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# RESOLUTION 2009-284

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## BABCOCK RANCH COMMUNITY

### INCREMENT 1

## DRI INCREMENTAL DEVELOPMENT ORDER

## BOARD OF COUNTY COMMISSIONERS CHARLOTTE COUNTY, FLORIDA

December 15, 2009

CIRCUIT COURT  
CHARLOTTE COUNTY  
FLORIDA  
CERTIFIED TRUE COPY  
OF THE ORIGINAL  
BARBARA S. JONES  
CLERK OF THE CIRCUIT COURT  
CHARLOTTE COUNTY, FLORIDA  
BY: *Aune L. Gahler*  
DEPUTY CLERK

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RESOLUTION NO. 2009- 284

**AN INCREMENTAL DEVELOPMENT ORDER OF THE BOARD OF COUNTY COMMISSIONERS OF CHARLOTTE COUNTY, FLORIDA FOR INCREMENT 1 OF THE BABCOCK RANCH COMMUNITY (CHARLOTTE COUNTY), A MASTER DEVELOPMENT OF REGIONAL IMPACT.**

WHEREAS, on January 16, 2009 Babcock Property Holdings, LLC (“Developer”), in accordance with Subsections 380.06(6) and (21), Florida Statutes, filed an Application for Incremental Development Approval (“AIDA”) known as the Babcock Ranch Community, Increment 1 (hereinafter “Babcock Charlotte Increment 1” or “Increment 1”) with Charlotte County, Florida (“County”) and the Southwest Florida Regional Planning Council (“SWFRPC”); and

WHEREAS, Developer, County, and the SWFRPC entered into a Master DRI Agreement on March 13, 2007 (fully executed March 16, 2007), as required by Section 380.06(21)(b), Florida Statutes (“AMDA Agreement”); and

WHEREAS, in February, 2007, Developer, in accordance with Subsections 380.06(6) and (21), Florida Statutes, filed a Application for Master Development Approval (“AMDA”) of a Development of Regional Impact (DRI) known as the Babcock Ranch Community (“Babcock Charlotte”) with County and SWFRPC; and

WHEREAS, on December 13, 2007, the Board of County Commissioners of Charlotte County, Florida (“Board”) approved and adopted the Babcock Ranch Community Master Development of Regional Impact Master DRI Development Order under Resolution 2007-196, as subsequently amended on June 17, 2008 under Resolution 2008-063, thereby having an effective date of September 1, 2008, and amended on December 15, 2009 under Notice of Proposed Change (“NOPC”) NOPC-09-09-12, adopted as Resolution 2009-283 (“MDO”); and

1           WHEREAS, in accordance with Condition 22 of the MDO, the Board of County  
2 Commissioners of Charlotte County, Florida and the Babcock Ranch Community Independent  
3 Special District entered into the “Babcock Ranch Community Fiscal Stabilization Agreement  
4 between Board of County Commissioners of Charlotte County, Florida, and the Babcock Ranch  
5 Community Independent Special District” (the “District”) on September 23, 2008, (“Fiscal  
6 Stabilization Agreement”); and as recorded in Official Records Book 3326, Pages 1412-1439, of  
7 the Public Records of Charlotte County, Florida; and said agreement satisfies the MDO  
8 requirements; and

9           WHEREAS, in accordance with Condition 21 of the MDO, the Board of County  
10 Commissioners of Charlotte County, Florida, Developer, and the District entered into the  
11 “Impact Fee Credit and Reimbursement Agreement for Babcock Ranch Community” on  
12 November 12, 2008, (“Impact Fee Agreement”); and as recorded in Official Records Book  
13 3337, Pages 1813-1823, of the Public Records of Charlotte County, Florida; and said agreement  
14 satisfies the MDO requirements; and

15           WHEREAS, in accordance with Condition 9(A), *Education*, of the MDO, the School  
16 Board of Charlotte County, Florida, the District, and Developer entered into a “Babcock Ranch  
17 School Site Dedication Agreement” on February 10, 2009, (“School Site Dedication  
18 Agreement”); and said agreement satisfies the MDO requirements; and

19           WHEREAS, in accordance with Condition 3(C)(1), *Affordable Housing*, of the MDO, the  
20 Board of County Commissioners of Charlotte County, Florida, Developer, and the District  
21 entered into the “Affordable Housing Agreement for Babcock Ranch Community” on March 17,  
22 2009, (“Affordable Housing Agreement”); and as recorded in Official Records Book 3369,

1 Pages 1318-1327, of the Public Records of Charlotte County, Florida; and said agreement  
2 satisfies the MDO requirements; and

3 WHEREAS, in accordance with Condition B(5), *Transportation*, of the MDO, Developer  
4 submitted to County the Internal Transit Feasibility Study for Babcock Ranch dated August 26,  
5 2009; and said agreement satisfies the MDO requirements; and

6 WHEREAS, in accordance with Condition 7C(6), *Wastewater Management and Water*  
7 *Supply*, of the MDO, Charlotte County and MSKP Town and Country Utility, LLC entered into a  
8 “Memorandum of Agreement for Bonding Methodology” on December 15, 2009; and said  
9 agreement satisfies the MDO requirements; and

10 WHEREAS, all of the agreements, studies, reports and other documents referenced in  
11 this Incremental Development Order shall be kept on file with the SWFRPC; and

12 WHEREAS, the Board, as the governing body of the unincorporated area of Charlotte  
13 County having jurisdiction pursuant to Section 380.06, Florida Statutes, is authorized and  
14 empowered to consider the AIDA for the Babcock Charlotte Increment 1; and

15 WHEREAS, the public notice requirements of Section 380.06, Florida Statutes, and the  
16 Charlotte County Land Development Regulations (“LDR”), which includes the County’s Zoning  
17 Ordinance, have been satisfied for the AIDA; and

18 WHEREAS, the Charlotte County Planning and Zoning Board has reviewed and  
19 considered the report and recommendations of the SWFRPC and held a public hearing to  
20 consider the AIDA on December 14, 2009; and

21 WHEREAS, the issuance of a development order pursuant to Section 380.06, Florida  
22 Statutes, does not constitute a waiver of any powers or rights of County regarding the issuance of  
23 other development permits consistent herewith; and

1 WHEREAS, County and Developer entered into a development agreement on April 20,  
2 2006, which sets forth various rights and duties of the parties with respect to infrastructure for  
3 Babcock Charlotte (“Charlotte Development Agreement”); and

4 WHEREAS, the District was established by the 2007 Session of the Florida Legislature  
5 to design, finance, construct, operate, and maintain various infrastructure elements within  
6 Babcock Charlotte; and

7 WHEREAS, on December 15, 2009 the Board, at a public hearing in accordance with  
8 Section 380.06, Florida Statutes, having considered the AIDA submitted by Developer, the  
9 AIDA sufficiency questions from reviewing agencies and Developer’s responses thereto, the  
10 report and recommendations of the SWFRPC, the documentary and oral evidence presented at  
11 the hearing before the Board, the report and recommendations of the Charlotte County Planning  
12 and Zoning Board, the recommendations of Charlotte County staff, and the Charlotte  
13 Development Agreement, makes the Findings of Fact and Conclusions of Law set forth below.

14 NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY  
15 COMMISSIONERS OF CHARLOTTE COUNTY, FLORIDA THAT:

**RECITALS**

16 The recitals set forth above are true and correct and are incorporated herein and made a  
17 part hereof.

**FINDINGS OF FACT AND CONCLUSIONS OF LAW**

- 18 1. The real property constituting the Babcock Charlotte Increment 1 which is the subject of  
19 the AIDA, consists of approximately 3,051.36 acres, and is legally described as set forth in  
20 Exhibit A attached hereto and made a part hereof (“Property” or “Community”).
- 21 2. The AIDA is consistent with Subsections 380.06(6) and (21), Florida Statutes.
- 22 3. The AIDA is consistent with the MDO, which is incorporated herein by reference.

1 4. The Developer submitted to the County an AIDA in January, 2009 and responses to  
2 sufficiency questions dated May, 2009 and July, 2009. The application was deemed sufficient  
3 by the SWFRPC on September 21, 2009. The representations and commitments of Developer  
4 made in those documents which are made conditions of this Incremental Development Order are  
5 identified and set forth herein.

6 5. The Developer proposes to develop Increment 1 in accordance with the Babcock Master  
7 Concept Plan (Map H through H-4, collectively referred to herein as Map H) attached hereto as  
8 Exhibits B-1 through B-4 and made a part hereof. Map H constitutes a portion of the revised  
9 Master Plan for the Babcock Ranch Overlay District, in the Charlotte County Comprehensive  
10 Plan (“Comprehensive Plan”) and the revised portion of Exhibit C-1 in the Charlotte  
11 Development Agreement. The development program for Increment 1 authorized by this  
12 Incremental Development Order, consisting of two phases, is as follows (“Development  
13 Program”), subject to the limitations contained herein:

- 14 (i) 2,500 residential dwelling units (1,500 single family units and 1,000 multi family  
15 units),
- 16 (ii) 126,000 square feet of retail,
- 17 (iii) 322,500 square feet of office (general office; medical office; and civic,  
18 community, and miscellaneous public facilities),
- 19 (iv) 100 hotel rooms,
- 20 (v) 90,000 square feet of industrial,
- 21 (vi) Ancillary facilities of the educational service center, schools, and university  
22 research facilities as identified in Exhibit B of the MDO and the necessary utility  
23 infrastructure including, but not limited to, water, wastewater and reuse water

1 systems, electric, telephone and cable systems will not be attributed to the  
2 development components set forth above, and will not count towards the  
3 maximum thresholds of development as established in this Incremental  
4 Development Order and the BROD policies of the 2014 Comprehensive Plan.

5 (vii) All other ancillary facilities, such as libraries, and places of worship together with  
6 the development components set forth above (excluding vi) shall not exceed the  
7 maximum thresholds established in this Incremental Development Order.

8 (viii) Temporary housing for construction workers and their families will not count  
9 against the residential dwelling units allowed herein.

10 As set forth in more detail in Section 4 below, from a transportation perspective, only Babcock  
11 Ranch Community Increment 1-Phase 1 (“Increment 1- Phase 1”) is approved by this  
12 Incremental Development Order. Only the residential and non-residential development shown  
13 on Exhibit E for Increment 1-Phase 1 is authorized by this Incremental Development Order.  
14 However, site related preparation and improvements for Increment 1-Phase 1 and Increment 1-  
15 Phase 2 are allowed, such as clearing, grading, infrastructure, water management, mitigation,  
16 environmental restoration and landscaping. Prior to submittal of Increment 1-Phase 2 or any  
17 other Increments, an update of the Master Traffic Study shall be conducted and approved in  
18 accordance with the Master Development Order as modified by that certain Notice of Proposed  
19 Change approved December 15, 2009.

20 6. The development is not in an area designated as an Area of Critical State Concern  
21 pursuant to the Provisions of Section 380.05, Florida Statutes, as amended.

22 7. The development of Increment 1 is consistent with the current land development  
23 regulations and the Comprehensive Plan of County (“Comprehensive Plan”), adopted pursuant



1 to Chapter 163, Part II, Florida Statutes. Further, it is orderly, maximizes efficiency of  
2 infrastructure, and provides for specific infrastructure improvements needed to meet prescribed  
3 levels of service.

4 8. The Increment 1 development as approved herein is consistent with the State  
5 Comprehensive Plan.

6 9. The mitigation provided for Increment 1 development is consistent with the requirements  
7 of section 163.3180(12), F.S.

8 10. The AIDA for Increment 1 of the Babcock Ranch Community DRI is hereby approved,  
9 subject to compliance with the conditions contained in this Incremental Development Order and  
10 the MDO.

11 **CONDITIONS**

12 **1. GROSS RESIDENTIAL DENSITY CONDITION AND DEVELOPMENT**  
13 **PROGRAM**

14 A. Representations and Commitments as Conditions.

15 (1) As provided in the Comprehensive Plan, net densities in the development pods  
16 will range from 3 to 16 units per acre in villages, and from 3 to 24 units per acre in the town  
17 center.

18 (2) The Development Program is approved and may be adjusted by Developer in  
19 accordance with the equivalency matrix attached hereto, and incorporated herein, as Exhibit C.  
20 The maximum and minimum limits of development within each category for Increment 1 shall  
21 be subject to the Substantial Deviation criteria set forth in Subsection 380.06(19), Florida  
22 Statutes.

23 (3) As part of the review of this AIDA, a visioning workshop was held on April 6,  
24 2009 to solicit public input on the implementation of the Master Plan for Increment 1, and the

1 notice for said workshop was properly advertised pursuant to County’s advertising requirements  
2 for workshops; such workshop satisfies the MDO requirements.

3 (4) The amount of non-residential development which must be constructed by the end  
4 of Increment 1 relative to the cumulative number of residential units which have been, or are  
5 projected to be, developed by the end of Increment 1 shall be consistent with the development  
6 limits established in the Comprehensive Plan. The detailed phasing of development and the  
7 development area by parameters within Increment 1 is set forth on Exhibit E attached hereto.  
8 The intent is that non-residential uses will be in place to serve the occupancy of dwelling units.

9 (5) Development within Increment 1 shall be in two phases in accordance with  
10 Exhibit E. Phase 1 shall be year 2010 through 2014, and Phase 2 from 2015 through 2019. Any  
11 development not completed in the Phase 1 may be completed in Phase 2.

12 (6) Current uses within Increment 1 may continue to operate until such time said use  
13 is permanently replaced with a use approved herein. Current uses within Increment 1 include,  
14 but are not limited to, cattle grazing and agricultural uses, mining and ecotourism uses. Permits  
15 for existing uses can be renewed or modified as an allowed use until said use is permanently  
16 replaced by a use approved herein.

17 (7) Increment 1 is approved for all conditions herein, with the exception of  
18 Transportation impacts, which are approved only for Increment 1-Phase 1, as provided for in  
19 Condition 4(A)(1) herein.

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1   **2.   AFFORDABLE HOUSING**

2           A.   Representations and Commitments as Conditions.

3           (1)   A minimum of ten percent (10%) of the total number of residential units within  
4   Increment 1 shall be designated for affordable and workforce housing.

5           (2)   The Developer shall comply with the Affordable Housing Agreement. Said  
6   agreement satisfies the MDO requirements.

7                           **REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY**

1 **3. STORMWATER MANAGEMENT, WATER QUALITY, AND FLOOD PLAINS**

2 A. Representations and Commitments as Conditions.

3 (1) The Master Drainage Plan for Increment 1 is attached hereto as Exhibit F.

4 (2) The design of the Increment 1 surface water management system will comply  
5 with the “Stormwater Plan” outlined in Subsection A and B in Condition 4 of the MDO.

6 (3) Developer shall submit the results from monitoring the existing ground and  
7 surface water quality conditions on and abutting Increment 1 with the applicable Biennial Report  
8 in accordance with Condition 13 herein.

9 (4) When available, Developer shall identify any changes including duration,  
10 frequency and seasonality, in timing or pattern of water flows, and between pre- and post-  
11 development conditions as part of the applicable Biennial Report in accordance with  
12 Condition 13 herein.

13 (5) Development of Increment 1 includes conveyance features located outside the  
14 Increment 1 boundaries that convey stormwater runoff. Examples of conveyance features  
15 include, but are not limited to, swales, ditches, canals and overland flow. Some improvements to  
16 these conveyance features will be made as part of Increment 1.

17 (6) The stormwater management system shall be that system as permitted by the  
18 South Florida Water Management District (“SFWMD”) or the Florida Department of  
19 Environmental Protection (“FDEP”) as part of the Environmental Resource Permits (“ERP”).

20 **REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY**

1 **4. TRANSPORTATION**

2 A. Representations and Commitments as Conditions.

3 (1) Increment 1-Phase 1.

4  
5 a. From a transportation perspective, only Babcock Ranch Community Increment 1-  
6 Phase 1 (“Increment 1-Phase 1”) is approved by this Incremental Development Order.  
7 Due to the limited development of Increment 1-Phase 1 and its build-out date of  
8 December 31, 2014, the traffic analysis that has been conducted by the Developer,  
9 Florida Department of Transportation (FDOT), Charlotte County and Lee County is  
10 sufficient. Only the residential and non-residential development shown on Exhibit E for  
11 Increment 1- Phase 1 is authorized by this Incremental Development Order. However,  
12 site related preparation and improvements for Increment 1-Phase 1 and Increment 1-  
13 Phase 2 are allowed, such as clearing, grading, infrastructure, water management,  
14 mitigation, environmental restoration and landscaping are allowed. Prior to submittal of  
15 Increment 1- Phase 2 or any other Increments, an update of the Master Traffic Study shall  
16 be conducted and approved in accordance with the Master Development Order as  
17 modified by that certain Notice of Proposed Change approved December 15, 2009.b.

18 Developer shall be fully responsible for the required site-related roadway and  
19 intersection improvements associated with Increment 1– Phase 1 as set forth herein. Site-  
20 related improvements include, but are not limited to, the following: site driveways and  
21 roads; median cuts made necessary by those driveways or roads; right-turn, left-turn, and  
22 deceleration or acceleration lanes leading to or from those driveways or roads; traffic  
23 control measures for those driveways or roads; and roads or intersection improvements  
24 whose primary purpose at the time of construction is to provide access to the

1 development. The specific site-related improvements shall be subject to review and  
2 approval under the Site Plan Review process as provided in Section 3-9-5.1 of the Code  
3 of Laws and Ordinances of Charlotte County, Florida (“Code”), and coordination with  
4 FDOT. The site-related improvements are as follows:

- 5 SR 31 and South Project Entrance
- 6 - Add NB Right-Turn Lane
- 7 - Add SB Left-Turn Lane
- 8 - Signal, If and When Warranted
- 9

- 10 SR 31 and North Project Entrance
- 11 - Add NB Right-Turn Lane
- 12 - Add SB Left-Turn Lane
- 13 - Signal, If and When Warranted
- 14

15 Construction of ingress and egress driveways, as necessary along  
16 SR 31.

17  
18 c. The off-site traffic impacts of Increment 1-Phase 1, through 2014, as estimated by  
19 the AIDA traffic analysis are identified in Exhibit J, which is attached hereto and  
20 incorporated herein by reference. These off-site traffic impacts have been accepted by  
21 FDOT, County, Lee County, DCA, and the SWFRPC, as the impacts resulting from  
22 Increment 1-Phase 1.

23 1. The mutually agreed upon significant and adversely impacted  
24 roadways and the identified improvements for Increment 1–Phase 1 are:

- 25 a. SR 31 from SR 78 to North River Road
- 26 - Widen from 2 to 4 lanes
- 27

28 2. The mutually agreed upon significantly and adversely impacted  
29 intersections and the identified improvements for Increment 1–Phase 1  
30 are:

- 1 a. SR 31 and SR 80
- 2 - Add Second Southbound Left-Turn Lane
- 3 - Add Second Eastbound Left-Turn Lane
- 4 - Signal Retiming
- 5
- 6 b. SR 31 and SR 78
- 7 - Add Second Eastbound Left-Turn Lane
- 8 - Signal Retiming
- 9
- 10 c. SR 31 and North River Road
- 11 - Add Westbound Left-Turn Lane
- 12 - Signalization, If and When Warranted
- 13

14 The Increment 1-Phase 1 proportionate share of the improvements, as  
 15 shown on Exhibit K, has been calculated consistent with F.S. 163.3180  
 16 (12)(a) and Rule 9J-2.045, F.A.C. The Increment 1-Phase 1 proportionate  
 17 share calculation was based on 1,156 pm peak hour two-way external trips  
 18 and 1,032 pm peak hour two-way net new trips established by the AIDA  
 19 traffic analysis. The calculated proportionate share for Increment 1-  
 20 Phase 1 is \$3,368,100 based upon the proportionate share percentages for  
 21 each improvement as shown on Exhibit K. The proportionate share  
 22 percentages have been accepted by FDOT, Charlotte County, Lee County,  
 23 DCA, and the SWFRPC for Increment 1-Phase 1, recognizing that the  
 24 actual costs may increase or decrease based upon the final actual costs of  
 25 the agreed upon improvements.

26 3. a. The Increment 1- Phase 1 agreed upon mitigation of the  
 27 significantly and adversely impacted roadways and intersection  
 28 improvements identified in Condition 4(A) (1) b.1., accepted by FDOT,  
 29 Charlotte County, Lee County, DCA, and SWFRPC, shall be the

1 following schedule of listed improvements and date-certain payment  
 2 provisions:

Reference #	Item	Total Cost	Anticipated Start Date
1	Intersection Improvements: - SR31 and SR80	\$243,000	Monitoring <sup>(1)</sup>
2	SR 31 Widening to 4 Lanes from SR 78 to North River Road <ul style="list-style-type: none"> <li>• Cause to have prepared Project Development and Environment Study of SR31 from SR78 to North River Road</li> <li>• Prepare Preliminary Engineering Plans for SR 31 from SR78 to North River Road</li> <li>• Undertake Right-of-Way Acquisition for SR 31 from SR78 to North River Road</li> <li>• Construct Interim Intersection Improvements:               <ul style="list-style-type: none"> <li>- SR 31 and North River Road</li> <li>- SR 31 and SR 78</li> </ul> </li> <li>• Construct 4 Lane Improvement for SR 31 from SR78 to North River Road</li> </ul>	\$260,000  \$774,000  \$980,000  \$521,000 \$126,000 \$5,935,000	Initiated <sup>(2)</sup>  2012  2014  Monitoring <sup>(1)</sup> Monitoring <sup>(1)</sup> 2015
3	SR31 Traffic Count Stations	\$100,000	2011
	<b>TOTAL</b>	\$ 8,939,000	

4 (1) Start date as required per Condition 4(A) (1) b.(4)(a)  
 5 (2) These tasks have been initiated early by Developer to facilitate completion of required improvements.  
 6

7 b. If and when requested by Charlotte County, the Developer shall  
 8 also make certain intersection improvements at SR 31 and CR 74, to  
 9 extend the Northbound to Westbound Left Turn Lane, at an estimated cost  
 10 of \$100,000, and as set forth in more detail in Section 4.d. below. The  
 11 anticipated start date for these intersection improvements is 2013.  
 12



1                   4.     After the effective date of this Incremental Development Order, the  
2                   Developer shall:

3                   a.     Initiate the intersection improvements (Reference #1 above) no  
4                   later than 90 days after the monitoring report indicates that the  
5                   Project is generating at least 300 pm peak hour, two-way  
6                   external trips and the intersection is projected to operate below  
7                   the adopted level of service standard within 12 months. If  
8                   these improvements are not initiated within the above time  
9                   period, no building permits beyond these limitations can be  
10                  issued until these improvements are initiated.

11                  b.     Initiate the improvements of SR 31 to eventually result in the  
12                  four-laning for SR 31 from SR 78 to North River Road  
13                  (Reference #2 above). The improvements will consist of the  
14                  following:

15                  i)     Coordinate with FDOT to fund, continue and complete the  
16                  Project Development and Environment Study (PD&E) for  
17                  SR31 from at least SR78 to North River Road.

18                  ii)    Coordinate with FDOT to undertake the Preliminary  
19                  Engineering for the SR31 roadway widening from at least SR  
20                  78 to North River Road.

21                  iii)  Coordinate acquisition and funding with either the Babcock  
22                  Ranch Community Independent Special District, Charlotte

1 County, Lee County or FDOT to assemble necessary right-of-  
2 way.

3 iv) Coordinate with FDOT to construct the four-lane improvement.

4 As identified in Condition 4(A)(1)c.3 above, it is anticipated  
5 that the PD&E study, the preliminary engineering, and the  
6 right-of-way acquisition will occur through 2014. Construction  
7 of the widening improvement is anticipated to commence in  
8 2015. Of note, the interim intersection improvements may  
9 provide additional capacity to the roadway to maintain the  
10 roadway level of service standards, subject to biennial  
11 monitoring and confirmation after construction of the interim  
12 intersection improvements.

13 v) Coordinate with FDOT to construct interim intersection  
14 improvements at SR 31 and North River Road and at SR 31  
15 and SR 78. Intersection improvements are to be initiated no  
16 later than 90 days after the monitoring report indicates that the  
17 Project is generating at least 300 pm peak hour, two-way  
18 external trips.

19 c. Install permanent traffic count stations at the Project's access  
20 points off SR 31 at the time of constructing the access points  
21 and up to two permanent traffic count stations along SR31,  
22 north and south of the proposed permanent entrances to the

1 Community in 2011. Final location of the count stations will  
2 be coordinated with Charlotte County (Reference #3 above).

3 d. If and when requested by Charlotte County the Developer will  
4 provide for the extension of the northbound SR31 left turn lane  
5 at CR 74. Charlotte County will complete the analysis to  
6 determine the extent of the improvement and the timing  
7 requirement of the improvement.

8 5. FDOT has maintenance authority for SR 31 and the intersection  
9 improvements set forth above. Developer shall be responsible for the  
10 guaranteed construction of the above improvements, in accordance with  
11 the above schedule, and in accordance with the binding and enforceable  
12 commitment by the Developer in this Incremental Development Order and  
13 on the attached Exhibit L to assure construction or improvement of these  
14 facilities, pursuant to F.S. 163.3180(12)(a)4. and Rule 9J-  
15 2.045(7)(a)1.a.(V), F.A.C.

16 6. As the cost of the mitigation by the Developer for Increment 1-  
17 Phase 1 exceeds the proportionate share of the impacts from Increment 1-  
18 Phase 1 of \$3,368,100 (as adjusted up or down in accordance with actual  
19 costs and based upon the accepted proportionate share percentages shown  
20 on Exhibit K), the Developer shall be credited to the overall impact of the  
21 Project for the cost of improvements beyond the proportionate share  
22 amount as provided in the MDO and applicable law. Developer and  
23 Charlotte County may enter into a Transportation Credit Agreement to

1 further delineate the terms and procedures for implementing credits for  
2 identified improvements set forth above in excess of the proportionate  
3 share of Increment 1-Phase1. Credit for the cost of additional  
4 improvements as set forth above shall be analyzed as part of transportation  
5 analysis for Increment 1-Phase 2 or future increments and to be included  
6 in subsequent incremental development orders.

7 d. As provided for elsewhere in this Incremental Development Order, the Developer  
8 shall submit biennial Monitoring Reports pursuant to the requirements of Section 380.06(18),  
9 F.S., Chapter 9J-2, F.A.C., and the MDO.

10 e. Satisfaction of the required mitigation in the timeframes as outlined and  
11 compliance with the transportation related provisions of this Incremental Development Order for  
12 Increment 1-Phase 1 shall satisfy the road or traffic concurrency requirements of the Charlotte  
13 County Comprehensive Plan, Charlotte County Land Development Regulations, and the  
14 Charlotte County Concurrency Management System, through December 31, 2014 (the build out  
15 date of Increment 1-Phase 1). If the Developer proposes to extend the build out date of  
16 Increment 1-Phase 1 beyond December 31, 2014, the Developer and the review agencies, during  
17 the development order amendment process pursuant to Section 380.06(10), Florida Statutes, shall  
18 re-evaluate the future traffic impact of the development in a manner consistent with the Master  
19 Development Order, and shall re-evaluate the concurrency status of Increment 1-Phase 1 on all  
20 roadway segments listed in Conditions 4(A)(1)c.1 above.

21 f. DCA has determined that SR 31 is a Regionally Significant Roadway as defined  
22 in Rule 9J-2.045, F.A.C.

1 g. Charlotte County, by approving this Incremental Development Order, has  
2 exercised its discretion to accept this mitigation for Increment1-Phase 1.

3 h. Improvements to the facilities outlined above shall be made at the time that a road  
4 segment or intersection is expected to operate below the level of service standard adopted in an  
5 impacted jurisdiction's Comprehensive Plan. No building permits for residential and non-  
6 residential development shown on Exhibit E for Increment 1- Phase 1 shall be issued unless the  
7 improvements are: a) complete, b) under construction, c) the subject of a clearly identified,  
8 executed and recorded local government development agreement consistent with Sec. 163.3220  
9 through 163.3423, F.S. incorporated into the Incremental Development Order ensuring  
10 completion concurrent with impacts; or d) the subject of a binding commitment ensuring  
11 completion concurrent with impacts incorporated into the Incremental Development Order.

12 (2) Increment 1-Phase 2

13  
14 a. Increment 1-Phase 2 transportation impacts and mitigation shall be addressed  
15 through an NOPC. All other conditions, other than Transportation, have been fully addressed for  
16 the entire Increment 1, so that the NOPC need only address Transportation issues, unless the  
17 Developer wishes to make other changes to the Development Program which necessitates a  
18 review of the other conditions.

19 (3) The Master Internal Circulation Plan for Increment 1 is attached hereto as  
20 Exhibit G.

21 **REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY**

1 **5. VEGETATION, WILDLIFE, AND WETLANDS**

2 A. Representations and Commitments as Conditions.

3 (1) No additional species have been documented within Increment 1 over those  
4 identified in the MDO.

5 (2) Development within Increment 1 shall comply with the threatened and  
6 endangered management plan (“T&E Plan”) provided for in the Conceptual ERP and United  
7 States Army Corps of Engineers Permit (“ACOEP”).

8 (3) Development within Increment 1 shall comply with the mitigation requirements  
9 provided for in the ERP and United States Army Corps of Engineers Permit (“ACOEP”).

10 (4) Mitigation for wetlands and listed species within the Increment 1 boundary may  
11 occur outside the Increment 1 boundary in accordance with state and federal permits and the  
12 MDO.

13 (5) The approved T&E Plan and approved Mitigation Plan will be provided as part of  
14 the first applicable Biennial Report to the County, the SWFRPC and the DCA, Division of State  
15 Planning in accordance with Condition 13 herein. The Biennial Report shall also contain copies  
16 of any conservation easements that have been recorded relative to Increment 1 that were not  
17 provided in a previously submitted Biennial Report.

18 (6) Developer shall provide a copy of the Prescribed Fire Plan once completed as part  
19 of the applicable Biennial Report in accordance with Condition 13 herein.

1           (7)     An updated Greenway Map for Increment 1 is attached hereto as Exhibit H1 and  
2 Exhibit H2. Developer shall comply with the Babcock Ranch Community Charlotte County  
3 Greenways Management Plan, a copy of which was provided to Charlotte County and is on file  
4 with the SWFRPC.

5                   **REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY**

1 **6. WASTEWATER MANAGEMENT AND WATER SUPPLY**

2 A. Representations and Commitments as Conditions.

3 (1) The updated Primary Utility Corridor map for Increment 1 is attached hereto as  
4 Exhibit I.

5 (2) The source of raw water for potable service within Increment 1 will be  
6 groundwater from the Floridan Aquifer. MSKP Town and Country Utility, LLC or its successors  
7 and assigns will provide water service for Increment 1.

8 (3) MSKP Town and Country Utility, LLC or its successors and assigns will provide  
9 wastewater service for Increment 1.

10 (4) A centralized wastewater treatment system, in the form of package plants, shall be  
11 limited to 1.5 MGD (not including wastewater treatment options which will be employed in the  
12 North Babcock Area).

13 (5) On-site wastewater treatment system(s) may be used permanently within the  
14 Increment 1 North Area.

15 (6) Agricultural activities within the Increment 1 North Area will continue to use the  
16 existing agricultural wells. An agricultural well may be converted or a new potable well  
17 established for non-agricultural activities within the Increment 1 North Area.

18 (7) All effluent suitable for Public Access Reuse will be stored and distributed as  
19 needed into an irrigation system which will include residential, commercial, median and other  
20 green areas. After storage has been maximized, excess effluent will be disposed of via deep  
21 injection well consistent with Florida Department of Environmental Protection permitting.  
22 Irrigation systems will use best management practices to minimize overspray onto impervious  
23 systems that could lead to the stormwater management system.



1           (8)     MSKP Town and Country Utility, LLC, or its successors and assigns, will provide  
2 reclaimed water service for Increment 1.

3                   **REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY**

1 7. **EDUCATION**

2 A. Representations and Commitments as Conditions.

3 (1) The Developer shall comply with the School Site Dedication Agreement. Said  
4 agreement satisfies Condition 9A. of the MDO requirements.

5 (2) The Developer shall comply with the Charlotte County Public School Facilities  
6 Element of the Comprehensive Plan regarding the process for school concurrency management,  
7 review and approval, and with Article XIV of the Charlotte County Land Development Code,  
8 Concurrency Management regulations.

9 **REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY**

1 **8. POLICE AND FIRE**

2 A. Representations and Commitments as Conditions.

3 (1) The Updated Summary of Land Dedication & Facilities Construction for  
4 Increment 1 is attached hereto as Exhibit D and updates a portion of Exhibit D of the MDO.

5 (2) The specifications for (1) Horton EMS Transport Vehicle were submitted as part  
6 of the AIDA for Increment 1. One (1) such vehicle shall be provided in accordance with  
7 Exhibit D. The housing of that vehicle will be the responsibility of County.

8 (3) The District shall place an interim fully operational double-wide trailer at least 24  
9 feet in width and 60 feet in overall length as the first Sheriff's Sub-Station next to the existing  
10 fire station located on SR 31 which will utilize the utilities serving the existing fire station. Said  
11 trailer shall be made available to the Sheriff by the issuance of the first residential Certificate of  
12 Occupancy and will be terminated upon the opening of the combined fire/Sheriff's facility in a  
13 future increment.

14 (4) All law enforcement, fire, and EMS impact fees collected from the Development  
15 (not including any interest earned by County) shall be provided to District and/or Developer in  
16 the form of reimbursements as set forth in the Impact Fee Agreement.

17 (5) The following Crime Prevention Through Environmental Design (CPTED)  
18 standards will be addressed as part of site plan review:

- 19 (a) Designated use of space;
- 20 (b) Crime problem incidental to that designated use;
- 21 (c) Solution(s) compatible with that designated use; and

1                   (d)     Incorporation of crime prevention strategies that enhance or do not impair  
2 the use of the designated space.

3                   **REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY**

1 **9. OPEN SPACE AND PARKS**

2 A. Representations and Commitments as Conditions.

3 (1) Renewable energy resource facilities and systems shall be allowed throughout  
4 Increment 1. If constructed within Active Greenways, such facilities shall not count as open  
5 space.

6 (2) Park sites shall be conveyed with exotic pest plants removed and infrastructure  
7 provided as set forth in Exhibit D.

8 (3) District or Developer shall prepare the master plan(s) for the permanent park  
9 site(s) required within Increment 1 in consultation with County and at no cost to the County.  
10 The County shall participate with the design team in development of the master plan(s). County  
11 shall enter into an agreement with Developer or District regarding the development and  
12 operation of parks prior to the 500<sup>th</sup> residential Certificate of Occupancy (“C/O”) being issued  
13 within Increment 1.

14 (4) General agricultural operations may be conducted throughout Increment 1 in  
15 accordance with the Comprehensive Plan and the LDR.

16 (5) All parks and library impact fees collected from the Development within  
17 Increment 1 shall be provided to District and/or Developer in accordance with the Impact Fee  
18 Agreement.

19 (6) Common recreational areas and common open spaces within Increment 1, if any,  
20 will be maintained by the master property owner’s association, the District, or a Chapter 190  
21 Community Development District.

1           (7)     Some recreation and parks may be provided as temporary uses in Increment 1 that  
2 might be replaced by future development as other facilities are provided.

3           (8)     Mini parks shall be provided at a minimum of one-half (.5) acre per one-thousand  
4 population and neighborhood parks shall be provided at a minimum of one and one-half (1.5)  
5 acre per one-thousand population within Increment 1.

6                   **REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY**

1   **10.   ENERGY**

2           A.   Representations and Commitments as Conditions.

3           (1)   A Solar Photovoltaic Electrical Generation Facility and associated facilities, a  
4   substation, an operations and maintenance building, and related appurtenances may be  
5   constructed throughout Increment 1.

6           (2)   One (1) zero energy home shall be constructed within Increment 1.

7                   **REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY**

1 **11. MINING OPERATIONS**

2 A. Representations and Commitments as Conditions.

3 (1) The existing mining operations may be continued during development of  
4 Increment 1, consistent with permitting. As mining operations are phased out, mining lakes will  
5 be properly reclaimed pursuant to applicable permits.

6 **REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY**



1 **12. CONSISTENCY WITH THE LOCAL COMPREHENSIVE PLAN**

2 Charlotte County has determined that the Increment 1 project is consistent with its  
3 Comprehensive Plan.

4 **13. BIENNIAL REPORTS**

5 The Developer of Increment 1, or its successor(s)-in-title to the undeveloped portions of  
6 Increment 1, must submit a biennial report to the County, the SWFRPC and the DCA, Division  
7 of State Planning (“Division”), on Form RPM-BSP Annual Report – 1. This report must describe  
8 the stage of development and the status of compliance with the Incremental Development Order  
9 conditions as of the date of submission and be consistent with the rules of DCA. The first report  
10 must be submitted to the DRI Coordinator for SWFRPC, the Division, and County simultaneous  
11 with the next MDO annual report due not sooner than 2 years after approval of this Incremental  
12 Development Order. Further reporting must be submitted not later than once every two years for  
13 subsequent calendar years thereafter, simultaneous with the MDO annual reports, until Buildout,  
14 whether actual or declared. Failure to comply with this biennial reporting procedure is governed  
15 by Subsection 380.06(18), Florida Statutes, which provides for the temporary suspension of the  
16 Incremental Development Order. The Developer of Increment 1 must inform successors-in-title  
17 to any undeveloped portion of the real property covered by this Incremental Development Order  
18 of this reporting requirement.

19 **14. CHANGED CONDITIONS**

20 If County, during the course of monitoring the development of Increment 1, can  
21 demonstrate that substantial changes in the conditions underlying the approval of this  
22 Incremental Development Order has occurred or that this Incremental Development Order was

1 based on substantially inaccurate information provided by the Developer, resulting in additional  
2 substantial regional impacts, then a substantial deviation shall be deemed to have occurred.

3 **15. COMPLIANCE MONITORING**

4 The County Administrator, or his or her designee, shall be the local official responsible  
5 for assuring compliance with the Incremental Development Order. Monitoring procedures will  
6 include County’s site plan review and code enforcement procedures, and the Biennial Reports.

7 **16. EXEMPTION FROM DOWNZONING AND DENSITY/INTENSITY**  
8 **REDUCTION**

9 Pursuant to Subsection 380.06(15)(c)3, Florida Statutes, this Increment 1 project is  
10 exempt from down zoning, intensity reduction, or unit density reduction until December 31,  
11 2037, unless County can demonstrate that substantial changes in the conditions underlying the  
12 approval of this Incremental Development Order have occurred or this Incremental Development  
13 Order was based on substantially inaccurate information provided by the Developer or that the  
14 change is clearly established by local government to be essential to the public health, safety, or  
15 welfare.

16 **17. COMMENCEMENT OF DEVELOPMENT**

17 Development shall commence in accordance with the deadline(s) established in this  
18 Incremental Development Order.

19 **18. PROJECTED BUILDOUT**

20 Buildout of Increment 1 is projected to occur on or about December 31, 2019 (“Buildout  
21 Date”).

22 **19. EXPIRATION DATE**

23 The expiration date for this Incremental Development Order is December 31, 2026.

1 **20. DEVELOPMENT PERMITS**

2 Subsequent requests for development permits within Increment 1 shall not require further  
3 review pursuant to Section 380.06, Florida Statutes, unless it is found by the Board of County  
4 Commissioners of Charlotte County (“Board”), after due notice and hearing, that one or more of  
5 the following items listed in Paragraphs A and B is present. Upon such a finding, the Board may  
6 take any action authorized by Subsection 380.06(19), Florida Statutes, pending issuance of an  
7 amended development order.

8 A. A substantial deviation from the terms or conditions of this Incremental  
9 Development Order, a failure to carry out conditions, commitments or mitigation measures to the  
10 extent set forth herein or consistent with the timing schedules specified herein or substantial  
11 deviation from the approved development plans which create a reasonable likelihood of  
12 additional regional impacts or other types of regional impacts which were not previously  
13 reviewed by the SWFRPC; or

14 B. An expiration of this Incremental Development Order as provided herein.

15 **21. GENERAL PROVISIONS**

16 The approval granted by this Incremental Development Order is limited. Such approval  
17 shall not be construed to relieve the Developer of the duty to comply with all other applicable  
18 local, state or federal permitting regulations.

19 A. Developer and County shall work together in a cooperative manner to ensure that  
20 the necessary applications to County, the issuance of permits and the conduct of inspections  
21 occur expeditiously and that development is not impeded by unnecessary delays associated with  
22 such applications, permit issuances, and inspections.

1           B.     It is understood that any reference herein to any governmental agency shall be  
2 construed to mean any future entity which may be created or be designated or succeed in interest  
3 to, or which otherwise possesses any of the powers and duties of, any referenced governmental  
4 agency in existence on the effective date of this Incremental Development Order.

5           C.     Appropriate conditions and commitments contained herein may be assigned to or  
6 assumed by District.

7           D.     If there is a conflict between a provision in this Incremental Development Order  
8 and a provision in the MDO or the Charlotte Development Agreement, the provision in this  
9 Incremental Development Order shall prevail for Increment 1. Exhibit D attached hereto and  
10 made a part hereof by reference, is an updated version of Exhibit D to the Charlotte  
11 Development Agreement entitled “Summary of Land Dedication and Facilities Construction”  
12 and the MDO, as to the Increment 1 property. Said updated Exhibit D also replaces Exhibit D to  
13 the Charlotte Development Agreement and the MDO as to the Increment 1 property.

14          E.     If there is a conflict between a provision in this Incremental Development Order  
15 and a provision in an ERP, a Consumptive Use Permit (“CUP”) or ACOEP, the provision in the  
16 ERP, CUP, or ACOEP shall prevail.

17          F.     In the event that any portion or section of this Incremental Development Order is  
18 determined to be invalid, illegal, or unconstitutional by a court or agency of competent  
19 jurisdiction, such decision shall in no manner, affect the remaining portions of this development  
20 order which shall remain in full force and effect.

21          G.     This Incremental Development Order shall be binding upon the County and the  
22 Developer, its assignees or successors-in-interest.

1 H. This Incremental Development Order shall become effective upon NOPC-09-09-  
2 12, approved by the Board on December 15, 2009, becoming effective. All dates contained  
3 herein are based upon an assumed effective date occurring within 120 days of December 15,  
4 2009. If for any reason the actual effective date occurs beyond the 120 day assumption, all time  
5 frames contained herein shall be extended commensurate with the number of days beyond the  
6 120 days it takes for this IDO to become effective.

7 I. The County shall provide certified copies of this Incremental Development Order  
8 to DCA and the SWFRPC as provided in Subsection 380.06(25)(g), Florida Statutes.

9 J. This Resolution shall be recorded in the Minutes of the Board.

10 PASSED AND DULY ADOPTED this 15th day of December, 2009.

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BOARD OF COUNTY COMMISSIONERS  
OF CHARLOTTE COUNTY, FLORIDA

By: Robert J. Starr  
Robert J. Starr, Chairman

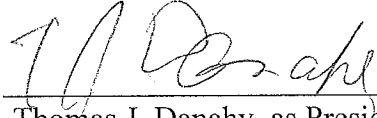
ATTEST:  
Barbara T. Scott, Clerk of Circuit  
Court and Ex-officio Clerk to the  
Board of County Commissioners  
By: Anne L. Pfahler  
Deputy Clerk

APPROVED AS TO FORM  
AND LEGAL SUFFICIENCY:

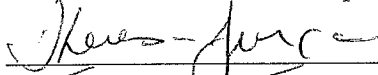
By: Janette S. Knowlton  
Janette S. Knowlton, County Attorney  
hR 09-701  
RS

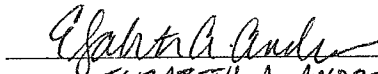
1 The Applicant, Babcock Property Holdings, LLC, does hereby approve and assent to all  
2 of the terms, conditions, and provisions of the above and foregoing Incremental Development  
3 Order, and acknowledges that the same are binding upon the Applicant and its successors and  
4 assigns.

5 BABCOCK PROPERTY HOLDINGS, LLC

6  
7  
8 By:   
9 Thomas J. Danahy, as President

10  
11 Witnesses to Babcock Property Holdings, LLC:

12  (sign)  
13 Theresa Jucca (print)

14  (sign)  
15 ELIZABETH A. ANDREI (print)

**EXHIBITS**

1		
2	Exhibit A-1	Increment 1 North Area Babcock Ranch Community Legal
3		Description
4	Exhibit A-2	Increment 1 South Area Babcock Ranch Community Legal
5		Description
6	Exhibit A-3	Utility Easement Babcock Ranch Community Legal Description
7	Exhibit B-1	Babcock Ranch Community Map H Increment 1 Master
8		Development Plan
9	Exhibit B-2	Babcock Ranch Community Map H-1 Increment 1 South Area
10		Master Development Plan
11	Exhibit B-3	Babcock Ranch Community Map H-2 Increment 1 Utility
12		Easement Area Master Development Plan
13	Exhibit B-4	Babcock Ranch Community Map H-3 Increment 1 North Area
14		Master Development Plan
15	Exhibit B-5	Babcock Ranch Community Map H-4 Increment 1 Master
16		Development Plan Fixed and Variable Development Criteria
17	Exhibit C	Babcock Ranch Community Increment 1 Equivalency Matrix
18	Exhibit D	Updated Summary of Land Dedications and Facilities Construction
19	Exhibit E	Babcock Ranch Community Increment 1 Parameters
20	Exhibit F	Increment 1 Master Drainage Plan
21		
22	Exhibit G	Increment 1 Master Internal Circulation Plan
23		
24	Exhibit H1	Increment 1 South Area Primary Greenway Map and Trails Plan
25		
26	Exhibit H2	Increment 1 North Area Primary Greenway Map and Trails Plan
27		
28	Exhibit I	Increment 1 Primary Utility Corridor Map
29		
30	Exhibit J	Increment 1, Phase 1, Future (2014) Traffic Conditions with 22%
31		(Daily) Internal Capture Directional Peak Hour, Peak Season
32		
33	Exhibit K	Increment 1, Phase 1, Future (2014) Traffic Conditions with
34		Project Proportionate Share Calculation
35		

1 Exhibit L Babcock Ranch Community DRI Increment 1-Phase 1 Developers  
2 Binding Commitment Letter to Florida Department of  
3 Transportation dated December 14, 2009



**LEGAL DESCRIPTION:**

BEING A PARCEL OF LAND LYING OVER A PORTION OF SECTIONS 29, 31, AND 32, TOWNSHIP 41 SOUTH, RANGE 26 EAST, CHARLOTTE COUNTY, FLORIDA; SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID SECTION 31; PROCEED NORTH 00°48'42" WEST, ALONG THE WEST LINE OF SAID SECTION 31, A DISTANCE OF 2975.54 FEET TO A POINT ON THE WESTERLY EXTENSION OF THE NORTH LINE OF THAT CERTAIN "LESS & EXCEPT PARCEL" AS DESCRIBED IN OFFICIAL RECORDS BOOK 3011, PAGE 2078, PUBLIC RECORDS OF CHARLOTTE COUNTY, FLORIDA; THENCE NORTH 89°11'17" EAST, DEPARTING SAID WEST LINE, AND ALONG SAID WESTERLY EXTENSION, A DISTANCE OF 349.99 FEET TO THE NORTHWEST CORNER OF SAID "LESS & EXCEPT PARCEL"; THENCE CONTINUE NORTH 89°11'17" EAST, ALONG THE NORTH LINE OF SAID "LESS & EXCEPT PARCEL", A DISTANCE OF 3,349.91 FEET TO THE POINT OF BEGINNING; THENCE CONTINUE NORTH 89°11'17" EAST, ALONG THE NORTH LINE OF SAID "LESS & EXCEPT PARCEL", A DISTANCE OF 2,311.08 FEET TO A POINT ON THE WEST LINE OF SAID "LESS & EXCEPT PARCEL"; THENCE NORTH 00°00'03" WEST, DEPARTING SAID NORTH LINE, AND ALONG SAID WEST LINE, A DISTANCE OF 2,799.32 FEET TO A POINT ON THE NORTH LINE OF SAID "LESS & EXCEPT PARCEL"; THENCE NORTH 89°59'57" EAST, DEPARTING SAID WEST LINE, AND ALONG SAID NORTH LINE, A DISTANCE OF 2,166.96 FEET; THENCE SOUTH 00°00'03" EAST, DEPARTING SAID NORTH LINE, A DISTANCE OF 5,764.83 FEET TO A POINT ON THE NORTH LINE OF THAT CERTAIN 100-FOOT WIDE ACCESS EASEMENT AS DESCRIBED IN OFFICIAL RECORDS BOOK 3011, PAGE 2046, PUBLIC RECORDS OF CHARLOTTE COUNTY, FLORIDA; THENCE NORTH 89°51'41" WEST, ALONG SAID NORTH EASEMENT LINE, A DISTANCE OF 3,037.25 FEET; THENCE NORTH 89°35'41" WEST, CONTINUING ALONG SAID NORTH EASEMENT LINE, A DISTANCE OF 1,440.60 FEET; THENCE NORTH 00°00'03" WEST, DEPARTING SAID NORTH EASEMENT LINE, A DISTANCE OF 2,915.19 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINING 442.56 ACRES, MORE OR LESS.

**SURVEYOR'S NOTES:**

THE BEARINGS AND DISTANCES SHOWN ON THIS SKETCH AND DESCRIPTION ARE "GRID" AND BASED ON THE FLORIDA STATE PLANE COORDINATE SYSTEM, TRANSVERSE MERCATOR PROJECTION, FLORIDA WEST ZONE, NORTH AMERICAN DATUM OF 1983/2007 ADJUSTMENT.

**BEARING BASE:**

THE WEST LINE OF SECTION 31, TOWNSHIP 41 SOUTH, RANGE 26 EAST, IS TAKEN TO BEAR NORTH 00°48'42" WEST, AND ALL OTHER BEARINGS SHOWN HEREON, ARE RELATIVE THERETO.

**LEGEND:**

O.R.B. = OFFICIAL RECORDS BOOK

 = SECTION CORNER

**THIS IS NOT A SURVEY**

Date: 12/1/2009 - 9:27 AM  
Plotted by: Knobloch, Clint  
Layout Name: SHEET 1  
Drawing Name: P:\60100834\Survey\Boundary\60100834LGL01.dwg

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**SURVEYOR AND MAPPER'S SIGNATURE**

1. UNLESS IT BEARS THE SIGNATURE AND ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER, THIS MAP/REPORT IS FOR INFORMATIONAL PURPOSES ONLY AND IS NOT VALID.  
2. NO SEARCH OF THE PUBLIC RECORDS HAS BEEN MADE BY THIS OFFICE.

CLINTON H. KNOBLOCH, PROFESSIONAL SURVEYOR & MAPPER  
STATE OF FLORIDA NO. 5053

**PROJECT NAME:**

SKETCH AND DESCRIPTION FOR:  
INCREMENT 1 - NORTH PARCEL

**BOYLE ENGINEERING**

3550 S.W. Corporate Parkway  
Palm City, Florida 34990  
T 772.286.3883 F 772.286.3925  
BPR & FBPE License No's: 2005 & LB 7622  
www.boyle.aecom.com

BOYLE AECOM

Scale: N/A

Sheet 1 OF 2

Computed: CHK

Checked: CHK

**REVISIONS:**

Field Book: N/A

Date 11/23/09

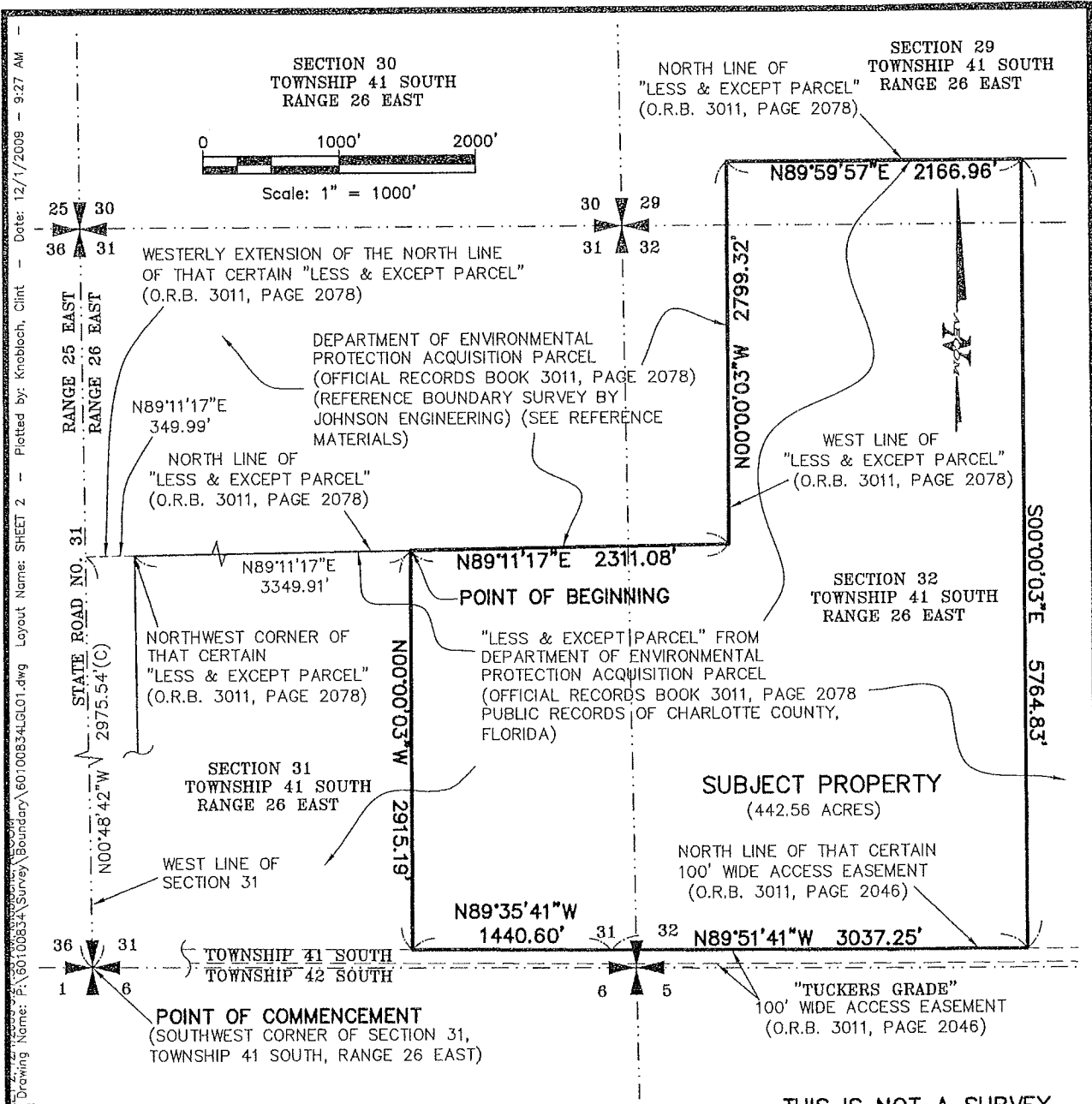
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FILE NO. 60100834LGL01

Field: N/A

Project No. 60100834

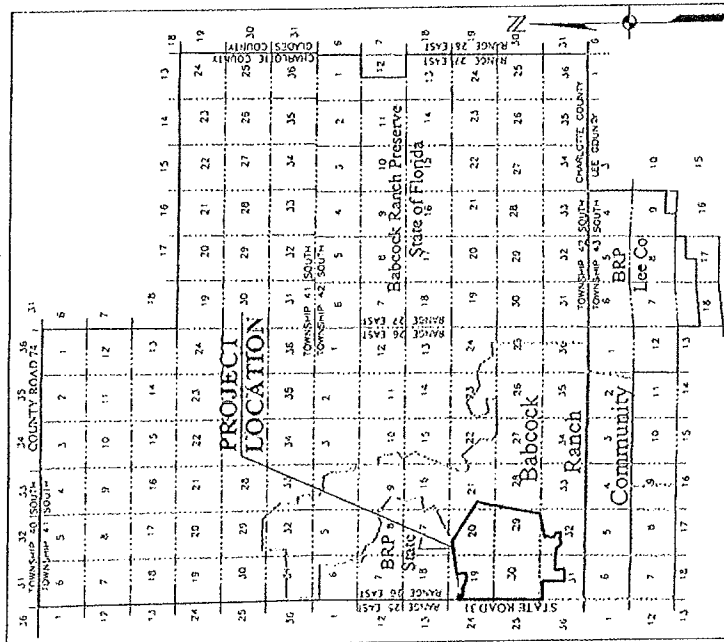
EXHIBIT A-1, Page 2 of 2



<p>BOYLE ENGINEERING 3550 S.W. Corporate Parkway Palm City, Florida 34990 T 772.286.3883 F 772.286.3925 BPR &amp; FBPE License No's: 2005 &amp; LB 7622 www.boyle.aecom.com</p>		<p>BOYLE   AECOM</p>		<p>Scale: 1"=1000'</p>		<p>REVISIONS:</p>	
		<p>Sheet 2 OF 2</p>	<p>Field Book: N/A</p>	<p>Page: N/A</p>	<p>Field: N/A</p>		
<p>Computed: CHK</p>		<p>Date 11/23/09</p>	<p>FILE NO. 60100834LGL01</p>	<p>Project No. 60100834</p>			
<p>Checked: CHK</p>							

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 Layout Name: SHEET 2  
 Plotted by: Knebloch, Clint  
 Date: 12/1/2009 - 9:27 AM  
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**INCREMENT 1 SOUTH AREA  
BABCOCK RANCH COMMUNITY**  
SECTIONS 19, 20, 21, 28, 29, 30, 31 AND 32  
TOWNSHIP 42 SOUTH, RANGE 26 EAST  
CHARLOTTE COUNTY, FLORIDA



LOCATION MAP

- NOTES:**
1. BEARINGS, DISTANCES AND AREAS ARE BASED ON GRID VALUES.
  2. BEARING REFERENCE: STATE PLANE COORDINATES, FLORIDA WEST ZONE, NAD 83(99) WHEREIN WEST LINE OF THE NORTHWEST QUARTER (NW-1/4) OF SECTION 31, TOWNSHIP 42 SOUTH, RANGE 26 EAST BEARS SOUTH 00° 36' 48" WEST.
  3. THIS SKETCH DOES NOT MAKE ANY REPRESENTATION AS TO ZONING OR DEVELOPMENT RESTRICTIONS ON THE SUBJECT PARCEL.
  4. POC = POINT OF COMMENCEMENT.
  5. POB = POINT OF BEGINNING.
  6. DESC. = DESCRIPTION.
  7. BRP = BABCOCK RANCH PRESERVE
  8. PARCEL CONTAINS 2.583.52 ACRES MORE OR LESS.
  9. DESCRIPTION ATTACHED.

THIS IS NOT A SURVEY

*Michael W. Norman*  
MICHAEL W. NORMAN (FOR THE FIRM LB-6+2)  
PROFESSIONAL SURVEYOR AND MAPPER  
FLORIDA CERTIFICATE NO 4500

DATE SIGNED: AUG 25 2009

NOT VALID WITHOUT THE SIGNATURE AND THE ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER.

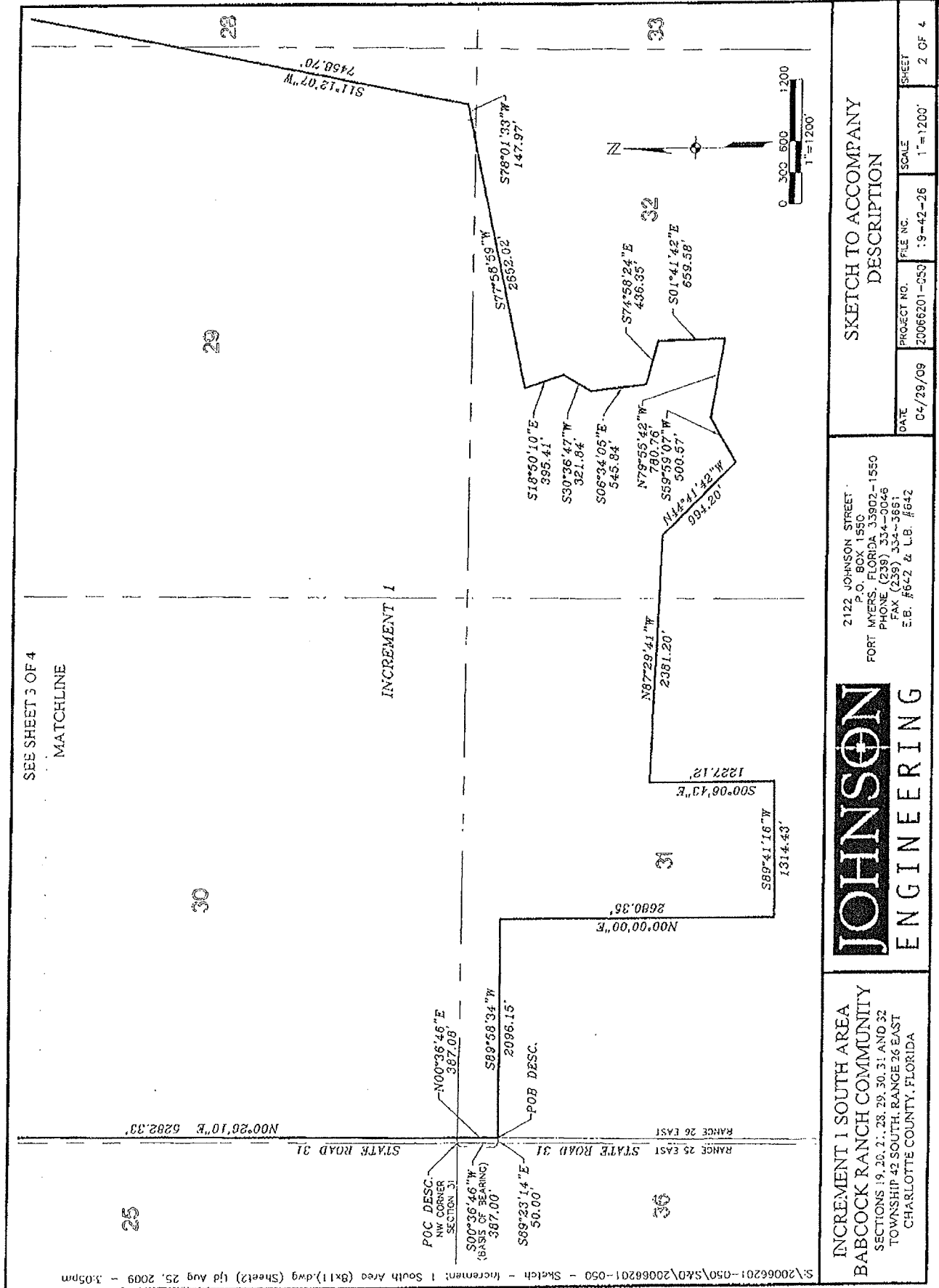
SKETCH TO ACCOMPANY  
DESCRIPTION

2122 JOHNSON STREET  
P.O. BOX 1550  
FORT MYERS, FLORIDA 33902-1550  
PHONE (239) 334-0046  
FAX (239) 334-1881  
E.B. #8-2 & L.B. #6-2



INCREMENT 1 SOUTH AREA  
BABCOCK RANCH COMMUNITY  
SECTIONS 19, 20, 21, 28, 29, 30, 31 AND 32  
TOWNSHIP 42 SOUTH, RANGE 26 EAST  
CHARLOTTE COUNTY, FLORIDA

DATE	04/29/09	PROJECT NO.	20066201-050	FILE NO.	19-42-26	SCALE	AS SHOWN	SHEET	1 OF 4
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INCREMENT 1 SOUTH AREA  
 BABCOCK RANCH COMMUNITY  
 SECTIONS 19, 20, 21, 28, 29, 30, 31 AND 32  
 TOWNSHIP 42 SOUTH, RANGE 26 EAST  
 CHARLOTTE COUNTY, FLORIDA

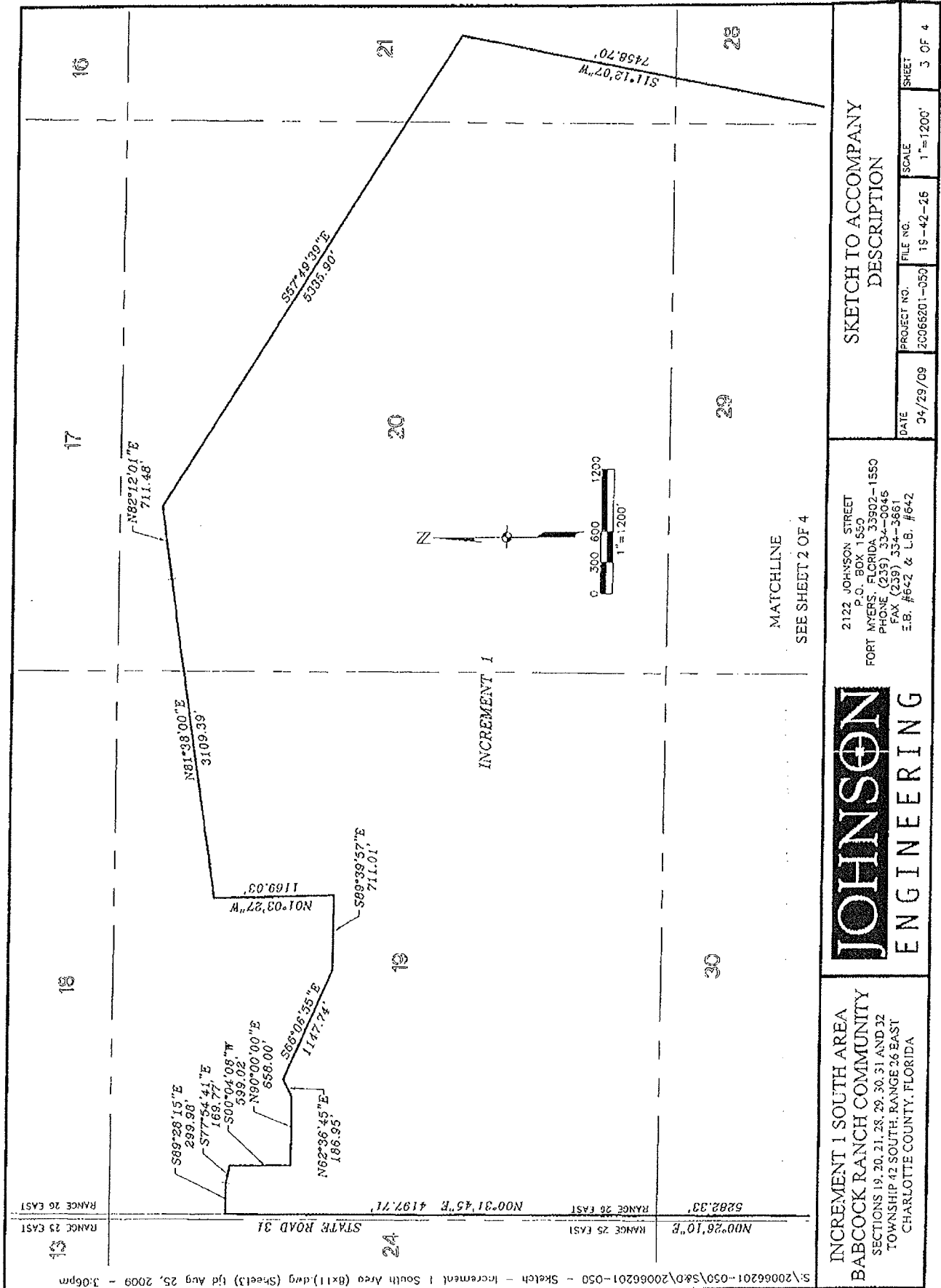
**JOHNSON**  
 ENGINEERING

2122 JOHNSON STREET  
 P.O. BOX 1550  
 FORT MYERS, FLORIDA 33902-1550  
 PHONE (239) 334-0046  
 FAX (239) 334-3661  
 E.B. #642 & L.B. #642

SKETCH TO ACCOMPANY  
 DESCRIPTION

DATE	PROJECT NO.	FILE NO.	SCALE	SHEET
04/29/09	20066201-050	: 9-42-26	1"=1200'	2 OF 4

S:\20066201-050\S&D\20066201-050 - Sketch - Increment: 1 South Area (8x1).dwg (Sheet) lfd Aug 25, 2009 - 3:05pm



S:\20066201-050\SKETCH\Increment 1 South Area (8x11).dwg (Sheet3) fjd Aug 25, 2009 - 3:06pm

**INCREMENT 1 SOUTH AREA**  
**BABCOCK RANCH COMMUNITY**  
 SECTIONS 19, 20, 21, 28, 29, 30, 31 AND 32  
 TOWNSHIP 26 NORTH, RANGE 26 EAST  
 CHARLOTTE COUNTY, FLORIDA

**JOHNSON**  
**ENGINEERING**

2122 JOHNSON STREET  
 P.O. BOX 1550  
 FORT MYERS, FLORIDA 33902-1550  
 PHONE (239) 334-0045  
 FAX (239) 334-3661  
 E.B. #642 & L.B. #642

**SKETCH TO ACCOMPANY**  
**DESCRIPTION**

DATE	PROJECT NO.	FILE NO.	SCALE	SHEET
04/29/09	20066201-050	19-42-26	1"=1200'	3 OF 4

DESCRIPTION

INCREMENT 1 SOUTH AREA  
 BABCOCK RANCH COMMUNITY  
 SECTIONS 19, 20, 21, 28, 29, 30, 31 AND 32  
 TOWNSHIP 42 SOUTH, RANGE 26 EAST  
 CHARLOTTE COUNTY, FLORIDA

A PARCEL OF LAND LYING IN SECTIONS 19, 20, 21, 28, 29, 30, 31 AND 32, TOWNSHIP 42 SOUTH, RANGE 26 EAST, CHARLOTTE COUNTY, FLORIDA, WHICH TRACT OR PARCEL IS DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF SAID SECTION 31 RUN SOUTH 00°36'46" WEST ALONG THE WEST LINE OF NORTHWEST QUARTER (NW-1/4) OF SAID SECTION 31 FOR 387.00 FEET; THENCE RUN SOUTH 89°23'14" EAST DEPARTING SAID LINE FOR 50.00 FEET TO AN INTERSECTION WITH THE EASTERLY RIGHT-OF-WAY LINE OF STATE ROAD 31 AND THE POINT OF BEGINNING.

FROM SAID POINT OF BEGINNING RUN THE FOLLOWING THREE (3) BEARINGS AND DISTANCES ALONG SAID RIGHT-OF-WAY LINE: NORTH 00°36'46" EAST FOR 387.08 FEET; NORTH 00°26'10" EAST FOR 5,282.33 FEET; NORTH 00°31'45" EAST FOR 4,197.71 FEET; THENCE RUN SOUTH 89°28'15" EAST DEPARTING SAID RIGHT-OF-WAY LINE FOR 299.98 FEET; THENCE RUN SOUTH 77°54'41" EAST FOR 169.77 FEET; THENCE RUN SOUTH 00°04'08" WEST FOR 599.02 FEET; THENCE RUN NORTH 90°00'00" EAST FOR 656.00 FEET; THENCE RUN NORTH 62°36'45" EAST FOR 186.95 FEET; THENCE RUN SOUTH 66°06'55" EAST FOR 1,147.74 FEET; THENCE RUN SOUTH 89°39'57" EAST FOR 711.01 FEET; THENCE RUN NORTH 01°03'27" WEST FOR 1,169.03 FEET; THENCE RUN NORTH 81°38'00" EAST FOR 3,109.39 FEET; THENCE RUN NORTH 82°12'01" EAST FOR 711.48 FEET; THENCE RUN SOUTH 57°49'39" EAST FOR 5,335.90 FEET; THENCE RUN SOUTH 11°12'07" WEST FOR 7,458.70 FEET; THENCE RUN SOUTH 78°01'33" WEST FOR 147.97 FEET; THENCE RUN SOUTH 77°58'59" WEST FOR 2,652.02 FEET; THENCE RUN SOUTH 18°50'10" EAST FOR 395.41 FEET; THENCE RUN SOUTH 30°36'47" WEST FOR 321.84 FEET; THENCE RUN SOUTH 06°34'05" EAST FOR 545.84 FEET; THENCE RUN SOUTH 74°58'24" EAST FOR 436.35 FEET; THENCE RUN SOUTH 01°41'42" EAST FOR 659.58 FEET; THENCE RUN NORTH 79°55'42" WEST FOR 780.76 FEET; THENCE RUN SOUTH 89°59'07" WEST FOR 500.57 FEET; THENCE RUN NORTH 44°41'42" WEST FOR 994.20 FEET; THENCE RUN NORTH 87°29'41" WEST FOR 2,381.20 FEET; THENCE RUN SOUTH 00°06'43" EAST FOR 1,227.12 FEET; THENCE RUN SOUTH 89°41'16" WEST FOR 1,314.43 FEET; THENCE RUN NORTH 00°00'00" EAST FOR 2,680.35 FEET; THENCE RUN SOUTH 89°58'34" WEST FOR 2,096.15 FEET TO THE POINT OF BEGINNING.  
 PARCEL CONTAINS 2,583.52 ACRES, MORE OR LESS.

BEARINGS, DISTANCES AND AREAS ARE BASED ON GRID VALUES. BEARING REFERENCE: STATE PLANE COORDINATES, FLORIDA WEST ZONE, NAD 83 (99) WHEREIN THE WEST LINE OF THE NORTHWEST QUARTER (NW-1/4) OF SECTION 31, TOWNSHIP 42 SOUTH, RANGE 26 EAST BEARS SOUTH 00°36'46" WEST.

INCREMENT 1 SOUTH AREA  
 BABCOCK RANCH COMMUNITY  
 SECTIONS 19, 20, 21, 28, 29, 30, 31 AND 32  
 TOWNSHIP 42 SOUTH, RANGE 26 EAST  
 CHARLOTTE COUNTY, FLORIDA



2122 JOHNSON STREET  
 P.O. BOX 1550  
 FORT MYERS, FLORIDA 33902-1550  
 PHONE (239) 334-0045  
 FAX (239) 334-3661  
 E.E. #642 & L.S. #642

DESCRIPTION

DATE	04/29/09	PROJECT NO.	20066201-050	SCALE		SHEET	4 OF 4
		FILE NO.	19-42-26				

**UTILITY EASEMENT**  
**BABCOCK RANCH COMMUNITY**  
**CHARLOTTE COUNTY, FLORIDA**

**LEGAL DESCRIPTION**

A STRIP OF LAND 50.00 FEET WIDE FOR A UTILITY EASEMENT, LYING IN SECTIONS 9, 10, 15, 16, 17, 19, AND 20, TOWNSHIP 42 SOUTH, RANGE 26 EAST, CHARLOTTE COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHWEST CORNER OF SAID SECTION 19, THENCE RUN N00°31'45"E ALONG THE WEST LINE OF SAID SECTION 19 FOR A DISTANCE OF 3565.42 FEET, THENCE DEPARTING FROM SAID WEST LINE RUN S89°28'15"E FOR A DISTANCE OF 521.48 FEET TO THE INTERSECTION OF THE SUBJECT 50.00 FOOT WIDE UTILITY EASEMENT AND THE POINT OF BEGINNING;  
 THENCE RUN N00°04'08"E FOR A DISTANCE OF 397.98 FEET; THENCE RUN N81°43'48"E FOR A DISTANCE OF 5726.50 FEET; THENCE RUN S07°53'13"E FOR A DISTANCE OF 10.07 FEET; THENCE RUN N81°38'00"E FOR A DISTANCE OF 652.98 FEET; THENCE RUN N62°44'52"E FOR A DISTANCE OF 4677.58 FEET; THENCE RUN N28°10'55"W FOR A DISTANCE OF 1284.13 FEET; THENCE RUN N69°50'20"E FOR A DISTANCE OF 1051.27 FEET; THENCE RUN S43°36'34"E FOR A DISTANCE OF 444.54 FEET; THENCE RUN N70°03'37"E FOR A DISTANCE OF 233.54 FEET; THENCE RUN N06°35'10"E FOR A DISTANCE OF 173.24 FEET; THENCE RUN N71°59'01"E FOR A DISTANCE OF 125.04 FEET; THENCE RUN N12°51'59"W FOR A DISTANCE OF 1654.72 FEET; THENCE RUN N81°12'25"E FOR A DISTANCE OF 4859.66 FEET; THENCE RUN N15°14'20"W FOR A DISTANCE OF 607.80 FEET; THENCE RUN N74°45'40"E FOR A DISTANCE OF 790.10 FEET; THENCE RUN N13°36'57"W FOR A DISTANCE OF 1136.53 FEET; THENCE RUN N76°23'03"E FOR A DISTANCE OF 50.00 FEET; THENCE RUN S13°36'57"E FOR A DISTANCE OF 1338.67 FEET; THENCE RUN S76°23'03"W FOR A DISTANCE OF 50.00 FEET; THENCE RUN N13°36'57"W FOR A DISTANCE OF 152.12 FEET; THENCE RUN S74°45'40"W FOR A DISTANCE OF 738.68 FEET; THENCE RUN S15°14'20"E FOR A DISTANCE OF 800.94 FEET; THENCE RUN S19°32'05"E FOR A DISTANCE OF 1024.45 FEET; THENCE RUN S05°04'56"W FOR A DISTANCE OF 84.80 FEET; THENCE RUN N84°55'04"W FOR A DISTANCE OF 50.00 FEET; THENCE RUN N05°04'56"E FOR A DISTANCE OF 73.89 FEET; THENCE RUN N19°32'05"W FOR A DISTANCE OF 1015.42 FEET; THENCE RUN N15°14'20"W FOR A DISTANCE OF 194.71 FEET; THENCE RUN S81°12'25"W FOR A DISTANCE OF 4811.62 FEET; THENCE RUN S12°51'59"E FOR A DISTANCE OF 1646.73 FEET; THENCE RUN S71°59'01"W FOR A DISTANCE OF 138.64 FEET; THENCE RUN S06°35'10"W FOR A DISTANCE OF 172.07 FEET; THENCE RUN S70°03'37"W FOR A DISTANCE OF 297.14 FEET; THENCE RUN N43°36'34"W FOR A DISTANCE OF 444.40 FEET; THENCE RUN S69°50'20"W FOR A DISTANCE OF 960.92 FEET; THENCE RUN S28°10'55"E FOR A DISTANCE OF 1277.40 FEET; THENCE RUN S62°44'52"W FOR A DISTANCE OF 4736.72 FEET; THENCE RUN S81°38'00"W FOR A DISTANCE OF 661.29 FEET;  
 (CONTINUE DESCRIPTION ON SHEET 2 OF 10)

\* THIS IS NOT A SURVEY \*

P:\survey\projects\07918.00 BABCOCK RANCH\BABCOCK.dwg\ACAD-FINAL\_LEGALWM.dwg, 1/16/2009 9:01:18 AM, \ITS01\Civil 8x11



5621 Banner Drive  
 Fort Myers, Florida 33912  
 239.278.1992 • FAX 239.278.0922  
 E-MAIL: info@tkwonline.com  
 Engineering Certification # 5762  
 Survey LB # 734

DRAWN BY: KC	JOB NO.:07918.00	SHEET 1 OF 10
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**LEGAL DESCRIPTION**

**50' WIDE UTILITY EASEMENT**  
**BABCOCK RANCH COMMUNITY**  
 SECTIONS 9,10,15,16,17,19,& 20, TOWNSHIP 42 SOUTH,  
 RANGE 26 EAST, CHARLOTTE COUNTY, FLORIDA

DATE: DECEMBER 2008

DRAWING: LEGALWM

UTILITY EASEMENT  
**BABCOCK RANCH COMMUNITY**  
**CHARLOTTE COUNTY, FLORIDA**

LEGAL DESCRIPTION

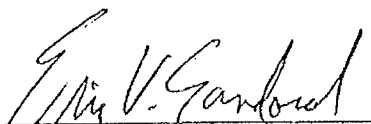
(CONTINUED DESCRIPTION FROM SHEET 1 OF 10)

THENCE RUN N07°53'13"W FOR A DISTANCE OF 10.07 FEET; THENCE RUN S81°43'48"W FOR A DISTANCE OF 5683.38 FEET; THENCE RUN S00°04'08"W FOR A DISTANCE OF 304.72 FEET; THENCE RUN N90°00'00"E FOR A DISTANCE OF 595.76 FEET; THENCE RUN N62°36'45"E FOR A DISTANCE OF 47.75 FEET; THENCE RUN S27°32'49"E FOR A DISTANCE OF 182.46 FEET; THENCE RUN S21°45'34"E FOR A DISTANCE OF 37.94 FEET; THENCE RUN S48°25'41"W FOR A DISTANCE OF 53.15 FEET; THENCE RUN N21°45'34"W FOR A DISTANCE OF 53.43 FEET; THENCE RUN N27°32'49"W FOR A DISTANCE OF 130.07 FEET; THENCE RUN S62°36'45"W FOR A DISTANCE OF 10.07 FEET; THENCE RUN S90°00'00"W FOR A DISTANCE OF 658.00 FEET TO THE POINT OF BEGINNING;

CONTAINING 1,304,710 SQUARE FEET OR 29.95 ACRES, MORE OR LESS.

NOTES:

- 1.) BEARINGS SHOWN HEREON ARE BASED ON THE WEST LINE OF SECTION 19, TOWNSHIP 42 SOUTH, RANGE 26 EAST, CHARLOTTE COUNTY, FLORIDA, WHICH BEARS NORTH 00°31'45" EAST.
- 2.) SUBJECT TO EASEMENTS, RESERVATIONS AND/OR RESTRICTIONS OF RECORD.
- 3.) DIMENSIONS SHOWN HEREON ARE IN FEET AND DECIMALS THEREOF.



1-16-09  
 DATE SIGNED:

SIGNATURE  
 ERIC V. SANDOVAL (FOR THE FIRM - LB-734)  
 PROFESSIONAL SURVEYOR AND MAPPER  
 FLORIDA CERTIFICATE NO. 5223

NOT VALID WITHOUT THE SIGNATURE AND THE ORIGINAL RAISED SEAL OF A  
 FLORIDA LICENSED SURVEYOR AND MAPPER.

\* THIS IS NOT A SURVEY \*



5621 Banner Drive  
 Fort Myers, Florida 33912  
 239.278.1992 • FAX 239.278.0922  
 E-MAIL: info@tkwonline.com  
 Engineering Certification # 5762  
 Survey LB # 734

DRAWN BY: KC	JOB NO.: 07918.00	SHEET 2 OF 10
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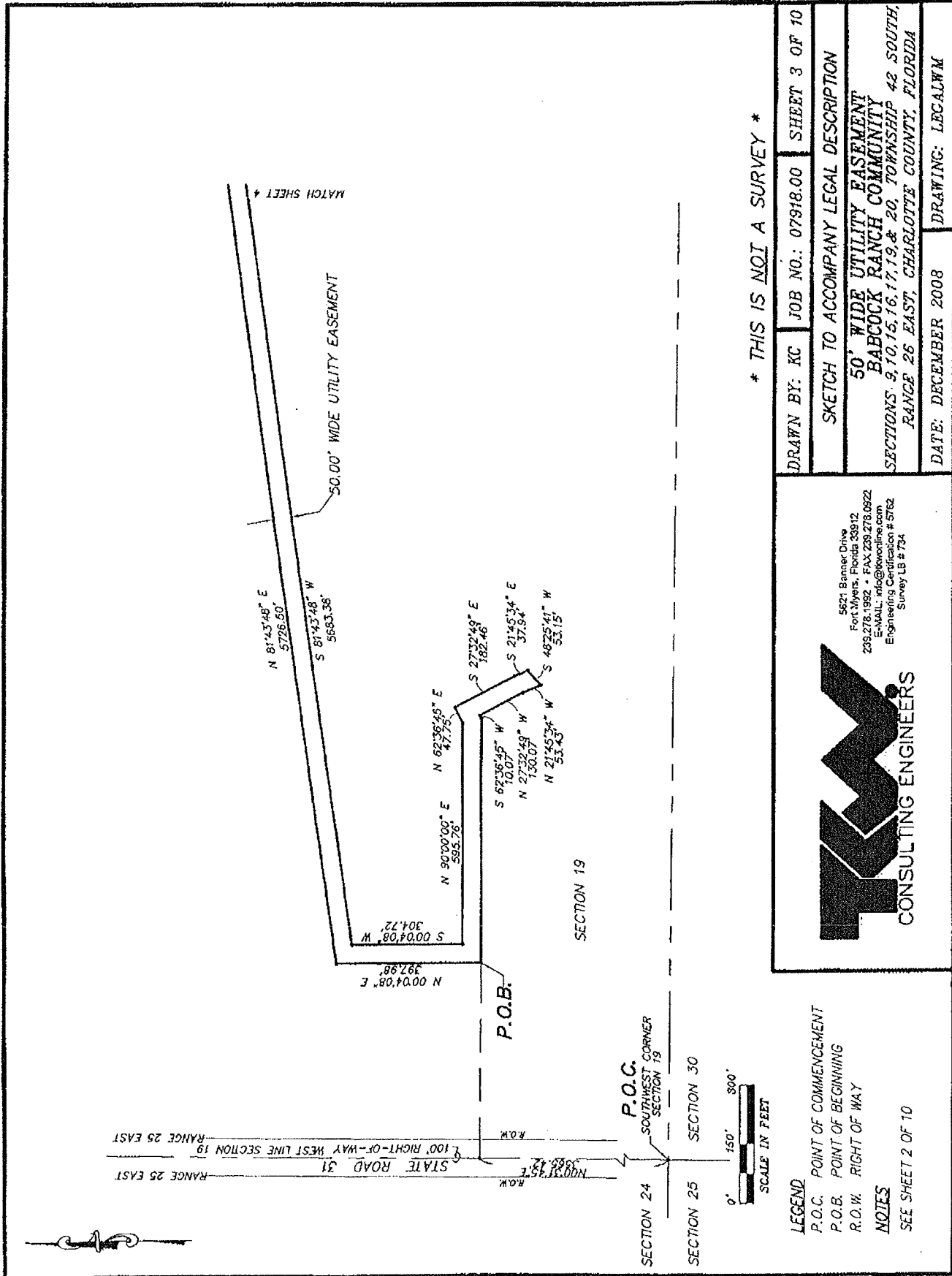
LEGAL DESCRIPTION

**50' WIDE UTILITY EASEMENT**  
**BABCOCK RANCH COMMUNITY**  
 SECTIONS 9, 10, 15, 16, 17, 19, & 20, TOWNSHIP 42 SOUTH,  
 RANGE 26 EAST, CHARLOTTE COUNTY, FLORIDA

DATE: DECEMBER 2008	DRAWING: LEGALWM
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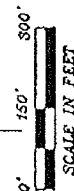
\* THIS IS NOT A SURVEY \*

DRAWN BY: KC	JOB NO.: 07918.00	SHEET 3 OF 10
SKETCH TO ACCOMPANY LEGAL DESCRIPTION		
50' WIDE UTILITY EASEMENT BABCOCK RANCH COMMUNITY SECTIONS 9, 10, 15, 16, 17, 19, & 20, TOWNSHIP 42 SOUTH, RANGE 26 EAST, CHARLOTTE COUNTY, FLORIDA		
DATE: DECEMBER 2008		DRAWING: LEGALDW



5621 Banner Drive  
Fort Myers, Florida 33912  
239.278.1992 • FAX 239.278.0992  
E-MAIL: info@trmengineers.com  
Engineering Certification # 5762  
Survey LB # 734

**LEGEND**  
P.O.C. POINT OF COMMENCEMENT  
P.O.B. POINT OF BEGINNING  
R.O.W. RIGHT OF WAY  
**NOTES**  
SEE SHEET 2 OF 10



SECTION 24  
P.O.C. SOUTHWEST CORNER SECTION 19  
SECTION 25  
SECTION 30  
SECTION 31

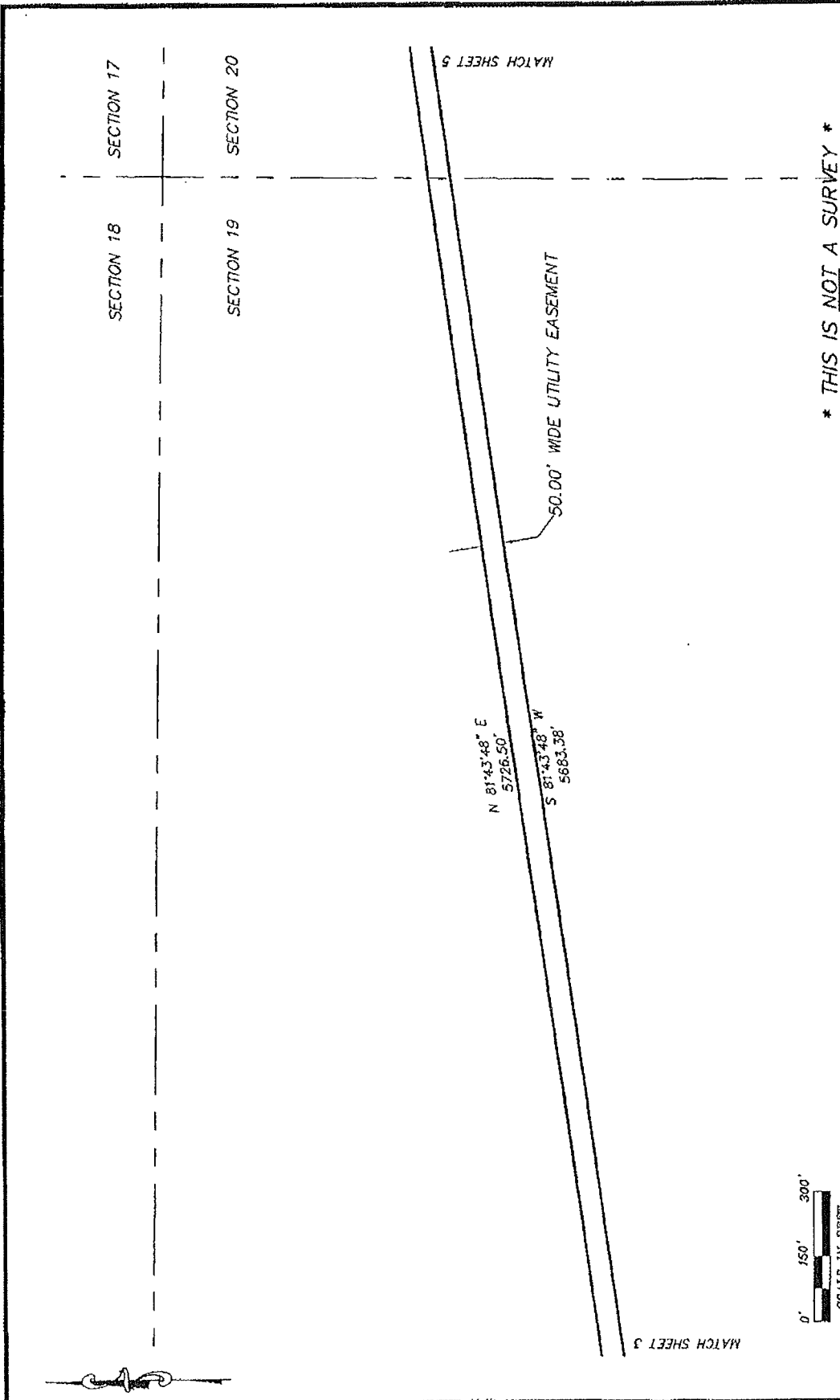
RANGE 25 EAST  
STATE ROAD 31  
RANGE 25 EAST

P.O.B.

SECTION 19

50.00' WIDE UTILITY EASEMENT

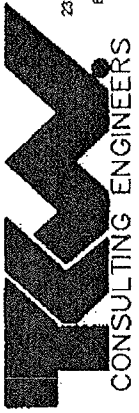
MATCH SHEET 4



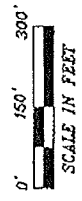
\* THIS IS NOT A SURVEY \*

DRAWN BY: KC	JOB NO.: 07918.00	SHEET 4 OF 10
SKETCH TO ACCOMPANY LEGAL DESCRIPTION		
50' WIDE UTILITY EASEMENT BABCOCK RANCH COMMUNITY SECTIONS 9, 10, 15, 16, 17, 19, & 20, TOWNSHIP 42 SOUTH, RANGE 26 EAST, CHARLOTTE COUNTY, FLORIDA		
DATE: DECEMBER 2008		DRAWING: LEGAL/LWM

5621 Banner Drive  
Fort Myers, Florida 33912  
239.278.1992 • FAX 239.278.0922  
E-MAIL: info@lkwonline.com  
Engineering Certification # 5762  
Survey LB # 734



**LKW**  
CONSULTING ENGINEERS

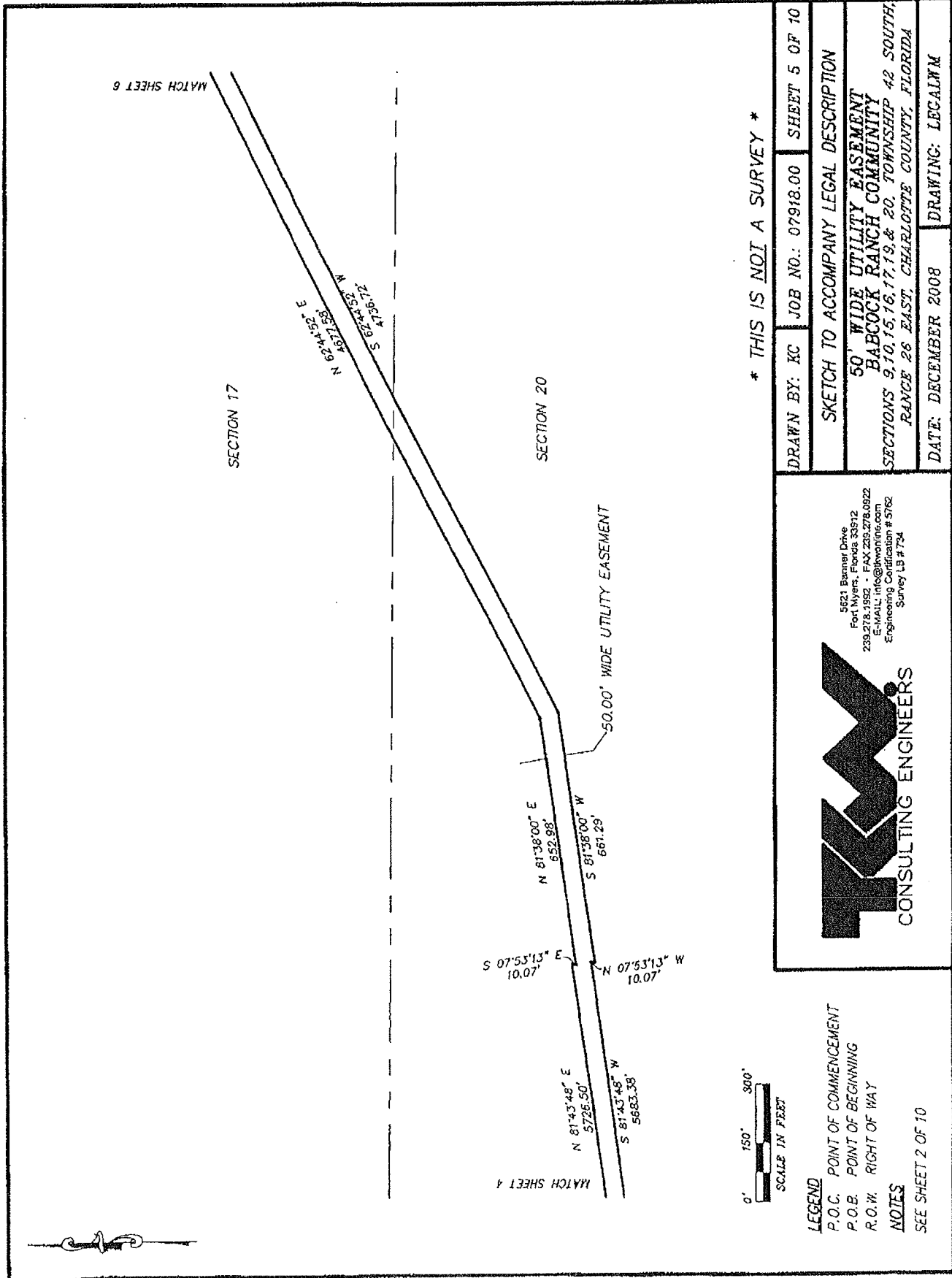


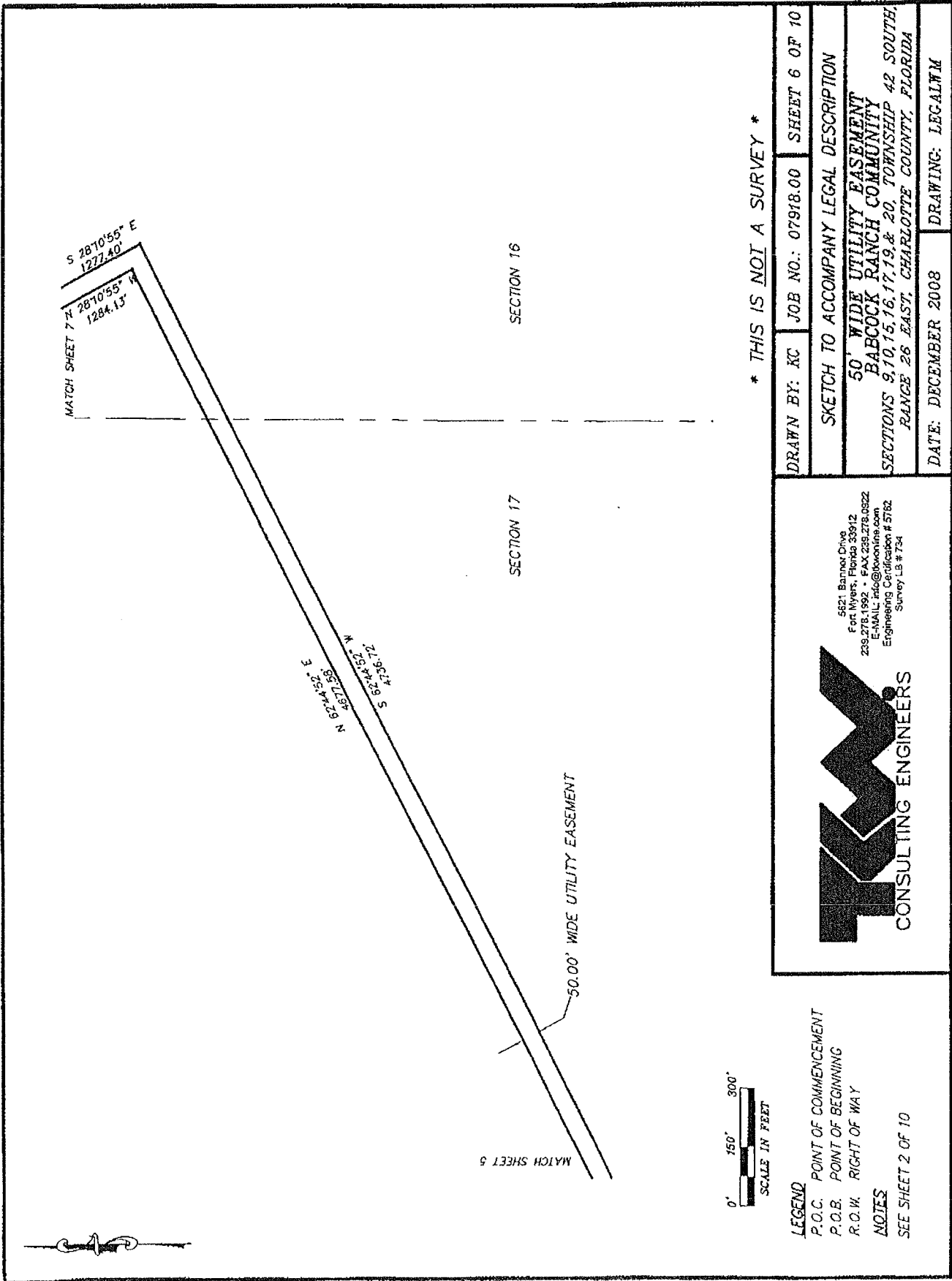
**LEGEND**  
P.O.C. POINT OF COMMENCEMENT  
P.O.B. POINT OF BEGINNING  
R.O.W. RIGHT OF WAY  
**NOTES**  
SEE SHEET 2 OF 10



MATCH SHEET 3

MATCH SHEET 5





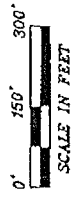
\* THIS IS NOT A SURVEY \*

DRAWN BY: KC	JOB NO.: 07978.00	SHEET 6 OF 10
SKETCH TO ACCOMPANY LEGAL DESCRIPTION		
50' WIDE UTILITY EASEMENT		
BABCOCK RANCH COMMUNITY		
SECTIONS 9, 10, 15, 16, 17, 19, & 20, TOWNSHIP 42 SOUTH,		
RANGE 26 EAST, CHARLOTTE COUNTY, FLORIDA		
DATE: DECEMBER 2008	DRAWING: LEGAL/M	

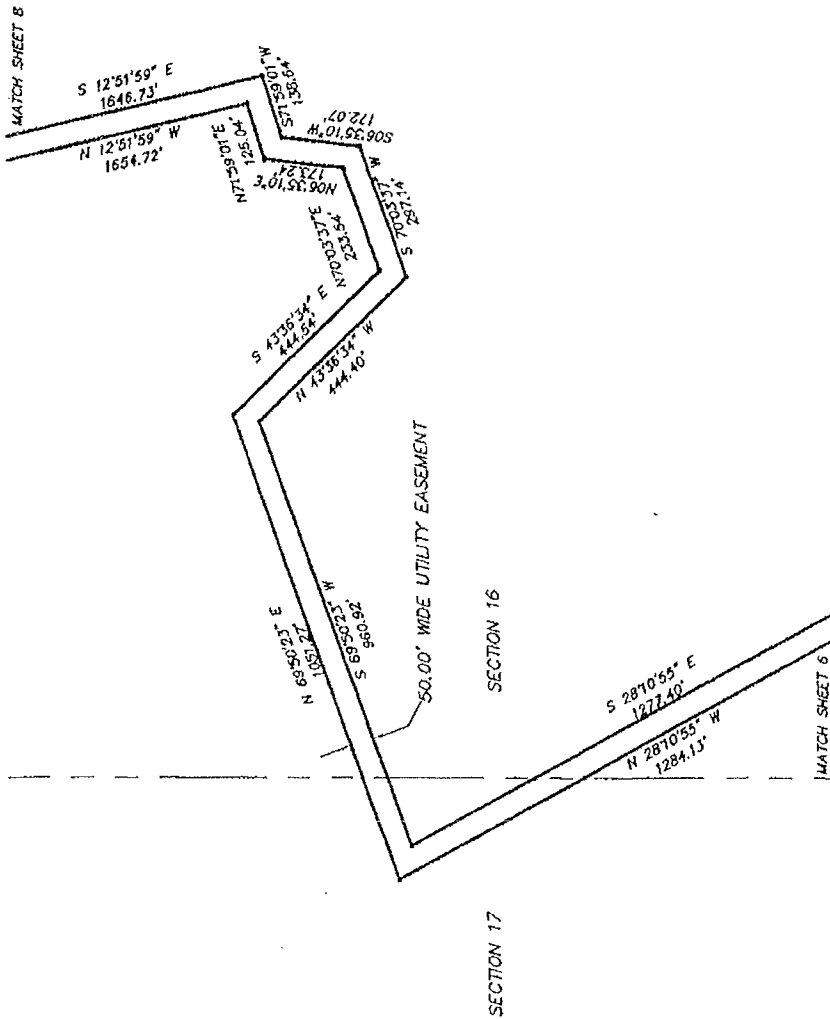
5621 Bannock Drive  
 Fort Myers, Florida 33912  
 239.278.1992 • FAX 239.278.0522  
 E-MAIL: info@tmmengineers.com  
 Engineering Certification # 5752  
 Survey LB # 734

**TMM**  
 CONSULTING ENGINEERS

**LEGEND**  
 P.O.C. POINT OF COMMENCEMENT  
 P.O.B. POINT OF BEGINNING  
 R.O.W. RIGHT OF WAY  
**NOTES**  
 SEE SHEET 2 OF 10



*Handwritten signature/initials*

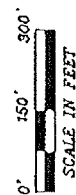


\* THIS IS NOT A SURVEY \*

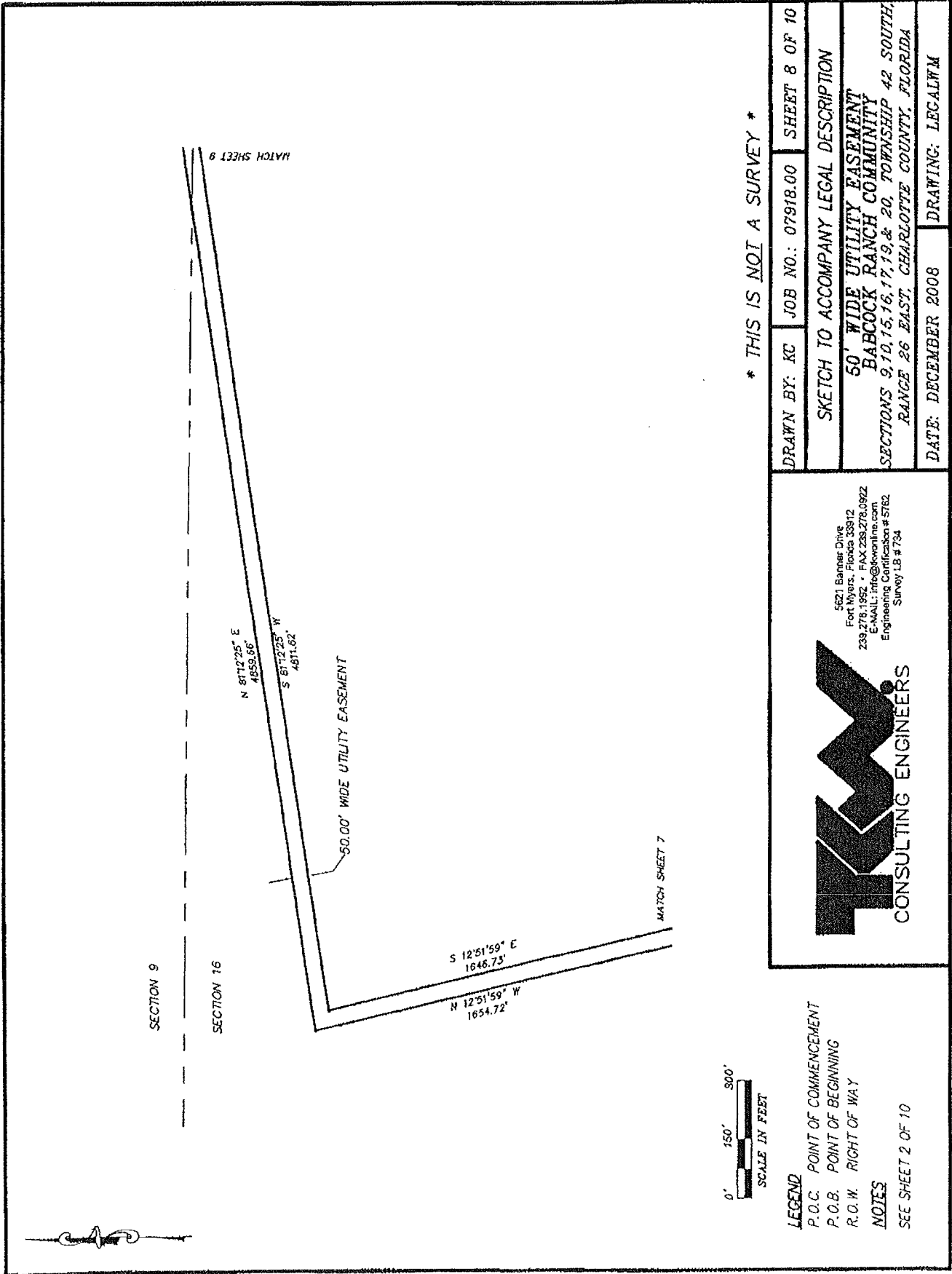
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SKETCH TO ACCOMPANY LEGAL DESCRIPTION		
<b>50' WIDE UTILITY EASEMENT</b> <b>BABCOCK RANCH COMMUNITY</b> SECTIONS 9, 10, 15, 16, 17, 19, & 20, TOWNSHIP 42 SOUTH, RANGE 26 EAST, CHARLOTTE COUNTY, FLORIDA		
DATE: DECEMBER 2008		DRAWING: LEGALWM



5621 Banner Drive  
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 E-MAIL: info@trmengineers.com  
 Engineering Certification # 5752  
 Survey LB # 734



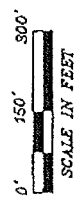
- LEGEND**
- P.O.C. POINT OF COMMENCEMENT
  - P.O.B. POINT OF BEGINNING
  - R.O.W. RIGHT OF WAY
- NOTES**
- SEE SHEET 2 OF 10



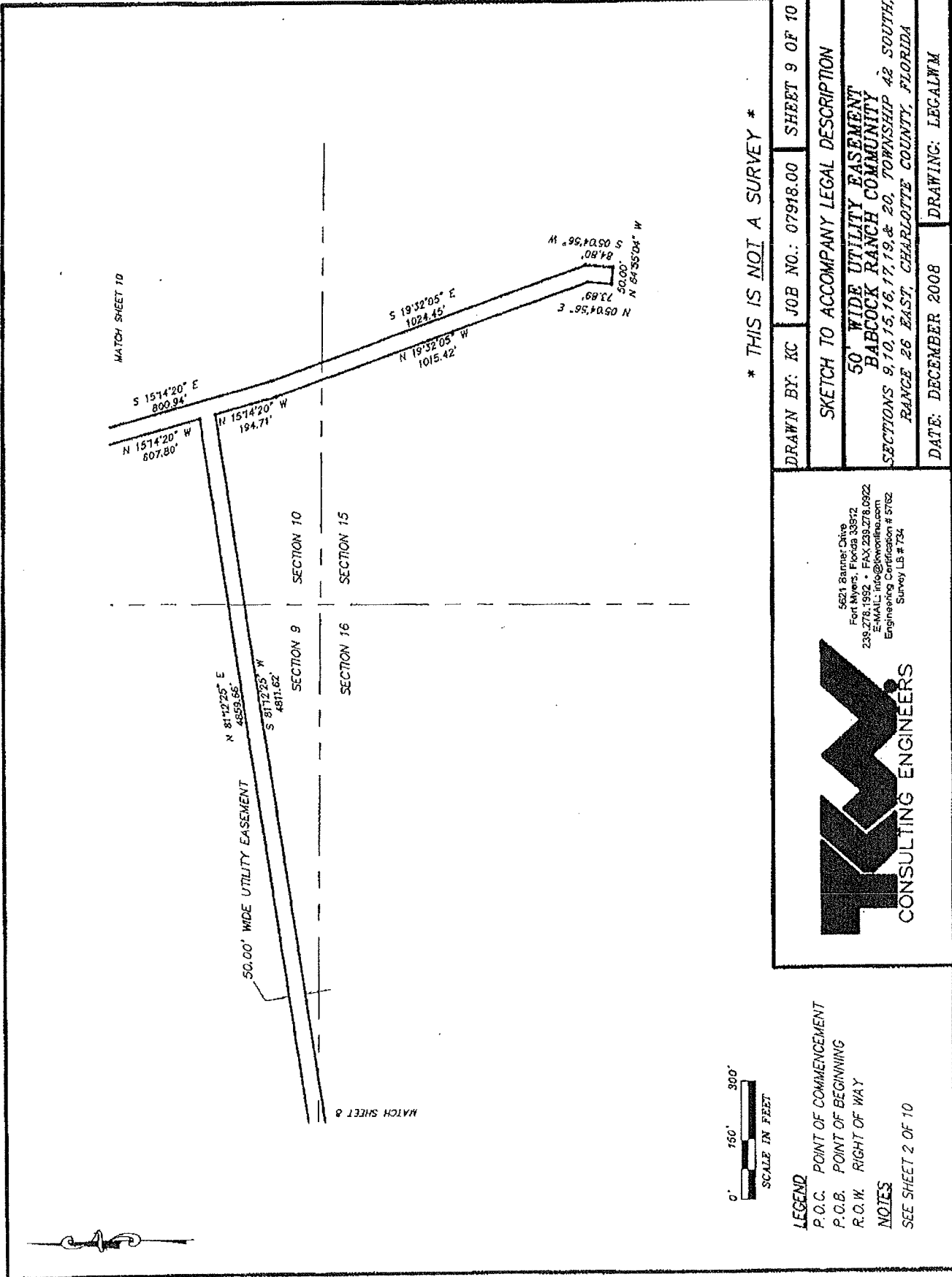
\* THIS IS NOT A SURVEY \*

DRAWN BY: KC	JOB NO.: 07918.00	SHEET 8 OF 10
SKETCH TO ACCOMPANY LEGAL DESCRIPTION		
60' WIDE UTILITY EASEMENT BARCOCK RANCH COMMUNITY SECTIONS 9, 10, 15, 16, 17, 19, & 20, TOWNSHIP 42 SOUTH, RANGE 26 EAST, CHARLOTTE COUNTY, FLORIDA		
DATE: DECEMBER 2008		DRAWING: LEGAL/FM

5621 Banner Drive  
Fort Myers, Florida 33912  
239.276.1952 • FAX 239.276.0922  
E-MAIL: info@revonline.com  
Engineering Certification # 5762  
Survey License # 734



- LEGEND**  
P.O.C. POINT OF COMMENCEMENT  
P.O.B. POINT OF BEGINNING  
R.O.W. RIGHT OF WAY
- NOTES**  
SEE SHEET 2 OF 10



\* THIS IS NOT A SURVEY \*

DRAWN BY: KC	JOB NO.: 07918.00	SHEET 9 OF 10
SKETCH TO ACCOMPANY LEGAL DESCRIPTION		
50' WIDE UTILITY EASEMENT BABCOCK RANCH COMMUNITY SECTIONS 9, 10, 15, 16, 17, 19, & 20, TOWNSHIP 42 SOUTH, RANGE 26 EAST, CHARLOTTE COUNTY, FLORIDA		
DATE: DECEMBER 2008	DRAWING: LEGAL/M	

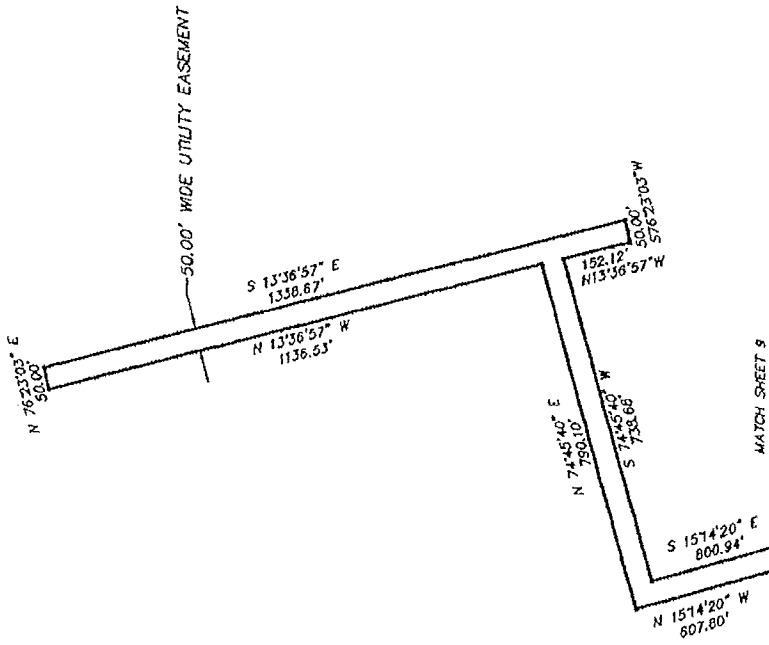


**LEGEND**

P.O.C. POINT OF COMMENCEMENT  
P.O.B. POINT OF BEGINNING  
R.O.W. RIGHT OF WAY

**NOTES**

SEE SHEET 2 OF 10



\* THIS IS NOT A SURVEY \*

DRAWN BY: KC JOB NO.: 07918.00 SHEET 10 OF 10

SKETCH TO ACCOMPANY LEGAL DESCRIPTION

**50' WIDE UTILITY EASEMENT**  
**BABCOCK RANCH COMMUNITY**  
 SECTIONS 9, 10, 15, 16, 17, 19, & 20, TOWNSHIP 42 SOUTH,  
 RANGE 26 EAST, CHARLOTTE COUNTY, FLORIDA

DATE: DECEMBER 2008 DRAWING: LEGALWM

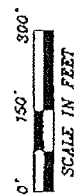
5621 Banner Drive  
 Fort Myers, Florida 33912  
 239.278.1992 • FAX 239.278.0922  
 E-MAIL: info@kwonline.com  
 Engineering Certification # 5762  
 Survey LB # 734



SECTION 10

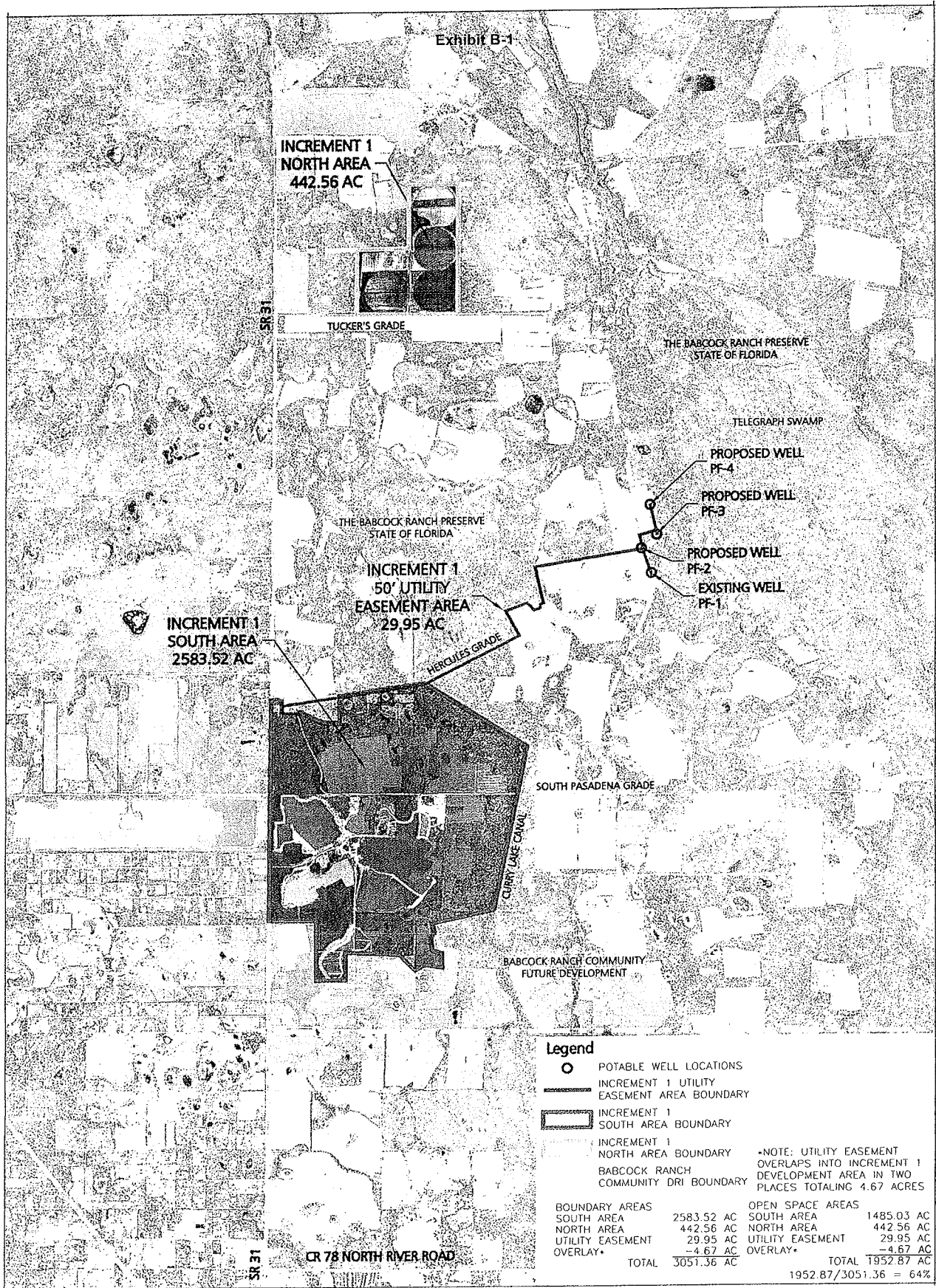
SECTION 9

MATCH SHEET 9



- LEGEND**  
 P.O.C. POINT OF COMMENCEMENT  
 P.O.B. POINT OF BEGINNING  
 R.O.W. RIGHT OF WAY  
**NOTES**  
 SEE SHEET 2 OF 10





# BABCOCK RANCH COMMUNITY MAP H INCREMENT 1 MASTER DEVELOPMENT PLAN











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BABCOCK RANCH  
COMMUNITY  
DRI BOUNDARY

WESTERNMOST 300' OF THIS  
AREA WILL ULTIMATELY BE PART  
OF THE SR 31 EXPANSION

SR 31


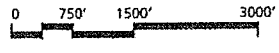
**LEGEND**

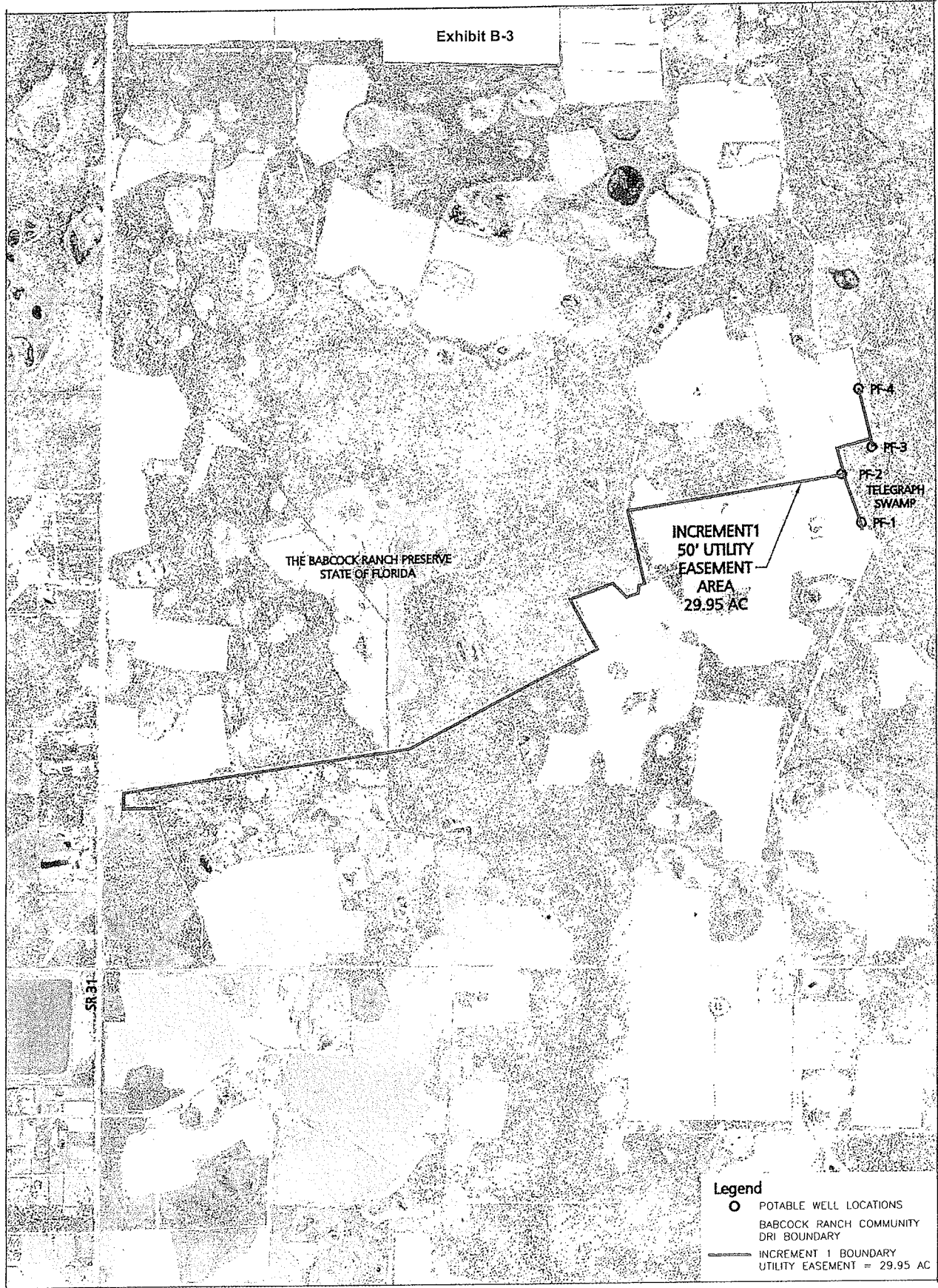
-  ACTIVE GREENWAY = 351.94
-  OBSERVATION GREENWAY = 308.89 AC
- OPEN SPACE = 354.31 AC
-  LAKE = 469.89 AC
- NEIGHBORHOOD MIXED RESIDENTIAL = 368.14 AC
-  HIGHER DENSITY RESIDENTIAL = 50.29 AC
-  VILLAGE CENTER MIXED USE = 65.31 AC  
(RETAIL, GENERAL OFFICE, MEDICAL OFFICE, RESIDENTIAL, CIVIC)
-  TOWN CENTER MIXED USE = 454.47 AC  
(RETAIL, GENERAL OFFICE, MEDICAL OFFICE, INDUSTRIAL, RESIDENTIAL, CIVIC, HOTEL)
-  POTENTIAL HOTEL SITE
- C** POTENTIAL CHURCH SITE
- S** POTENTIAL SCHOOL SITE
- P** POTENTIAL PARK SITES
- UTILITY = 70.22 AC
-  INTERNAL ROADWAY CIRCULATION SYSTEM = 90.06 AC
-  PARCEL ACCESS
-  MULTI MODAL TRAIL
- TOTAL SOUTH AREA = 2583.52 AC

INCREMENT 1		VILLAGE III	TOWN CTR	TOTAL
SINGLE FAMILY DETACHED	D.U.	1,100	400	1,500
SINGLE FAMILY ATTACHED/ TOWNHOUSE/MULTI FAMILY	D.U.	750	250	1,000
HOTEL	ROOM		100	100
ELEMENTARY SCHOOL	AC	20		20
RETAIL	SF	26,000	100,000	126,000
GENERAL OFFICE	SF	25,000	225,000	250,000
MEDICAL OFFICE	SF	10,000	40,000	50,000
GOVERNMENT/CIVIC	SF	5,000	10,000	15,000
CHURCH	SF	7,500		7,500
INDUSTRIAL/R&D	SF		90,000	90,000

# BABCOCK RANCH COMMUNITY

## MAP H-1 INCREMENT 1 SOUTH AREA MASTER DEVELOPMENT PLAN

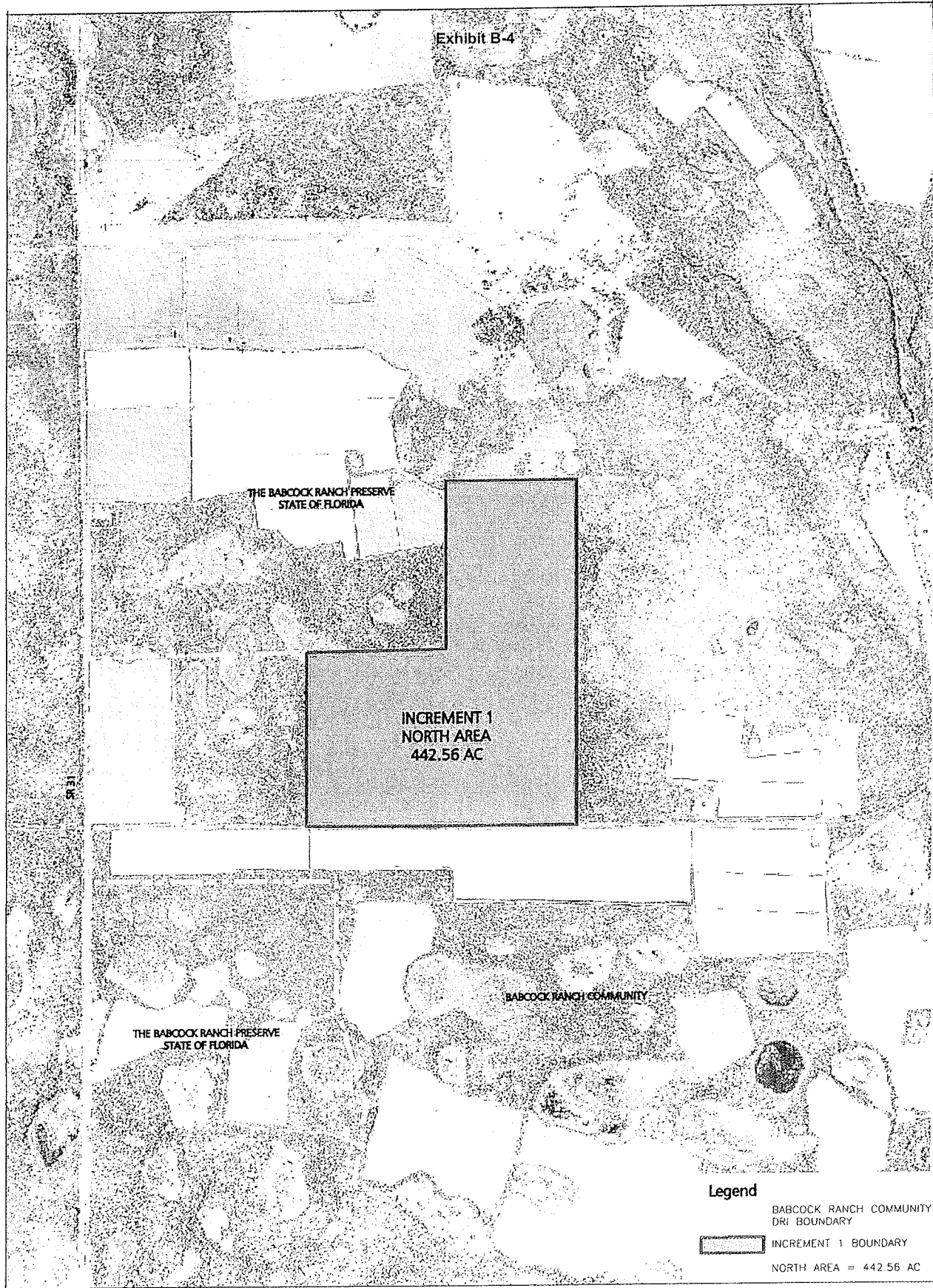


OCTOBER 2009
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# BABCOCK RANCH COMMUNITY

## MAP H-2 INCREMENT 1 UTILITY EASEMENT AREA MASTER DEVELOPMENT PLAN

Exhibit B-4



# BABCOCK RANCH COMMUNITY

## MAP H-3 INCREMENT 1 NORTH AREA MASTER DEVELOPMENT PLAN



0 750' 1500' 3000'

OCTOBER 2009

**WilsonMiller**



## Exhibit B-5

### FIXED AND VARIABLE DEVELOPMENT CRITERIA FOR BABCOCK RANCH COMMUNITY INCREMENT 1

#### FIXED DEVELOPMENT CRITERIA

1. THE ALLOCATION OF DWELLING UNITS AND SQUARE FOOTAGE IDENTIFIED ON THE LAND USE TABLE ON THE MAP H SERIES MAY BE MODIFIED CONSISTENT WITH THE EQUIVALENCY MATRIX. ANCILLARY FACILITIES INCLUDED IN INCREMENT 1 SUCH AS SCHOOLS, PLACES OF WORSHIP, UTILITY INFRASTRUCTURE AND PARK SITES AND BUILDINGS WILL NOT BE ATTRIBUTED TO OTHER DEVELOPMENT COMPONENTS AND WILL NOT REQUIRE USE OF THE EQUIVALENCY MATRIX.
2. AGRICULTURAL USES, UTILITY INFRASTRUCTURE, RENEWABLE ENERGY SYSTEMS, AND FACILITIES, SHALL BE PERMITTED THROUGHOUT THE INCREMENT 1 AND WILL NOT BE ATTRIBUTED TO OTHER DEVELOPMENT PROGRAM AND WILL NOT BE SUBJECT TO THE EQUIVALENCY MATRIX.
3. ALL DEVELOPMENT OF THE SUBJECT PROPERTY, AS IT RELATES TO THE DEFINED DEVELOPMENT FORMS, DESIGN STANDARDS AND PROVISIONS AND USES COMMON TO THE DISTRICT, SHALL BE IN CONFORMANCE WITH THE BABCOCK RANCH OVERLAY ZONING DISTRICT (ORDINANCE NO. 2006-058), AS MAY BE AMENDED.
4. OPEN SPACE SHALL BE TABULATED AND UPDATED AS A RESULT OF FINAL PERMITTING FOR THE PURPOSE OF MONITORING THE MINIMUM OF 35% OPEN SPACE REQUIRED OVERALL FOR THE BABCOCK RANCH COMMUNITY. OPEN SPACE/GREENWAY AREAS SUBJECT TO CONSERVATION EASEMENTS IDENTIFIED IN THIS INCREMENT SHALL BE RECORDED IN THE PUBLIC RECORDS FOLLOWING FINAL PERMITTING.

#### VARIABLE DEVELOPMENT CRITERIA

1. THE FOLLOWING ITEMS WILL BE REFINED DURING DETAILED SITE PLANNING AND PERMITTING:
  - a. FINAL CONFIGURATIONS OF DEVELOPMENT PODS, INCLUDING POTENTIAL RELOCATION AND RECONFIGURATION OF NEIGHBORHOOD MIXED RESIDENTIAL AND HIGHER DENSITY RESIDENTIAL AREAS.
  - b. FINAL ACREAGES OF ALL PROPOSED USES.
  - c. NATIVE HABITAT PRESERVATION, ALTERATION, ENHANCEMENT, MITIGATION, AND CONSERVATION ACREAGES MAY BE MODIFIED BASED ON FINAL LAND PLANNING, STORMWATER LAKE DESIGN, OTHER ENGINEERING REQUIREMENTS AND FINAL PERMITTING. MITIGATION MAY OCCUR OUTSIDE THE BOUNDARIES OF THE INCREMENT SUBJECT TO FINAL PERMITTING APPROVALS.
  - d. STORMWATER MANAGEMENT FACILITIES MAY OCCUR OUTSIDE THE BOUNDARIES OF THE INCREMENT SUBJECT TO FINAL ENGINEERING AND PERMITTING.
  - e. THE FINAL LOCATION, SIZE AND ALLOCATION OF CIVIC FACILITIES (I.E. INTERNAL PARKS, SCHOOLS, CHURCHES, EMERGENCY SERVICES BUILDINGS, ETC.).
  - f. THE INTERNAL ROAD ALIGNMENTS AND CIRCULATION (LOCAL ROADS WITHIN DEVELOPMENT PODS WILL BE PROVIDED AS PART OF FINAL SITE PLANNING AND PERMITTING).
  - g. THE CONFIGURATION AND DETAIL ASSOCIATED WITH THE AGRICULTURE AREAS AND RENEWABLE ENERGY SYSTEMS AND FACILITIES.
  - h. THE FINAL LOCATION, ALLOCATION, ALIGNMENT AND USE OF THE MULTI-MODAL TRAIL SYSTEM AND THE EXACT LOCATIONS AND FUTURE INTERCONNECTIONS OF THE MULTI-MODAL TRAIL SYSTEM WITH THE NEIGHBORHOOD TRAIL/PATHS/SIDEWALK SYSTEM.
  - i. THE LOCATION OF VEHICULAR ACCESS POINTS, INCLUDING EXISTING TEMPORARY ENTRY WAYS, TO EXTERNAL PUBLIC ROADWAYS.
  - j. THE LIMITED TRANSPORTATION, PEDESTRIAN, AND UTILITY CORRIDOR BETWEEN HAMLET 1 AND NORTH BABCOCK AREA.
2. THE EXISTING PERMITTED OR APPROVED MINING OPERATIONS WILL BE ALLOWED TO CONTINUE.
3. FURTHER ADJUSTMENTS TO THE BOUNDARIES OF DEVELOPMENT PODS FOR SPECIFIC LAND-USE CLASSIFICATIONS MAY OCCUR AS A RESULT OF FINAL LAND PLANNING AND PERMITTING. SPECIFIC USES TO SUPPORT DEVELOPMENT SUCH AS PARKING, STORMWATER LAKES, PARKS OR OTHER SPACE, MAY BE IDENTIFIED AND REFINED THROUGH SUBSEQUENT PERMITTING CONSISTENT WITH LOCAL LAND DEVELOPMENT REGULATIONS.

# BABCOCK RANCH COMMUNITY MAP H-4 INCREMENT 1 MASTER DEVELOPMENT PLAN

OCTOBER 2009

**WilsonMiller**

## EXHIBIT C

**Table EM-2. Babcock Ranch Community – Increment 1 Equivalency Matrix**

Change From:	Unit	Single Family (1 d.u.)	Multi Family (1 d.u.)	Retail (1,000 s.f.)	General Office (1,000 s.f.)	Medical Office (1,000 s.f.)	Industrial (1,000 s.f.)	Hotel/Motel (1 unit)	Civic/Government (1,000 s.f.)	Church (1,000 s.f.)
Change To:										
Single Family	d.u.	NA	0.52	6.84	1.73	4.05	1.01	0.82	1.41	0.63
Multi Family	d.u.	1.93	NA	13.19	3.34	7.80	1.94	1.59	2.72	1.21
Retail	s.f.	146.11	75.81	NA	253.03	591.32	147.07	120.33	206.28	91.68
General Office	s.f.	577.45	299.59	3952.08	NA	2336.96	581.22	475.54	815.22	362.32
Medical Office	s.f.	247.09	128.20	1691.12	427.91	NA	248.71	203.49	348.84	155.04
Industrial	s.f.	993.51	515.45	6799.63	1720.52	4020.78	NA	818.18	1402.60	623.38
Hotel/Motel	unit	1.21	0.63	8.31	2.10	4.91	1.22	NA	1.71	0.76
Civic/Government	s.f.	708.33	367.50	4847.88	1226.67	2866.67	712.96	583.33	NA	444.44
Church	s.f.	1593.75	826.88	10907.74	2760.00	6450.00	1604.17	1312.50	2250.00	NA

**NOTE:**

- 1) The maximum and minimum limits of development within each category for Increment 1 shall be subject to the Substantial Deviation criteria set forth in Subsection 380.06(19), Florida Statutes.
- 2) Permanent residential units shall not exceed 2,500 units.

## EXHIBIT D

### UPDATED SUMMARY OF LAND DEDICATION & FACILITIES CONSTRUCTION REQUIRED FOR INCREMENT 1 \*1

Public Facilities Required	Aggregate Site Dedication (acre)	Shell Building Required (s.f.)	Land Dedication or Building Shell Complete	Commencement of Operations
<b>PARKS, RECREATION and CULTURAL RESOURCES</b>				
Neighborhood Parks (Village Parks)	3.0 - 20.0 *2	2500 *3	500th C/O *4	180 days from Turnover
<b>FIRE/RESCUE/LAW ENFORCEMENT</b>				
One (1) EMS Transport Vehicle *7			500th C/O	500th C/O
Interim sub-station Sheriff's trailer		*6	Will be operational by the issuance of the first residential building permit. *6	30 days from Turnover
<b>SOLID WASTE</b>				
Site #1	6.0	N/A	Prior to the issuance of the 10,000th C/O	
<b>EXTENSION SERVICES</b>				
Site #1	24.0	N/A	Prior to the issuance of the 1st C/O *8	
Mosquito Control pre-fab building (shell only).		3000 *5	Prior to the issuance of the 5,000th C/O	180 days from Turnover
Site#2	1.0	N/A	Prior to the issuance of the 5,000th C/O	
<b>SCHOOLS</b>				
Elementary School	20.0	N/A	School Board criteria for land dedication	

**Notes to Exhibit D:**

- \*1 This Exhibit D, as it relates to Increment 1, updates Exhibit D to the MDO and Exhibit D to the Development Agreement between the Board of County Commissioners of Charlotte County, Florida and MSKP, III, Inc. dated April 20, 2006 as assigned to Babcock Property Holdings, LLC in that particular Assignment, Assumption and Consent Agreement between MSKP III, Inc.; Babcock Property Holdings, LLC; and Charlotte County dated November 14, 2006.
- \*2 Acreage to be finalized at time of site planning and coordination with the County Parks, Recreation & Cultural Resources Department.
- \*3 Neighborhood parks (village park) to include a pavilion and restrooms.
- \*4 Must be completed and turned over prior to the 500th C/O within Village III.
- \*5 Pre-fab building to include two offices, two bays for vehicle and equipment and chemical storage. This facility shall be ADA compliant and shall include all required utilities, parking and landscaping.
- \*6 A interim sheriff's sub-station office trailer (24'W x 60' overall length) will be located next to the existing fire station site located on SR 31. The interim trailer will connect to the utilities that service the existing fire station. The trailer will be fully operational by the issuance of the first residential building permit and will be terminated upon the opening of the combined fire/Sheriff's facility.
- \*7 Specifications for one (1) Horton EMS transport vehicle were submitted as Exhibit 25-A-1 of the AIDA for Increment 1.
- \*8 Primitive camp site development may occur on Site #1 without being included in an increment.

**General Notes:**

- 1) All dedications, public facility shell completion, and construction required under this schedule shall be completed and turned over based on a dwelling unit C/O use threshold required above.

## EXHIBIT E

### Increment 1 Parameters by Phase

LAND USE	AMOUNT/SIZE	Phase I	Phase II
Residential	2,500 units	1000 units	1,500 units
Retail	126,000 square feet	50,000 square feet	76,000 square feet
General Office	250,000 square feet	150,000 square feet	100,000 square feet
Medical Office	50,000 square feet	0 square feet	50,000 square feet
Industrial	90,000 square feet	0 square feet	90,000 square feet
Hotel/Motel	100 rooms	0 rooms	100 rooms
Civic/Government/Church	22,500 square feet	5,000 square feet	17,500 square feet

### Increment 1 Parameters by Development Area

LAND USE	AMOUNT/SIZE	VILLAGE III	TOWN CENTER
Residential	2,500 units	1850 units	650 units
Retail	126,000 square feet	26,000 square feet	100,000 square feet
General Office	250,000 square feet	25,000 square feet	225,000 square feet
Medical Office	50,000 square feet	10,000 square feet	40,000 square feet
Industrial	90,000 square feet	0 square feet	90,000 square feet
Hotel/Motel	100 rooms	0 rooms	100 rooms
Civic/Government/Church	22,500 square feet	12,500 square feet	10,000 square feet

NOTE:

- 1) Utilities, agriculture, ecotourism, and mining uses are permitted throughout Increment 1.
- 2) Increment 1 Parameters by Phase in this Exhibit E can be adjusted and interchanged between Phase I and Phase II in accordance with the equivalency matrix set forth in Exhibit C hereto, subject to the external vehicle trip limitations set forth in Section 4 of this Incremental Development Order.



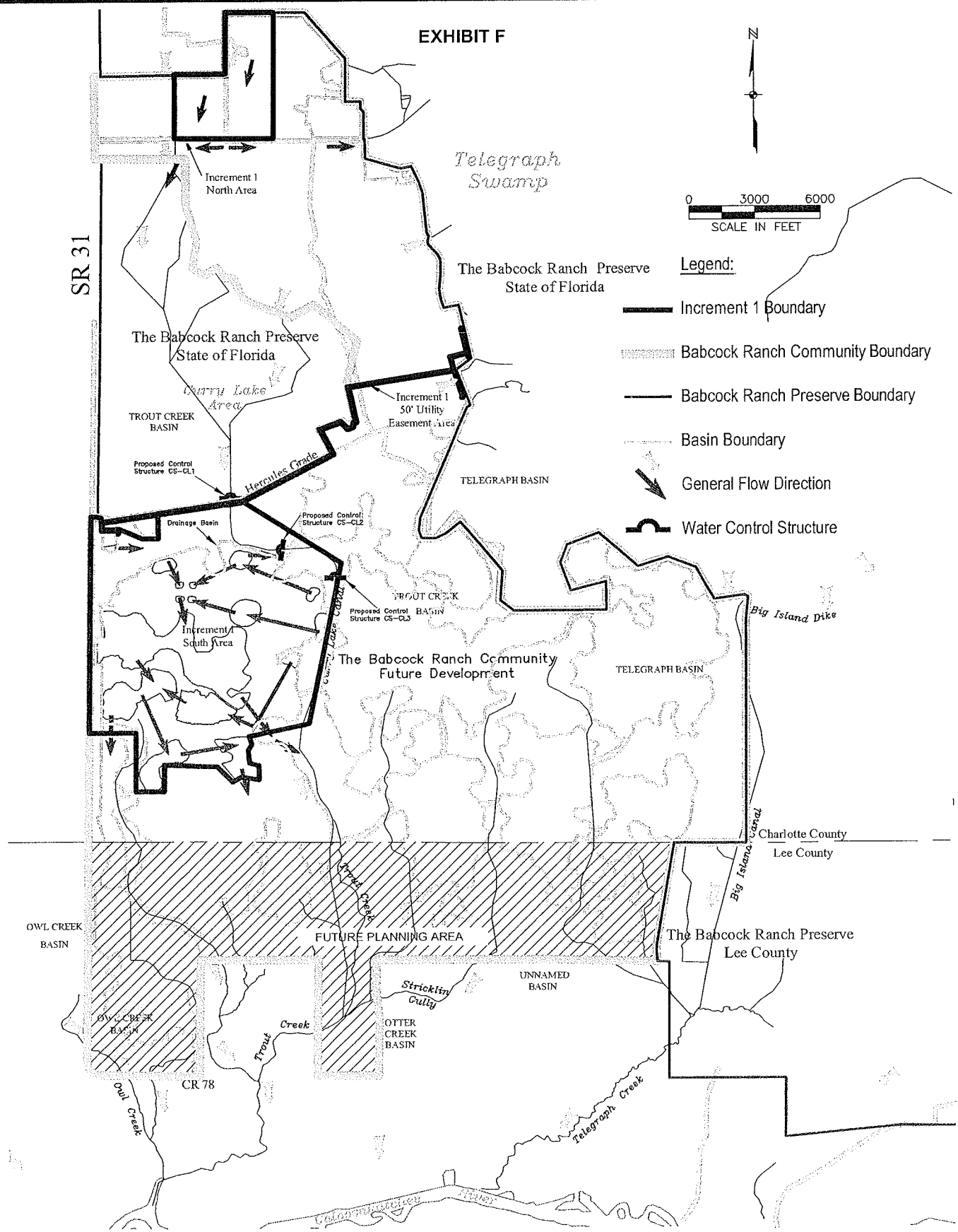
EXHIBIT F



Legend:

- Increment 1 Boundary
- Babcock Ranch Community Boundary
- Babcock Ranch Preserve Boundary
- Basin Boundary
- General Flow Direction
- Water Control Structure

SR 31



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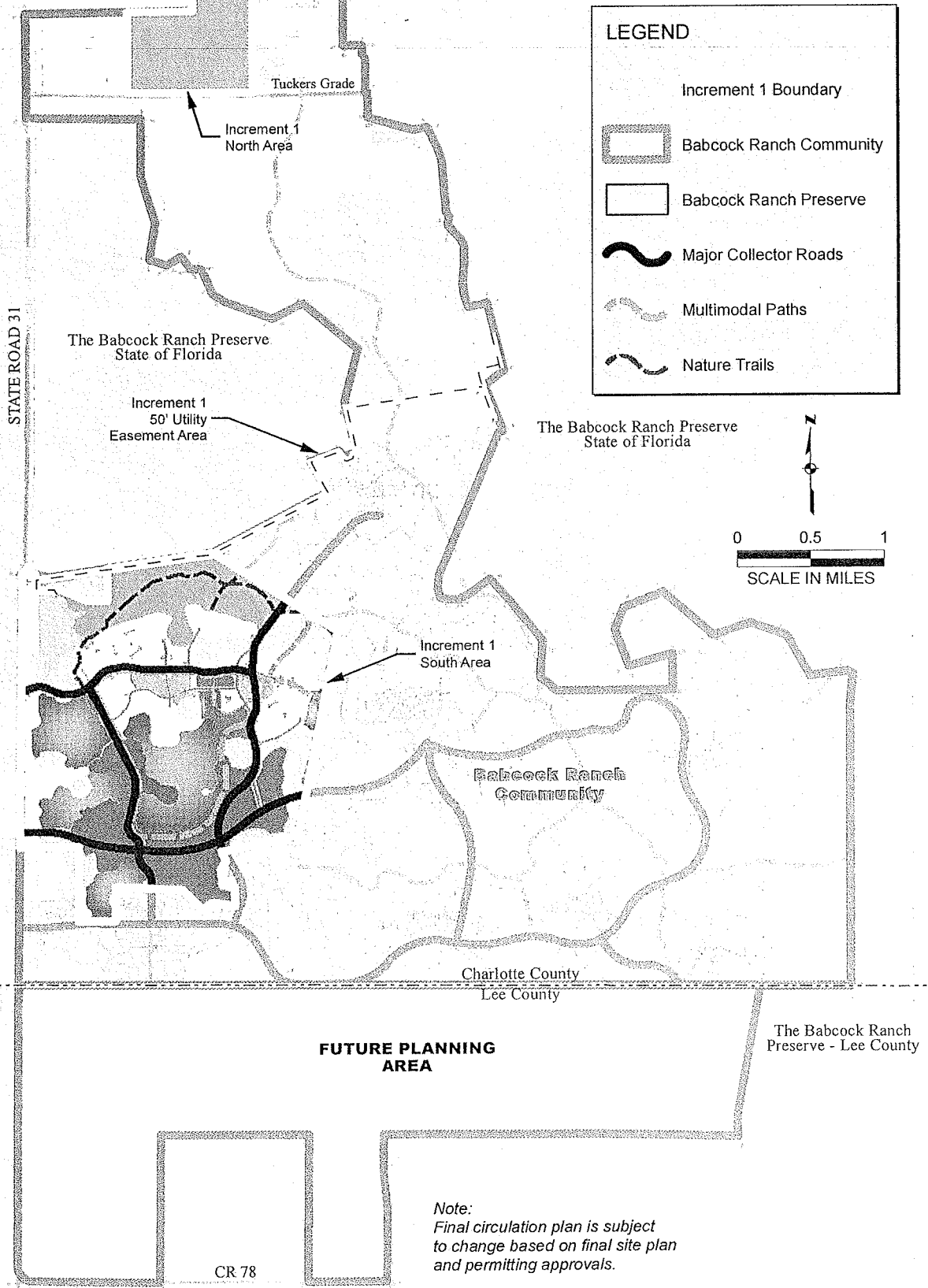


2122 JOHNSON STREET  
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PHONE (239) 334-0046  
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E.B. #642 & L.B. #642

Increment 1  
Proposed Master Drainage Plan

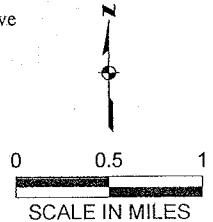
DATE	PROJECT NO.	FILE NO.	SCALE	SHEET
Oct. 2009	20066201-050	00-00-00	As Shown	Exh F

**EXHIBIT G**



**LEGEND**

- Increment 1 Boundary
- Babcock Ranch Community
- Babcock Ranch Preserve
- Major Collector Roads
- Multimodal Paths
- Nature Trails



*Note:*  
Final circulation plan is subject to change based on final site plan and permitting approvals.

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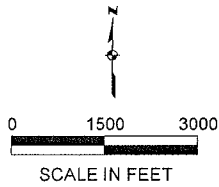


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**Increment 1  
Master Internal Circulation Plan**

DATE	PROJECT	FILE NO.	SCALE	SHEET
Oct 2009	20098009	--	As Shown	EXH - G

EXHIBIT H1



The Babcock Ranch Preserve  
State of Florida

INCREMENT 1  
50' UTILITY  
EASEMENT

INCREMENT 1  
50' UTILITY  
EASEMENT

Babcock Ranch Community  
Future Development

The Babcock Ranch Preserve  
State of Florida

STATE ROAD 31

Increment 1  
South Area

Multimodal  
Trail Crossing

Charlotte County  
Lee County

LEGEND

- Increment 1 South Area
- Increment 1 Utility Easement
- Babcock Ranch Community
- Babcock Ranch Preserve
- Active Greenway (2)  
370.66 ac.  
(Includes 18.72 acres within 50' utility easment)
- Observation Greenway (1)  
315.45 ac.  
(Includes 6.56 acres within 50' utility easment)
- Upland Conservation  
345.92 ac.
- Wetland Enhancement  
96.32 ac.
- Wetland Preservation  
213.30 ac.
- Proposed Trails

NOTE:

1. Greenways and trails are subject to change based on final design plans.
2. Acreages shown apply only to polygons shown on this map.
3. See Table GT1 in text of Sufficiency Response Document for additional detail on greenway and preservation areas, under Question 10, Part 1.
4. Map originally dated April of 2009, revised in June of 2009.

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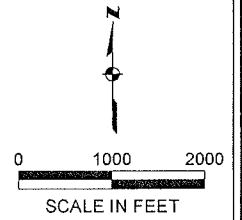


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Increment 1 South Area  
Primary Greenway Map and Trails Plan

DATE	PROJECT	FILE NO.	SCALE	SHEET
June 2009	20066201	--	As Shown	EXHIBIT H1

EXHIBIT H2



STATE ROAD 31





The Babcock Ranch Preserve  
State of Florida

Increment 1  
North Area

Babcock Ranch Community

The Babcock Ranch Preserve  
State of Florida

LEGEND

-  Babcock Ranch Community
-  Babcock Ranch Preserve
-  Proposed Trails
-  Active greenway  
442.56 ac.

**NOTE:**  
 1. Greenways and trails are subject to change based on final design plans.  
 2. Acreages shown on this map only apply to polygons shown on this map.

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




Increment 1 North Area  
 Primary Greenway Map and Trails Plan

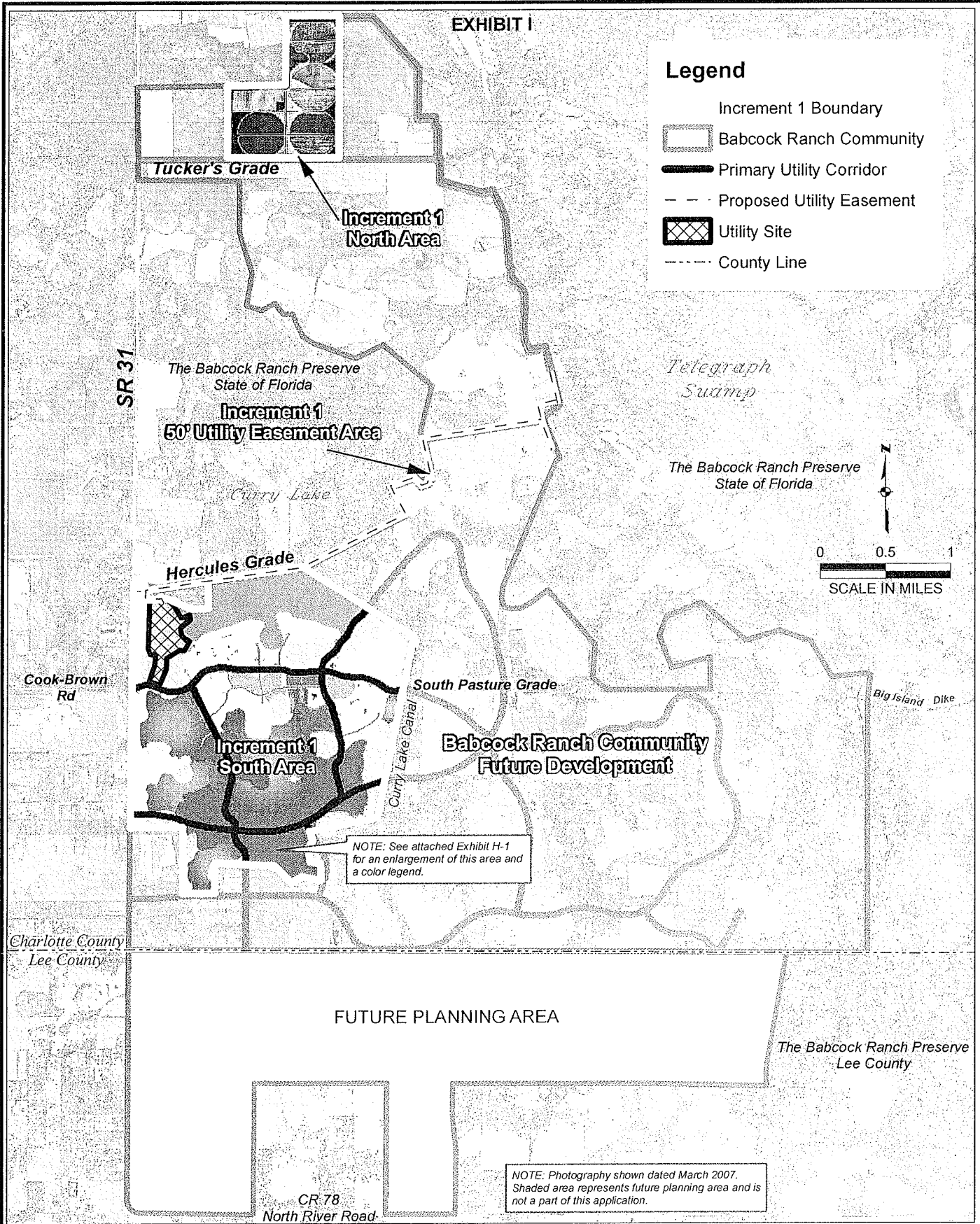
DATE	PROJECT	FILE NO.	SCALE	SHEET
Oct. 2009	20066201	---	As Shown	EXHIBIT H2

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EXHIBIT I

**Legend**

-  Increment 1 Boundary
-  Babcock Ranch Community
-  Primary Utility Corridor
-  Proposed Utility Easement
-  Utility Site
-  County Line



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Increment 1  
 Primary Utility Corridor Plan

DATE	PROJECT	FILE NO.	SCALE	SHEET
Oct. 2009	20098009	--	As Shown	EXH I











# EXHIBIT K

**EXHIBIT K (12/07/09)  
BABCOCK RANCH COMMUNITY - INCREMENT 1, #07662  
FUTURE (2014) TRAFFIC CONDITIONS WITH PROJECT  
PROPORTIONATE SHARE CALCULATION  
INCREMENT 1, PHASE 1**

ROADWAY	FROM	TO	(1) Number of Lanes		Length (Miles)	Capacity Added	(1) Project Volume	(3)(12) Prop. Share	(12) Total Roadway Improvement Cost Per Mile	(4)(12) Needed Improvement Cost	(12) Estimated Prop Share																																																																																																																								
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SR 31	SR 78	North River Road	2	4	1.39	1,050	395	42.9%	\$5,114,856	\$7,949,100	\$2,990,400																																																																																																																								
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**FOOTNOTES:**

- (1) Please refer to Exhibit J.
- (2) From Lee County Generalized Service Volumes, January 2009.
- (3) Rule 9A-2.048 F.A.C.
- (4) Involves all associated costs with entire improvement construction.
- (5) Cost estimate from FDOT Long Range Estimation System, Generic Cost Per Mile Models, July 2009 - Widening existing 2-lane arterial to 4-lane divided arterial (rural). Cost estimate includes MOT and MOE.
- (6) Contingency, PE Design, CEI percentages based on FDOT District 7 Roadway Cost Per Centerline Mile, Revised June 2005 document.
- (7) Based on the latest available FDOT/MDOT/Transportation Costs, March 2005 report, page 11. Total right-of-way to construction cost ratio is 19%. Total right-of-way includes Storm Water Management.
- (8) Percentage of two-way project (not to total traffic on SR 31 and SR 78, where applicable).
- (9) Source: Lee County DOT - Traffic Section Staff, November 12, 2008.
- (10) Per ADA recommendations for intersection improvements.
- (11) Per ADA recommendations for intersection improvements.
- (12) The proportionate share percentages have been accepted by FDOT, Charlotte County, Lee County, DCA, and the SWFRPC for Increment 1 - Phase 1, recognizing that the actual costs may increase or decrease based upon the final actual costs of the agreed upon improvements.

**BABCOCK PROPERTY HOLDINGS, L.L.C.**

17837 Murdock Circle  
Port Charlotte, Florida 33948

December 14, 2009

Mr. Lawrence Massey  
Growth Management Coordinator  
Florida Department of Transportation  
District One, Southwest Area Urban Office  
PO Box 1030  
Fort Myers, FL 33902

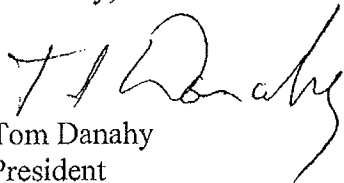
Re: Babcock Ranch Community DRI Increment 1-Phase 1  
Developers Binding Commitment to Assure Construction or Improvement

Dear Lawrence:

We appreciate the Department of Transportation's (FDOT) participation in the agency coordination meetings and related discussions with respect to transportation impacts, studies and mitigation for the Babcock Ranch Community DRI. This coordinated effort has resulted in agreement on proposed amendments to the Master Development Order relating to the updating of the Master Traffic Study and on proposed transportation conditions for Increment 1-Phase 1. We look forward to our continued work together as we move forward to implement the agreed upon solutions.

In accordance with Section 163.3180(12)(a)4. Florida Statutes, specifically with respect to certain improvements to SR 31, a regionally significant transportation facility maintained by FDOT, Babcock Property Holdings, LLC, hereby agrees to this binding and enforceable commitment to assure the construction or improvement of certain portions of SR 31 in accordance with the attached Exhibit A. The attached Exhibit A, which is hereby incorporated by reference into this letter, is a duplicate of Section 4, entitled Transportation, of that certain DRI Increment 1 - Incremental Development Order, scheduled for consideration by the Charlotte County Board of County Commissioners on December 15, 2009.

Sincerely,



Tom Danahy  
President

Enclosure

**EXHIBIT L**

## EXHIBIT A

### 1 4. TRANSPORTATION

#### 2 A. Representations and Commitments as Conditions.

##### 3 (1) Increment 1-Phase 1.

4  
5 a. From a transportation perspective, only Babcock Ranch Community Increment 1–  
6 Phase 1 (“Increment 1-Phase 1”) is approved by this Incremental Development Order.  
7 Due to the limited development of Increment 1-Phase 1 and its build-out date of  
8 December 31, 2014, the traffic analysis that has been conducted by the Developer,  
9 Florida Department of Transportation (FDOT), Charlotte County and Lee County is  
10 sufficient. Only the residential and non-residential development shown on Exhibit E for  
11 Increment 1- Phase 1 is authorized by this Incremental Development Order. However,  
12 site related preparation and improvements for Increment 1-Phase 1 and Increment 1-  
13 Phase 2 are allowed, such as clearing, grading, infrastructure, water management,  
14 mitigation, environmental restoration and landscaping are allowed. Prior to submittal of  
15 Increment 1- Phase 2 or any other Increments, an update of the Master Traffic Study shall  
16 be conducted and approved in accordance with the Master Development Order as  
17 modified by that certain Notice of Proposed Change approved December 15, 2009.b.

18 Developer shall be fully responsible for the required site-related roadway and  
19 intersection improvements associated with Increment 1– Phase 1 as set forth herein. Site-  
20 related improvements include, but are not limited to, the following: site driveways and  
21 roads; median cuts made necessary by those driveways or roads; right-turn, left-turn, and  
22 deceleration or acceleration lanes leading to or from those driveways or roads; traffic  
23 control measures for those driveways or roads; and roads or intersection improvements  
24 whose primary purpose at the time of construction is to provide access to the

1 development. The specific site-related improvements shall be subject to review and  
2 approval under the Site Plan Review process as provided in Section 3-9-5.1 of the Code  
3 of Laws and Ordinances of Charlotte County, Florida (“Code”), and coordination with  
4 FDOT. The site-related improvements are as follows:

5 SR 31 and South Project Entrance

- 6 - Add NB Right-Turn Lane
- 7 - Add SB Left-Turn Lane
- 8 - Signal, If and When Warranted

9  
10 SR 31 and North Project Entrance

- 11 - Add NB Right-Turn Lane
- 12 - Add SB Left-Turn Lane
- 13 - Signal, If and When Warranted

14  
15 Construction of ingress and egress driveways, as necessary along  
16 SR 31.

17  
18 c. The off-site traffic impacts of Increment 1-Phase 1, through 2014, as estimated by  
19 the AIDA traffic analysis are identified in Exhibit J, which is attached hereto and  
20 incorporated herein by reference. These off-site traffic impacts have been accepted by  
21 FDOT, County, Lee County, DCA, and the SWFRPC, as the impacts resulting from  
22 Increment 1-Phase 1.

23 1. The mutually agreed upon significant and adversely impacted  
24 roadways and the identified improvements for Increment 1–Phase 1 are:

- 25 a. SR 31 from SR 78 to North River Road
- 26 - Widen from 2 to 4 lanes

27  
28 2. The mutually agreed upon significantly and adversely impacted  
29 intersections and the identified improvements for Increment 1–Phase 1  
30 are:

- 1                   a. SR 31 and SR 80
- 2                    - Add Second Southbound Left-Turn Lane
- 3                    - Add Second Eastbound Left-Turn Lane
- 4                    - Signal Retiming
- 5
- 6                   b. SR 31 and SR 78
- 7                    - Add Second Eastbound Left-Turn Lane
- 8                    - Signal Retiming
- 9
- 10                  c. SR 31 and North River Road
- 11                  - Add Westbound Left-Turn Lane
- 12                  - Signalization, If and When Warranted
- 13

14                   The Increment 1-Phase 1 proportionate share of the improvements, as  
 15                   shown on Exhibit K, has been calculated consistent with F.S. 163.3180  
 16                   (12)(a) and Rule 9J-2.045, F.A.C. The Increment 1–Phase 1 proportionate  
 17                   share calculation was based on 1,156 pm peak hour two-way external trips  
 18                   and 1,032 pm peak hour two-way net new trips established by the AIDA  
 19                   traffic analysis. The calculated proportionate share for Increment 1-  
 20                   Phase 1 is \$3,368,100 based upon the proportionate share percentages for  
 21                   each improvement as shown on Exhibit K. The proportionate share  
 22                   percentages have been accepted by FDOT, Charlotte County, Lee County,  
 23                   DCA, and the SWFRPC for Increment 1-Phase 1, recognizing that the  
 24                   actual costs may increase or decrease based upon the final actual costs of  
 25                   the agreed upon improvements.

26                   3.       a.       The Increment 1– Phase 1 agreed upon mitigation of the  
 27                   significantly and adversely impacted roadways and intersection  
 28                   improvements identified in Condition 4(A) (1) b.1., accepted by FDOT,  
 29                   Charlotte County, Lee County, DCA, and SWFRPC, shall be the

1 following schedule of listed improvements and date-certain payment  
 2 provisions:

3

Reference #	Item	Total Cost	Anticipated Start Date
1	Intersection Improvements: - SR31 and SR80	\$243,000	Monitoring <sup>(1)</sup>
2	SR 31 Widening to 4 Lanes from SR 78 to North River Road <ul style="list-style-type: none"> <li>• Cause to have prepared Project Development and Environment Study of SR31 from SR78 to North River Road</li> <li>• Prepare Preliminary Engineering Plans for SR 31 from SR78 to North River Road</li> <li>• Undertake Right-of-Way Acquisition for SR 31 from SR78 to North River Road</li> <li>• Construct Interim Intersection Improvements: - SR 31 and North River Road</li> <li>- SR 31 and SR 78</li> <li>• Construct 4 Lane Improvement for SR 31 from SR78 to North River Road</li> </ul>	\$260,000  \$774,000  \$980,000  \$521,000 \$126,000 \$5,935,000	Initiated <sup>(2)</sup>  2012  2014  Monitoring <sup>(1)</sup> Monitoring <sup>(1)</sup> 2015
3	SR31 Traffic Count Stations	\$100,000	2011
	<b>TOTAL</b>	\$ 8,939,000	

4 (1) Start date as required per Condition 4(A) (1) b.(4)(a)  
 5 (2) These tasks have been initiated early by Developer to facilitate completion of required improvements.  
 6

7 b. If and when requested by Charlotte County, the Developer shall  
 8 also make certain intersection improvements at SR 31 and CR 74, to  
 9 extend the Northbound to Westbound Left Turn Lane, at an estimated cost  
 10 of \$100,000, and as set forth in more detail in Section 4.d. below. The  
 11 anticipated start date for these intersection improvements is 2013.  
 12

1                                   4.     After the effective date of this Incremental Development Order, the  
2                                   Developer shall:

3                                   a.     Initiate the intersection improvements (Reference #1 above) no  
4   later than 90 days after the monitoring report indicates that the  
5   Project is generating at least 300 pm peak hour, two-way  
6   external trips and the intersection is projected to operate below  
7   the adopted level of service standard within 12 months. If  
8   these improvements are not initiated within the above time  
9   period, no building permits beyond these limitations can be  
10   issued until these improvements are initiated.

11                                   b.     Initiate the improvements of SR 31 to eventually result in the  
12   four-laning for SR 31 from SR 78 to North River Road  
13   (Reference #2 above). The improvements will consist of the  
14   following:

15                                   i)     Coordinate with FDOT to fund, continue and complete the  
16   Project Development and Environment Study (PD&E) for SR31  
17   from at least SR78 to North River Road.

18                                   ii)    Coordinate with FDOT to undertake the Preliminary  
19   Engineering for the SR31 roadway widening from at least SR  
20   78 to North River Road.

21                                   iii)   Coordinate acquisition and funding with either the Babcock  
22   Ranch Community Independent Special District, Charlotte

1 County, Lee County or FDOT to assemble necessary right-of-  
2 way.

3 iv) Coordinate with FDOT to construct the four-lane improvement.

4 As identified in Condition 4(A)(1)c.3 above, it is anticipated  
5 that the PD&E study, the preliminary engineering, and the  
6 right-of-way acquisition will occur through 2014. Construction  
7 of the widening improvement is anticipated to commence in  
8 2015. Of note, the interim intersection improvements may  
9 provide additional capacity to the roadway to maintain the  
10 roadway level of service standards, subject to biennial  
11 monitoring and confirmation after construction of the interim  
12 intersection improvements.

13 v) Coordinate with FDOT to construct interim intersection  
14 improvements at SR 31 and North River Road and at SR 31  
15 and SR 78. Intersection improvements are to be initiated no  
16 later than 90 days after the monitoring report indicates that the  
17 Project is generating at least 300 pm peak hour, two-way  
18 external trips.

19 c. Install permanent traffic count stations at the Project's access  
20 points off SR 31 at the time of constructing the access points  
21 and up to two permanent traffic count stations along SR31,  
22 north and south of the proposed permanent entrances to the



1 Community in 2011. Final location of the count stations will  
2 be coordinated with Charlotte County (Reference #3 above).

3 d. If and when requested by Charlotte County the Developer will  
4 provide for the extension of the northbound SR31 left turn lane  
5 at CR 74. Charlotte County will complete the analysis to  
6 determine the extent of the improvement and the timing  
7 requirement of the improvement.

8 5. FDOT has maintenance authority for SR 31 and the intersection  
9 improvements set forth above. Developer shall be responsible for the  
10 guaranteed construction of the above improvements, in accordance with  
11 the above schedule, and in accordance with the binding and enforceable  
12 commitment by the Developer in this Incremental Development Order and  
13 on the attached Exhibit L to assure construction or improvement of these  
14 facilities, pursuant to F.S. 163.3180(12)(a)4. and Rule 9J-  
15 2.045(7)(a)1.a.(V), F.A.C.

16 6. As the cost of the mitigation by the Developer for Increment 1-  
17 Phase 1 exceeds the proportionate share of the impacts from Increment 1-  
18 Phase 1 of \$3,368,100 (as adjusted up or down in accordance with actual  
19 costs and based upon the accepted proportionate share percentages shown  
20 on Exhibit K), the Developer shall be credited to the overall impact of the  
21 Project for the cost of improvements beyond the proportionate share  
22 amount as provided in the MDO and applicable law. Developer and  
23 Charlotte County may enter into a Transportation Credit Agreement to

1 further delineate the terms and procedures for implementing credits for  
2 identified improvements set forth above in excess of the proportionate  
3 share of Increment 1-Phase1. Credit for the cost of additional  
4 improvements as set forth above shall be analyzed as part of transportation  
5 analysis for Increment 1-Phase 2 or future increments and to be included  
6 in subsequent incremental development orders.

7 d. As provided for elsewhere in this Incremental Development Order, the Developer  
8 shall submit biennial Monitoring Reports pursuant to the requirements of Section 380.06(18),  
9 F.S., Chapter 9J-2, F.A.C., and the MDO.

10 e. Satisfaction of the required mitigation in the timeframes as outlined and  
11 compliance with the transportation related provisions of this Incremental Development Order for  
12 Increment 1-Phase 1 shall satisfy the road or traffic concurrency requirements of the Charlotte  
13 County Comprehensive Plan, Charlotte County Land Development Regulations, and the  
14 Charlotte County Concurrency Management System, through December 31, 2014 (the build out  
15 date of Increment 1-Phase 1). If the Developer proposes to extend the build out date of  
16 Increment 1-Phase 1 beyond December 31, 2014, the Developer and the review agencies, during  
17 the development order amendment process pursuant to Section 380.06(10), Florida Statutes, shall  
18 re-evaluate the future traffic impact of the development in a manner consistent with the Master  
19 Development Order, and shall re-evaluate the concurrency status of Increment 1-Phase 1 on all  
20 roadway segments listed in Conditions 4(A)(1)c.1 above.

21 f. DCA has determined that SR 31 is a Regionally Significant Roadway as defined  
22 in Rule 9J-2.045, F.A.C.

1 g. Charlotte County, by approving this Incremental Development Order, has  
2 exercised its discretion to accept this mitigation for Increment1-Phase 1.

3 h. Improvements to the facilities outlined above shall be made at the time that a road  
4 segment or intersection is expected to operate below the level of service standard adopted in an  
5 impacted jurisdiction’s Comprehensive Plan. No building permits for residential and non-  
6 residential development shown on Exhibit E for Increment 1- Phase 1 shall be issued unless the  
7 improvements are: a) complete, b) under construction, c) the subject of a clearly identified,  
8 executed and recorded local government development agreement consistent with Sec. 163.3220  
9 through 163.3423, F.S. incorporated into the Incremental Development Order ensuring  
10 completion concurrent with impacts; or d) the subject of a binding commitment ensuring  
11 completion concurrent with impacts incorporated into the Incremental Development Order.

12 (2) Increment 1-Phase 2

13 a. Increment 1-Phase 2 transportation impacts and mitigation shall be addressed  
14 through an NOPC. All other conditions, other than Transportation, have been fully addressed for  
15 the entire Increment 1, so that the NOPC need only address Transportation issues, unless the  
16 Developer wishes to make other changes to the Development Program which necessitates a  
17 review of the other conditions.

18 (3) The Master Internal Circulation Plan for Increment 1 is attached hereto as  
19 Exhibit G.  
20

21 **REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY**