

STAFF REPORT
DEVELOPMENT ORDER AMENDMENT
for
DG FARMS
DEVELOPMENT OF REGIONAL IMPACT (DRI # 194)
Petition #24-1012

SIGN-OFF APPROVALS	INITIAL	DATE
Director, Community Development Division	<i>J B J</i>	9/24/24

Prepared by
Development Services Department

September 24, 2024

RECOMMENDATION

Staff recommends that the Board of County Commissioners approve the proposed changes for the DG Farms Development of Regional Impact (DRI). Staff recommends approval in accordance with the attached resolution. This recommendation is based, in part, on DG Farms Map H received on August 21, 2024.

BACKGROUND

The DG Farms Development of Regional Impact (DRI) is a \pm 1,385-acre mixed-use development located in south-central Hillsborough County, northeast of the intersection of US Highway 301 and SR 674. Attachment A shows the project's location.

The DG Farms DRI was originally approved on July 11, 1989 (Resolution No. 89-0171). The DO has been amended seven times. The Board of County Commissioners (BOCC) approved the latest amendment on November 14, 2018 (Resolution No. R18-131). Phase 1 is specifically approved with a build out date of November 3, 2028. Phases 2 and 3 are conceptually approved. Transportation impacts of these Phases will be mitigated by payment of mobility fees.

On March 22, 2005 GL Homes, as the owner and developer of a portion of the Phase 1 development entitlements within the DRI, and the County entered into an Implementation Agreement for the Expenditure of Funds in Construction of Roadway Improvements to U.S. Highway 301 (Agreement), pursuant to the transportation mitigation conditions of the DO. The Agreement established a process whereby GL Homes paid a cash contribution to the County of \$5,373,209 to satisfy the transportation mitigation requirements for Phase 1 development.

PROPOSED CHANGES

The applicant proposes the changes listed below.

1. Modify the Land Use Equivalency Matrix ("LUEM") for Phase II to add single-family residential and mini-warehouse/self-storage.
2. Eliminate on-going and annual reporting requirements in accordance with Florida State Statutes and due to the completion of all transportation mitigation.
3. Reflect assignments and conversions in the Phasing Schedule.
 - a. Assign 19,776 sf Phase II office entitlements to Manatee Memorial Hospital.
 - b. Assign 320 multi-family Phase II units to Sun City Properties I, LLC.
 - c. Convert 20,468 sf Phase II retail entitlements to 120 multi-family units.
 - d. Assign 10,600 sf of Phase II retail entitlements to Wal-Mart Stores East, LP.

STAFF RECOMMENDATION

Pursuant to subsection 380.06(7). *Florida Statutes*, the proposed changes shall be reviewed by the local government based on the standards and procedures in its adopted local comprehensive plan and adopted local land development regulations, including, but not limited to, procedures for notice to the applicant and the public regarding the issuance of development orders.

Transportation staff has reviewed the request and notes that the developer had previously selected Phase 1 mitigation option 3, relating to certain pipeline improvements on US Hwy 301, which have been completed. Phase II has been specifically approved to require the payment of mobility fees to mitigation impacts. Phase III is conceptually approved, and Phase III mitigation impacts have not been determined yet. Transportation staff has no objections.

The proposed additional uses to the Land Use Equivalency Matrix do not add uses which are not already permitted. The specified entitlements which will be assigned and/or transferred does not impact the DRI and is done for tracking purposes.

Development Order History

On July 11, 1989 the Board of County Commissioners (Board) approved the development order for the DG Farms DRI (R89-0171). Below is the original development schedule:

DG FARMS DRI # 194 – 1989 DEVELOPMENT APPROVALS					
Use		Phase I (1990-1996)	Phase II* (1997-2003)	Phase III* (2004-2010)	Total
Residential (units)	Single Family	2,100	1,750	530	4,380
	Multi-Family	0	350	650	1,000
Commercial (sq. ft.)		110,000	250,000	0	360,000
Office		50,000	0	0	50,000

*Phases II & III are conceptually approved.

Specific approval was granted to Phase I. Specific approval for Phases II and III requires further analysis, pursuant to Section 380.06, Florida Statutes, to identify the impacts of each phase on the regional roadway network and on air quality.

The original DO includes a pipeline improvement option to mitigate Phase I transportation impacts. Below is a summary of this option:

- (a) An “Initial Pipeline Improvement” requiring the provision of a Park and Ride facility within the Development’s impact area to accommodate approximately 150 spaces. The Developer is required to construct this improvement within 9 months of commencement of physical development. (The Park and Ride facility has been constructed.)
- (b) “Additional Pipeline Improvements” summarized below:
 1. The design of U.S. 301 from Gibsonton Road to Big Bend Road as a 6-lane divided rural arterial and construction of this road link as a 4-lane divided rural arterial. The Developer is obligated to expend an amount equal to \$4,200,000 on this improvement.
 2. In the event that there are unexpended monies from the design and construction of the improvements identified in #1., the Developer is to design the improvement of U.S. 301 south of Big Bend Road to a point determined by the County, the design being based on an FDOT approved design. The Developer is also to expend unspent funds on the construction of this segment as a 4-lane divided rural arterial.
 3. At the issuance of building permits of 1200 single-family units (or the PM peak hour trip equivalent of other uses) the County and the Developer shall “commence discussion for

the purpose of entering into a Joint Participation Agreement for the design and construction of the above Additional Pipeline improvements.”

4. No development beyond 1530 single-family units (or its equivalent in trips) may occur until commencement of design of the Additional Pipeline Improvements.

On January 23, 1990 the Board approved Resolution No. R90-0024, amending the DO to extend the date of buildout of development of Phase I by 2 years, 11 months and 15 days to 1999.

On November 10, 1992 the Board approved Resolution No. R92-0276, amending the DO for a second time which provided for the following: (1) extended the date of buildout of Phase I by 2 years to December 15, 2001 for a cumulative extension of 4 years, 11 months and 15 days, (2) extended the deadline for commencement of development by 4 years, 11 months and 15 days to July 6, 1997, and (3) added an inflation/deflation index to be applied to the cost of the pipeline improvement.

On April 8, 1997 the Board approved Resolution No. R97-105, amending the DO for the third time. The DO was amended to (1) extend the date of buildout of Phase I by 7 years, 11 months and 16 days to December 31, 2008 for a cumulative extension of 12 years, (2) extended the deadline for commencement of development by 7 years, 11 months and 16 days to July 22, 2005 and, (3) revised the transportation conditions to provide that any additional costs associated with the delay in design, right-of-way acquisition and construction of the Initial Pipeline Improvement and the Additional Pipeline Improvement beyond April 8, 1997 shall be borne by the Developer.

On January 28, 2003, the Board approved Resolution No. R03-025, amending the DO for the fourth time. The DO was amended to increase specifically approved Phase I Office use by 59,999 square feet; increase the amount of Phase I Commercial square footage by advancing 50,000 square feet of Commercial use from Phase II to Phase I; establish a Land Use Equivalency Matrix to allow for exchanges between approved uses (including adding a “retirement residential” use to the currently approved single-family and multi-family residential uses); and revise the Map H to include changes to reflect the above changes in development approvals, reconfigure and consolidate development pods, show alternative land uses on certain pods, relocate park and school uses, and eliminate one access from U.S. 301 into the commercial pod at the southwest corner of the project.

On March 22, 2005, GL Homes, as the owner and developer of a portion of the Phase I development entitlements within the DRI, and the County entered into an Implementation Agreement for the Expenditure of Funds in Construction of Roadway Improvements to U.S. Highway 301 (Agreement), pursuant to the transportation mitigation conditions of the DO. The Agreement established a process whereby GL Homes paid a cash contribution to the County of \$5,373,209 to satisfy the transportation mitigation requirements for Phase I development. The Agreement provided, in part, that the payment of these funds satisfied the transportation mitigation requirements for Phase I through December 31, 2008 which at that time was that phase’s build out date. The County received full payment on May 10, 2005. The Agreement has been amended six (6) times. The Board of County Commissioners (BOCC) approved the sixth amendment on January 12, 2016. The latest extension made the Phase I build out date referenced in the Agreement consistent with the DO build out date extension made pursuant to Section 252.363, *Florida Statutes*, and Executive Orders 15-158 and 15-173 (June 10, 2021).

On September 9, 2008, the Board approved Resolution No. R08-134, amending the DO for the

fifth time. The DO was changed to:

- (1) Extend the Phase I build out date of the development by three (3) years, from 2008 to 2011;
- (2) Extend the expiration date of the Development Order until June 30, 2018; and
- (3) Document the change in address for the Developer and in the name and address of the authorized agent of the Developer.

The changes made to the phasing schedule are shown below in strike through and underline:

PHASE	OFFICE (Sq. Ft.)	COMMERCIAL (Sq. Ft.)	RESIDENTIAL (Dwelling Units)
Phase I (1990 - 2008 <u>2011</u>)	109,999	160,000	2,100
Phase II* (1997-2003)	0	200,000	2,100
Phase III* (2004-2010)	0	0	1,180
TOTAL APPROVED	109,999	360,000	5,380

* Phase II and III are conceptually approved. Specific approval requires a Notice of Proposed Change and transportation, air quality, and affordable housing analyses pursuant to Section 380.06, F.S.

R08-134 also amended the DO to recognize land use trade-offs made pursuant to the approved Land Use Equivalency Matrix, resulting in revised entitlements for Phase I as shown below.

Office:	10,000 sf
Retail:	235,047 sfgla
Single Family:	1,344 dwelling units
Retirement Residential	1,450 dwelling units
Multi Family/Single Family Attached	54 dwelling units

The build out date of Phase I has been extended a number of times. The extensions are listed below:

- 2009 - a two year extension of the Phase 1 build out date from December 31, 2011 to December 13, 2013 as authorized by Senate Bill 360.
- 2011 - a four year extension authorized by HB 7202, which extended the build out date of Phase I from December 31, 2013 to December 31, 2017. The Development Orders' (DO) expiration date was likewise extended to June 30, 2022.
- 2012 - a build out date extension for Phase 1 from December 31, 2017 to November 21, 2018. The Development Order's effective date was also extended from June 30, 2022 to May 21, 2023. These extensions were pursuant to Section 252.363, F.S and Executive Orders 11-128, 11-172 and 11-202.
- 2013 - a build out date extension for Phase 1 from November 21, 2018 to March 20, 2020. The Development Order's effective date was also extended from May 21, 2023 to September 18, 2024. These extensions were pursuant to Section 252.363, F.S and Executive Orders 12-140, 12-192, and 12-199.

- 2015 – a build out date extension for Phase 1 of one year plus eighty two (82) days pursuant to Section 252.363, F.S. for Executive Orders 15-158 and 15-173. The Phase 1 build out date was extended from March 20, 2020 to June 10, 2021. The Development Order’s effective date was also extended from September 18, 2024 to December 9, 2025.

On May 10, 2016, the Board approved Resolution No. R16-056, amending the DO for the sixth time. The changes were approved:

- Revised DRI Map H to incorporate a ±22.55 acre commercial parcel located at the northeast quadrant of the U.S. Highway 301 / 19th Avenue N.E. intersection into the adjacent residential parcel located north of 19th Avenue N.E. This residential parcel will be designated as DG North.
- Revised Map H to remove one of two currently approved access points from U.S. 301 into DG North.
- Revised Map H to add two access points from the 19th Avenue N.E. extension east of U.S. 301. One will access DG North and the other will access development south of the 19th Avenue N.E. extension.
- Revised DRI Map H to add Multi-Family as an allowable use in DG North. Currently, single-family attached and detached are allowed.
- Revised DRI Map H to modify the Phasing Schedule to reflect previously approved land use trade-offs made in accordance with the approved Equivalency Matrix.
- Modified the Phasing Schedule and Deadlines in the DO to reflect previously approved land use trade-offs made in accordance with the approved Equivalency Matrix.

The changes below were made pursuant to Development Service Department staff request. These changes were made in order to conform DRI Map H to the General Site Plan (zoning), thereby recognizing previously approved changes.

- Modified Map H to remove the “ring-road”, an internal roadway within the project. A portion of this roadway in the southern portion of the project will remain.
- Modified Map H to reflect the current locations of Reddick Elementary School and the park site immediately to the south of the school.
- Modified the Land Use Schedule to remove entitlements which will be shown solely in the Phasing Schedule (both schedules appear on Map H).
- Removed an access shown south of Valencia Grand Avenue from U.S. 301 into the project.

On November 14, 2018, the Board approved Resolution No. R18-131, amending the DO for the seventh time. The changes included the following:

- Reduce the residential entitlements by 1,900 units (totaling 200 remaining multi-family units).
- Increase commercial entitlements by 12,000 sf (totaling 212,000 sf).
- Establish office entitlements by 30,000 sf (totaling 30,000 sf).
- Within Parcel A-1, for multi-family uses, increase the maximum height to 60 feet / 4-stories and a maximum density of 20 u/a.
- Add an additional access point from SR 674.

DRI #195 / Petition #24-1012

AMENDED & RESTATED DEVELOPMENT ORDER
Changes shown in strike-through and underline

AMENDED AND RESTATED DEVELOPMENT ORDER

Resolution No. _____

**RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS
OF HILLSBOROUGH COUNTY, FLORIDA
DRI #194 DEVELOPMENT ORDER
DG FARMS**

Upon motion by Commissioner _____, seconded by Commissioner _____ - _____ the following Resolution was adopted by a vote of _____, Commissioner(s) _____ voting "No".

WHEREAS, on July 11, 1989, the Board of County Commissioners approved a Development Order, Resolution No. R89-0171, for the DG Farms Development of Regional Impact ("DRI") #194 (the "Development Order") pursuant to the provisions of Chapter 380.06, Florida Statutes; and

WHEREAS, on January 23, 1990, the Board of County Commissioners approved a first amendment to the Development Order, Resolution No. R90-0024 (the "First Amendment") which authorized the extension of the date of buildout of the development of Phase I by two (2) years, eleven (11) months, and fifteen (15) days; and

WHEREAS, on November 10, 1992, the Board of County Commissioners approved a second amendment to the Development Order, Resolution No. R92-0276 (the "Second Amendment") which authorized the extension of the date of buildout of Phase I by an additional two (2) years for a total buildout date extension of four (4) years, eleven (11) months, and fifteen (15) days; authorized the extension of the deadline for commencement of development of Phase I by four (4) years, eleven (11) months, and fifteen (15) days; and clarified the pipeline proportionate share amount; and

WHEREAS, on April 8, 1997, the Board of County Commissioners approved a third amendment to the Development Order, Resolution No. R97-105 (the "Third Amendment") which authorized the extension of the date of buildout of Phase I by an additional seven (7) years, eleven (11) months, and sixteen (16) days; authorized the extension of the deadline for the commencement of development of Phase I by seven (7) years, eleven (11) months, and sixteen (16) days; clarified additional costs associated with the pipeline improvements; and amended the legal description to correct a scrivener's error; and

WHEREAS, on January 28, 2003, the Board of County Commissioners approved a fourth amendment to the Development Order, Resolution No. R03-025 (the "Fourth Amendment") which authorized an increase of 59,999 square feet in the Phase I Office gross leasable area, from 50,000 to 109,999 square feet; authorized an acceleration of 50,000 square feet of Commercial gross leasable area from Phase II to Phase I; authorized the inclusion of an equivalency matrix to allow for simultaneous exchange of approved land uses; and authorized a modification of the Master Site Plan (Map H); and

WHEREAS, on September 9, 2008, the Board of County Commissioners approved a fifth amendment to the Development Order, Resolution No. R08-134 (the "Fifth Amendment") which extended the DRI Build-Out Date for Phase I of the DRI for 3 years from December 31, 2008 to December 31, 2011 pursuant to § 380.06(19)(c), Florida Statutes; and

WHEREAS, the DRI Build-Out Date for Phase I of the DRI was subsequently extended to

June 10, 2021 by virtue, collectively, of: (i) Chapter 2009-96, Laws of Florida, (ii) Chapter 2011-139, Laws of Florida, (iii) Chapter 2011-139, Laws of Florida, (iv) Executive Order 11-128 issued on June 13, 2011, declaring a state of emergency for the entire State of Florida due to the ongoing danger of wildfires, as extended by Executive Order 11-172 issued on August 5, 2011, and by Executive Order 11-202 issued on October 4, 2011, (v) Executive Order 12-140 issued on June 25, 2012, declaring a state of emergency for the entire State of Florida due to Tropical Storm Debby, as extended by Executive Order 12-192 issued on August 20, 2012, (vi) Executive Order 12-199 issued on August 25, 2012, declaring a state of emergency for the entire State of Florida due to Tropical Storm Isaac, (vii) Executive Order 15-158 issued on August 6, 2015, declaring a state of emergency for Hillsborough County and certain other counties due to severe weather and flooding, and (viii) Executive Order 15-173 issued on August 28, 2015, declaring a state of emergency for the entire State of Florida due to Tropical Storm Erika; and

WHEREAS, on May 10, 2016, the Board of County Commissioners approved a Sixth Amendment to the Development Order, Resolution No. R-16-056 (the "Sixth Amendment") removing the commercial land use from the parcel identified as "DG North" on revised Map H (as more particularly described in subsection II.A.2 of the Sixth Amendment), adding Multi-Family uses to the DG North parcel, removing access points onto US Highway 301 and Bill Tucker Road, and updating Map H to match existing infrastructure and development, all of which are more particularly set forth in the Sixth Amendment (hereinafter the Development Order, as amended by the First Amendment, Second Amendment, Third Amendment, Fourth Amendment, Fifth Amendment and Sixth Amendment, shall collectively be referred to as the "Development Order"); and

WHEREAS, the DRI Build-Out Date for Phase I of the DRI was subsequently extended to November 3, 2028 by virtue, collectively, of Executive Order 17-235, issued on September 4, 2017, declaring a state of emergency for every county in the State of Florida for 60 days due to Hurricane Irma, which Executive Order was extended by Executive Order 17-287 issued on November 2, 2017, and again by Executive Order 17-330 issued on December 29, 2017; and

WHEREAS, the statutory extensions and Executive Orders referenced above also extended the expiration date of the Development Order to April 29, 2033; and

WHEREAS, on April 6, 2018, the State of Florida enacted Ch. 2018-158, Laws of Florida, amending Chapter 380.06, Fla. Stat., and other statutes, as more particularly set forth therein; and

WHEREAS, on November 14, 2018, the Board of County Commissioners approved a Seventh Amendment to the Development Order, Resolution No. R-18-131 (the "Seventh Amendment") ~~June 9, 2018~~ the Developer filed proposed changes to a previously approved development of regional impact, including specific approval of Phase II, modification of Phase II land uses, incorporation of a Phase II Equivalency Matrix, changes on the master site plan (Map H), and other updates and refinements to the Development Order, pursuant to Subsection 380.06(7), Fla. Stat., as set forth in Ch. 2018-158, Laws of Florida, and applicable Hillsborough County procedures (hereinafter the Development Order as amended by the First Amendment, Second Amendment, Third Amendment, Fourth Amendment, Fifth Amendment, Sixth Amendment, and Seventh Amendment shall collectively be referred to as the "Development Order"); ~~(the "DO Amendment")~~; and

WHEREAS, on July 1, 2024, the Developer filed a proposed change to the Development Order requesting approval of a modified Land Use Equivalency Matrix for Phase II of DRI, which is set forth in Exhibit "C" to the Development Order, and updates to reflect Phase II land use conversions within the DRI to date (the "DO Amendment"); and

WHEREAS, the DO Amendment shall constitute the Eighth ~~Seventh~~ Amendment to the Development

Order; and

WHEREAS, the Board of County Commissioners has reviewed and considered the DO Amendment as well as all related testimony and evidence submitted by the Developer concerning the DO Amendment; and

WHEREAS, the Board of County Commissioners, as the governing body of the local government having jurisdiction pursuant to Chapter 380, Florida Statutes, is authorized and empowered to consider the Development Order Amendment and to amend the Development Order; and

WHEREAS, all applicable public notice requirements of Chapter 380, Florida Statutes, and Hillsborough County, Florida ("County"), have been fulfilled; and

WHEREAS, Section 380.06, Florida Statutes, requires that a development order be amended to reflect the Board of County Commissioners' approval of changes to the approved development order.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS _____ DAY OF _____, 20__ AS FOLLOWS:

1. The following findings of fact are made:
 - a. The developer of the DO Farms DRI is John Falkner, whose address is c/o Roy Cohn, Esquire, 35100 State Road 64 East, Myakka City, FL 34251 (hereinafter the "Developer").
 - b. The authorized agent for the Developer is Roy Cohn, Esquire, 35100 State Road 64 East, Myakka City, FL 34251.
 - c. The DG Farms DRI property is legally described on Exhibit "A" attached hereto and incorporated herein.
 - d. All statutory procedures have been adhered to.
 - e. The findings of fact made in the Development Order are hereby reaffirmed and are incorporated herein by reference, provided, however, that to the extent that a finding of fact or conclusion of law in the original Development Order, or any amendments thereto, conflicts with another finding or conclusion in a different amendment, the more recent in time shall control.
 - f. Pursuant to Section 380.06(7), Fla. Stat. as set forth in Ch.2018-158, Laws of Florida, the proposed changes have been reviewed by the local government based upon the standards and procedures in its Comprehensive Plan and adopted local land development regulations, including, but not limited to, the procedures for notice to the applicant and the public regarding issuance of development orders.
 - g. The DO Amendment is consistent with all applicable local land use development regulations and all applicable provisions of the local comprehensive plan.

- h. The DO Amendment does not unreasonably interfere with the achievement of the objectives of the adopted State Land Development Plan applicable to the area.
 - i. The DO Amendment is consistent with the State Comprehensive Plan.
 - j. A comprehensive review of the impacts generated by the DO Amendment has been conducted by the County.
 - k. The Development is not an Area of Critical Concern as designated pursuant to Section 380.05, Florida Statutes.
2. The Board of County Commissioners, having made the above findings of fact, renders the following conclusions of law:
- a. These proceedings have been duly conducted pursuant to applicable law and regulations, and based upon the record of these proceedings, the Developer is authorized to conduct the Development as described herein, subject to the terms and conditions of the Development Order, and the amendments, conditions, restrictions and limitations set forth herein.
 - b. The review by the County and other participating agencies and interested citizens concludes that the impacts of the DO Amendment are adequately addressed pursuant to the requirements of Chapter 380, Florida Statutes, within the terms and conditions of this Resolution.
 - c. The proposed changes to the Development Order as set forth in this DO Amendment are approved pursuant to Subsection 380.06 (7), Florida Statutes, as set forth in Cb. 2018-158, Laws of Florida
 - d. The conclusions of law made in the Development Order are hereby reaffirmed and are incorporated herein by reference; provided, however, that to the extent that a finding of fact or conclusion of law in the original Development Order, or any amendments thereto, conflicts with another finding or conclusion in a different amendment, the more recent in time shall control.
3. The DO Amendment is hereby approved, and, accordingly, the Development Order is hereby amended and restated as follows:

I. GENERAL PROVISIONS

- A. This resolution shall constitute the Amended and Restated Development Order of Hillsborough County for the DG FARMS Development of Regional Impact.
- B. The definitions contained in Chapter 380, Florida Statutes, shall govern and apply to this Development Order.
- C. This Development Order shall be binding upon the Developer and its heirs, assignees or successors in interest including any entity which may assume any of the responsibilities

imposed on the Developer by this Development Order. It is understood that any reference herein to any governmental agency shall be construed to include any future instrumentality which may be created or designated as successors in interest to, or which otherwise possesses any of the power and duties of any branch of government or governmental agency. In the event that any portion or section of this Development Order is determined to be invalid, illegal, or unconstitutional by a court of competent jurisdiction, such decision shall in no manner affect the remaining portions or sections of this Development Order which shall remain in full force and effect.

- D. Whenever this Development Order provides for or otherwise necessitates reviews or determinations of any kind subsequent to its issuance, the right to review shall include all directly affected governmental agencies and departments as are or may be designated by the Board of County Commissioners of Hillsborough County to review developments set forth under applicable laws and rules governing Developments of Regional Impact.
- E. In each instance in this Development Order where the Developer is responsible for ongoing maintenance of facilities at DG FARMS, the Developer may transfer any or all of his responsibilities to improve and maintain those facilities to an appropriate private body created to perform such responsibilities. Provided, however, that before such transfer may be effective, the body to which responsibility has been or will be transferred must be approved by the County, and/or other agencies having jurisdiction, concurrent or otherwise, now or later, upon determination that the entity in question can and will be responsible to provide maintenance as required in this Development Order, which approval shall not be unreasonably withheld.
- F. After April 6, 2018, any proposed changes to this DRI shall be reviewed pursuant to the provisions of Subsection 380.06(7), Fla. Stat., as set forth in Ch. 2018-158, Laws of Florida, as it may be amended.
- G. The County Administrator of Hillsborough County shall be responsible for monitoring all terms and conditions of this Development Order. For purposes of this condition, the County Administrator may rely upon or utilize information supplied by any Hillsborough County department or agency having particular responsibility over the area or subject involved. The County Administrator shall report to the Board of County Commissioners any findings or deviation from the terms and conditions of this Development Order. In the event of a deviation, the County Administrator may immediately recommend that the Board of County Commissioners establish a hearing to consider such deviations.
- H. The Developer has completed all transportation mitigation set forth in this Development Order and there is ~~in on~~ no ongoing monitoring required. Therefore, Developer is no longer required to file a Report in accordance with Subsection 380.06(6), Fla. Stat., as set forth in ~~Ch.~~ 2018-158, Laws of Florida. After April 6, 2018, the Developer shall file a Report in accordance with Subsection 380.06(6), Fla. Stat., as set forth in Ch. 2018-158, Laws of Florida, annually with Hillsborough County. The Board of County Commissioners shall review the report for compliance with the terms and conditions of this Development Order. The Developer shall be notified of any Board of County Commissioners' hearing wherein such report is to be reviewed. The receipt and review by the Board of County Commissioners shall not be considered a substitute or a waiver of any terms or conditions of this Development Order. This report shall contain:
 - 1. ~~A description of all development activities proposed to be conducted under the terms of this Development Order for the year immediately following the~~ ~~submittal of the Annual Report;~~ and

2. ~~A statement listing all Applications for Incremental Review required pursuant to this Development Order or other applicable local regulations which the Developer proposes to submit during the year immediately following submittal of the Annual Report; and~~
3. ~~A statement setting forth the name(s) and address(es) of any heir, assignee or successor in interest to this Development Order; and~~
4. ~~A statement describing how the Developer has complied with each term and condition of this Development Order applicable when the Annual Report was prepared.~~
- I. The provisions of this Development Order shall not be construed as a waiver of or exception to any rule, regulation or ordinance of Hillsborough County, its agencies and commissions, and to the extent that further review is provided for in this Development Order or required by Hillsborough County, said review shall be subject to all applicable laws, rules, regulations and ordinances in effect at the time of this review.
- J. This Development Order shall become effective upon adoption of this Resolution by the Hillsborough County Board of County Commissioners in accordance with applicable law.
- K. The Developer has elected, pursuant to Section 380.06(5)(c), Florida Statutes, to be bound by the provisions of Chapters 403 and 373 in effect at the time that this Development Order is issued. Accordingly, to the extent that the provisions of Subsection 380.06(5)(c), Florida Statutes, affect the determination as to which laws, rules or regulations are applicable to the Development, said determination shall apply, notwithstanding any condition in this Development Order to the contrary.

II. SPECIFIC CONDITIONS

A. Phasing Schedule and Deadlines

1. The development of the project shall proceed in accordance with the following proposed phasing schedule:

LAND USE	PHASE I (1990-11/3/2028)	PHASE II 4/29/33	PHASE III ²	TOTAL ^{1,2}
Office (Sq. Ft.)	10,000 ¹	30,000	0	40,000
Retail (Sq. Ft.)	235,047 ¹	212,000	0	447,047
Residential (Units)	2,848	200	1,180	4,228
[Single Family Attached]	[54]			
[Single Family Detached]	[1,344] ¹			
[Multi Family]	[0] ¹	[200 M-F]		
[Retirement Residential]	[1,450] ¹			

¹-The entitlements are reflective of a May 14, 2004 Ruden McClosky correspondence acknowledging all Land Use Equivalency Matrix transactions.

²-Specific approval of Phase III is contingent upon further transportation analysis per applicable provisions of the Hillsborough County Land Development Code.

<u>LAND USE</u>	<u>PHASE I</u> <u>(1990 11/3/2028)</u>	<u>PHASE II</u> <u>4/29/33</u>	<u>PHASE III</u> ²	<u>TOTAL</u> ^{1,2,3}
<u>Office (Sq. Ft.)</u>	<u>10,000</u> ¹	<u>30,000</u> ³	<u>0</u>	<u>40,000</u>
<u>Retail (Sq. Ft.)</u>	<u>235,047</u> ¹	<u>191,532</u> ³	<u>0</u>	<u>426,579</u>
<u>Residential (Units)</u>	<u>2,848</u>	<u>320</u> ³	<u>1,180</u>	<u>4,348</u>
<u>[Single-Family Attached]</u>	<u>[54]</u>			
<u>[Single-Family Detached]</u>	<u>[1,344]</u> ¹			
<u>[Multi-Family]</u>	<u>[0]</u> ¹	<u>[320 M-F]</u> ³		
<u>[Retirement Residential]</u>	<u>[1,450]</u> ¹			
<u>Mini-Warehouse/Self-Storage</u>	<u>N/A</u>	<u>0</u>	<u>N/A</u>	<u>0</u>

¹ The entitlements are reflective of a May 14, 2004, Ruden McClosky correspondence acknowledging all Land Use Equivalency Matrix transactions. Quantities subject to change pursuant to DRI Phase I Land Use Equivalency Matrix.

² Specific approval of Phase III is contingent upon further transportation analysis per applicable provisions of the Hillsborough County Land Development Code.

³ The entitlements are reflective of a June 24, 2024 (Revised: August 13, 2024), Brooks Rocha correspondence acknowledging the following Land Use Equivalency Matrix conversions and assignments for Phase II.

- a. The Developer has assigned 19,776 sf of Phase II Office to Manatee Memorial Hospital. This results in 10,224 sf of Phase II Office entitlements remaining with the Developer (per R24-____, Eighth Amendment).
- b. The Developer has assigned 320 multi family units of Phase II Multi-Family to Sun City Properties I, LLC. The increase of 120 units is due to a LUEM trade off of 20,468 sf of Phase II Retail. This results in 0 multi-family units in Phase II Multi-Family with the Developer (per per R24-____, Eighth Amendment).
- c. The Developer has assigned 10,600 sf of Phase II Retail to Wal-Mart Stores East, LP. This results in 180,932 sf of Phase II Retail entitlements remaining with the Developer (per R-24-____, Eighth Amendment).
- d. Developer quantities subject to change pursuant to DRI Phase II Land Use Equivalency Matrix.

Total residential uses shall not exceed 6,128 units at project buildout.

The Phase I Equivalency Matrix attached hereto and incorporated herein as **Exhibit "B"** is hereby approved. The Phase II Equivalency Matrix attached hereto and incorporated herein as **Exhibit "C"** is hereby approved. The Phase I Equivalency Matrix includes Office, Retail, Single Family, Multi-Family, and Retirement Residential among the approved land uses and the Phase I Equivalency Matrix establishes minimum and maximum levels of development for each of the approved land uses contained therein; the Phase II Equivalency Matrix includes Retail, Office, Multi-Family and ALF among the approved land uses and there are no minimums or maximums under the Phase II Equivalency Matrix; and all are for the Developer to simultaneously exchange approved land uses in accordance with the applicable Equivalency Matrix. If the Retirement Residential option is implemented under the Equivalency Matrix, those areas containing Retirement Residential uses shall maintain such designation by appropriate deed restriction or other legally permissible restrictions which limit Retirement Residential uses in such areas in accordance with applicable laws. Prior to April 6, 2018, at the time of selection of a land use exchange under the Equivalency Matrix, the Developer shall notify DEO, TBRPC and the County of said selection, and shall also provide DEO, TBRPC and the County with cumulative land use totals, and remaining allowable quantities; on and after April 6, 2018, at the time of selection of a land use exchange under the Equivalency Matrix, the Developer shall notify the County of said selection, and shall provide the County with cumulative land use totals and remaining allowable quantities. This condition shall not be

construed as a requirement for an approval of a particular land use exchange so long as the desired exchange is consistent with the conversions set forth in the Equivalency Matrix. Further, any such selection shall be reported in the annual report following said selection.

In the event that Retirement Residential uses are selected, the Developer shall, as soon as practicable but not later than five (5) years from the date that a certificate of occupancy has been issued for a Retirement Residential unit, provide documentation that the area to be developed for Retirement Residential purposes has been registered as a facility for older persons with the Florida Commission on Human Relations. Thereafter, evidence of current registration shall be provided with each Report filed in accordance with Section 380.06(6), Florida Statutes, as set forth in Ch. 2018-158, Laws of Florida.

In the event that Retirement Residential uses implemented through the approved Equivalency Matrix are not utilized for Retirement Residential uses, then the Developer shall be required to submit revised cumulative land use totals and remaining allowable quantities. In the event that the revised cumulative land use totals exceed land use totals permitted pursuant to the approved Equivalency Matrix, the Developer shall be required to undergo further review under Section 380.06, Florida Statutes, for transportation with respect to such exceedances, or shall take steps to reduce cumulative land use totals to allowable quantities consistent with the approved ORI Development Order.

2. The Development Order is amended to refer to and incorporate a revised master site plan, Map H, dated June 16, 2018 attached hereto and incorporated herein as **Exhibit "D"**, in lieu of Map H previously approved for the Development.
3. For purposes of this Development Order, a phase shall be considered complete upon issuance of the last Certificate of Occupancy for the phase.
4. If the Developer elects to amend the proposed phasing schedule, he shall submit said amendments to the County for review and approval as required by Subsection 380.06(7), Florida Statutes, as set forth in Ch. 2018-158, Laws of Florida, which approval shall not be withheld for mere acceleration or deceleration of phases if the terms of this Development Order are otherwise fully complied with.
5. This Development Order shall remain in effect for a period up to and including April 29, 2033. No new construction shall commence after expiration of the Development Order except as authorized pursuant to an amendment of this Development Order. Any development activity for which plans have been submitted to the County for its review and approval prior to the expiration date of this Development Order, may be completed in accordance with the requirements of the Development Order, if approved. This Development Order may be extended by the Board of County Commissioners of Hillsborough County on the finding of excusable delay in any proposed development activity. However, any application for extension must be filed with Hillsborough County a minimum of thirty (30) days prior the expiration date of this Development Order.
6. The Development shall not be subject to down-zoning, or intensity reduction until April 29, 2033, unless the local government can demonstrate that substantial changes in the conditions underlying the approval of the Development Order have occurred, or the Development Order was based on substantially inaccurate information provided by the Developer, or that the change is clearly established by the local government to be essential to the public health, safety, or welfare.
7. The physical development of DG FARMS shall begin by July 22, 2005.

8. Excess infrastructure capacity constructed to serve Phase I and that will potentially serve Phase II and/or Phase III shall be at the Developer's risk and shall not operate to relieve the Developer from conditions which must be complied with prior to commencement of Phase II and/or Phase III

B. Transportation

1. Specific approval of Phase III shall require a further transportation analysis, pursuant to applicable Hillsborough County Ordinances.
2. Mitigation Alternatives. Within thirty (30) days of the Development Order becoming non-appealable, the Developer shall select one of the following alternatives to mitigate the Development's transportation impacts for Phase I. [The Developer previously selected Option 3]
 - a. Option 1

Approval of any detailed site plans for Phase I of this Development shall require funding commitments from responsible entities for the following roadway link improvements listed in Table I and the intersection improvements listed in Table II. Without funding commitments for these improvements, construction permits shall not be issued for Phase I.

TABLE I

Phase I (1996) Required Link Improvements for DG Farms
Based on 5 Percent of Level of Service
(LOS) *CID* Peak-Hour Service Volumes

Road	Segment	Total Traffic LOS Prior to Improvement	Development Contribution Required (Percent)	Improvement
U.S. 301	Gibsonton Road to Rhodine Road	F	14.3	Construct 4-Lane Divided Arterial
U.S. 301	Rhodine Road to Big Bend Road	F	20.8	Construct 4-Lane Divided Arterial
U.S. 301	Big Bend Road to Balm Road	F	40.9	Construct 4-Lane Divided Arterial
U.S. 301	Balm Road to Bill Tucker Road	D	55.2	Construct 4-Lane Divided Arterial
U.S. 301	Bill Tucker Road to 19 TH Avenue	D ₁₀	55.2	Construct 4-Lane Divided Arterial
U.S. 301	19 th Avenue to ...	D	55.0	Construct 4-Lane ...

TABLE II

Phase I (1996) Required Intersection Improvements for DG Farms
 Based on 5 Percent of Level of Service
 (LOS) C/D Peak-Hour Service Volumes

Intersection	Total Traffic LOS Prior to Improvement	Development Contribution (Percent)	Required Improvement
U.S. 301 at North Residential Drive	N/A	N/A	Signalize when warranted by MUTCD. Construct one right-turn lane NB and one left-turn lane SB. Construct one left-turn lane and one right-turn lane WB.
U.S. 301 at Central Residential Drive	N/A	N/A	Signalize when warranted by MUTCD. Construct one right-turn lane NB and one left-turn lane SB. Construct one left-turn lane and one right-turn lane WB.
U.S. 301 at South Residential Drive	N/A	N/A	Signalize when warranted by MUTCD. Construct one right-turn lane NB and one left-turn lane SB. Construct one left-turn lane and one right-turn lane WB.

TABLE II continued

Phase I (1996) Required Intersection Improvements for DG Farms
 Based on 5 Percent of Level of Service
 (LOS) C/D Peak-Hour Service Volumes

Intersection	Total Traffic LOS Prior to Improvement	Development Contribution (Percent)	Required Improvement
U.S. 301 at North Commercial Drive	N/A	N/A	Construct one right-turn lane NB and one left-turn lane SB. Construct one left-right-turn lane WB.
U.S. 301 at South Commercial Drive	N/A	N/A	Signalize when warranted by MUTCD. Construct one right-turn lane NB and one left-turn lane SB. Construct one left-right-turn WB.
SR 674 at East Commercial Drive	N/A	N/A	Construct one left-right-turn lane SB. Construct one left-turn lane EB and right-turn lane WB.
SR 674 at West Commercial Drive	N/A	N/A	Construct one left-right-turn lane SB. Construct one left-turn lane EB and one right-turn lane WB.

TABLE II continued

Phase I (1996) Required Intersection Improvements for DG Farms Based on 5
 Percent of Level of Service
 (LOS) *CID* Peak-Hour Service Volumes

Intersection	Total Traffic LOS Prior to Improvement	Development Contribution (Percent)	Required Improvement
SR 674 at Residential Drive	N/A	N/A	Signalize when Warranted by MUTCD. Construct one left-right turn lane SB. Construct one left-turn lane EB and one right-turn lane WB.
U.S. 301 at Rhodine Road	F*	12.7	Signalize when warranted by MUTCD.
U.S. 301 at Balm Road	F*	36.8	Signalize when warranted by MUTCD.
U.S. 301 at 19th Avenue NW	F*	61.1	Signalize when warranted by MUTCD.
U.S. 674 at I-75 East Ramps	F*	32.9	Signalize when warranted by MUTCD.

- Worst movement of unsignalized intersection.

b. Option 2

In the event that commitments for transportation improvements are only adequate to permit approval of a portion of Phase I of the Development, the capacity and loading of transportation facilities in the DG FARMS transportation area, including but not limited to the regional roadways and intersections referenced in Option 1, shall be limiting factors in any subsequent approvals. Accordingly, the Developer shall generate and provide Hillsborough County, the Metropolitan Planning Organization (MPO), the FDOT and TBRPC, pursuant to the provisions of Section 380.06, Florida Statutes, with updated current traffic counts on the above roadways and projections of traffic volumes that will result from completion of the currently approved project construction plus that to be generated by the next portion for which the Developer is seeking approval. Each updated traffic analysis shall serve to verify the findings of the DRI traffic analysis (referenced in Option 1) or shall indicate alternate transportation improvements or mechanisms which, when implemented, will maintain the roadways referenced in Option 1 at a satisfactory Level of Service D at peak hour (C peak in rural areas). Both the traffic counts and the projection of traffic volume shall be prepared consistent with generally accepted traffic engineering practices. Prior to any specific approval of any subphase pursuant to this Option 2, the County or its designee shall ensure in written findings of fact that the above referenced roadways are operating at or above a Level of Service D at peak hour (C peak in rural areas) and that the expected trips to be generated by such approval would not cause the roadways to operate below a Level of Service D at peak hour (C peak in rural areas). The Development Order shall be amended to address the subphase approval.

c. Option 3

- 1) Specific development approval is accorded to Phase I, subject to the conditions contained herein.
- 2) In lieu of Option 1 or 2 above, the Developer may elect Option 3 as set out herein. The pipeline option may be pursued to accommodate Phase I transportation impacts. The pipeline proportionate share calculation for Phase I, in accordance with current adopted methods, procedures and policies of Hillsborough County, TBRPC, DEO and Florida Department of Transportation ("FDOT"), has been determined to be One Hundred Seven Thousand Six Hundred Forty Dollars and No Cents (\$107, 640.00) (Pipeline Proportionate Share Amount").

Prior to development beyond Phase I, a determination shall be made by Hillsborough County and coordinated by the County in writing with the other appropriate agencies whether or not a pipeline option for mitigation for subsequent phases of the Development is appropriate and permissible under the laws and regulations applicable at that time. If so, the Development Order shall be amended to identify a pipeline

project(s) and proportionate share amount which will mitigate the subsequent phase of the Development for which specific development approval is sought. If a pipeline option is not determined to be appropriate and permissible, transportation mitigation for subsequent phases of the Development shall be determined in accordance with other then applicable rules of Hillsborough County, TBRPC and DEO.

The requirements of Option 3 have been determined to be the appropriate requirements to cure and mitigate the impacts of Phase I on regionally significant transportation highway facilities within the primary impact area. The approval of this mitigation/curing mechanism is based upon the Development's impact on transportation facilities, the substantial public benefit to be gained by accelerating the design, construction and use of major public facilities, and its consistency with Hillsborough County, TBRPC and DEO policies regarding pipelining transportation impacts.

- 3) The developer shall:
 - (a) Provide a Park and Ride facility within the Development's transportation impact area to accommodate approximately 150 parking spaces. The facility will be designed to HART guidelines. Further, the Park and Ride facility will include patron shelters and a schedule kiosk. Upon commencement of physical development, the Developer shall have three (3) months to complete and submit the design plans to HART for review and approval. The Developer shall construct the improvements within nine (9) months of commencement of physical development. (Hereinafter the improvements described above shall be referred to as the "Initial Pipeline Improvements"); and
 - (b) Design the improvement of U.S. 301 from Gibsonton Road to Big Bend Road as a six lane divided rural arterial and, based on such FDOT approved design, expend in the construction of roadway improvements to U.S. 301 between Gibsonton Road and Big Bend Road, in order to improve this road link as a four lane divided rural arterial, an amount equal to Four Million Two Hundred Thousand Dollars (\$4,200,000.00). In the event the Developer's Additional Pipeline Expenses (as defined below) are less than Four Million Two Hundred Thousand Dollars (\$4,200,000.00) upon completion of design and construction of the foregoing road link, the Developer shall utilize the unexpended portion of the above described sum of Four Million Two Hundred Thousand Dollars (\$4,200,000.00) in order to design the improvement of U.S. 301 south of Big Bend Road to a point determined by the County and, based on FDOT approved design, in order to construct roadway improvements to U.S. 301 south of Big Bend Road to such point determined by the County in order to improve this road link as a four (4) lane divided rural arterial. (Hereinafter the design and construction of improvements to this segment of U.S. 301 shall be together referred to as the "Additional Pipeline

Improvements").

In its five (5) year work program FDOT has scheduled the design of the Additional Pipeline Improvements during the 1991-92 fiscal year. Therefore it is anticipated that such design will be completed and approved by FDOT prior to such time as the Developer will be otherwise required under this Development Order to commence such design. Nevertheless, in the event FDOT has not commenced such design when the Developer has received building permits for a total of fifteen hundred and thirty (1530) single family dwelling units (or a combination of other approved uses which, in combination with dwelling units for which building permits have been issued, generate 1530 external P.M. peak hour trips), the Developer shall immediately commence design of the Additional Pipeline Improvements. If the Developer commences such design, the Developer shall complete such design and submit it for FDOT approval within twelve (12) months of its commencement of design.

If FDOT has commenced such design but has not completed and approved such design at the time building permits in the above referenced totals have been received, the Developer shall await FDOT completion and approval of such design, or if directed by the County and FDOT, undertake to complete such design and submit it for FDOT approval within twelve (12) months. Upon receipt of FDOT approval of such design, Developer shall enter into all necessary contracts and obtain all required permits.

Construction of the Additional Pipeline Improvements shall commence within three (3) months of FDOT approval of such design; provided however, if the FDOT has commenced such design the Developer shall commence construction within three (3) months of FDOT approval or within three (3) months of the date the Developer has received building permits in the above referenced totals, whichever date is later. Construction shall be completed within twenty-four (24) months of commencement of construction. In any event, such Additional Pipeline Improvements shall be completed prior to the commencement of Phase II.

Hillsborough County, the responsible governmental agencies and the Developer shall, no later than upon issuance of building permits for twelve hundred (1200) single family dwelling units (or the equivalent thereof in terms of P.M. peak hour trip generation), commence discussion for the purpose of entering into a Joint Participation Agreement ("JPA") for the design and construction of the Additional Pipeline Improvements. The JPA shall address the timing and scope of the design and/or construction of the Additional Pipeline Improvements and may contemplate an expanded road improvement project with corresponding adjustments in the time frames for design and/or

construction. The

entry of the JPA shall not require amendment of this Development Order, provided that the JPA shall not be effective unless executed by Hillsborough County, the appropriate governmental agencies and the Developer. In the event that a JPA cannot be entered into which is satisfactory to the above parties by the date that the Developer has received building permits for fifteen hundred and thirty (1530) single family dwelling units (or the equivalent thereof in terms of P.M. peak hour trip generation), then the requirements of this Development Order for the design and/or construction of the Additional Improvements shall be and remain in full force and effect.

Prior to commencement of design of the Additional Pipeline Improvements, the County may identify alternative improvements and the Development Order shall be amended to reflect such alternative improvements; provided, however, Developer shall not be obligated to expend in the design, right-of-way acquisition, construction and construction engineering inspection of such alternative improvements an amount in excess of Four Million Two Hundred Thousand Dollars (\$4,200,000.00). (Hereinafter the Initial Pipeline Improvements and the Additional Pipeline Improvements, together shall be referred to as the "Pipeline Improvements".) [The Initial Pipeline Improvements and Additional Pipeline Improvements have been completed in accordance with the requirements of the Development Order].

- 4) The Hillsborough County Road Network impact fee in accordance with Ordinances 86-4 as amended by 87-19 and as amended by 89-4 and as amended by 89-6, (Roadway Improvements) and 85-24 as amended by 86-5 and 87-17 and as amended by 89-3, (Right-of-Way) is approximately Three Million Seven Hundred Thousand Dollars and No Cents (\$3,700,000.00) for Phase I of DG FARMS. (Hereinafter said Ordinances shall be together referred to as the "Transportation Impact Fee Ordinances".) The "Pipeline Proportionate Share Amount" contribution by the Developer for Phase I, in accordance with Section 380.06, Florida Statutes, as calculated by Hillsborough County, FOOT and TBRPC is One Hundred Seven Thousand Six Hundred Forty Dollars and No Cents (\$107,640.00).
- 5) The cost of the Initial Pipeline Improvements is approximately One Hundred Fifty Thousand Dollars and No Cents (\$150,000.00), which amount includes design, land and construction costs, which costs provide for a total payment by the Developer in an amount which exceeds the Pipeline Proportionate Share Amount. The cost of the Additional Pipeline Improvements is Four Million Two Hundred Thousand Dollars (\$4,200,000.00). It is assumed that the design of the Additional Pipeline Improvements will be completed and approved by FDOT and that the necessary right-of-way has been acquired by FDOT. In the event the Developer is required to expend sums to complete such design and/or acquire necessary right-of-way, the Developer shall do so; however the Developer shall not be obligated to incur Developer's Additional Pipeline Expenses (as defined below) in excess of Four Million Two

Hundred Thousand Dollars (\$4,200,000.00).

- 6) Buildings within DG FARMS shall be subject to the Transportation Impact Fee Ordinances, as they may be amended from time to time, provided however that all costs and expenses borne by the Developer for design and installation of the Initial Pipeline Improvements ("Developer's Initial Pipeline Expenses") shall be applied toward and be credit against impact fees imposed thereunder.
- 7) The County shall reimburse the Developer for the actual costs and expenses borne by the Developer for the design, right-of-way acquisition, construction and construction engineering inspection of the Additional Pipeline Improvements ("Developer's Additional Pipeline Expenses") up to an amount which shall not exceed the total Hillsborough County Road Network Impact Fees previously paid on account of buildings constructed within 00 FARMS prior to the completion of the Additional Pipeline Improvements. The Developer's Additional Pipeline Expenses in excess of such sums reimbursed by the County on account of previously paid impact fees, shall be applied toward and be .a credit against future Hillsborough County Road Network Impact Fees paid by the Developer on account of the construction of buildings within DG FARMS subsequent to the completion of the Additional Pipeline Improvements. The Developer and the County acknowledge that the estimated Developer's Additional Pipeline Expenses exceed current estimated Hillsborough County Road Network Impact Fees for Phase I and that if an actual excess remains uncredited against impact fees at the completion of Phase I, such excess shall be applied toward the then applicable Road Network Impact Fees of Phase II.
- 8) Nothing herein shall **be** construed as a waiver of Developer's right to contest the validity of, or to apply for credits under, the Transportation Impact Fee Ordinances or the impact fees assessed thereunder.
- 9) The Developer agrees to use due diligence within the time frames set forth above, to design and construct the Pipeline Improvements.
- 10) Upon approval of this Development Order, the Developer may construct and occupy Phase I, provided however no building permits shall be issued beyond fifteen hundred and thirty (1530) single family dwelling units (or any combination of other approved uses which, in combination with dwelling units for which building permits have been issued, generate 1530 external **P.M.** peak hour trips) until commencement of design of the Additional Pipeline Improvements. Upon commencement of design of the Additional Pipeline Improvements, the Developer may construct and occupy one hundred fifty (150) additional dwelling units (or any combination of other approved uses which, in combination with dwelling units for which building permits have been issued, generate 150 external **P.M.** peak hour trips). Upon FOOT approval of the design of the Additional Pipeline Improvements, the Developer may construct and occupy an additional one hundred fifty (150) dwelling units (or any combination of other approved uses which, in combination with dwelling units for which building permits have been generate 150 external **P.M. peak** hour trips). Upon commencement of

construction of the Additional Pipeline Improvements, the Developer may construct and occupy the balance of Phase I.

- 11) If the Initial Pipeline Improvements are not designed and constructed within the above stated periods, no further building permits or certificates of occupancy shall be issued until such design or construction is completed. If the Additional Pipeline Improvements are not designed and constructed within the above stated periods, no further building permits shall be issued until such design or construction is completed. Further, in the event of such a failure to design and construct the Pipeline Improvements within the above stated periods, and after concurrence from TBRPC, the County shall either require the Developer to immediately complete the Pipeline Improvements or may require the Developer to provide the County a bond or Letter of Credit in the full amount of the cost of the uncompleted portion of the Pipeline Improvements. The County shall determine the reasonable amount of the Letter of Credit required from the Developer. The County shall draw down on the bond or on the Letter of Credit for completion of the Pipeline Improvements and shall complete the Pipeline Improvements as expeditiously as possible, but in any event the Initial Pipeline Improvements shall be completed within nine (9) months after the posting of the above stated bond or Letter of Credit.
- 12) The Developer shall design and construct the Initial Pipeline Improvements regardless of cost; however, the Developer shall not be obligated to expend more than Four Million Two Hundred Thousand Dollars (\$4,200,000.00) in the design and construction of the Additional Pipeline Improvements. The \$4,200,000.00 amount shall be adjusted for cumulative inflation or deflation by establishing the difference between the 1996 Annual Average Composite Price Trends Index for Florida Highway Construction (1987 Base) as published by the State of Florida Department of Transportation State Estimates Engineer, and the Annual Average Composite Price Trends Index in effect at the time of payment of costs of the Additional Pipeline Improvements. Any change to the Pipeline Improvements, schedule or transportation assessment obligations agreed to by the County and other reviewing agencies shall be accomplished through an amendment to the Development Order. Any additional costs associated with the delay in design, right-of-way acquisition and construction of the Initial Pipeline Improvement and the Additional Pipeline Improvement beyond April 8, 1997, shall be borne by the Developer.
- 13) In the event that the performance by the Developer of the commitments set forth in this Development Order shall be interrupted or delayed by war, riot, civil commotion or natural disaster, then Developer shall be excused from such performance for such period of time as is reasonably necessary after such occurrence to remedy the effects thereof. Further, in the

event that performance by the Developer of the commitments set forth in this Development Order shall be interrupted or delayed in connection with acquisition of necessary governmental approvals for the construction of the Pipeline Improvements and which interruption or delay is caused through no fault of the Developer, then the Developer shall submit documentation regarding such event(s) to Hillsborough County and TBRPC for their review and concurrence. If such documentation shows that such event(s) have taken place, then the Developer shall be excused from such performance for such period of time as is reasonably necessary after such occurrence to remedy the effects thereof, provided, however, in no event shall such extension exceed three (3) months. Any requested extensions beyond such three (3) month period may only be accomplished by an amendment to this Development Order in accordance with the provisions of Subsection 380.06 (19), Florida Statutes.

3. A pedestrian circulation system and a bicycle circulation system plan shall be provided within the project and approved by the MPO. The bicycle system shall incorporate whatever elements are necessary to complement the County Bicycle Plan and extend the County System into DG FARMS. No detailed site plans shall be approved which do not indicate these systems.
4. Pursuant to the Seventh Amendment, Phase II is accorded specific approval. Transportation mitigation for Phase II shall be accomplished pursuant to applicable provisions of the Hillsborough County Mobility Fee Ordinance, Ordinance 16-8.

C. [Deleted pursuant to Ch. 2018-158, Laws of Florida.]

D. Soils/Wind and Water Erosion

The Developer shall undertake the soil conservation measures referenced on pages 14-3 and 14-4 of the Application for Development Approval (the "ADA") and the measures to reduce erosion, fugitive dust and other adverse air emissions referenced on page 14-4 of the ADA, at a minimum, during all phases of development.

E. Stormwater Management and Water Quality

1. Master Stormwater Management Plan. Prior to construction plan approval and the subsequent issuance of any site alteration/building permits, the Master Stormwater Management (drainage) Plan shall be submitted to TBRPC and DER for review and to Hillsborough County and SWFWMD for approval. The stormwater management system shall be designed to meet all applicable Hillsborough County and SWFWMD regulations. The County drainage criteria in existence at the time of construction of the respective project phases shall be the prevailing criteria to use for design and construction unless other affected agencies' drainage criteria are more restrictive. The following parameters shall be included in the Master Stormwater Management Plan:

- a. The stormwater management system shall be designed, constructed, and maintained to meet or exceed the requirements of Hillsborough County's Subdivision Regulations. The appropriate design criteria to be used are those which are in effect at the time of construction plan submittal and review for a particular phase of the Development.
 - b. The proposed stormwater management systems shall be designed, constructed and maintained to meet or exceed Chapter 11 2s, Florida Administrative Code, and 40D-4 Rules of SWFWMD. Treatment shall be provided by biological filtration wherever feasible.
 - c. Best Management Practices for reducing water quality impacts, as recommended by Hillsborough County and SWFWMD, in accordance with the applicable regulations of these agencies, shall be implemented, including a street cleaning program for parking and roadway areas within the Development.
2. Monitoring. In order to protect water quality in the Little Manatee and Bullfrog Creek watersheds, there shall be no degradation of adopted water quality standards by the Development's stormwater exiting the site. The Developer shall provide for a semiannual surface water quality monitoring program to be instituted before any construction activity takes place in each subbasin of the Development and to continue through build-out of development within each subbasin, at minimum. If more stringent water quality monitoring is required by SWFWMD or Florida Department of Environmental Regulation ("DER") in applicable permits, the conditions of the permit shall supersede this requirement.

Any violation of Chapter 17-3, Florida Administrative Code, determined to be caused by the Development shall require corrective measures as set forth by FDER. The following shall apply:

- a. Sampling locations shall be determined in cooperation with Hillsborough County, FDER, SWFWMD and TBRPC.
 - b. All water quality analytical methods and procedures shall be thoroughly documented and shall comply with EPA/FDER Quality Control Standards and Requirements.
 - c. The monitoring results shall be submitted to Hillsborough County, FDER and SWFWMD. Should the monitoring indicate that applicable state water quality standards are not being met by the Developer or its assigns, the violation shall be reported to Hillsborough County immediately and all construction within the subbasin(s) where the violation is noted shall cease until the violation is corrected; or if the specific construction activities can be identified as causing the violation, all such activity shall cease until the violation is corrected.
3. Maintenance. The Developer shall operate and maintain all on-site stormwater

management facilities unless otherwise required or approved by the County.

4. Easements. All drainage and associated access easements necessary to accommodate any and all of the impacts of the Development shall be donated by the Developer to the County, as required, in accordance with the appropriate County policy in effect at the time of construction plan submittal and review. All easement documents associated with a particular parcel or phase must be fully executed and recorded prior to or concurrent with the issuance of Certificates of Occupancy or plat approval, whichever is applicable, for the particular parcel or phase.
5. Elevations for all habitable structures shall be at or above the applicable base (100 year) flood elevations.
6. There shall be no impervious surfaces constructed within the 25-year floodplain except minimal, properly permitted and mitigated intrusions for necessary roadways and easements as long as they do not contribute to adverse water quality impacts from stormwater runoff.
7. The proposed retention/detention wetland systems should include the design guidelines of SWFWMD and Hillsborough County.

F. Wetlands/Vegetation and Wildlife/Open Space

1. The portions of the DG Farms site which meet the definition of conservation areas, as defined in the Regional Planning Council's adopted growth policy, Future of the Region, Section 10.1.2, shall be so designated and their ultimate disposition indicated on the revised General Development Plan submitted to Hillsborough County for Planned Development approval.
2. In order to protect the natural values of conserved wetland areas, the following shall be required at minimum:
 - a. Except as otherwise required by agencies having jurisdiction:
 - 1) No adverse hydroperiod alteration shall be permitted in conservation areas.
 - 2) Except as stated in the Application, activities within the conservation areas shall be limited to approved stormwater management outfall structures and boardwalks.
 - 3) All mitigation areas and littoral shelves shall be monitored semiannually for a period of four years. Monitoring shall include measurement of species diversity and composition and efforts to control nuisance species encroachment. Additional planting may be required to maintain an (eighty) 80 percent survival of planted species at the end of three (3) years.

- 4) All losses of conservation areas shall require a minimum of 1:1 in-kind wetland replacement. Mitigation for wetland losses shall be implemented prior to or concurrent with the wetland being disturbed.
3. In the event that any species listed in Section 39-27.003-.005, Florida Administrative Code, are observed frequenting the site for nesting, feeding, or breeding, proper protection/mitigation measures shall be employed' immediately by the Developer in cooperation with the Florida Game and Fresh Water Fish Commission ("FGFWFC").
4. Representative tracts of xeric oak communities and pine flatwood upland communities adjacent to cypress communities and all major upland vegetative communities, as described on pages 18-4 and 18-5 of the ADA, shall be preserved on site in a manner which will ensure their continued natural function and value. The areas to be preserved are shown on Map H. In addition, natural plant communities shall be identified and preserved pursuant to the Hillsborough County Land Alteration and Landscaping Ordinance 87-02, Section 4, prior to site development plan/construction plan approval.
5. The Developer shall be responsible for maintaining all recreation and open space areas within the Development other than those for which Hillsborough County has assumed maintenance responsibilities.
6. Representative populations of the Foxtail Clubmoss and Catesby's Lily shall be relocated to suitable protected areas on-site. The plants shall be relocated with as much of their substratum intact as possible to further insure their survival. The applicant shall make every effort to maximize the survival of the relocated plant species.

G. Public Facilities

1. Prior to or simultaneous with construction plan or site development plan approval for all or a portion of the Development, the Developer shall stipulate to the satisfaction of Hillsborough County, in accordance with applicable regulations, the manner by which the Developer will participate in the provision or expansion of internal water supply (if applicable), supply lines, and facilities to service the Development. No building permits shall be issued without an approved, permitted potable water distribution system and available capacity for the building construction which is the subject of the building permit.
2. Prior to construction plan approval for the Development, the Developer shall provide documentation to the Department of Development Review of a master plan for wastewater collection, treatment and effluent disposal facilities approved and permitted by the Public Utilities Department or other applicable entity. No Zoning Compliance Permits shall be issued without a commitment from Hillsborough County or other responsible entity to provide wastewater disposal capacity for the building(s) that are the subject of such application.
3. The Developer, or its assigns, shall be responsible for maintenance of all on-site water and wastewater facilities unless dedicated to Hillsborough County.
4. Prior to or simultaneous with construction plan or site development plan approval for

all or a portion of the Development, the Developer shall ensure the provision of adequate fire hydrants (in number and appropriate location), fire flows and water pressure to serve each building for which fire protection is required in accordance with applicable regulations. The installation of a sprinkler system, fire hydrants or fire plan shall be options to ensure the provision of acceptable fire flows. No building permits shall be approved without verification from the Hillsborough County Fire Department that sufficient fire flow required to serve such building is available.

5. Prior to issuance of building permits, the Developer shall verify to the satisfaction of Hillsborough County that adequate solid waste disposal, water, wastewater, electricity, fire, emergency medical services and police capabilities and facilities are available for the building(s) that are the subject of such building permits.
6. Concurrent with issuance of the first Certificate of Occupancy, the Developer shall use non-potable water, if available, for landscape and open space irrigation unless otherwise approved by Hillsborough County. The Developer shall submit a plan to Hillsborough County and TBRPC for using non-potable water for irrigation in the first Annual Report following issuance of the first Certificate of Occupancy. Applicable Hillsborough County regulations and procedures may be adequate to meet this requirement. The Development shall utilize, to the maximum extent possible, the lowest quality water reasonably available and suitable for irrigation or similar non-potable uses.
7. The water conservation measures referenced in the ADA shall be required.
8. Water-saving devices shall be required in the Development as mandated by the Florida Water Conservation Act (Section 553.14, Florida Statutes, (1987)) and native vegetation shall be used in landscaping, wherever feasible.
9. The Developer shall be responsible for maintenance and operation of any on-site wells. There shall be no utilization or construction of any on-site wells as a source of potable water unless approved by Hillsborough County and appropriate reviewing agencies.
10. The Development's sewer lines shall be monitored for leaks and ruptures once every three (3) years until such time as said lines are dedicated to Hillsborough County. The entity(ies) to carry out the monitoring shall be the Developer, or its assigns. Faulty lines shall be replaced as quickly as possible.
11. The collection, transportation and disposal of solid waste is controlled by Hillsborough County ordinance and shall take place in accordance with the terms of said ordinance.

H. Hazardous Wastes

The Developer shall provide the following information through restrictive lease agreements to all Development businesses that:

- a. Indicates the types of wastes and materials that are considered to be hazardous and are to be stored or disposed of only in the specially designated containers/areas; and
- b. Describes construction requirements for hazardous waste holding areas; and
- c. Advises of applicable statutes and regulations regarding hazardous wastes and materials.

I. Energy Conservation

1. The Developer shall encourage the following:
 - a. Reduced levels of operation of all air conditioning, heating and lighting systems during non-business hours.
 - b. Elimination of advertising requiring lighting after business hours.
 - c. The use of energy efficient packaging and/or recyclable materials.
 - d. Participation by Development tenants in recycling programs.
 - e. Installation of total energy systems where cost effective.
 - f. Residential tenants and residents to obtain energy audits provided by energy companies or other qualified agencies.
 - g. Residential builders and owners to install water heater timers and set water heaters at 130 degrees Fahrenheit or lower.
2. A report on the status of implementation of and participation in the above listed and any other energy programs referenced in the Application shall be included in each Annual Report.
3. The Developer should work with or designate an energy officer to establish energy policies, monitor energy use and encourage conservation for Development businesses and industries.
4. Where economically feasible, all of the Development's tenants, businesses, residents, etc. should use energy alternatives such as solar energy, resource recovery, waste heat recovery and cogeneration.
5. The use of landscaping and building orientation to reduce heat gain should be used where feasible for all Development construction.

J. Equal Opportunity

The Developer shall seek, and urge and encourage all contractors and subcontractors to involve minority groups in the development of the Development. All office and commercial establishment areas shall be available to all, on a fair and impartial basis.

K. Historical or Archaeological Resources

The discovery of any historical or archaeological resources shall be reported to the Florida Division of Historical Resources and the disposition of such resources shall be determined in cooperation with the Division of Historical Resources of Hillsborough County.

L. General

1. Status of Development and Entitlements

All Phase II and Phase III entitlements ~~are~~ remain vested with the Developer unless otherwise specifically assigned by the Developer. Developer shall notify Hillsborough County in the event any of the Phase II or Phase III entitlements are assigned to a third-party by the Developer, and upon such an assignment, Developer shall provide an accounting of the amount of Phase II and Phase III entitlements that remain vested with Developer and the aggregate amount of Phase II and Phase III entitlements that have been assigned to third-parties by the Developer.

2. Any approval of the Development shall, at minimum, satisfy the provisions of Subsection 380.06(15), Florida Statutes, as amended, provided, however, after April 6, 2018, any approval of the Development shall, at a minimum satisfy the provisions of Subsection 380.06(7), Florida Statutes, as set forth in Ch. 2018-158, Laws of Florida.
3. All of the Developer's commitments set forth in the ADA shall be honored, except as they may be superseded by specific terms of the Development Order, as amended.
4. The Developer shall encourage programs by employers to provide child care facilities at the place of employment or as a cooperative effort off-site.
5. The Developer shall record a notice of adoption of the Development Order pursuant to Subsection 380.06(15), Florida Statutes, and after April 6, 2018, shall record a notice of adoption pursuant to 380.06(4), Florida Statutes, as set forth in Ch. 2018- 158, Laws of Florida.
6. The following shall apply with regard to the Eighth ~~Seventh~~ Amendment to the Development Order:
 - a. The Development Order is hereby reaffirmed in its entirety except as amended by this Resolution approving the Eighth ~~Seventh~~ Amendment.
 - b. The Developer shall record a Notice of Adoption of the Eighth ~~Seventh~~ Amendment in accordance with Subsection 380.06(4), Florida Statutes, as set forth in Ch. 2018-158, Laws of Florida.

c. This Resolution approving the ~~Seventh~~ Eighth Amendment shall become effective upon adoption and rendition by the Board of County Commissioners of Hillsborough County, Florida in accordance with applicable law.

d. Upon adoption, this Resolution approving the ~~Seventh~~ Eighth Amendment shall be transmitted by the Ex-Officio Clerk to the Board of County Commissioners by certified mail, or other delivery service for which receipt as proof of service is required, to the Developer and any other parties specified by statute or rule.

...

**STATE OF FLORIDA
COUNTY OF HILLSBOROUGH**

I, CINDY STUART, Clerk of the Circuit Court and Ex-Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its regular meeting of _____ 2024, as the same appears of record in Minute Book _____ of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this day of _____, 2024

CINDY STUART, CLERK

By: _____
Deputy Clerk

EXHIBIT "A"

LEGAL DESCRIPTION OF DG FARMS DRI #194

DG FARMS LEGAL DESCRIPTION

COMMENCE AT THE NW CORNER OF SECTION 32, TOWNSHIP 31 SOUTH, RANGE 20 EAST, HILLSBOROUGH COUNTY, FLORIDA; THENCE N.89°37'18"E. ALONG THE NORTH BOUNDARY OF SAID SECTION 32 ALSO BEING THE CENTERLINE OF BILL TUCKER ROAD, A DISTANCE OF 132.00 FEET; THENCE S.00°29'28"E., A DISTANCE OF 25.00 FEET TO A POINT ON THE SOUTH RIGHT-OF-WAY BOUNDARY OF SAID BILL TUCKER ROAD FOR A POINT-OF-BEGINNING.

THENCE N.89°37'18"E., ALONG SAID RIGHT-OF-WAY 25.00 FEET FROM AND PARALLEL TO THE NORTH BOUNDARY OF SAID SECTION 32, A DISTANCE OF 2500.85 FEET; THENCE N.89°46'51"E. 25 FEET FROM AND PARALLEL TO SAID NORTH BOUNDARY OF SECTION 32 A DISTANCE OF 1124.10 FEET TO A POINT OF CURVATURE; THENCE ON AN ARC TO THE RIGHT, A DISTANCE OF 39.19 FEET, WITH A RADIUS OF 25.00 FEET, SUBTENDED BY A CHORD OF 35.30 FEET, CHORD BEARING S.45°18'42"E. TO A POINT OF TANGENCY ON THE WEST RIGHT-OF-WAY BOUNDARY OF OLD WIMAUMA ROAD; THENCE ALONG SAID WEST RIGHT-OF-WAY BOUNDARY S.00°24'15"E., A DISTANCE OF 1360.55 FEET TO A POINT OF CURVATURE; THENCE ALONG AN ARC TO THE LEFT, A DISTANCE OF 179.48 FEET, WITH A RADIUS OF 270.00 FEET, SUBTENDED BY A CHORD OF 176.19 FEET, CHORD BEARING S.19°26'51"E. TO A POINT OF TANGENCY; THENCE S.38°29'26"E., A DISTANCE OF 841.89 FEET TO A POINT OF CURVATURE; THENCE ALONG AN ARC TO THE RIGHT A DISTANCE OF 183.31 FEET, WITH A RADIUS OF 645.00 FEET SUBTENDED BY A CHORD OF 182.69 FEET, CHORD BEARING S.30°20'56"E. TO A POINT OF TANGENCY; THENCE S.22°12'26"E., A DISTANCE OF 2286.96 FEET TO A POINT ON THE EAST BOUNDARY OF SAID SECTION 32; THENCE S.00°42'26"E., LEAVING STATED WEST RIGHT-OF-WAY BOUNDARY, ALONG EAST BOUNDARY OF SAID SECTION 32, A DISTANCE OF 644.14 FEET TO THE NE CORNER OF SECTION 5, TOWNSHIP 32 SOUTH, RANGE 20 EAST HILLSBOROUGH COUNTY; THENCE S.00°24'08"E., ALONG SAID EAST BOUNDARY OF SECTION 5, A DISTANCE OF 4685.05 FEET TO A POINT ON THE STATED WEST RIGHT-OF-WAY BOUNDARY OF OLD WIMAUMA ROAD; THENCE ALONG SAID WEST RIGHT-OF-WAY, S.04°38'56"W., A DISTANCE OF 367.06 FEET TO A POINT OF CURVATURE; THENCE ALONG AN ARC TO THE LEFT, A DISTANCE OF 86.27 FEET, WITH A RADIUS OF 975.00 FEET, SUBTENDED BY A CHORD OF 86.24 FEET, CHORD BEARING S.02°06'50"W., TO A POINT OF TANGENCY; THENCE S.00°25'15"E., A DISTANCE OF 106.39 FEET TO A POINT ON THE NORTH BOUNDARY OF SECTION 8, TOWNSHIP 32 SOUTH, RANGE 20 EAST, HILLSBOROUGH COUNTY, FLORIDA; THENCE CONTINUE S.00°25'15"E. A DISTANCE 1994.34 FEET, THENCE S.89°14'32"W., LEAVING STATED WEST RIGHT-OF-WAY BOUNDARY ALONG THE SOUTH BOUNDARY OF TRACTS 9,10 AND EAST ½ OF 11, OF DAVIS & DOWDELL ADDITION TO TOWN OF WIMAUMA AS RECORDED IN PLAT BOOK 7, PAGE 136, OF PUBLIC RECORDS OF HILLSBOROUGH COUNTY, FLORIDA; A DISTANCE OF 1642.42 FEET; THENCE N.00°01'34"E., ALONG THE WEST BOUNDARY OF THE EAST ½ OF SAID TRACT 11, A DISTANCE OF 849.19 FEET, TO A POINT ON THE NORTH BOUNDARY OF SAID TRACT 11; THENCE S.89°13'09"W. ALONG SAID NORTH BOUNDARY, A DISTANCE OF 323.05 FEET TO A POINT ON THE WEST BOUNDARY OF SAID TRACT 11; THENCE S.00°00'10"W., ALONG SAID WEST BOUNDARY, A DISTANCE OF 649.05 FEET TO A POINT ON THE SOUTH BOUNDARY OF TRACT 12 OF STATED DAVIS & DOWDELL ADDITION; THENCE S.89°14'32"W., ALONG SAID SOUTH BOUNDARY OF TRACT 12, A DISTANCE OF 675.56 FEET TO A POINT ON THE EAST BOUNDARY OF TRACT 16 OF SAID DAVIS & DOWDELL ADDITION; THENCE S.00°02'37"E. ALONG SAID EAST BOUNDARY OF TRACT 16, A DISTANCE OF 526.78 FEET TO A POINT ON THE NORTH RIGHT-OF-WAY BOUNDARY OF STATE ROAD NO. 674; THENCE S.89°16'36"W., ALONG SAID NORTH RIGHT-OF-WAY OF STATE ROAD NO. 674, A DISTANCE OF 2467.62 FEET, TO A POINT ON THE EAST RIGHT-OF-WAY BOUNDARY OF US HIGHWAY NO. 301; THENCE N.00°31'07"W., 132.00 FEET FROM AND PARALLEL TO THE CENTERLINE OF SAID US HIGHWAY NO. 301 ALSO BEING THE WEST BOUNDARY OF STATED SECTION 8, A DISTANCE OF 2507.63 FEET, TO A POINT ON THE SOUTH BOUNDARY OF STATED SECTION 5; THENCE CONTINUE N.00°31'07"W., 132.00 FEET FROM AND PARALLEL TO THE WEST BOUNDARY OF SAID SECTION 5, A DISTANCE OF 5322.70 FEET, TO A POINT ON THE SOUTH BOUNDARY OF STATED SECTION 32; THENCE N.00°29'28"W., 132.00 FEET FROM AND PARALLEL TO THE WEST BOUNDARY OF SAID SECTION 32, A DISTANCE OF 5109.38 FEET TO THE POINT OF THE BEGINNING;

AND LESS AND EXCEPT

DG FARMS LEGAL DESCRIPTION

FOR A POINT OF REFERENCE COMMENCE AT THE NORTHWEST CORNER OF SECTION 5, TOWNSHIP 32 SOUTH, RANGE 20 EAST, THENCE PROCEED N.89°59'40"E., (AN ASSUMED BEARING), ALONG THE NORTH LINE OF SAID SECTION 5, A DISTANCE OF 132.01 FEET TO A POINT ON THE EASTERLY RIGHT-OF-WAY LINE OF U.S. HIGHWAY NO. 301, THENCE PROCEED S.00°31'07"E., ALONG SAID EASTERLY RIGHT-OF-WAY LINE, PARALLEL TO AND 132.00 FEET EAST OF THE WEST LINE OF SAID SECTION 5, A DISTANCE OF 1360.48 FEET TO THE POINT OF BEGINNING, THENCE S.84°38'37"E. A DISTANCE OF 828.53 FEET, THENCE S.00°31'07"E., A DISTANCE OF 485.35 FEET, THENCE S.89°21'56"W., A DISTANCE OF 824.18 FEET TO THE EASTERLY RIGHT-OF-WAY LINE OF U.S. HIGHWAY NO. 301, THENCE N.00°31'07"W., ALONG SAID RIGHT-OF-WAY LINE PARALLEL TO AND 132.00 FEET EAST OF THE WEST LINE OF SAID SECTION 5, A DISTANCE OF 571.82 FEET TO THE POINT OF BEGINNING. ALL LYING AND BEING IN HILLSBOROUGH COUNTY, FLORIDA.

AND ALSO LESS AND EXCEPT (O.R. BOOK 5144, PAGES 1762-1764)
THAT PART LYING WITHIN 11 FEET SOUTHWESTERLY, WESTERLY AND SOUTHERLY OF THE FOLLOWING DESCRIBED LINE:

COMMENCE AT THE SOUTHEAST CORNER OF SECTION 32, TOWNSHIP 31 SOUTH, RANGE 20 EAST, THENCE NORTH 00°42'26" WEST, ALONG THE EAST BOUNDARY OF SAID SECTION 32, A DISTANCE OF 644.14 FEET TO THE POINT OF BEGINNING OF SAID DESCRIBED LINE; THENCE NORTH 22°12'26" WEST, A DISTANCE OF 2286.96 FEET TO A POINT OF CURVATURE OF A TANGENT CURVE CONCAVE TO THE SOUTHWEST; THENCE ALONG SAID CURVE AN ARC DISTANCE OF 182.31 FEET (SAID CURVE HAVING A RADIUS OF 645.00 FEET, A CENTRAL ANGLE OF 16°17'00", A CHORD DISTANCE OF 182.69 FEET AND A CHORD BEARING OF NORTH 30°20'56" WEST) TO A POINT OF TANGENCY; THENCE NORTH 38°29'26" WEST, A DISTANCE OF 841.89 FEET TO A POINT OF CURVATURE OF A TANGENT CURVE CONCAVE TO THE NORTHEAST; THENCE ALONG SAID CURVE AN ARC DISTANCE OF 179.48 FEET (SAID CURVE HAVING A RADIUS OF 270.00 FEET, A CENTRAL ANGLE OF 38°05'11", A CHORD DISTANCE OF 176.19 FEET AND A CHORD BEARING OF NORTH 19°26'51" WEST) TO A POINT OF TANGENCY; THENCE NORTH 00°24'15" WEST A DISTANCE OF 1360.75 FEET TO A POINT OF CURVATURE OF A TANGENT CURVE CONCAVE TO THE SOUTHWEST; THENCE ALONG SAID CURVE A DISTANCE OF 39.18 FEET (SAID CURVE HAVING A RADIUS OF 25.00 FEET, A CENTRAL ANGLE OF 89°48'54" A CHORD DISTANCE OF 35.29 FEET AND A CHORD BEARING OF NORTH 46°18'42" WEST) TO A POINT 25.00 FEET SOUTHERLY OF THE CENTERLINE OF BILL TUCKER ROAD AND THE NORH BOUNDARY OF SAID SECTION 32 AND THE END OF SAID DESCRIBED LINE.

CONTAINING 1383.74 ACRES MORE OR LESS.

EXHIBIT B

TABLE 1
(Revised 12/02)

EQUIVALENCY MATRIX DG Farms

Change To Change From	Office	Retail	Single Family	Multi- Family	Retirement Residential
Office	N/A	538 sf/ksf (0.5376) ^{2,3}	2.20 dus/ksf (2.1974) ³	3.03 dus/ksf (3.0304) ³	6.13 dus/ksf (6.1311) ³
Retail	1,860 sf/ksf (1.8601) ³	N/A	4.08 dus/ksf (4.0873) ³	5.64 dus/ksf (5.6367) ³	11.40 dus/ksf (11.4043) ³
Single Family	455 sf/du (0.4551) ³	245 sf/du (0.2447) ³	N/A	1.38 dus/du (1.3791) ³	2.79 dus/du (2.7902) ³
Multi-Family	330 sf/du (0.3300) ³	177 sf/du (0.1774) ³	0.73 du/du (0.7251) ³	N/A	2.02 dus/du (2.0232) ³

¹Land use exchanges are based on Phase 1 net external p.m. peak hour two-way project traffic. Use of this matrix shall be limited to the following minimums and maximums for Phase 1 to ensure that impacts for transportation, water, wastewater, solid waste, and affordable housing are not exceeded.

Land Use	Minimum	Approved	Maximum
Office	0 sf	109,999 sf	140,000 sf
Retail	50,000 sfgla	160,000 sfgla	250,000 sfgla
Single Family	1,300 dus	1,700 dus	1,900 dus
Multi-Family	0 dus	400 dus	400 dus
Retirement Residential	0 dus	0 dus	1,450 dus

²Example exchanges:

Add 50,000 sfgla of Retail by reducing Office, 50,000 sf + 0.5376 (office factor) = 93,005.95; reduce Office by 93,006 sf

³Actual Equivalency factor for use in calculations



EXHIBIT C

TABLE 1
(REVISED 8/21/24)

EQUIVALENCY MATRIX
DG FARMS_PHASE II

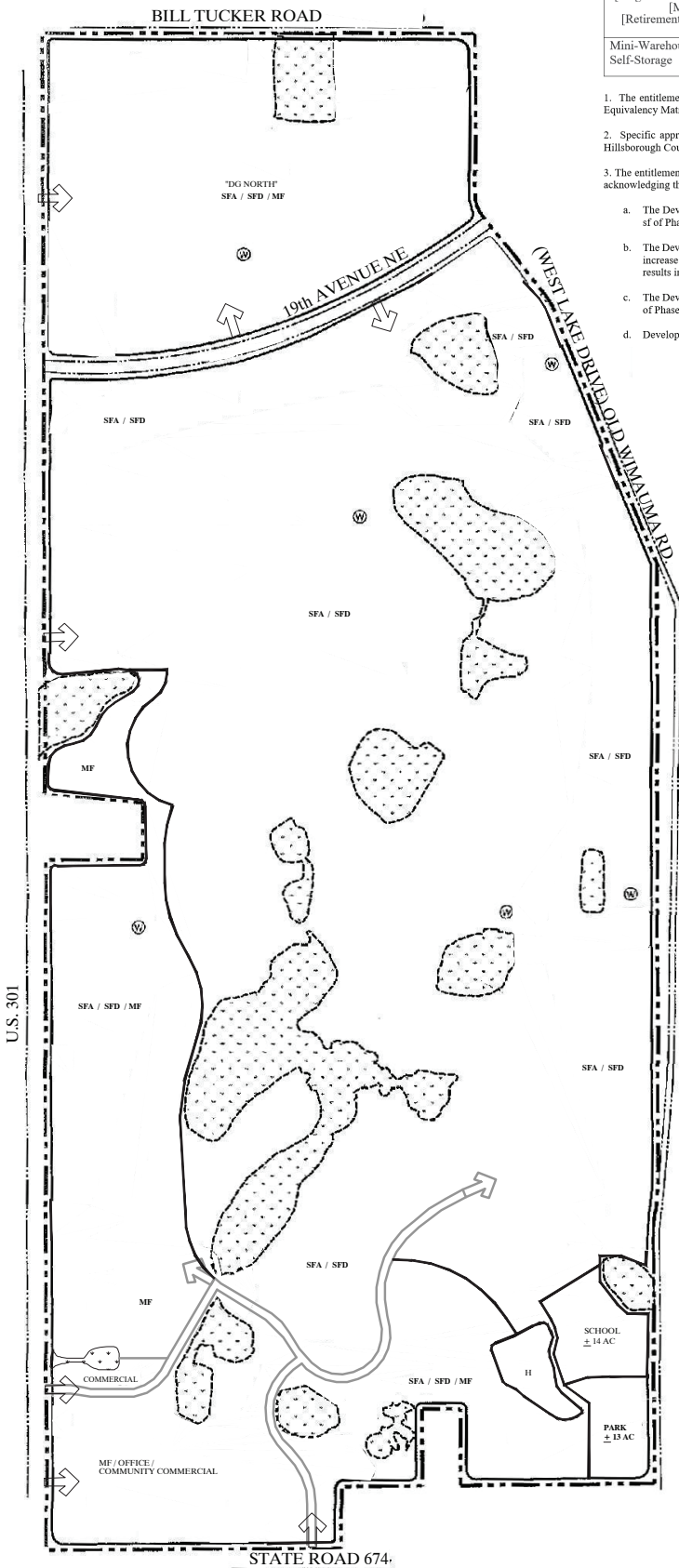
Change To: Change From:	Retail	Office	Multi-Family	ALF	Single Family	Self-Storage
Retail	N/A	2.52 KSF/KSF (2.5206) ³	5.86 DU/KSF (5.8628) ³	9.696 Bed/KSF (9.6946) ³	<u>2.52 DU/KSF</u> (2.5206) ²	<u>13.24 KSF/KSF</u> (13.2395) ²
Office	397 SF/KSF (0.3967) ³	N/A	2.326 DU/KSF (2.3256) ³	3.846 Beds/KSF (3.8462) ³	<u>1.00 DU/KSF</u> (1.0000) ²	<u>5.26 KSF/KSF</u> (5.2632) ²
Multi-Family	171 SF/DU (0.1706) ³	430 SF/DU (0.4300) ³	N/A	1.654 Beds/DU (1.6538) ³	<u>0.43 DU/DU</u> (0.4300) ²	<u>226 SF/DU</u> (2.2632) ²

1) Land use exchanges are based on Phase II net external peak hour two-way traffic.

2) Example exchanges: Add 50,000 sfgla of Retail by reducing Office, 50,000 SF ÷ 0.3967 (office factor) = 126,039.83;

3) Actual Equivalency factor for use in calculations.

MAP H



LAND USE	PHASE I (1990-11/3/2028)	PHASE II 4/29/33	PHASE III ²	TOTAL ^{1,2,3}
Office (Sq. Ft.)	10,000 ¹	30,000 ³	0	40,000
Retail (Sq. Ft.)	235,047 ¹	191,532 ³	0	426,579
Residential (Units)	2848	320 ³	1,180	4,348
[Single-Family Attached] [Single-Family Detached] [Multi-Family] [Retirement Residential]	[54] [1,344] ¹ [0] ¹ [1,450] ¹	[320 M-F] ³		
Mini-Warehouse / Self-Storage	N/A	0	N/A	0

- The entitlements are reflective of a May 14, 2004, Ruden McClosky correspondence acknowledging all Land Use Equivalency Matrix transactions. Quantities subject to change pursuant to DRI Phase I Land Use Equivalency Matrix.
- Specific approval of Phase III is contingent upon further transportation analysis per applicable provisions of the Hillsborough County Land Development Code.
- The entitlements are reflective of a June 24, 2024 (Revised: August 13, 2024), Brooks Rocha, PLLC correspondence acknowledging the following Land Use Equivalency Matrix conversions and assignments for Phase II:
 - The Developer has assigned 19,776 sf of Phase II Office to Manatee Memorial Hospital. This results in 10,224 sf of Phase II Office entitlements remaining with the Developer (per 24-____, Eighth Amendment);
 - The Developer has assigned 320 multi-family units of Phase II Multi-Family to Sun City Properties I, LLC. The increase of 120 units reflected in DO 24-1012 is due to a LUEM tradeoff of 20,468 sf of Phase II Retail. This results in 0 multi-family units in Phase II Multi-Family with the Developer (per 24-____, Eighth Amendment);
 - The Developer has assigned 10,600 sf of Phase II Retail to Wal-Mart Stores East, LP. This results in 180,932 sf of Phase II Retail entitlements remaining with the Developer (per 24-____, Eighth Amendment); and
 - Developer quantities subject to change pursuant to the DRI Phase II Land Use Equivalency Matrix.

LEGEND:

SFA - SINGLE FAMILY ATTACHED
 SFD - SINGLE FAMILY DETACHED
 MF - MULTI-FAMILY

WETLAND
 H HABITAT PROTECTION AREA
 W WELL

LAND USE*	ACRES/DENSITY
COMM.COMMERCIAL	.25 FAR
NEIGH.COMMERCIAL	.25 FAR
OFFICE	.25 FAR
MULTI-FAMILY	15 DU/AC
SINGLE-FAMILY ATTACHED	7.0 DU/AC
SINGLE-FAMILY DETACHED	3.3 DU/AC
GOLF-COURSE/CLUBHOUSE	
ELEMENTARY SCHOOL	15.0***
NEIGHBORHOOD PARK	12.0****
PASSIVE PARK	10.0
ROAD R.O.W.	74.8
RETENTION	159.9
WETLANDS (APPROX. LOC.)	145.3
TOTAL	1385.0

Notes:
 *Quantities subject to change pursuant to DRI Equivalency Matrix.
 **Density shows as average gross density.
 ***May be developed as Residential if not required by Hillsborough County.
 ****May be increased if required by Hillsborough County. May be developed as Residential if not required by Hillsborough County.

DRI CHANGE 24-1012 (BROOKS ROCHA, PLLC)
 DRI CHANGE 18-1053
 REVISED BY:
 REVISED FOR:
 John Falkner
 35100 State Road East
 Myakka City, Florida 34251

**DG FARMS
 DRI #194
 HILLSBOROUGH COUNTY, FLORIDA**

TITLE:
**MAP H
 MASTER DEVELOPMENT
 PLAN**
 09/23/2024
 Edits by:
 Brooks Rocha, PLLC
 DATE: 06/15/2018
 SCALE:
 1" = 1,000'