

ORDINANCE NO. 2602

AN ORDINANCE AMENDING AND CORRECTING ORDINANCE NO. 2564; AMENDING AND CORRECTING THE FIRST AMENDMENT TO THE KELLY PARK CROSSING DEVELOPMENT OF REGIONAL IMPACT DEVELOPMENT ORDER; CLARIFYING THAT PROJECT ORLANDO, LLC IS THE APPLICANT AND DEVELOPER FOR THE KELLY PARK CROSSING DEVELOPMENT OF REGIONAL IMPACT; CORRECTING ORDINANCE NO. 2564 BY REPEALING AND REPLACING SAME AND REPEALING AND REPLACING ORDINANCE NO. 2230; AND PROVIDING AN EFFECTIVE DATE.

This is a Corrective Ordinance amending and correcting Ordinance No. 2564, and the First Amendment to the Development Order for the Kelly Park Crossing Development of Regional Impact (“DRI” or “Kelly Park Crossing DRI”) adopted May 17, 2017.

WHEREAS, the original Development Order for the DRI was adopted by the City Council of the City of Apopka by Ordinance No. 2230 on December 21, 2011 (the “2011 Development Order”) concerning a mixed use project located on approximately 564 acres in the City as more particularly described on **Exhibit “A”** attached hereto (hereinafter referred to as the “DRI Property”); and

WHEREAS, Ordinance No. 2230 adopted the 2011 Development Order; and

WHEREAS, Project Orlando, LLC was and is the “Applicant” and “Developer” for the DRI (hereinafter referred to as the “Applicant/Developer”); and

WHEREAS, the Applicant/Developer is desirous of developing the Kelly Park Crossing DRI as a mixed use development consisting of office, retail, light industrial, residential, institutional, hospital, community college, hotel and as otherwise allowed through the 2011 Development Order; and

WHEREAS, prior to adoption of Ordinance No. 2564 on May 17, 2017, the Applicant/Developer requested amendments to the 2011 Development Order pursuant to Section 380.06, Florida Statutes, some of which amendments were not a part of or included in the Notice

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Rec Fee: \$970.50
Phil Diamond, Comptroller
Orange County, FL
MB - Ret To: CITY OF APOPKA CITY CLERK



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of Proposed Change (“NOPC”) to the 2011 Development Order; and

WHEREAS, the City processed the Applicant/Developer’s request for amendments, some of which amendments were reviewed by the East Central Florida Regional Planning Council (ECFRPC), the Development and Review Committee of the City of Apopka, the City of Apopka Planning Commission, and the City Council of the City of Apopka; and

WHEREAS, on May 17, 2017, the City of Apopka adopted Ordinance No. 2564 which amended, repealed and replaced Ordinance No. 2230 with the First Amendment to the Kelly Park Crossing Development of Regional Impact (the “Amended Development Order”); and

WHEREAS, Ordinance No. 2564, as adopted, contained an error in its title; and

WHEREAS, the Amended Development Order adopted by Ordinance No. 2564 contained errors regarding the identity of the Applicant/Developer; and

WHEREAS, these errors were not present or included in the proposed amendments to the 2011 Development Order as set forth in the NOPC reviewed by ECFRPC, the Development and Review Committee of the City of Apopka, the City of Apopka Planning Commission at its public hearing on April 11, 2017, and the City Council of the City of Apopka at its first reading of Ordinance No. 2564 on May 3, 2017; and

WHEREAS, these errors were introduced into Ordinance No. 2564 and the Amended Development Order immediately prior to second reading by the City Council of the City of Apopka on May 17, 2017; and

WHEREAS, specifically in error, the title of Ordinance No. 2564 provides that it was made and entered into between the City and Rochelle Holdings, LLC, while the recitals of Ordinance No. 2564 state that Project Orlando, LLC is the “Applicant” for the Amended Development Order; and

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WHEREAS, specifically in error, the Amended Development Order attached to Ordinance No. 2564 states that the Amended Development Order is made and entered into between the City and Rochelle Holdings, LLC; and

WHEREAS, specifically in error, the recitals of the Amended Development Order attached to Ordinance No. 2564 state that the “Applicant” and “Developer” of the DRI is Rochelle Holdings, LLC; and

WHEREAS, the Amended Development Order contained typographical errors such as misnumbered pages and sections; and

WHEREAS, this Ordinance (Ordinance No. 2602) is intended to amend and correct these errors and amend and correct the Amended Development Order to read as intended for adoption by the City Council of the City of Apopka on May 17, 2017; and

WHEREAS, attached hereto as **Exhibit “B”** is a document correcting the title and “whereas” clauses of the Amended Development Order and correcting errors in the body of the Amended Development Order to read substantively as it should have been adopted by Ordinance No. 2564 (with changes to the 2011 Development Order identified in ~~striketrough~~ and underline); and

WHEREAS, **Exhibit “C,”** attached hereto, is a clean version of and incorporates the amendments shown in **Exhibit “B,”** and shall heretofore be referred to as the “Corrected First Amendment to the Kelly Park Crossing Development of Regional Impact;” and

WHEREAS, the substantive provisions of the Corrected First Amendment to the Kelly Park Crossing Development of Regional Impact were reviewed by ECFRPC and comments were provided to the Applicant/Developer and the City of Apopka on December 22, 2016; and

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WHEREAS, the substantive provisions of the Corrected First Amendment to the Kelly Park Crossing Development of Regional Impact were coordinated by the City and the Applicant/Developer with the City's Comprehensive Plan including the Wekiva Parkway Interchange Vision Plan, and

WHEREAS, all public hearings as required by Chapter 380.06, Florida Statutes have been duly held affording the public and all affected parties an opportunity to be heard and to present evidence; and

WHEREAS, this Ordinance (Ordinance No. 2602) is intended to repeal and replace Ordinance No. 2564, which repealed and replaced Ordinance No. 2230; and

WHEREAS, Exhibit "C" shall be adopted and heretofore referred to as the "Corrected First Amendment to the Kelly Park Crossing Development of Regional Impact."

LEGISLATIVE UNDERSCORING: Underlined words constitute additions and ~~striketrough~~ constitutes deletions from the 2011 Development Order, as identified within Exhibit "B." Exhibit "C" is a clean version of the Corrected First Amendment to the Kelly Park Crossing Development of Regional Impact as amended and corrected by this Ordinance (Ordinance No. 2602).

NOW THEREFORE, be it ordained by the City Council of the City of Apopka that based upon the findings of fact and conclusions of law set forth below and subject to the terms and conditions which follow, the Corrected First Amendment to the Kelly Park Crossing Development of Regional Impact attached hereto as **Exhibit "C"** is hereby approved and amended accordingly pursuant to the provisions of Section 380.06, Florida Statutes, and other applicable State laws and the Comprehensive Plan and Ordinances of the City of Apopka.

SECTION 1. The above recitals are incorporated herein by reference.

SECTION 2. Findings of Fact and Conclusions of Law.

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1. The Applicant/Developer filed the ADA (Application for Development Approval) with the City and with the ECFRPC as well as Department of Community Affairs (now the Department of Economic Opportunity) pursuant to Chapter 2011, Laws of Florida the” Community Planning Act” and State and Federal agencies and citizen groups as directed by the ECFRPC.
2. The City Council of the City of Apopka adopted the Development Order for Kelly Park Crossing DRI on December 21, 2011 through Ordinance No. 2230.
3. The Applicant/Developer is the owner of the real property identified herein or has the authority to file the ADA and is authorized to obtain a development order pursuant to Chapter 380.06 Florida Statutes.
4. The DRI and area affected by the amendment is not located in an area designated as an Area of Critical State Concern.
5. The DRI and the amendment is consistent with the adopted State Comprehensive Plan
6. The DRI and amendment including the proposed floor area ratios is consistent with the City Comprehensive Plan.
7. The DRI is consistent with the Land Development Code in effect as of the date of the adoption of this Ordinance.
8. The DRI is consistent with the report and recommendations of the ECFRPC submitted to the City in December, 2016.
9. This amendment to the DRI Development Order does not change any density or intensities of use, Map “H” Master Plan, or the development profile established in Ordinance No. 2230.

SECTION 3. Ordinance No. 2230 and Ordinance No. 2564 are both amended, repealed and replaced by this Ordinance (Ordinance No. 2602) and the Development Order contained herein

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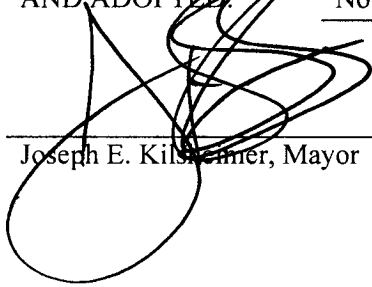
as Exhibit "C" to this Ordinance is hereby adopted as the "Corrected First Amendment to the Kelly Park Crossing Development of Regional Impact" and incorporated herein by reference.

SECTION 4. This Ordinance serves to clarify that Project Orlando, LLC is the Applicant and Developer for the DRI, and is the "Developer" of the DRI as defined in Chapter 380, Florida Statutes.

SECTION 5. EFFECTIVE DATE. This Ordinance shall take effect upon passage and adoption.

READ FIRST TIME: October 18, 2017

READ SECOND TIME
AND ADOPTED: November 1, 2017



Joseph E. Kilsheimer, Mayor

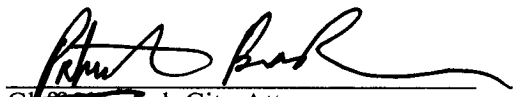


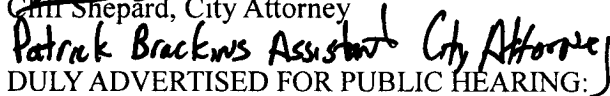
ATTEST:



Linda F. Goff, City Clerk

APPROVED as to form and legality for use and reliance by the City of Apopka, Florida.



Chris Shepard, City Attorney


Patrick Brackens, Assistant City Attorney
DULY ADVERTISED FOR PUBLIC HEARING:)

October 6, 2017
October 20, 2017

Exhibit A

LEGAL DESCRIPTION:

SOUTH PARCEL:

A TRACT OF LAND LYING IN SECTION 13, TOWNSHIP 20 SOUTH, RANGE 27 EAST BEING THOSE LANDS DESCRIBED IN THE FOLLOWING DOCUMENTS RECORDED IN THE PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA: OFFICIAL RECORDS BOOK 9192, PAGE 3515; OFFICIAL RECORDS BOOK 9022, PAGE 4867; OFFICIAL RECORDS BOOK 7529, PAGE 1955; OFFICIAL RECORDS BOOK 6844, PAGE 562; AND OFFICIAL RECORDS BOOK 9022, PAGE 4561, SAID TRACT OF LAND BEING DESCRIBED AS FOLLOWS:

COMMENCE AT THE NORTHWEST CORNER OF SAID SECTION 13 FOR A POINT OF REFERENCE; THENCE RUN NORTH 89°53'56" EAST, ALONG THE NORTH LINE OF THE NORTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 30.00 FEET TO A POINT LYING ON THE NORTHERLY EXTENSION OF THE EAST RIGHT-OF-WAY LINE OF GOLDEN GEM ROAD, AS DESCRIBED IN OFFICIAL RECORDS BOOK 61, PAGE 315, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA; THENCE RUN SOUTH 00°29'41" WEST, ALONG SAID NORTHERLY EXTENSION LINE, 30.00 FEET TO THE POINT OF INTERSECTION OF THE AFORESAID EAST RIGHT-OF-WAY LINE OF GOLDEN GEM ROAD WITH THE SOUTH RIGHT-OF-WAY LINE OF KELLY PARK ROAD, AS DESCRIBED IN DEED BOOK 398, PAGE 190, PUBLIC RECORDS OF ORANGE COUNTY FLORIDA; THENCE RUN NORTH 89°53'56" EAST, ALONG SAID SOUTH RIGHT-OF-WAY LINE, AND ALSO ALONG THE SOUTH RIGHT-OF-WAY LINE OF KELLY PARK ROAD, AS DEPICTED ON THE MAPS OF ORANGE COUNTY ROAD BOND PROJECT 49E, PAGES 164 THROUGH 172, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA, A DISTANCE OF 1324.28 FEET TO THE NORTHWEST CORNER OF THE LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 4983, PAGE 3251, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA; THENCE RUN ALONG THE WESTERLY AND SOUTHERLY LINES OF SAID LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 4983, PAGE 3251 AND ALONG THE SOUTHERLY AND EASTERLY LINES OF THE LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 7106, PAGE 2430 THE FOLLOWING COURSES: SOUTH 00°04'09" EAST, PARALLEL WITH AND 30.00 FEET EAST OF, BY PERPENDICULAR MEASURE, THE WEST LINE OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 853.18 FEET; THENCE, RUN NORTH 89°34'22" EAST, PARALLEL WITH THE SOUTH LINE OF NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 160.19 FEET; THENCE RUN SOUTH 00°25'38" EAST, 30.00 FEET; THENCE RUN NORTH 89°34'22" EAST, PARALLEL WITH THE SOUTH LINE OF NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 476.14 FEET TO THE EAST LINE OF THE WEST ONE-HALF OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 13; THENCE RUN NORTH 00°21'13" WEST, ALONG THE EAST LINE OF THE WEST ONE-HALF OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 579.56 FEET TO A POINT LYING ON THE SOUTH LINE OF THE NORTH 330.00 FEET OF THE WEST ONE-HALF OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 13; THENCE RUN SOUTH 89°53'56" WEST, ALONG THE SOUTH LINE OF THE NORTH 330.00 FEET OF THE WEST ONE-HALF OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 66.00 FEET; THENCE RUN NORTH 00°21'13" WEST, PARALLEL WITH AND 66.00

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FEET EAST OF, BY PERPENDICULAR MEASURE, THE EAST LINE OF THE WEST ONE-HALF OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 300.00 FEET TO SAID SOUTH RIGHT-OF-WAY LINE OF KELLY PARK ROAD; THENCE RUN ALONG THE SOUTH RIGHT-OF-WAY LINE OF KELLY PARK ROAD, AS DEPICTED ON THE AFORESAID MAPS OF ORANGE COUNTY ROAD BOND PROJECT 49E, AND AS DESCRIBED IN DEED BOOK 398, PAGE 158, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA THE FOLLOWING COURSES:
 NORTH 89°53'56" EAST, 620.35 FEET TO THE POINT OF CURVATURE OF A CURVE CONCAVE NORTHERLY; THENCE RUN EASTERLY ALONG SAID CURVE, HAVING A RADIUS OF 5759.65 FEET, A CENTRAL ANGLE OF 01°04'20", AN ARC LENGTH OF 107.79 FEET, A CHORD LENGTH OF 107.79 FEET, AND A CHORD BEARING OF NORTH 89°21'46" EAST TO THE WEST LINE OF THE NORTHEAST QUARTER OF AFORESAID SECTION 13; THENCE RUN SOUTH 00°38'22" EAST, ALONG THE WEST LINE OF THE NORTHEAST QUARTER OF SAID SECTION 13, A DISTANCE OF 1.01 FEET; THENCE RUN NORTH 88°20'48" EAST, 678.92 FEET TO POINT LYING ON THE EAST LINE OF THE WEST ONE-HALF OF THE NORTHWEST QUARTER OF THE NORTHEAST QUARTER OF SAID SECTION 13; THENCE RUN SOUTH 00°26'23" EAST, ALONG THE EAST LINE OF THE WEST ONE-HALF OF THE NORTHWEST QUARTER OF THE NORTHEAST QUARTER OF SECTION 13, A DISTANCE OF 2584.29 FEET TO THE NORTH LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 13; THENCE RUN NORTH 89°15'10" EAST, ALONG THE NORTH LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 13, A DISTANCE OF 669.79 FEET TO THE NORTHEAST CORNER OF THE NORTHWEST QUARTER OF SAID SOUTHEAST QUARTER; THENCE RUN SOUTH 00°20'17" EAST, ALONG THE EAST LINE OF THE NORTHWEST QUARTER OF THE SOUTHEAST QUARTER OF SECTION 13, A DISTANCE OF 1344.79 FEET TO THE SOUTHEAST CORNER OF SAID NORTHWEST QUARTER OF THE SOUTHEAST QUARTER; THENCE RUN SOUTH 88°58'18" WEST, ALONG THE SOUTH LINE OF SAID NORTHWEST QUARTER OF THE SOUTHEAST QUARTER, 1332.53 FEET TO THE EAST LINE OF THE SOUTHWEST QUARTER OF SECTION 13; THENCE RUN SOUTH 00°38'22" EAST, ALONG THE EAST LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 1351.30 FEET TO THE SOUTHEAST CORNER OF SAID SOUTHWEST QUARTER; THENCE RUN SOUTH 89°32'06" WEST, ALONG THE SOUTH LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 1356.70 FEET TO THE SOUTHWEST CORNER OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 13; THENCE RUN NORTH 00°29'50" WEST, ALONG THE WEST LINE OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER, AND THE WEST LINE OF THE NORTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 13, A DISTANCE 2147.97 FEET TO THE NORTH LINE OF THE SOUTH 800.00 FEET OF THE NORTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SAID SECTION 13; THENCE RUN SOUTH 89°23'39" WEST, ALONG THE NORTH LINE OF THE SOUTH 800.00 FEET OF THE NORTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 1321.35 FEET TO THE AFORESAID EAST RIGHT-OF-WAY LINE OF GOLDEN GEM ROAD; THENCE RUN NORTH 00°21'15" WEST, ALONG SAID EAST RIGHT-OF-WAY LINE, 544.71 FEET; THENCE RUN NORTH 00°29'41" EAST, ALONG SAID EAST RIGHT-OF-WAY LINE 2603.65 FEET TO THE POINT OF BEGINNING.

TOGETHER WITH,

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NORTH PARCEL:

A TRACT OF LAND LYING IN SECTIONS 11 AND 12, TOWNSHIP 20 SOUTH, RANGE 27 EAST, BEING THOSE LANDS DESCRIBED IN THE FOLLOWING DOCUMENTS RECORDED IN THE PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA: OFFICIAL RECORDS BOOK 9748, PAGE 6465; OFFICIAL RECORDS BOOK 9022, PAGE 3571; OFFICIAL RECORDS BOOK 9022, PAGE 4722; OFFICIAL RECORDS BOOK 6512, PAGE 3520; AND OFFICIAL RECORDS BOOK 9022, PAGE 4215, SAID TRACT OF LAND BEING DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHEAST CORNER OF SAID SECTION 11 FOR A POINT OF REFERENCE; THENCE RUN NORTH 00°27'50" WEST, ALONG THE EAST LINE OF SAID SECTION 11, A DISTANCE OF 30.00 FEET TO THE NORTH RIGHT-OF-WAY LINE OF KELLY PARK ROAD, AS DESCRIBED IN DEED BOOK 398, PAGE 158, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA FOR THE POINT OF BEGINNING; THENCE RUN SOUTH 89°12'25" WEST, ALONG SAID NORTH RIGHT-OF-WAY LINE, 1182.82 FEET TO THE WEST LINE OF THE LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 9748, PAGE 6465 AND ALSO THE EAST LINE OF THE LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 7171, PAGE 1402, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA; THENCE RUN NORTH 00°27'50" WEST, ALONG SAID WEST LINE, 2144.38 FEET TO THE NORTH LINE OF SAID LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 7171, PAGE 1402; THENCE RUN SOUTH 89°12'25" WEST, ALONG SAID NORTH LINE, 406.12 FEET TO A POINT LYING ON THE EAST LINE OF LOT 1, OCB ACRES, ACCORDING TO THE PLAT THEREOF, AS RECORDED IN PLAT BOOK 53, PAGE 82, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA; THENCE RUN NORTH 00°22'27" WEST, ALONG THE EAST LINE OF SAID LOT 1, A DISTANCE OF 0.41 FEET TO THE NORTHEAST CORNER OF SAID LOT 1; THENCE RUN SOUTH 89°15'33" WEST, ALONG THE NORTH LINE OF SAID LOT 1, A DISTANCE OF 1078.73 FEET TO THE WEST LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 11; THENCE RUN NORTH 00°17'05" WEST, ALONG SAID WEST LINE OF THE SOUTHEAST QUARTER, 498.24 FEET TO THE SOUTHEAST CORNER OF THE NORTHWEST QUARTER OF SAID SECTION 11; THENCE RUN SOUTH 89°30'17" WEST, ALONG THE SOUTH LINE OF THE NORTHWEST QUARTER OF SAID SECTION 11, A DISTANCE OF 1330.44 FEET TO THE SOUTHWEST CORNER OF THE EAST ONE-HALF OF SAID NORTHWEST QUARTER OF SECTION 11; THENCE RUN NORTH 00°07'41" WEST, ALONG THE WEST LINE OF SAID EAST ONE-HALF OF THE NORTHWEST QUARTER, 2239.19 FEET TO A POINT LYING ON THE SOUTH RIGHT-OF-WAY LINE OF ONDICH ROAD, AS DESCRIBED IN DEED BOOK 984, PAGE 314, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA, SAID POINT ALSO BEING ON A NON-TANGENT CURVE CONCAVE NORTHWESTERLY; THENCE RUN ALONG SAID SOUTH RIGHT-OF-WAY LINE AND ALONG THE SOUTH MAINTAINED RIGHT-OF-WAY LINE OF ONDICH ROAD THE FOLLOWING COURSES: THENCE, FROM A TANGENT BEARING OF NORTH 89°15'33" EAST, RUN NORTHEASTERLY ALONG SAID RIGHT-OF-WAY CURVE, HAVING A RADIUS OF 603.70 FEET, A CENTRAL ANGLE OF 44°59'58", AN ARC LENGTH OF 474.14 FEET, A CHORD LENGTH OF 462.05 FEET, AND A CHORD BEARING OF NORTH 67°23'06" EAST TO THE POINT OF TANGENCY; THENCE RUN NORTH 44°53'07" EAST, 59.20 FEET TO A POINT OF CURVATURE OF A CURVE CONCAVE SOUTHEASTERLY; THENCE, CONTINUING ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE, RUN NORTHEASTERLY ALONG SAID CURVE, HAVING A RADIUS OF 543.70 FEET, A CENTRAL ANGLE OF

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45°00'00", AN ARC LENGTH OF 427.02 FEET, A CHORD LENGTH OF 416.13 FEET, AND A CHORD BEARING OF NORTH 67°23'07" EAST TO THE POINT OF TANGENCY; THENCE RUN NORTH 89°53'07" EAST, 462.90 FEET TO THE WEST LINE OF THE NORTHEAST QUARTER OF AFORESAID SECTION 11; THENCE, CONTINUING ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE, RUN NORTH 89°08'52" EAST, PARALLEL WITH AND 30.00 FEET SOUTH OF THE NORTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 11, A DISTANCE OF 1328.91 FEET TO THE WEST LINE OF THE NORTHEAST QUARTER OF THE NORTHEAST QUARTER OF SAID SECTION 11; THENCE, DEPARTING THE AFORESAID SOUTH MAINTAINED RIGHT-OF-WAY LINE OF ONDICH ROAD, RUN SOUTH 00°22'34" EAST, ALONG THE WEST LINE OF THE NORTHEAST QUARTER OF THE NORTHEAST QUARTER AND THE WEST LINE OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER OF SAID SECTION 11, A DISTANCE OF 1960.23 FEET TO THE NORTHWEST CORNER OF THE SOUTHWEST QUARTER OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER OF SAID SECTION 11, SAID CORNER ALSO LYING ON THE NORTH LINE OF THE LANDS DESCRIBED IN OFFICIAL RECORDS 9022, PAGE 3571, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA; THENCE RUN ALONG THE NORTH LINE OF SAID LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 9022, PAGE 3571 THE FOLLOWING COURSES: NORTH 89°24'56" EAST, ALONG THE NORTH LINE OF THE SOUTHWEST QUARTER OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER AND ALONG THE NORTH LINE THE SOUTHEAST QUARTER OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER OF SAID SECTION 11, A DISTANCE OF 742.90 FEET; THENCE RUN SOUTH 00°28'01" EAST, 634.56 FEET; THENCE RUN NORTH 89°30'17" EAST, PARALLEL WITH AND 30.00 FEET NORTH OF, BY PERPENDICULAR MEASURE, THE SOUTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 11, A DISTANCE OF 589.09 FEET TO THE WEST LINE OF THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER OF THE NORTHWEST QUARTER OF AFORESAID SECTION 12; THENCE RUN NORTH 89°12'49" EAST, PARALLEL WITH AND 30.00 FEET NORTH OF, BY PERPENDICULAR MEASURE, THE SOUTH LINE OF THE NORTHWEST QUARTER OF SAID SECTION 12, DISTANCE OF 1313.70 FEET TO THE WEST MAINTAINED RIGHT-OF-WAY LINE OF EFFIE DRIVE; THENCE, DEPARTING THE NORTH LINE OF THE LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 9022, PAGE 3571, RUN SOUTH 00°02'47" EAST, ALONG SAID WEST MAINTAINED RIGHT-OF-WAY LINE, 15.00 FEET TO THE NORTH LINE OF THOSE LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 6082, PAGES 1970 THROUGH 1972; THENCE RUN SOUTH 89°12'49" WEST, ALONG SAID NORTH LINE, BEING 15.00 FEET NORTH OF THE NORTH LINE OF THE AFOREMENTIONED SOUTHWEST QUARTER, BY PERPENDICULAR MEASURE, 1313.70 FEET TO THE WEST LINE OF SAID NORTHWEST QUARTER OF SAID SECTION 12; THENCE RUN SOUTH 89°30'17" WEST, PARALLEL WITH AND 15.00 FEET FROM, BY PERPENDICULAR MEASURE, THE NORTH LINE OF THE SOUTHEAST QUARTER OF SECTION 11, A DISTANCE OF 589.09 FEET TO THE WEST LINE OF THE EAST 589.09 FEET OF SAID NORTHEAST QUARTER OF SECTION 11; THENCE RUN SOUTH 00°28'01" EAST, ALONG SAID WEST LINE, ALSO BEING THE WEST LINE OF THE SAID LAND DESCRIBED IN OFFICIAL RECORDS BOOK 6082, PAGES 1970 THROUGH 1972, A DISTANCE OF 15.00 FEET TO THE NORTH LINE OF SAID SOUTHEAST QUARTER OF SAID SECTION 11; THENCE RUN SOUTH 00°27'50" EAST, ALONG SAID DESCRIBED WEST LINE, PARALLEL WITH AND 589.09 FEET FROM, BY PERPENDICULAR MEASURE, THE SAID EAST LINE OF SAID SECTION 11, A DISTANCE OF 1481.61 FEET TO THE SOUTH LINE OF THE NORTH 150.00 FEET OF THE EAST 589.09 FEET OF THE NORTHEAST QUARTER OF THE SOUTHEAST QUARTER OF THE SOUTHEAST

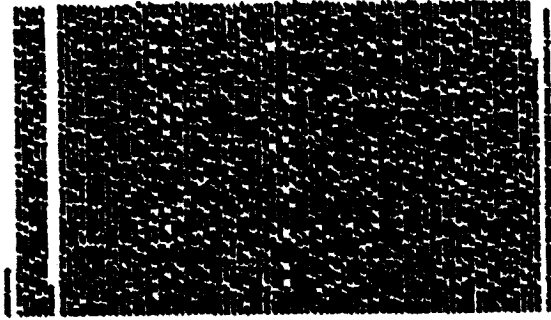
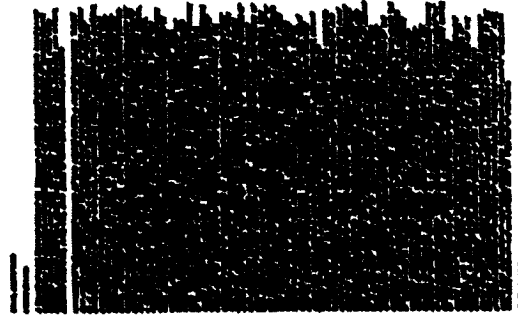
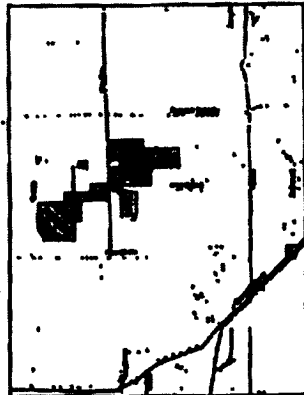
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QUARTER OF SAID SECTION 11; THENCE RUN NORTH 89°21'20" EAST, ALONG SAID SOUTH LINE, 589.09 FEET TO THE EAST LINE OF SAID SECTION 11; THENCE RUN SOUTH 00°27'50" EAST, ALONG SAID EAST LINE, 1150.07 FEET TO THE POINT OF BEGINNING.

THE ABOVE DESCRIBED TRACTS OF LAND LIE IN ORANGE COUNTY, FLORIDA AND CONTAIN A COMBINED TOTAL OF 562.836 ACRES, MORE OR LESS.

ORDINANCE NO. 2602, EXHIBIT A
KELLY PARK CROSSING - DEVELOPMENT OF REGIONAL IMPACT, FIRST AMENDMENT
PAGE 6

*KELLY PARK CROSSINGS
BOUNDARY SURVEY*



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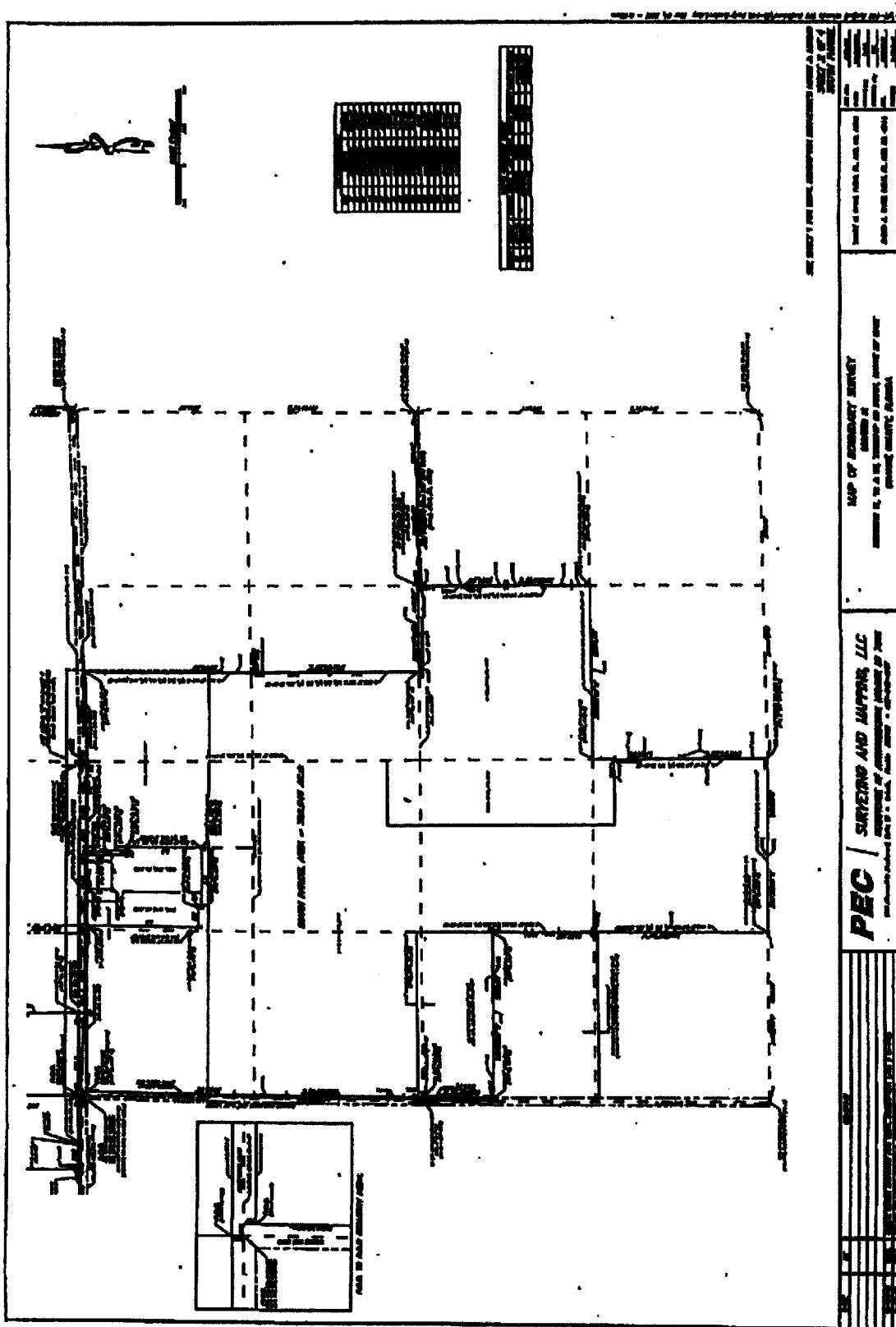
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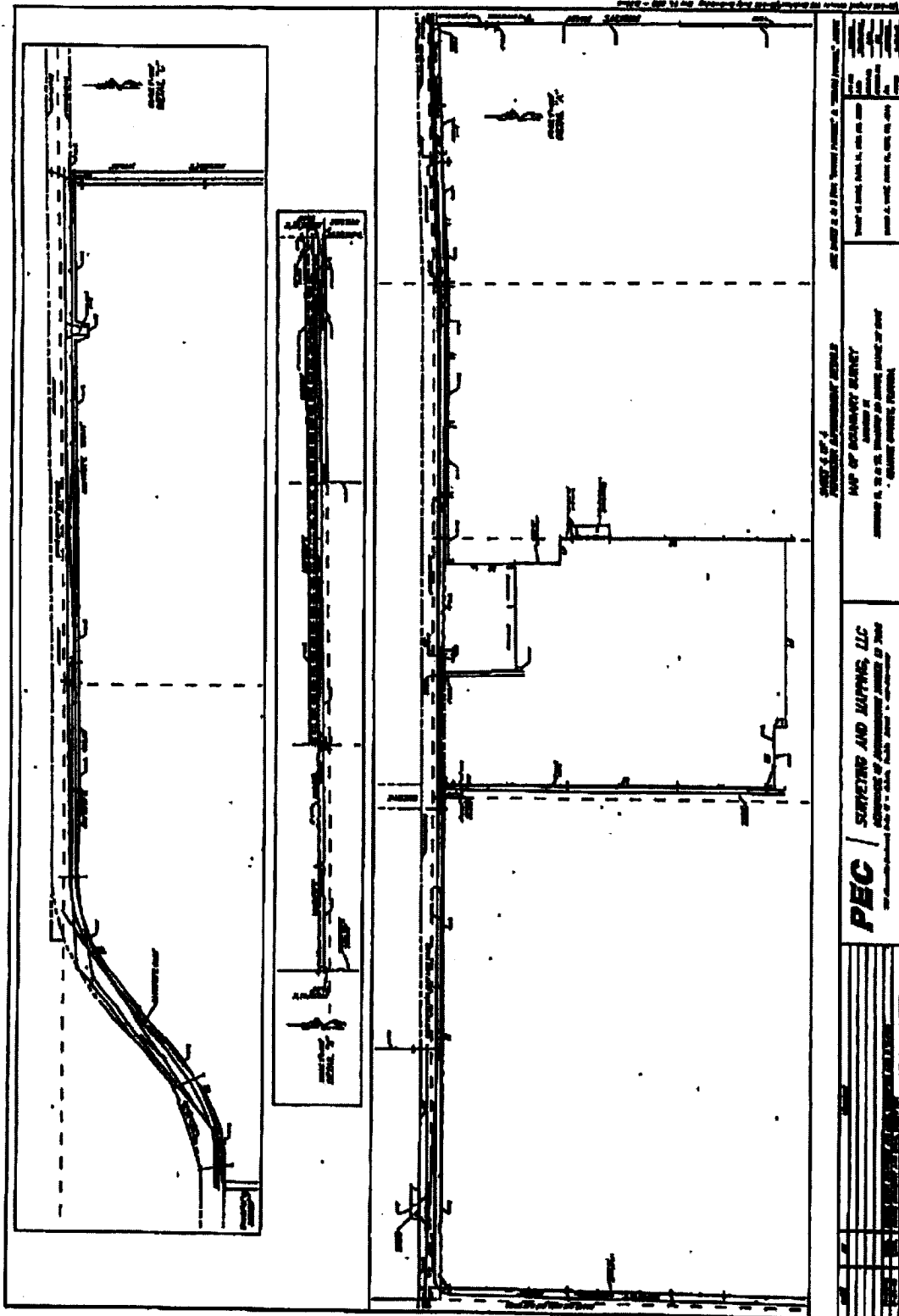
<p>PEC SURVEYING AND MAPPING, LLC <small>MEMBER OF THE SURVEYING AND MAPPING GROUP OF THE PROFESSIONAL SURVEYORS OF FLORIDA</small></p>	<p>MAP OF BOUNDARY SURVEY <small>PREPARED BY THE SURVEYOR AS SHOWN ON SHEET 12 OF 12</small></p>	<p>DATE OF SURVEY: 06/27/2017 <small>BY: [Redacted]</small></p>
	<p>DATE OF PLOTTING: 06/27/2017 <small>BY: [Redacted]</small></p>	<p>DATE OF PRINTING: 06/27/2017 <small>BY: [Redacted]</small></p>

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ORDINANCE NO. 2602, EXHIBIT A
KELLY PARK CROSSING - DEVELOPMENT OF REGIONAL IMPACT, FIRST AMENDMENT
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ORDINANCE NO. 2602, EXHIBIT A
KELLY PARK CROSSING - DEVELOPMENT OF REGIONAL IMPACT, FIRST AMENDMENT
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Kelly Park Crossing DRI - Corrected First Amendment (Edit EXHIBIT B)

**Corrected First Amendment to the
Kelly Park Crossing
Development of Regional Impact**

THIS DEVELOPMENT ORDER is ADOPTED this 1st day of November, 2017 and made effective as of May 17, 2017, by the CITY OF APOPKA, a municipal corporation organized under the Laws of the State of Florida, whose address is 120 East Main Street, Apopka, Florida, 32701-1229, hereinafter referred to as the “City”, upon request from PROJECT ORLANDO, LLC, a Florida limited liability corporation, whose address is 1900 Summit Tower Boulevard, Suite 820, Orlando, Florida. Project Orlando, LLC is hereinafter referred to as the “Applicant” and/or “Developer”.

WHEREAS, this Corrected Amended Development Order is for the Kelly Park Crossing Development of Regional Impact (“DRI” or “Kelly Park Crossing DRI”) and is referred to as the Corrected First Amendment to the Kelly Park Crossing Development of Regional Impact (hereinafter, the “Development Order”); and

WHEREAS, the Development Order concerns a mixed use project located on approximately 564 acres in the City, as more particularly described on **Exhibit A**, attached hereto and(hereinafter referred to as the “DRI Property”), and

WHEREAS, the Applicant for the DRI is Project Orlando, LLC, and for purposes of this Development Order and for Chapter 380, Florida Statutes, Project Orlando, LLC, constitutes the “Developer.” The agent for the DRI is Jeff Welch; and

WHEREAS, the Applicant is desirous of developing the Kelly Park Crossing DRI as a mixed use development consisting of office, retail, light industrial, residential, institutional, hospital, community college, and hotel; and

WHEREAS, the Applicant submitted an Application for Development Approval pursuant to Chapter 380.06, Florida Statutes on December 22, 2010, which was amended by the Response

Kelly Park Crossing DRI - Corrected First Amendment (Edit **EXHIBIT B**)

to Requests for Additional Information, dated March, 2011, and the Second Response to Requests for Additional Information, dated June, 2011 (collectively, the “ADA”); and

WHEREAS, the ADA was reviewed and approved by the East Central Florida Regional Planning Council (“ECFRPC”) on August 17, 2011, and

WHEREAS, the ADA contained a master plan, identified as Map H herein and attached as **Exhibit B**, which was reviewed simultaneously with the ADA; and

WHEREAS, the ADA was coordinated by the City and the Applicant with the City’s adopted Comprehensive Plan including the Wekiva Parkway Interchange Vision Plan,

WHEREAS, all public hearings as required by Chapter 380.06, Florida Statutes, were duly noticed and held, affording the public and all affected parties an opportunity to be heard and to present evidence;

NOW, THEREFORE, be it resolved by the City Council of the City of Apopka, that based upon the findings of fact and conclusions of law set forth below and subject to the terms and conditions which follow, the ADA for Kelly Park Crossings, including Map H (**Exhibit B**), is hereby approved, pursuant to the provisions of Section 380.06, Florida Statutes, and other applicable state laws and the Comprehensive Plan, codes and ordinances of the City.

FINDINGS OF FACT AND CONCLUSIONS OF LAW

1. The Applicant filed the ADA with the City and with the ECFRPC as well as Department of Community Affairs (now the Department of Economic Opportunity pursuant to Chapter 2011 Laws of Florida, the “Community Planning Act”) and State and Federal agencies and citizen groups as directed by the ECFRPC.

Kelly Park Crossing DRI - Corrected First Amendment (Edit **EXHIBIT B**)

2. The Applicant is the owner of the real property identified herein, or has the authority to file the ADA and is authorized to obtain a development order pursuant to Chapter 380.06, Florida Statutes.
3. The DRI is not located in an area designated as an Area of Critical State Concern;
4. The DRI is consistent with the adopted State Comprehensive Plan.
5. The DRI including the proposed floor area ratios, is consistent with the City Comprehensive Plan.
6. The DRI is consistent with the Land Development Code.
7. The DRI is consistent with the report and recommendations of the ECFRPC submitted pursuant to subsection 380.06(12).

Kelly Park Crossing DRI - Corrected First Amendment (Edit **EXHIBIT B**)

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CONDITIONS

1. **Application for Development Approval.** The DRI is approved subject to the following conditions:

- A. The DRI Development Order shall govern the development of the DRI Property.
- B. The Kelly Park Crossing DRI shall be developed in accordance with the information, data, plans and commitments contained in the ADA which includes supplemental information provided in the Responses to Requests for Additional Information all of which are incorporated herein by reference, unless otherwise provided by these recommendations. The final DRI Development Order shall prevail over any conflicting information, data, plan, or commitments. The second response shall prevail over the first response and the first response shall prevail over the original application. For purposes of this condition, the ADA shall consist of the following items:
 - a. Application for Development Approval dated December 23, 2010
 - b. Responses to Requests for Additional Information #1 dated March 29, 2011
 - c. Responses to Requests for Additional Information #2 dated June 10, 2011

2. **Project Description.**

The DRI is designed to be a mixed-use, high density/intensity development centered around the Kelly Park Road interchange of the proposed Wekiva Parkway. As envisioned in the Wekiva Parkway Protection Act (§369.314, Florida Statutes et. seq.) and the City 's Wekiva Parkway Interchange Vision Plan within the City Comprehensive Plan, the DRI Master Development Plan, attached as **Exhibit B**, calls for intense development proximate to the interchange with densities and intensities decreasing further from the interchange. Mixed use

Kelly Park Crossing DRI - Corrected First Amendment (Edit **EXHIBIT B**)

buildings are allowed throughout the DRI except in those areas designated “Neighborhood” as depicted on Map H (**Exhibit B**). (Legal Description Exhibit A),

The development program presented by the Applicant and herein approved includes:

Land Use	Phase 1	Phase 2	Phase 3	Phase 4	Total Development	FAR	Approximate Acres*
Office	100,000 SF	540,000 SF	641,000 SF	639,996 SF	1,920,996 SF	0.4	84.25
Light Industrial	200,000 SF	3,330,000 SF	1,000,000 SF	727,200 SF	5,227,200 SF	0.6	178.00
Retail/Commercial	100,000 SF	450,000 SF	550,000 SF	272,140 SF	1,372,140 SF	0.3	77.00
Community College	130,680 SF	--			130,680 SF	0.3	20.00
Medical	--	250,000 SF	272,720 SF		522,720 SF	0.4	30.00
Residential	300 DU	400 DU	400 DU	450 DU	1,550 DU	10du/ac	58.00
<u>Conservation</u>							<u>*See footnote below.</u>
Parks	40 Acres	33 Acres	20.75 Acres	--	93.75 Acres	15 %	93.75
Institutional	50,000 SF	50,000 SF	60,000 SF	14,240 SF	174,240 SF	0.4	8.00
Hotel	--	100 RMS	100 RMS	200 RMS	400 RMS	0.4	15.00

(* Conservation land use is estimated at 35 to 45 acres and will be identified at the Master Site Plan submittal. Conservation acreage assigned internal to the DRI may result in reduced acreage for those land uses affected by the designation of conservation acreage. The acreage for any land use may be modified and the location of the conservation lands altered without the need for further development-of-regional-impact review if implemented by Condition 5 or 6 contained herein, as applicable. As set forth in Condition 5, designation of conservation lands may also be satisfied through off-site mitigation.)

~~(*Conservation land use (estimated at 35 to 45 acres) will be revised once the conservation lands are identified at Master Site Plan submittal. The acreage assigned to lands uses may~~

Kelly Park Crossing DRI - Corrected First Amendment (Edit **EXHIBIT B**)

~~be increased and the location of the conservation lands altered without the need for further development of regional impact review if implemented by condition 5 contained herein.)~~

3. **Rezoning.**

A. The City acknowledges that the development of the DRI Property will occur over time and in phases. The City agrees that due to the size and scope of the proposed development, the duration of the phasing plan, and the uncertainties in the timeframe for construction of the Wekiva Parkway, the Applicant shall be entitled to effect a rezoning for specific parcels or increments of the DRI Property prior to physical development within increment being undertaken (“Incremental Rezoning”). Either before or at the time of submittal of an application for the first Incremental Rezoning, the Applicant shall also submit a conceptual rezoning master plan for the entire DRI Property which shall address conceptually the location of the various uses allowed, including common areas and open space, densities and intensities for permitted uses, traffic circulation for internal roadways, all in conformance with Map H (**Exhibit B**) and the ADA. Further refinement and detailing of the conceptual rezoning master plan as well as a demonstration of conformance with the City’s Land Development Code and the Form Based Code shall be demonstrated within each Incremental Rezoning application. Additionally, each Incremental Rezoning applicable to DRI Property located north of Kelly Park Road shall address the feasibility of establishing roadway connections to other properties designated on the Wekiva Parkway Interchange Vision Plan, and to establish future connection between the DRI and Round Lake Road. Nothing in this development order shall be construed in such a way as to require the

Kelly Park Crossing DRI - Corrected First Amendment (Edit **EXHIBIT B**)

applicant/developer to purchase additional properties outside of the Kelly Park Crossing DRI in order to obtain such connections.

B. The DRI Property is currently utilized for agricultural and silvicultural activities. To ensure compatibility between existing and proposed uses, no new or expanded agricultural or silvicultural activity may occur within one hundred (100) feet of those increments of the DRI Property rezoned pursuant to this section.

C. The successful implementation of this development order is dependent upon rezoning(s) which, in turn, will require the successful implementation of agreements between the Applicant and City for water ,sewer, parks, and recreation, police and fire (generally referred to as “binding developer’s agreements). Such agreements are referenced throughout this development order. All such agreements shall be consistent with City requirements as may be identified in the City’s Land Development Regulations or other adopted ordinance as well as requirements established by State Law to include Chapter 380.06 (15)(e) 1.

4. **Form Based Code.** The Applicant shall be subject to the Form-Based Code being developed by the City for all lands within the Wekiva Parkway Interchange Vision Plan. The Form-Based Code shall include a master site plan development option (known as Option “B”) for non-residential development This Option shall be available for (1) development proposing building(s) exceeding 40,000 gross square feet of floor area for larger-scale commercial, industrial, and institutional uses; and (2). office parks, industrial parks, and retail centers greater than fifteen (15) acres in size, for college campuses (with or without on-site residential housing), hotel convention centers, and hospital campuses greater than eight (8) acres in size. The Option “B” master site plan shall be consistent with the Form-Based Code design

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standards for this development option. This Option “B” master site plan shall demonstrate compatibility and connectivity with adjacent districts and road systems. The developer requesting an Option “B” master site plan shall demonstrate that average wages and salaries for jobs created by the new development are equal to or greater than the average wages and salaries existing in Apopka at the latest decennial U.S. Census or such other data as may be acceptable to the City.

5. **Conversion of Uses.**

- A. The Applicant may increase or decrease the amount of a particular land use within the approved development program by using the Equivalency Matrix attached as **Exhibit C**, which is based on equivalent peak hour directional trip ends and is included herein. In order to ensure that a mix of uses is maintained, use of the Equivalency Matrix may increase or decrease the total amount of each land use by no more than the amount provided for in the Land Use Mix Table at **Exhibit C**, and consistent with the substantial deviation criteria identified in Chapter 380.06(19)(b) 1-14, Florida Statutes, unless the Development Order is amended to accommodate such a change. Greater changes than those discussed above shall be considered cumulatively, and shall be subject to normal Development Order amendment processes.
- B. Additionally, changes in land use must address changes to potable water usage and identify if the potable water capacity and allocation under the applicable consumptive use permit are available. Any time the Equivalency Matrix is used, DEO, ECFRPC, the City, Orange County, the FDOT, the SJRWMD, and the School Board of Orange County must be provided notice of the proposal at least thirty (30) days in advance of the change. Use of the Equivalency Matrix will be reported on an individual and

Kelly Park Crossing DRI - Corrected First Amendment (Edit **EXHIBIT B**)

cumulative basis and impacts documented in the biennial report. Any future Notice of Proposed Change (“NOPC”) shall incorporate any changes occurring due to the use of the Equivalency matrix.

6. **Vegetation and Wildlife.**

- A. **Listed Species.** Site development activities on the Property shall not result in the harming, pursuit or harassment of wildlife species classified as endangered, threatened or a species of special concern (“listed species”) in contravention of applicable State or Federal laws. Should such listed species be at any time determined to be nesting or residing on, or otherwise significantly dependent upon the DRI site, the Applicant shall notify FWC, and or FWS, as applicable and to the extent required by laws and regulations, the Applicant shall cease all activities which might negatively affect that individual or population. The Applicant shall provide proper protection, to the satisfaction of all agencies with jurisdiction, as required by statute or regulation. "Harming" and "harassment" as used in this recommendation shall be defined in the same manner as "harm" and "harass" respectively are defined in 50 CFR Section 17.3.
- B. **Preserve Areas.** The Applicant may elect to develop the 14 acres, currently designated on Map H (**Exhibit B**) as “preservation”, located south of Kelly Park Road, and, if such an election is made, shall will establish a preserve for the protection of gopher tortoises, Sherman’s fox squirrel and other listed species and indigenous wildlife in the northwest portion of the DRI as provided for in the report and recommendations of the ECFRPC.

Development of the 14-acre area is contingent on other necessary approvals for development (including those identified in this condition) being obtained from the

Kelly Park Crossing DRI - Corrected First Amendment (Edit **EXHIBIT B**)

SJRWMD, the U.S. Fish and Wildlife Service, Florida Fish and Wildlife Conservation Commission, and the Department of Environmental Protection, as may be required by law.

Pursuing this option will add an additional 107 acres, less approximately a 300 foot strip along the eastern property boundary to access Ondich Road, to the 31 acre preserve in the northwest portion of the site and allow development of the 14-acre area near the proposed interchange.

As a part of the approval process for the conceptual rezoning master plan referenced in Condition 3 (A), the City and the Applicant shall reach an open space and parks agreement to preserve a minimum of 45 acres to a maximum of 107 acres for a preservation area. This agreement shall consider the appropriate acreage needs for a viable preservation area while also considering the park and open space needs for people who live and work within the Kelly Park DRI. The maximum preservation area obligation by the Applicant is 107 acres. Any acreage above the 45 minimum acres up to the maximum of 107 acres will receive a credit towards 50% of the open space requirements set forth in the Form-Based Code. Any land set aside for the minimum active recreation area shall not qualify as credit.

As an alternative to land preservation internal to the DRI, preservation may be satisfied through off-site preservation if an off-site mitigation program is jointly accepted by the City and FDEP after consultation with the FFWCC.

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- C. If a preserve is established, the following principles and guidelines shall be applied via a management plan to be established by the Applicant, reviewed by State permitting agencies, the City, Orange County, and the ECFRPC, as a non-substantial deviation processed as a NOPC. The management plan does not relieve the Applicant of any State or Federal permitting requirements.
- a. The location of the preserve is to include the existing temperate hardwoods and the improved pasture west and north of the temperate hardwoods, in the northern portion of the development (approximately 100 acres).
 - b. Mowing, controlled burning or livestock grazing are to be utilized to maintain vegetation height suitable for gopher tortoises, Sherman's fox squirrels and foraging by sandhill cranes.
 - c. Pines, preferably longleaf pine, are to be planted in low densities to increase plant diversity and structure for nesting for Sherman's fox squirrel. Pines are not to be planted in densities that would impact gopher tortoises.
 - d. Pedestrian trails and trail infrastructure that do not impact listed species are recommended.
 - e. The road, currently shown on Map H (**Exhibit B**) shall be relocated such that it does not intersect the temperate hardwood area, but is moved eastward closer to the eastern property line.
 - f. Wetland buffers shall be consistent with the requirements of State permitting agencies or the requirements of the City, whichever is more stringent.
 - g. Drought tolerant plants adapted to site conditions shall be utilized.

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- h. The Applicant shall identify recreation uses that will be allowed in conservation areas.

The Management Plan shall also include the following components:

- i. Provide for management of gopher tortoises consistent with applicable Florida law.
- j. Establish protocols for exotic and nuisance wildlife and plant control.
- k. Establish a bear management plan that provides educational materials for residents regarding deterrent methods to reduce human-bear conflicts, provide for a trash receptacle and dumpster program to manage potential bear and other wildlife intrusion and develop rules or ordinances that require business and residents to secure wildlife attractants to prevent potential conflicts with bears.
- l. Provide for future residents education regarding the purpose and methods of the management plan.
- m. Provide for installation of kestrel nesting boxes at an appropriate density consistent with the known kestrel population on-site, if any.
- n. Provide for the control of feral and free roaming cats to prevent the depredation of Sherman's fox squirrels and other listed species and indigenous wildlife as recommended by the FWC.
- o. Establish wildlife crossings on interior roads to maintain habitat connectivity where appropriate.
- p. Establish conservation easements and adequate funding to secure and manage preserved areas in perpetuity as needed to implement the management plan. Conservation easements will be conveyed to the SJRWMD, the City, Orange County, the Nature Conservancy, or Florida Audubon, or any other conservation organization whose purpose is the management and preservation of lands.

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- q. Conduct biennial wildlife surveys to measure the preserve's success and provide for biennial reporting of the implementation and effectiveness of the management plan at the time of the biennial report.
- r. Develop a mechanism to make modifications to the management plan that are approved via permitting with such modifications being reported within the appropriate biennial report.

7. Recreation/Parks

The Applicant and the City shall enter into a binding developer's agreement to address the provision of parks and recreational facilities for the Kelly Park Crossing DRI prior to approval of the first Incremental Rezoning.

8. Water Supply and Water Conservation

- A. The City's consumptive use permit which expires on September 13, 2031, is anticipated to meet the needs of the City's projected population including the development generated by the DRI. However, each phase of the DRI, beyond phase 1 as identified in the Condition 2, Project Description, of this Development Order, shall proceed only upon confirmation of adequate water supply sources to support the development of said phase through the City's consumptive use permit or other sources that are approved by the SJRWMD.
- B. Reasonably available lower-quality sources of water, including storm water, surface water, and reclaimed water, must be distributed for use or used throughout the DRI in place of higher quality water sources according to the SJRWMD rules and applicable

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state law. Storm water, surface water and reclaimed water shall be maximized as nonpotable water sources for irrigation.

- C. Any wells no longer in use within the DRI boundary shall be properly plugged and abandoned in accordance with SJRWMD rules and regulations. Any change in the use of the wells is subject to SJRWMD's approval of an appropriate CUP consistent with adopted SJRWMD rules.
- D. Each multifamily residential unit subject to an individual deed for property ownership and nonresidential multi-unit structures shall use submeters for potable water. Multifamily residential units not subject to individual deeds shall use master meters.
- E. . Development within the Kelly Park Crossing DRI shall comply with applicable provisions of the City's Landscape and Irrigation Ordinance No. 2069.
- F. The covenants, codes and deed restrictions shall require that only U.S. Environmental Protection Agency Water Sense-labeled water-conserving fixtures or equivalent performing fixtures shall be installed in all residential and nonresidential buildings and structures.
- G. The covenants, codes and deed restrictions shall require that only U.S. Environmental Protection Agency Energy Star-labeled water-conserving fixtures or equivalent performing fixtures shall be installed in all residential and nonresidential buildings and structures.

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- H. The Applicant shall implement the water conservation practices described in the ADA and subsequent sufficiency responses to maximize water conservation and enhance water quality.
- I. The Applicant shall obtain water from the City subject to the City's rate resolutions and ordinances. The Applicant shall enter into an agreement with the City addressing the timing and funding of potable water and nonpotable water infrastructure projects that are needed to support the DRI.
- J. A distribution system for nonpotable water (i.e., storm water, surface water and reclaimed water) shall be installed concurrently with both residential and nonresidential development within the DRI. The Applicant and the City shall enter into an agreement addressing the timing and funding of the nonpotable water system. The nonpotable distribution system shall be developed parallel to and concurrently with the potable water distribution system for utilization. All irrigation systems installed in the development shall be designed to accept nonpotable water.

9. **Wastewater Management.**

- A. Development of the DRI shall proceed concurrent with the provision of adequate central sewer service meeting the adopted level of service standards in the City Comprehensive Plan. The Applicant shall enter into an agreement with the City addressing responsibility for the design, construction and funding of central sewer lines to service the DRI.

Kelly Park Crossing DRI - Corrected First Amendment (Edit **EXHIBIT B**)

10. **Stormwater Management.**

- A. The stormwater management system shall be designed as a stormwater reuse system, when feasible, to maximize the amount of surface water that will be available for irrigation needs throughout the development.
- B. The Applicant will employ best management practices for erosion and turbidity control.
- C. Low Impact Development (LID) techniques are recommended for the stormwater system to the extent allowed by the SJRWMD. Consultation with the Program for Resource Efficient Communities at the University of Florida's Institute for Food and Agricultural Services is recommended.
- D. The Kelly Park Crossing DRI shall comply with applicable provisions of the City's Landscape and Irrigation Ordinance No. 2069.

11. **Energy & Technology.**

- A. Development within the DRI shall comply with the City's natural gas ordinance that is being developed. This requirement shall not be used to prohibit development until an ordinance is adopted. Any site plan or subdivision plan submitted within Kelly Park Crossing prior to such adoption will be vested from this ordinance.

12. **Solid Waste.** Development within the DRI shall occur consistent with the adopted level of service standards for solid waste identified in the City Comprehensive Plan. The handling, storage, transportation and disposal of any hazardous materials within the DRI will comply with local, state, and federal rules, regulations and laws. All users, generators and operators within the DRI property shall be required to adhere to all federal, state and local laws, codes,

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ordinances, rules and regulations with respect to the use, management and disposal of hazardous waste.

13. **Fire, Police, EMS.** Police, fire and EMS service will be provided by the City. This condition does not preclude the application of interlocal agreements for mutual support.

The Applicant and the City shall enter into a binding developer's agreement to address the provision of fire, police, and EMS services for Kelly Park Crossing DRI, prior to the approval of the first Incremental Rezoning. Fire/Police/EMS Facilities sites constitutes an Institutional use for purposes of the development program at Condition 2.

14. **Affordable Housing.** The Affordable Housing Analysis prepared for the Kelly Park Crossing DRI ADA using the approved ECFRPC methodology concluded that affordable housing will be available at the conclusion of Phase 1. Additional studies shall be conducted for all future phases prior to their commencement. If the ECFRPC methodology is applied, compliance with the ECFRPC methodology shall also mean meeting the requirements to appropriately mitigate impacts for each phase as identified in said methodology. The Kelly Park Crossing DRI can mitigate for very low and/or low affordable housing deficiencies with accessory dwelling units only if found by the City to be consistent with existing zoning requirements and supporting land development regulations.

15. **Education.** The Kelly Park Crossing DRI shall enter an agreement with the Orange County School Board to address school capacity needs created by the DRI.

16. **Transportation.**

- a. The Kelly Park Crossing DRI shall be divided into the following vehicular traffic phases based on reaching any of the following thresholds or years, as indicated below.

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Phase & Year	Daily Trips	Daily Trips Cumulative	External* Daily Trips	External* Daily Trips Cumulative	Peak Hour Trips	Peak Hour Trips Cumulative	External* Peak Hour Trips	External* Peak Hour Trips Cumulative
Phase 1 2023	17,907**	17,907	16,121	16,121	1,497	1,497	1,332	1,332
Phase 2 2028	58,868	76,775	46,078	62,199	5,979	7,476	5,089	6,421
Phase 3 2033	40,708	117,483	32,375	94,574	4,215	11,691	3,507	9,928
Phase 4 2038	21,041	138,521	47,388	141,962	2,533	14,224	2,153	12,081

External trips reflect anticipated internalization reductions but not passer-by reductions

~~** The Kelly Park Crossing phase 1 is constrained by the City's comprehensive plan which limits the DRI to 7000 daily trips. However, the applicant's traffic study confirms that 17,907 trips can be accommodated on the roadway network. Therefore, the DRI is limited to 7,000 trips until such time as the City's comprehensive plan can be amended. If the amendment is approved, Phase 1 shall be 17,907 daily trips without the need to further amend this development order.~~ Mitigation for phase 1 development must be secured by a development agreement prior to commencement of phase 1 development. Subsequent to phase 1 but prior to the initiation of each phase thereafter as identified in the preceding paragraph, the Applicant shall conduct a monitoring/modeling (M&M) program. This program shall ascertain the Level of Service ("LOS") on facilities where the pending phase of (starting with phase 2) Kelly Park Crossing DRI is estimated to contribute an amount of traffic greater than or equal to five percent (5%) of the adopted LOS service volume. The methodology of the M&M program shall be agreed upon by the City, the ECFRPC, Orange County, Lake County, the Florida Department of Transportation ("FDOT"), and the Florida Department of Economic Opportunity and the Applicant. The depth of each M&M effort shall be similar to that required within an ADA (to include all subsequent phases for projected roadway adversity testing) but shall be consistent

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with the requirements of the City Concurrency Management Systems (if in effect) as it relates to facilities within that jurisdiction. Empirical data will be required to be collected for the M&M program on facilities where it is estimated that the DRI contributes an amount of traffic greater than or equal to five percent (5%) of the adopted LOS maximum service volume. This ~~shall~~ may include an origin-destination survey to verify DRI trip distribution on the external roadway network no earlier than seventy-five percent (75%) through any applicable Phase. The origin-destination survey shall also verify the percentage of DRI trips that travel on the Wekiva Parkway. ~~Concurrent with the timing of the origin-destination study,~~ A trip generation and internal capture study shall be performed to verify trip generation and internal capture assumptions for the development. ~~A trip length study shall also be conducted to verify model results.~~ In the event that all parties cannot come to agreement on the methodology, the ECFRPC, FDOT, the City, Orange County and Lake County shall be the final arbiters. The City's decision shall be final as it relates to its facilities; if required by law, the FDOT's decision shall be final on the strategic intermodal system; Orange County's decision shall be final on Orange County facilities; Lake County's decision shall be final on Lake County facilities; and the ECFRPC's decisions shall be final as it relates to all other facilities. Each M&M program shall provide a roadway needs analysis for each future phase as well as the phase being tested for mitigation requirements.

The facilities to be monitored/modeled for the next phase shall include, but shall not be limited to, those segments of the regional roadways listed below and one segment beyond where the Kelly Park Crossing DRI phase is estimated to contribute a cumulative amount of traffic greater than or equal to five percent (5%) of the adopted LOS service volume. The analyzed

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facilities will include signalized intersections and link analyses of collector and higher classified roadways and interchange ramps.

The City, the ECFRPC, Orange County, Lake County, FDOT, and DEO shall have the right to make reasonable requests for additional information from the Applicant to verify adherence to these provisions. The Applicant shall supply adequate information toward compliance with these requirements.

Candidate Roadways for Monitoring and Modeling

Roadway Facility	From	To
US 441	CR 473	Bradshaw Road
SR 46	US 441	CR 437 north
SR 429 (Expressway)	Florida's Turnpike	Apopka Bypass (John Land Expressway)
Wekiva Parkway	SR 429	Interstate 4
CR 435 (Rock Springs Road)	Kelly Park Road	Sandpiper Road
CR 435 (Park Avenue)	Sandpiper Road	Cleveland Street
CR 435 (Clarcona Road)	Cleveland Street	Clarcona-Ocoee Road
CR 437	CR 44A	Orange-Lake County Line
Plymouth – Sorrento Road	Orange-Lake County Line	US 441
Welch Road	Vick Road	Wekiva Springs Road
Binion Road/Orange Avenue	Apopka Ocoee Road	US 441
Errol Parkway	Lake Francis Drive	Lake Arden Drive
Golden Gem Road	Kelly Park Road	Ponkan Road
Haas Road	Plymouth Sorrento Road	Mt. Plymouth Road
Jason Dwelley Parkway	Kelly Park Road	Ponkan Road
Kelly Park Road	Round Lake Road	Rock Springs Road
Lake Francis Drive	Schopke Lester Road	Vick Road
Lester Road	Schopke Road	Plymouth Sorrento Road
Mt. Plymouth Road	Kelly Park Road	Lake County Line
CR 435	Orange County Line	SR 46
Ondich Road	Round Lake Road	Plymouth Sorrento Road
Ponkan Road	Orange Blossom Trail	Rock Springs Road
Round Lake Road	Ponkan Road	Wolf Branch Road
Sadler Avenue	Lake County Line	Orange Blossom Trail

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Sadler Avenir/Sadler Road	Orange Blossom Trail	Round Lake Road
Vick Road	Old Dixie Highway	Ponkan Road
Wolf Branch Road	US 441	CR 437
Yothers Road	US 441	Plymouth Sorrento Road

b. The Kelly Park Crossing DRI shall not commence beyond Phase 1 ~~(an equivalent of 1,332 external peak hour trip ends)~~ (as defined herein) into Phase 2 or into subsequent phases when service levels are below the minimum service level adopted in the applicable local government’s comprehensive plan during the peak hour and if the DRI ~~contributes, or~~ is projected to contribute with the next phase of traffic, five percent (5%) of the adopted LOS service volume of the roadway or intersection unless mitigation measures and/or improvements are secured and committed for completion of construction during the phase in which the impacts occur. Backlogged facilities shall be exempt from mitigation requirements. This shall be determined by the M&M program required in the preceding condition. The schedule of required roadway improvements shall be tied to the development level when the improvement is needed within each phase. The Development Order shall be amended to incorporate the required improvements and the commensurate trip level by which the improvement is needed to support DRI development.

c. Adequate “secured and committed” mitigation measures shall include one of the following:

i. A roadway improvement scheduled for construction within the first three (3) years of the appropriate local government’s adopted comprehensive plan capital

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- improvement element (or as otherwise provided in the applicable jurisdiction's capital improvement element) or; a roadway improvement scheduled for construction within the first three (3) years of the FDOT's five-year Work Program.
- ii. A binding, financially secured and irrevocable commitment by the Applicant or other appropriate persons or entities for the design, engineering, land acquisition and actual construction of the necessary improvements coupled with the posting of a cash bond, surety bond, irrevocable letter of credit, escrow account or other security in a form acceptable to the agency of jurisdiction within the next three (3) years and incorporated by reference into the development order.
 - iii. Any other mitigation option specifically provided for in this development order.
 - iv. Any other mitigation option permitted by law, including but not limited to a local government development agreement consistent with Chapter 163, Florida Statutes, which ameliorates the projected impact and is incorporated into the DRI Development Order by amendment.
 - v. A proportionate share agreement provided by the Applicant with the City and the jurisdiction or agency whose roadway is impacted, pursuant to Rule 9J-2.045, F.A.C., and Chapter 380.06(15)(e), or Section 163.3180(5)(h)3., Florida Statutes, if applicable at time of agreement.
- d. The above mitigation measures shall occur by the required threshold in order for the DRI to proceed through the balance of the applicable phase. If the Applicant can demonstrate that a portion of a phase does not adversely affect the Regional Roadway

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network as determined by the M&M tests discussed above, then the Applicant may proceed with that portion of the phase (and only that portion).

- e. In the event that a roadway widening is identified which is not compatible with adopted policy of the FDOT or local government (e.g., constrained), the Applicant, the City, or the party having either maintenance or jurisdictional responsibility for the facility, shall determine alternate mitigation solutions to provide for the movement of people.
- G. Toward the achievement of the objectives in the two preceding conditions, an agreement(s) among the City, Orange County, Lake County, the FDOT, the OOCEA and the Applicant may be created to address and clarify such issues related to equity in the application of collected fees for transportation improvements. In such an event, application of fees shall be applied in a manner consistent with the appropriate rules adopted by the State of Florida or by existing interlocal agreements. However, such an agreement would not alter or waive the provisions and requirements of the other conditions of the Development Order as a mitigative measure for the transportation impacts for the Kelly Park Crossing DRI. In the event that one of the designated parties to the agreement (other than the Applicant) fails to execute said interlocal agreement(s) within the specified time, then the Applicant may proceed with the DRI based upon the modeling M&M schedule and all other recommendations specified herein as it affects the non-participating party. Separate agreements may be entered into with one or more parties and the Applicant.
- H. The following table lists the Phase 1 improvement needs required to mitigate the DRI's intersection impacts during Phase 1. The City and the Applicant shall enter into a proportionate share agreement which addresses the improvement costs, timing of

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mitigation payments, the option of pipelining proportionate share mitigation fees, and adequate provisions for transportation impact fee credits against proportionate share and mitigation fees.

Phase 1 Intersection Improvement Needs

Roadway/Intersection	Proposed Improvement
SR 46 at CR 437 South	Provide a NB right-turn lane
US 441 at Sadler Avenue	Provide EB and WB left-turn lanes
US 441 at Plymouth-Sorrento Road	Re-stripe to provide an EB and WB auxiliary through lane along US 441. Restripe SB approach to provide an exclusive SB right-turn and shared SB lane for left and right-turns.
Kelly Park Road at Round Lake Road	Add WB right-turn lane.
Kelly Park Road at Plymouth-Sorrento Road	Add EB left-turn lane and re-time signal
Ponkan Road at Plymouth-Sorrento Road	Add NB left-turn lane and re-time signal

- I. The following list of improvements has been identified as the result of significant and adverse impacts from the Kelly Park Crossing DRI. It is anticipated that these will be refined by the M&M process prior to each phase. Since widening of roadways may not be compatible with state and local plans, transit operations or alternate parallel facility improvements should also be considered. A timeframe and responsible party for the implementation of the following improvements, as amended by the M&M program, shall be identified at the beginning of each phase.

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Phase 2 (2020)			
Roadway	From	To	Improvement Need
US 441	Yothers Road	Hermit Smith Road	6 Lane Divided
	Plymouth Sorrento Road	Park Avenue	6 Lane Divided
SR 46	Vista View	Round Lake Road	4 Lane Divided
	CR 437 South	CR 437 North	4 Lane Divided
Welch Road	Vick Road	Rock Springs Road	4 Lane Divided
Golden Gem Road	Kelly Park Road	Ponkan Road	4 Lane Divided
Kelly Park Road	Golden Gem Road	Plymouth Sorrento Road	4 Lane Divided
Round Lake Road	Orange County Line	Wolf Branch Road	4 Lane Divided
Phase 3 (2025)			
US 441	SR 19/Duncan Drive	US 19/Bay Street	8 Lane Divided Equivalent
	Donnelly Street	Wolf Branch Road	6 Lane Divided
	Yothers Road	Bradshaw Road	6 Lane Divided
SR 46	US 441	Round Lake Road	4 Lane Divided
	CR 437 South	CR 437 North	4 Lane Divided
SR 429 (Expressway)	Florida's Turnpike	Plant Street	6 Lane Expressway
CR 435/Park Avenue	Orange Street	US 441	6 Lane Divided
CR 435/Clarcona Road	Keene Road	Clarcona-Ocoee Road	4 Lane Divided
Welch Road	Vick Road	Rock Springs Road	4 Lane Divided
Golden Gem Road	Kelly Park Road	Ponkan Road	4 Lane Divided
Kelly Park Road	Golden Gem Road	Jason Dwelley Parkway	4 Lane Divided
Round Lake Road	Orange County Line	Wolf Branch Road	4 Lane Divided
Sadler Road	Lake County Line	Round Tree Road	4 Lane Divided
Vick Road	Welch Road	Lake Francis Drive	4 Lane Divided
Wolf Branch Road	US 441	Britt Road	4 Lane Divided
Phase 4 (2030)			
US 441	CR 473	Old US 441	8 Lane Divided Equivalent
	SR 19/Duncan Drive	Donnelly Street	8 Lane Divided Equivalent

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	Donnelly Street	Sadler Road	6 Lane Divided
	Yothers Road	Bradshaw Road	6 Lane Divided
SR 46	US 441	Round Lake Road	4 Lane Divided
	CR 437 South	CR 437 North	4 Lane Divided
SR 429 (Expressway)	Florida's Turnpike	Apopka Bypass	6 Lane Expressway
CR 435/Rock Springs Road	Kelly Park Road	Rock Ridge Boulevard	6 Lane Divided
	Welch Road	Sandpiper Road	6 Lane Divided
CR 435/Park Avenue	US 441	M Gladded Boulevard	4 Lane Divided
CR 435/Clarcona Road	Cleveland Street	Clarcona-Ocoee Road	4 Lane Divided
CR 437	SR 44	Orange County Line	4 Lane Divided
Welch Road	Vick Road	Ustler Road	4 Lane Divided
Golden Gem Road	Kelly Park Road	Ponkan Road	4 Lane Divided
Kelly Park Road	Round Lake Road	Jason Dwelley Parkway	4 Lane Divided
Kelly Park Road	Mt. Plymouth-Sorrento Road	Rock Springs Road.	4 Lane Divided
CR 435	Orange County Line	Dubstead Drive	4 Lane Divided
Round Lake Road	Kelly Park Road	Wolf Branch Road	4 Lane Divided
Sadler Road	Lake County Line	Round Tree Road	4 Lane Divided
Vick Road	Welch Road	Lester Road	4 Lane Divided
Wolf Branch Road	US 441	Britt Road	4 Lane Divided

J. If the modeling M&M results as set forth above show that improvements must be made to roadway facilities, and if mitigation is not provided as set forth in these conditions or as otherwise required pursuant to Rule 9J-2.045(7), then prior to any construction of future phases and subject to the provisions of Chapter 380.06(15)(e), Florida Statutes, the Applicant, the City and the entity with jurisdiction over the roadway facility may enter into an agreement which ensures that:

- i. proportionate share payment is made by the Applicant to the appropriate entity(ies) to mitigate DRI impacts; and

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- ii. said proportionate share payment shall be used by the appropriate entity only for the design, engineering, right-of-way purchase, permitting and/or construction of improvement to the segments/intersections for which the payment is made; and
- iii. said proportionate share payment by the Applicant constitutes adequate provision for the public facilities needed with respect to the road segments to accommodate the impacts of the DRI through the phase for which the proportionate share was calculated, as required by Chapter 380.15(e)(2), Florida Statutes. All such proportionate share agreements shall be included in this Development Order by amendment pursuant to Chapter 380.06(19), Florida Statutes. The formula to be used to determine proportionate share contribution is as follows:

$$\frac{(\text{DRI Trips})}{\text{SV Increase}} \times \text{Cost} = \text{Proportionate Share}$$

- iv. For this formula, DRI Trips is the cumulative number of trips from the development expected to reach the roadway during the peak hour from the phase under development. Service Volume (“SV”) increase is the change in peak hour maximum service volume of the roadway resulting from construction of the improvement necessary to maintain the desired level of service; and Cost of Improvement is the cost (at the time of Applicant’s payment) of constructing an improvement necessary to maintain the desired level of service, including all improvement associated costs (engineering design, right-of-way acquisition, planning, engineering, inspection and other associated physical development costs directly required and associated with the construction of the improvement) as determined by the governmental agency having maintenance obligations over the roadway. Transit service and facilities shall be

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considered in the proportionate share calculations.

- v. Pursuant to COMMUNITY PLANNING ACT OF 2011 (2011-139 F.S.), the proportionate share provisions above shall be reexamined to address the provisions contained therein, and, in the event of a conflict, the Statute shall prevail. Nothing in this development order shall require the Applicant to fund improvements when such funding is inconsistent with the provisions of Florida Statute or Florida Administrative Code. Should an agency disagree with an exemption allowed by the City under this paragraph, the final arbiter on interpreting the Act shall be the DEO.

- K. Notwithstanding any provision contained herein to the contrary, except as specifically agreed to in writing, the City and the entity with jurisdiction over the roadway facility shall have no financial responsibility to contribute to or participate in the funding of the design, engineering, permitting and/or construction of roadway improvements unless otherwise required to do so by State law.

- L. The M&M required prior to each phase or subphase shall be used to verify impacts from previous phases and to more accurately estimate probable impacts from later phases. The M&M program undertaken prior to Phase 2 shall also assess full buildout. If necessary, the proportionate share amount will be adjusted to reflect actual impacts from a phase and the more accurate information, which will result from the estimates for later phases. If it is verified that the roadway improvements mentioned above are still needed, then the DRI shall not proceed into later phases until either the proportionate share payment is made or the needed improvements are scheduled for construction in the applicable entities' work program within the first three (3) years from the date when impacts are estimated to be significant and adverse. Pursuant to the COMMUNITY PLANNING ACT OF 2011, the

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requirements above shall be reexamined to address the provisions contained therein. In the event that the Act (COMMUNITY PLANNING ACT OF 2011) addresses the mitigation of transportation impacts in a different manner than those options provided herein, the Applicant may elect to utilize the options afforded by the Act.

- M. Student enrollment for the community college shall initially be limited to 1,866 students. However, if the demand for additional enrollment is established in the future, the conversion matrix may be applied to convert from another use such that the peak-hour peak-direction trips for the current phase of the Kelly Park DRI are not increased.
- N. The Kelly Park DRI shall not proceed with any portion of the development program that would result in DRI trips above the threshold identified for Phase 1 until the Wekiva Parkway toll facility is constructed and operational. In the event that construction of the Wekiva Parkway is terminated or delayed indefinitely, additional local and state review and approvals will be required for any portion of the DRI beyond Phase 1 to reevaluate impacts and the viability of future development phases.
- O. If the parties cannot reach agreement independently prior to the date when impacts are estimated to be significant and adverse, or if so desired by the parties at any time, then the issues in dispute shall be submitted to the ECFRPC for either voluntary mediation pursuant to its adopted dispute resolution process or to binding arbitration pursuant to the rules and procedures of the American Arbitration Association (“AAA”) unless otherwise agreed by the parties in dispute. The solutions recommended as a result of this process shall be implemented and the Development Order amended pursuant to Chapter 380.06(19), Florida Statutes, to include these solutions.

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- P. In order to provide safe access and to preserve operational capacity, the need for deceleration lanes shall be determined by the appropriate permitting agencies and if required, installed by the Applicant. The Applicant and the appropriate permitting agencies shall confirm the need for and the cost of signalization at the DRI entrances consistent with policies of the City and the appropriate permitting agencies. Signal costs and geometric improvements at DRI entrances are the financial responsibility of the Applicant through DRI buildout unless other traffic warrants such signalization or improvements in advance of DRI demand or other nearby development contributes traffic to the subject intersection, in which case, the Applicant may pay an appropriate fair share for signalization costs as determined by the City.
- Q. The development plan will include multiple roadways through the Kelly Park Crossing DRI in order to provide adequate capacity, to provide alternative routes and to lessen the impacts to community cohesiveness.
- R. To reduce the impacts on arterial roads, the Kelly Park Crossings DRI will include a gridded and connected street network and shall restrict cul du sacs and dead end streets except as may be provided in Condition 4, Option B, of this development order. The DRI will connect to existing and future street networks on and off site when practical as determined by the City in conjunction with Orange County. The applicant will not be required to purchase additional property(ies) to implement this condition. Nothing in this recommendation is intended to preclude the Applicant from developing a use where a campus is desired without a grid network, or in the event that a grid network would create otherwise unnecessary environmental impacts to wetlands or upland preserve areas.

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- S. The Applicant shall cooperate with LYNX to identify the need and confirm the steps necessary to implement the following:
- i. By Phase 3, identify a potential location for a 200 space park and ride lot proximate to the Wekiva Parkway and Kelly Park Road interchange, which may be shared with commercial uses.
 - ii. Coordinate with LYNX and Kelly Park Crossing DRI businesses to promote workplace flextime strategies.
 - iii. Reserve sites with adequate size and accessibility for future transit routes, stops and amenities (passenger shelters, transit parking bays and parking spaces for vanpool vehicles) in the development area. During the design, the Applicant shall consult the Lynx Central Florida Mobility Design Manual available at www.golynx.com under publications.
 - iv. Preferential parking for employees who participate in ridesharing programs.
 - v. Financial assistance to provide a route to the site once LYNX and the City determine that ridership levels justify such a connection to the system. Said financial contribution shall be based on a proportionate share of ridership to or from the Kelly Park Crossing DRI, to the extent allowed by law.
 - vi. Coordinate with FDOT's ReThink program (www.rethinkyourcommute.com) in order to increase the modal split of the DRI.
 - vii. Should the Orange Blossom Express (along the US 441 corridor through Apopka) become operational for rail transit, the Applicant shall assess actions to facilitate ridership on the system, including but not limited to shuttle operations to and from the nearest station during peak traffic hours.

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- T. In the interest of safety, and to promote alternative forms of transportation, the Applicant shall provide the following bicycle and pedestrian systems:
- i. The on-site bicycle systems shall be connected into any external bicycle systems abutting the Kelly Park Crossing DRI and existing at the time of construction within the DRI, and shall anticipate the connection to the Wekiva Trail.
 - ii. Bicycle and pedestrian facilities shall adhere to minimum state standards as contained in the Florida Bicycle Facilities Planning and Design Handbook.
 - iii. Provided that there is no conflict with the City's adopted Form Based Code, covered walkways shall be designed into the front of non-residential structures to the maximum extent practicable, but such provision shall not be construed so as to create a mandatory design element, but to create a heightened sensitivity to ensuring cover from the elements for pedestrians.
 - iv. In all areas of the Kelly Park Crossing DRI where cycling will be accomplished on both sidewalk/bikeways and streets, appropriate signage identifying bike routes shall be installed.
 - v. Special consideration shall be given to bikeways connecting neighboring residential areas to employment and commercial areas and schools.
 - vi. Bicycle support facilities, such as parking racks and/or lockers, shall be provided at commercial areas and work areas.
 - vii. DRI roadways and improvements to area roadways approaching the site are recommended to incorporate bicycle and pedestrian facilities.

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17. Historical and Archaeological Sites. The Applicant, or any other subsequent developers developing within the DRI, shall notify, or ensure the notification of construction personnel, through posted advisories or other methods, of the potential for artifact discoveries on the Kelly Park Crossing DRI site and to report suspected findings to the DRI manager. In the event of discovery of artifacts of historic or archaeological significance during construction, the Applicant and/or subsequent developers shall immediately halt any construction activity within one hundred fifty (150) feet of the location of any discovery that has the potential to adversely affect the archeological find; and will, within three (3) business days of the discovery of artifacts notify the City and the Division of Historical Resources (“DHR”) of the Florida Department of State. Thereafter, the Applicant will coordinate the evaluation of the artifacts with review agencies and provide any professional assistance necessary to document, relocate, preserve or conserve the site and/or physical artifacts; provide proper protection of the discovery in accordance with applicable law; and provide a written report to the agencies listed above documenting the results of the site evaluation and mitigation/preservation actions proposed or completed. The process and actions described above shall not extend beyond one hundred twenty (120) days to allow evaluation of the site, and, thereafter, the Applicant may continue with development.

18. Green Development Standards. The Kelly Park Crossing DRI shall meet the standards of any of the following: the US Green Building Council’s (USGBC) Leadership in Energy and Environmental Design (LEED) rating system, the Florida Green Building Coalition (FGBC), the Green Building Initiative’s Green Globes program or any other nationally recognized, green building system that is approved by the Department of Management Services (DMS). The Kelly Park Crossing DRI shall at a minimum, meet Energy Star standards for all development.

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- 19. Outdoor Lighting.** Appropriate “dark skies” measures shall be implemented in all new construction except in areas proximate to the interchange area, provided that acceptable public safety and security are maintained. Actions to direct lights downward and away from existing rural areas may be based upon the Model Lighting Ordinance Users Guide from the Illuminating Engineering Society. These provisions may be accessed at http://docs.darksky.org/MLO/MLO_FINAL_June2011.pdf.
- 20. Monitoring Official and Procedures.** The City Administrator, or his or her designee, shall be responsible for monitoring the development and enforcing the provisions of this Development Order. The City shall not issue any permits or approvals or provide any extensions of services if the Applicant fails to comply with this Development Order. This Development Order will be enforced by the City of Apopka through implementation of its adopted Comprehensive Plan, Land Development Code, Code Enforcement by the designated Zoning Official of the City, pursuant to the provisions of Section 380.11, Florida Statutes, or as otherwise provided by law.
- 21. Phasing and Buildout.** The Kelly Park Crossing DRI is to be developed as a four-phase project as described in the table below. The projected buildout date for all DRI development is December 31, 2038. The Applicant shall commence physical development of five percent (5%) of Phase 1 of the DRI (e.g. one hundred seventy-two (172) [residential units, commercial square footage, etc.] or equivalent number of PM peak-hour external trips) within ~~five (5)~~ twelve (12) years after the effective date of this Development Order, otherwise this Development Order shall expire. Should the Applicant donate property to the City for an institutional use (e.g. fire station, police station, City Hall Annex, etc.) the maximum FAR allowed under the adopted comprehensive plan shall be assigned to the parcel and the square footages resulting from this analysis shall be applied to the 5% of phase 1 referenced herein.

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Alternatively, should the applicant commence construction on the spine road from Kelly Park Crossing to Ondich Road within ~~three~~ ten years of the effective date of this development order then the five percent threshold shall have been met. The Applicant and the City estimate that approximately twenty (20) years will be required to complete the development described herein once development has commenced.

Since adoption of the Form Based Code (FBC) is required and since the applicant is prohibited from proceeding with project development until such time of its adoption, the City and the applicant agree that the dates contained herein may be adjusted to reflect the FBC adoption date. Commencement shall be the date of adoption of the FBC. Expiration is estimated to be 20 years from commencement, with four five year phases in between. No further amendments to this development order will be necessary to adjust the commencement, phase, down zoning, or expiration dates made in order to adjust to the Form Based Code's adoption.

Development within a given phase of Kelly Park crossing may occur anywhere within the project so long as the conditions of this development order are met and said development has obtained all other necessary approvals and permits.

- 22. Biennial Reporting Requirement.** In accordance with Chapter 380.06(18), Florida Statutes, the Applicant, its successors or assigns, shall submit a biennial report on or before the two year anniversary date of this Development Order and in every other or second year thereafter during the buildout of the DRI (the "Biennial Report"). The Biennial Report shall be submitted to the City, the ECFRPC, the DCA (or successor agency, as applicable), the SJRWMD and all affected agencies formally requesting copies of the same in writing to the Applicant. The contents of the Biennial Report shall comply with the relevant conditions of

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approval of this Development Order, Chapter 380.06(18), Florida Statutes, Rule 9J-2.025(7), F.A.C, and any and all other and further information required under applicable law. The Biennial Report shall include a statement that all persons/agencies listed above or otherwise entitled to receive the Biennial Report have been sent copies and the failure to timely submit the Biennial Report may subject the Applicant and the Kelly Park Crossing DRI to the temporary suspension of this Development Order in accordance with Chapter 380.06(18), Florida Statutes. In each biennial report the Applicant shall provide information and documentation as to how and in what manner the DRI is striving to meet and/or is meeting the foregoing energy goals.

23. Downzoning Protection. In accordance with Section 380.06(15), Florida Statutes, the DRI, as approved in this Development Order, shall not be subject to downzoning, unit density reduction, or intensity reduction before December 31, 2038, as such date may be extended, unless the Applicant consents to such change, or the City demonstrates that substantial changes in the conditions underlying the approval of the Development Order have occurred or unless the City demonstrates that the Development Order was based on substantially inaccurate information provided by the Applicant or unless the change is clearly established by the City to be essential to the public health, safety, or welfare.

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AAA	American Arbitration Association
ACOE/USACOE	Army Corps of Engineers
ADA	Application for Development Approval
AM&M	Annual Monitoring & Modeling
BRT	Bus Rapid Transit
CCR	Codes, Covenants and Restrictions
CDD	Community Development District
CSDA	Critical Smoke Dispersal Area
DEO	Department of Economic Opportunity
DHR	Division of Historical Resources
DO	Development Order
DRI	Development of Regional Impact
ECFRPC	East Central Florida Regional Planning Council
ERP	Environmental Review Permit
FAC	Florida Administrative Code
FDEP	Florida Department of Environmental Protection
FDOT	Florida Department of Transportation
FFWCC/FWC	Florida Fish and Wildlife Conservation Commission
FGBC	Florida Green Building Coalition
FIHS	Florida Intrastate Highway System
FLEPPC	Florida Exotic Pest Plant Council
USFWC/FWC	US Fish and Wildlife Service
HMP	Habitat Management Plan
LEED	Leadership in Energy and Environmental Design
LOS	Level of Service
MDA	Master Development Association

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M&M	Monitoring & Modeling
MMTD	Multimodal Transit District
MPO	Metropolitan Planning Organization
NOPC	Notification of a Proposed Change
OHW	Ordinary High Water
SFS	Sherman's fox squirrel
SHCA	Strategic Habitat Conservation Area
SJRWMD	St. Johns River Water Management District
SOAR	System Operation Assessment Report
SV	Service Volume
TMDL	Total Maximum Daily Load
TOD	Transit Oriented Development
USFWS/FWS	US Fish and Wildlife Service
USGBC	US Green Building Council

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EXHIBIT A

PROPERTY DESCRIPTION

LEGAL DESCRIPTION:

SOUTH PARCEL:

A TRACT OF LAND LYING IN SECTION 13, TOWNSHIP 20 SOUTH, RANGE 27 EAST BEING THOSE LANDS DESCRIBED IN THE FOLLOWING DOCUMENTS RECORDED IN THE PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA: OFFICIAL RECORDS BOOK 9192, PAGE 3515; OFFICIAL RECORDS BOOK 9022, PAGE 4867; OFFICIAL RECORDS BOOK 7529, PAGE 1955; OFFICIAL RECORDS BOOK 6844, PAGE 562; AND OFFICIAL RECORDS BOOK 9022, PAGE 4561, SAID TRACT OF LAND BEING DESCRIBED AS FOLLOWS:

COMMENCE AT THE NORTHWEST CORNER OF SAID SECTION 13 FOR A POINT OF REFERENCE; THENCE RUN NORTH 89°53'56" EAST, ALONG THE NORTH LINE OF THE NORTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 30.00 FEET TO A POINT LYING ON THE NORTHERLY EXTENSION OF THE EAST RIGHT-OF-WAY LINE OF GOLDEN GEM ROAD, AS DESCRIBED IN OFFICIAL RECORDS BOOK 61, PAGE 315, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA; THENCE RUN SOUTH 00°29'41" WEST, ALONG SAID NORTHERLY EXTENSION LINE, 30.00 FEET TO THE POINT OF INTERSECTION OF THE AFORESAID EAST RIGHT-OF-WAY LINE OF GOLDEN GEM ROAD WITH THE SOUTH RIGHT-OF-WAY LINE OF KELLY PARK ROAD, AS DESCRIBED IN DEED BOOK 398, PAGE 190, PUBLIC RECORDS OF ORANGE COUNTY FLORIDA; THENCE RUN NORTH 89°53'56" EAST, ALONG SAID SOUTH RIGHT-OF-WAY LINE, AND ALSO ALONG THE SOUTH RIGHT-OF-WAY LINE OF KELLY PARK ROAD, AS DEPICTED ON THE MAPS OF ORANGE COUNTY ROAD BOND PROJECT 49E, PAGES 164 THROUGH 172, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA, A DISTANCE OF 1324.28 FEET TO THE NORTHWEST CORNER OF THE LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 4983, PAGE 3251, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA; THENCE RUN ALONG THE WESTERLY AND SOUTHERLY LINES OF SAID LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 4983, PAGE 3251 AND ALONG THE SOUTHERLY AND EASTERLY LINES OF THE LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 7106, PAGE 2430 THE FOLLOWING COURSES: SOUTH 00°04'09" EAST, PARALLEL WITH AND 30.00 FEET EAST OF, BY PERPENDICULAR MEASURE, THE WEST LINE OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 853.18 FEET; THENCE, RUN NORTH 89°34'22" EAST, PARALLEL WITH THE SOUTH LINE OF NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 160.19 FEET; THENCE RUN SOUTH 00°25'38" EAST, 30.00 FEET; THENCE RUN NORTH 89°34'22" EAST, PARALLEL WITH THE SOUTH LINE OF NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 476.14 FEET TO THE EAST LINE OF THE WEST ONE-HALF OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 13; THENCE RUN NORTH 00°21'13" WEST, ALONG THE EAST LINE OF THE WEST ONE-HALF OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 579.56 FEET TO A POINT LYING ON THE SOUTH LINE OF THE NORTH 330.00 FEET OF THE WEST ONE-HALF OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 13; THENCE RUN SOUTH 89°53'56" WEST, ALONG THE SOUTH LINE OF THE NORTH 330.00 FEET OF THE WEST ONE-HALF OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 66.00 FEET; THENCE RUN NORTH 00°21'13" WEST, PARALLEL WITH AND 66.00

Kelly Park Crossing DRI - Corrected First Amendment (Edit EXHIBIT B)

FEET EAST OF, BY PERPENDICULAR MEASURE, THE EAST LINE OF THE WEST ONE-HALF OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 300.00 FEET TO SAID SOUTH RIGHT-OF-WAY LINE OF KELLY PARK ROAD; THENCE RUN ALONG THE SOUTH RIGHT-OF-WAY LINE OF KELLY PARK ROAD, AS DEPICTED ON THE AFORESAID MAPS OF ORANGE COUNTY ROAD BOND PROJECT 49E, AND AS DESCRIBED IN DEED BOOK 398, PAGE 158, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA THE FOLLOWING COURSES: NORTH 89°53'56" EAST, 620.35 FEET TO THE POINT OF CURVATURE OF A CURVE CONCAVE NORTHERLY; THENCE RUN EASTERLY ALONG SAID CURVE, HAVING A RADIUS OF 5759.65 FEET, A CENTRAL ANGLE OF D1°04'20", AN ARC LENGTH OF 107.79 FEET, A CHORD LENGTH OF 107.79 FEET, AND A CHORD BEARING OF NORTH 89°21'46" EAST TO THE WEST LINE OF THE NORTHEAST QUARTER OF AFORESAID SECTION 13; THENCE RUN SOUTH 00°38'22" EAST, ALONG THE WEST LINE OF THE NORTHEAST QUARTER OF SAID SECTION 13, A DISTANCE OF 1.01 FEET; THENCE RUN NORTH 88°20'48" EAST, 678.92 FEET TO POINT LYING ON THE EAST LINE OF THE WEST ONE-HALF OF THE NORTHWEST QUARTER OF THE NORTHEAST QUARTER OF SAID SECTION 13; THENCE RUN SOUTH 00°26'23" EAST, ALONG THE EAST LINE OF THE WEST ONE-HALF OF THE NORTHWEST QUARTER OF THE NORTHEAST QUARTER AND ALONG THE EAST LINE OF THE WEST ONE-HALF OF THE SOUTHWEST QUARTER OF THE NORTHEAST QUARTER OF SECTION 13, A DISTANCE OF 2584.29 FEET TO THE NORTH LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 13; THENCE RUN NORTH 89°15'10" EAST, ALONG THE NORTH LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 13, A DISTANCE OF 669.79 FEET TO THE NORTHEAST CORNER OF THE NORTHWEST QUARTER OF SAID SOUTHEAST QUARTER; THENCE RUN SOUTH 00°20'17" EAST, ALONG THE EAST LINE OF THE NORTHWEST QUARTER OF THE SOUTHEAST QUARTER OF SECTION 13, A DISTANCE OF 1344.79 FEET TO THE SOUTHEAST CORNER OF SAID NORTHWEST QUARTER OF THE SOUTHEAST QUARTER; THENCE RUN SOUTH 88°58'18" WEST, ALONG THE SOUTH LINE OF SAID NORTHWEST QUARTER OF THE SOUTHEAST QUARTER, 1332.53 FEET TO THE EAST LINE OF THE SOUTHWEST QUARTER OF SECTION 13; THENCE RUN SOUTH 00°38'22" EAST, ALONG THE EAST LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 1351.30 FEET TO THE SOUTHEAST CORNER OF SAID SOUTHWEST QUARTER; THENCE RUN SOUTH 89°32'06" WEST, ALONG THE SOUTH LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 1356.70 FEET TO THE SOUTHWEST CORNER OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 13; THENCE RUN NORTH 00°29'50" WEST, ALONG THE WEST LINE OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER, AND THE WEST LINE OF THE NORTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 13, A DISTANCE 2147.97 FEET TO THE NORTH LINE OF THE SOUTH 800.00 FEET OF THE NORTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SAID SECTION 13; THENCE RUN SOUTH 89°23'39" WEST, ALONG THE NORTH LINE OF THE SOUTH 800.00 FEET OF THE NORTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 1321.35 FEET TO THE AFORESAID EAST RIGHT-OF-WAY LINE OF GOLDEN GEM ROAD; THENCE RUN NORTH 00°21'15" WEST, ALONG SAID EAST RIGHT-OF-WAY LINE, 544.71 FEET; THENCE RUN NORTH 00°29'41" EAST, ALONG SAID EAST RIGHT-OF-WAY LINE 2603.65 FEET TO THE POINT OF BEGINNING.

TOGETHER WITH,

Kelly Park Crossing DRI - Corrected First Amendment (Edit EXHIBIT B)

NORTH PARCEL:

A TRACT OF LAND LYING IN SECTIONS 11 AND 12, TOWNSHIP 20 SOUTH, RANGE 27 EAST, BEING THOSE LANDS DESCRIBED IN THE FOLLOWING DOCUMENTS RECORDED IN THE PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA: OFFICIAL RECORDS BOOK 9748, PAGE 6465; OFFICIAL RECORDS BOOK 9022, PAGE 3571; OFFICIAL RECORDS BOOK 9022, PAGE 4722; OFFICIAL RECORDS BOOK 6512, PAGE 3520; AND OFFICIAL RECORDS BOOK 9022, PAGE 4215, SAID TRACT OF LAND BEING DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHEAST CORNER OF SAID SECTION 11 FOR A POINT OF REFERENCE; THENCE RUN NORTH 00°27'50" WEST, ALONG THE EAST LINE OF SAID SECTION 11, A DISTANCE OF 30.00 FEET TO THE NORTH RIGHT-OF-WAY LINE OF KELLY PARK ROAD, AS DESCRIBED IN DEED BOOK 398, PAGE 158, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA FOR THE POINT OF BEGINNING; THENCE RUN SOUTH 89°12'25" WEST, ALONG SAID NORTH RIGHT-OF-WAY LINE, 1182.82 FEET TO THE WEST LINE OF THE LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 9748, PAGE 6465 AND ALSO THE EAST LINE OF THE LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 7171, PAGE 1402, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA; THENCE RUN NORTH 00°27'50" WEST, ALONG SAID WEST LINE, 2144.38 FEET TO THE NORTH LINE OF SAID LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 7171, PAGE 1402; THENCE RUN SOUTH 89°12'25" WEST, ALONG SAID NORTH LINE, 406.12 FEET TO A POINT LYING ON THE EAST LINE OF LOT 1, OCB ACRES, ACCORDING TO THE PLAT THEREOF, AS RECORDED IN PLAT BOOK 53, PAGE 82, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA; THENCE RUN NORTH 00°22'27" WEST, ALONG THE EAST LINE OF SAID LOT 1, A DISTANCE OF 0.41 FEET TO THE NORTHEAST CORNER OF SAID LOT 1; THENCE RUN SOUTH 89°15'33" WEST, ALONG THE NORTH LINE OF SAID LOT 1, A DISTANCE OF 1078.73 FEET TO THE WEST LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 11; THENCE RUN NORTH 00°17'05" WEST, ALONG SAID WEST LINE OF THE SOUTHEAST QUARTER, 498.24 FEET TO THE SOUTHEAST CORNER OF THE NORTHWEST QUARTER OF SAID SECTION 11; THENCE RUN SOUTH 89°30'17" WEST, ALONG THE SOUTH LINE OF THE NORTHWEST QUARTER OF SAID SECTION 11, A DISTANCE OF 1330.44 FEET TO THE SOUTHWEST CORNER OF THE EAST ONE-HALF OF SAID NORTHWEST QUARTER OF SECTION 11; THENCE RUN NORTH 00°07'41" WEST, ALONG THE WEST LINE OF SAID EAST ONE-HALF OF THE NORTHWEST QUARTER, 2239.19 FEET TO A POINT LYING ON THE SOUTH RIGHT-OF-WAY LINE OF ONDICH ROAD, AS DESCRIBED IN DEED BOOK 984, PAGE 314, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA, SAID POINT ALSO BEING ON A NON-TANGENT CURVE CONCAVE NORTHWESTERLY; THENCE RUN ALONG SAID SOUTH RIGHT-OF-WAY LINE AND ALONG THE SOUTH MAINTAINED RIGHT-OF-WAY LINE OF ONDICH ROAD THE FOLLOWING COURSES: THENCE, FROM A TANGENT BEARING OF NORTH 89°15'33" EAST, RUN NORTHEASTERLY ALONG SAID RIGHT-OF-WAY CURVE, HAVING A RADIUS OF 603.70 FEET, A CENTRAL ANGLE OF 44°59'58", AN ARC LENGTH OF 474.14 FEET, A CHORD LENGTH OF 462.05 FEET, AND A CHORD BEARING OF NORTH 67°23'06" EAST TO THE POINT OF TANGENCY; THENCE RUN NORTH 44°53'07" EAST, 69.20 FEET TO A POINT OF CURVATURE OF A CURVE CONCAVE SOUTHEASTERLY; THENCE, CONTINUING ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE, RUN NORTHEASTERLY ALONG SAID CURVE, HAVING A RADIUS OF 543.70 FEET, A CENTRAL ANGLE OF

Kelly Park Crossing DRI - Corrected First Amendment (Edit EXHIBIT B)

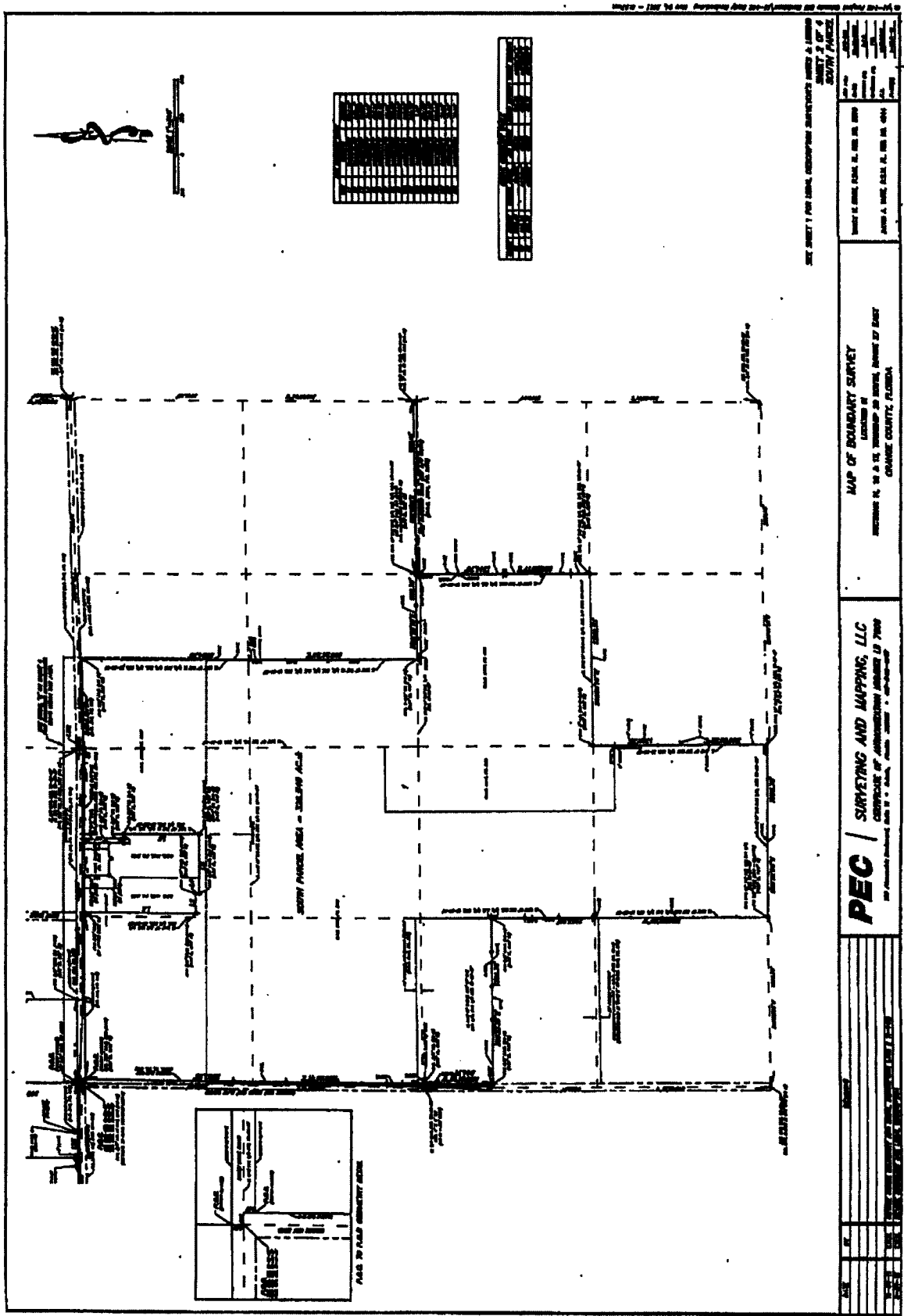
45°00'00", AN ARC LENGTH OF 427.02 FEET, A CHORD LENGTH OF 416.13 FEET, AND A CHORD BEARING OF NORTH 67°23'07" EAST TO THE POINT OF TANGENCY; THENCE RUN NORTH 89°53'07" EAST, 462.90 FEET TO THE WEST LINE OF THE NORTHEAST QUARTER OF AFORESAID SECTION 11; THENCE, CONTINUING ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE, RUN NORTH 89°08'52" EAST, PARALLEL WITH AND 30.00 FEET SOUTH OF THE NORTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 11, A DISTANCE OF 1328.91 FEET TO THE WEST LINE OF THE NORTHEAST QUARTER OF THE NORTHEAST QUARTER OF SAID SECTION 11; THENCE, DEPARTING THE AFORESAID SOUTH MAINTAINED RIGHT-OF-WAY LINE OF ONDICH ROAD, RUN SOUTH 00°22'34" EAST, ALONG THE WEST LINE OF THE NORTHEAST QUARTER OF THE NORTHEAST QUARTER AND THE WEST LINE OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER OF SAID SECTION 11, A DISTANCE OF 1960.23 FEET TO THE NORTHWEST CORNER OF THE SOUTHWEST QUARTER OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER OF SAID SECTION 11, SAID CORNER ALSO LYING ON THE NORTH LINE OF THE LANDS DESCRIBED IN OFFICIAL RECORDS 9022, PAGE 3571, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA; THENCE RUN ALONG THE NORTH LINE OF SAID LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 9022, PAGE 3571 THE FOLLOWING COURSES: NORTH 89°24'56" EAST, ALONG THE NORTH LINE OF THE SOUTHWEST QUARTER OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER AND ALONG THE NORTH LINE THE SOUTHEAST QUARTER OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER OF SAID SECTION 11, A DISTANCE OF 742.90 FEET; THENCE RUN SOUTH 00°28'01" EAST, 634.56 FEET; THENCE RUN NORTH 89°30'17" EAST, PARALLEL WITH AND 30.00 FEET NORTH OF, BY PERPENDICULAR MEASURE, THE SOUTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 11, A DISTANCE OF 589.09 FEET TO THE WEST LINE OF THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER OF THE NORTHWEST QUARTER OF AFORESAID SECTION 12; THENCE RUN NORTH 89°12'49" EAST, PARALLEL WITH AND 30.00 FEET NORTH OF, BY PERPENDICULAR MEASURE, THE SOUTH LINE OF THE NORTHWEST QUARTER OF SAID SECTION 12, DISTANCE OF 1313.70 FEET TO THE WEST MAINTAINED RIGHT-OF-WAY LINE OF EFFIE DRIVE; THENCE, DEPARTING THE NORTH LINE OF THE LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 9022, PAGE 3571, RUN SOUTH 00°02'47" EAST, ALONG SAID WEST MAINTAINED RIGHT-OF-WAY LINE, 15.00 FEET TO THE NORTH LINE OF THOSE LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 6082, PAGES 1970 THROUGH 1972; THENCE RUN SOUTH 89°12'49" WEST, ALONG SAID NORTH LINE, BEING 15.00 FEET NORTH OF THE NORTH LINE OF THE AFOREMENTIONED SOUTHWEST QUARTER, BY PERPENDICULAR MEASURE, 1313.70 FEET TO THE WEST LINE OF SAID NORTHWEST QUARTER OF SAID SECTION 12; THENCE RUN SOUTH 89°30'17" WEST, PARALLEL WITH AND 15.00 FEET FROM, BY PERPENDICULAR MEASURE, THE NORTH LINE OF THE SOUTHEAST QUARTER OF SECTION 11, A DISTANCE OF 589.09 FEET TO THE WEST LINE OF THE EAST 589.09 FEET OF SAID NORTHEAST QUARTER OF SECTION 11; THENCE RUN SOUTH 00°28'01" EAST, ALONG SAID WEST LINE, ALSO BEING THE WEST LINE OF THE SAID LAND DESCRIBED IN OFFICIAL RECORDS BOOK 6082, PAGES 1970 THROUGH 1972, A DISTANCE OF 15.00 FEET TO THE NORTH LINE OF SAID SOUTHEAST QUARTER OF SAID SECTION 11; THENCE RUN SOUTH 00°27'50" EAST, ALONG SAID DESCRIBED WEST LINE, PARALLEL WITH AND 589.09 FEET FROM, BY PERPENDICULAR MEASURE, THE SAID EAST LINE OF SAID SECTION 11, A DISTANCE OF 1481.61 FEET TO THE SOUTH LINE OF THE NORTH 150.00 FEET OF THE EAST 589.09 FEET OF THE NORTHEAST QUARTER OF THE SOUTHEAST QUARTER OF THE SOUTHEAST

Kelly Park Crossing DRI - Corrected First Amendment (Edit EXHIBIT B)

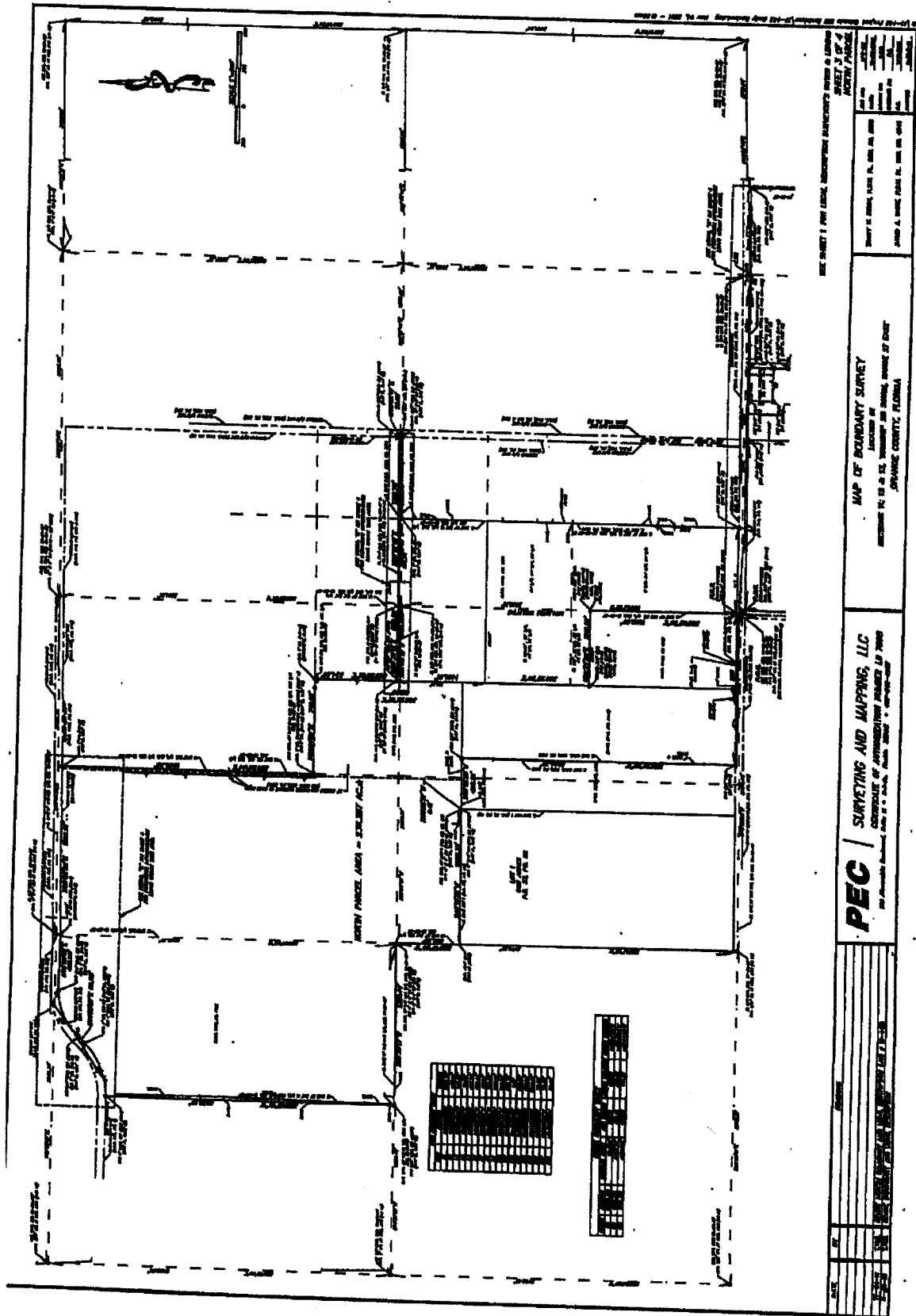
QUARTER OF SAID SECTION 11; THENCE RUN NORTH 89°21'20" EAST, ALONG SAID SOUTH LINE, 589.09 FEET TO THE EAST LINE OF SAID SECTION 11; THENCE RUN SOUTH 00°27'50" EAST, ALONG SAID EAST LINE, 1150.07 FEET TO THE POINT OF BEGINNING.

THE ABOVE DESCRIBED TRACTS OF LAND LIE IN ORANGE COUNTY, FLORIDA AND CONTAIN A COMBINED TOTAL OF 562.836 ACRES, MORE OR LESS.

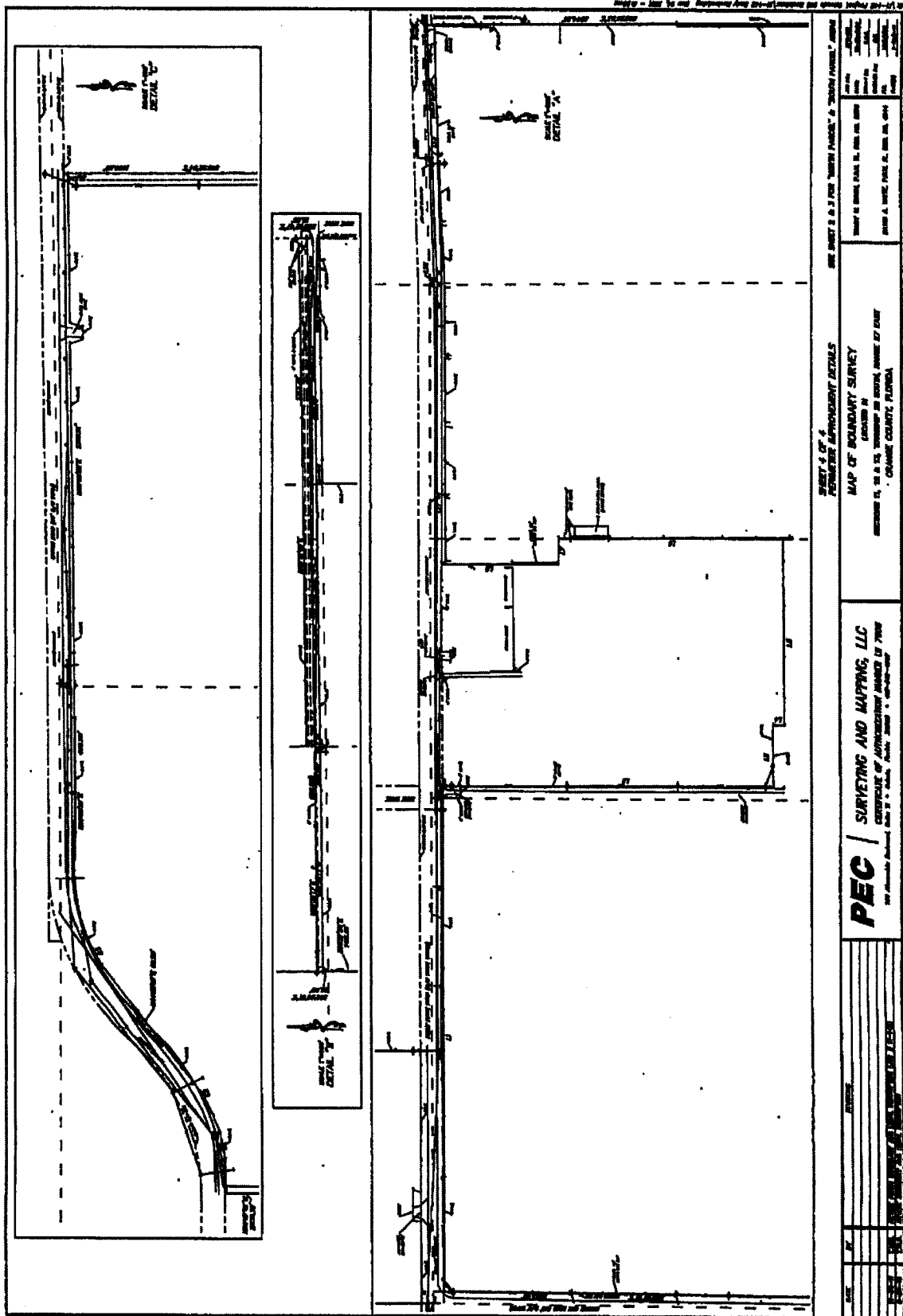
Kelly Park Crossing DRI - Corrected First Amendment (Edit EXHIBIT B)



Kelly Park Crossing DRI - Corrected First Amendment (Edit EXHIBIT B)

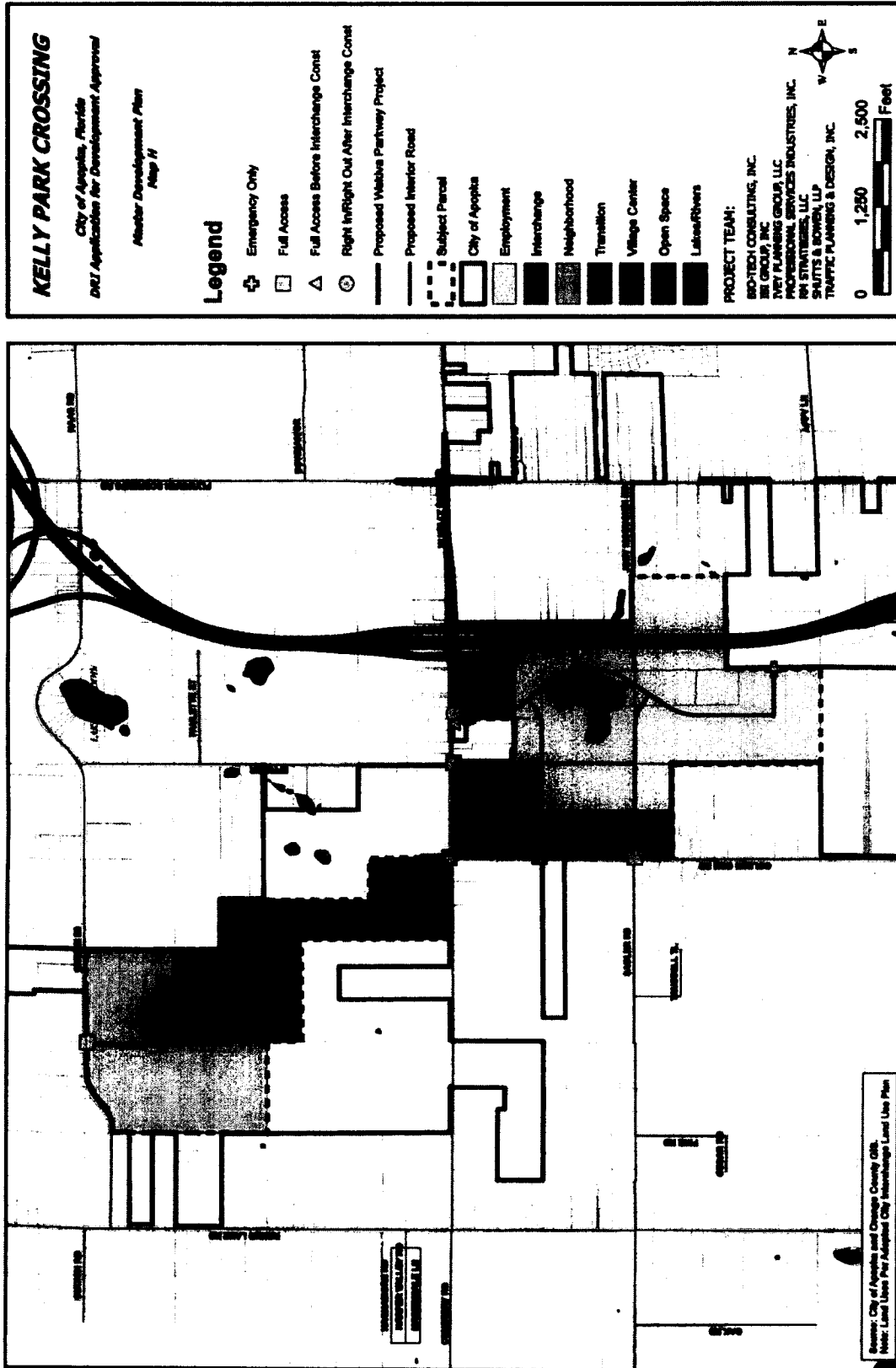


Kelly Park Crossing DRI - Corrected First Amendment (Edit EXHIBIT B)



Kelly Park Crossing DRI - Corrected First Amendment (Edit EXHIBIT B)

**EXHIBIT B
MAP H**



Kelly Park Crossing DRI - Corrected First Amendment (Edit EXHIBIT B)

EXHIBIT C

LAND USE EQUIVALENCY MATRIX

Kelly Park DRI
Land Use Equivalency Matrix

From \ To	Units	Office	Light Industrial	Retail/ Commercial	Community College	Medical/ Hospital	Residential (Single Family)	Residential (Multi-Family)	Hotel	Institutional	ITE Code	PM Peak Hour Trip Rates
Office	KSF		1.237	0.356	10.000	0.916	1.250	2.069	1.714	0.992	710 (E) ¹	1.20 /KSF
Light Industrial	KSF	0.808		0.288	8.083	0.740	1.010	1.672	1.386	0.802	110 (R)	0.97 /KSF
Retail/Commercial	KSF	2.808	3.474		28.083	2.573	3.510	5.810	4.814	2.785	820 (E) ²	3.37 /KSF
Community College	Student	0.100	0.124	0.036		0.092	0.125	0.207	0.171	0.099	540 (R) ³	0.12 /Student
Medical/Hospital	Bed	1.092	1.351	0.389	10.917		1.365	2.259	1.871	1.083	610 (R)	1.31 /Bed
Residential (Single Family)	DU	0.800	0.990	0.285	8.000	0.733		1.655	1.371	0.793	210 (E) ⁴	0.96 /DU
Residential (Multi-Family)	DU	0.483	0.598	0.172	4.833	0.443	0.604		0.829	0.479	220 (E) ⁵	0.58 /DU
Hotel	Room	0.583	0.722	0.208	5.833	0.534	0.729	1.207		0.579	310 (R)	0.70 /Room
Institutional	KSF	1.008	1.247	0.359	10.083	0.924	1.260	2.086	1.729		730 (R)	1.21 /KSF

Notes: KSF = 1,000 square feet, Unit = Dwelling Unit, R = Rate, E = Equation

Rates obtained from ITE Trip Generation Report, 8th Edition

Trip generation rates based on total pm peak hour trip generation

1. The equation for Office (710) was used with a size of one half of the total proposed office development (1,920,996 / 2 = 960,498), which yields a rate of 1.2 trips/KSF

2. The equation for Shopping Center (820) was used with a size of one half of the total proposed retail development (1,372,140 / 2 = 686,07), which yields a rate of 3.37 trips/KSF

3. The rate for Community College (540) is based on the "student" independent variable

4. The equation for Single Family Residential (210) was used with a size of one half of the total proposed housing development (500 / 2 = 250), which yields a rate of 0.96 trips/KSF

5. The equation for Multi-Family Residential (220) was used with a size of one half of the total proposed apartment development (1050 / 2 = 525), which yields a rate of 0.58 trips/KSF

Traffic Planning and Design, Inc. (2011)

LAND USE MIX TABLE

LAND USE	MINIMUM	CURRENT	MAXIMUM
Office	1,632,847	1,920,996	2,209,145
Light Industrial	4,443,120	5,227,200	6,011,280
Retail/Commercial	1,312,140	1,372,140	1,432,140
Residential	1,395	1550	1,550

\\apk-fs1\users\j\hitt\Documents\Developments\Wekiva Parkway Development\DRI Kelly Park Crossings\KPC DRI Amend 2\Exhibit B Ord 2602 Kelly Park Crossing DO 11-1-2017.docx

Kelly Park Crossing DRI – Amended (Clean EXHIBIT C)

Kelly Park Crossing Development of Regional Impact

THIS DEVELOPMENT ORDER is ADOPTED this 1st day of November, 2017 and made effective as of May 17, 2017, by the CITY OF APOPKA, a municipal corporation organized under the Laws of the State of Florida, whose address is 120 East Main Street, Apopka, Florida, 32701-1229, hereinafter referred to as the “City”, upon request from PROJECT ORLANDO, LLC, a Florida limited liability corporation, whose address is 1900 Summit Tower Boulevard, Suite 820, Orlando, Florida. Project Orlando, LLC is hereinafter referred to as the “Applicant” and/or “Developer”.

WHEREAS, this Corrected Amended Development Order is for the Kelly Park Crossing Development of Regional Impact (“DRI” or “Kelly Park Crossing DRI”) and is referred to as the Corrected First Amendment to the Kelly Park Crossing Development of Regional Impact (hereinafter, the “Development Order”); and

WHEREAS, the Development Order concerns a mixed use project located on approximately 564 acres in the City, as more particularly described on **Exhibit A**, attached hereto and (hereinafter referred to as the “DRI Property”), and

WHEREAS, the Applicant for the DRI is Project Orlando, LLC, and for purposes of this Development Order and for Chapter 380, Florida Statutes, Project Orlando, LLC, constitutes the “Developer.” The agent for the DRI is Jeff Welch; and

WHEREAS, the Applicant is desirous of developing the Kelly Park Crossing DRI as a mixed use development consisting of office, retail, light industrial, residential, institutional, hospital, community college, and hotel; and

WHEREAS, the Applicant submitted an Application for Development Approval pursuant to Chapter 380.06, Florida Statutes on December 22, 2010, which was amended by the Response

Kelly Park Crossing DRI – Amended (Clean **EXHIBIT C**)

to Requests for Additional Information, dated March, 2011, and the Second Response to Requests for Additional Information, dated June, 2011 (collectively, the “ADA”); and

WHEREAS, the ADA was reviewed and approved by the East Central Florida Regional Planning Council (“ECFRPC”) on August 17, 2011, and

WHEREAS, the ADA contained a master plan, identified as Map H herein and attached as **Exhibit B**, which was reviewed simultaneously with the ADA; and

WHEREAS, the ADA was coordinated by the City and the Applicant with the City’s adopted Comprehensive Plan including the Wekiva Parkway Interchange Vision Plan,

WHEREAS, all public hearings as required by Chapter 380.06, Florida Statutes, were duly noticed and held, affording the public and all affected parties an opportunity to be heard and to present evidence;

NOW, THEREFORE, be it resolved by the City Council of the City of Apopka, that based upon the findings of fact and conclusions of law set forth below and subject to the terms and conditions which follow, the ADA for Kelly Park Crossings, including Map H (**Exhibit B**), is hereby approved, pursuant to the provisions of Section 380.06, Florida Statutes, and other applicable state laws and the Comprehensive Plan, codes and ordinances of the City.

FINDINGS OF FACT AND CONCLUSIONS OF LAW

1. The Applicant filed the ADA with the City and with the ECFRPC as well as Department of Community Affairs (now the Department of Economic Opportunity pursuant to Chapter 2011 Laws of Florida, the “Community Planning Act”) and State and Federal agencies and citizen groups as directed by the ECFRPC.

Kelly Park Crossing DRI – Amended (Clean EXHIBIT C)

2. The Applicant is the owner of the real property identified herein, or has the authority to file the ADA and is authorized to obtain a development order pursuant to Chapter 380.06, Florida Statutes.
3. The DRI is not located in an area designated as an Area of Critical State Concern;
4. The DRI is consistent with the adopted State Comprehensive Plan.
5. The DRI including the proposed floor area ratios, is consistent with the City Comprehensive Plan.
6. The DRI is consistent with the Land Development Code.
7. The DRI is consistent with the report and recommendations of the ECFRPC submitted pursuant to subsection 380.06(12).

Kelly Park Crossing DRI – Amended (Clean EXHIBIT C)

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Kelly Park Crossing DRI – Amended (Clean **EXHIBIT C**)

CONDITIONS

1. Application for Development Approval. The DRI is approved subject to the following conditions:

- A. The DRI Development Order shall govern the development of the DRI Property.
- B. The Kelly Park Crossing DRI shall be developed in accordance with the information, data, plans and commitments contained in the ADA which includes supplemental information provided in the Responses to Requests for Additional Information all of which are incorporated herein by reference, unless otherwise provided by these recommendations. The final DRI Development Order shall prevail over any conflicting information, data, plan, or commitments. The second response shall prevail over the first response and the first response shall prevail over the original application. For purposes of this condition, the ADA shall consist of the following items:
 - a. Application for Development Approval dated December 23, 2010
 - b. Responses to Requests for Additional Information #1 dated March 29, 2011
 - c. Responses to Requests for Additional Information #2 dated June 10, 2011

2. Project Description.

The DRI is designed to be a mixed-use, high density/intensity development centered around the Kelly Park Road interchange of the proposed Wekiva Parkway. As envisioned in the Wekiva Parkway Protection Act (§369.314, Florida Statutes et. seq.) and the City 's Wekiva Parkway Interchange Vision Plan within the City Comprehensive Plan, the DRI Master Development Plan, attached as **Exhibit B**, calls for intense development proximate to the interchange with densities and intensities decreasing further from the interchange. Mixed use

Kelly Park Crossing DRI – Amended (Clean EXHIBIT C)

buildings are allowed throughout the DRI except in those areas designated “Neighborhood” as depicted on Map H (Exhibit B). (Legal Description Exhibit A),

The development program presented by the Applicant and herein approved includes:

Land Use	Phase 1	Phase 2	Phase 3	Phase 4	Total Development	FAR	Approximate Acres*
Office	100,000 SF	540,000 SF	641,000 SF	639,996 SF	1,920,996 SF	0.4	84.25
Light Industrial	200,000 SF	3,330,000 SF	1,000,000 SF	727,200 SF	5,227,200 SF	0.6	178.00
Retail/Commercial	100,000 SF	450,000 SF	550,000 SF	272,140 SF	1,372,140 SF	0.3	77.00
Community College	130,680 SF	--			130,680 SF	0.3	20.00
Medical	--	250,000 SF	272,720 SF		522,720 SF	0.4	30.00
Residential	300 DU	400 DU	400 DU	450 DU	1,550 DU	10du/ac	58.00
Conservation							*See footnote below.
Parks	40 Acres	33 Acres	20.75 Acres	--	93.75 Acres	15 %	93.75
Institutional	50,000 SF	50,000 SF	60,000 SF	14,240 SF	174,240 SF	0.4	8.00
Hotel	--	100 RMS	100 RMS	200 RMS	400 RMS	0.4	15.00

(* Conservation land use is estimated at 35 to 45 acres and will be identified at the Master Site Plan submittal. Conservation acreage assigned internal to the DRI may result in reduced acreage for those land uses affected by the designation of conservation acreage. The acreage for any land use may be modified and the location of the conservation lands altered without the need for further development-of-regional-impact review if implemented by Condition 5 or 6 contained herein, as applicable. As set forth in Condition 5, designation of conservation lands may also be satisfied through off-site mitigation.)

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3. Rezoning.

- A. The City acknowledges that the development of the DRI Property will occur over time and in phases. The City agrees that due to the size and scope of the proposed development, the duration of the phasing plan, and the uncertainties in the timeframe for construction of the Wekiva Parkway, the Applicant shall be entitled to effect a rezoning for specific parcels or increments of the DRI Property prior to physical development within increment being undertaken (“Incremental Rezoning”). Either before or at the time of submittal of an application for the first Incremental Rezoning, the Applicant shall also submit a conceptual rezoning master plan for the entire DRI Property which shall address conceptually the location of the various uses allowed, including common areas and open space, densities and intensities for permitted uses, traffic circulation for internal roadways, all in conformance with Map H (**Exhibit B**) and the ADA. Further refinement and detailing of the conceptual rezoning master plan as well as a demonstration of conformance with the City’s Land Development Code and the Form Based Code shall be demonstrated within each Incremental Rezoning application. Additionally, each Incremental Rezoning applicable to DRI Property located north of Kelly Park Road shall address the feasibility of establishing roadway connections to other properties designated on the Wekiva Parkway Interchange Vision Plan, and to establish future connection between the DRI and Round Lake Road. Nothing in this development order shall be construed in such a way as to require the applicant/developer to purchase additional properties outside of the Kelly Park Crossing DRI in order to obtain such connections.
- B. The DRI Property is currently utilized for agricultural and silvicultural activities. To ensure compatibility between existing and proposed uses, no new or expanded agricultural

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or silvicultural activity may occur within one hundred (100) feet of those increments of the DRI Property rezoned pursuant to this section.

- C. The successful implementation of this development order is dependent upon rezoning(s) which, in turn, will require the successful implementation of agreements between the Applicant and City for water ,sewer, parks, and recreation, police and fire (generally referred to as “binding developer’s agreements). Such agreements are referenced throughout this development order. All such agreements shall be consistent with City requirements as may be identified in the City’s Land Development Regulations or other adopted ordinance as well as requirements established by State Law to include Chapter 380.06 (15)(e) 1.

4. **Form Based Code.** The Applicant shall be subject to the Form-Based Code being developed by the City for all lands within the Wekiva Parkway Interchange Vision Plan. The Form-Based Code shall include a master site plan development option (known as Option “B”) for non-residential development This Option shall be available for (1) development proposing building(s) exceeding 40,000 gross square feet of floor area for larger-scale commercial, industrial, and institutional uses; and (2). office parks, industrial parks, and retail centers greater than fifteen (15) acres in size, for college campuses (with or without on-site residential housing), hotel convention centers, and hospital campuses greater than eight (8) acres in size. The Option “B” master site plan shall be consistent with the Form-Based Code design standards for this development option. This Option “B” master site plan shall demonstrate compatibility and connectivity with adjacent districts and road systems. The developer requesting an Option “B” master site plan shall demonstrate that average wages and salaries

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for jobs created by the new development are equal to or greater than the average wages and salaries existing in Apopka at the latest decennial U.S. Census or such other data as may be acceptable to the City.

5. Conversion of Uses.

- A. The Applicant may increase or decrease the amount of a particular land use within the approved development program by using the Equivalency Matrix attached as **Exhibit C**, which is based on equivalent peak hour directional trip ends and is included herein. In order to ensure that a mix of uses is maintained, use of the Equivalency Matrix may increase or decrease the total amount of each land use by no more than the amount provided for in the Land Use Mix Table at **Exhibit C**, and consistent with the substantial deviation criteria identified in Chapter 380.06(19)(b) 1-14, Florida Statutes, unless the Development Order is amended to accommodate such a change. Greater changes than those discussed above shall be considered cumulatively, and shall be subject to normal Development Order amendment processes.
- B. Additionally, changes in land use must address changes to potable water usage and identify if the potable water capacity and allocation under the applicable consumptive use permit are available. Any time the Equivalency Matrix is used, DEO, ECFRPC, the City, Orange County, the FDOT, the SJRWMD, and the School Board of Orange County must be provided notice of the proposal at least thirty (30) days in advance of the change. Use of the Equivalency Matrix will be reported on an individual and cumulative basis and impacts documented in the biennial report. Any future Notice of Proposed Change (“NOPC”) shall incorporate any changes occurring due to the use of the Equivalency matrix.

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6. Vegetation and Wildlife.

- A. Listed Species. Site development activities on the Property shall not result in the harming, pursuit or harassment of wildlife species classified as endangered, threatened or a species of special concern (“listed species”) in contravention of applicable State or Federal laws. Should such listed species be at any time determined to be nesting or residing on, or otherwise significantly dependent upon the DRI site, the Applicant shall notify FWC, and or FWS, as applicable and to the extent required by laws and regulations, the Applicant shall cease all activities which might negatively affect that individual or population. The Applicant shall provide proper protection, to the satisfaction of all agencies with jurisdiction, as required by statute or regulation. "Harming" and "harassment" as used in this recommendation shall be defined in the same manner as "harm" and "harass" respectively are defined in 50 CFR Section 17.3.
- B. Preserve Areas. The Applicant may elect to develop the 14 acres, currently designated on Map H (**Exhibit B**) as “preservation”, located south of Kelly Park Road, and, if such an election is made, shall establish a preserve for the protection of gopher tortoises, Sherman’s fox squirrel and other listed species and indigenous wildlife in the northwest portion of the DRI as provided for in the report and recommendations of the ECFRPC.
- Development of the 14-acre area is contingent on other necessary approvals for development (including those identified in this condition) being obtained from the SJRWMD, the U.S. Fish and Wildlife Service, Florida Fish and Wildlife Conservation Commission, and the Department of Environmental Protection, as may be required by law. Pursuing this option will add an additional 107 acres, less approximately a 300 foot strip along the eastern property boundary to access Ondich Road, to the 31 acre preserve in the

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northwest portion of the site and allow development of the 14-acre area near the proposed interchange.

As a part of the approval process for the conceptual rezoning master plan referenced in Condition 3 (A), the City and the Applicant shall reach an open space and parks agreement to preserve a minimum of 45 acres to a maximum of 107 acres for a preservation area. This agreement shall consider the appropriate acreage needs for a viable preservation area while also considering the park and open space needs for people who live and work within the Kelly Park DRI . The maximum preservation area obligation by the Applicant is 107 acres. Any acreage above the 45 minimum acres up to the maximum of 107 acres will receive a credit towards 50% of the open space requirements set forth in the Form-Based Code. Any land set aside for the minimum active recreation area shall not qualify as credit.

As an alternative to land preservation internal to the DRI, preservation may be satisfied through off-site preservation if an off-site mitigation program is jointly accepted by the City and FDEP after consultation with the FFWCC.

- C. If a preserve is established, the following principles and guidelines shall be applied via a management plan to be established by the Applicant, reviewed by State permitting agencies, the City, Orange County, and the ECFRPC, as a non-substantial deviation processed as a NOPC. The management plan does not relieve the Applicant of any State or Federal permitting requirements.
- a. The location of the preserve is to include the existing temperate hardwoods and the improved pasture west and north of the temperate hardwoods, in the northern portion of the development (approximately 100 acres).
 - b. Mowing, controlled burning or livestock grazing are to be utilized to maintain

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vegetation height suitable for gopher tortoises, Sherman’s fox squirrels and foraging by sandhill cranes.

- c. Pines, preferably longleaf pine, are to be planted in low densities to increase plant diversity and structure for nesting for Sherman’s fox squirrel. Pines are not to be planted in densities that would impact gopher tortoises.
- d. Pedestrian trails and trail infrastructure that do not impact listed species are recommended.
- e. The road, currently shown on Map H (**Exhibit B**) shall be relocated such that it does not intersect the temperate hardwood area, but is moved eastward closer to the eastern property line.
- f. Wetland buffers shall be consistent with the requirements of State permitting agencies or the requirements of the City, whichever is more stringent.
- g. Drought tolerant plants adapted to site conditions shall be utilized.
- h. The Applicant shall identify recreation uses that will be allowed in conservation areas.
The Management Plan shall also include the following components:
 - i. Provide for management of gopher tortoises consistent with applicable Florida law.
 - j. Establish protocols for exotic and nuisance wildlife and plant control.
 - k. Establish a bear management plan that provides educational materials for residents regarding deterrent methods to reduce human-bear conflicts, provide for a trash receptacle and dumpster program to manage potential bear and other wildlife intrusion and develop rules or ordinances that require business and residents to secure wildlife attractants to prevent potential conflicts with bears.
 - l. Provide for future residents education regarding the purpose and methods of the management plan.

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- m. Provide for installation of kestrel nesting boxes at an appropriate density consistent with the known kestrel population on-site, if any.
- n. Provide for the control of feral and free roaming cats to prevent the depredation of Sherman's fox squirrels and other listed species and indigenous wildlife as recommended by the FWC.
- o. Establish wildlife crossings on interior roads to maintain habitat connectivity where appropriate.
- p. Establish conservation easements and adequate funding to secure and manage preserved areas in perpetuity as needed to implement the management plan. Conservation easements will be conveyed to the SJRWMD, the City, Orange County, the Nature Conservancy, or Florida Audubon, or any other conservation organization whose purpose is the management and preservation of lands.
- q. Conduct biennial wildlife surveys to measure the preserve's success and provide for biennial reporting of the implementation and effectiveness of the management plan at the time of the biennial report.
- r. Develop a mechanism to make modifications to the management plan that are approved via permitting with such modifications being reported within the appropriate biennial report.

7. Recreation/Parks

The Applicant and the City shall enter into a binding developer's agreement to address the provision of parks and recreational facilities for the Kelly Park Crossing DRI prior to approval of the first Incremental Rezoning.

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8. Water Supply and Water Conservation

- A. The City’s consumptive use permit which expires on September 13, 2031, is anticipated to meet the needs of the City’s projected population including the development generated by the DRI. However, each phase of the DRI, beyond phase 1 as identified in the Condition 2, Project Description, of this Development Order, shall proceed only upon confirmation of adequate water supply sources to support the development of said phase through the City’s consumptive use permit or other sources that are approved by the SJRWMD.
- B. Reasonably available lower-quality sources of water, including storm water, surface water, and reclaimed water, must be distributed for use or used throughout the DRI in place of higher quality water sources according to the SJRWMD rules and applicable state law. Storm water, surface water and reclaimed water shall be maximized as nonpotable water sources for irrigation.
- C. Any wells no longer in use within the DRI boundary shall be properly plugged and abandoned in accordance with SJRWMD rules and regulations. Any change in the use of the wells is subject to SJRWMD’s approval of an appropriate CUP consistent with adopted SJRWMD rules.
- D. Each multifamily residential unit subject to an individual deed for property ownership and nonresidential multi-unit structures shall use submeters for potable water. Multifamily residential units not subject to individual deeds shall use master meters.
- E. . Development within the Kelly Park Crossing DRI shall comply with applicable provisions of the City’s Landscape and Irrigation Ordinance No. 2069.
- F. The covenants, codes and deed restrictions shall require that only U.S. Environmental Protection Agency Water Sense-labeled water-conserving fixtures or equivalent

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performing fixtures shall be installed in all residential and nonresidential buildings and structures.

G. The covenants, codes and deed restrictions shall require that only U.S. Environmental Protection Agency Energy Star-labeled water-conserving fixtures or equivalent performing fixtures shall be installed in all residential and nonresidential buildings and structures.

H. The Applicant shall implement the water conservation practices described in the ADA and subsequent sufficiency responses to maximize water conservation and enhance water quality.

I. The Applicant shall obtain water from the City subject to the City's rate resolutions and ordinances. The Applicant shall enter into an agreement with the City addressing the timing and funding of potable water and nonpotable water infrastructure projects that are needed to support the DRI.

J. A distribution system for nonpotable water (i.e., storm water, surface water and reclaimed water) shall be installed concurrently with both residential and nonresidential development within the DRI. The Applicant and the City shall enter into an agreement addressing the timing and funding of the nonpotable water system. The nonpotable distribution system shall be developed parallel to and concurrently with the potable water distribution system for utilization. All irrigation systems installed in the development shall be designed to accept nonpotable water.

9. Wastewater Management.

A. Development of the DRI shall proceed concurrent with the provision of adequate central sewer service meeting the adopted level of service standards in the City Comprehensive

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Plan. The Applicant shall enter into an agreement with the City addressing responsibility for the design, construction and funding of central sewer lines to service the DRI.

10. Stormwater Management.

- A. The stormwater management system shall be designed as a stormwater reuse system, when feasible, to maximize the amount of surface water that will be available for irrigation needs throughout the development.
- B. The Applicant will employ best management practices for erosion and turbidity control.
- C. Low Impact Development (LID) techniques are recommended for the stormwater system to the extent allowed by the SJRWMD. Consultation with the Program for Resource Efficient Communities at the University of Florida’s Institute for Food and Agricultural Services is recommended.
- D. The Kelly Park Crossing DRI shall comply with applicable provisions of the City’s Landscape and Irrigation Ordinance No. 2069.

11. Energy & Technology.

- A. Development within the DRI shall comply with the City’s natural gas ordinance that is being developed. This requirement shall not be used to prohibit development until an ordinance is adopted. Any site plan or subdivision plan submitted within Kelly Park Crossing prior to such adoption will be vested from this ordinance.

- 12. Solid Waste.** Development within the DRI shall occur consistent with the adopted level of service standards for solid waste identified in the City Comprehensive Plan. The handling,

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storage, transportation and disposal of any hazardous materials within the DRI will comply with local, state, and federal rules, regulations and laws. All users, generators and operators within the DRI property shall be required to adhere to all federal, state and local laws, codes, ordinances, rules and regulations with respect to the use, management and disposal of hazardous waste.

- 13. Fire, Police, EMS.** Police, fire and EMS service will be provided by the City. This condition does not preclude the application of interlocal agreements for mutual support.

The Applicant and the City shall enter into a binding developer's agreement to address the provision of fire, police, and EMS services for Kelly Park Crossing DRI, prior to the approval of the first Incremental Rezoning. Fire/Police/EMS Facilities sites constitutes an Institutional use for purposes of the development program at Condition 2.

- 14. Affordable Housing.** The Affordable Housing Analysis prepared for the Kelly Park Crossing DRI ADA using the approved ECFRPC methodology concluded that affordable housing will be available at the conclusion of Phase 1. Additional studies shall be conducted for all future phases prior to their commencement. If the ECFRPC methodology is applied, compliance with the ECFRPC methodology shall also mean meeting the requirements to appropriately mitigate impacts for each phase as identified in said methodology. The Kelly Park Crossing DRI can mitigate for very low and/or low affordable housing deficiencies with accessory dwelling units only if found by the City to be consistent with existing zoning requirements and supporting land development regulations.

- 15. Education.** The Kelly Park Crossing DRI shall enter an agreement with the Orange County School Board to address school capacity needs created by the DRI.

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16. Transportation.

- a. The Kelly Park Crossing DRI shall be divided into the following vehicular traffic phases based on reaching any of the following thresholds or years, as indicated below.

Phase & Year	Daily Trips	Daily Trips Cumulative	External* Daily Trips	External* Daily Trips Cumulative	Peak Hour Trips	Peak Hour Trips Cumulative	External* Peak Hour Trips	External* Peak Hour Trips Cumulative
<u>Phase 1</u> <u>2023</u>	17,907**	17,907	16,121	16,121	1,497	1,497	1,332	1,332
<u>Phase 2</u> <u>2028</u>	58,868	76,775	46,078	62,199	5,979	7,476	5,089	6,421
<u>Phase 3</u> <u>2033</u>	40,708	117,483	32,375	94,574	4,215	11,691	3,507	9,928
<u>Phase 4</u> <u>2038</u>	21,041	138,521	47,388	141,962	2,533	14,224	2,153	12,081

External trips reflect anticipated internalization reductions but not passer-by reductions

Phase 1 shall be 17,907 daily trips. Mitigation for phase 1 development must be secured by a development agreement prior to commencement of phase 1 development. Subsequent to phase 1 but prior to the initiation of each phase thereafter as identified in the preceding paragraph, the Applicant shall conduct a monitoring/modeling (M&M) program. This program shall ascertain the Level of Service (“LOS”) on facilities where the pending phase of (starting with phase 2) Kelly Park Crossing DRI is estimated to contribute an amount of traffic greater than or equal to five percent (5%) of the adopted LOS service volume. The methodology of the M&M program shall be agreed upon by the City, the ECFRPC, Orange County, Lake County, the Florida Department of Transportation (“FDOT”), and the Florida Department of Economic Opportunity and the Applicant. The depth of each M&M effort shall be similar to that required

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within an ADA (to include all subsequent phases for projected roadway adversity testing) but shall be consistent with the requirements of the City Concurrency Management Systems (if in effect) as it relates to facilities within that jurisdiction. Empirical data will be required to be collected for the M&M program on facilities where it is estimated that the DRI contributes an amount of traffic greater than or equal to five percent (5%) of the adopted LOS maximum service volume. This may include an origin-destination survey to verify DRI trip distribution on the external roadway network no earlier than seventy-five percent (75%) through any applicable Phase. The origin-destination survey shall also verify the percentage of DRI trips that travel on the Wekiva Parkway. A trip generation and internal capture study shall be performed to verify trip generation and internal capture assumptions for the development. In the event that all parties cannot come to agreement on the methodology, the ECFRPC, FDOT, the City, Orange County and Lake County shall be the final arbiters. The City's decision shall be final as it relates to its facilities; if required by law, the FDOT's decision shall be final on the strategic intermodal system; Orange County's decision shall be final on Orange County facilities; Lake County's decision shall be final on Lake County facilities; and the ECFRPC's decisions shall be final as it relates to all other facilities. Each M&M program shall provide a roadway needs analysis for each future phase as well as the phase being tested for mitigation requirements.

The facilities to be monitored/modeled for the next phase shall include, but shall not be limited to, those segments of the regional roadways listed below and one segment beyond where the Kelly Park Crossing DRI phase is estimated to contribute a cumulative amount of traffic greater than or equal to five percent (5%) of the adopted LOS service volume. The analyzed

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facilities will include signalized intersections and link analyses of collector and higher classified roadways and interchange ramps.

The City, the ECFRPC, Orange County, Lake County, FDOT, and DEO shall have the right to make reasonable requests for additional information from the Applicant to verify adherence to these provisions. The Applicant shall supply adequate information toward compliance with these requirements.

Candidate Roadways for Monitoring and Modeling

Roadway Facility	From	To
US 441	CR 473	Bradshaw Road
SR 46	US 441	CR 437 north
SR 429 (Expressway)	Florida's Turnpike	Apopka Bypass (John Land Expressway)
Wekiva Parkway	SR 429	Interstate 4
CR 435 (Rock Springs Road)	Kelly Park Road	Sandpiper Road
CR 435 (Park Avenue)	Sandpiper Road	Cleveland Street
CR 435 (Clarcona Road)	Cleveland Street	Clarcona-Ocoee Road
CR 437	CR 44A	Orange-Lake County Line
Plymouth – Sorrento Road	Orange-Lake County Line	US 441
Welch Road	Vick Road	Wekiva Springs Road
Binion Road/Orange Avenue	Apopka Ocoee Road	US 441
Errol Parkway	Lake Francis Drive	Lake Arden Drive
Golden Gem Road	Kelly Park Road	Ponkan Road
Haas Road	Plymouth Sorrento Road	Mt. Plymouth Road
Jason Dwelley Parkway	Kelly Park Road	Ponkan Road
Kelly Park Road	Round Lake Road	Rock Springs Road
Lake Francis Drive	Schopke Lester Road	Vick Road
Lester Road	Schopke Road	Plymouth Sorrento Road
Mt. Plymouth Road	Kelly Park Road	Lake County Line
CR 435	Orange County Line	SR 46
Ondich Road	Round Lake Road	Plymouth Sorrento Road
Ponkan Road	Orange Blossom Trail	Rock Springs Road
Round Lake Road	Ponkan Road	Wolf Branch Road

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Sadler Avenue	Lake County Line	Orange Blossom Trail
Sadler Avenue/Sadler Road	Orange Blossom Trail	Round Lake Road
Vick Road	Old Dixie Highway	Ponkan Road
Wolf Branch Road	US 441	CR 437
Yothers Road	US 441	Plymouth Sorrento Road

- b. The Kelly Park Crossing DRI shall not commence beyond Phase 1 (as defined herein) into Phase 2 or into subsequent phases when service levels are below the minimum service level adopted in the applicable local government’s comprehensive plan during the peak hour and if the DRI is projected to contribute with the next phase of traffic, five percent (5%) of the adopted LOS service volume of the roadway or intersection unless mitigation measures and/or improvements are secured and committed for completion of construction during the phase in which the impacts occur. Backlogged facilities shall be exempt from mitigation requirements. This shall be determined by the M&M program required in the preceding condition. The schedule of required roadway improvements shall be tied to the development level when the improvement is needed within each phase. The Development Order shall be amended to incorporate the required improvements and the commensurate trip level by which the improvement is needed to support DRI development.
- c. Adequate “secured and committed” mitigation measures shall include one of the following:
- i. A roadway improvement scheduled for construction within the first three (3) years of the appropriate local government’s adopted comprehensive plan capital improvement element (or as otherwise provided in the applicable jurisdiction’s capital improvement element) or; a roadway improvement scheduled for

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- construction within the first three (3) years of the FDOT's five-year Work Program.
- ii. A binding, financially secured and irrevocable commitment by the Applicant or other appropriate persons or entities for the design, engineering, land acquisition and actual construction of the necessary improvements coupled with the posting of a cash bond, surety bond, irrevocable letter of credit, escrow account or other security in a form acceptable to the agency of jurisdiction within the next three (3) years and incorporated by reference into the development order.
 - iii. Any other mitigation option specifically provided for in this development order.
 - iv. Any other mitigation option permitted by law, including but not limited to a local government development agreement consistent with Chapter 163, Florida Statutes, which ameliorates the projected impact and is incorporated into the DRI Development Order by amendment.
 - v. A proportionate share agreement provided by the Applicant with the City and the jurisdiction or agency whose roadway is impacted, pursuant to Rule 9J-2.045, F.A.C., and Chapter 380.06(15)(e), or Section 163.3180(5)(h)3., Florida Statutes, if applicable at time of agreement.
- d. The above mitigation measures shall occur by the required threshold in order for the DRI to proceed through the balance of the applicable phase. If the Applicant can demonstrate that a portion of a phase does not adversely affect the Regional Roadway network as determined by the M&M tests discussed above, then the Applicant may proceed with that portion of the phase (and only that portion).

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- e. In the event that a roadway widening is identified which is not compatible with adopted policy of the FDOT or local government (e.g., constrained), the Applicant, the City, or the party having either maintenance or jurisdictional responsibility for the facility, shall determine alternate mitigation solutions to provide for the movement of people.
- G. Toward the achievement of the objectives in the two preceding conditions, an agreement(s) among the City, Orange County, Lake County, the FDOT, the OOCEA and the Applicant may be created to address and clarify such issues related to equity in the application of collected fees for transportation improvements. In such an event, application of fees shall be applied in a manner consistent with the appropriate rules adopted by the State of Florida or by existing interlocal agreements. However, such an agreement would not alter or waive the provisions and requirements of the other conditions of the Development Order as a mitigated measure for the transportation impacts for the Kelly Park Crossing DRI. In the event that one of the designated parties to the agreement (other than the Applicant) fails to execute said interlocal agreement(s) within the specified time, then the Applicant may proceed with the DRI based upon the modeling M&M schedule and all other recommendations specified herein as it affects the non-participating party. Separate agreements may be entered into with one or more parties and the Applicant.
- H. The following table lists the Phase 1 improvement needs required to mitigate the DRI's intersection impacts during Phase 1. The City and the Applicant shall enter into a proportionate share agreement which addresses the improvement costs, timing of mitigation payments, the option of pipelining proportionate share mitigation fees, and

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adequate provisions for transportation impact fee credits against proportionate share and mitigation fees.

Phase 1 Intersection Improvement Needs

Roadway/Intersection	Proposed Improvement
SR 46 at CR 437 South	Provide a NB right-turn lane
US 441 at Sadler Avenue	Provide EB and WB left-turn lanes
US 441 at Plymouth-Sorrento Road	Re-stripe to provide an EB and WB auxiliary through lane along US 441. Restripe SB approach to provide an exclusive SB right-turn and shared SB lane for left and right-turns.
Kelly Park Road at Round Lake Road	Add WB right-turn lane.
Kelly Park Road at Plymouth-Sorrento Road	Add EB left-turn lane and re-time signal
Ponkan Road at Plymouth-Sorrento Road	Add NB left-turn lane and re-time signal

- I. The following list of improvements has been identified as the result of significant and adverse impacts from the Kelly Park Crossing DRI. It is anticipated that these will be refined by the M&M process prior to each phase. Since widening of roadways may not be compatible with state and local plans, transit operations or alternate parallel facility improvements should also be considered. A timeframe and responsible party for the implementation of the following improvements, as amended by the M&M program, shall be identified at the beginning of each phase.

Phase 2 (2020)			
Roadway	From	To	Improvement Need
US 441	Yothers Road	Hermit Smith Road	6 Lane Divided
	Plymouth Sorrento Road	Park Avenue	6 Lane Divided
SR 46	Vista View	Round Lake Road	4 Lane Divided

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	CR 437 South	CR 437 North	4 Lane Divided
Welch Road	Vick Road	Rock Springs Road	4 Lane Divided
Golden Gem Road	Kelly Park Road	Ponkan Road	4 Lane Divided
Kelly Park Road	Golden Gem Road	Plymouth Sorrento Road	4 Lane Divided
Round Lake Road	Orange County Line	Wolf Branch Road	4 Lane Divided
Phase 3 (2025)			
US 441	SR 19/Duncan Drive	US 19/Bay Street	8 Lane Divided Equivalent
	Donnelly Street	Wolf Branch Road	6 Lane Divided
	Yothers Road	Bradshaw Road	6 Lane Divided
SR 46	US 441	Round Lake Road	4 Lane Divided
	CR 437 South	CR 437 North	4 Lane Divided
SR 429 (Expressway)	Florida's Turnpike	Plant Street	6 Lane Expressway
CR 435/Park Avenue	Orange Street	US 441	6 Lane Divided
CR 435/Clarcona Road	Keene Road	Clarcona-Ocoee Road	4 Lane Divided
Welch Road	Vick Road	Rock Springs Road	4 Lane Divided
Golden Gem Road	Kelly Park Road	Ponkan Road	4 Lane Divided
Kelly Park Road	Golden Gem Road	Jason Dwelley Parkway	4 Lane Divided
Round Lake Road	Orange County Line	Wolf Branch Road	4 Lane Divided
Sadler Road	Lake County Line	Round Tree Road	4 Lane Divided
Vick Road	Welch Road	Lake Francis Drive	4 Lane Divided
Wolf Branch Road	US 441	Britt Road	4 Lane Divided
Phase 4 (2030)			
US 441	CR 473	Old US 441	8 Lane Divided Equivalent
	SR 19/Duncan Drive	Donnelly Street	8 Lane Divided Equivalent
	Donnelly Street	Sadler Road	6 Lane Divided
	Yothers Road	Bradshaw Road	6 Lane Divided
SR 46	US 441	Round Lake Road	4 Lane Divided
	CR 437 South	CR 437 North	4 Lane Divided
SR 429 (Expressway)	Florida's Turnpike	Apopka Bypass	6 Lane Expressway
	Kelly Park Road	Rock Ridge Boulevard	6 Lane Divided

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CR 435/Rock Springs Road	Welch Road	Sandpiper Road	6 Lane Divided
CR 435/Park Avenue	US 441	M Gladded Boulevard	4 Lane Divided
CR 435/Clarcona Road	Cleveland Street	Clarcona-Ocoee Road	4 Lane Divided
CR 437	SR 44	Orange County Line	4 Lane Divided
Welch Road	Vick Road	Ustler Road	4 Lane Divided
Golden Gem Road	Kelly Park Road	Ponkan Road	4 Lane Divided
Kelly Park Road	Round Lake Road	Jason Dwelley Parkway	4 Lane Divided
Kelly Park Road	Mt. Plymouth-Sorrento Road	Rock Springs Road.	4 Lane Divided
CR 435	Orange County Line	Dubstead Drive	4 Lane Divided
Round Lake Road	Kelly Park Road	Wolf Branch Road	4 Lane Divided
Sadler Road	Lake County Line	Round Tree Road	4 Lane Divided
Vick Road	Welch Road	Lester Road	4 Lane Divided
Wolf Branch Road	US 441	Britt Road	4 Lane Divided

J. If the modeling M&M results as set forth above show that improvements must be made to roadway facilities, and if mitigation is not provided as set forth in these conditions or as otherwise required pursuant to Rule 9J-2.045(7), then prior to any construction of future phases and subject to the provisions of Chapter 380.06(15)(e), Florida Statutes, the Applicant, the City and the entity with jurisdiction over the roadway facility may enter into an agreement which ensures that:

- i. proportionate share payment is made by the Applicant to the appropriate entity(ies) to mitigate DRI impacts; and
- ii. said proportionate share payment shall be used by the appropriate entity only for the design, engineering, right-of-way purchase, permitting and/or construction of improvement to the segments/intersections for which the payment is made; and

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- iii. said proportionate share payment by the Applicant constitutes adequate provision for the public facilities needed with respect to the road segments to accommodate the impacts of the DRI through the phase for which the proportionate share was calculated, as required by Chapter 380.15(e)(2), Florida Statutes. All such proportionate share agreements shall be included in this Development Order by amendment pursuant to Chapter 380.06(19), Florida Statutes. The formula to be used to determine proportionate share contribution is as follows:

$$\frac{\text{(DRI Trips)}}{\text{SV Increase}} \times \text{Cost} = \text{Proportionate Share}$$

- iv. For this formula, DRI Trips is the cumulative number of trips from the development expected to reach the roadway during the peak hour from the phase under development. Service Volume (“SV”) increase is the change in peak hour maximum service volume of the roadway resulting from construction of the improvement necessary to maintain the desired level of service; and Cost of Improvement is the cost (at the time of Applicant’s payment) of constructing an improvement necessary to maintain the desired level of service, including all improvement associated costs (engineering design, right-of-way acquisition, planning, engineering, inspection and other associated physical development costs directly required and associated with the construction of the improvement) as determined by the governmental agency having maintenance obligations over the roadway. Transit service and facilities shall be considered in the proportionate share calculations.
- v. Pursuant to COMMUNITY PLANNING ACT OF 2011 (2011-139 F.S.), the proportionate share provisions above shall be reexamined to address the provisions

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contained therein, and, in the event of a conflict, the Statute shall prevail. Nothing in this development order shall require the Applicant to fund improvements when such funding is inconsistent with the provisions of Florida Statute or Florida Administrative Code. Should an agency disagree with an exemption allowed by the City under this paragraph, the final arbiter on interpreting the Act shall be the DEO.

- K. Notwithstanding any provision contained herein to the contrary, except as specifically agreed to in writing, the City and the entity with jurisdiction over the roadway facility shall have no financial responsibility to contribute to or participate in the funding of the design, engineering, permitting and/or construction of roadway improvements unless otherwise required to do so by State law.
- L. The M&M required prior to each phase or subphase shall be used to verify impacts from previous phases and to more accurately estimate probable impacts from later phases. The M&M program undertaken prior to Phase 2 shall also assess full buildout. If necessary, the proportionate share amount will be adjusted to reflect actual impacts from a phase and the more accurate information, which will result from the estimates for later phases. If it is verified that the roadway improvements mentioned above are still needed, then the DRI shall not proceed into later phases until either the proportionate share payment is made or the needed improvements are scheduled for construction in the applicable entities' work program within the first three (3) years from the date when impacts are estimated to be significant and adverse. Pursuant to the COMMUNITY PLANNING ACT OF 2011, the requirements above shall be reexamined to address the provisions contained therein. In the event that the Act (COMMUNITY PLANNING ACT OF 2011) addresses the mitigation

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of transportation impacts in a different manner than those options provided herein, the Applicant may elect to utilize the options afforded by the Act.

- M. Student enrollment for the community college shall initially be limited to 1,866 students. However, if the demand for additional enrollment is established in the future, the conversion matrix may be applied to convert from another use such that the peak-hour peak-direction trips for the current phase of the Kelly Park DRI are not increased.
- N. The Kelly Park DRI shall not proceed with any portion of the development program that would result in DRI trips above the threshold identified for Phase 1 until the Wekiva Parkway toll facility is constructed and operational. In the event that construction of the Wekiva Parkway is terminated or delayed indefinitely, additional local and state review and approvals will be required for any portion of the DRI beyond Phase 1 to reevaluate impacts and the viability of future development phases.
- O. If the parties cannot reach agreement independently prior to the date when impacts are estimated to be significant and adverse, or if so desired by the parties at any time, then the issues in dispute shall be submitted to the ECFRPC for either voluntary mediation pursuant to its adopted dispute resolution process or to binding arbitration pursuant to the rules and procedures of the American Arbitration Association (“AAA”) unless otherwise agreed by the parties in dispute. The solutions recommended as a result of this process shall be implemented and the Development Order amended pursuant to Chapter 380.06(19), Florida Statutes, to include these solutions.
- P. In order to provide safe access and to preserve operational capacity, the need for deceleration lanes shall be determined by the appropriate permitting agencies and if required, installed by the Applicant. The Applicant and the appropriate permitting agencies

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shall confirm the need for and the cost of signalization at the DRI entrances consistent with policies of the City and the appropriate permitting agencies. Signal costs and geometric improvements at DRI entrances are the financial responsibility of the Applicant through DRI buildout unless other traffic warrants such signalization or improvements in advance of DRI demand or other nearby development contributes traffic to the subject intersection, in which case, the Applicant may pay an appropriate fair share for signalization costs as determined by the City.

- Q. The development plan will include multiple roadways through the Kelly Park Crossing DRI in order to provide adequate capacity, to provide alternative routes and to lessen the impacts to community cohesiveness.
- R. To reduce the impacts on arterial roads, the Kelly Park Crossings DRI will include a gridded and connected street network and shall restrict cul-du-sacs and dead end streets except as may be provided in Condition 4, Option B, of this development order. The DRI will connect to existing and future street networks on and off site when practical as determined by the City in conjunction with Orange County. The applicant will not be required to purchase additional property(ies) to implement this condition. Nothing in this recommendation is intended to preclude the Applicant from developing a use where a campus is desired without a grid network, or in the event that a grid network would create otherwise unnecessary environmental impacts to wetlands or upland preserve areas.
- S. The Applicant shall cooperate with LYNX to identify the need and confirm the steps necessary to implement the following:
- i. By Phase 3, identify a potential location for a 200 space park and ride lot proximate to the Wekiva Parkway and Kelly Park Road interchange, which may be shared with

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- commercial uses.
- ii. Coordinate with LYNX and Kelly Park Crossing DRI businesses to promote workplace flextime strategies.
 - iii. Reserve sites with adequate size and accessibility for future transit routes, stops and amenities (passenger shelters, transit parking bays and parking spaces for vanpool vehicles) in the development area. During the design, the Applicant shall consult the Lynx Central Florida Mobility Design Manual available at www.golynx.com under publications.
 - iv. Preferential parking for employees who participate in ridesharing programs.
 - v. Financial assistance to provide a route to the site once LYNX and the City determine that ridership levels justify such a connection to the system. Said financial contribution shall be based on a proportionate share of ridership to or from the Kelly Park Crossing DRI, to the extent allowed by law.
 - vi. Coordinate with FDOT's ReThink program (www.rethinkyourcommute.com) in order to increase the modal split of the DRI.
 - vii. Should the Orange Blossom Express (along the US 441 corridor through Apopka) become operational for rail transit, the Applicant shall assess actions to facilitate ridership on the system, including but not limited to shuttle operations to and from the nearest station during peak traffic hours.
- T. In the interest of safety, and to promote alternative forms of transportation, the Applicant shall provide the following bicycle and pedestrian systems:
- i. The on-site bicycle systems shall be connected into any external bicycle systems abutting the Kelly Park Crossing DRI and existing at the time of construction within

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- the DRI, and shall anticipate the connection to the Wekiva Trail.
- ii. Bicycle and pedestrian facilities shall adhere to minimum state standards as contained in the Florida Bicycle Facilities Planning and Design Handbook.
 - iii. Provided that there is no conflict with the City’s adopted Form Based Code, covered walkways shall be designed into the front of non-residential structures to the maximum extent practicable, but such provision shall not be construed so as to create a mandatory design element, but to create a heightened sensitivity to ensuring cover from the elements for pedestrians.
 - iv. In all areas of the Kelly Park Crossing DRI where cycling will be accomplished on both sidewalk/bikeways and streets, appropriate signage identifying bike routes shall be installed.
 - v. Special consideration shall be given to bikeways connecting neighboring residential areas to employment and commercial areas and schools.
 - vi. Bicycle support facilities, such as parking racks and/or lockers, shall be provided at commercial areas and work areas.
 - vii. DRI roadways and improvements to area roadways approaching the site are recommended to incorporate bicycle and pedestrian facilities.

17. Historical and Archaeological Sites. The Applicant, or any other subsequent developers developing within the DRI, shall notify, or ensure the notification of construction personnel, through posted advisories or other methods, of the potential for artifact discoveries on the Kelly Park Crossing DRI site and to report suspected findings to the DRI manager. In the event of discovery of artifacts of historic or archaeological significance during construction, the Applicant and/or subsequent developers shall immediately halt any construction activity within

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one hundred fifty (150) feet of the location of any discovery that has the potential to adversely affect the archeological find; and will, within three (3) business days of the discovery of artifacts notify the City and the Division of Historical Resources (“DHR”) of the Florida Department of State. Thereafter, the Applicant will coordinate the evaluation of the artifacts with review agencies and provide any professional assistance necessary to document, relocate, preserve or conserve the site and/or physical artifacts; provide proper protection of the discovery in accordance with applicable law; and provide a written report to the agencies listed above documenting the results of the site evaluation and mitigation/preservation actions proposed or completed. The process and actions described above shall not extend beyond one hundred twenty (120) days to allow evaluation of the site, and, thereafter, the Applicant may continue with development.

18. Green Development Standards. The Kelly Park Crossing DRI shall meet the standards of any of the following: the US Green Building Council’s (USGBC) Leadership in Energy and Environmental Design (LEED) rating system, the Florida Green Building Coalition (FGBC), the Green Building Initiative’s Green Globes program or any other nationally recognized, green building system that is approved by the Department of Management Services (DMS). The Kelly Park Crossing DRI shall at a minimum, meet Energy Star standards for all development.

19. Outdoor Lighting. Appropriate “dark skies” measures shall be implemented in all new construction except in areas proximate to the interchange area, provided that acceptable public safety and security are maintained. Actions to direct lights downward and away from existing rural areas may be based upon the Model Lighting Ordinance Users Guide from the

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Illuminating Engineering Society. These provisions may be accessed at http://docs.darksky.org/MLO/MLO_FINAL_June2011.pdf.

- 20. Monitoring Official and Procedures.** The City Administrator, or his or her designee, shall be responsible for monitoring the development and enforcing the provisions of this Development Order. The City shall not issue any permits or approvals or provide any extensions of services if the Applicant fails to comply with this Development Order. This Development Order will be enforced by the City of Apopka through implementation of its adopted Comprehensive Plan, Land Development Code, Code Enforcement by the designated Zoning Official of the City, pursuant to the provisions of Section 380.11, Florida Statutes, or as otherwise provided by law.
- 21. Phasing and Buildout.** The Kelly Park Crossing DRI is to be developed as a four-phase project as described in the table below. The projected buildout date for all DRI development is December 31, 2038. The Applicant shall commence physical development of five percent (5%) of Phase 1 of the DRI (e.g. one hundred seventy-two (172) [residential units, commercial square footage, etc.] or equivalent number of PM peak-hour external trips) within twelve (12) years after the effective date of this Development Order, otherwise this Development Order shall expire. Should the Applicant donate property to the City for an institutional use (e.g. fire station, police station, City Hall Annex, etc.) the maximum FAR allowed under the adopted comprehensive plan shall be assigned to the parcel and the square footages resulting from this analysis shall be applied to the 5% of phase 1 referenced herein. Alternatively, should the applicant commence construction on the spine road from Kelly Park Crossing to Ondich Road within ten years of the effective date of this development order then the five percent threshold

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shall have been met. The Applicant and the City estimate that approximately twenty (20) years will be required to complete the development described herein once development has commenced.

Since adoption of the Form Based Code (FBC) is required and since the applicant is prohibited from proceeding with project development until such time of its adoption, the City and the applicant agree that the dates contained herein may be adjusted to reflect the FBC adoption date. Commencement shall be the date of adoption of the FBC. Expiration is estimated to be 20 years from commencement, with four five year phases in between. No further amendments to this development order will be necessary to adjust the commencement, phase, down zoning, or expiration dates made in order to adjust to the Form Based Code's adoption.

Development within a given phase of Kelly Park crossing may occur anywhere within the project so long as the conditions of this development order are met and said development has obtained all other necessary approvals and permits.

22. Biennial Reporting Requirement. In accordance with Chapter 380.06(18), Florida Statutes, the Applicant, its successors or assigns, shall submit a biennial report on or before the two year anniversary date of this Development Order and in every other or second year thereafter during the buildout of the DRI (the "Biennial Report"). The Biennial Report shall be submitted to the City, the ECFRPC, the DCA (or successor agency, as applicable), the SJRWMD and all affected agencies formally requesting copies of the same in writing to the Applicant. The contents of the Biennial Report shall comply with the relevant conditions of

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approval of this Development Order, Chapter 380.06(18), Florida Statutes, Rule 9J-2.025(7), F.A.C, and any and all other and further information required under applicable law. The Biennial Report shall include a statement that all persons/agencies listed above or otherwise entitled to receive the Biennial Report have been sent copies and the failure to timely submit the Biennial Report may subject the Applicant and the Kelly Park Crossing DRI to the temporary suspension of this Development Order in accordance with Chapter 380.06(18), Florida Statutes. In each biennial report the Applicant shall provide information and documentation as to how and in what manner the DRI is striving to meet and/or is meeting the foregoing energy goals.

23. Downzoning Protection. In accordance with Section 380.06(15), Florida Statutes, the DRI, as approved in this Development Order, shall not be subject to downzoning, unit density reduction, or intensity reduction before December 31, 2038, as such date may be extended, unless the Applicant consents to such change, or the City demonstrates that substantial changes in the conditions underlying the approval of the Development Order have occurred or unless the City demonstrates that the Development Order was based on substantially inaccurate information provided by the Applicant or unless the change is clearly established by the City to be essential to the public health, safety, or welfare.

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Glossary of Acronyms Used

AAA	American Arbitration Association
ACOE/USACOE	Army Corps of Engineers
ADA	Application for Development Approval
AM&M	Annual Monitoring & Modeling
BRT	Bus Rapid Transit
CCR	Codes, Covenants and Restrictions
CDD	Community Development District
CSDA	Critical Smoke Dispersal Area
DEO	Department of Economic Opportunity
DHR	Division of Historical Resources
DO	Development Order
DRI	Development of Regional Impact
ECFRPC	East Central Florida Regional Planning Council
ERP	Environmental Review Permit
FAC	Florida Administrative Code
FDEP	Florida Department of Environmental Protection
FDOT	Florida Department of Transportation
FWCC/FWC	Florida Fish and Wildlife Conservation Commission
FGBC	Florida Green Building Coalition
FIHS	Florida Intrastate Highway System
FLEPPC	Florida Exotic Pest Plant Council
USFWS/FWC	US Fish and Wildlife Service
HMP	Habitat Management Plan
LEED	Leadership in Energy and Environmental Design
LOS	Level of Service
MDA	Master Development Association

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M&M	Monitoring & Modeling
MMTD	Multimodal Transit District
MPO	Metropolitan Planning Organization
NOPC	Notification of a Proposed Change
OHW	Ordinary High Water
SFS	Sherman's fox squirrel
SHCA	Strategic Habitat Conservation Area
SJRWMD	St. Johns River Water Management District
SOAR	System Operation Assessment Report
SV	Service Volume
TMDL	Total Maximum Daily Load
TOD	Transit Oriented Development
USFWS/FWS	US Fish and Wildlife Service
USGBC	US Green Building Council

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EXHIBIT A PROPERTY DESCRIPTION

LEGAL DESCRIPTION:

SOUTH PARCEL:

A TRACT OF LAND LYING IN SECTION 13, TOWNSHIP 20 SOUTH, RANGE 27 EAST BEING THOSE LANDS DESCRIBED IN THE FOLLOWING DOCUMENTS RECORDED IN THE PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA: OFFICIAL RECORDS BOOK 9192, PAGE 3515; OFFICIAL RECORDS BOOK 9022, PAGE 4867; OFFICIAL RECORDS BOOK 7529, PAGE 1955; OFFICIAL RECORDS BOOK 6844, PAGE 562; AND OFFICIAL RECORDS BOOK 9022, PAGE 4561, SAID TRACT OF LAND BEING DESCRIBED AS FOLLOWS:

COMMENCE AT THE NORTHWEST CORNER OF SAID SECTION 13 FOR A POINT OF REFERENCE; THENCE RUN NORTH 89°53'56" EAST, ALONG THE NORTH LINE OF THE NORTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 30.00 FEET TO A POINT LYING ON THE NORTHERLY EXTENSION OF THE EAST RIGHT-OF-WAY LINE OF GOLDEN GEM ROAD, AS DESCRIBED IN OFFICIAL RECORDS BOOK 61, PAGE 315, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA; THENCE RUN SOUTH 00°29'41" WEST, ALONG SAID NORTHERLY EXTENSION LINE, 30.00 FEET TO THE POINT OF INTERSECTION OF THE AFORESAID EAST RIGHT-OF-WAY LINE OF GOLDEN GEM ROAD WITH THE SOUTH RIGHT-OF-WAY LINE OF KELLY PARK ROAD, AS DESCRIBED IN DEED BOOK 398, PAGE 190, PUBLIC RECORDS OF ORANGE COUNTY FLORIDA; THENCE RUN NORTH 89°53'56" EAST, ALONG SAID SOUTH RIGHT-OF-WAY LINE, AND ALSO ALONG THE SOUTH RIGHT-OF-WAY LINE OF KELLY PARK ROAD, AS DEPICTED ON THE MAPS OF ORANGE COUNTY ROAD BOND PROJECT 49E, PAGES 164 THROUGH 172, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA, A DISTANCE OF 1324.28 FEET TO THE NORTHWEST CORNER OF THE LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 4983, PAGE 3251, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA; THENCE RUN ALONG THE WESTERLY AND SOUTHERLY LINES OF SAID LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 4983, PAGE 3251 AND ALONG THE SOUTHERLY AND EASTERLY LINES OF THE LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 7106, PAGE 2430 THE FOLLOWING COURSES: SOUTH 00°04'09" EAST, PARALLEL WITH AND 30.00 FEET EAST OF, BY PERPENDICULAR MEASURE, THE WEST LINE OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 853.18 FEET; THENCE, RUN NORTH 89°34'22" EAST, PARALLEL WITH THE SOUTH LINE OF NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 160.19 FEET; THENCE RUN SOUTH 00°25'38" EAST, 30.00 FEET; THENCE RUN NORTH 89°34'22" EAST, PARALLEL WITH THE SOUTH LINE OF NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 476.14 FEET TO THE EAST LINE OF THE WEST ONE-HALF OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 13; THENCE RUN NORTH 00°21'13" WEST, ALONG THE EAST LINE OF THE WEST ONE-HALF OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 579.56 FEET TO A POINT LYING ON THE SOUTH LINE OF THE NORTH 330.00 FEET OF THE WEST ONE-HALF OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 13; THENCE RUN SOUTH 89°53'56" WEST, ALONG THE SOUTH LINE OF THE NORTH 330.00 FEET OF THE WEST ONE-HALF OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 66.00 FEET; THENCE RUN NORTH 00°21'13" WEST, PARALLEL WITH AND 66.00

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FEET EAST OF, BY PERPENDICULAR MEASURE, THE EAST LINE OF THE WEST ONE-HALF OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 300.00 FEET TO SAID SOUTH RIGHT-OF-WAY LINE OF KELLY PARK ROAD; THENCE RUN ALONG THE SOUTH RIGHT-OF-WAY LINE OF KELLY PARK ROAD, AS DEPICTED ON THE AFORESAID MAPS OF ORANGE COUNTY ROAD BOND PROJECT 49E, AND AS DESCRIBED IN DEED BOOK 398, PAGE 158, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA THE FOLLOWING COURSES:
 NORTH 89°53'56" EAST, 620.35 FEET TO THE POINT OF CURVATURE OF A CURVE CONCAVE NORTHERLY; THENCE RUN EASTERLY ALONG SAID CURVE, HAVING A RADIUS OF 5759.65 FEET, A CENTRAL ANGLE OF 01°04'20", AN ARC LENGTH OF 107.79 FEET, A CHORD LENGTH OF 107.79 FEET, AND A CHORD BEARING OF NORTH 89°21'46" EAST TO THE WEST LINE OF THE NORTHEAST QUARTER OF AFORESAID SECTION 13; THENCE RUN SOUTH 00°38'22" EAST, ALONG THE WEST LINE OF THE NORTHEAST QUARTER OF SAID SECTION 13, A DISTANCE OF 1.01 FEET; THENCE RUN NORTH 88°20'48" EAST, 678.92 FEET TO POINT LYING ON THE EAST LINE OF THE WEST ONE-HALF OF THE NORTHWEST QUARTER OF THE NORTHEAST QUARTER OF SAID SECTION 13; THENCE RUN SOUTH 00°26'23" EAST, ALONG THE EAST LINE OF THE WEST ONE-HALF OF THE NORTHWEST QUARTER OF THE NORTHEAST QUARTER AND ALONG THE EAST LINE OF THE WEST ONE-HALF OF THE SOUTHWEST QUARTER OF THE NORTHEAST QUARTER OF SECTION 13, A DISTANCE OF 2584.29 FEET TO THE NORTH LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 13; THENCE RUN NORTH 89°15'10" EAST, ALONG THE NORTH LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 13, A DISTANCE OF 669.79 FEET TO THE NORTHEAST CORNER OF THE NORTHWEST QUARTER OF SAID SOUTHEAST QUARTER; THENCE RUN SOUTH 00°20'17" EAST, ALONG THE EAST LINE OF THE NORTHWEST QUARTER OF THE SOUTHEAST QUARTER OF SECTION 13, A DISTANCE OF 1344.79 FEET TO THE SOUTHEAST CORNER OF SAID NORTHWEST QUARTER OF THE SOUTHEAST QUARTER; THENCE RUN SOUTH 88°58'18" WEST, ALONG THE SOUTH LINE OF SAID NORTHWEST QUARTER OF THE SOUTHEAST QUARTER, 1332.53 FEET TO THE EAST LINE OF THE SOUTHWEST QUARTER OF SECTION 13; THENCE RUN SOUTH 00°38'22" EAST, ALONG THE EAST LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 1351.30 FEET TO THE SOUTHEAST CORNER OF SAID SOUTHWEST QUARTER; THENCE RUN SOUTH 89°32'06" WEST, ALONG THE SOUTH LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 1356.70 FEET TO THE SOUTHWEST CORNER OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 13; THENCE RUN NORTH 00°29'50" WEST, ALONG THE WEST LINE OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER, AND THE WEST LINE OF THE NORTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 13, A DISTANCE 2147.97 FEET TO THE NORTH LINE OF THE SOUTH 800.00 FEET OF THE NORTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SAID SECTION 13; THENCE RUN SOUTH 89°23'39" WEST, ALONG THE NORTH LINE OF THE SOUTH 800.00 FEET OF THE NORTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 1321.35 FEET TO THE AFORESAID EAST RIGHT-OF-WAY LINE OF GOLDEN GEM ROAD; THENCE RUN NORTH 00°21'15" WEST, ALONG SAID EAST RIGHT-OF-WAY LINE, 544.71 FEET; THENCE RUN NORTH 00°29'41" EAST, ALONG SAID EAST RIGHT-OF-WAY LINE 2603.65 FEET TO THE POINT OF BEGINNING.

TOGETHER WITH,

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NORTH PARCEL:

A TRACT OF LAND LYING IN SECTIONS 11 AND 12, TOWNSHIP 20 SOUTH, RANGE 27 EAST, BEING THOSE LANDS DESCRIBED IN THE FOLLOWING DOCUMENTS RECORDED IN THE PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA: OFFICIAL RECORDS BOOK 9748, PAGE 6465; OFFICIAL RECORDS BOOK 9022, PAGE 3571; OFFICIAL RECORDS BOOK 9022, PAGE 4722; OFFICIAL RECORDS BOOK 6512, PAGE 3520; AND OFFICIAL RECORDS BOOK 9022, PAGE 4215, SAID TRACT OF LAND BEING DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHEAST CORNER OF SAID SECTION 11 FOR A POINT OF REFERENCE; THENCE RUN NORTH 00°27'50" WEST, ALONG THE EAST LINE OF SAID SECTION 11, A DISTANCE OF 30.00 FEET TO THE NORTH RIGHT-OF-WAY LINE OF KELLY PARK ROAD, AS DESCRIBED IN DEED BOOK 398, PAGE 158, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA FOR THE POINT OF BEGINNING; THENCE RUN SOUTH 89°12'25" WEST, ALONG SAID NORTH RIGHT-OF-WAY LINE, 1182.82 FEET TO THE WEST LINE OF THE LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 9748, PAGE 6465 AND ALSO THE EAST LINE OF THE LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 7171, PAGE 1402, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA; THENCE RUN NORTH 00°27'50" WEST, ALONG SAID WEST LINE, 2144.38 FEET TO THE NORTH LINE OF SAID LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 7171, PAGE 1402; THENCE RUN SOUTH 89°12'25" WEST, ALONG SAID NORTH LINE, 406.12 FEET TO A POINT LYING ON THE EAST LINE OF LOT 1, OCB ACRES, ACCORDING TO THE PLAT THEREOF, AS RECORDED IN PLAT BOOK 53, PAGE 82, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA; THENCE RUN NORTH 00°22'27" WEST, ALONG THE EAST LINE OF SAID LOT 1, A DISTANCE OF 0.41 FEET TO THE NORTHEAST CORNER OF SAID LOT 1; THENCE RUN SOUTH 89°15'33" WEST, ALONG THE NORTH LINE OF SAID LOT 1, A DISTANCE OF 1078.73 FEET TO THE WEST LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 11; THENCE RUN NORTH 00°17'05" WEST, ALONG SAID WEST LINE OF THE SOUTHEAST QUARTER, 498.24 FEET TO THE SOUTHEAST CORNER OF THE NORTHWEST QUARTER OF SAID SECTION 11; THENCE RUN SOUTH 89°30'17" WEST, ALONG THE SOUTH LINE OF THE NORTHWEST QUARTER OF SAID SECTION 11, A DISTANCE OF 1330.44 FEET TO THE SOUTHWEST CORNER OF THE EAST ONE-HALF OF SAID NORTHWEST QUARTER OF SECTION 11; THENCE RUN NORTH 00°07'41" WEST, ALONG THE WEST LINE OF SAID EAST ONE-HALF OF THE NORTHWEST QUARTER, 2239.19 FEET TO A POINT LYING ON THE SOUTH RIGHT-OF-WAY LINE OF ONDICH ROAD, AS DESCRIBED IN DEED BOOK 984, PAGE 314, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA, SAID POINT ALSO BEING ON A NON-TANGENT CURVE CONCAVE NORTHWESTERLY; THENCE RUN ALONG SAID SOUTH RIGHT-OF-WAY LINE AND ALONG THE SOUTH MAINTAINED RIGHT-OF-WAY LINE OF ONDICH ROAD THE FOLLOWING COURSES: THENCE, FROM A TANGENT BEARING OF NORTH 89°15'33" EAST, RUN NORTHEASTERLY ALONG SAID RIGHT-OF-WAY CURVE, HAVING A RADIUS OF 603.70 FEET, A CENTRAL ANGLE OF 44°59'58", AN ARC LENGTH OF 474.14 FEET, A CHORD LENGTH OF 462.05 FEET, AND A CHORD BEARING OF NORTH 67°23'06" EAST TO THE POINT OF TANGENCY; THENCE RUN NORTH 44°53'07" EAST, 69.20 FEET TO A POINT OF CURVATURE OF A CURVE CONCAVE SOUTHEASTERLY; THENCE, CONTINUING ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE, RUN NORTHEASTERLY ALONG SAID CURVE, HAVING A RADIUS OF 543.70 FEET, A CENTRAL ANGLE OF

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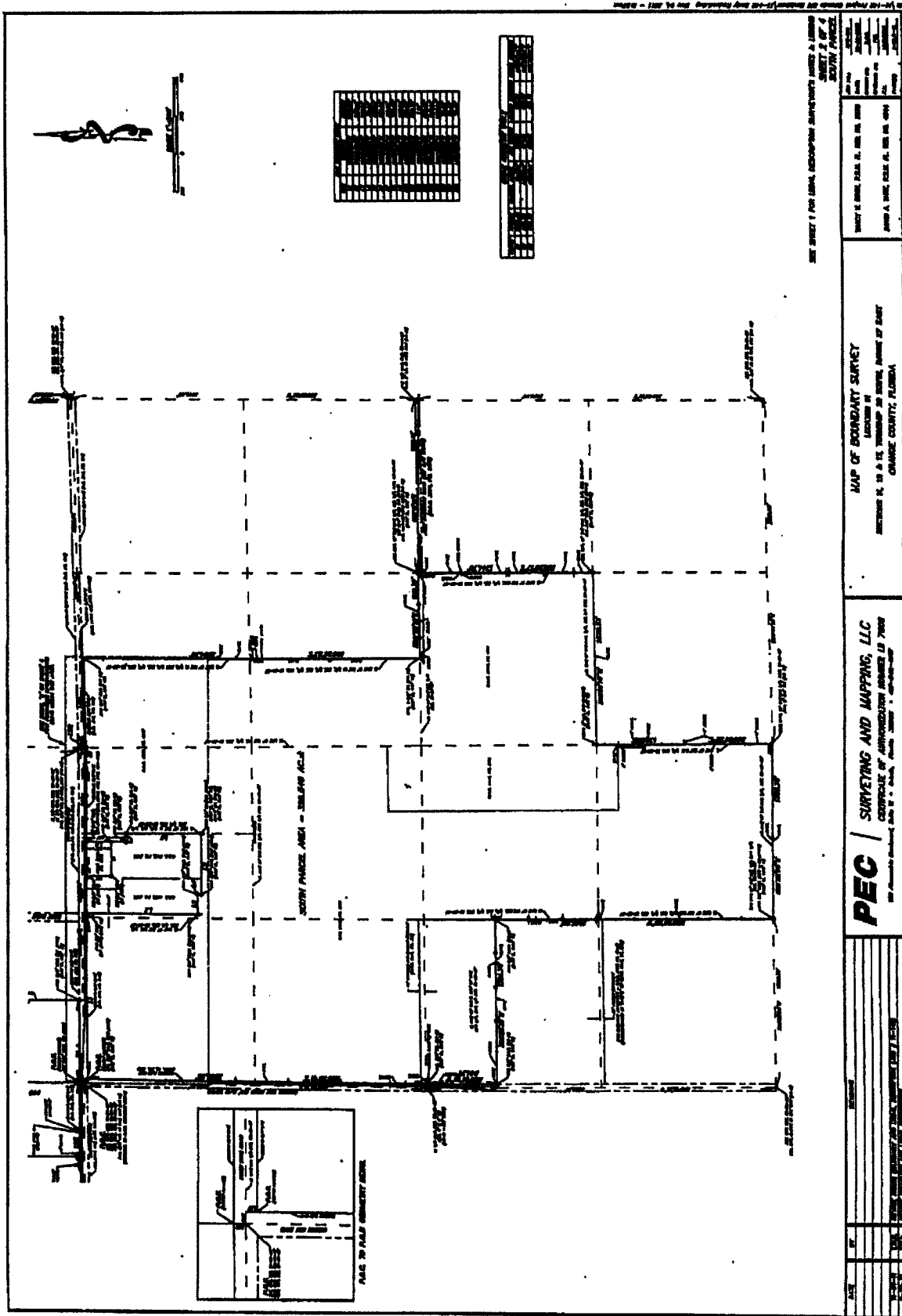
45°00'00", AN ARC LENGTH OF 427.02 FEET, A CHORD LENGTH OF 416.13 FEET, AND A CHORD BEARING OF NORTH 67°23'07" EAST TO THE POINT OF TANGENCY; THENCE RUN NORTH 89°53'07" EAST, 462.90 FEET TO THE WEST LINE OF THE NORTHEAST QUARTER OF AFORESAID SECTION 11; THENCE, CONTINUING ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE, RUN NORTH 89°08'52" EAST, PARALLEL WITH AND 30.00 FEET SOUTH OF THE NORTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 11, A DISTANCE OF 1328.91 FEET TO THE WEST LINE OF THE NORTHEAST QUARTER OF THE NORTHEAST QUARTER OF SAID SECTION 11; THENCE, DEPARTING THE AFORESAID SOUTH MAINTAINED RIGHT-OF-WAY LINE OF ONDICH ROAD, RUN SOUTH 00°22'34" EAST, ALONG THE WEST LINE OF THE NORTHEAST QUARTER OF THE NORTHEAST QUARTER AND THE WEST LINE OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER OF SAID SECTION 11, A DISTANCE OF 1960.23 FEET TO THE NORTHWEST CORNER OF THE SOUTHWEST QUARTER OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER OF SAID SECTION 11, SAID CORNER ALSO LYING ON THE NORTH LINE OF THE LANDS DESCRIBED IN OFFICIAL RECORDS 9022, PAGE 3571, PUBLIC RECORDS OF ORANGE COUNTY, FLORIDA; THENCE RUN ALONG THE NORTH LINE OF SAID LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 9022, PAGE 3571 THE FOLLOWING COURSES: NORTH 89°24'56" EAST, ALONG THE NORTH LINE OF THE SOUTHWEST QUARTER OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER AND ALONG THE NORTH LINE THE SOUTHEAST QUARTER OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER OF SAID SECTION 11, A DISTANCE OF 742.90 FEET; THENCE RUN SOUTH 00°28'01" EAST, 634.56 FEET; THENCE RUN NORTH 89°30'17" EAST, PARALLEL WITH AND 30.00 FEET NORTH OF, BY PERPENDICULAR MEASURE, THE SOUTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 11, A DISTANCE OF 589.09 FEET TO THE WEST LINE OF THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER OF THE NORTHWEST QUARTER OF AFORESAID SECTION 12; THENCE RUN NORTH 89°12'49" EAST, PARALLEL WITH AND 30.00 FEET NORTH OF, BY PERPENDICULAR MEASURE, THE SOUTH LINE OF THE NORTHWEST QUARTER OF SAID SECTION 12, DISTANCE OF 1313.70 FEET TO THE WEST MAINTAINED RIGHT-OF-WAY LINE OF EFFIE DRIVE; THENCE, DEPARTING THE NORTH LINE OF THE LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 9022, PAGE 3571, RUN SOUTH 00°02'47" EAST, ALONG SAID WEST MAINTAINED RIGHT-OF-WAY LINE, 15.00 FEET TO THE NORTH LINE OF THOSE LANDS DESCRIBED IN OFFICIAL RECORDS BOOK 6082, PAGES 1970 THROUGH 1972; THENCE RUN SOUTH 89°12'49" WEST, ALONG SAID NORTH LINE, BEING 15.00 FEET NORTH OF THE NORTH LINE OF THE AFOREMENTIONED SOUTHWEST QUARTER, BY PERPENDICULAR MEASURE, 1313.70 FEET TO THE WEST LINE OF SAID NORTHWEST QUARTER OF SAID SECTION 12; THENCE RUN SOUTH 89°30'17" WEST, PARALLEL WITH AND 15.00 FEET FROM, BY PERPENDICULAR MEASURE, THE NORTH LINE OF THE SOUTHEAST QUARTER OF SECTION 11, A DISTANCE OF 589.09 FEET TO THE WEST LINE OF THE EAST 589.09 FEET OF SAID NORTHEAST QUARTER OF SECTION 11; THENCE RUN SOUTH 00°28'01" EAST, ALONG SAID WEST LINE, ALSO BEING THE WEST LINE OF THE SAID LAND DESCRIBED IN OFFICIAL RECORDS BOOK 6082, PAGES 1970 THROUGH 1972, A DISTANCE OF 15.00 FEET TO THE NORTH LINE OF SAID SOUTHEAST QUARTER OF SAID SECTION 11; THENCE RUN SOUTH 00°27'50" EAST, ALONG SAID DESCRIBED WEST LINE, PARALLEL WITH AND 589.09 FEET FROM, BY PERPENDICULAR MEASURE, THE SAID EAST LINE OF SAID SECTION 11, A DISTANCE OF 1481.61 FEET TO THE SOUTH LINE OF THE NORTH 150.00 FEET OF THE EAST 589.09 FEET OF THE NORTHEAST QUARTER OF THE SOUTHEAST QUARTER OF THE SOUTHEAST

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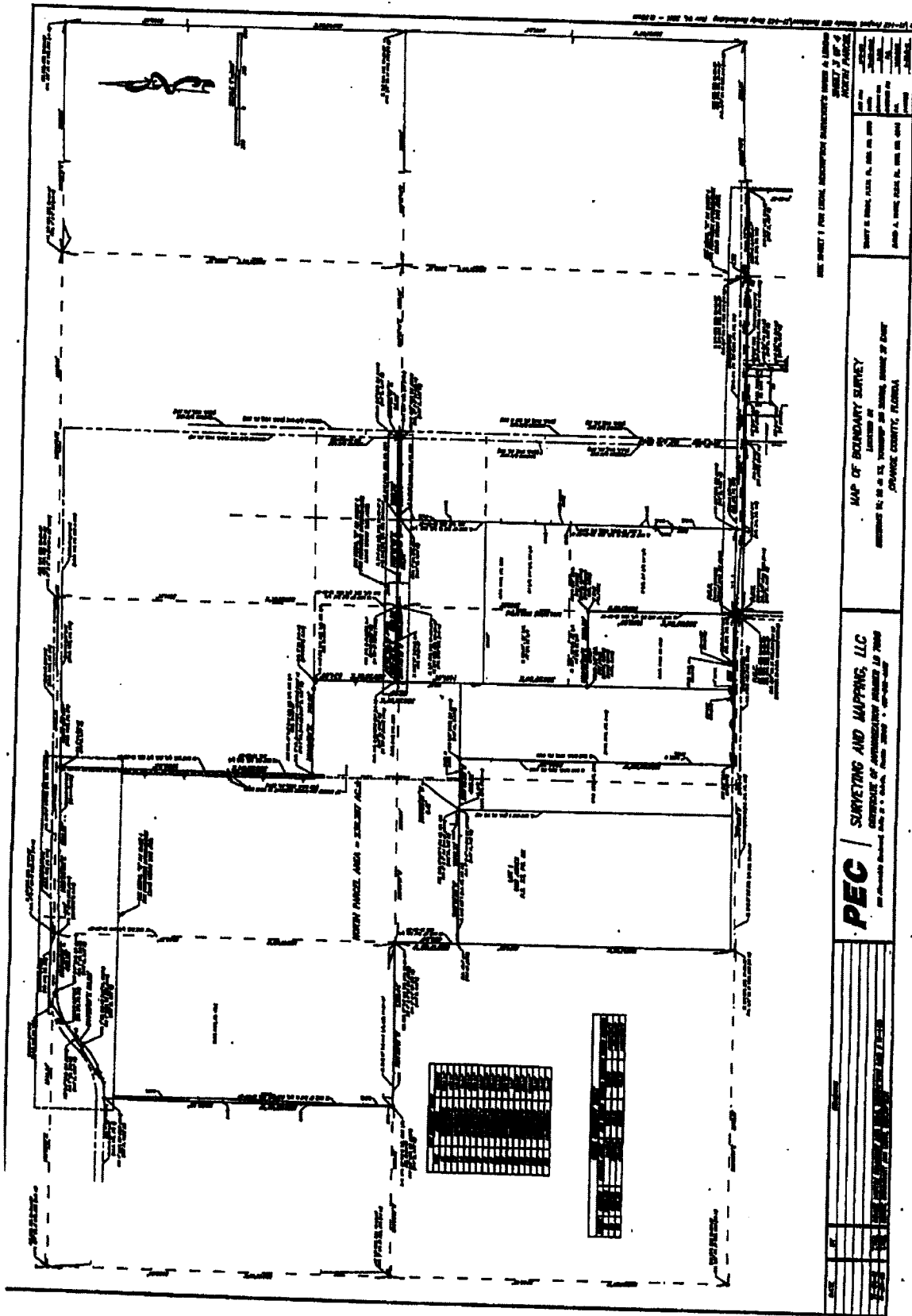
QUARTER OF SAID SECTION 11; THENCE RUN NORTH 89°21'20" EAST, ALONG SAID SOUTH LINE, 589.09 FEET TO THE EAST LINE OF SAID SECTION 11; THENCE RUN SOUTH 00°27'50" EAST, ALONG SAID EAST LINE, 1150.07 FEET TO THE POINT OF BEGINNING.

THE ABOVE DESCRIBED TRACTS OF LAND LIE IN ORANGE COUNTY, FLORIDA AND CONTAIN A COMBINED TOTAL OF 562.836 ACRES, MORE OR LESS.

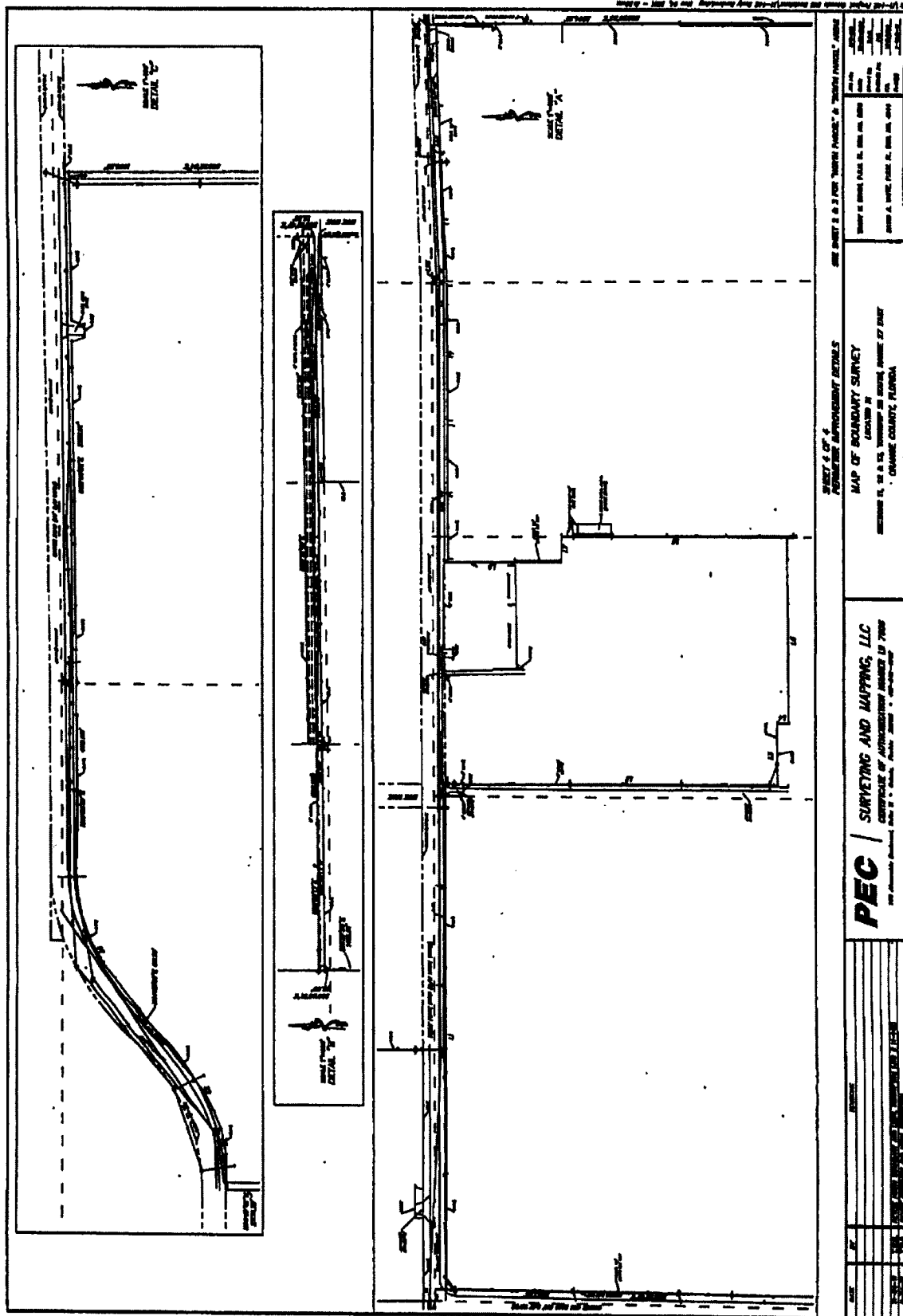
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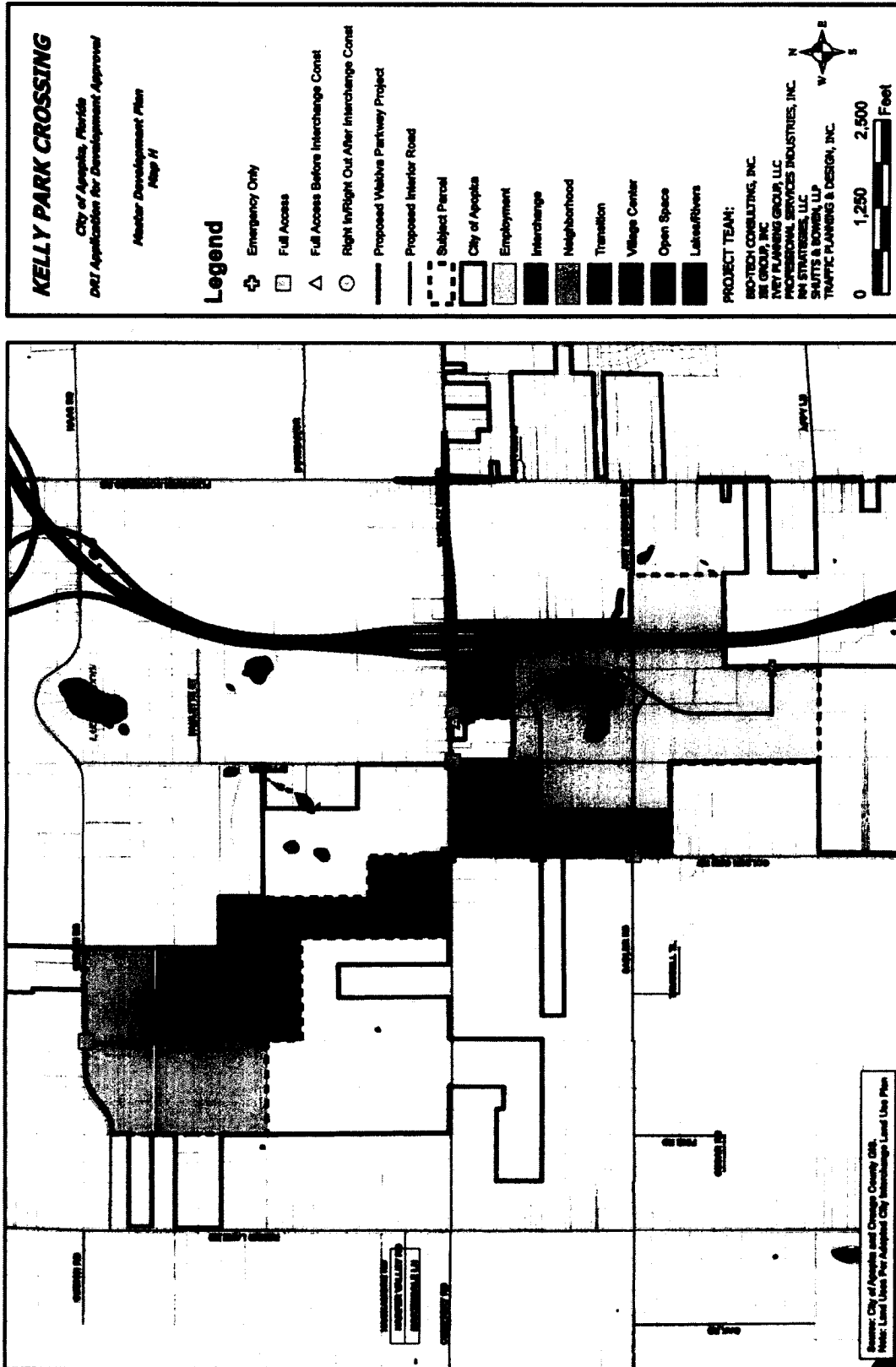


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EXHIBIT B MAP H



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EXHIBIT C

LAND USE EQUIVALENCY MATRIX

**Kelly Park DRI
Land Use Equivalency Matrix**

From \ To	Units	Office	Light Industrial	Retail/ Commercial	Community College	Medical/ Hospital	Residential (Single Family)	Residential (Multi-Family)	Hotel	Institutional	ITE Code	PM Peak Hour Trip Rates
Office	KSF		1.237	0.356	10.000	0.916	1.250	2.069	1.714	0.992	710 (E) ¹	1.20 /KSF
Light Industrial	KSF	0.808		0.288	8.083	0.740	1.010	1.672	1.386	0.802	110 (R)	0.97 /KSF
Retail/Commercial	KSF	2.808	3.474		28.083	2.573	3.510	5.810	4.814	2.785	820 (E) ²	3.37 /KSF
Community College	Student	0.100	0.124	0.036		0.092	0.125	0.207	0.171	0.099	540 (R) ³	0.12 /Student
Medical/Hospital	Bed	1.092	1.351	0.389	10.917		1.365	2.259	1.871	1.083	610 (R)	1.31 /Bed
Residential (Single Family)	DU	0.800	0.990	0.285	8.000	0.733		1.655	1.371	0.793	210 (E) ⁴	0.96 /DU
Residential (Multi-Family)	DU	0.493	0.598	0.172	4.833	0.443	0.604		0.829	0.479	220 (E) ⁵	0.58 /DU
Hotel	Room	0.583	0.722	0.208	5.833	0.534	0.729	1.207		0.579	310 (R)	0.70 /Room
Institutional	KSF	1.008	1.247	0.359	10.083	0.924	1.260	2.086	1.729		730 (R)	1.21 /KSF

Notes: KSF = 1,000 square feet, Unit = Dwelling Unit, R = Rate, E = Equation
 Rates obtained from ITE Trip Generation Report, 8th Edition
 Trip generation rates based on total pm peak hour trip generation
 1. The equation for Office (710) was used with a size of one half of the total proposed office development (1,920,996 / 2 = 960,498), which yields a rate of 1.2 trips/KSF
 2. The equation for Shopping Center (820) was used with a size of one half of the total proposed retail development (1,372,140 / 2 = 686,07), which yields a rate of 3.37 trips/KSF
 3. The rate for Community College (540) is based on the "student" independent variable
 4. The equation for Single Family Residential (210) was used with a size of one half of the total proposed housing development (500 / 2 = 250), which yields a rate of 0.96 trips/KSF
 5. The equation for Multi-Family Residential (220) was used with a size of one half of the total proposed apartment development (1,050 / 2 = 525), which yields a rate of 0.58 trips/KSF

Traffic Planning and Design, Inc. (2011)

LAND USE MIX TABLE

LAND USE	MINIMUM	CURRENT	MAXIMUM
Office	1,632,847	1,920,996	2,209,145
Light Industrial	4,443,120	5,227,200	6,011,280
Retail/Commercial	1,312,140	1,372,140	1,432,140
Residential	1,395	1550	1,550

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