



Interoffice Memorandum

AGENDA ITEM

DATE: August 26, 2022

TO: Mayor Jerry L. Demings
-AND-
County Commissioners

FROM: Jon V. Weiss, P.E., Director
Planning, Environmental and Development
Services Department

CONTACT PERSON: **Joe Kunkel, P.E., DRC Chairman**
Development Review Committee
Public Works Department
(407) 836-7971

SUBJECT: September 27, 2022 — Consent Item
Thirteenth Amended Development Order for Southchase
Development of Regional Impact
Case # DO-21-11-339 / District 4
(Related to Case # CDR-21-11-337)

The Southchase Development of Regional Impact (DRI) is generally located south of W. Wetherbee Road, east of Orange Blossom Trail, west of S. Orange Avenue, and north of the Orange / Osceola County line.

Through this amendment and concurrent Planned Development / Land Use Plan substantial change request CDR-21-11-337, the applicant is requesting to convert 32,340 square feet of commercial uses to 280 multi-family units on newly created PD Parcel 44A, which is generally located on the southwest corner of the intersection of S. Orange Avenue and Wetherbee Road. The land use conversion is based on a trip equivalency matrix.

This requested amendment to the Southchase DRI / Development Order (DO) is consistent with the proposed Planned Development / Land Use Plan substantial change.

Both the substantial change request (#CDR-21-11-337) and the DRI amendment (#DO-21-11-339) received a recommendation of approval from the Development Review Committee on May 25, 2022.

ACTION REQUESTED: Approval and execution of Thirteenth Amended Development Order for Southchase Development of Regional Impact. District 4

Attachment
JVW/JHS

THIS DOCUMENT PREPARED BY AND
AFTER RECORDING RETURN TO:
Scott A. Glass, Esq.
Shutts & Bowen LLP
300 S. Orange Ave., Ste. 1600
Orlando, FL 32801

**THIRTEENTH AMENDED
DEVELOPMENT ORDER FOR
SOUTHCHASE DEVELOPMENT OF REGIONAL IMPACT**

I. FINDINGS OF FACT AND CONCLUSIONS OF LAW

1. Merit Oil Corporation, a corporation existing under the laws of the State of Delaware ("Merit"), whose principal place of business is at 551 West Lancaster Avenue, Haverford, Pennsylvania, 19041, filed an Application for Development Approval ("ADA") for a Development of Regional Impact ("DRI") called Southchase (the "Project") on April 8, 1986 for certain property located in Orange County, Florida. Merit resubmitted the ADA on December 22, 1986. The ADA, as resubmitted, is incorporated herein by reference.

2. The property does not lie within an area of critical state concern.

3. Southchase, Ltd., whose principal place of business is 3161 Michelson Drive, Suite 425, Irvine, CA 92612, is the successor in interest to Merit Oil Corporation and is referred to as the "Developer" in this Thirteenth Amended Development Order.

4. On July 20, 1987, Orange County adopted the Development Order for the Southchase Development of Regional Impact ("DRI"), as recorded at Official Records Book 3908, Page 4380, of the Public Records of Orange County, Florida, and approved a Land Use Plan for the Southchase Planned Development ("PD") on property located in Orange County, Florida.

5. On December 5, 1988, Orange County adopted a Notice of Correction of Legal Description/Development Order for Southchase, as recorded at Official Records Book 4040, Page 4302 of the Public Records of Orange County, Florida, which corrected the legal description attached to the original Development Order.

6. On August 22, 1989, Orange County executed the First Amendment to Development Order for Southchase, as recorded at Official Records Book 4109, Page 3612, of the Public Records of Orange County, Florida, which incorporated 5.4 acres that the Developer had acquired since July 20, 1987 and provided a corrected legal description of the property, attached hereto as **Exhibit 1** (the "Property").

7. Jack H. Bray, as President of Richland Properties, Inc., the General Partner for Southchase, Ltd., the named Developer, had authority to file an application for an amendment to the Southchase DRI/PD in accordance with Section 380.06(19), Florida Statutes (1990), and an amendment to the Southchase PD in accordance with Section 38-1207 of the Orange County Code.

8. Accordingly, the Developer submitted various Notifications of Proposed Change to the Southchase DRI/PD which were reviewed by Orange County, the Florida Department of Community Affairs, and the East Central Florida Regional Planning Council and were determined

to constitute nonsubstantial changes to the approved Southchase DRI and the approved Southchase PD. Prior to April 6, 2018, the Notifications that have been submitted and approved are as follows:

<u>NOTIFICATION</u>	<u>PUBLIC</u> <u>HEARING</u>	<u>DEVELOPMENT</u>	<u>BCC</u> <u>APPROVAL</u>	<u>RECORDING</u> <u>INFORMATION</u>
<u>DATE</u>	<u>DATE</u>	<u>ORDER</u>	<u>DATE</u>	
08/04/89	12/18/89	Amended	04/30/90	OR 4182, Page 4372
03/29/90	05/07/90	Second Amended	07/30/90	OR 4214, Page 1338
12/21/90-rev.				
04/15/91	08/06/91	Third Amended	09/17/91	OR 4336, Page 3533
02/13/92	05/19/92	Fourth Amended	05/19/92	OR 4426, Page 0656
06/26/92	12/01/92	Fifth Amended	12/01/92	OR 4498, Page 0119
11/19/92	03/21/95	Sixth Amended	03/21/95	OR 4872, Page 2023
07/14/95	01/20/96	Seventh Amended	04/16/96	OR 5063, Page 4050
09/3/96	01/28/97	Eighth Amended	01/28/97	OR 5194, Page 3757
11/27/01	04/02/02	Ninth Amended	04/02/02	OR 6498, Page 0992
03/17/06	09/19/06	Tenth Amended	09/19/06	OR 8882, Page 1295
01/20/10	05/11/10	Eleventh Amended	05/11/10	OR 10053, Page 5402

9. In addition to the foregoing amendments, On September 23, 2009, the Developer informed Orange County of its election to extend the buildout date of Phase 2 and the Development Order expiration date by three (3) years pursuant to Section 380.06(19)(c), Florida Statutes.

10. A public hearing was duly held on May 11, 2010, and the three- (3) year extension was approved as a nonsubstantial change to the Southchase DRI/PD.

11. On November 4, 2011, the Developer informed Orange County of its election to extend the buildout of Phase 2 and the Development Order expiration date by four (4) years and eight (8) months pursuant to First, Section 494 of Chapter 2011-142, and Second, Chapter 2011-139, Laws of Florida.

12. On November 15, 2012, the Developer informed Orange County of its election to extend the Development Order expiration date by one (1) year and 120 days pursuant to Section 494 of Chapter 2011-142, Laws of Florida.

13. On January 20, 2016, Daryl M. Carter, as Trustee, under the provisions of an unrecorded land trust agreement effective as of February 27, 2001, known as the Carter-Southmeadow Land Trust ("Carter"), as the owner of Parcels 29a, 34 and 39 in the Southchase DRI, informed Orange County of its election to extend the Development Order by (6) six months and 60 days pursuant to Section 252.363(1)(a). Florida Statutes.

14. On April 6, 2018, the Florida Legislature amended Ch. 380.06, Florida Statutes to eliminate the Notice of Proposed Change process and state agency review and to place the power to amend development of regional impact development orders in local governments.

15. Southchase, Ltd. no longer has an ownership interest in any land within the Southchase DRI.

16. On December 11, 2018, Carter, as an owner of undeveloped property within the Southchase DRI, applied to Orange County to amend the Southchase DRI/PD, which application

was reviewed by Orange County and approved on July 16, 2019, after which Orange County executed the Twelfth Amended Development Order for Southchase Development of Regional Impact, as here noted:

<u>APPLICATION</u> <u>DATE</u>	<u>PUBLIC</u> <u>HEARING</u> <u>DATE</u>	<u>DEVELOPMENT</u> <u>ORDER</u>	<u>BCC</u> <u>APPROVAL</u> <u>DATE</u>	<u>RECORDING</u> <u>INFORMATION</u>
12/11/18	07/16/19	Twelfth Amended	07/16/19	OR Doc. 20190472355

17. On January 14, 2019 Carter applied to extend the expiration date of the DRI DO pursuant to Executive Orders 17-177, 17-230, 17-259, 17-285, 17-304, 17-329, 18-17, 18-80, 18-110, 18-135, 18-177, 18-235 and 18-253 and, on February 13, 2019, the DRI DO Expiration Date was extended to January 30, 2027.

18. West Pine LLC (“West Pine”) is the owner of Parcel ID # 23-24-29-8238-00-050, (a/k/a Southchase PD Phase 1-B Parcel 44 PSP Tracts 9 & 10) and Parcel ID #23-24-29-8238-02-000 (a/k/a Southchase PD Phase 1-B Parcel 44 PSP Tract B) (collectively, the “West Pine Property”).

19. On November 4, 2021, West Pine, as an owner of undeveloped property within the Southchase DRI, applied to Orange County to amend the Southchase PD / Land Use Plan Parcel 44 (Case #CDR-21-11-337); to amend the Southchase PD/Phase 1B – Parcel 44 PSP/DP (Case #CDR-21-11-388); and to amend the Southchase DRI Development Order, in order to change the approved use of the West Pine Property from Commercial/Mixed Use to High Density Residential as set forth in greater detail in the aforementioned applications.

20. This Thirteenth Amended Development Order constitutes approval of the Southchase DRI and PD as set forth herein.

21. The proposed development of the Southchase DRI/PD consists of the following:

- A. Total Acreage: Approximately 3,115.1± Acres
- B. Land Use:

	<u>Units/SF</u>	<u>Acreage</u>
High Density Residential	1092*	163.7
Low Density Residential	4,321	1,304.5
Church	92,112	20.3
High School	----	92.7
Elementary Schools	----	31.6
Public Park	----	65.4
Subdivision Parks	----	21.0
Commercial/Mixed Use	1,241,373**	166.5
Office/Mixed Use	58,360	25.0
Industrial Park/		
Industrial (Stormwater)	----	74.1
Industrial Distribution (including	1,031,160**	94.7
High Cube Warehouse & Fulfillment Center)		

Well Field	----	120.2
Conservation	----	754.2
Road Rights-of-Way	----	181.2

*The previous 812-unit High Density Residential entitlement was increased by 280 units and 9.95 ± acres by converting Commercial/Mixed Use entitlements based on trip equivalencies. See **Exhibit 2** attached.

The previous 1,273,713 square feet of Commercial/Mixed Use Entitlement was reduced by 32,340 square feet and 9.95 ± acres by converting to High Density Residential entitlements based on trip equivalencies. See **Exhibit 2 attached.

- C. Open space shall be provided in accordance with Orange County Planned Development regulations and shall not be less than 233 acres for the P-D as a whole, excluding conservation areas and road-rights-of way.
- D. Potential External Traffic Generation: 95,465 Average Daily Trips (“ADT”)
- E. Water Supply: Orange County and Orlando Utilities Commission
- F. Wastewater Service: Orange County
- G. Fire Protection: Orange County Fire and Rescue Division
- H. Project Phasing:

LAND USE	PHASE 1 7/20/87-12/30/96		PHASE 2 12/31/96-12/30/03		PHASE 3 12/31/03-1/30/27		TOTAL	
	GSF/Units	Acres	GSF/Units	Acres	GSF/Units	Acres	GSF/Units	Acres
High Density Residential	383	94.5	287	38.0	422*	31.2	1092	163.7
Low Density Residential	3,230	832.8	891	428.7	110	43.1	4,321	1,304.5
Church	51,812	20.3	40,300	----	----	----	92,112	20.3
High School	----	92.7	----	----	----	----	----	92.7
Public Park	----	65.4	----	----	----	----	----	65.4
Commercial/Mixed Use	462,000	55.3	290,410	23.5	488,963**	87.7	1,241,373	166.5
Office	----	----	48,360	20.0	10,000	5.0	58,360	25.0
Industrial Park/Industrial (Stormwater)/Industrial (Wellfield)	----	----	----	4.4	----	189.9	----	194.3
Industrial Distribution	----	----	----	----	1,608,160**	94.7	1,327,000	94.7

*Prior to this Thirteenth Amendment, the Phase 3 High Density Residential equaled 142 units. The allowable number of units is increased by 280 units on 9.95 ± acres of Parcel 44 based on trip equivalencies. See **Exhibit 2** attached.

Prior to this Thirteenth Amendment, the Phase 3 Commercial/Mixed Use has been reduced by 32,340 square feet of Commercial on 9.95 ± acres of Parcel 44 based on trip equivalencies. See **Exhibit 2 attached.

A copy of the Master Development Plan/Land Use Plan (Map H) is attached hereto as **Exhibit 3**.

I. The Property is zoned by Orange County as P-D, Planned Development.

22. West Pine has authority to apply for an amendment to the DRI which pertains only to Parcel 44 and that updates various provisions of the DRI Development Order by designating that portion of Parcel 44 which comprises the West Pine Property as Parcel 44A. The legal description of Parcel 44A is attached hereto as Exhibit 4.

23. West Pine's authorized agent is Sam J. Sebaali, President of Florida Engineering Group, Inc., 5127 S. Orange Avenue, Suite 200, Orlando, FL 32809.

24. The development of the Southchase DRI pursuant to the ADA, as resubmitted, the Notifications of Proposed Change to a Previously Approved DRI, dated August 4, 1989, March 29, 1990, April 15, 1991, February 14, 1992, June 26, 1992, November 19, 1992, July 14, 1995, September 3, 1996, November 27, 2001, March 17, 2006, January 20, 2010, the application to amend approved on July 16, 2019, and this Thirteenth Amended Development Order will be consistent with the achievement of the objectives of the adopted State Land Development Plan and State Comprehensive Plan, and therefore will not unreasonably interfere with those objectives.

25. The development of the Southchase DRI pursuant to the ADA, as resubmitted, the Notifications of Proposed Change to a Previously Approved DRI, dated August 4, 1989, March 29, 1990, April 15, 1991, February 14, 1992, June 26, 1992, November 19, 1992, July 14, 1995, September 3, 1996, November 27, 2001, March 17, 2006, January 20, 2010, the application to amend approved on July 16, 2019 and this Thirteenth Amended Development Order will be consistent with the Orange County Comprehensive Policy Plan and Orange County land development regulations.

26. The development of the Southchase DRI pursuant to the ADA, as resubmitted, the Notifications of Proposed Change to a Previously Approved DRI, dated August 4, 1989, March 29, 1990, April 15, 1991, February 14, 1992, June 26, 1992, November 19, 1992, July 14, 1995, September 3, 1996, November 27, 2001, March 17, 2006, January 20, 2010, the application to amend approved on July 16, 2019 and this Thirteenth Amended Development Order will be substantially consistent with the requirements of Section 380.06, Florida Statutes.

27. This Thirteenth Amended Development Order also constitutes the development order approving the use of the Property pursuant to the Land Use Plan for PD for High Density Residential, Low Density Residential, High School, Elementary Schools, Public Park, Subdivision Parks, Commercial/Mixed Use, Office, Industrial Distribution and associated uses, as more particularly detailed in Subsection 19.B. of Part I of this Thirteenth Amended Development Order.

NOW, THEREFORE, BE IT HEREBY ORDERED AND RESOLVED by the Board of County Commissioners of Orange County, Florida that the Southchase Development of Regional Impact as modified by this Thirteenth Amended Development Order, is APPROVED pursuant to Section 380.06, Florida Statutes, subject to the following terms and conditions:

II. CONDITIONS OF APPROVAL AS RECOMMENDED BY THE ORANGE COUNTY DEVELOPMENT REVIEW COMMITTEE AND THE ORANGE COUNTY PLANNING AND ZONING COMMISSION, AND AS ADOPTED BY THE BOARD OF COUNTY COMMISSIONERS

1. The development of the Southchase DRI shall conform to the ADA filed on April 18, 1986, as resubmitted on December 22, 1986, the Southchase Additional Information

Responses, the Notifications of a Proposed Change to a Previously Approved DRI, dated August 4, 1989, March 29, 1990, April 15, 1991, February 14, 1992, June 26, 1992, November 19, 1992, July 14, 1995, September 3, 1996, November 27, 2001, March 17, 2006, January 20, 2010, the application to amend approved on July 16, 2019, and this Thirteenth Amended Development Order, the Southchase Land Use Plan filed on November 25, 1986, as amended by revisions dated October 12, 1988, September 12, 1989, February 21, 1990, April 16, 1991, February 20, 1992, October 16, 1992, February 6, 1995, February 26, 1996, October 22, 1996, November 13, 2001, March 23, 2004, March 02, 2006, March 22, 2007, May 11, 2010, July 16, 2019 and the conditions of approval set forth in this Thirteenth Amended Development Order. 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 of approval or by action of Orange County.

2. Access to U.S. 441 shall only be where internal roadways (Wetherbee Road, Deerfield Boulevard, Hunter's Creek Boulevard extension, and Town Center Boulevard) intersect U.S. 441, as specified on the revised Master Development Plan/Land Use Plan, Map H, dated May 10, 2019. Additional access points shall be permitted at the south end of Parcel 4, at the alignment of the GreeneWay ramp on Parcel 11A, and at the alignment of the GreeneWay ramp on Parcel 13A. Right turn-in, right turn-out access points will be allowed on Parcel 3 and Parcel 8. Orange Avenue access shall be at Wetherbee Road, Fairway Woods Boulevard, and Town Center Boulevard. Access to parcels along Orange Avenue shall be as approved by the County Engineer and shall be established at development plan submittal, based on reasonable access to the property and traffic operations.

3. The development shall participate in the Orange County Transportation Impact Fee Program according to the adopted fee schedules, unless an alternative impact fee agreement is executed. The Developer shall be entitled to credits against Transportation Impact Fees consistent with provisions of the "Orange County Road Impact Fee Ordinance," the Southchase Transportation Impact Agreement dated August 1, 1988 as recorded at Official Records Book 4032, Pages 1965-1975 of the Public Records of Orange County, Florida, as subsequently amended, and Subsection II1.16. of this Thirteenth Amended Development Order. All roads on revised Map H are internal roads to the Project, except South Orange Blossom Trail and Orange Avenue north of Parcel 39.

4. Southern Connector - The Southern Connector Expressway (now known as the GreeneWay or S.R. 417) has been designed and constructed by the Orlando/Orange County Expressway Authority on an expedited schedule from that contemplated when the original Development Order for the Southchase DRI was approved. The GreeneWay, as constructed, does not make provision for frontage roads as conceived in the original Development Order.

5. Prior to any development plan approval, final determination of the number, significance and limits of all conservation areas affected by that particular development plan submittal shall be made by the Orange County Planning and Environmental Protection Departments, including precise flagging and surveying of the Conservation Areas and road alignments. The Developer should be aware that this may result in a reduction and/or reconfiguration of some of the developable areas depicted on the Master Development Plan/Land Use Plan (Map H). Limits of any designated conservation areas must be flagged in a clear and obvious manner before and during the clearing process. Development rights for the designated conservation areas shall be dedicated to Orange County, except portions of conservation areas

incorporated in approved stormwater management plans, for any uses or modifications as allowed by Orange County.

6. Encroachment may be permitted in a conservation area only if it can be shown that the encroachment is minor in nature and necessary to provide a reasonable development plan for the tract. Any encroachment proposed shall be accompanied by a mitigation plan acceptable to the Orange County Planning and Environmental Protection Departments.

7. Prior to development plan submittal, an analysis of the Project site was conducted by the Developer to assess the presence of the Red-Cockaded Woodpecker and any other endangered or threatened species. The analysis was submitted to, reviewed and approved by the Orange County Planning and Environmental Protection Departments. The analysis indicated that no Red-Cockaded Woodpeckers or any other endangered or threatened species was present on the Project site.

8. Written verification has been submitted by the School Board that the school sites shown on the revised Master Development Plan/Land Use Plan (Map H) are acceptable. Parcel 20A has been deeded to the Orange County School Board for impact fee credits and shall only be used for an elementary school.

9. The low density residential portion of the development shall allow single family detached, zero lot line, patio homes, and churches only. Church locations will be determined at the time of preliminary subdivision plan submittal and staff review. Parcel 6A shall be designated for church uses only, including associated recreation, education, and day care facilities. Orange County reserves the right to evaluate and approve the specific locations of the parcels for the various housing types listed above to ensure compatibility with surrounding existing and/or proposed developments.

10. The following height restrictions shall apply:

<u>LAND USE</u>	<u>HEIGHT IN FEET</u>
Low density residential	35**
High density residential:	
if within less than 150 feet of single-family zoned land	40*
if 150 feet or more from single-family zoned land	50***
Commercial	50*
Office	68*
Industrial	80*
Mixed Use	205*

- * A two-story (35') height limitation shall apply where adjacent to and within 100 feet of single-family zoned land.
- ** Church spires, domes and cupolas if approved by the Board of Zoning Adjustment in accordance with Section 38-77 of the Orange County Code may exceed 35-foot height limitation.
- *** A maximum four story (50') height limitation may be permitted with appropriate buffering when no closer than 150' to single-family zoned land.

11. The permitted uses in the convenience commercial parcels shall be those permitted in a C-1 zoned District, except for the following uses:

- (1) Automotive repair shops
- (2) New and off-site factory reconditioned automotive parts
- (3) Hotels and motels
- (4) Hospitals and nursing homes
- (5) Private clubs and lodges
- (6) Funeral parlors
- (7) Adult congregate living facilities

The permitted uses in commercial parcels (other than convenience commercial parcels) shall be those permitted in a C-1 zoned District and shall also include the following uses:

- (8) Car washes
- (9) Enclosed mechanical garages, without paint and body and motor work unless incidental to dealer use
- (10) New and used automobiles, motorcycles sales and service, and mobile home and boat sales and mechanical services
- (11) Recreational and commercial vehicle sales and rental
- (12) Car rental agencies
- (13) Muffler and tire sales and installation in an enclosed structure

12. The sum of commercial uses in all mixed-use parcels shall not exceed 50% (based upon square footage) of the total area designated for mixed use. In no case shall commercial uses in any one mixed use parcel exceed 75% (based upon square footage).

13. All out parcels shall be provided with standard County access in conformance with the Orange County Subdivision regulations

14. The following I-2 uses were permitted in the Industrial Park District as of the date of initial approval of this DRI and shall be applicable to all Industrial Park Parcels within the Southchase DRI/PD, **except Parcel 29A**:

- A. Banks.
- B. Boat manufacturing.
- C. Building products manufacturing.
- D. Ceramics manufacturing.
- E. Cold storage and frozen food lockers.
- F. Data processing services.
- G. Electrical machinery and equipment manufacturing.
- H. Food processing and packaging.
- I. Furniture, decorating materials and upholstery manufacturing.
- J. Garment manufacturing.
- K. Glass and glass products manufacturing.
- L. Helicopter landing facilities.
- M. Living quarters for guards, custodians and caretakers when such facilities are accessory uses to the primary occupancy of the premises.
- N. Machine shops.
- O. Manufacturing of metal, plastic or cardboard containers.
- P. Motor vehicle assembly.
- Q. Pharmaceutical products manufacturing.
- R. Post office.
- S. Printing, bookbinding, lithography and publishing plants.
- T. Professional offices.
- U. Radio and television studios and offices.
- V. Recreation facilities provided by an employer of the district for the exclusive use of employees, their families and guests.
- W. Restaurants.

- X. Signs, identification and directional, or which advertise products manufactured, processed, stored or sold on the premises.
 - Y. Technical and trade schools for persons eighteen (18) years old or older.
 - Z. Warehousing.
 - AA. Other uses which are similar or compatible to the uses permitted herein, which are not specifically listed as Prohibited Uses and which would promote the intent and purposes of this district. Determination shall be made by authority and directive of the planning and zoning commission, which shall be without public notice or public hearing. The approved other similar uses in effect as of the date of initial approval of this DRI
- (1) Automobile laundry. (P & Z, 9-7-65)
 - (2) Bakeries. (P & Z, 9-7-65)
 - (3) Building material storage and sales. (P & Z, 9-7-65)
 - (4) Bus, cab, truck repair, storage and terminals. (P & Z, 9-7-65)
 - (5) Confectionery manufacture. (P & Z, 9-7-65)
 - (6) Contractors' storage and equipment yards. (P & Z, 9-7-65)
 - (7) Dairy products manufacturing. (P & Z, 9-7-65)
 - (8) Dyeing, dry cleaning and laundering. (P & Z, 9-7-65)
 - (9) Fire stations. (P & Z, 9-7-65)
 - (10) Heating and air conditioning sales and service. (P & Z, 9-7-65)
 - (11) Ice cream manufacturing. (P & Z, 9-7-65)
 - (12) Machinery sales and storage. (P & Z, 9-7-65)
 - (13) Manufacturing of novelties and souvenirs. (P & Z, 9-7-65)
 - (14) Mechanical garage. (P & Z, 9-7-65)
 - (15) Milk bottling and distribution plants. (P & Z, 9-7-65)
 - (16) Service stations. (P & Z, 9-7-65)
 - (17) Soft drink bottling. (P & Z, 9-7-65)
 - (18) Trade shop, tinsmith, roofing and plumbing, etc. (P & Z, 9-7-65)
 - (19) Truck stop. (P & Z, 9-7-65)
 - (20) Veterinary hospitals. (P & Z, 9-7-65)

- (21) Portable toilet storage. (P & Z, 4-18-85; BCC, 4-22-85)
- (22) Convenience stores. (P & Z, 1-15-81; BCC, 1-19-81)
- (23) Wholesale greenhouses. (P & Z, 7-17-80; BCC, 7-21-80)
- (24) Pump islands for gasoline sale as ancillary uses in conjunction with convenience stores. (P & Z, 4-18-85; BCC, 4-22-85)
- (25) Testing of sandblasting nozzles. (P & Z, 4-19-84; BCC, 4-23-84)
- (26) Motel. (P & Z, 11-17-83; BCC, 11-22-83)
- (27) Automobile paint and body shop, as long as all activities of this type of business are conducted and totally confined within an enclosed structure. (P & Z, 7-17-86; BCC, 7-21-86)
- (28) New car dealerships with used car sales as an ancillary use to dealerships. (P & Z, 2-20-86; BCC, 2-24-86)
- (29) Retail sales and service of computers and video equipment. (P & Z, 6-19-86; BCC, 6-23-86)
- (30) Private psychiatric treatment and study center with inpatient services in conjunction with a university or other institution of higher learning for the purpose of cooperative research. (P & Z, 1-15-87; BCC, 1-19-87)
- (31) Auto auctions (sales of new and used vehicles). (P & Z, 5-21-87; BCC, 5-26-87)
- (32) Trade shows, when the operation involves the congregation of manufacturing representatives for the purpose of displaying products to potential merchant purchasers, the operation is conducted entirely on a wholesale basis, not open to the public, and all sales orders are shipped and/or delivered from the manufacturer's place of business. (P & Z, 3-16-89; BCC, 3-20-89)
- (33) Drug correctional institution, which facility provides drug treatment as an alternative to jail sentencing for drug offenders. This is a lock-up facility and will be surrounded by fencing, including barbed wire. Since this facility serves more as a correctional institution for adjudicated drug offenders, as opposed to a typical voluntary residential rehabilitation facility, it does constitute a similar and compatible use in industrial districts. (P & Z, 10-19-89; BCC, 10-23-89)

The industrial uses shall meet the performance standards of Section 38-955 of the Orange County Code.

15. The following 1-2 uses were prohibited in the Industrial Park District as of the date of initial approval of this DRI and shall be applicable to all Industrial Park Parcels within the Southchase DRI/PD, **except Parcel 29A**:

- A. Animal slaughtering or the confinement of animals for feeding, finishing, and preparation for slaughter, including stockyards and feeding pens.
- B. Asphalt manufacturing or refining or any similar petroleum or petrochemical refining or manufacturing process.
- C. Asphalt or concrete paving, mixing or batching plant.
- D. Blast furnace or similar heat or glare generating operations.
- E. Bone distillation or the reduction, rendering, incineration or storage of garbage, offal, animals or animal waste, fats, fish or similar materials or products.
- F. Cement, lime, gypsum or plaster of Paris manufacture or the open storage of raw materials or finished products related to such manufacture.
- G. Corrosive acid manufacture, including, but not limited to hydrochloric, nitric, sulphuric or similar acids.
- H. Drive-in restaurants.
- I. Drive-in theaters, bowling alleys, skating rinks, golf driving ranges, miniature golf courses, and similar carnival-type or commercial type amusements, except recreational centers or facilities provided by an employer of the district for the exclusive use of employees, their families and guests.
- J. Dwellings except living quarters for custodians, guards and caretakers when such facilities are necessary to the primary occupancy of the premises.
- K. Elementary, junior high or high schools.
- L. Fertilizer manufacturing and processing.
- M. Glue, size or gelatin manufacture where the processes involve the refining or recovery of such products from fish, animal or refuse materials.
- N. Junk, salvage or wrecking yard or structure wherein motor vehicles, appliances or similar used equipment or material are stored, dismantled or sorted for display, sale or packing.
- O. Mortuaries, cemeteries and crematories.
- P. Signs advertising products which are not manufactured, processed, stored or sold on the premises.
- Q. Tallow, grease, lard or vegetable oil refining.

16. **Parcel 29A Permitted Uses.** The following limited list of 1-2 uses were permitted in the Industrial Park District as of the date of initial approval of this DRI, except N. below which is a currently permitted use in the 1-2 zoning district:

- A. Banks.
- B. Cold storage and frozen food lockers.
- C. Contractor offices and indoor storage of materials and equipment, contractor sales and service or trade shops (provided that all service trucks utilize the truck court rather than employee parking).
- D. Data processing services.
- E. Food packaging and distribution.
- F. Food service ancillary to a primary use.
- G. Furniture, decorating materials and upholstery storage, assembly, and distribution solely within an enclosed structure.
- H. Glass and glass products storage and distribution.
- I. Living quarters for guards, custodians and caretakers when such facilities are accessory uses to the primary occupancy of the premises.
- J. Pharmaceutical products storage, packaging, and distribution.
- K. Printing and publishing.
- L. Professional offices.
- M. Radio and television studios and offices.
- N. Residential storage as a principal use within an enclosed structure only.
- O. Retail sales only as an ancillary use to another listed permitted use.
- P. Storage, assembly, and distribution of building products.
- Q. Technical and trade schools for persons eighteen (18) years old or older.
- R. Warehousing, storage inside the building, assembly, kitting, and picking and packing associated with the distribution and/or fulfillment of material or products not in conflict with the uses prohibited in Parcel 29A.
- S. Wholesale greenhouses.
- T. Other uses which are similar or compatible to the uses permitted herein, which are not specifically listed as Prohibited Uses and which would promote the intent and purposes of this district. Determination shall be made by authority and directive of the planning and zoning commission, which shall be without public notice or public hearing.
- U. Wholesale sales and service of computers and video equipment.

The industrial uses shall meet the performance standards of Section 38-955 of the Orange County Code.

17. Parcel 29A Prohibited Uses. The following uses shall be prohibited in Parcel 29A:

- A. Adult entertainment, body scrub parlors.
- B. Animal slaughtering or the confinement of animals for feeding, finishing, and preparation for slaughter, including stockyards and feeding pens.
- C. Asphalt manufacturing or refining or any similar petroleum or petrochemical refining or manufacturing process.
- D. Asphalt or concrete paving, mixing or batching plant.
- E. Auto auctions (sales of new and used cars).
- F. Automobile laundry.
- G. Automobile paint and body shop.
- H. Bakeries.
- I. Blast furnace or similar heat or glare generating operations.
- J. Boat Manufacturing.
- K. Bone distillation or the reduction, rendering, incineration or storage of garbage, offal, animals or animal waste, fats, fish or similar materials or products.
- L. Bus, cab and truck repair.
- M. Cement, lime, gypsum or plaster of Paris manufacture or the open storage of raw materials or finished products related to such manufacture.
- N. Ceramics Manufacturing.
- O. Confectionery manufacture.
- P. Convenience stores.
- Q. Corrosive acid manufacture, including, but not limited to hydrochloric, nitric, sulphuric or similar acids.
- R. Drive-in restaurants.
- S. Drive-in theaters, bowling alleys, skating rinks, golf driving ranges, miniature golf courses, and similar carnival-type or commercial type amusements, except recreational centers or facilities provided by an employer of the district for the exclusive use of employees, their families and guests.

- T. Drug correctional institution, which facility provides drug treatment as an alternative to jail sentencing for drug offenders.
- U. Dwellings except living quarters for custodians, guards and caretakers when such facilities are necessary to the primary occupancy of the premises.
- V. Dyeing, dry cleaning and laundering.
- W. Elementary, junior high or high schools.
- X. Fertilizer manufacturing and processing.
- Y. Fire stations.
- Z. Glue, size or gelatin manufacture where the processes involve the refining or recovery of such products from fish, animal or refuse materials.
- AA. Helicopter Landing Facilities.
- BB. Ice cream manufacturing.
- CC. Junk, salvage or wrecking yard or structure wherein motor vehicles, appliances or similar used equipment or material are stored, dismantled or sorted for display, sale or packing.
- DD. Mortuaries, cemeteries and crematories.
- EE. Motel.
- FF. New car dealerships with used car sales as an ancillary use.
- GG. Portable toilet storage.
- HH. Private psychiatric treatment and study center with inpatient services in conjunction with a university or other institution of higher learning for the purpose of cooperative research.
- II. Pump islands for gasoline sale as ancillary uses in conjunction with convenience stores.
- JJ. Raw goods manufacturing.
- KK. Recreation facilities provided by an employer of the district for the exclusive use of employees, their families and guests.
- LL. Restaurants.
- MM. Service stations.
- NN. Signs advertising products which are not manufactured, processed, stored or sold on the premises.

- OO. Tallow, grease, lard or vegetable oil refining.
- PP. Testing of sandblasting nozzles.
- QQ. Trade shows.
- RR. Truck stops.
- SS. United States Postal Service retail office.
- TT. Veterinary hospitals.

The industrial uses shall meet the performance standards of Section 38-955 of the Orange County Code.

18. Buffers shall be provided consistent with Sections 38-1254, 38-1272, and 38-1329, Orange County Code. Specific landscape buffer material requirements shall be submitted with the affected PSP/Development Plans for County approval. Railroad spur lines can cross buffers.

19. Setback for zero-lot line development shall be 0 feet and 10 feet, or a combination thereof. Appropriate setbacks shall be reviewed and approved at the Development/PSP submittal stage.

20. Parking calculations for office use shall be one space per 300 square feet. Parking calculations for retail use shall be one space per 200 square feet. Parking calculations for conference facilities shall be one space per 400 square feet. All other uses shall satisfy Section 38-1476 of the Orange County Code.

21. Signage shall be erected in accordance with Section 31.5 of the Orange County Code. The use of portable signs shall be prohibited. The use of billboards shall be prohibited; however, should the County adopt an ordinance to allow billboards within Planned Development zoning districts, this prohibition shall be superseded by such ordinance.

22. The development shall meet the landscaping requirements of Chapter 24 of the Orange County Code.

23. The development plan identifying specific recreation uses and facilities for a phase of the Southchase PD shall be submitted concurrently with Development Plan submittal for the first residential parcel of that particular phase. Recreation facilities shall be planned and phasing plan submitted for County approval prior to the issuance of the first Certificate of Occupancy for the first residential parcel development.

24. The Developer shall obtain water service from Orange County for the portion of the Project in the County's service area subject to County Resolutions and Ordinances.

25. The Developer shall obtain wastewater service from Orange County subject to County Resolutions and Ordinances.

26. Prior to any development plan approval, a master plan for the water and wastewater systems necessary to serve this Project shall be submitted to the Orange County Public Utilities Division. The master plan shall include preliminary calculations for the water and wastewater facilities.

27. The development shall obtain wastewater service at Orange County's Sand Lake Road Wastewater Treatment Facility.

28. The acreage formerly allocated to the proposed interim wastewater treatment facility on Parcel 41 is now allocated to Parcel 43b. The remaining 16.8 acres in Parcel 41 shall be used as a wetland mitigation area.

III. CONDITIONS OF APPROVAL AS RECOMMENDED BY THE EAST CENTRAL FLORIDA REGIONAL PLANNING COUNCIL, AND AS ADOPTED BY THE BOARD OF COUNTY COMMISSIONERS

1. The Project shall be developed in accordance with the information, data and plans contained in the Southchase DRI/ADA and supplemental information, unless otherwise directed by the conditions of approval enumerated below.

2. In the event of discovery of artifacts of historic or archaeological significance during Project construction, the Developer shall stop construction at the sites of discovery and notify Orange County and the Division of Historic Resources of the Florida Department of State. From the date of notification, construction shall be suspended within a 100 foot radius of the site of discovery for a period of up to 120 days to allow evaluation of the site.

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

4. In order to provide proper tree protection during construction, and to identify measures for conserving the site's trees, the Developer consulted with the County Forester before construction began.

5. The 611 wetland located in the western quadrant of the crossing of the Florida Turnpike and CR 527 shall be considered for restoration and enhancement through inclusion in the stormwater management system to partially offset losses to other on-site wetlands.

6. The wetlands identified on the December 19, 1986 Southchase Master Development Plan (see Figure 2 of the ECFRPC report) shall be regarded as preservation areas and shall not be diminished in size or functional value without undergoing additional ECFRPC review, provided that these wetlands may be altered without such review so long as the South Florida Water Management District approves the diminishment in accordance with its statutes, rules and policies, and no more than a total of 77.5 acres of the original 757.2 acres of wetlands on the Project site are diminished.

7. The outer boundaries of wetlands designated as wet prairies to be preserved shall be clearly delineated during all periods of adjacent construction so as to prevent their disturbance.

8. At least twenty-five percent of the total aggregate littoral zone of all ponds greater than one acre in size shall be designed in such a manner that a pool is isolated from the rest of the pond when the water level drops below normal control elevations, such as during dry periods of the year.

9. The minimum distance between the edges of each stormwater retention/detention pond and adjacent wetland shall be 200 feet, unless the South Florida Water Management District

accepts tests, calculations or other information furnished by the Developer through the District's permitting process which demonstrates that deviation from this distance is appropriate.

10. The Developer shall establish, or agree to the establishment by Orange County of, a management entity with the responsibility, authority and capability to ensure the proper operation and maintenance of all components of the stormwater, wastewater, and water quality management systems within the Southchase Project boundaries, including the ability to assess individual parcel owners fees for operating, maintaining and managing the entire systems.

11. The Developer shall provide for compensating flood storage volume commensurate with any storage volume lost as a result of development activities within the 100-year floodplain.

12. The Developer shall provide for the establishment and operation of a surface and groundwater monitoring program consisting of the following components:

- A. Surface water sampling sites located at all existing and new outfalls where surface waters exit the Project site.
- B. Water quality samples and flow measurements shall be collected at least four times annually on a seasonal basis from one year prior to construction activity to at least four years after construction buildout.
- C. Water quality parameters to be measured shall be determined by the South Florida Water Management District based upon input from Orange County. However, the selected parameters shall be sufficient to provide a determination of water quality conditions, changes and probable sources of contamination if such are discovered. Collected data shall be furnished to Orange County, South Florida Water Management District and the Orlando Office of the Florida Department of Environmental Protection ("FDEP"). Adjustments shall be made on an annual basis to the list of parameters (and sampling locations if necessary) in response to the specific types of hazardous materials being handled by individual commercial/industrial activities on the Project site.
- D. Existing data from the on-going United States Geological Survey ("USGS") monitoring program will be collected for groundwater quality. In addition, two shallow groundwater wells shall be installed in the southern portion of the Project; one of the wells shall be located east of the Florida Turnpike. These wells will be sampled with the same frequencies and parameters as the surface water stations.
- E. If a hazardous material user locates within the Project site, then a surface water and groundwater quality program shall be initiated for that parcel. Surface water sampling stations shall be located at the stormwater outfall(s) exiting the property parcel and the drainage sub-basin in which the hazardous materials operation is located. Groundwater sampling wells will be located down gradient of the operation. The number of monitoring wells, sampling frequency, and surface/groundwater quality sampling parameters shall be adjusted for specific hazardous substances used by each business within the parcel as determined to be necessary by Orange County. The Developer shall establish an entity that will be responsible for all aspects of

the site-specific water quality monitoring networks (as required), including installation, operation, maintenance and collection/analysis of data, with each owner, tenant or operator being required to fund the entity for their fair share of all monitoring and related services.

13. The Developer shall not proceed with development which will result in the generation of wastewater quantities in excess of the amount of committed wastewater treatment capacity provided by Orange County or approved by the FDEP for disposal on the Project site or in other locations.

14. The developers of industrial distribution Parcels 37 and 39 shall prepare a hazardous materials contamination prevention and response plan for those parcels. This plan shall be made a part of the deed restrictions and covenants applicable to those parcels. The proposed hazardous materials contamination prevention and response plan shall be acceptable to the South Florida Water Management District. No certificates of occupancy for hazardous material users shall be issued until the proposed plan is approved by the South Florida Water Management District and Orange County.

15. The developers of Parcels 37 and 39 shall require each tenant or business which will handle hazardous materials or generate hazardous wastes to post a bond in an amount equal to the projected cost of cleanup and/or mitigation following an accident, or obtain insurance with the cost being based on the types and volumes of materials and wastes being handled in each case.

16. In order to mitigate the impacts to Florida Department of Transportation ("FDOT")-maintained off site intersections in Orange and Osceola County on which the Project will have a significant and adverse impact, all parcel developers within Southchase that proceed with new development at any time after the execution of the Tenth Amended Development Order shall, collectively, contribute proportionate share payments totaling not less than Three Million Four Hundred Fifty Thousand and No/100 Dollars (\$3,450,000.00) (the "Project's Proportionate Share"), in accordance with the terms and conditions of this Subsection III.16, and the Southchase Transportation Proportionate Share Agreement, recorded at O.R. Book 8712, Page 502, of the Public Records of Orange County and incorporated herein by reference.

- A. Within one (1) year following the Effective Date of the Tenth Amended Development Order, the developer of each of the following parcels paid the Cumulative Amount Due indicated beside the particular parcel number in the following Proportionate Share Payment Table, except as noted.

Proportionate Share Payment Table

Parcel Number	% of Proportionate Share Amount	Orange County Amount	Osceola County Amount	Cumulative Amount Due	Paid In Full
8/9	21.09	\$349,139.89	\$378,465.11	\$ 727,605.00	Yes
11	0.38	6,290.81	6,819.19	13,110.00	Yes
13	12.55	207,762.24	225,212.76	432,975.00	Yes*
29A	17.50	289,708.30	314,041.70	603,750.00	Yes
34	8.28	137,073.41	148,586.59	285,660.00	Yes
34A	2.22	36,751.57	39,838.43	76,590.00	Yes
34B	2.69	44,532.30	48,272.70	92,805.00	Yes
37	9.64	159,587.89	172,992.11	332,580.00	Yes
39	0.74	12,250.52	13,279.48	25,530.00	Yes
44	24.91	412,379.07	447,015.93	859,395.00	Yes
Cumulative Total:	100.00	\$1,655,476.00	\$1,794,524.00	\$3,450,000.00	\$3,017,025

*The developer of Parcel 13 negotiated a reduced proportionate share payment with FDOT based on a 43,000 s.f. auto dealership instead of the previously proposed 67,000 s.f. retail center. \$210,529.00 was paid directly to FDOT on 10/31/2014 in full satisfaction of its proportionate share obligation under this provision.

- B. This condition has been performed to the satisfaction of FDOT and is no longer applicable.

17. The Developer has funded the construction of left- and right-turn deceleration lanes at all Project entrances. These improvements were constructed when such project entrances are created. The Developer funded the cost of signalization at Project entrances when deemed warranted and justified by the appropriate governmental entity. For parcels adjacent to arterial roads, (that is, County Road 527, U.S. 441, and Wetherbee Road extension) access shall be limited to one direct access point per 1,000 linear feet of road, but not less than one access point per parcel. Where the frontage of a parcel exceeds 1,500 linear feet, two direct access points will be permitted. For parcels adjacent to collector roads, access shall be limited to one direct access point per 500 linear feet of road, but no less than one access point per parcel. Notwithstanding anything to the contrary contained above, the Developer shall be limited to no more than thirteen total access points from the overall Southchase Project onto U.S. 441.

All access points shall incorporate right-in and right-out high type parallel turning lanes unless the FDOT specifically indicates that they are not beneficial on a case by case basis on state roads and unless Orange County does the same on county roads. All roadways directly accessing regional roads must have high type parallel turning lanes. In the event that any regional roadway is widened, it is required that the appropriate turn lane be reconstructed as a part of said widening.

18. When required by the County in the interest of safety, each parcel developer has constructed or shall construct a system of bike ways or provide for bicycles in the construction of all internal roadways which will provide bicycle travel between:

- (1) homes and schools
- (2) homes and employment centers

- (3) homes and neighborhood commercial centers

When possible, external bicycle systems shall be connected into and the provision for bicycle traffic to nearby external employment centers shall be considered. Construction standards shall conform to the latest state criteria.

19. When required by the County, bicycle lanes, bicycle lockers or bicycle racks have been or shall be constructed by the parcel developer where necessary to augment and facilitate the operations of off-site bicycle facilities.

20. The costs for providing two (2) transit shelters shall be allocated among the various non-residential parcels in accordance with the following table:

Southchase Transit Costs -- Proportionate Share
Based on Trips

Parcel Number	Trips	Percentage	Amount
8/9	7,914	22.18	\$13,308
11	142	.40	240
13	4,711	13.20	7,920
29a	6,568	18.40	11,040
34	3,105	8.70	5,220
37	3,616	10.14	6,084
39	278	.78	468
44	9,352	26.20	15,720
Totals	35,686	100.00	\$60,000

The required transit contributions have been paid by all developers, and this condition is fully satisfied.

21. The owners of Parcels 13A, 16, 20A, 20B, 20 C, 24A, 24B, 26B, 28, 29, 30, 31, 32, 33, 34 and 36 previously dedicated right-of-way, contributed funds for road construction, and were awarded impact fee credits for an east-west road (now known as Town Center Boulevard) extending from U.S. 441 to Orange Avenue and from Orange Avenue to the eastern boundary of the Property.

IV. LOCAL MONITORING

1. Orange County shall be responsible for monitoring the development and enforcing the provisions of this Thirteenth Amended 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 Thirteenth Amended Development Order.

2. The established review and approval process for review of development pursuant to the Orange County Code, the Orange County Subdivision Regulations, and the Commercial Site Development Ordinance, Sections 36-61, et seq., Orange County Code, constitute monitoring procedures for assuring compliance with this Thirteenth Amended Development Order. The local

official responsible for assuring compliance by the Developer with this Thirteenth Amended Development Order shall be the County Administrator or his or her designee.

V. COMPLIANCE DATES

It is estimated that approximately thirty-six (36) years will be required to complete the development described in the original Development Order. Accordingly, this Thirteenth Amended Development Order shall terminate no later than January 30, 2027.

VI. DOWN ZONING, UNIT DENSITY REDUCTION OR INTENSITY REDUCTION

Until January 30, 2027, the approved development described in this Thirteenth Amended Development 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 Thirteenth Amended Development Order have occurred, or that this Thirteenth Amended Development Order or the original Development Order, as previously amended, 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. BIENNIAL REPORTING REQUIREMENT

1. The Developer shall submit a biennial report on or before July 20 every other year throughout the term of this Thirteenth Amended Development Order. The biennial report shall be submitted on the appropriate form to Orange County, care of the Planning Department. The contents of the biennial report shall comply with the relevant conditions of approval of this Thirteenth Amended Development Order and Section 380.06(6), Florida Statutes, 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 original Development Order was issued;
- E. An assessment of the Developer's and Orange County's compliance with the conditions of approval contained in this Thirteenth Amended DRI Development Order and the commitments which are contained in the ADA and which have been identified by Orange County, the ECFRPC, or the former 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 Thirteenth Amended 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 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(4)(c), Florida Statutes.
- J. The names, addresses and phone numbers of the manager and/or human resources director for each of the retail, office and industrial employers within the Southchase DRI, as well as the number of current employees for each such business, for purposes of providing LYNX relevant contact information for use in promoting its ridesharing programs.

2. If Orange County does not receive the biennial 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 Thirteenth Amended Development Order by the County.

VIII. SUBSTANTIAL DEVIATIONS

- 1. No change shall be made to this Thirteenth Amended 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(12), Florida Statutes regarding "substantial deviations."

IX. RECORDING

This Thirteenth Amended Development Order or any subsequent modification of this Thirteenth Amended 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 Thirteenth Amended Development Order or any subsequent modifications of this Thirteenth Amended Development Order in compliance with Section 380.06(4)(c), Florida Statutes. The recording of this Thirteenth Amended Development Order shall not constitute a lien, cloud, or encumbrance on the Property, or actual or constructive notice of any such lien, cloud, or encumbrance.

X. EFFECT OF THIRTEENTH AMENDED DEVELOPMENT ORDER

This Thirteenth Amended Development Order consolidates and supersedes all previous Development Orders, Corrections, and Amendments thereto, specifically including the following:

DEVELOPMENT ORDER

RECORDING INFORMATION

Original	OR Book 3908, Page 4380
Amended	OR Book 4182, Page 4372
Second Amended	OR Book 4214, Page 1338
Third Amended	OR Book 4336, Page 3533
Fourth Amended	OR Book 4426, Page 0656
Fifth Amended	OR Book 4498, Page 0119
Sixth Amended	OR Book 4872, Page 2023
Seventh Amended	OR Book 5063, Page 4050
Eighth Amended	OR Book 5194, Page 3757
Ninth Amended	OR Book 6498, Page 0992
Tenth Amended	OR Book 8882, Page 1295
Eleventh Amended	OR Book 10053, Page 5402
Twelfth Amended	OR Doc # 20190472355

all of the Public Records of Orange County, Florida. This Thirteenth Amended Development Order governs all conditions and requirements for development of the Property.

XI. EFFECTIVE DATE

This Thirteenth Amended Development Order shall take effect immediately upon adoption by Orange County.

ADOPTED THIS _____ DAY OF _____, 2022.

ATTEST: PHIL DIAMOND, CPA
County Comptroller, as Clerk of the
Board of County Commissioners

ORANGE COUNTY, FLORIDA

By: _____
Deputy Clerk

By: _____
Jerry L. Demings
Orange County Mayor

Print name: _____

EXHIBIT 1

SOUTHCHASE DRI/PUD LEGAL DESCRIPTION

All of Section 22, Township 24 South, Range 29 East, lying East of Highway 441, (Orange Blossom Trail), LESS Road rights-of-way which have not been vacated as previously platted per following subdivision, PLAT OF FLAMINGO, and PLAN OF REVISION OF BLOCKS 126, 139, 150, 163, 174, 187, 198, 211, 222, 235; AND LESS the following lots of PLAT OF FLAMINGO, and PLAN OF REVISION OF BLOCKS, 126, 139, 150, 163, 174, 187, 198, 211, 222, 235, according to the Plats thereof as recorded in Plat Book K, pages 5, 72, 111, 112 and 132 of the Public Records of Orange County, Florida, to wit: Lots 13, 14 and 15, Block 5; All in Block 9; All in Block 16; Lots 19 and 20, Block 24; Lots 25 and 26, Block 25; All in Block 33; Lots 27, 28, 29, 30, 31 and 32, Block 70; Lots 1 and 2, Block 103; Lot 1, Block 118; Lots 25 and 26, Block 121; Lots 27, 28, 29 and 30, Block 138.

All of Section 26, Township 24 South, Range 29 East, lying West of Atlantic Coast Line Railroad; LESS Sunshine State Parkway Right-of-way; AND LESS State Road No. 527 Right-of-way; AND LESS: Beginning at a point 1118.32 feet S 00°06'17" W of the Northeast corner of said Section 26, run S 89°50'17" W 175 feet; thence S 00°06'17" W 700 feet; thence N 89°50'17" E 175 feet to the East line of Section 26; thence N 00°06'17" E 700 feet to the Point of Beginning.

All of Section 27, Township 24 South, Range 29 East, lying East of U.S. Highway 441, (Orange Blossom Trail).

All of Section 34, Township 24 South, Range 29 East, lying East of U.S. Highway 441, (Orange Blossom Trail); LESS the South 1800 feet thereof; AND LESS the following described parcel: Commence at the South 1/4 corner of Section 34, Township 24 South, Range 29 East, thence run N 89°51'03" W 1384.45 feet along the South line of the Southwest 1/4 of said Section; thence N 00°02'04" W 1800.00 feet to a point on the East right-of-way line of U.S. Highway 441 for a Point of Beginning; thence S 89°51'03" E 790.43 feet; thence N 00°02'04" W 1850.00 feet; thence N 89°51'03" W 790.43 feet to a point on the East right-of-way line of U.S. Highway 441; thence S 00°02'04" E 1850.00 feet along said right-of-way line to the Point of Beginning.

All of Section 35, Township 24 South, Range 29 East, lying West of the Atlantic Coast Line Railroad; LESS the South 1800 feet thereof; AND LESS Sunshine State Parkway right-of-way; AND LESS State Road No. 527 right-of-way.

All of Section 14, Township 24 South, Range 29 East; LESS the North 2675.82 feet; AND LESS Platted Road rights-of-way per Plat of TAFT MANOR SUBDIVISION B, according to the Plat thereof as recorded in Plat Book L, Page 17 of the Public Records of Orange County, Florida; AND LESS Sunshine State Parkway right-of-way. The East three-quarters of the South one-half of Section 15, Township 24 South, Range 29 East, lying East of IRLO O. BRONSON'S SUBDIVISION, according to the Plat thereof as recorded in Plat Book Q, Page 156 of the Public Records of Orange County, Florida.

All of Section 23, Township 24 South, Range 29 East, lying West of State Road 527; LESS Lot 5, Block 64; Lot 10, Block 96; CONNELLY FIRST ADDITION, according to the Plat thereof as recorded in Plat Book J, Page 59 of the Public Records of Orange County, Florida; AND LESS Platted Road rights-of-way per above Plats; AND LESS Sunshine State Parkway right-of-way.

All of CONNELLY FIRST ADDITION, according to the Plat thereof as recorded in Plat Book J, Page 59 of the Public Records of Orange County, Florida lying West of State Road 527 in Section 24, Township 24 South, Range 29 East; LESS Platted Road rights-of-way per above Plat.

All of Section 25, Township 24 South, Range 29 East, lying West of Atlantic Coast Line Railroad; LESS the following: Beginning at a point 1118.32 feet S 00°06'17" W of the Northeast corner of Section 26, Township 24 South, Range 29 East, run N 89°50'17" E 365 feet; thence S 00°06'17" W 700 feet; thence S 89°50'17" W 365 feet to the West line of said Section 25; thence N 00°06'17" E 700 feet to the Point of Beginning; LESS the following: From the Northwest corner of Section 25, Township 24 South, Range 29 East, Orange County, Florida run S00°14'20" E, along the Section line, 1818.32 feet; thence N 89°29'40" E 288.81 feet said point being on the East Right of Way line of the Existing City of Kissimmee Tie Line Easement; thence run S00°30'20" E along said Right of Way line 2373.16 feet for the Point of Beginning; thence continue S00°30'20" E 90.00 feet; thence S38°24'04" W 70.00 feet; thence S51°35'56" E 48.50 feet to the Right of Way of the Seaboard Systems Railroad, being 50.00 feet from the center of track; thence from a Tangent Bearing of N36°33'01" E run along a curve to the left having a Radius of 2864.82 feet through a Central Angle on 2°48'19" for an arc length of 140.27 feet; thence N51°35'56" W 97.07 feet to the Point of Beginning.

AND

A tract of land lying in Section 14, Township 24 South, Range 29 East, described as follows:

Begin at the East Quarter corner of said Section 14 for a Point of Reference; thence run S 00°45'03" E, along the East line of the Southeast Quarter of said Section 14, a distance of 39.85 feet to a point on the South line of the North 2675.82 feet of said Section 14; thence run S 89°53'46" W, along said South line, 1017.04 feet; thence run N 06°02'46" W, 35.36 feet, to a point on the North line of the Southeast Quarter of said Section 14; thence run N 89°38'00" E, along said North line, 1020.26 feet to the Point of Beginning.

AND

A tract of land lying in Section 13, Township 24 South, Range 29 East, being a portion of Lot 65 of BLOCK "T", PROSPER COLONY, according to the Plat thereof as recorded in Plat Book "D", Page 113, of the Public Records of Orange County, Florida and being a portion of that certain unnamed platted road lying Northerly of and contiguous with said Lot 65 and a portion of that certain unnamed platted road lying Westerly of and contiguous with said Lot 65, described as follows:

Begin at the West Quarter corner of said Section 13 for a Point of Reference; thence run N 89°53'27" E, along the North line of the Southwest Quarter of said Section 13, a distance of 10.66 feet to a point on the Westerly right-of-way line of State Road Number 527 (Section 75040-2520); thence run S 04°36'56" E, along said Westerly right-of-way line, 217.21 feet; thence run S 03°14'36" E, along said Westerly right-of-way line, 300.02 feet; thence run S 03°48'59" E, along said Westerly right-of-way line, 152.89 feet, to a point on the South line of the aforesaid Lot 65; thence run S 89°54'49" W, along said South line and the Westerly extension thereof, 46.52 feet, to a point on the West line of the Southwest Quarter of said Section 13; thence run N 00°45'03" W, along said West line, 668.69 feet to the Point of Beginning.

AND

A tract of land lying in Section 13, Township 24 South, Range 29 East, being a portion of Lot 128 of BLOCK "T", PROSPER COLONY, according to the Plat thereof, as recorded in Plat Book "D", Page 113, of the Public Records of Orange County, Florida, and being a portion of that certain unnamed platted road lying Westerly of and contiguous with said Lot 128 and a portion of that certain unnamed platted road lying Southerly of and contiguous with said Lot 128, described as follows:

Commence at the West Quarter corner of Section 13 for a Point of Reference; thence run S 00°45'03" E, along the West line of the Southwest Quarter of said Section 13, a distance of 2006.08 feet to the Point of Beginning; thence run N 89°57'35" E, along the Westerly extension of the North line of said Lot 128, a distance of 20.00 feet to the Northwest corner of said Lot 128; thence continue N 89°57'35" E, along the North line of said Lot 128, a distance of 61.12 feet, to a point on the Westerly right-of-way line of State Road Number 527 (Section 75040-2520); thence run S 03°48'59" E, along said Westerly right-of-way line, 670.14 feet, to a point on the South line of the said Southwest Quarter; thence run S 89°58'59" W, along said South line, 116.95 feet, to the Southwest corner of said Section 13; thence run N 00°45'03" W, along the aforesaid West line of the Southwest Quarter, 668.69 feet to the Point of Beginning.

AND

A tract of land lying in Section 24, Township 24 South, Range 29 East being described as follows:

Commence at the Southeast corner of Lot 3, Southchase Phase 1B Parcel 44, according to the Plat thereof as recorded in Plat Book 43, Pages 55 through 58 of the public records of Orange County, Florida for the Point of Beginning, said point lies on a curve concave Northeasterly and also lies on the West right-of-way line of County Road 527 (Orange Avenue); thence run Southwesterly, along said West right-of-way line and said curve, having a radius of 5653.58 feet, a central angle of 01°48'58", an arc length of 179.20 feet, a chord length of 179.20 feet, and a chord bearing of South 07°42'20" West; thence run along said West right-of-way line the following courses: North 81°20'49" West, non-tangent to said curve, 4.00 feet; South 08°36'49" West, 760.14 feet to a point on the West line of said Section 24 and the East line of said Southchase Phase 1B Parcel 44; thence departing said Westerly right-of-way line, run North 00°03'35" East, along said West line of Section 24 and the East line of said Southchase Phase 1B Parcel 44, a distance of 928.31 feet to the South line of said Lot 3, thence run North 89°54'28" East, along said South line, 140.86 feet to the Point of Beginning.

LESS AND EXCEPT:

A parcel of land located in Section 34, Township 24 South, Range 29 East, described as follows:

Commence at the Point of Intersection of the East right-of-way line of U.S. Highway 441 (Orange Blossom Trail), with the North line of the South 1800.00 feet of said Section 34 for a point of reference; thence run S 89°52'38" E, along said North line, 790.43 feet; thence run North 00°03'47" W, parallel with said East right-of-way line, 133.24 feet to the Point of Beginning; thence continue N 00°03'47" W, 1490.98 feet; thence run S 83°10'08" E, 80.77 feet; thence run N 89°18'02" E, 19.82 feet to a point on a line lying 890.43 feet East, perpendicular measure, of said East right-of-way line; thence run S 00°03'47" E, parallel with said East right-of-way line, 1482.14 feet; thence run N 89°52'38" W, 100.00 feet to the Point of Beginning.

LESS AND EXCEPT:

A tract of land lying in Section 34, Township 24 South, Range 29 East, described as follows:

Commence at the East corner of said Section 34 for a point of reference; thence run S 89°34'11" W, along the South line of the Northeast quarter of said Section 34, a distance of 2312.07 feet to the point of beginning; thence run the following courses: S30°46'54" W, 40.73 feet; S 13°27'21" W, 53.78 feet; S 05°50'36" W, 77.35 feet; S 07°07'28" W, 68.30 feet; S 27°41'55" W, 18.90 feet; S 11°05'05" W, 34.27 feet; S 36°52'18" W, 74.56 feet; S 45°28'33" W, 54.93 feet; S 24°51'48" W, 43.57 feet; S 05°00'18" W, 108.71 feet; S 16°49'39" W, 68.58 feet; S 15°42'43" W, 59.06 feet; S 58°21'01" W, 92.50 feet; S 48°36'50" W, 71.20 feet; S 58°47'35" W, 57.77 feet; S 71°07'19" W, 88.40 feet; S 66°41'44" W, 62.48 feet; S 49°19'11" W, 46.10 feet; S 65°48'49" W, 20.10 feet; N 78°16'10" W, 43.32 feet; S 71°43'37" W, 52.06 feet; N 89°41'49" W, 120.67 feet; N 00°03'47" W, 1490.98 feet; S 83°10'08" E, 80.77 feet; N 89°18'02" E, 38.81 feet; N 78°00'02" E, 16.27 feet; S 64°11'08" E, 134.11 feet; N 89°04'35" E, 99.04 feet; S 85°06'00" E, 75.02 feet; N 60°2'42" E, 18.41 feet; N 74°37'42" E, 15.65 feet; N 57°33'24" E, 26.32 feet; N 79°15'29" E, 23.95 feet; S 85°14'06" E, 30.47 feet; S 85°33'13" E, 31.11 feet; S 75°14'57" E, 38.72 feet; N 78°55'11" E, 11.62 feet; S 71°43'02" E, 18.80 feet; S 84°48'25" E, 43.22 feet; S 66°26'53" E, 28.06 feet; S 62°10'23" E, 86.58 feet; S 57°26'03" E, 88.79 feet; S 81°51'29" E, 100.28 feet; N 53°22'59" E, 41.51 feet; S 13°58'52" E, 339.70 feet; S 51°43'39" W, 97.61 feet; S 55°40'36" W, 12.81 feet; S 72°17'03" W, 20.54 feet; N 85°16'21" W, 24.49 feet; N 76°43'02" W, 34.43 feet; S 69°53'39" W, 30.74 feet; S 58°02'21" W, 49.82 feet; S 39°51'22" W, 45.81 feet; S 30°46'54" W, 2.40 feet.

LESS:

THAT PART OF:

Section 26, Township 24 South, Range 29 East and that part of Section 27, Township 24 South, Range 29 East, Orange County, Florida.

Described as follows:

From the Northwest corner of the Southwest 1/4 of Section 26, Township 24 South, Range 29 East, Orange County, Florida, run N 89°50'12" E 548.72 feet along the North boundary of said Southwest 1/4 to a point on the Westerly right-of-way line of the Sunshine State Parkway (also known as Florida's Turnpike) as now laid out and exists; thence run S 05°37'19" E 638.44 feet along said Westerly right-of-way for the POINT OF BEGINNING; thence continue S 05°37'19" E 306.15 feet along said Westerly right-of-way line to a point on a nontangent curve concave Northeasterly and having a radius of 7789.44 feet; thence from a tangent bearing of N 84°20'28" W, run Northwesterly 2467.75 feet along the arc of said curve through a central angle of 18°09'06" to the end of said curve; thence run N 66°11'22" W 711.31 feet to a point on a nontangent curve concave Westerly and having a radius of 1035.00 feet; thence from a tangent bearing of N 10°31'45" W, run Northerly 83.91 feet along the arc of said curve through a central angle of 04°38'42" to the end of said curve; thence run N 15°10'27" W 313.95 feet; thence run S 61°54'01" E 17.80 feet; thence run S 69°03'07" E 200.25 feet; thence run N 74°58'10" E 494.29 feet; thence run S 66°08'45" E 611.04 feet; thence run S 21°46'18" W 325.00 feet to a point on a nontangent curve concave Northeasterly and having a radius of 7489.44 feet; thence from a tangent bearing of S 68°13'42" E, run Southeasterly 2046.31 feet along the arc of said curve through a central angle of 15°39'17" to the Point of Beginning.

AND

From the Northwest corner of the Southwest 1/4 of Section 26, Township 24 South, Range 29 East, Orange County, Florida, run N 89°50'12" E 548.72 feet along the North boundary of said Southwest 1/4 to a point on the Westerly right-of-way line of the Sunshine State Parkway (also know as Florida's Turnpike) as now laid out and exists; thence run S 05°37'19" E 944.59 feet along said Westerly right-of-way line to a point on a nontangent curve concave Northeasterly and having a radius of 7789.44 feet; thence from a tangent bearing of N 84°20'28" W, run Northwesterly 2467.75 feet along the arc of said curve through a central angle of 18°09'06" to the end of said curve; thence run N 66°11'22" W 741.16 feet; thence run N 69°39'28" W 114.75 feet for the POINT OF BEGINNING; thence continue N 69°39'28" W 50.55 feet; thence run N 73°41'07" W 153.31 feet; thence run S 23°48'38" W 320.00 feet; thence run N 66°11'22" W 313.00 feet; thence run N 23°48'38" E 333.00 feet; thence run N 67°15'25" W 805.14 feet; thence run N 79°40'03" W 142.40 feet; thence run S 00°01'14" E 95.00 feet; thence run S00°24'09" E 284.10 feet; thence run S 89°58'46" W 42.36 feet to a point on the East right-of-way line of South Orange Blossom Trail as described and recorded in Deed Book 444, Page 6, Public Records of Orange County, Florida, said point being S 00°01'17" E 2447.73 feet from the North boundary of the Northwest 1/4 of Section 27, Township 24 South, Range 29 East as measured along said East right-of-way line; thence run N 00°01'17" W 2281.09 feet along said East right-of-way line; thence run N 89°58'46" E 21.76 feet; thence run S 05°09'48" E 97.39 feet; thence run S 00°39'26" E 450.03 feet; thence run S 00°01'14" E 850.00 feet; thence run S 68°28'21" E 132.20 feet; thence run S 46°53'58" E 105.95 feet; thence run S 65°40'07" E 550.02 feet; thence run S 23°48'38" W 45.00 feet; thence run S 65°02'38" E 500.10 feet; thence run S 77°29'58" E 101.98 feet; thence run S 61°54'01" E 17.94 feet; thence run S 15°10'27" E 425.31 feet to the Point of Beginning.

AND ALSO

From at the Northwest corner of the Southwest 1/4 of Section 26, Township 24 South, Range 29 East, Orange County, Florida, run N 89°50'12" E 950.52 feet along the North boundary of said Southwest 1/4 to a point on the Easterly right-of-way line of the Sunshine State Parkway (also know as Florida's Turnpike) as now laid out and exists; thence run S 05°37'19" E 672.07 feet along said Easterly right-of-way line for the POINT OF BEGINNING; thence continue S 05°37'19" E 915.78 feet along said Easterly right-of-way line; thence run S 89°07'51" E 450.91 feet; thence run N 00°52'09" E 609.48 feet; thence run N 89°05'31" E 1029.63 feet; thence run S 86°00'32" E 351.28 feet; thence run S 88°59'56" E 133.93 feet; thence run N 38°55'22" E 487.62 feet; thence run S 89°05'31" W 196.19 feet; thence run S 72°23'34" W 104.40 feet; thence run S 87°10'58" W 300.17 feet; thence run S 89°05'31" W 1263.04 feet; to the beginning of a tangent curve concave Northerly, having a radius of 7489.44 feet and an intersection angle of 03°54'56"; thence run Westerly 511.84 feet along the arc of said curve to the Point of Beginning.

TOGETHER WITH: All rights of ingress, egress, light, air and view between the grantor's remaining property and any facility constructed on the above described property.

LESS:

THAT PART OF:

Sections 22, 26 and 27, Township 24 South, Range 29 East, Orange County, Florida.

Described as follows:

From the Northeast corner of the Northwest 1/4 of Section 27, Township 24 South, Range 29 East, run S 89°26'45" W 1278.06 feet along the North boundary of said Northwest 1/4 for the POINT OF BEGINNING, said Point of Beginning being a point on the East right-of-way line of the South Orange Blossom Trail (State Road 500 and 600 and U.S. Highway 17, 92 and 441) as described and recorded in Deed Book 444, Page 6, Public Records of Orange County, Florida; thence run S 00°01'17" E 166.64 feet along said East right-of-way line; thence run N 89°58'46" E 21.76 feet; thence run N 05°09'48" W 103.42 feet; thence run N 00°01'14" W 320.00 feet; thence run S 89°58'46" W 12.50 feet to a point on the aforesaid East right-of-way of South Orange Blossom Trail; thence run S 00°01'17 E 256.36 feet to the Point of Beginning.

AND

From the Northeast corner of the Northwest 1/4 of Section 27, Township 24 South, Range 29 East, run S 89°26'45" W 1278.06 feet along the North boundary of said Northwest 1/4 to a point on the East right-of-way line of the South Orange Blossom Trail (State Road 500 and 600 and U.S. Highway 17, 92 and 441) as described and recorded in Deed Book 444, Page 6, Public Records of Orange County, Florida; thence run S 00°01'17" E 2447.73 feet along said East right-of-way line for the POINT OF BEGINNING; Thence run N 89°58'46" E 42.36 feet; thence run S 00°24'09" E 15.91 feet; thence run S 00°46'53" W 500.05 feet; thence run S 09°26'30" W 60.83 feet; thence run S 89°58'46" W 25.46 feet to a point on the aforesaid East right-of-way line; thence run N 00°01'17" W 575.91 feet to the Point of Beginning.

AND ALSO

From the Northwest corner of the Southwest 1/4 of Section 26, Township 24 South, Range 29 East, Orange County, Florida, run N 89°50'12" E 950.52 feet along the North boundary of said Southwest 1/4 to a point on the Easterly right-of-way line of the Sunshine State Parkway (also know as Florida's Turnpike) as now laid out and exists; thence run S 05°37'19" E 1587.85 feet along said Easterly right-of-way line; thence run S 89°07'51" E 450.91 feet; thence run N 00°52'09" E 609.48 feet; thence run N 89°05'31" E 1029.63 feet; thence run S 86°00'32" E 351.28 feet; thence run S 88°59'56" E 133.93 feet for the POINT OF BEGINNING; thence continue S 88°59'56" E 16.15 feet; thence run N 89°05'31" E 88.86 feet to a point on the Westerly right-of-way line of Orange Avenue as recorded in State Road Plat Book 2, Pages 65 through 68, Public Records of Orange County, Florida; thence run Northeasterly along said Westerly right-of-way line with the following courses and distances: N 34°20'52" E 10.34 feet; thence run N 36°20'55" E 151.72 feet; thence run N 40°31'30" E 201.62 feet; thence run N 40°40'09" E 126.52 feet; thence leaving said Westerly right-of-way line, run S 89°05'31" W 107.87 feet; thence run S 38°55'22" W 487.62 feet to the Point of Beginning.

AND ALSO

From the Northwest corner of the Southwest 1/4 of Section 26, Township 24 South, Range 29 East, Orange County, Florida, run N 89°50'12" E 548.72 feet along the North boundary of said Southwest 1/4 to a point on the Westerly right-of-way line of the Sunshine State Parkway (also know as Florida's Turnpike) as now laid out and exists; thence run S 05°37'19" E 944.59 feet along said Westerly right-of-way line to a point on a nontangent curve concave Northeasterly and having a radius of 7789.44 feet; thence from a tangent bearing of N 84°20'28" W, run Northwesterly 2467.75 feet along the arc of said curve through a central angle of 18°09'06" to the end of said curve; thence run N 66°11'22" W 711.31 feet for the POINT OF BEGINNING; thence continue N 66°11'22" W 29.85 feet; thence run N 69°39'28" W 114.75 feet; thence run N

15°10'27" W 425.31 feet; thence run S 61°54'01" E 164.82 feet; thence run S 15°10'27 E 313.95 feet to the beginning of a tangent curve concave Westerly, having a radius of 1035.00 feet and an intersection angle of 04°38'42"; thence run Southerly 83.91 feet along the arc of said curve to the Point of Beginning.

EXHIBIT 2

PARCEL 44 SOUTHCHASE DRI/PD CONVERSION OF RETAIL COMMERCIAL USE TO MULTI-FAMILY LOWRISE AND MIDRISE APARTMENT USE

PARCEL 44 SOUTHCHASE DRI/PD CONVERSION OF RETAIL COMMERCIAL USE TO MULTI-FAMILY LOWRISE AND MIDRISE APARTMENT

This Trip Generation calculation and conversion metric is prepared to convert a portion of the approved Retail Commercial use on Parcel 44 to Multi-Family Low-rise and/or Multi-Family Mid-rise apartment development.

- Size of Existing Retail Commercial - 108,277 SF *
- Size of Proposed Multi-family Project - 280 DU's**
- Size of Converted Retail Commercial - 32,340 SF
- Size of Remaining Retail Commercial - 75,937 SF

*Note: per Southchase Phase 1B Parcel 44 PSP for Tracts 9 & 10.

**Note: multi-family development based on the Multi-Family Midrise PM Peak rate factors.

Trip Generation Rates - P.M. Peak Hour of Adjacent Street Traffic (I.T.E. Standards 10th Edition)			
Land Use	ITE Code	Unit	Average Rate
Shopping Center	820	1,000 S.F.	3.81
Multi-Family Housing (Low-Rise)	220	Dwelling Units	0.56
Multi-Family Housing (Mid-Rise)	221	Dwelling Units	0.44

Use Conversion Matrix			
Change From	Change To		
	Shopping Center	Multi-Family Housing Low Rise	Multi-Family Housing (Mid-Rise)
Shopping Center	1.0000	6.8036	8.6591
Multi-Family Housing (Low-Rise)	0.1470	1.0000	1.2727
Multi-Family Housing (Mid-Rise)	0.1155	0.7857	1.0000

1,000 S.F. of Retail Commercial = 8.6591 Dwelling Units of Multi-Family Mid-Rise Housing

1 DU of Multi-Family Mid-Rise Housing = 115 S.F. of Retail Commercial Development

Example calculation = Conversion from Multi-Family Mid-Rise Housing to Retail = 280 DUs Mid-Rise Multi-Family * 115 = 32,200 S.F. of Retail Commercial Development

EXHIBIT 3

MASTER DEVELOPMENT PLAN/LAND USE PLAN (MAP H)

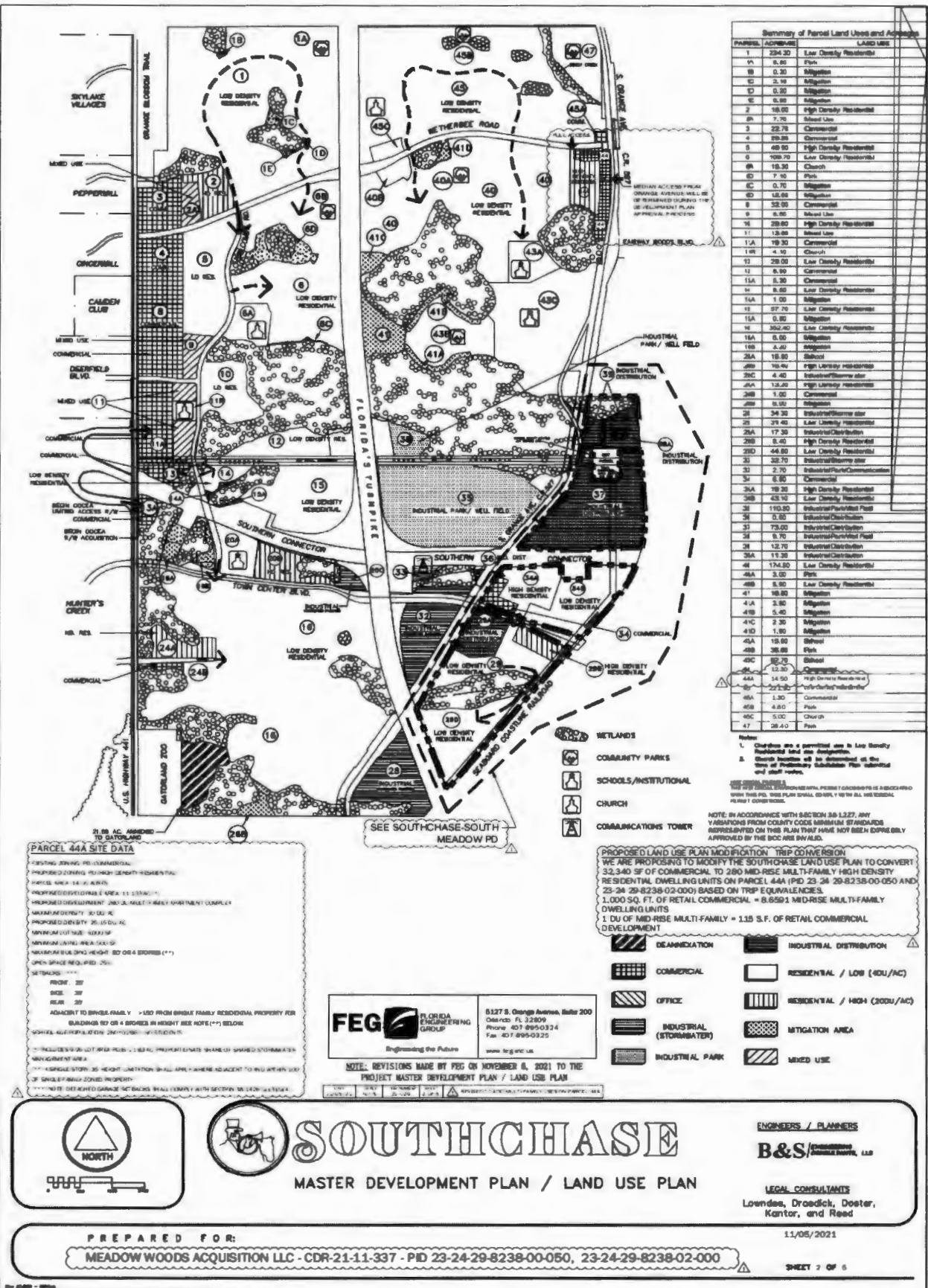


EXHIBIT 4

LEGAL DESCRIPTION OF PARCEL 44A

A portion of PD Parcel 44 to be known as Parcel 44A: SOUTHCHASE PARCEL

Lot 5, Tract B, according to the plat of SOUTHCHASE PHASE 1B PARCEL 44 as recorded in Plat Book 43, Pages 55 through 58, inclusive, of the Public Records of Orange County, Florida.

LESS AND EXCEPT those portions of Lot 5 included within the following:

Part of Lots 2, and 5, SOUTHCHASE PHASE 1B PARCEL 44, as shown on the plat recorded in Plat Book 43, Pages 55 through 58, inclusive, Public Records of Orange County, Florida, being more particularly described as follows:

Begin at the Northwest corner of said Lot 4; thence along the North line of said Lot 4, 183.40 feet along the arc of a curve to the left, said curve having a radius of 3060.00 feet and a chord of 183.37 feet which bears S 89°58'41" E; thence leaving said North line, S 00°00'00" W. 245.10 feet; thence 129.47 feet along the arc of a curve to the left, said curve having a radius of 3304.90 feet and a chord of 129.46 feet which bears N 87°18'30" E; thence N 86°11'10" E, 198.51 feet, to the West line of said Lot 2; thence along said West line, N03°49'25"W, 3.30 feet, to the Northwest corner of said Lot 2; thence along the North line of said Lot 2, N 86°10'35" E, 225.00 feet, to the Northeast corner of said Lot 2 and West right-of-way line of Orange Avenue per said plat of SOUTHCHASE PHASE 1B PARCEL 44; thence along said West right-of-way line, S 03°49'25" E. 37.34 feet; thence leaving said West right-of-way line, S 86°11'10" W, 43.00 feet; thence N 03°48'50" W, 14.00 feet; thence S 86°11'10" W. 380.52 feet; thence 150.81 feet along the arc of a curve to the right, said curve having a radius of 3324.90 feet and a chord of 150.80 feet which bears S 87°29'08" W; thence N 00°00'00" E. 40.01 feet, to the South line of said Lot 4; thence along the South and West lines of said Lot 4, the following three (3) courses:

- 1) 133.96 feet along the arc of a curve to the right, said curve having a radius of 3284.90 feet and a chord of 133.95 feet which bears S 89°56'18" W;
- 2) 46.54 feet along the arc of a curve to the right, said curve having a radius of 30.00 feet and a chord of 42.01 feet which bears N 44°26'48" W;
- 3) N 00°00'00" E, 195.80 feet, to the Point of Beginning.

Together with: (Easement Parcel)

TOGETHER WITH: Non-Exclusive Easement(s) for access, utilities, drainage, and, wall and landscape buffer, for the benefit of Parcel 1 above, as set forth and created by Paragraph Numbered 7 in that Master Declaration of Covenants, Restrictions and Easements for Southchase Parcel 44, recorded September 27, 1999 in Official Records Book 5846, Page 1889, Amendment recorded January 10, 2000 in Official Records Book 5919, Page 1596, of the Public Records of Orange County, Florida, over, under and across the lands described therein.

PD Parcel 44A Total Acreage: 14.50 AC

ORLDOCS 19209985 6