ST. JOHNS COUNTY
RESOLUTION NUMBER. 2006-960

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, STATE OF FLORIDA, MODIFYING THE ST. AUGUSTINE CENTRE DEVELOPMENT OF REGIONAL IMPACT DEVELOPMENT ORDER (RESOLUTION NO. 97-77); FINDING THE MODIFICATION DOES NOT CONSTITUTE A SUBSTANTIALLY DEVIAITON; AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, St. Augustine Associates (the Owners/Developers) have submitted a Notice of a Proposed Change to the St. Augustine Centre Development of Regional Impact (DRI) by letter dated January 13, 2006 (Notice), requesting modification of the phasing of previously approved land uses; and

WHEREAS, the Owners/Developers have provided information showing that the proposed modifications of the DRI development order do not constitute a substantial deviation under any provision of Section 380.06(19), Florida Statutes; and

WHEREAS, the Board of County Commissioners has reviewed the Notice 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 on March 21, 2006, 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. The requested changes to 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 Nocatee DRI Development Order.

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

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

2. Modify General Condition 3 to extend the Buildout and termination/expiration date, specifically as described in Exhibit A, NOPC application response to Question 13(f).

3. Modify General Condition 6 to extend the downzoning protection date, specifically as described in Exhibit A, NOPC Application response to Question 13;

4. Modify the Exhibit 3 Phasing Scheduled of the Development Order, to transfer unused Phase 2 development rights into Phase 3 and extend the Phase 3 end date; specifically as described in Exhibit A, NOPC Application, Exhibit C of the application.

5. Except as modified by this Resolution, the existing St. Augustine Centre DRI Development Order shall remain in full force and effect.

6. 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.

7. This Resolution shall take effect upon its adoption.

PASSED AND APPROVED BY THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, FLORIDA THIS 21st DAY OF March 2006.

BOARD OF COUNTY COMMISSIONERS
OF ST. JOHNS COUNTY, FLORIDA

James Bryant, Chairman

ATTEST: Cheryl Strickland, Clerk
By: Patricia Coury
Deputy Clerk

RENDITION DATE 3-22-06

Adopted Regular Meeting 3-21-06
Effective: 3-21-06
STATE OF FLORIDA
DEPARTMENT OF COMMUNITY AFFAIRS
DIVISION OF RESOURCE PLANNING AND MANAGEMENT
BUREAU OF STATE PLANNING
2555 Shumard Oak Blvd. Tallahassee, Florida 32399-2100
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 Thomas O. Ingram, Esq., the undersigned owner/authorized representative of St. Augustine Associates, Inc., 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 St. Augustine Centre 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 St. Johns County, to the Northeast Florida Regional Planning Council, and to the Bureau of State Planning, Department of Community Affairs.

Date 1/13/06

Signature

{00127641.DOC.)
2. Applicant (name, address, phone).
   St. Augustine Associates, Inc.
   Attn: Spencer Phelps
   951 Market Promenade, Suite 2105
   Lake Mary, Florida
   (407) 804-8949
   info@tryconfl.com

3. Authorized Agency (name, address, phone).
   Pappas Metcalf Jenks and Miller, P.A.
   Attn: Thomas O. Ingram, Esq.
   245 Riverside Avenue, Suite 400
   Jacksonville, Florida 32202
   (904) 353-1980
   tol@papmet.com

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

   The St. Augustine Centre Development of Regional Impact ("DRI") comprises approximately 315.29 acres within Sections 5, 6 and 8, Township 7 South, Range 29 East and is located east of Interstate 95 and north of State Road 16 within St. Johns County, Florida and as more particularly described on attached Exhibit "A".

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.

   The applicant proposes to amend the development order to allow any unused Phase 2 (2004-2005) development rights to carry forward into Phase 3. The following is a chart depicting the total Phase 2 development rights and the Phase 2 development rights which have not been developed at this time:

<table>
<thead>
<tr>
<th></th>
<th>Phase 2 Development Rights</th>
<th>Unused Phase 2 Development Rights</th>
</tr>
</thead>
<tbody>
<tr>
<td>Retail Service</td>
<td>311,235 sq. ft.</td>
<td>266,885 sq. ft.</td>
</tr>
<tr>
<td>Outlet Retail</td>
<td>177,235 sq. ft.</td>
<td>177,235 sq. ft.</td>
</tr>
<tr>
<td>Hotel</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>Residential</td>
<td>222 units</td>
<td>0</td>
</tr>
<tr>
<td>Industrial</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>Movie Theater</td>
<td>2,600 seats</td>
<td>2,600 seats</td>
</tr>
</tbody>
</table>

   The applicant also proposes to amend the Phasing Schedule to extend the build-out date of Phase 3 by four years, 364 days and to extend the termination and expiration date by the same amount. The end of Phase 3 and the termination and expiration date would be extended from December 31, 2006 to December 30, 2011.
A copy of the current Phasing Schedule is attached as Exhibit “B” and a copy of the proposed Phasing Schedule is attached as Exhibit “C”.

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.

No change to the project master site plan is proposed. A copy of the current Map H is attached as Exhibit “E”.

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.

No change.

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).

Resolution No. 97-77 (May 13, 1997), adopting the St. Augustine Centre DRI.

Resolution No. 2000-81 (June 6, 2000). This modification extended Phase 1 by two years, shifted development rights within the phasing schedule without increasing or decreasing the overall intensities, and modified the traffic study requirements.

Resolution No. 2002-20 (February 5, 2002). This modification extended Phase 1 by one year, extended Phase 2 by one year, delayed the start of Phase 3 by one year, and modified the traffic study requirements.

Resolution 2003-74 (April 8, 2003). This modification extended Phase 1 by one year, extended Phase 2 by one year, delayed the start of Phase 3 by one year, changed the reporting requirements from annual to biennial, and modified Special Condition 12, relating to improvements to State Road 16 and Inman Road.

Resolution 2003-151 (August 12, 2003). This modification modified Map H, increased residential units from 614 units to 817 units, decreased industrial uses from 540,000 square feet to 300,000 square feet, increased movie theater uses (part of the outlet retail use) from 2,280 seats to 2,600 seats, and redistributed the uses in the Phasing Schedule.

Resolution 2004-155 (June 22, 2004). This modification modified Map H, extended Phase 2 by one year, reduced retail square footage from 1,065,132 square feet to 868,407 square feet, redistributed uses in the Phasing Schedule, and modified the transportation conditions for Phase 3.
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?

No change.

8. Describe any lands purchased or optioned within 1/4 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 1/2 mile on a project master site plan or other map.

None.

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.

| Do you believe this notification of change proposes a change which meets the criteria of Subparagraph 380.06(19)(e)2., F.S. |
|---|---|
| YES ___ | NO X |

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

The applicant proposes to extend Phase 3 and the build-out and termination date of the St. Augustine Centre DRI from December 31, 2006 to December 30, 2011. This modification does not create a substantial deviation under section 380.06(19)(e), Florida Statutes, as the modification to Phase 3 and the build-out and termination date are less than five years, and no other prior NOPC has proposed an extension of Phase 3.

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

No.

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.

Not applicable.
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;

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;

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

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

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

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.

The precise language proposed to be added to the Development Order is as follows:

A. The applicant proposes to modify General Condition 3 as shown in strikethrough and underline below:

3. The DRI shall consist of three phases, as set forth in Exhibit 3 attached hereto and incorporated by reference. Physical development (as defined in Section 380.04, F.S.) of the DRI shall commence within two (2) years of the effective date of this development order; however, this time period shall be tolled during the period of any appeal pursuant to Section 380.07, F.S., or if the Applicant has not yet received the necessary permits allowing commencement of development for any reason beyond the Applicant’s control. The projected buildout date for all development is December 31, 2006 December 30, 2011. The DRI termination and DRI development order expiration dates also are established as December 31, 2006 December 30, 2011. Any extensions of the DRI buildout, termination or expiration dates shall be governed by the provisions of Section 380.06(19)(c), F.S. (1996).
B. The applicant also proposes to modify General Condition 6 as shown in strikethrough and underline below:

6. The St. Augustine Centre DRI as approved in this development order shall not be subject to downzoning or reduction of approved land uses before December 31, 2006 December 30, 2011, unless the Applicant consents to such change or St. Johns County demonstrates that substantial changes in the conditions underlying the approval of this development order have occurred, or that the development order was based on substantially inaccurate information provided by the Applicant, or that the change is clearly established by St. Johns County to be essential to the public health, safety and welfare.
<table>
<thead>
<tr>
<th>Airport Access</th>
<th>Location Changes</th>
<th>Open Area (gross square foot)</th>
<th>Gates</th>
<th>Parking Spaces</th>
<th>Runway (length)</th>
<th>Runway (strength)</th>
<th>ADA Regulations</th>
<th>D.O. Conditions</th>
<th>External Vehicle Tips</th>
<th>ROW Accesses, including drainage</th>
<th>Change of location changes</th>
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</thead>
<tbody>
<tr>
<td>2,880</td>
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<td>Type of land use</td>
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**NOTE:** If a response is to be more than one sentence, attach a detailed description of each proposed change and copies of the drawings, ROW, cememcnts, etc.

**CHANCE CHAGE DATE OF PREVIOUS D.O. PLAN**

**ORIGINAL PLAN**

**PROPOSED PLAN**

**CHANGE CATEGORY**

**SUBSTANTIAL DEVIATION DETERMINATION CHART**
<table>
<thead>
<tr>
<th>Change &amp; Date of Previous Do. Plan</th>
<th>Original Plan</th>
<th>Proposed Plan</th>
<th>Type of Land Use</th>
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**Legend:**
- **Proposed**
- **Substantial Deviation Determination Chart**
- **Note:** If a response is to be more than one sentence, attach a detailed description of each proposed change and copies of the drawings.

**Building (gross square feet):**
- No change.

**Parking Spaces #**
- No change.

**ROW, easements, etc.:**
- Access, including drainage.

**ADA Representations**
- crowned.

**D.O. Conditions**
- external vehicles, etc.

**Airports Continued...**
- external vehicles, etc.

**Bed #**
- no change.

**Employees #**
- no change.

**Employees #**
- no change.

**Parking Spaces #**
- no change.
<table>
<thead>
<tr>
<th>Proposed Model</th>
<th>Site Plan Drawings</th>
<th>The Bureau May Request Additional Information From the Developer or His Agent</th>
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</thead>
</table>

**Note:** If a response is to be more than one sentence, attach a detailed description of each proposed change and copies of the

| Change | Original Plan | Proposed Plan | Change Category | Change Date or Previous Do.
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|            |                | Office        |                |
|            |                | ADA Representations |                |
| D.O. Conditions |                |                |                |
| External Vehicle Tips |                |                |                |
| Site Location Changes |                |                |                |
| Building (gross square feet) |                |                |                |
| Employees |                |                |                |
| Parking Spaces |                |                |                |
| Building (gross square feet) |                |                |                |
| Executive Office |                |                |                |
| Average Indirect Dramane, ROW |                |                |                |
| ADA Representations |                |                |                |
| D.O. Conditions |                |                |                |
| External Vehicle Tips |                |                |                |
| Site Location Changes |                |                |                |
| Change to Existing Elements |                |                |                |
| Size of new (area), including |                |                |                |
| Wet Weather (days) |                |                |                |
| Averageインドirect Dramane |                |                |                |
| ADA Representations |                |                |                |
| D.O. Conditions |                |                |                |
| Industrial Continuity |                |                |                |
| External Vehicle Tips |                |                |                |

**Substantial Deviation Determination Chart**
<table>
<thead>
<tr>
<th>A.D.A. Representations</th>
<th>D.O. Conditions</th>
<th>Previous Date of Change</th>
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NOTE: IF A RESPONSE IS TO BE MORE THAN ONE SENTENCE, ATTACH A DETAILED DESCRIPTION OF EACH PROPOSED CHANGE AND COPIES OF THE APPROPRIATE DOCUMENTATION.
<table>
<thead>
<tr>
<th>Proposed Modification</th>
<th>Site Location Changes</th>
<th>Parking Spaces</th>
<th>D.O. Conditions</th>
<th>External Vehicle Lots</th>
<th>ADA Representations</th>
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<tr>
<td>Outlet Retail - 567.007</td>
<td>No change</td>
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<td>D.O.</td>
<td>External Vehicle Lots</td>
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<td>Retail Service - 686.307</td>
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<td>External Vehicle Lots</td>
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<td>Resolution 2004-155 (June 22, 2004)</td>
<td>126.6</td>
<td>126.6</td>
<td>D.O.</td>
<td>External Vehicle Lots</td>
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<td>Floor space (gross square feet)</td>
<td>74.7</td>
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<td>D.O.</td>
<td>External Vehicle Lots</td>
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<td>Whole sale, retail service</td>
<td>No change</td>
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<td>D.O.</td>
<td>External Vehicle Lots</td>
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<td>(August 12, 2003) - 78.2</td>
<td>No change</td>
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<td>D.O.</td>
<td>External Vehicle Lots</td>
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<td>Resolution 2003-151</td>
<td>614</td>
<td>614</td>
<td>D.O.</td>
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<table>
<thead>
<tr>
<th>CHANCE CATEGORY</th>
<th>PROPOSED PLAN</th>
<th>PROPOSED PLAN</th>
<th>PROPOSED PLAN</th>
<th>PROPOSED PLAN</th>
<th>PROPOSED PLAN</th>
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<tbody>
<tr>
<td>Original plan</td>
<td>PROPOSED PLAN</td>
<td>PROPOSED PLAN</td>
<td>PROPOSED PLAN</td>
<td>PROPOSED PLAN</td>
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<tr>
<td>RESIDENTIAL</td>
<td>TYPE OF LAND USE</td>
<td>TYPE OF LAND USE</td>
<td>TYPE OF LAND USE</td>
<td>TYPE OF LAND USE</td>
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<tr>
<td>CHANGE DATE</td>
<td>CHANGE DATE</td>
<td>CHANGE DATE</td>
<td>CHANGE DATE</td>
<td>CHANGE DATE</td>
<td>CHANGE DATE</td>
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</tbody>
</table>

SUBSTANTIAL DEVIATION DETERMINATION CHART
<table>
<thead>
<tr>
<th>CHANGE CATEGORY</th>
<th>CHANGE DATE OR PREVIOUS D.O.</th>
<th>ORIGINAL PLAN</th>
<th>PROPOSED PLAN</th>
<th>TYPE OF LAND USE</th>
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</thead>
<tbody>
<tr>
<td>ADA Representations</td>
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<td>Hotel/Motel</td>
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<tr>
<td>DO Conditions</td>
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<tr>
<td>External Vehicle Uppings</td>
<td>No Change.</td>
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<tr>
<td>ROW, Easements, etc.</td>
<td>No Change.</td>
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<td></td>
</tr>
<tr>
<td>Access, including distance, employees #</td>
<td>No Change.</td>
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<td></td>
</tr>
<tr>
<td>Parking spaces</td>
<td>No Change.</td>
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<td></td>
<td></td>
</tr>
<tr>
<td>Buildings (gross square feet)</td>
<td>No Change.</td>
<td></td>
<td></td>
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</tr>
</tbody>
</table>

**SUBSTANTIATION DETERMINATION CHART**

NOTE: A RESPONSE IS TO BE MORE THAN ONE SENTENCE. ATTACH A DETAILLED DESCRIPTION OF EACH PROPOSED CHANGE AND COPIES OF THE PROPOSED MODIFIED SITE PLAN DRAWINGS. THE BUREAU MAY REQUEST ADDITIONAL INFORMATION FROM THE DEVELOPER OR HIS AGENT.
<table>
<thead>
<tr>
<th>Change</th>
<th>Previous Plan</th>
<th>Original Plan</th>
<th>Proposed Plan</th>
<th>Change Category</th>
<th>Type of Land Use</th>
</tr>
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<tbody>
<tr>
<td>22.04 - 45.74</td>
<td>4.9.8</td>
<td>No change.</td>
<td>ADAR representations</td>
<td>D.O. conditions</td>
<td>Protection areas preservation</td>
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<td>(cont.)</td>
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<td></td>
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<td>Protection areas preservation</td>
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</table>

**Substantial Deviation Determination Chart**

**Note:** If a response is to be more than one sentence, attach a detailed description of each proposed change and copies of the proposed modifications. The Bureau may request additional information from the developer or his agent.
Index to
St. Augustine Centre NOPC Exhibits

A. Legal Description
B. Current Phasing Schedule, Exhibit 3
C. Revised Phasing Schedule, Exhibit 3
D. Authorization Letter
E. Map H
Exhibit A

Legal Description
LEGAL DESCRIPTION

A PART OF SECTIONS 5, 6 AND 8, TOWNSHIP 7 SOUTH, RANGE 29 EAST, ST. JOHNS COUNTY, FLORIDA,
MORE PARTICULARLY DESCRIBED AS FOLLOWS: FOR A POINT OF BEGINNING, COMMENCE AT THE NORTHEAST
CORNER OF SAID SECTION 6; THENCE NORTH 86°15'19" EAST ALONG THE NORTHERLY LINE OF SAID
SECTION 5, A DISTANCE OF 2702.33 FEET; THENCE SOUTH 02°34'25" EAST, A DISTANCE OF 2418.93
FEET; THENCE NORTH 86°20'55" WEST, A DISTANCE OF 724.27 FEET; THENCE SOUTH 02°34'25" EAST,
A DISTANCE OF 660.00 FEET; THENCE SOUTH 86°20'55" EAST, A DISTANCE OF 663.92 FEET; THENCE
SOUTH 02°34'25" EAST, A DISTANCE OF 50.30 FEET; THENCE NORTH 86°20'55" WEST, A DISTANCE OF
1319.59 FEET; THENCE SOUTH 02°11'41" EAST ALONG A LINE TO ITS INTERSECTION WITH THE
NORTHEASTERLY RIGHT-OF-WAY LINE OF STATE ROAD NO. 16 (A 260 FOOT RIGHT-OF-WAY AS NOW
ESTABLISHED), A DISTANCE OF 1942.09 FEET; THENCE NORTH 77°03'50" WEST ALONG SAID
NORTHEASTERLY RIGHT-OF-WAY LINE, A DISTANCE OF 153.99 FEET; THENCE NORTH 01°39'41" WEST
LEAVING SAID RIGHT-OF-WAY LINE, A DISTANCE OF 175.00 FEET; THENCE NORTH 77°07'17" WEST, A
DISTANCE OF 199.99 FEET; THENCE NORTH 01°39'41" WEST, A DISTANCE OF 166.93 FEET; THENCE NORTH
75°57'41" WEST, A DISTANCE OF 363.19 FEET; THENCE NORTH 62°14'03" EAST, A DISTANCE OF 105.57
FEET; THENCE NORTH 27°45'57" WEST, A DISTANCE OF 308.00 FEET; THENCE SOUTH 62°13'29" WEST
LONG A LINE TO ITS INTERSECTION WITH THE NORTHEASTERLY RIGHT-OF-WAY LINE OF INTERSTATE 95,
STATE ROAD NO. 9 (A RIGHT-OF-WAY OF VARYING WIDTH), A DISTANCE OF 449.91 FEET; THENCE NORTH
27°42'53" WEST ALONG SAID NORTHEASTERLY RIGHT-OF-WAY LINE, A DISTANCE OF 1004.03 FEET TO A
POINT ON A CURVE, CONCAVE SOUTHWESTERLY HAVING A RADIUS OF 5879.58 FEET; THENCE NORTHEASTERLY
CONTINUING ALONG SAID RIGHT-OF-WAY LINE AND ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF
1959.64 FEET, SAID ARC BEING SUSTENDED BY A CHORD BEARING OF NORTH 28°55'46" WEST AND A CHORD
DISTANCE OF 1950.58 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 38°29'40" WEST
CONTINUING ALONG SAID RIGHT-OF-WAY LINE, A DISTANCE OF 1164.82 FEET; THENCE NORTH 23°28'40" WEST
CONTINUING ALONG SAID RIGHT-OF-WAY LINE, A DISTANCE OF 502.28 FEET; THENCE NORTH
38°29'40" WEST CONTINUING ALONG SAID RIGHT-OF-WAY LINE, A DISTANCE OF 411.52 FEET TO A POINT
LYING ON THE NORTHERLY LINE OF AFORESAID SECTION 6; THENCE NORTH 89°22'17" EAST LEAVING SAID
NORTHEASTERLY RIGHT-OF-WAY LINE AND ALONG SAID NORTHERLY LINE OF SECTION 6, A DISTANCE OF
2240.17 FEET TO THE POINT OF BEGINNING.

CONTAINING 315.29 ACRES MORE OR LESS,
Exhibit B

Current Phasing Schedule, Exhibit 3
Exhibit C

Revised Phasing Schedule, Exhibit 3
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**Exhibit 3 (Revised January 2006)**

**Phasing Schedule**
Exhibit D

Authorization Letter
TO WHOM IT MAY CONCERN:

The undersigned, Spencer Phelps as V. P. of St. Augustine Associates, Inc., a Florida corporation (the "Owner"), hereby appoints Thomas O. Ingram, Esq., Pappas Metcalf Jenks & Miller, P.A., to act on behalf of the Owner as its agents to submit such applications, papers, documents, requests and other matters necessary to modify the Development of Regional Impact, and related regulatory approvals and designations affecting the property described on Exhibit 1 attached (the "Property").

St. Augustine Associates, Inc.

By: ____________________________
   Spencer Phelps
   Its: ____________________________
   V. P.

STATE OF FLORIDA }

}SS

COUNTY OF Seminole)

The foregoing instrument was acknowledged before me this 28th day of December, 2005, by Spencer Phelps as Vice President of St. Augustine Associates, Inc, a Florida corporation.

Mary A. Miller

(Print Name: Mary A. Miller)

NOTARY PUBLIC

State of Florida at Large

Commission # ____________________________

My Commission Expires: ____________________________

Personally Known / Produced I.D. [check one of the above]

Type of Identification Produced: __________

Mary A. Miller

MY COMMISSION # DD200437 EXPIRES

April 23, 2007

BONDED THROUGH INDEMNITY INSURANCE, INC.
A PART OF SECTIONS 5, 6 AND 8, TOWNSHIP 7 SOUTH, RANGE 29 EAST, ST. JOHNS COUNTY, FLORIDA, MORE PARTICULARLY DESCRIBED AS FOLLOWS: FOR A POINT OF BEGINNING, COMMENCE AT THE NORTHEAST CORNER OF SAID SECTION 6; THENCE NORTH 86°41'19" EAST ALONG THE NORTHERLY LINE OF SAID SECTION 5, A DISTANCE OF 2702.33 FEET; THENCE SOUTH 02°34'25" EAST, A DISTANCE OF 2418.93 FEET; THENCE NORTH 86°20'55" WEST, A DISTANCE OF 724.27 FEET; THENCE SOUTH 02°34'25" EAST, A DISTANCE OF 660.00 FEET; THENCE SOUTH 86°20'55" EAST, A DISTANCE OF 663.92 FEET; THENCE SOUTH 02°34'25" EAST, A DISTANCE OF 50.30 FEET; THENCE NORTH 86°20'55" WEST, A DISTANCE OF 1319.59 FEET; THENCE SOUTH 02°41'14" EAST ALONG A LINE TO ITS INTERSECTION WITH THE NORTHEASTERLY RIGHT-OF-WAY LINE OF STATE ROAD NO. 16 (A 260 FOOT RIGHT-OF-WAY AS NOW ESTABLISHED), A DISTANCE OF 1942.09 FEET; THENCE NORTH 77°03'50" WEST ALONG SAID NORTHEASTERLY RIGHT-OF-WAY LINE, A DISTANCE OF 153.99 FEET; THENCE NORTH 01°39'41" WEST LEAVING SAID RIGHT-OF-WAY LINE, A DISTANCE OF 175.00 FEET; THENCE NORTH 77°07'17" WEST, A DISTANCE OF 199.99 FEET; THENCE NORTH 01°39'41" WEST, A DISTANCE OF 166.93 FEET; THENCE NORTH 75°57'41" WEST, A DISTANCE OF 553.19 FEET; THENCE NORTH 62°14'03" EAST, A DISTANCE OF 105.37 FEET; THENCE NORTH 27°45'57" WEST, A DISTANCE OF 303.80 FEET; THENCE SOUTH 62°13'29" WEST ALONG A LINE TO ITS INTERSECTION WITH THE NORTHEASTERLY RIGHT-OF-WAY LINE OF INTERSTATE 95, STATE ROAD NO. 9 (A RIGHT-OF-WAY OF VARYING WIDTH), A DISTANCE OF 449.91 FEET; THENCE NORTH 27°42'53" WEST ALONG SAID NORTHEASTERLY RIGHT-OF-WAY LINE, A DISTANCE OF 1004.03 FEET TO A POINT ON A CURVE, CONCAVE SOUTHWESTERLY HAVING A RADIUS OF 5879.58 FEET; THENCE NORTHWESTERLY CONTINUING ALONG SAID RIGHT-OF-WAY LINE AND ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 1959.64 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF NORTH 28°55'46" WEST AND A CHORD DISTANCE OF 1950.58 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 38°29'40" WEST CONTINUING ALONG SAID RIGHT-OF-WAY LINE, A DISTANCE OF 1164.82 FEET; THENCE NORTH 23°28'40" WEST CONTINUING ALONG SAID RIGHT-OF-WAY LINE, A DISTANCE OF 502.28 FEET; THENCE NORTH 38°29'40" WEST CONTINUING ALONG SAID RIGHT-OF-WAY LINE, A DISTANCE OF 411.52 FEET TO A POINT LYING ON THE NORTHERLY LINE OF AFORESAID SECTION 6; THENCE NORTH 99°22'17" EAST LEAVING SAID NORTHEASTERLY RIGHT-OF-WAY LINE AND ALONG SAID NORTHERLY LINE OF SECTION 6, A DISTANCE OF 2240.17 FEET TO THE POINT OF BEGINNING.

CONTAINING 315.29 ACRES MORE OR LESS.
Exhibit E

Map H
STATE OF FLORIDA,
COUNTY OF ST. JOHNS

Before the undersigned authority personally appeared CHARLES BARRETT
who on oath says that he 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 NOTICE OF HEARING
in the matter NOPC 06-02 SA CENTRE DRI
was published in said newspaper in the issues of

FEBRUARY 27, 2006.

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
heretofore 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
he 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 27TH day of FEBRUARY, 2006.

by ____________________________ who is personally known to me
or who has produced PERSONALLY KNOWN as identification.

(Signature of Notary Public) (Seal)

PATRICIA A. BERGQUIST