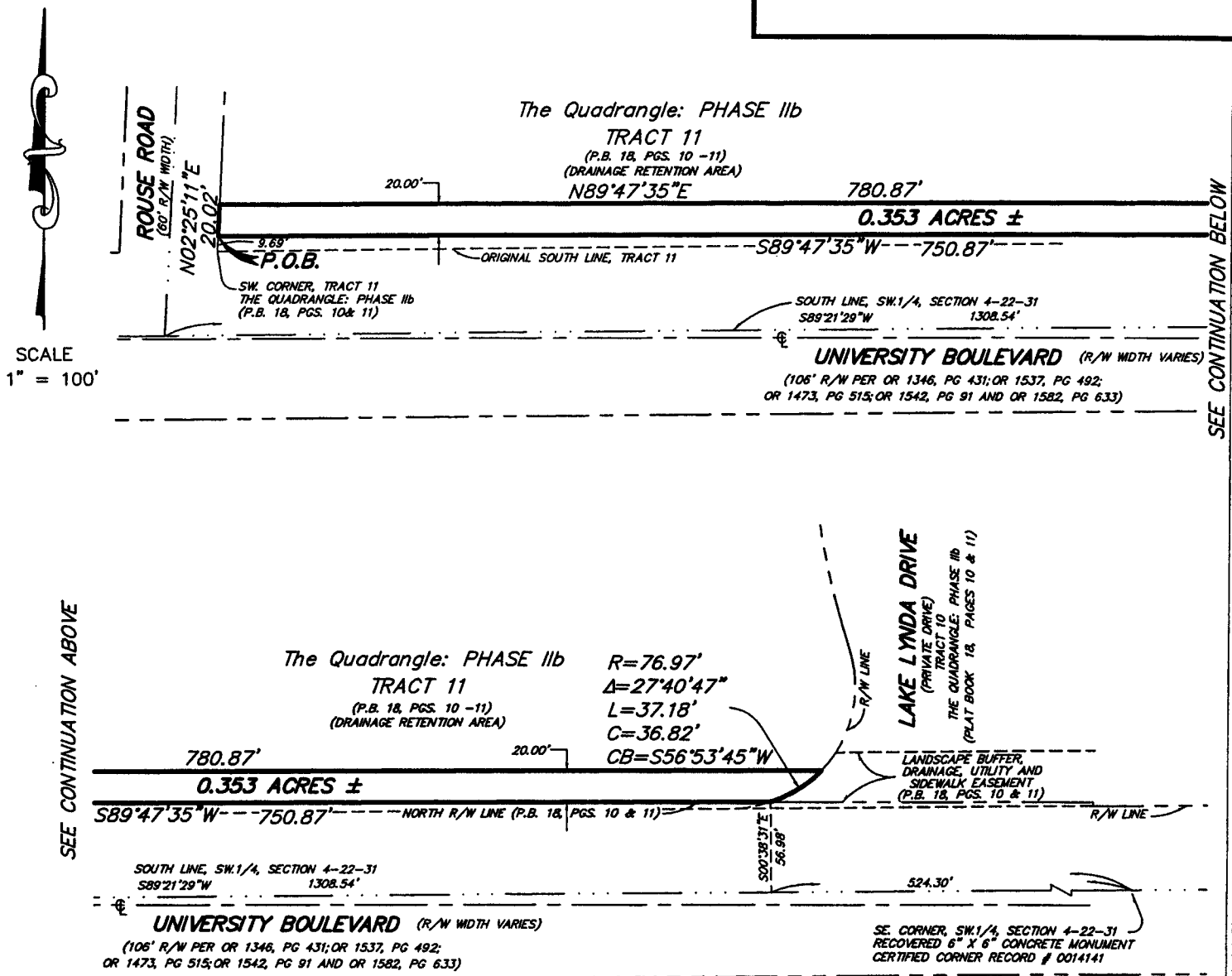
DATE: JAN. 26, 2005

PREP BY: D.A.W.

DRAWN BY: J.L.M.

QD-001

# LEGAL DESCRIPTION



## LEGEND

P.O.B.....POINT OF BEGINNING  
R/W.....RIGHT-OF-WAY  
P.B.....PLAT BOOK  
PG.....PAGE  
R.....RADIUS  
Δ.....CENTRAL ANGLE  
L.....ARC LENGTH  
C.....CHORD LENGTH  
CB.....CHORD BEARING  
O.R.B.....OFFICIAL RECORDS BOOK

SHEET 2 OF 2

(THIS IS NOT A SURVEY)

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SECTION 4, TOWNSHIP 22 SOUTH, RANGE 31 EAST

DATE: JAN. 26, 2005

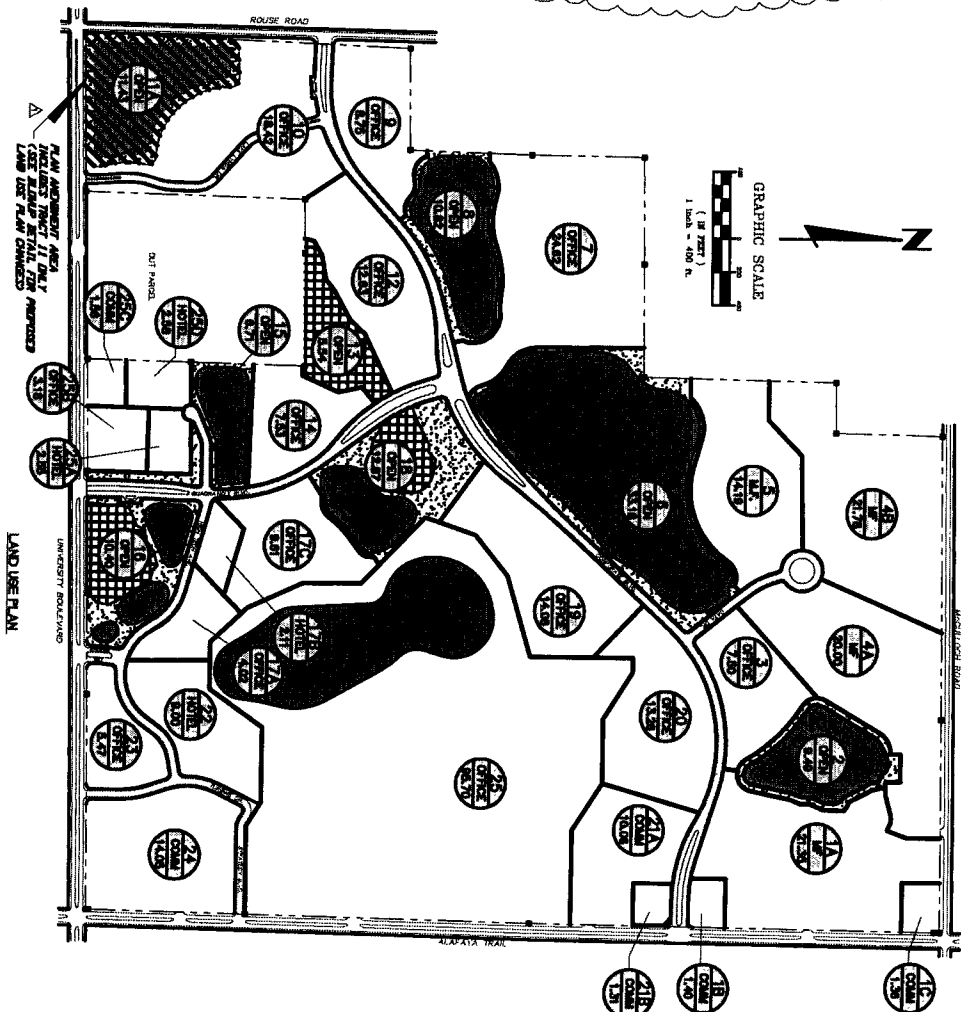
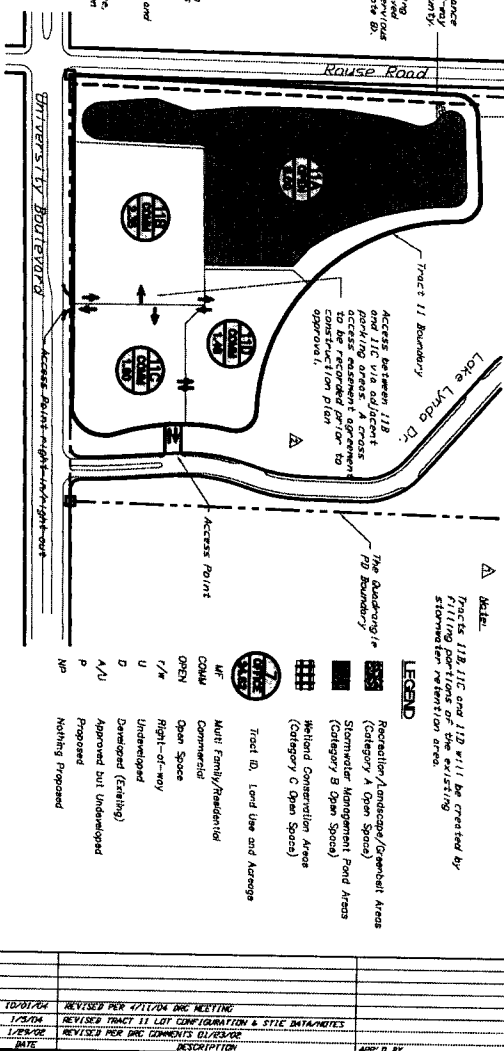
PREP BY: D.A.W.

DRAWN BY: J.L.M.

QD-001

[illegible]

## LAND USE PLAN SUMMARY

[illegible]

## THE QUADRANGLE

# AMENDED LAND USE PLAN

**PIG**

**PROFESSIONAL ENGINEERING CONSULTANTS, INC.**  
engineers planners surveyors  
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Orlando, Florida 32801 • 407/422-8062 • 407/849-9401 (fax)  
BOARD OF PROFESSIONAL ENGINEERS CERTIFICATE NO. 755

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Martha O. Haynie, Comptroller  
Orange County, FL  
IO - Ret To: ORANGE COUNTY PLANNING DI

**THIS INSTRUMENT PREPARED BY  
AND SHOULD BE RETURNED TO:**

April H. Montgomery, Esq.  
**FOLEY & LARDNER LLP**  
111 North Orange Avenue, Suite 1800  
Post Office Box 2193  
Orlando, FL 32802-2193  
(407) 423-7656



**NON-SUBSTANTIAL DEVIATION AMENDMENT TO DEVELOPMENT  
ORDER FOR THE QUADRANGLE DEVELOPMENT OF REGIONAL IMPACT**

1. The original Development of Regional Impact Development Order for The Quadrangle DRI was approved by the Board of County Commissioners on November 5, 1984 (the "Original Development Order") and recorded in Official Record Book 3575, Page 205, Public Records of Orange County, Florida.

2. The Original Development Order has been modified by the following amendments (the Original Development Order, as modified by the following amendments is hereinafter defined as the "Development Order"):

(a) First Amendment to the original Development Order for The Quadrangle Development of Regional Impact recorded February 29, 1988 in Official Records Book 3964, Page 2999, Public Records of Orange County, Florida, as modified by that certain Settlement Agreement for The Quadrangle DRI recorded November 2, 1988 in Official Records Book 4028, Page 2999, Public Records of Orange County, Florida;

(b) Substantial Deviation Amendment to Development Order for The Quadrangle Development of Regional Impact recorded March 14, 1991 in Official Records Book 4307, Page 2774, Public Records of Orange County, Florida;

(c) Notice of Proposed Change to The Quadrangle DRI Development Order, recorded on June 3, 1994 in Official Records Book 4750, Page 948, Public Records of Orange County, Florida;

(d) Non-Substantial Deviation Amendment to Development Order for The Quadrangle Development of Regional Impact recorded December 27, 1994 in Official Records Book 4836, Page 1116, Public Records of Orange County, Florida;

(e) Non-Substantial Deviation Amendment to Development Order for the Quadrangle Development of Regional Impact recorded July 8, 1997 in Official Records Book 5286, Page 4556, as corrected by Affidavit recorded in Official Records Book 5291, Page 1243, Public Records of Orange County, Florida;

(f) Non-Substantial Deviation Amendment to Development Order for the Quadrangle Development of Regional Impact recorded November 18, 1998 in Official Records Book 5618, Page 3965, Public Records of Orange County, Florida;

(g) Final Order of the State of Florida Land and Water Adjudicatory Commission, dated November 19, 2000; and

(h) Non-Substantial Deviation Amendment to Development Order for the Quadrangle Development of Regional Impact recorded March 8, 2005 in Official Records Book 8065, Page 4270, Public Records of Orange County, Florida.

3. The Developer has proposed a further modification to its approved development program for the Quadrangle DRI and to the existing Development Order, which does not constitute a substantial change under the County's Planned Development ordinance nor a substantial deviation under subsection 380.06(19), Florida Statutes.

#### **ORDER**

1. The foregoing recitals are true and correct and are hereby incorporated herein.
2. The Condition of Approval set forth in the first sentence of Paragraph II(1) of the Development Order is hereby amended to read as follows:

Development shall conform to The Quadrangle Planned Development, BCC approvals, and Land Use Plan Amendment and Notice of Proposed Change to the DRI dated received October 27, 2008 and to the herein contained Conditions of Approval. Development based on these approvals shall comply with all other applicable federal, state and county laws, ordinances and regulations, which are incorporated herein by reference, except to the extent the applicable laws, ordinances and regulations are expressly waived or modified by these Conditions or by action of the Orange County Board of County Commissioners.

2. The development quantities and land uses set forth and described in the Development Order are further amended as described and stated on the Amended Land Use Plan, attached as Exhibit "A".

3. The current approved Map H for the Quadrangle DRI, conforming to the Amended Land Use Plan, is attached hereto as Exhibit "B".

3. The Development Order is amended in accordance with Florida Statute section 380.06(19)(c) to extend the Build Out Date for the Quadrangle DRI three years to December 30, 2010. Pursuant to section 380.06(19)(c), "this three-year extension is not a substantial deviation, is not subject to further development-of-regional-impact review, and may not be considered when determining whether a subsequent extension is a substantial deviation" under section 380.06(19)(c).

4. In accordance with subsection 380.06(15)(f), Florida Statutes, this Non-Substantial Deviation Amendment constitutes a land development regulation applicable to the Property described in the Development Order. The recording of this document does not constitute a lien, cloud or encumbrance of the Property or actual or constructive notice of any such lien, cloud or encumbrance.

5. Except as modified herein, all of the terms and conditions of the Development Order remain in full force and effect.

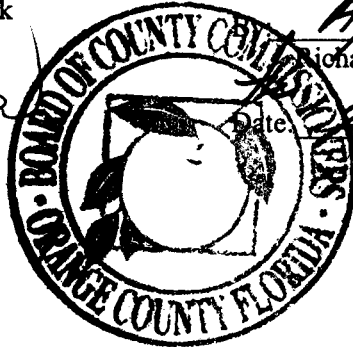
6. This Amendment shall take effect upon transmittal by first class certified U.S. Mail, return receipt requested, to the Florida Department of Community Affairs, the East Central Regional Planning Council, and Quadrangle Development, LLC.

ADOPTED this 17th day of February 2009.

ORANGE COUNTY, FLORIDA

ATTEST: Martha O. Haynie, Clerk  
Board of County Commissioners

By [Signature]  
Deputy Clerk



[Signature]  
Richard T. Crotty, Mayor

2-17-09

**EXHIBIT "A"**

**AMENDED LAND USE PLAN**

LAND USE PLAN SUMMARY									
PARCELS TRACT ID	PARCELS LA NUMBER	LAND USE	WTR ADJAC ADJACENT	WTR COV PERCENT	WTR COV PERCENT	WTR COV PERCENT	WTR COV PERCENT	WTR COV PERCENT	NOTES
1A	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
1B	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
1C	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
2	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
3	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
4A	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
4B	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
5	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
6	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
7	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
8	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
9	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
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11B	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
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40B	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
40C	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
41A	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
41B	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
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42C	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
43A	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
43B	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
43C	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
44A	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
44B	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
44C	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
45A	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
45B	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
45C	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
46A	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
46B	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
46C	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
47A	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
47B	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
47C	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15	1.15	
48A	04-22-31-17-250-00-01-0	WATER	1.15	1.15	1.15	1.15	1.15</		

- [illegible]

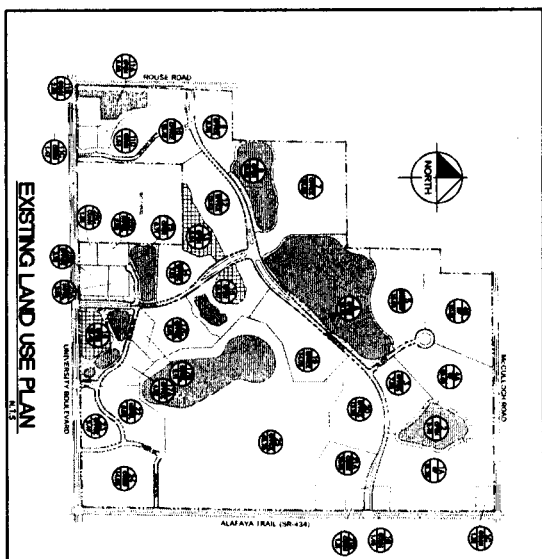
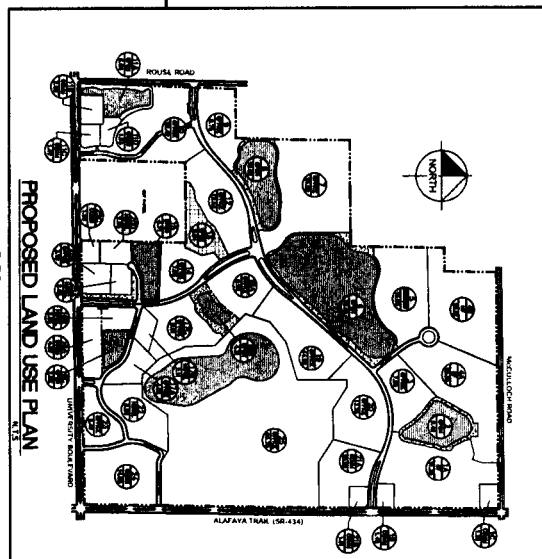
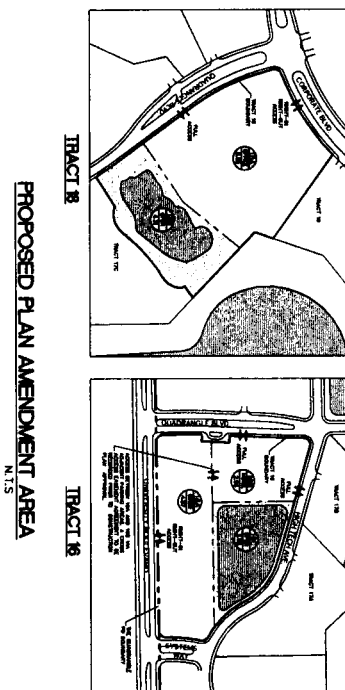
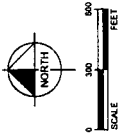


EXHIBIT "B"  
AMENDED MAP "H"



APPROVED DEVELOPMENT PROGRAM

LAND USE	APPROVED
OFFICE/SHOWROOM (S.F.)	2,560,000
COMMERCIAL RETAIL/SERVICE (S.F.)	313,000
HOTEL (ROOMS)	588
RESIDENTIAL (M.F.)	1,490

LAND USE LEGEND

[White Box]	MULTI-FAMILY RESIDENTIAL
[Black Box]	COMMERCIAL
[Stippled Box]	HOTEL
[White Box]	OFFICE
[Black Box]	LAKES/RETENTION
[Black Box]	OPEN SPACE
[Black Box]	CONSERVATION

THE QUADRANGLE  
ORANGE COUNTY, FL  
MAP-H

