

PREPARED BY AND RETURN TO:

**JAMES G. WILLARD, ESQUIRE
SHUTTS & BOWEN LLP
300 SOUTH ORANGE AVENUE, SUITE 1600
ORLANDO, FLORIDA 32801**

Parcel I.D. Number 29-23-27-2716-01-002

**FIRST AMENDMENT TO PROPORTIONATE SHARE AGREEMENT
FOR STONEYBROOK SPIRITS HAMLIN
AVALON ROAD/CR 545 AND SUMMERLAKE PARK BOULEVARD**

THIS FIRST AMENDMENT TO PROPORTIONATE SHARE AGREEMENT FOR STONEYBROOK SPIRITS HAMLIN (the "First Amendment"), is made and entered into by DNC HAMLIN HOLDINGS, LLC, whose mailing address is 16100 Marsh Road, #201, Winter Garden, Florida 34787 (Owner"), and ORANGE COUNTY, a charter county and political subdivision of the State of Florida ("County").

WITNESSETH:

WHEREAS, Owner is the fee simple owner of certain real property (the "Property") which was the subject of that certain Proportionate Share Agreement entered into between Owner's predecessor in title, Hamlin Retail Partners East Porter Road, LLC, and County recorded May 31, 2023 at Doc# 20230302750, Public Records of Orange County, Florida (the "PS Agreement"); and

WHEREAS, notwithstanding payment by Owner to County of the initial PS Payment in the amount of One Hundred Fifty-Six Thousand Nine Hundred Eleven and 00/100 Dollars (\$156,911.00) called for in the PS Agreement, the CEL for the Property, No. CEL-22-11-107, has expired and the current County analysis of traffic deficiencies required to be addressed has indicated the need for an additional payment of One Hundred Twenty Thousand Six Hundred Sixteen and 00/100 Dollars (\$120,616.00) by Owner to County due to a deficiency of 8 project trips on Summerlake Park Boulevard from Porter Road to Summerlake Groves Street.

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt of which is hereby acknowledged, Owner and County hereby agree to amend the PS Agreement as follows:

1. Recitals; Defined Terms. Unless otherwise defined in this First Amendment, all capitalized terms used herein shall have the meanings ascribed to them in the PS Agreement.

2. Additional PS Payment; CEL.

2.1 Additional PS Payment. In addition to the initial PS Payment previously paid in the amount of One Hundred Fifty-Six Thousand Nine Hundred Eleven and 00/100 Dollars (\$156,911.00), Owner agrees to pay to County an additional PS Payment (the “**Additional PS Payment**”) of One Hundred Twenty Thousand Six Hundred Sixteen and 00/100 Dollars (\$120,616.00) as a result of a current transportation analysis determining that Owner’s Project contributes 8 deficient trips to that portion of Summerlake Park Boulevard from Porter Road to Summerlake Groves Street, as set forth in the log of project contributions attached hereto as **Exhibit “A”**.

2.2 Timing of Additional PS Payment; Issuance of CEL. Within ninety (90) days following the Effective Date, Owner shall deliver a check to County in the amount of the Additional PS Payment. The check shall be made payable to the Escrow Agent and delivered in accordance with the terms of Section 2(b) of the PS Agreement.

3. Revised Notice Address for Owner. Section 5 of the PS Agreement is hereby amended to replace the name and address of the Owner as follows:

As to Owner: DNC Hamlin Holdings, LLC
 16100 Marsh Road, #201
 Winter Garden, Florida 34787

4. Incorporation of PS Agreement Terms. Other than as specifically amended by the terms of this First Amendment, all other terms and conditions of the PS Agreement shall remain unchanged and in full force and effect.

"COUNTY"

ORANGE COUNTY, FLORIDA

By: Board of County Commissioners

By: _____
Jerry L. Demings,
Orange County Mayor

Date: _____

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

By: _____
Deputy Clerk

Print Name: _____

WHEREFORE, the parties have executed this First Amendment on the day and year set forth below.

WITNESSES:

Matthew White
Signature of Witness

Print Name: Matthew White

Mailing Address: 3004 Daniels Rd
Winter Garden, FL 34787

[Signature]
Signature of Witness

Print Name: SHARDA CHURAMAN

Mailing Address: 840 S Grand Highway
Apt 83 C clermont FL 34711

"OWNER"

DNC HAMLIN HOLDINGS, LLC

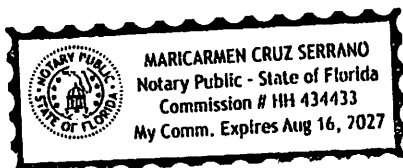
By: Candace A. Itwaru

Print Name: CANDACE A. ITWARU

Its: Manager

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was sworn to, subscribed and acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 26 day of November, 2024 by Candace A. Itwaru, as Manager of DNC Hamlin Holdings, LLC, on behalf of the corporation. He is ☐ personally known to me, or ☒ has produced FL License as identification.



Maricarmen Cruz Serrano
(Signature of Notary Public)
Print Name: Maricarmen Cruz Serrano
Notary Public, State of Florida
Commission No.: HH 434433
My Commission Expires: 08/16/2027

JOINDER AND CONSENT

This First Amendment is joined in by Shutts & Bowen, LLP in its capacity as Escrow Agent under the Escrow Agreement and to acknowledge and consent to the performance of its additional duties as set forth in this First Amendment.

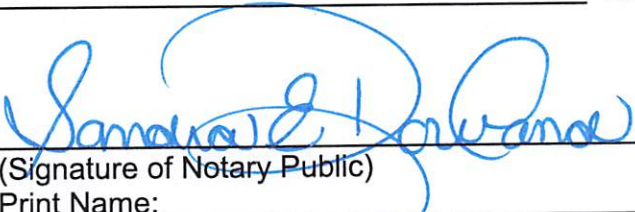
"ESCROW AGENT"

SHUTTS & BOWEN, LLP

By: 
James G. Willard, Partner

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was sworn to, subscribed and acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 2nd day of December, 2024 by James G. Willard, Partner of Shutts & Bowen, LLP, a Florida limited liability partnership, on behalf of the partnership. He is ☒ personally known to me, or ☐ has produced _____ as identification.


(Signature of Notary Public)
Print Name: _____
Notary Public, State of Florida
Commission No.: _____
My Commission Expires: _____



SANDRA E. ROWLAND
Commission # HH 143179
Expires July 7, 2025
Bonded Thru Budget Notary Services

EXHIBIT "A"

Log of Project Contributions Summerlake Park Blvd from Porter Rd to Summerlake Groves Street

Roadway Improvement Project Information										
Planned Improvement Roadway(s)	Limits of Improvement (From - To)		Segment Length	Adopted LOS	Existing Generalized Capacity	Type of Improvement	Improved Generalized Capacity	Capacity Increase	Total Project Cost	Cost / Trip
	Porter Rd	Summerlake Groves Street Park Blvd								
Summerlake Blvd			0.80	E	880	Widen from 2 to 4 lanes	2000	1120	\$10,888,022	\$15,077

County Share of Improvement

Planned Improvement Roadway(s)	Limits of Improvement (From - To)	Segment Length	Adopted LOS	Existing Generalized Capacity	Backlogged Trips	Improved Generalized Capacity	Capacity Increase	County (Backlog) Responsibility
Summerlake Blvd	Porter Rd	0.80	E	880	23	2000	1120	\$340,707

Developer Share of Improvement

Planned Improvement Roadway(s)	Limits of Improvement (From - To)	Segment Length	Adopted LOS	Existing Generalized Capacity	Improved Generalized Capacity	Capacity Increase	Backlogged Trips	Capacity Increase for New Development	Remaining Project Cost	Cost / Trip
Summerlake Blvd	Porter Rd	0.80	E	880	2000	1120	23	1097	\$18,539,258	\$15,077

Updated: 10/14/24

Log of Project Contributions

Date	Project	Project Trips	Prop Share
Existing			
Jul-22	Existing plus Committed	19	\$228,694
Nov-23	WMS Dental at Hamlin	1	\$12,036
Feb-24	Hamlin Tia Docks	3	\$36,108
	Backlogged Totals:	23	\$276,838
Proposed			
Oct-24	Stonebrook Spirits Hamlin	8	\$120,616
			\$0
			\$0
			\$0
			\$0
	Totals:	31	\$397,454