A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, STATE OF FLORIDA, MODIFYING THE WORLD COMMERCE CENTER DRI DEVELOPMENT ORDER AS PREVIOUSLY APPROVED BY ST. JOHNS COUNTY ON DECEMBER 10, 2002, UNDER RESOLUTION 2002-267; FINDING THE MODIFICATION DOES NOT CONSTITUTE A SUBSTANTIAL DEVIATION; AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, Anthony S. Robbins, AICP, the authorized representative of World Commerce Center, L.L.P., has submitted a Notice of Proposed Change (NOPC) to the World Commerce Center Development of Regional Impact (DRI) by letter dated April 7, 2004, requesting modification of Development Order Exhibit 3, Land Use Phasing Table as well as Development Order Exhibit 2, Master Plan (Map H) to reflect two land use conversions; and

WHEREAS, the Developer submits that the changes proposed in the NOPC do not constitute a substantial deviation pursuant to the terms of Section 380.06(19) of the Florida Statutes and the Developer has provided evidence that such changes do not constitute a substantial deviation under any provision of Section 380.06(19) of the Florida Statutes; and

WHEREAS, the Board of County Commissioners has reviewed the NOPC and considered the evidence presented and whether the proposed modification constitutes a substantial deviation to the DRI requiring further DRI review at a public hearing held June 22, 2004, after required notice.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, FLORIDA:

1. The following facts and conclusions of law are established by clear and convincing evidence to support this Resolution:

   A. On April 23, 2003 and September 30, 2003 the Developer submitted declarations of conversion consistent with the requirements of General Condition 3 of the Development Order.

   B. The requested changes do not constitute a substantial deviation pursuant to the terms of Section 380.06(19) of the Florida Statutes because there is no change in either the development rights or increase in impacts from those approved in the World Commerce Center DRI Development Order.

   C. The changes requested in the NOPC are consistent with the Land Development Code of St. Johns County, as amended.

   D. The changes requested in the NOPC are consistent with and further the objectives of the St. Johns County Comprehensive Plan 2015.

2. The World Commerce Center DRI Development Order Exhibit 3, Land Use Phasing Table is hereby modified to reflect the First and Second Declarations of Conversion by approval of the following table:
<table>
<thead>
<tr>
<th>Phase</th>
<th>Residential</th>
<th>Office</th>
<th>Retail/Service</th>
<th>Light Industrial</th>
<th>Hotel</th>
</tr>
</thead>
<tbody>
<tr>
<td>Phase I (2003-2007)</td>
<td>1,156 units</td>
<td>559,512 sf</td>
<td>300,000 sf</td>
<td>388,000 sf</td>
<td>- - -</td>
</tr>
<tr>
<td>Phase II (2008-2012)</td>
<td>- - -</td>
<td>855,744 sf</td>
<td>450,000 sf</td>
<td>- - -</td>
<td>250 rooms</td>
</tr>
<tr>
<td>Phase III (2013-2017)</td>
<td>- - -</td>
<td>756,232 sf</td>
<td>158,800 sf</td>
<td>65,900 sf</td>
<td>750 rooms</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>1,156 units</td>
<td>2,171,488 sf</td>
<td>908,800 sf</td>
<td>453,900 sf</td>
<td>1,000 rooms</td>
</tr>
</tbody>
</table>

3. The World Commerce Center DRI Development Order Exhibit 2, Master Plan (Map H) is hereby modified by approval of the following specific changes:

A. Revision to the phasing table in the upper left corner to match the table in item 2 above.

B. Reclassify eleven (11) acres of Industrial land that encompasses the Ring Power regional office and as Commercial; as well as and forty-two (42) acres of Industrial land south of Ring Power as Commercial.

C. Reclassify seven (7) acres of Commercial land south of World Commerce Parkway as Residential.

D. Notation of the March 25, 2004 revision date in the lower right corner.

4. Except as modified by this Resolution, the existing World Commerce Center DRI Development Order shall remain in full force and effect.

5. A certified copy of this Resolution, complete with all exhibits, shall be rendered by St. Johns County within ten (10) days of its adoption by certified mail, return receipt requested to the Developer, the Florida Department of Community Affairs, and the Northeast Florida Regional Council.

6. This Resolution shall take effect upon its adoption.

**PASSED AND APPROVED BY THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, FLORIDA THIS 22nd DAY OF JUNE 2004.**

**BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, FLORIDA**

By: [Signature]

Karen R. Stern, Chair

ATTEST: Cheryl Strickland, Clerk

By: [Signature]

Deputy Clerk
STATE OF FLORIDA
DEPARTMENT OF COMMUNITY AFFAIRS
DIVISION OF COMMUNITY PLANNING
BUREAU OF LOCAL PLANNING
2555 Shumard Oak Blvd. Tallahassee, Florida 32399
850/488-4925

NOTIFICATION OF A PROPOSED CHANGE TO A PREVIOUSLY APPROVED
DEVELOPMENT OF REGIONAL IMPACT (DRI)
SUBSECTION 380.06(19), FLORIDA STATUTES

Subsection 380.06(19), Florida Statutes, requires that submittal of a proposed change to a
previously approved DRI be made to the local government, the regional planning agency, and the
state land planning agency according to this form.

1. I, Anthony S. Robbins, the undersigned authorized representative of World Commerce
   Center, LLP, hereby give notice of a proposed change to a previously approved Development
   of Regional Impact in accordance with Subsection 380.06(19), Florida Statutes. In support
   thereof, I submit the following information concerning the World Commerce Center
development, which information is true and correct to the best of my knowledge. I have
submitted today, under separate cover, copies of this completed notification to the St. Johns
County, to the Northeast Florida Regional Council (formerly the Northeast Florida Regional
Planning Council), and to the Bureau of Local Planning, Department of Community Affairs.

   Date 4/7/04                   Signature

NOPC FORM
2. **Applicant (name, address, phone).**

World Commerce Center, LLP  
13901 Sutton Park Drive South, Suite 100  
Jacksonville, Florida 32224-0229  
(904) 821-9600  

RLS World Commerce Holdings  
1200 Riverplace Boulevard, Suite 902  
Jacksonville, Florida 32207  
(904) 821-9600

3. **Authorized Agent (name, address, phone).**

Mr. Anthony S. Robbins, AICP  
Prosser Hallock, Inc.  
13901 Sutton Park Drive South, Suite 200  
Jacksonville, Florida 32224-0229  
(904) 739-3655

4. **Location (City, County, Township/Range/Section) of approved DRI and proposed change.**

St. Johns County  
Township 6S, Range 28 East, Section 38  
(1) Revise the development table to reflect the First and Second Declarations of Conversion.  
(2) Revise Map H to reclassify 53 acres of Industrial land as Commercial and 7 acres of Commercial land as Residential. This request does not seek an increase in the amount of development rights associated with this DRI.

5. **Provide a complete description of the proposed change. Include any proposed changes to the plan of development, phasing, additional lands, commencement date, build-out date, development order conditions and requirements, or to the representations contained in either the development order or the Application for Development Approval.**

Indicate such changes on the project master site plan, supplementing with other detailed maps, as appropriate. Additional information may be requested by the Department or any reviewing agency to clarify the nature of the change or the resulting impacts.

On April 23, 2003 and September 30, 2003 the Developer submitted declarations of conversion consistent with the requirements of General Condition 3 of the Development Order (St. Johns County Resolution No. 2002-267). A copy of these requests were sent to the St. Johns County Planning Division, the Northeast Florida Regional Planning Council, and the Florida Department of Community Affairs. This NOPC will revise Development Order Exhibits 2 (Master Plan) and 3 (Land Use Phasing Table) to reflect the accepted conversions.

The intended plan of development has necessitates more area needed to properly develop the project's Commercial and Residential development rights.

**NOPC FORM**
6. Complete the attached Substantial Deviation Determination Chart for all land use types approved in the development. If no change is proposed or has occurred, indicate no change.

The Substantial Deviation Determination Chart for all land use types approved in the World Commerce Center DRI is included as Exhibit A on page 6.

7. List all the dates and resolution numbers (or other appropriate identification numbers) of all modifications or amendments to the originally approved DRI development order that have been adopted by the local government, and provide a brief description of the previous changes (i.e., any information not already addressed in the Substantial Deviation Determination Chart). Has there been a change in local government jurisdiction for any portion of the development since the last approval or development order was issued? If so, has the annexing local government adopted a new DRI development order for the project?

12/10/02 Resolution 2003-267
♦ Original Development Order issued by St. Johns County

04/23/03 First Declaration of Conversion
♦ Increased Phase I Light Industrial development rights 48,000 square feet
♦ Decreased Phase I Office development rights 21,312 square feet

09/30/03 Second Declaration of Conversion
♦ Phasing reapportionment resulting in no net change in development rights
♦ Transferred 656 units to Phase I Residential development rights by converting Phase I Office and Hotel development rights
♦ Office development rights recouped in Phases II and III
♦ Hotel development rights recouped in Phase III

There has been no change in local government jurisdiction for any portion of the development since the last development order was issued.

8. Describe any lands purchased or optioned within ¼ mile of the original DRI site subsequent to the original approval or issuance of the DRI development order. Identify such land, its size, intended use, and adjacent non-project land uses within ½ mile on a project master site plan or other map.

There are no lands purchased or optioned within ¼ mile of the DRI site since approval of Amended Development Order, Resolution No. 2002-267.

9. Indicate if the proposed change is less than 40% (cumulatively with other previous changes) of any of the criteria listed in Paragraph 380.06(19)(b), Florida Statutes.

NOFC FORM
Do you believe this notification of change proposes a change which meets the criteria of Subparagraph 380.06(19)(e)2., F.S.

YES X NO

10. Does the proposed change result in a change to the buildout date or any phasing date of the project? If so, indicate the proposed new buildout or phasing dates.

The proposed change does not result in a change to the World Commerce Center buildout date or any phasing date.

11. Will the proposed change require an amendment to the local government comprehensive plan?

No, the proposed change is consistent with the St. Johns County 2015 Comprehensive Plan.

Provide the following for incorporation into such an amended development order, pursuant to Subsections 380.06 (15), F.S., and 9J-2.025, Florida Administrative Code:

12. An updated master site plan or other map of the development portraying and distinguishing the proposed changes to the previously approved DRI or development order conditions.

An updated master site plan (Map H) dated March 25, 2004 is included with this NOPC as Exhibit D.

13. Pursuant to Subsection 380.06(19)(f), F.S., include the precise language that is being proposed to be deleted or added as an amendment to the development order. This language should address and quantify:

a. All proposed specific changes to the nature, phasing, and build-out date of the development; to development order conditions and requirements; to commitments and representations in the Application for Development Approval; to the acreage attributable to each described proposed change of land use, open space, areas for preservation, green belts; to structures or to other improvements including locations, square footage, number of units; and other major characteristics or components of the proposed change;

There is no change in the amount of development rights that will result from this NOPC.

b. An updated legal description of the property, if any project acreage is/has been added or deleted to the previously approved plan of development;

No acreage has been added or deleted to the World Commerce Center.

NOPC FORM
c. A proposed amended development order deadline for commencing physical development of the proposed changes, if applicable;

Not necessary as physical development has already commenced.

d. A proposed amended development order termination date that reasonably reflects the time required to complete the development;

Not necessary, the applicant wishes to adhere to the termination date of December 31, 2021 as denoted in General Condition 2 of the Development Order, St. Johns County Resolution No. 2002-267.

e. A proposed amended development order date until which the local government agrees that the changes to the DRI shall not be subject to down-zoning, unit density reduction, or intensity reduction, if applicable; and

Not necessary as the date contained in General Condition 6 of the Development Order shall remain in effect.

f. Proposed amended development order specifications for the annual report, including the date of submission, contents, and parties to whom the report is submitted as specified in Subsection 9J-2.025 (7), F.A.C.

None are proposed as part of this request.
<table>
<thead>
<tr>
<th>Change Date of Change &amp; Change Category</th>
<th>Original Plan</th>
<th>Proposed Plan</th>
<th>Type of Land Use</th>
</tr>
</thead>
<tbody>
<tr>
<td>6/4/2033</td>
<td>405,000</td>
<td>453,900</td>
<td>Industrial</td>
</tr>
<tr>
<td>2/11/488</td>
<td>2,192,800</td>
<td>1,756</td>
<td>Office</td>
</tr>
<tr>
<td>1,000</td>
<td>1,000</td>
<td>Residential</td>
<td></td>
</tr>
<tr>
<td>1,156</td>
<td>1,156</td>
<td># Dwelling units</td>
<td></td>
</tr>
<tr>
<td>0/4/2013</td>
<td>0/4/2013</td>
<td>Wholesale, retail, service</td>
<td></td>
</tr>
</tbody>
</table>
EXHIBIT B
FIRST DECLARATION OF CONVERSION
April 23, 2003

Ms. Teresa Bishop, AICP
Planning Director
Planning Division, St. Johns County Growth Management Services Department
4020 Lewis Speedway
St. Augustine, Florida 32084

RE: World Commerce Center DRI – First Declaration of Conversion
Prosser Hallock Reference No. 101029.11

Ms. Bishop:

The plans for Ring Power Corporation’s new regional headquarters in northwest St. Johns County now require more light industrial square footage than was originally requested in Phase I of the DRI. I respectfully submit this letter on behalf of our client, Steinemann Development Company – Florida, Inc., to request a land use conversion. This request is being made pursuant to General Condition 3 of the World Commerce Center Development Order, St. Johns County Resolution No. 2002-267.

The Developer requests the maximum amount of Light Industrial development rights in Phase I be increased to 388,000 square feet and the maximum amount of Office development rights in Phase I be reduced to 709,688 square feet. No change to the Master Plan Map, Map H will be necessary as a result of this conversion. Derivation of this request is contained in the following calculations of the necessary conversion based upon the requirements of the Development Order’s conversion table (Exhibit 4, enclosed). The subsequent table denotes the development rights contained in the Development Order are identified as “Approved” and the requested change is identified as “Converted”.

\[
\begin{align*}
48,000 \text{ sf Light Industrial} \times 0.444 &= 21.312 \\
1,000 \text{ sf} & \quad \text{21.312} \times 1,000 \text{ sf} = 21,312 \text{ sf Office}
\end{align*}
\]

<table>
<thead>
<tr>
<th>Light Industrial</th>
<th>Office</th>
</tr>
</thead>
<tbody>
<tr>
<td>Approved Phase I</td>
<td>340,000 square feet</td>
</tr>
<tr>
<td>Approved Build-out</td>
<td>405,900 square feet</td>
</tr>
<tr>
<td>Converted Phase I</td>
<td>388,000 square feet</td>
</tr>
<tr>
<td>Converted Build-out</td>
<td>453,900 square feet</td>
</tr>
<tr>
<td>Net Change</td>
<td>+48,000 square feet</td>
</tr>
<tr>
<td></td>
<td>-21,312 square feet</td>
</tr>
</tbody>
</table>

By copy of this letter, I hereby inform the Florida Department of Community Affairs and the Northeast Florida Regional Planning Council of this request. I would appreciate the County, as the agency responsible
for enforcing the Development Order, informing me if the conversion is allowed so it may be incorporated into the formal submittal of the project’s rezoning application. Thank you for your time and attention.

Respectfully submitted,

PROSSER HALLOCK, INC.

Anthony S. Robbins, AICP
Planner

Enclosure

Copy:  Mr. James Stansbury, Florida Department of Community Affairs
       Mr. Edward Lehman, Northeast Florida Regional Planning Council
       Mr. John Bailey, Upchurch Bailey & Upchurch, P.A.
       Ms. Terah Devereaux, Steinemann Development Company – Florida, Inc.
       Ms. Jan Trantham, St. Johns County Transportation Planning Division
<table>
<thead>
<tr>
<th>DEVELOPMENT RIGHTS</th>
<th>RESIDENTIAL</th>
<th>OFFICE</th>
<th>RETAIL</th>
<th>INDUSTRIAL</th>
<th>HOTEL</th>
</tr>
</thead>
<tbody>
<tr>
<td>Development Order - Resolution 2002-287</td>
<td>1,156</td>
<td>2,192,800</td>
<td>908,800</td>
<td>405,900</td>
<td>1,000</td>
</tr>
<tr>
<td>First Declaration of Conversion of Dev't Rights</td>
<td>4/23/03</td>
<td>(21,312)</td>
<td></td>
<td>48,000</td>
<td></td>
</tr>
</tbody>
</table>

| CURRENTLY APPROVED DEVELOPMENT RIGHTS            | 1,156       | 2,171,488 | 908,800 | 453,900    | 1,000 |
| DEVT RIGHTS WITHIN PERMISSIBLE RANGE             | YES         | YES      | YES    | YES        | YES   |
| APPROVED MINIMUMS                                | 12/10/02    | 857      | 1,644,600 | 681,600    | 304,425 | 750 |
| APPROVED MAXIMUMS                                | 12/10/02    | 1,156    | 2,741,000 | 1,136,000  | 750,000 | 1,250 |

| UNALLOCATED DEVELOPMENT RIGHTS                    | 1,156       | 2,171,488 | 908,800 | 453,900    | 1,000 |

Prosser Hallock, Inc.
April 23, 2003
Exhibit 4
Conversion Tables

Part A: Exchange Parameters

<table>
<thead>
<tr>
<th>ITE Code</th>
<th>Land Use</th>
<th>Proposed Amount</th>
<th>Minimum Allowable</th>
<th>Maximum Allowable</th>
<th>ITE Trip Rate PM Peak Hour</th>
</tr>
</thead>
<tbody>
<tr>
<td>310</td>
<td>Hotel (rooms)</td>
<td>1,000</td>
<td>750</td>
<td>1,250</td>
<td>0.61 per room</td>
</tr>
<tr>
<td>110</td>
<td>Lt Industrial (square feet)</td>
<td>405,900</td>
<td>304,425</td>
<td>750,000</td>
<td>0.662 per 1,000 sf</td>
</tr>
<tr>
<td>710</td>
<td>Gen Office (square feet)</td>
<td>2,192,800</td>
<td>1,644,600</td>
<td>2,741,000</td>
<td>1.49 per 1,000 sf</td>
</tr>
<tr>
<td>820</td>
<td>Shopping Ctr (square feet)</td>
<td>908,800</td>
<td>681,600</td>
<td>1,136,000</td>
<td>3.74 per 1,000 sf</td>
</tr>
<tr>
<td>210</td>
<td>Single Family (units)</td>
<td>500</td>
<td>375</td>
<td>625 (1)</td>
<td>1.01 per unit</td>
</tr>
<tr>
<td>220</td>
<td>Multi-family (units)</td>
<td>856</td>
<td>492</td>
<td>820 (2)</td>
<td>0.62 per unit</td>
</tr>
</tbody>
</table>

(1) In no case shall the sum of single family and multi-family units exceed 1,156
(3) Calculated trip rate using a combination of the existing Ring Power site in Jacksonville, Florida and the ITE rate.

Part B: Land Use Exchange Table

<table>
<thead>
<tr>
<th>Land Use To Increase</th>
<th>Hotel (rooms)</th>
<th>Industrial (1,000 sf)</th>
<th>Office (1,000 sf)</th>
<th>Retail (1,000 sf)</th>
<th>Single Family (units)</th>
<th>Multi-family (units)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Hotel (rooms)</td>
<td>-</td>
<td>0.921</td>
<td>0.409</td>
<td>0.163</td>
<td>0.604</td>
<td>0.984</td>
</tr>
<tr>
<td>Industrial (1,000 sf)</td>
<td>1.085</td>
<td>-</td>
<td>0.444</td>
<td>0.177</td>
<td>0.655</td>
<td>1.06</td>
</tr>
<tr>
<td>Office (1,000 sf)</td>
<td>2.443</td>
<td>2.251</td>
<td>-</td>
<td>0.398</td>
<td>1.475</td>
<td>2.403</td>
</tr>
<tr>
<td>Retail (1,000 sf)</td>
<td>6.131</td>
<td>5.650</td>
<td>2.510</td>
<td>-</td>
<td>3.703</td>
<td>6.032</td>
</tr>
<tr>
<td>Single Family (units)</td>
<td>1.656</td>
<td>1.526</td>
<td>0.678</td>
<td>0.270</td>
<td>-</td>
<td>1.629</td>
</tr>
<tr>
<td>Multi-family (units)</td>
<td>1.016</td>
<td>0.937</td>
<td>0.416</td>
<td>0.166</td>
<td>0.614</td>
<td>-</td>
</tr>
</tbody>
</table>

Part C: Instructions and Examples

The increase in one land use and corresponding decrease in another can be determined by the factors in the Part B using the following formulas:

\[
\text{Land Use to Increase} = \text{Land Use to Decrease} (\text{Increase Quantity} \times \text{(Factor)}) = (\text{Decrease Quantity})
\]

Where the Increase and Decrease Quantities are measurable in the units shown

Examples

An increase in 100,000 sf of Light Industrial will be allowed with a decrease of how much office? Light Industrial: Office:

\[
(100,000 \text{ sf} / 1,000 \text{ sf}) \times (0.444) = 44.4 \text{ sf} \times 1,000 \text{ sf} \text{ or } 44,400 \text{ sf}
\]

An increase in 50,000 sf of Retail will be allowed with a decrease of how many Multi-family units? Retail: Multi-family:

\[
(50,000 \text{ sf} / 1,000 \text{ sf}) \times (6.032) = 302 \text{ du}
\]

An increase in 50,000 sf of Office will be allowed with a decrease of how many Hotel rooms? Office: Hotel:

\[
(50,000 \text{ sf} / 1,000 \text{ sf}) \times (2.443) = 122.15 \text{ rooms}
\]
EXHIBIT C
SECOND DECLARATION OF CONVERSION
October 29, 2003

Mr. Anthony Robbins, AICP
Planner
Prosper Hallock, Inc.
13901 Sutton Park Drive South, Suite 200
Jacksonville, FL 32224-0229

Re: World Commerce Center Second Conversion of Development Rights

Dear Mr. Robbins:

This letter serves to accept the requested conversion of development rights for the World Commerce Center DRI as stated in the revised request dated October 28, 2003. The conversion is in accordance with the allowable provisions of the DRI Development Order, Resolution No. 2002-267, General Condition 3 and Exhibit 4.

Should you have any questions regarding this information, please feel free to contact me at (904) 823-2477.

Sincerely,

Nicole Cubbedge, AICP
Planner III

cc: Teresa Bishop, AICP, Planning Director
    James Stansbury, Florida Department of Community Affairs
    Edward Lehman, Northeast Florida Regional Planning Council
    Susan McDonald, Rogers Towers Bailey Jones & Gay, P.A.
    Robert Udell, Steinemann Development Company-Florida, Inc.

Mrs. Nicole Cubbedge, AICP
DRI Coordinator
Planning Division, St. Johns County Growth Management Services Department
4020 Lewis Speedway
St. Augustine, Florida 32084

RE:  World Commerce Center DRI – Second Declaration of Conversion
Prosser Hallock Reference No. 101029.19

Mrs. Cubbedge:

I respectfully submit this letter on behalf of our client, Steinemann Development Company – Florida, Inc., to request a second land use conversion to the World Commerce Center DRI. This request is being made pursuant to General Condition 3 of the World Commerce Center Development Order, St. Johns County Resolution No. 2002-267.

The Developer requests the maximum amount of Residential development rights in Phase I be increased to 1,156 dwelling units. Phase I Hotel and Office development rights are converted to the additional 656 units. In Phases II and III, the 656 units contained therein are converted to Hotel and Office rights. No change to the Master Plan Map, Map H will be necessary as a result of this conversion. Derivation of this request is contained in the following calculations of the necessary conversion based upon the requirements of the Development Order’s conversion table (Exhibit 4, attached).

<table>
<thead>
<tr>
<th>Phase</th>
<th>Residential</th>
<th>Hotel</th>
<th>Office</th>
</tr>
</thead>
<tbody>
<tr>
<td>Phase I</td>
<td>(295 units) x (1.016) = 299.72 rooms</td>
<td>300 rooms</td>
<td>709,688 square feet</td>
</tr>
<tr>
<td></td>
<td>(361 units) x (0.416) = 150,176 square feet</td>
<td></td>
<td>730,900 square feet</td>
</tr>
<tr>
<td>Phase II</td>
<td>(124,844 square feet) x (2.403) = 300 units</td>
<td>250 rooms</td>
<td>730,900 square feet</td>
</tr>
<tr>
<td></td>
<td>1,000 square feet</td>
<td></td>
<td>2,171,488 square feet</td>
</tr>
<tr>
<td>Phase III</td>
<td>(299.72 rooms) x (0.984) = 295 units</td>
<td>450 rooms</td>
<td>559,512 square feet</td>
</tr>
<tr>
<td></td>
<td>(25,332 square feet) x (2.403) = 61 units</td>
<td>1,000 rooms</td>
<td>855,744 square feet</td>
</tr>
<tr>
<td></td>
<td>1,000 square feet</td>
<td></td>
<td>756,232 square feet</td>
</tr>
<tr>
<td>Approved Phase I</td>
<td>500 units</td>
<td>300 rooms</td>
<td>709,688 square feet</td>
</tr>
<tr>
<td>Approved Phase II</td>
<td>300 units</td>
<td>250 rooms</td>
<td>730,900 square feet</td>
</tr>
<tr>
<td>Approved Phase III</td>
<td>356 units</td>
<td>450 rooms</td>
<td>730,900 square feet</td>
</tr>
<tr>
<td>Approved Build-out</td>
<td>1,156 units</td>
<td>1,000 rooms</td>
<td>2,171,488 square feet</td>
</tr>
<tr>
<td>Converted Phase I</td>
<td>1,156 units</td>
<td>0 rooms</td>
<td>559,512 square feet</td>
</tr>
<tr>
<td>Converted Phase II</td>
<td>0 units</td>
<td>250 rooms</td>
<td>855,744 square feet</td>
</tr>
<tr>
<td>Converted Phase III</td>
<td>0 units</td>
<td>750 rooms</td>
<td>756,232 square feet</td>
</tr>
<tr>
<td>Converted Build-out</td>
<td>1,156 units</td>
<td>1,000 rooms</td>
<td>2,171,488 square feet</td>
</tr>
<tr>
<td>Net Change</td>
<td>None</td>
<td>None</td>
<td>None</td>
</tr>
</tbody>
</table>
The preceding table denotes the development rights contained in the Development Order and First Declaration of Conversion are identified as "Approved". The requested changes are identified as "Converted".

By copy of this letter, I hereby inform the Florida Department of Community Affairs and the Northeast Florida Regional Planning Council of this request. I would appreciate the County, as the agency responsible for enforcing the Development Order, informing me if the conversion is allowed so it may be incorporated into the formal submittal of the project's rezoning application. Thank you for your time and attention.

Respectfully submitted,

PROSSER HALLOCK, INC.

Anthony S. Robbins, AICP
Planner

Enclosure

Copy: Mr. James Stansbury, Florida Department of Community Affairs
Mr. Edward Lehman, Northeast Florida Regional Planning Council
Ms. Susan McDonald, Rogers Towers Bailey Jones & Gay, P.A.
Mr. Robert Udell, Steinemann Development Company – Florida, Inc.
## Development Rights Summary

<table>
<thead>
<tr>
<th>Development Rights</th>
<th>Residential</th>
<th>Office</th>
<th>Retail</th>
<th>Industrial</th>
<th>Hotel</th>
</tr>
</thead>
<tbody>
<tr>
<td>Development Order - Resolution 2002-267</td>
<td>1,156</td>
<td>2,192,800</td>
<td>908,800</td>
<td>405,900</td>
<td>1,000</td>
</tr>
<tr>
<td>First Declaration of Conversion of Dev’t Rights</td>
<td>4/23/03</td>
<td>(21,312)</td>
<td></td>
<td>48,000</td>
<td></td>
</tr>
<tr>
<td>Second Declaration of Conversion of Dev’t Rights</td>
<td>9/30/03</td>
<td></td>
<td>Phasing reapportionment - no net change</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

## Currently Approved Development Rights

<table>
<thead>
<tr>
<th>Development Rights</th>
<th>Residential</th>
<th>Office</th>
<th>Retail</th>
<th>Industrial</th>
<th>Hotel</th>
</tr>
</thead>
<tbody>
<tr>
<td>Dev’t Rights Within Permissible Range</td>
<td>1,156</td>
<td>2,171,488</td>
<td>968,800</td>
<td>453,900</td>
<td>1,000</td>
</tr>
<tr>
<td>Approved Minums</td>
<td>YES</td>
<td>YES</td>
<td>YES</td>
<td>YES</td>
<td>YES</td>
</tr>
<tr>
<td>Approved Maxiums</td>
<td>12/10/02</td>
<td>1,156</td>
<td>2,741,000</td>
<td>1,136,000</td>
<td>750,000</td>
</tr>
</tbody>
</table>

## Unallocated Development Rights

<table>
<thead>
<tr>
<th>Development Rights</th>
<th>Residential</th>
<th>Office</th>
<th>Retail</th>
<th>Industrial</th>
<th>Hotel</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>1,156</td>
<td>2,171,488</td>
<td>968,800</td>
<td>453,900</td>
<td>1,000</td>
</tr>
</tbody>
</table>

Prosser Hallock, Inc.  
September 30, 2003
Exhibit 4
Conversion Tables

Part A: Exchange Parameters

<table>
<thead>
<tr>
<th>ITB Code</th>
<th>Land Use</th>
<th>Proposed Amount</th>
<th>Minimum Allowable</th>
<th>Maximum Allowable</th>
<th>ITB Trip Rate PM Peak Hour</th>
</tr>
</thead>
<tbody>
<tr>
<td>310</td>
<td>Hotel (rooms)</td>
<td>1,000</td>
<td>750</td>
<td>1,250</td>
<td>0.61 per room</td>
</tr>
<tr>
<td>110</td>
<td>Lt Industrial</td>
<td>405,900</td>
<td>304,425</td>
<td>750,000</td>
<td>0.662 per 1,000 sf</td>
</tr>
<tr>
<td></td>
<td>(square feet)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>710</td>
<td>Gen Office</td>
<td>2,192,800</td>
<td>1,644,600</td>
<td>2,741,000</td>
<td>1.49 per 1,000 sf</td>
</tr>
<tr>
<td></td>
<td>(square feet)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>820</td>
<td>Shopping Ctr</td>
<td>908,800</td>
<td>681,600</td>
<td>1,136,000</td>
<td>3.74 per 1,000 sf</td>
</tr>
<tr>
<td></td>
<td>(square feet)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>210</td>
<td>Single Family</td>
<td>500</td>
<td>375</td>
<td>625</td>
<td>1.01 per unit</td>
</tr>
<tr>
<td></td>
<td>(units)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>220</td>
<td>Multi-family</td>
<td>656</td>
<td>492</td>
<td>825</td>
<td>0.62 per unit</td>
</tr>
<tr>
<td></td>
<td>(units)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

(1) In no case shall the sum of single family and multi-family units exceed 1,156
(3) Calculated trip rate using a combination of the existing Ring Power site in Jacksonville, Florida and the ITB rate.

Part B: Land Use Exchange Table

<table>
<thead>
<tr>
<th>Land Use To Increase</th>
<th>Hotel (rooms)</th>
<th>Industrial (1,000 sf)</th>
<th>Office (1,000 sf)</th>
<th>Retail (1,000 sf)</th>
<th>Single Family (units)</th>
<th>Multi-family (units)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Hotel (rooms)</td>
<td>--</td>
<td>0.921</td>
<td>0.409</td>
<td>0.163</td>
<td>0.604</td>
<td>0.984</td>
</tr>
<tr>
<td>Industrial (1,000 sf)</td>
<td>1.085</td>
<td>--</td>
<td>0.444</td>
<td>0.177</td>
<td>0.655</td>
<td>1.035</td>
</tr>
<tr>
<td>Office (1,000 sf)</td>
<td>2.443</td>
<td>2.251</td>
<td>--</td>
<td>0.398</td>
<td>1.475</td>
<td>2.403</td>
</tr>
<tr>
<td>Retail (1,000 sf)</td>
<td>6.131</td>
<td>5.630</td>
<td>2.510</td>
<td>--</td>
<td>3.703</td>
<td>6.032</td>
</tr>
<tr>
<td>Single Family (units)</td>
<td>1.656</td>
<td>1.526</td>
<td>0.678</td>
<td>0.270</td>
<td>--</td>
<td>1.629</td>
</tr>
<tr>
<td>Multi-family (units)</td>
<td>1.016</td>
<td>0.937</td>
<td>0.416</td>
<td>0.166</td>
<td>0.614</td>
<td>--</td>
</tr>
</tbody>
</table>

Part C: Instructions and Examples

The increase in one land use and corresponding decrease in another can be determined by the factors in the Part B using the following formulas:

\[
\text{Land Use to Increase} \times (\text{Factor}) = \text{Land Use to Decrease}
\]

Where the Increase and Decrease Quantities are measurable in the units shown

**Examples**

An increase in 100,000 sf of Light Industrial will be allowed with a decrease of how much office?

- **Light Industrial:**
  - (100,000 sf) / (1,000 sf) x (0.444) = (44.4 sf x 1,000 sf) or 44,400 sf

An increase in 50,000 sf of Retail will be allowed with a decrease of how many Multi-family units?

- **Retail:**
  - (50,000 sf) / (1,000 sf) x (6.032) = 302 du

An increase in 50,000 sf of Office will be allowed with a decrease of how many Hotel rooms?

- **Office:**
  - (50,000 sf) / (1,000 sf) x (2.443) = 122.15 rooms
EXHIBIT D
REVISED MASTER DEVELOPMENT PLAN AND PHASING TABLE
### Exhibit 3
#### Land Use Phasing Table
(Revised March 22, 2004)

<table>
<thead>
<tr>
<th>Phase</th>
<th>Residential</th>
<th>Office</th>
<th>Retail/Service</th>
<th>Light Industrial</th>
<th>Hotel</th>
</tr>
</thead>
<tbody>
<tr>
<td>Phase I</td>
<td>1,156 units</td>
<td>559,512 sf</td>
<td>300,000 sf</td>
<td>388,000 sf</td>
<td>- - -</td>
</tr>
<tr>
<td>(2003-2007)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Phase II</td>
<td>- - -</td>
<td>855,744 sf</td>
<td>450,000 sf</td>
<td>- - -</td>
<td>250 rooms</td>
</tr>
<tr>
<td>(2008-2012)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Phase III</td>
<td>- - -</td>
<td>756,232 sf</td>
<td>158,800 sf</td>
<td>65,900 sf</td>
<td>750 rooms</td>
</tr>
<tr>
<td>Total</td>
<td>1,156 units</td>
<td>2,171,488 sf</td>
<td>908,800 sf</td>
<td>453,900 sf</td>
<td>1,000 rooms</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
May 12, 2004

Mr. James Stansbury
Resource Planning and Management
Dept. of Community Affairs
2555 Shumard Oak Drive
Tallahassee, Florida 32399-2100

RE: World Commerce Center DRI – Notice of Proposed Change – NEFRC review

Dear Mr. Stansbury:

NEFRC staff has reviewed the Notice of Proposed Change for the World Commerce Center DRI, located in St. Johns County, received April 7, 2004. The following recommendation is based upon our review and should serve to aid the DCA in determining whether the proposed changes constitute a substantial deviation.

The NOPC consists of the following proposed changes:

1) The NOPC proposes to revise the Master Plan and Land Use Phasing Table to reflect previously adopted declarations of conversion. On April 23, 2003 and September 30, 2003, the developer submitted declarations of conversion consistent with the requirements of General Condition 3 of the D.O. The first declaration increased Phase I light industrial development rights by 48,000 square feet, and simultaneously decreased Phase I office development by 21,312 square feet. The second declaration increased Phase I residential development so that the entire residential component of 1156 dwelling units was approved for the first phase. Phase I hotel rooms decrease from 300 to 0, with Phase I office development decreasing from 709,688 square feet to 559,512 square feet. The decrease in Phase I office development was added to Phase II and Phase III, with all hotel rooms switched from Phase I to Phase III. Net development amounts were not affected by this change. This change is consistent with the terms and conditions of the adopted D.O. Therefore, staff recommends that the proposal to incorporate the change within the D.O. through this NOPC is not a substantial deviation.

2) The NOPC proposes to modify Map H to reclassify 53 acres of industrial land along South Francis Road as commercial, and to reclassify 7 acres of commercial land along International Golf Parkway as residential. The applicant is not proposing to increase the commercial square footage or the number of residential units as a result of this land reclassification. The proposal to modify Map H to reclassify 53 acres of industrial land as commercial, and to reclassify 7 acres of commercial land to residential with no increase in development rights should not result in additional regional impacts.
Mr. James Stansbury  
May 12, 2004  
Page 2 

Staff recommends that the proposed changes, pursuant to P. 380.06(19), F.S., do not constitute a substantial deviation. Should you have any questions regarding this recommendation, please contact me at (904) 279-0880.

Sincerely,

Edward Lehman  
Director of Growth Management

Cc:  Ms. Nicole Cubbedge  
     Mr. Tony Robbins
STATE OF FLORIDA,
COUNTY OF ST. JOHNS

Before the undersigned authority personally appeared AMANDA N. BRUNK

who on oath says that she is an Accounting Clerk of the St. Augustine Record,
a daily newspaper published at St. Augustine in St. Johns County, Florida:

that the attached copy of advertisement, being a NOTICE OF PROPOSED CHANGE

In the matter of NOPO 0401

in the Court, was published in said newspaper in the issues of

JUNE 2, 2004

Affiant further says that the St. Augustine Record is a newspaper published
at St. Augustine, in said St. Johns County, Florida, and that the said newspaper
hereafter been continuously published in said St. Johns County, Florida, each
day and has been entered as second class mail matter at the post office in the
City of St. Augustine, in said St. Johns County, for a period of one year preceding
the first publication of the copy of advertisement, and affiant further says that
she has neither paid nor promised any person, firm or corporation any discount,
rebate, commission or refund for the purpose of securing the advertisement for
publication in the said newspaper.

Sworn to and subscribed before me this 2ND day of JUNE 2004

by AMANDA N. BRUNK who is personally known to me

or who has produced PERSONALLY KNOWN as identification.

(Patricia A. Bergequist)

(Signature of Notary Public)