

**MEMORANDUM OF UNDERSTANDING
FOR REAL ESTATE TRANSFER RELATED TO CONSERV II PROPERTY
BETWEEN ORANGE COUNTY UTILITIES DEPARTMENT AND ORANGE
COUNTY PUBLIC WORKS DEPARTMENT**

THIS MEMORANDUM OF UNDERSTANDING (“MOU”) is made and entered into as of the date of last execution below, by and between ORANGE COUNTY UTILITIES DEPARTMENT (“OCU”) and ORANGE COUNTY PUBLIC WORKS DEPARTMENT (“OCPW”).

RECITALS

A. City of Orlando, a municipal corporation organized and existing under the laws of the State of Florida (“**City**”), and Orange County, Florida, a charter county and political subdivision of the State of Florida (“**County**”), each own an undivided 50% interest in the parcel of real property bearing Orange County Property Appraiser’s Parcel Identification Number 19-23-27-0000-00-010 and more particularly described in **Exhibit A** attached hereto and by this reference made a part of this MOU (the “**Property**”).

B. City and County acquired the Property in fee simple for use as a rapid infiltration basin (RIB) site as part of the City’s and County’s joint reclaimed water project known as Water Conserv II.

C. As of the date hereof, OCU is the controlling agency for County’s interest in the Property.

D. OCPW is currently undertaking a roadway project to widen and make other improvements to Avalon Road, also known as County Road 545 (the “**Project**”).

E. OCPW has identified a 1.44-acre portion of the Property as more particularly described on the sketch of description attached as **Exhibit B** (the “**Parcel**”) that is needed for the Project.

F. Pursuant to the terms of the Town Center West (Silverleaf) Road Network Agreement dated September 1, 2020, recorded at Document #20200467436 in the Office of the Public Records of Orange County, Florida and as subsequently amended (collectively, the “**RAC Agreement**”), the private parties subject to that RAC Agreement are required to fund the acquisition of property necessary for the Project.

G. OCPW has entered into or will enter into contemporaneously with this MOU a purchase

and sale agreement with the City for the transfer of its controlling interest in the City's undivided fifty percent (50%) interest in the Parcel (the "**Purchase Agreement**") and that transaction will close within **sixty (60) days** of the effective date of the Purchase Agreement (the "**City's Closing**").

H. Upon request from OCPW, OCU has determined that the Parcel is no longer needed for OCU purposes and agreed to convey OCU's controlling interest in the County's undivided fifty percent (50%) fee simple interest in the Parcel to OCPW upon the terms and conditions set forth herein.

I. OCPW and OCU (the "**Parties**") agree that the above-described real estate transaction transferring the controlling rights for County's interest in the Parcel is necessary and appropriate to provide for access, construction, operation, and maintenance of the Project by OCPW and is in the best interest of County and of the public.

NOW, THEREFORE, in consideration of the foregoing recitals, the funds to be remitted by OCPW to OCU, the mutual covenants and agreements set forth herein, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties hereby agree as follows:

1. **Recitals.** The recitals set forth above are true and correct and are incorporated herein by this reference. The Exhibits attached are incorporated herein by reference.

2. **Compensation for Interest.** As compensation for OCU's controlling interest in the County's 50% undivided fee simple interest in the Parcel, OCU shall receive a total of **Seventy-Two Thousand and No/100 U.S. Dollars (\$72,000.00)** (the "**Transfer Funds**").

3. **Source of Transfer Funds.** Pursuant to the terms of the RAC Agreement, the private parties subject to that RAC Agreement are required to fund the acquisition of property necessary for the Project and will have placed the Transfer Funds into escrow with the Escrow Agent named in the RAC Agreement:

Shutts & Bowen, LLP
300 S. Orange Avenue, Suite 1600
Orlando, Florida 32801
Attn: James G. Willard
Email: jwillard@shutts.com
407-423-3200

4. **Transfer of Controlling Agency.** Upon the City's Closing, the Escrow Agent shall disburse the Transfer Funds to OCU for deposit into its Accounting Line No. 4420-038-1300-6410 (the "**OCU Account**"). And Escrow Agent shall record an executed notice of reservation in substantially the same form as attached hereto as **Exhibit C**. Thereafter the controlling agency for County's interest in and to the Parcel shall transfer from OCU to OCPW via a notice of reservation.

5. **Simultaneous Closing.** For the avoidance of doubt, OCU acknowledges that it is OCPW's intent to close on the transaction contemplated by this MOU simultaneously with the

Project: Town Center West (Silverleaf) RAC

closing of the Purchase Agreement, and that if the Purchase Agreement is terminated and does not proceed to closing, that OCPW may elect to terminate this MOU by written notification from OCPW to OCU, whereupon this MOU shall be deemed null and void and of no force and effect, and neither Party shall have any further rights, obligations, or liability hereunder. OCU further acknowledges and agrees that, because of the relationship between this MOU and the Purchase Agreement, the actual deposit of the payment into the OCU Account may take up to ten (10) business days following the closing of the Purchase Agreement.

6. **Effective Date.** The effective date of this MOU (the “Effective Date”) shall be latest of: (i) the date this MOU is approved and executed by OCPW; (ii) the date this MOU is approved and executed by OCU; and (iii) the date this MOU is approved by the Orange County Board of County Commissioners.

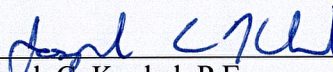
IN WITNESS WHEREOF, the Parties have caused this MOU to be executed and delivered on the day and year of last execution below.

Orange County Utilities Department

Orange County Public Works Department



Ed Torres, M.S., P.E., LEED AP
Director
Date: 6/4/2025



Joseph C. Kunkel, P.E.
Director
Date: 6-5-25

EXHIBIT A
Legal Description

All the land West of the paved road of the North $\frac{1}{2}$ of the Southeast $\frac{1}{4}$ of Section 19, Township 23 South, Range 27 East (less the South 30 feet conveyed to Orange County for road purposes), of the Public Records of Orange County, Florida.

EXHIBIT B
Parcel Description

**[see attached Sketch of Description prepared by
Allen & Company dated 6/24/2021, rev. 3/5/2025— 3 pages]**

LEGAL DESCRIPTION

NOT A SURVEY
CONSERV RIGHT OF WAY DEDICATION

A Parcel of land lying in the Southeast Quarter of Section 19, Township 23 South, Range 27 East, Orange County, Florida, being more particularly described as:

Commencing at the Northeast corner of the Southeast Quarter said Section 19; thence run North 89°59'52" West along the North line of said Southeast Quarter for a distance of 255.49 feet to a point on the Westerly right line of Avalon Road/County Road 545 as shown on the State Road 429 Right of Way map, Section 75320-6460-653 and the POINT OF BEGINNING; thence run the following courses along said Westerly right of way line: South 00°15'46" East for a distance of 101.41 feet; thence run South 11°10'04" West for a distance of 227.83 feet to the point of curvature of a curve, concave Easterly having a radius of 2342.00 feet, with a chord bearing of South 05°30'30" West, and a chord distance of 461.90 feet; thence run Southerly through a central angle of 11°19'07" along the arc of said curve for a distance of 462.66 feet to a point on a non tangent line; thence run North 89°50'57" East for a distance of 17.00 feet; thence run South 00°09'46" East for a distance of 538.09 feet to a point on the South line of the Northeast Quarter of the Southeast Quarter of aforesaid Section 19; thence run South 89°54'35" West along said South line for a distance of 65.82 feet; thence departing said South line run North 00°08'53" West for a distance of 531.96 feet to the point of curvature of a curve, concave Easterly having a radius of 1497.00 feet, with a chord bearing of North 05°30'36" East, and a chord distance of 295.17 feet; thence run Northerly through a central angle of 11°18'57" along the arc of said curve for a distance of 295.65 feet to a point of tangency; thence run North 11°10'04" East for a distance of 506.67 feet to a point on the aforesaid North line of said Southeast Quarter of Section 19; thence run South 89°56'49" East for a distance of 10.19 feet to the POINT OF BEGINNING.

Containing 62,830 square feet or 1.44 acres, more or less.

SHEET 1 OF 3
SEE SHEET 2 FOR SKETCH
SEE SHEET 3 FOR TABLES
NOT VALID WITHOUT SHEETS 1 - 3



16 EAST PLANT STREET
Winter Garden, Florida 34787 * (407) 654-5355

SURVEYOR'S NOTES:

1. THIS LEGAL DESCRIPTION AND SKETCH IS NOT VALID WITHOUT THE SIGNATURE AND ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER OR AN ELECTRONIC SIGNATURE THAT IS IN COMPLIANCE WITH FLORIDA ADMINISTRATIVE CODE 5J-17.062.
2. BEARINGS SHOWN HEREON ARE BASED ON THE NORTH LINE OF THE SE 1/4 OF SECTION 19-23-27 AS BEING N 89°59'52"W (ASSUMED FOR ANGULAR DESIGNATION ONLY).
3. THIS LEGAL DESCRIPTION WAS PREPARED WITHOUT THE BENEFIT OF TITLE.
4. DELINEATION OF THE LANDS SHOWN HEREON ARE AS PER THE CLIENT'S INSTRUCTIONS.
5. THE RECORDING INFORMATION SHOWN HEREON WAS OBTAINED FROM THE ORANGE COUNTY PUBLIC ACCESS WEBSITE.

JOB NO. 20180571

DATE: 6/24/2021

SCALE: 1" = 200'

rev. 9/29/21 per county comment
rev. 3/5/25 per county comment

CALCULATED BY: DY

DRAWN BY: DY

CHECKED BY: MR

FOR THE LICENSED BUSINESS #6723 BY:
Digitally signed by

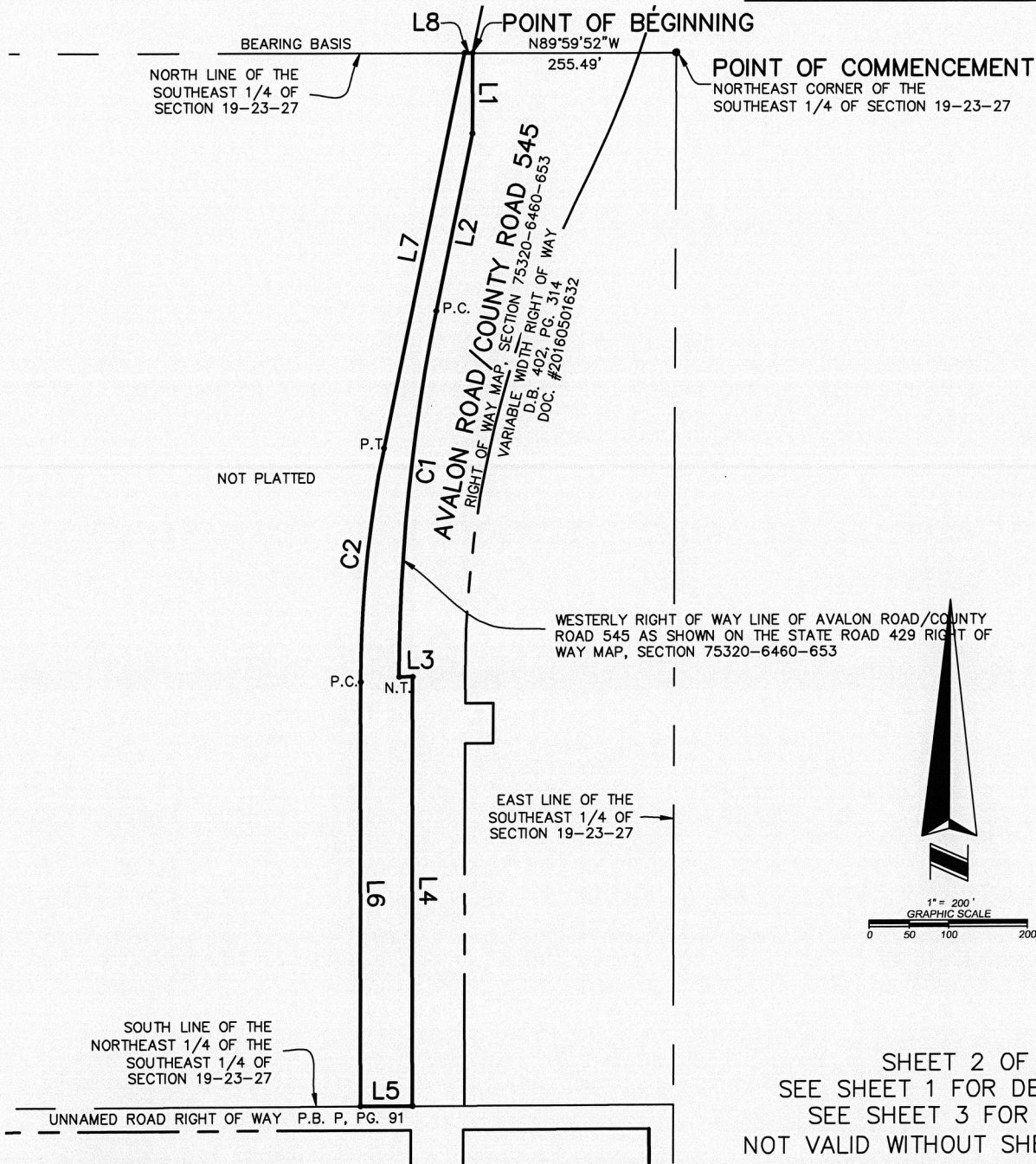
James L Rickman
Date: 2025.03.06 16:

32:49 -05:00'

JAMES L. RICKMAN, P.S.M. #5633

SKETCH OF DESCRIPTION

NOT A SURVEY
CONSERV RIGHT OF WAY DEDICATION



SHEET 2 OF 3
SEE SHEET 1 FOR DESCRIPTION
SEE SHEET 3 FOR TABLES
NOT VALID WITHOUT SHEETS 1 - 3



**ALLEN
&
COMPANY**

Professional Surveyors & Mappers

16 EAST PLANT STREET
Winter Garden, Florida 34787 * (407) 654-5355

LEGEND

P.C. POINT OF CURVATURE
P.T. POINT OF TANGENCY
N.T. NON TANGENT
• CHANGE IN DIRECTION

D.B. DEED BOOK
PG. PAGE
DOC. DOCUMENT
P.B. PLAT BOOK

JOB NO. 20180571

DATE: 6/24/2021

SCALE: 1" = 200'

DRAWN BY: DY

rev. 3/5/25 per county comment

SKETCH OF DESCRIPTION

NOT A SURVEY
CONSERV RIGHT OF WAY DEDICATION

LINE TABLE		
LINE	BEARING	LENGTH
L1	S00°15'46"E	101.41'
L2	S11°10'04"W	227.83'
L3	N89°50'57"E	17.00'
L4	S00°09'46"E	538.09'
L5	S89°54'35"W	65.82'
L6	N00°08'53"W	531.96'
L7	N11°10'04"E	506.67'
L8	S89°56'49"E	10.19'

CURVE TABLE					
CURVE	RADIUS	BEARING	CHORD	DELTA	LENGTH
C1	2342.00'	S05°30'30"W	461.90'	11°19'07"	462.66'
C2	1497.00'	N05°30'36"E	295.17'	11°18'57"	295.65'

SHEET 3 OF 3
SEE SHEET 1 FOR DESCRIPTION
SEE SHEET 2 FOR SKETCH
NOT VALID WITHOUT SHEETS 1 - 3



**ALLEN
&
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Winter Garden, Florida 34787 * (407) 654-5355

LEGEND

P.C. POINT OF CURVATURE
P.T. POINT OF TANGENCY
N.T. NON TANGENT
• CHANGE IN DIRECTION

D.B. DEED BOOK
PG. PAGE
DOC. DOCUMENT
P.B. PLAT BOOK

JOB NO. 20180571

DATE: 6/24/2021

SCALE: 1" = 200'

DRAWN BY: DY

rev. 3/5/25 per county comment

EXHIBIT C
Form of Notice of Reservation

**THIS INSTRUMENT PREPARED BY AND
AFTER RECORDING RETURN TO:**

Sara Solomon, a staff employee
in the course of duty with the
Real Estate Management Division
of Orange County, Florida
P.O. Box 1393
Orlando, Florida 32802-1393

Property Appraiser's Parcel Identification Number:
a portion of 19-23-27-0000-00-010

Instrument:

Project: Town Center West (Silverleaf) RAC

NOTICE OF RESERVATION

ORANGE COUNTY, A CHARTER COUNTY AND POLITICAL SUBDIVISION OF THE
STATE OF FLORIDA, HEREBY reserves a fee simple interest on the following property for road right-
of way purposes:

See Attached Exhibit "A"

THIS RESERVATION is being recorded to transfer the controlling interest in the land described
on the attached Exhibit "A" from the Orange County Utilities Department to the Orange County Public
Works Department.

Dated at Orlando, Florida this _____.

IN WITNESS WHEREOF, the said COUNTY has caused these presents to be executed in its
name by its Board, acting by the County Mayor, the day and year aforesaid.

(Official Seal)

ORANGE COUNTY, FLORIDA
By Board of County Commissioners

BY: **FORM NOT FOR SIGNATURE**

Jerry L. Demings
Orange County Mayor

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

BY: **FORM NOT FOR SIGNATURE**

Deputy Clerk

Printed Name