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BABCOCK RANCH COMMUNITY

**MASTER DEVELOPMENT
OF
REGIONAL IMPACT**

MASTER DRI DEVELOPMENT ORDER

**BOARD OF COUNTY COMMISSIONERS
CHARLOTTE COUNTY, FLORIDA**

AMENDED JANUARY 28, 2014

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RESOLUTION NO. 2014-047

AN AMENDMENT AND RECODIFICATION OF THE MASTER DEVELOPMENT ORDER OF THE BOARD OF COUNTY COMMISSIONERS OF CHARLOTTE COUNTY, FLORIDA FOR THE BABCOCK RANCH COMMUNITY (CHARLOTTE COUNTY), A MASTER DEVELOPMENT OF REGIONAL IMPACT.

WHEREAS, on February 23, 2007, Babcock Property Holdings, LLC (“Developer”), by and through its authorized agent, WilsonMiller, Inc. in accordance with Subsections 380.06(6) and (21), Florida Statutes, filed an Application for Master Development Approval (“AMDA”) of a Development of Regional Impact (DRI) known as the Babcock Ranch Community (hereinafter “BRC”) 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, the Babcock Ranch Community Independent Special District (“District”) was established by the 2007 Session of the Florida Legislature to design, finance, construct, operate, and maintain various infrastructure elements within BRC; 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 (“MDO”) under Resolution 2007-196; and

WHEREAS, the MDO was amended on June 17, 2008 under Resolution 2008-063 thereby giving the MDO an effective date of September 1, 2008; and subsequently

1 amended on December 15, 2009 by Resolution 2009-283, and on December 13, 2011
2 by Resolution 2011-485, and on April 24, 2012 by Resolution 2012-024; and

3 WHEREAS, the Developer has timely notified the County of the extension of the
4 phase, expiration and buildout dates for the MDO, as well as the associated mitigation
5 requirements, under Section 73, Chapter 2011-139 Laws of Florida, and in accordance
6 with Section 252.363, Florida Statutes, so that all phase, expiration and buildout dates,
7 as well as associated mitigation dates contained within the MDO were cumulatively
8 extended as hereinafter provided; and

9 WHEREAS, the Developer has filed a Notice of Proposed Change (NOPC) to
10 amend the MDO; and

11 WHEREAS, the Charlotte County Planning and Zoning Board has reviewed and
12 considered the report and recommendations of the SWFRPC and held a public hearing
13 to consider the amendments to the MDO on December 9, 2013; and

14 WHEREAS, on January 28, 2014, the Board, at a public hearing in accordance
15 with Section 380.06, Florida Statutes, considered the application for amendment to the
16 MDO submitted by Developer, the report and recommendations of the SWFRPC, the
17 documentary and oral evidence presented at the hearing before the Board, the report
18 and recommendations of the Charlotte County Planning and Zoning Board, and the
19 recommendations of County staff. NOW, THEREFORE, BE IT RESOLVED BY THE
20 BOARD OF COUNTY COMMISSIONERS OF CHARLOTTE COUNTY, FLORIDA
21 THAT:

22 **RECITALS**

23 The recitals set forth above are true and correct and are incorporated herein and
24 made a part hereof and the MDO is amended to provide as follows.

FINDINGS OF FACT AND CONCLUSIONS OF LAW

1
2 1. The real property constituting the BRC in Charlotte County consists of
3 approximately 13,630 acres, and is legally described as set forth in Exhibit "A" attached
4 hereto and made a part hereof ("Property" or "Community").

5 2. The AMDA is consistent with Subsections 380.06(6) and (21), Florida Statutes.

6 3. The Developer submitted to the County an AMDA in February, 2007 and
7 responses to sufficiency questions in June, 2007 and in July, 2007. The
8 representations and commitments of Developer which are made conditions of this
9 development order are identified and set forth in the relevant provisions of this
10 development order ("Representations and Commitments as Conditions").

11 4. According to Map #64, Landfalling Storm Surge Zones, included in the
12 Supporting Policy and Analysis Map Series (SPAM) of the 2050 Smart Charlotte
13 Comprehensive Plan, portions of BRC are located within the Category 4/5 Storm Surge
14 Zone, and the balance of the BRC is located outside of any listed storm surge zone.

15 5. The Developer proposes to develop BRC in accordance with the Babcock Master
16 Concept Plan attached hereto as Exhibit "B" attached hereto and made a part hereof.
17 Map "H" will be further revised as part of each Incremental development order. The
18 development program authorized by this development order is as follows ("Development
19 Program" or "Project"):

20 (i) 17,870 residential dwelling units (recreational vehicle park uses shall
21 count as dwelling units on a one vehicle rental or owner equals one
22 dwelling unit),

23 (ii) 1,400,000 square feet of retail,

- 1 (iii) 3,500,000 square feet of office (general office; medical office; and civic,
2 community, and miscellaneous public facilities),
- 3 (iv) 600 hotel rooms (assumes 360,000 square feet of building),
- 4 (v) 650,000 square feet of industrial,
- 5 (vi) 177 hospital beds,
- 6 (vii) 418 units of assisted living facilities,
- 7 (viii) 54 golf holes,
- 8 (ix) Ancillary facilities such as the educational service center, schools, and
9 university research facilities as identified in Exhibit "B", attached hereto,
10 libraries, places of worship, regional and community park sites, and the
11 necessary utility infrastructure including, but not limited to, water,
12 wastewater and reuse water systems, electric, telephone and cable
13 systems will not be attributed to other development components set forth
14 above, and will not count towards the maximum thresholds of
15 development as established in the Development Order and the BROD
16 policies of the 2050 Smart Charlotte Comprehensive Plan.
- 17 (x) All other ancillary facilities, together with the development components set
18 forth above (excluding ix) shall not exceed the maximum thresholds
19 established in the Development Order and the BROD policies of the 2050
20 Smart Charlotte Comprehensive Plan.
- 21 (xi) Temporary housing for construction workers and their families will not
22 count against the residential dwelling units allowed by subsection (i)
23 above.

1 (xii) The total development within the BROD shall not exceed 17,870 dwelling
2 units and 6,000,000 square feet of non-residential uses, not including the
3 educational service center, schools, and university research facilities,
4 libraries, places of worship, regional and community park sites which
5 square footage will be additional.

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

8 7. The development of BRC is consistent with the current land development
9 regulations and the Comprehensive Plan of County, as amended, adopted pursuant to
10 Chapter 163, Part II, Florida Statutes.

11 8. The BRC development is consistent with the State Comprehensive Plan.

12 9. BRC is expected to be developed in increments pursuant to applications for
13 incremental development approval ("AIDA's"). The DRI questions which must be
14 addressed by those applications and the scopes of review of those applications are set
15 forth in the pertinent provisions of this development order and are repeated in Exhibit
16 "C" attached hereto and made a part hereof.

17 CONDITIONS

18 1. APPLICATIONS FOR INCREMENTAL DEVELOPMENT APPROVAL.

19 AIDA's shall be required to address only those application questions identified for
20 increments or to provide the documentation described in Exhibit "C" attached hereto
21 and made a part hereof.

22 2. GROSS RESIDENTIAL DENSITY CONDITION AND DEVELOPMENT 23 PROGRAM.

24 A. Representations and Commitments as Conditions.

1 The gross residential density for the 13,630.6 acres is anticipated to be
2 approximately 1.31 dwelling units per acre. The net density of the development areas is
3 anticipated to be approximately 4.05 dwelling units per acre. The calculation for net
4 density is based on the area of the development pods. The net densities within the
5 development pods will increase consistent with the planning approach to cluster
6 development. As provided in the BROD, net densities in those development pods will
7 range from 3 to 16 units per acre in villages and hamlets, and from 3 to 24 units per
8 acre in the town center.

9 B. Other Conditions.

10 The Development Program is approved and may be adjusted by Developer in
11 accordance with an equivalency matrix to be adopted in an Incremental development
12 order.

13 C. Incremental Review.

14 (1) The BROD Summary Phasing Plan is subject to adjustment
15 through the DRI, State and Federal permitting processes. Incremental
16 Development Orders shall establish the phasing of development within an
17 increment by determining the amount of residential and non-residential
18 development within the Town Center, each Village, and each Hamlet.

19 **REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY**
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1 **3. AFFORDABLE HOUSING**

2 A. Representations and Commitments as Conditions.

3 (1) Provide a diversity of housing types to enable citizens from a wide
4 range of economic levels and age groups to live within the BRC.
5 This would include the provision of affordable/workforce housing at
6 a level of ten percent (10%) of the total number of residential
7 housing units built within the BRC. Affordable housing is defined
8 where monthly rents or mortgage payments for housing, including
9 taxes, insurance and utilities do not exceed thirty (30%) percent of
10 the gross annual income of the development's very low, low, and
11 moderate income households as defined in Rule 73-C40.048(e),
12 F.A.C. Workforce housing is defined in Chapter 420.5095(3)(a),
13 F.S.

14 (2) The County recognizes that adequate housing should be provided
15 only when a demonstrated need for housing among various income
16 groups is clearly identified that can be directly attributed to the
17 development and buildout of the BRC.

18 (3) A "Determination of Adequate Need" for housing in the BRC shall
19 be assessed through the completion of a reliable affordable
20 housing market analysis which evaluates the housing demand
21 within the BRC and researches the available adequate housing
22 supply reasonably accessible to the BRC, which is defined as a 10
23 mile radius or 20 minute drive during peak hour, whichever is less,

1 from the BRC, but may be adjusted with the agreement of DEO and
2 the County.

3 (4) The Developer commits to undertaking the “Determination of
4 Adequate Housing Need” analysis to assess the demand, supply,
5 and need for affordable rentals and homes based on a market
6 housing analysis at a point in time when the BRC has reached a
7 significant non-residential buildout stage. That threshold is defined
8 as the time when building permits have been issued for the 1.5
9 millionth square foot of non-residential construction.

10 (5) The Developer would be required to initiate the first housing needs
11 analysis within 6 months from the time that the analysis is triggered.

12 (6) The housing needs analysis would evaluate the housing demand of
13 the BRC employee households at very low, low, and moderate
14 household income levels, and at the option of the Developer, could
15 evaluate the housing demand for workforce income levels, the
16 available supply of housing that is reasonably accessible for the
17 very low, low, and moderate household income levels and
18 determine if there is a significant need for housing for these defined
19 income levels. At the option of the Developer, the analysis could
20 evaluate the available housing supply for workforce income levels
21 that is reasonably accessible to the BRC.

22 (7) The SWFRPC, DEO, and the County must agree upon the
23 methodology utilized to conduct the Determination of Adequate

1 Housing Need analysis. The methodology may utilize a private
2 affordable housing market study appraiser approved by the Florida
3 Housing Finance Corporation. The market area assessed would
4 conform to ECFRPC model, or another methodology as approved
5 by the review agencies and the County, which examines whether or
6 not there is a significant housing demand for the very low, low, and
7 moderate income groups and whether there is available adequate
8 housing that is reasonably accessible to the BRC. At the option of
9 the Developer, the analysis could evaluate the available housing
10 demand and supply for workforce income levels that is reasonably
11 accessible to the BRC.

12 (8) If the Determination of Adequate Housing Need analysis
13 documents that there is a significant impact, defined as evidence
14 that the BRC's cumulative adequate housing need for the very low,
15 low, and moderate household income levels, at the time of the
16 analysis, is projected to exceed five (5%) percent of the County's
17 residential threshold calculation, or 50 units, whichever is larger,
18 then the Developer shall be required to submit a Notice of
19 Proposed Change amendment to the MDO to incorporate the
20 findings of the analysis and the agreed upon mitigation.

21 (9) The Developer may choose to mitigate any significant impact
22 identified by the analysis through a variety of options including, but
23 not limited to: 1) incentivizing or building adequate housing onsite,

1 or reasonably accessible to the site; 2) payment to an affordable
2 housing trust fund sufficient to meet the cost of rehabilitation
3 existing or construction of new units; or 3) dedicated rent or
4 payment subsidies to the BRC's very low, low, and moderate
5 income employees sufficient to satisfy the adequate housing need
6 identified for each salary range. At the option of the Developer,
7 workforce housing may be included at no more than twenty-five
8 (25%) percent of the required mitigation unless the housing study
9 determines there is not a significant need for the very-low, low and
10 moderate income households.

11 (10) The mitigation strategy recommended by the BRC must be
12 approved by the County and must be initiated within 6 months of
13 approval as a Notice of Proposed Change to the MDO.

14 (11) Requirements to undertake further housing needs assessments
15 through methods described above shall occur at each additional 1.5
16 million sq. feet of permitted non-residential through build out.

17 (12) Developer shall not be required to provide affordable and/or
18 workforce housing mitigation in excess of ten (10%) percent of the
19 total number of residential units constructed within the BRC.

20 (13) The County commits that affordable housing units shall be eligible
21 for whatever incentives and/or programs that it may establish after
22 the actual date of offering of said unit to the public by the
23 Developer. The County shall use its best efforts to continue to

1 develop and maintain incentives and programs specifically targeted
2 at affordable units within the BRC.

3 (14) The County shall include the needs of the BRC in its annual Local
4 Housing Action Plan and, to the extent available, shall provide
5 impact fee waivers, credits, deferrals, or other regulatory and
6 financial incentives for affordable rental and home ownership
7 programs to all qualified buyers, builders or developers within the
8 BRC that may qualify for such credits or deferrals.

9 B. Other Conditions. – None.

10 C. Incremental Review. – None.

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1 **4. STORMWATER MANAGEMENT AND FLOOD PLAINS**

2 A. Representations and Commitments as Conditions.

3 (1) Silt fences or silt screens will be installed prior to land clearing to
4 protect water quality and to identify areas to be protected from
5 clearing activities and maintained for the duration of the project until
6 all soil is stabilized.

7 (2) Floating turbidity barriers or other devices will be in place on flowing
8 systems or in open water lake edges prior to initiation of earthwork
9 and maintained for the duration of the project until all soil is
10 stabilized.

11 (3) The installation of temporary erosion control barriers will be
12 coordinated with the construction of the permanent erosion control
13 features to the extent necessary to assure effective and continuous
14 control of erosion and water pollution throughout the life of the
15 construction phase.

16 (4) Turbidity resulting from construction dewatering will be managed
17 using structural best management practices (BMPs) prior to
18 discharge to receiving waters. Structural BMPs may include, but
19 are not limited to, vegetated systems, detention systems (e.g.,
20 sedimentation basins), geotextiles, and other methods. Turbidity
21 and other pollutants from construction dewatering on the Property
22 will be reduced to meet the levels required by applicable State
23 Water Quality Standards and as required by the National Pollutant

1 Discharge Elimination System (“NPDES”) general permit for
2 construction. Copies of any reports required by the NPDES permit
3 will be maintained at the appropriate construction site with a copy
4 being sent to the County Administrator or his or her designee.

5 (5) Clearing and grubbing will be so scheduled and performed such
6 that grading operations can follow thereafter. Grading operations
7 will be so scheduled and performed that permanent erosion control
8 features can follow thereafter if conditions on the project permit,
9 and not beyond the time limits established in the NPDES general
10 construction permit.

11 (6) Exposed soils will be stabilized as soon as possible, especially
12 slopes leading to wetlands. Stabilization methods include solid sod,
13 seeding and mulching or hydromulching to provide a temporary or
14 permanent grass cover.

15 (7) Energy dissipaters (such as rip rap, gravel beds, hay bales) shall
16 be installed at the discharge point of pipes or swales if scouring is
17 observed.

18 (8) Implementation of storm drain inlet protection (such as hay bales or
19 gravel) to limit sedimentation within the stormwater system.

20 (9) The allowable discharge in a 25 year 3-day design event will be
21 limited to the South Florida Water Management District (“SFWMD”)
22 permit for the site.

- 1 (10) The development within the FEMA floodplain will have finished floor
2 elevations in each development pod which exceeds the 100 year 3-
3 day design event for the adjacent water course as calculated by the
4 backwater profile for the respective conveyance. Compensating
5 storage will be provided to replace lost storage as part of the
6 SFWMD permit requirements. The SFWMD standard of head loss
7 in a 25-year 3-day design event will be met at each water crossing.
- 8 (11) The proposed development will be designed such that the potential
9 for offsite flooding of other private property will be mitigated. This
10 will primarily be accomplished by maintaining the existing
11 conveyances without additional control structures except for
12 restoration efforts. Water management control will be accomplished
13 primarily by structures off-line from these conveyances. Off-site
14 discharges onto the property will be properly routed around and
15 through the property to maintain or lessen off-site flooding.
- 16 (12) Open stormwater ponds will be used for the primary volume
17 attenuation and wet detention of water quality in accordance with
18 Best Management Practices as outlined in the current Southwest
19 Florida Basin Rule criteria of the SFWMD for water quality
20 improvement.
- 21 (13) On-site wetlands within the project may be incorporated into the
22 stormwater management system. Those wetlands outside that
23 system will continue to store and transmit water as they do today

1 except where modifications are made to facilitate hydrologic
2 restoration.

3 (14) The stormwater treatment will include a backbone system
4 consisting of wet detention areas and dry detention areas. Dry
5 detention areas will not be used as the primary detention/retention
6 component, but may be utilized in combination with wet
7 detention/retention facilities. The stormwater treatment system will
8 be designed in accordance with the current Southwest Florida
9 Basin Rule Criteria of the SFWMD and will provide 50% more
10 retention/detention water quality treatment above that required by
11 Section 5.2.1(a) of the SFWMD Basis of Review. Best
12 Management Practices will include reduced turf coverage, native
13 landscaping, created wetlands, filter marshes, phyto-zones,
14 extended hydraulic residence times and increased flow paths.

15 (15) The low edge of pavement for local roads to be at or above the
16 peak stage for the 5 year-1 day event. The arterials and collectors
17 will have one lane above the 25 year-3 day event peak stage.
18 Parking lots will be at or above the 5 year-1 day event. Minimum
19 swale grades in urban and suburban areas will have a minimum
20 longitudinal slope of 0.2%. Ditches may have flatter longitudinal
21 slopes. The minimum longitudinal slope on roads with curb and
22 gutter will be 0.3%.

- 1 (16) The perimeter berm elevation will be 0.3 feet above the peak stage
2 for the 25 year-3 day event and the 100 year-1 day event.
- 3 (17) The treatment system will provide equal or greater post
4 development storage volume for the 100 year-3 day event than
5 provided by predevelopment conditions.
- 6 (18) There will be no increase in stream stage elevation offsite, except
7 as permitted by the SFWMD.
- 8 (19) Finish floor elevations will be at least the 100 year-3 day event
9 peak stage plus 0.5 feet.
- 10 (20) An Urban Water Management Plan will be developed for the site as
11 part of the construction Environmental Resource Permit ("ERP")
12 process and will address the handling of waste from equestrian
13 facilities on the site. Water quality monitoring will be conducted
14 pursuant to the Babcock Ranch Community Development of
15 Regional Impact Environmental Methodology Supplement dated
16 October 31, 2006.

17 B. Other Conditions.

- 18 (1) All internal stormwater management lakes and ditches, and any on-
19 site preserved/enhanced wetland areas, shall be set aside as
20 recorded drainage and/or conservation easements granted to the
21 SFWMD, or other appropriate governmental entity with a
22 compliance monitoring staff. Stormwater lakes shall include
23 adequate maintenance easements around the lakes, with access to

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- a paved roadway, as required by the appropriate governmental entity.
- (2) Any silt barriers and any anchor soil, as well as accumulated silt, shall be removed upon completion of construction. Either the Developer or the entities responsible for the specific construction activities requiring these measures shall assume responsibility for having them removed upon completion of construction.
 - (3) Any shoreline banks created along the on-site stormwater management system shall include littoral zones constructed on slopes consistent with SFWMD, Florida Department of Environmental Protection (“FDEP”), and County requirements and shall be planted in native emergent or submergent aquatic vegetation. The Developer shall ensure, by supplemental replanting as necessary, that at least 80% cover by native aquatic vegetation is established within the littoral zone planting areas for the duration of the project.
 - (4) The Developer shall conduct annual inspections in accordance with the conditions of the approved SFWMD ERP, of the BRC Master Stormwater Management System and any preserved/enhanced wetland areas on the project site so as to ensure that these areas are maintained in keeping with the final approved designs, and that the water management system is capable of accomplishing the level of stormwater storage and treatment for which it was intended.

- 1 (5) The Developer shall undertake a regularly scheduled vacuum
2 sweeping of all common streets and parking areas within the Town
3 Center and the non-residential areas of the Villages. The
4 Developer shall encourage any private parcel owners within the
5 Town Center and the non-residential areas of the Villages to
6 institute regularly scheduled vacuum sweeping of their respective
7 parking areas.
- 8 (6) Design considerations will be given to ditch and swale slopes,
9 where practicable, so that these facilities provide some additional
10 water quality treatment prior to discharge. Treatment swales shall
11 be planted with vegetation as reviewed and approved during the
12 ERP approval process, and where practicable, landscape islands
13 shall accommodate the detention of runoff. Design consideration
14 will be given to the use of pervious construction materials for the
15 surfaces of trails, walkways, and non-vehicular travel ways.
- 16 (7) Any debris that may accumulate in project lakes, ditches or swales,
17 or which may interfere with the normal flow of water through
18 discharge structures and under drain systems, shall be cleaned
19 from the detention/retention areas on a regular basis. Any erosion
20 to banks shall be repaired.
- 21 (8) Grease baffles shall be inspected and cleaned and/or repaired on a
22 regular basis. In no instance shall the period between such
23 inspections exceed eighteen months.

- 1 (9) Isolated wading bird “pools” shall be constructed to provide aquatic
2 habitat for mosquito larvae predators, such as *Gambusia affinis*,
3 and foraging areas for wading bird species, such as wood stork,
4 consistent with SFWMD, FDEP, and County requirements.
- 5 (10) The open drainage system will be designated to provide additional
6 water quality treatment prior to discharge. Design elements may
7 include rainwater gardens, treatment swales planted with native
8 vegetation, and entrainment systems. These will be reviewed and
9 approved during the ERP approval process.
- 10 (11) Stormwater runoff should be minimized through a variety of
11 techniques that may include rainwater gardens, bottomless planter
12 boxes, green roofs and pervious surfaces, as well as rainwater
13 harvesting techniques that may include cisterns and rain barrels.
- 14 (12) Landscape irrigation will be provided first through the use of reuse
15 water, where reasonably available, and surface water from lakes.
- 16 (13) The master stormwater management system will be maintained by
17 District or master property owners association established by
18 covenants and restrictions on the Property.
- 19 (14) The applicant has agreed to do a new hydrologic model of the
20 project area to determine predevelopment flow rates for use in
21 current and future permitting. When this work is complete it will be
22 submitted to SFWMD for review, amendment if needed, and

1 approval. The SFWMD approved predevelopment flow rates will be
2 used in future AIDA submissions.

3 (15) The SFWMD has issued Permit No. 08-00004-S-05 (Application
4 No. 070330-5) to Developer for a conceptual ERP in accordance
5 with its jurisdiction over such matters and the Property. Developer
6 will follow the authorizations and permit conditions, which will be a
7 separate and enforceable legal document in accordance with its
8 terms. Compliance with this permit, as it may be amended from
9 time to time, will address mitigation of certain impacts of the BRC
10 development. The permit is issued under the authority of an
11 agency other than County and, therefore, is subject to enforcement
12 by the issuing agency. County will assist said agency, if requested,
13 in monitoring Developer's compliance with the conditions of said
14 permit. Developers' successors-in-interest and assigns are hereby
15 placed on notice of this permit and its application to development
16 which they may propose to undertake within BRC.

17 (16) The United States Army Corps of Engineers has issued Permit No.
18 SAJ-2006-6656 (IP-MJD) to Developer in accordance with its
19 jurisdiction over such matters and the Property. Developer will
20 follow the authorizations and permit conditions, which is a separate
21 and enforceable legal document in accordance with its terms.
22 Compliance with this permit, as it may be amended from time to
23 time, will address mitigation of certain impacts of the BRC

1 development. The permit is issued under the authority of an
2 agency other than County and, therefore, is subject to enforcement
3 by the issuing agency. County will assist said agency, if requested,
4 in monitoring Developer's compliance with the conditions of said
5 permit. Developers' successors-in-interest and assigns are hereby
6 placed on notice of this permit and its application to development
7 which they may propose to undertake within BRC.

8 (17) As part of any AIDA phase that will discharge to Owl Creek, Trout
9 Creek, and /or Telegraph Creek, 100 year three-day storm event
10 calculations will be provided for two items. The two items are: the
11 setting of finished floor elevation and the determination that the
12 peak volume stored in the pre-development condition is equal or
13 exceeded by that stored in the post development condition. This
14 information will be made available to the general public.

15 (18) The Developer shall reduce the introduction of fill material outside
16 approved development pods into the 100 year flood plain where
17 practical. Structures outside approved development pods, but built
18 in the 100 year flood plain, should be built as elevated structures
19 and not as monolithic slabs on fill soil.

20 C. Incremental Review.

21 (1) Subsection A and B above in this provision 4 (Stormwater
22 Management) constitute the "Stormwater Plan" for BRC.

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(2) The Incremental review will address compliance of the Increment with the Stormwater Plan and any changes to the adopted floodplain maps.

(3) The Incremental review will include an assessment of any pertinent information developed pursuant to a condition of the Master DRI development order which has been developed since the Master DRI development order was issued in order to determine if that new information shows that a change in the Stormwater Plan is needed in order to provide the same level of protection, remediation, or mitigation that is contemplated in the Master DRI Development order.

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1 **5. TRANSPORTATION**

2 A. Representations and Commitments as Conditions. – None.

3 B. Conditions for Development Approval.

4 (1) Master Traffic Study

5 (a) The Master Traffic Study is the analysis of the buildout of the
6 Development Program and the horizon year traffic conditions
7 in year 2030. It is a guide to the roadway network and
8 improvements anticipated to be needed to support all area
9 development including the BRC Development Program by
10 the year 2030 and it is intended for use only with the BRC
11 Development Program. As a long range “snapshot” of
12 horizon year conditions, it is anticipated that the mobility
13 network and area growth will change and be revised as the
14 BRC develops. By way of background, the initial Master
15 Traffic Study was prepared by the Developer (“Developer’s
16 Initial Master Traffic Study”), which was adequate for the
17 “snapshot” purpose of the Master Development Order,
18 recognizing that additional validation adjustments would be
19 needed for use in Incremental Development Orders. At the
20 time of initial approval of the Master Development Order, the
21 Florida Department of Transportation (“FDOT”) was working
22 on a district-wide travel demand model, but it was not yet
23 completed. On August 27, 2008, FDOT informed the

1 Developer, County and Lee County that the FDOT district-
2 wide travel demand model (“FDOT D1 District-wide Model”)
3 was available for use for Babcock Ranch. FDOT, County,
4 Lee County and the SWFRPC accepted the use of the
5 FDOT D1 District-wide Model for Babcock Ranch, without
6 sub-area or corridor model refinements for Increment 1-
7 Phase 1. Recognizing that the FDOT D1 District-wide Model
8 may require sub-area and/or corridor model refinements to
9 be made within the transportation impact area of the BRC for
10 Increment 1-Phase 2 and future increments, refinements, if
11 any, will be made consistent with the procedures outlined in
12 Chapter 4 of the FDOT Project Traffic Forecasting
13 Handbook.

14 (b) The Charlotte County Babcock Ranch Overlay District (the
15 BROD), Policy 2.5.16.5, recognizes that the BROD is a
16 “smart growth” community and specifies that the “internal
17 capture rate (“ICR”)” for the BRC shall be maximized, with a
18 targeted internal capture rate of between 50% - 70%. The
19 Developer’s Initial Master Traffic Study reflected the mixed-
20 use character of the Community and consequently
21 maximized the “internal capture” elements, resulting in a trip
22 capture rate for the buildout of the BRC of 55% on a peak
23 hour basis. The 2030 roadway network and candidate

1 roadway improvements resulting from the Developer's Initial
2 Master Traffic Study based on that trip capture rate for the
3 Babcock component are set forth in Exhibit F attached
4 hereto and made a part hereof by reference. Exhibit F also
5 identifies, under 2030 conditions and the 55% ICR, those
6 regionally and locally significant road segments that were
7 projected to be significantly impacted by the BRC and for
8 which a service deficiency is also projected ("Impacted
9 Segments"). The Developer's Initial Master Traffic Study
10 also identified the improvements which may need to be
11 made by 2030 under the 55% ICR to the Impacted
12 Segments to mitigate Babcock's traffic impacts in order to
13 maintain the adopted level of service (LOS) standards.

14 (c) A supplemental traffic study was also prepared for the
15 Master Development Order by the Developer at the request
16 of review agencies to identify the potential 2030 roadway
17 network and candidate roadway improvements resulting
18 from the Master DRI Traffic Study based on the initial
19 internal capture rate of 22%, ("Supplemental Master Study").
20 The roadway network and candidate roadway improvements
21 resulting from the Supplemental Master Study based on that
22 trip capture rate also are set forth in Exhibit F attached
23 hereto and made a part hereof by reference. Exhibit F also

1 identifies, under those 2030 conditions, the same information
2 for the 22% ICR scenario as for the 55% ICR scenario,
3 including those regionally and locally significant road
4 segments that are projected to be significantly impacted by
5 the BRC and for which a service deficiency is also projected
6 (“Impacted Segments”) and the improvements which may
7 need to be made by 2030 to the Impacted Segments under a
8 22% ICR to mitigate Babcock’s traffic impacts in order to
9 maintain the adopted level of service (LOS) standards. The
10 road network presented in Exhibit F is a 2030 horizon year
11 projection that will be updated periodically as set forth below
12 in Condition 5.B.(2) to reflect changing conditions in the
13 area. This 22% ICR is to be used for the First Increment,
14 including Phase 1 and Phase 2.

- 15 (d) The significant impacts, roadway network, and roadway
16 improvements identified in Exhibit F hereto are provided for
17 comparison purposes between the two internal capture rate
18 scenarios described above. As specified under Conditions
19 5.B.(2)(a), (2)(b), (2)(c), and (2)(d) below, as data from the
20 annual traffic monitoring program becomes available, as
21 specified under Conditions 5.B.(3)(a) and 5.B.(3)(b) below,
22 this data will be incorporated into the Master Traffic Study
23 Updates as described in Condition 5.B.(2) below. Exhibit F

1 will then be re-evaluated and revised as specified in
2 Condition 5.B.(2) below.

- 3 (e) For purposes of the First Increment, the 22% ICR portions of
4 Exhibit "F" will control the measurement of significant impact
5 for the Incremental DRI traffic studies. Future Increments
6 will use a revised Exhibit "F" as re-evaluated either under
7 Condition 5.B.(2)(a) or B.(2)(b), as applicable.

8 (2) Master Traffic Study Updates

- 9 (a) (1) The first update of the Master Traffic Study will be
10 undertaken and submitted to County, FDOT, Department of
11 Economic Opportunity, Division of Community Development
12 ("DEO"), Lee County and the SWFRPC and approved prior
13 to the submittal of Increment 1-Phase 2, or any subsequent
14 increment, whichever occurs sooner, but in no event later
15 than December 31, 2011 ("Initial Master Traffic Study
16 Update"). The Initial Master Traffic Study Update shall be
17 approved through the NOPC process as a non-substantial
18 deviation, in accordance with Section 5.B.(2)(d), with
19 resulting amendments, if any, to the Master Development
20 Order to be processed as a NOPC. The Initial Master Traffic
21 Study Update shall utilize the FDOT D1 District-wide Model,
22 which has been accepted by FDOT, DEO, County, Lee
23 County and the SWFRPC for use in the Master Traffic Study

1 Update and subsequent AIDA traffic assessments. The
2 Master Traffic Study Update will result in a Revised Exhibit
3 F, based upon the ICR determined pursuant to paragraph
4 5.B.(2)(a)(2)a., which will be used for Increment 2 and
5 subsequent increments (the ICR for Increment 1-Phase 2
6 will be 22%). Coordination meetings as needed and a
7 formal transportation methodology meeting will be held with
8 County, Lee County, SWFRPC, FDOT, and DEO prior to the
9 commencement of the Initial Master Traffic Study Update.
10 The Initial Master Traffic Study Update shall consider the
11 possibility of a new east-west transportation corridor
12 between SR 31 and I-75, and may consider related corridor
13 studies and interchange justification reports, as determined
14 appropriate in the transportation methodology meeting.
15 The FDOT D1 District-wide Model may require sub-area
16 and/or corridor model refinements to be made within the
17 transportation impact area of the BRC. Refinements, if any,
18 will be made consistent with the procedures outlined in
19 Chapter 4 of the FDOT Project Traffic Forecasting
20 Handbook.

21 (2) a. Each update of the Master Traffic Study will
22 include a reassessment of the internal capture and external
23 trips consistent with paragraph 5.B.(2)(a)(1) above, Trip

1 Generation, the ITE Trip Generation Handbook, and the
2 FDOT Site Impact Handbook, the FDOT D1 District-wide
3 Model, as it may be adjusted pursuant to professionally
4 accepted techniques applicable to communities of the size,
5 location, mix of uses, and design of Babcock or other travel
6 demand modeling techniques and data that reflect the size,
7 location, mix of uses, and “smart growth” design of the
8 project, and with consideration of the cumulative impacts of
9 previously evaluated increments and monitoring data up to
10 the point of commencement of that particular Master Traffic
11 Study update.

12 b. Due to its size and mix of uses, the BRC will be
13 divided into a number of traffic analysis zones (TAZs) and
14 tracts, which are combinations of TAZs. The size, location
15 and number of TAZs will be determined by the Developer.
16 There shall be no minimum or maximum number of TAZs or
17 tracts.

18 c. Adjustments to the FDOT D1 District-wide
19 Model in accordance with 5.B.(2)(a)(2)(a) for estimating trip
20 capture within a large scale community like the BRC, the
21 community capture and external trips for the BRC will be
22 estimated using the following procedures.

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- (i) The total new trips generated by the BRC development as identified in the Master Traffic Study and based on accepted standard methods of calculation will be reduced as identified in the sections below.
- (ii) There are standard mixed land uses (residential, office, retail) for the mixed use development concepts of the ITE Trip Generation Handbook “Mixed Use Development”. For those standard land uses, and using the tract as a single TAZ, calculate, using the methods of the ITE Trip Generation Handbook “Mixed Use Development”, the internal capture within the tract.
- (iii) For each non-standard land use (those land uses not included in the ITE Trip Generation Handbook methodology) within each tract, create a separate TAZ for each non-standard land use. Using the FDOT D1 District-wide Model, applicable at that time, determine the trip capture for those non-standard land uses within the subject tract.

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- (iv) Using the FDOT D1 District-wide Model, applicable at that time, determine the trip capture between the individual tracts within the BRC.
- (v) Estimate the number of pass-by trips consistent with the then most recent editions of the ITE Trip Generation Handbook, and the FDOT Site Impact Handbook. Only those retail uses which are adjacent to the primary public roadways will be eligible for external pass-by trips. Retail that is not adjacent, whether contained internally or substantially set back without direct access to the major public roadways will not be eligible for pass-by trips.
- (vi) The remaining net new trips are external to the BRC and will be assigned to the regional roadway network by the FDOT D1 District-wide Model, applicable at that time.
- (vii) In the alternative, Developer may use an alternative methodology for estimating internal capture rate if reviewed and approved by FDOT, County, Lee County, SWFRPC and Department of Community Affairs.

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(b) (1) Due to the long term buildout of the Project (over 20 years) and potentially changing conditions in the study area, a periodic update of the Master Traffic Study is required and will use the most current, validated FDOT D1 District-wide Model in effect at the time of the commencement of the Master Traffic Study Update. After the Initial Master Traffic Study Update specified in Condition 5.B.(2)(a)(1), additional updates shall be conducted and submitted no later than five (5) years after the effective date of the most recent previous update. The Developer may update the Master Traffic Study at any time during that five (5) year period. Each updated Master Traffic Study will be a complete update similar to the original Master Traffic Study and will result in a Revised Exhibit F. The Master Traffic Study Update shall consider the possibility of a new east-west transportation corridor between SR 31 and I-75, and may consider related corridor studies and interchange justification reports, as determined appropriate in the transportation methodology meeting. A transportation methodology meeting will be held with County, Lee County, the SWFRPC, FDOT and DEO prior to the conduct of each Master Traffic Study Update.

1 (2) Each update of the Master Traffic Study will include a
2 reassessment of the internal capture and external trips
3 consistent with paragraph 5.B.(2)(a)(1) above.

4 (c) The First Increment has used the FDOT D1 District-wide
5 Model for Increment 1-Phase 1, prior to an update of the
6 Master Traffic Study. Such use has been accepted by
7 FDOT, County, Lee County, DEO and SWFRPC for use in
8 Increment 1-Phase 1 in accordance with the conditions of
9 the Increment 1 Development Order approved by County on
10 December 15, 2009. Subsequent Increments, including
11 Increment 1-Phase 2, will use the FDOT D1 District-wide
12 Model or the most current, validated FDOT D1 District-wide
13 Model in effect at the time.

14 (d) The methodology for Master Traffic Study Updates will be
15 coordinated through the SWFRPC and include County, Lee
16 County, FDOT and the DEO. The Master Traffic Study
17 Update is not considered a substantial deviation pursuant to
18 Chapter 380.06 (19) and will be submitted for approval
19 through the NOPC process. Any amendments to the Master
20 Development Order resulting from a Master Traffic Study
21 Update shall be processed as a NOPC. The Master Traffic
22 Study Update process will consist of the following steps and
23 timeframes:

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- (i) Initial informal coordination meeting to discuss and establish the appropriate methodology, between the Developer and SWFRPC, County, Lee County, FDOT and DEO.
- (ii) Submittal of proposed methodology by the Developer to the SWFRPC not less than 14 days in advance of the formal methodology meeting for distribution to the State and Regional review agencies.
- (iii) Formal methodology meeting between the Developer and the State and Regional review agencies coordinated by the SWFRPC.
- (iv) SWFRPC, within 35 days of the conclusion of the formal methodology meeting(s), will document the findings and agreements made by the participants including a summary of all assumptions agreed upon at the meeting.
- (v) SWFRPC shall allow State and Regional review agencies not less than 14 days to agree or disagree in writing with the meeting summary.
- (vi) If agreement cannot be reached with all the State and Regional Review agencies, the SWFRPC will designate a methodology in writing to be used by the Developer.

1 (vii) The Developer shall submit for approval the Master
2 Traffic Study Update and revised MDO Exhibit F to
3 the SWFRPC through the NOPC process, which shall
4 not be considered a substantial deviation, for
5 distribution to the Regional Review Agencies.

6 (viii) Public hearings will be conducted in accordance with
7 the procedures for processing NOPC's in County in
8 coordination with the SWFRPC.

9 (3) Biennial Monitoring Program

10 On a biennial basis, the Developer shall submit a DRI traffic
11 monitoring report to the following entities: County, FDOT, DEO, Lee
12 County, and the SWFRPC. The first monitoring report shall be
13 submitted two (2) years after the recorded date of the approval of
14 the first AIDA Development Order, unless no buildings have been
15 physically occupied by a permanent user. Once a building in
16 Babcock is occupied by a permanent user the biennial traffic
17 monitoring requirement will commence. For the purposes of growth
18 management the Biennial Monitoring will monitor the external trips
19 generated by occupied uses in Babcock. The traffic monitoring
20 program must include the following.

21 (a) 2-hour AM peak hour and 4-hour PM peak hour turning
22 movement counts and 72-hour machine traffic counts at the
23 BRC's access points onto the external public road network

1 external to the Property; the 72 hour traffic counts will be
2 derived from the permanent traffic counters installed at
3 Babcock's ingress/egress points as described in Condition
4 5.B.(7) below.

5 (b) A comparison of the field-measured Project external trips to
6 the Project's external trips estimated in the AMDA and the
7 Incremental traffic study.

8 (c) The level of service of all access points between the Project
9 and the external road network.

10 (d) A summary of construction and development activities to
11 date, using the categories of the Master Development
12 Program.

13 (e) An estimate of the level of development expected to be
14 added by the Project for the forthcoming year.

15 (f) The status of the mobility improvements required by any
16 prior Incremental development program.

17 (g) The status of mobility improvements identified as committed
18 in the Master Traffic Study or Incremental traffic studies.

19 (h) An estimate of the construction traffic at the Project's access
20 points onto the public roadway network external to the
21 Property.

22 (4) The Developer shall promote efficient pedestrian and bicycle
23 movement within and between the development's components and

1 to adjacent properties. The Developer shall link the uses and
2 subdivisions, hamlets, town centers and free standing facilities
3 through a series of sidewalks, bike paths, walking trails and internal
4 roadways of various functional classifications. The Developer shall
5 promote transit service through the inclusion of bus stops or other
6 appropriate transit access points in site design, consistent with the
7 County and Lee County Comprehensive Plans and transit plans, if
8 any. The location of bus stops and transit access points shall be
9 planned and integrated with the BRC bicycle and pedestrian plan.

10 (5) Within twelve (12) months from the date of the Master DRI
11 Development Order, the Developer shall prepare and submit to
12 County a transit feasibility study for possible transit service within
13 the BRC. The transit feasibility study shall evaluate the feasibility of
14 an internal tram or trolley system to link the villages, hamlets, and
15 town center and other uses and to provide a linkage to the external
16 road network. The feasibility study will evaluate, among other
17 things, the timing of the implementation of the system, system
18 routing, vehicle type, headways, funding sources, and capital and
19 operating costs. If the study determines that such a system is
20 economically viable, Developer will implement the system.

21 (6) The Developer shall prepare a transit feasibility study of providing
22 public transportation to and from Babcock. The transit feasibility
23 study will evaluate, among other things, the feasibility of providing

1 public transportation, timing of the implementation of the system,
2 system routing, vehicle type, headways, funding sources, and
3 capital and operating costs. In an effort to insure sufficient
4 population to support this type of transit service, the Developer
5 shall coordinate the initiation of this study with transit
6 representatives from County, Lee County, and the FDOT. The
7 Babcock development will be credited with an appropriate reduction
8 in net external trips for the implementation of such a public transit
9 component. The cost of the study may be credited against
10 Developer's proportionate share mitigation.

11 (7) The Developer shall install permanent traffic count stations at all
12 BRC ingress/egress points on the external road network and at the
13 County lines on SR31. The equipment will be turned over to
14 County and County will own and maintain the permanent count
15 station equipment. The cost of the permanent count station
16 equipment will be credited against the DRI's traffic mitigation
17 obligation. Data from the count stations shall be made available in
18 a digital format on a periodic schedule agreed to by County and
19 Developer and without any cost, to Developer.

20 (8) Developer shall provide sufficient queuing lanes and turn lanes
21 along State Road 31 to manage construction traffic in a manner
22 which does not cause substantial delays to other traffic on State
23 Road 31. County and FDOT shall review and approve, the timing

1 of said improvements (which are to be in place concurrent with
2 construction traffic), the locations, dimensions, and configurations
3 in accordance with County and FDOT standards of said
4 construction traffic queuing and turn lanes.

5 C. Incremental Review.

6 (1) Incremental Review Analyses.

7 Development within the BRC, as identified in the AMDA, will undergo a
8 traffic review through an incremental process with traffic studies prepared
9 for each Increment. A transportation methodology meeting will be held
10 with County, Lee County, FDOT, DEO, and the SWFRPC prior to initiating
11 this study. This will allow the study to address specific issues that may be
12 related to any particular Increment. Each Incremental Traffic Study, other
13 than the traffic studies for Increment 1, will establish the trip capture rate
14 for that Increment consistent with Condition 5.B.(2) which will determine
15 the maximum number of PM peak hour trips external to the Property for
16 that Incremental development program. Professionally accepted
17 techniques and data, including FDOT's then current Site Impact Handbook
18 (or its equivalent) and the then current Subdivision Traffic Study
19 Guidelines for County may be considered in establishing the
20 methodologies for the Incremental studies. If agreement cannot be
21 reached with all the State and Regional Review agencies, the SWFRPC
22 will designate a methodology in writing to be used by the Developer.
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1 As a part of this effort, a traffic study will be prepared in support of that
2 Increment. The Project's trip capture rate, estimated number of external
3 PM peak hour trips, traffic impacts, proportionate share of needed
4 improvements, pipelining of the proportionate share, and mitigation will be
5 established for each Increment. A traffic study will be prepared for each
6 Incremental level of development. The traffic study in support of each
7 Increment will estimate the trips external to the Property for that
8 Incremental development program and will include the following.

9 (a) Road segment evaluation of those external road segments
10 significantly impacted by the Incremental development
11 program for the AMDA significant impact area per the 22%
12 ICR portions of Exhibit "F" until such time as Exhibit "F" is
13 amended.

14 (b) Intersection evaluations of those external intersections
15 significantly impacted by the Incremental development
16 program.

17 (c) Identification of roadway and intersection improvements
18 needed to support that level of development and all area
19 growth coincident with buildout of that Incremental
20 development program at the BRC for the AMDA significant
21 impact area per the 22% ICR portions of Exhibit "F" hereto
22 until such time as Exhibit "F" hereto is amended.

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- (d) Identification of the Project's proportionate share of those needed roadway and intersection improvements. Proportionate share mitigation shall be limited to insure that if Babcock meets the requirements of Section 163.3180, F.S., it shall not be responsible for the additional cost of reducing or eliminating backlogs. The project's proportionate share shall be directed (i.e. "pipelined") to one or more mobility improvements that benefit a regionally significant transportation facility. The funding of one or more required mobility improvements that will benefit a regionally significant transportation facility consistent with Section 163.3180(12), F.S., satisfies concurrency requirements as mitigation of Babcock's impact upon the overall transportation system even if there remains a failure of concurrency on other impacted facilities.

- (e) Identification of the Project's traffic mitigation conditions to address its proportionate share of needed mobility improvements and any pipelining of that proportionate share, but not including mitigation for backlogged conditions. Mitigation for impacts to facilities on the State Strategic Intermodal System shall be made after consultation with and with the concurrence of FDOT. Traffic mitigation conditions would include, but not be limited to, commitments to

1 construct or pay for certain mobility improvements, provision
2 of right-of-way, provision of design plans in support of
3 improvements, cash payments to County or applicable
4 maintenance agency and/or combinations of the above, and
5 a mitigation payment schedule.

6 (f) Each Incremental traffic study will include any previously
7 evaluated Increment as Project traffic consistent with
8 Sections 380.06(21)(b) and 380.0651, F.S., and 9J-2.045,
9 F.A.C. Mitigation provided by any previously evaluated
10 Increment shall be credited to the overall impact of the
11 Project.

12 (g) An accounting system will be established so that if the field
13 measured external trips at the end of the particular
14 Increment are less than previously estimated for that
15 Increment, the Developer would be entitled to credits which
16 can be used by the Developer, sold to other parties or
17 carried over to the next Increment. Alternatively, if the actual
18 traffic for that particular Increment is greater than previously
19 estimated, then the Developer will be required to mitigate
20 those additional traffic impacts as part of the then under
21 review Increment.

22 (h) The development approved in each Increment will be vested
23 for traffic concurrency purposes through the scheduled

1 payment of its mitigation requirements (proportionate share)
2 for mobility improvements. The payment schedule and the
3 details of that payment schedule must be established in an
4 enforceable agreement with County or the applicable
5 maintenance agency.

- 6 (i) As provided in the AMDA Agreement, an Incremental traffic
7 study may consider relevant information from previously
8 approved studies or Increments, but no Incremental review
9 will result in a requirement to revise any element or
10 requirement of a previously approved Increment other than
11 the provision in item 5.C.(g) above.

12 (2) Planned Development, Site Plan and Subdivision Plan Approval
13 Within An Increment.

14 Planned development, site plan, and subdivision plan approvals
15 within an Increment will be evaluated for consistency with the Incremental
16 traffic study as set forth below.

- 17 (a) Review the requested approval to verify that the
18 development parameters of the requested approval, when
19 combined with the parameters of any other requested
20 approval already reviewed and approved within the
21 Increment and reflective of any land use conversions, are
22 consistent with the level of development evaluated during
23 the Incremental traffic study.

1 (b) Review of the requested approval to verify that the projected
2 external trips of the requested approval, when combined
3 with the estimated external trips of any other requested
4 approval already reviewed and approved within the
5 Increment and reflective of any land use conversions, does
6 not exceed the external trips evaluated during the
7 Incremental traffic study.

8 (c) Review of the requested approval's access points onto the
9 public roadway network external to the Property to
10 determine if: 1) the proposed access points are consistent
11 with the access established in the Master AMDA, AIDA,
12 and/or public access management standards; 2) the access
13 point intersection will operate at acceptable levels of service
14 coincident with the buildout of the requested approval; 3)
15 identify needed improvements, including signalization, at the
16 access point intersections to maintain acceptable levels of
17 service; and 4) identify the estimated turn lane storage
18 lengths for the needed turn lanes at the access point
19 intersections.

20 (3) The Developer may, at its sole discretion, determine the size,
21 boundaries, land uses, timing, and termination of each Increment.
22 The Developer may file one or more AIDA's for concurrent,
23 overlapping, or sequential increments. Provided, however, the

1 entire project as reflected in this Master DRI development order
2 may not be submitted in only one increment, and any one filing of
3 one or more AIDA's will not include cumulatively among the filing
4 more than fifty percent (50%) of the entire Master DRI Development
5 Program.

6 (4)

7 (a) The Developer's proportionate share obligation, as
8 established per each Increment, shall be directed or
9 pipelined, pursuant to section 163.3180(12), Florida
10 Statutes, to one or more required mobility improvements
11 which may or may not be a part of the AMDA roadway
12 network, which benefit a regionally significant transportation
13 facility and which can be funded by the Developer's
14 proportionate share. The funding of one or more required
15 mobility improvements that will benefit a regionally significant
16 transportation facility consistent with Section 163.3180(12).
17 F.S. satisfies concurrency requirements as a mitigation of
18 Babcock's impact upon the overall transportation system
19 even if there remains a failure of concurrency on other
20 impacted facilities.

21 (b) The Developer may also utilize proportionate fair-share
22 mitigation, consistent with Section 163.3180(16), which may
23 be directed toward one or more specific transportation

1 improvements reasonably related to the mobility demands
2 created by the development and such improvements may
3 address one or more modes of travel. Proportionate fair-
4 share mitigation shall be limited to ensure that a
5 development meeting the requirements of Section
6 163.3180(16), Florida Statutes, mitigates its impact on the
7 transportation system but is not responsible for the additional
8 cost of reducing or eliminating backlogs. The funding of any
9 improvements that significantly benefit the impacted
10 transportation system satisfies concurrency requirements as
11 a mitigation of the development's impact upon the overall
12 transportation system even if there remains a failure of
13 concurrency on other impacted facilities.

14 (5) In addition to, or in the alternative to the pipelining described in
15 provisions 5.C.(1)(d) and 5.C.(4)(a) above, the developer may also
16 mitigate its traffic impacts pursuant to Rule 9J-2.045, F.A.C.

17 (6) Incremental Biennial Monitoring Controls.

18 (a) If the biennial traffic monitoring report for any two year period
19 reveals that the Project's field measured external trips
20 generated by occupied land uses is 80% or more of the
21 maximum number of external PM peak hour trips for the
22 completed Increment(s) and the approved, but uncompleted,
23 Increments and the occupied land uses are less than 50% of

1 the development program approved for approved, but
2 uncompleted, Increment(s), the Developer shall, within 90
3 days of the date of the biennial traffic monitoring report, meet
4 with County Public Works to determine if the most recently
5 approved Incremental traffic study must be updated. If an
6 updated traffic study is required, then an updated list of
7 significantly and adversely impacted road segments and
8 corresponding adjustments in the Increment's proportionate
9 share which are needed to complete the most recently
10 approved Increment will be identified in that updated study.

11 (b) If the biennial traffic monitoring report for any two year period
12 reveals that the Project's field measured external trips
13 generated by occupied land uses exceed the maximum
14 number of external PM peak hour trips for the completed
15 Increment(s) and the approved, but uncompleted,
16 Increment(s), the most recently approved Incremental traffic
17 study will be updated within 120 days of the date of the
18 biennial traffic monitoring report. For that most recently
19 approved Increment, this may result in an updated list of
20 significantly and adversely impacted road segments and a
21 corresponding adjustment in the Increment's proportionate
22 share with the additional proportionate share being directed

1 to one or more mobility improvements as set in Condition
2 5.C.(4).

3 (c) Alternatively, if the Project's field measured external trips
4 exceed the maximum number of external PM peak hour trips
5 for the completed Increment(s) and the approved, but
6 uncompleted, Increment(s), the Developer may declare the
7 most recently approved Increment to be complete in terms of
8 external trips and development program and may submit a
9 new AIDA and Incremental traffic study which may include
10 land area not used in the Increment deemed complete.

11 (d) If the biennial traffic monitoring report reveals that the
12 Project's field measured external trips generated by
13 occupied land uses exceeds the maximum number of trips
14 from the completed Incremental and the approved, but
15 uncompleted, Incremental development program(s) by the
16 thresholds identified in Section 380.06(19), Florida Statutes,
17 then the provisions regarding substantial deviations will take
18 effect.

19 (e) If, at the buildout or completion of an Increment, the
20 measured external trips are less than the maximum number
21 of external trips established for the Increment, then the
22 difference in the proportionate share represented by the
23 difference in those external trips will be credited against the

1 proportionate share projected to be produced by the next
2 subsequent Increment(s).

3 (f) Every two years, the results of the traffic monitoring report
4 will be compiled with the results of the previous reports. The
5 data from these monitoring reports will be used with respect
6 to the applicable components of the development program
7 prepared for the next Increment, as well as the updates of
8 the Master Traffic Study.

9 (g) Under Conditions 5.C.(6)(a), (b), and (d) above,
10 development (including but not limited to: planned
11 development, site plan, and sub-division approvals; building
12 permits; construction; and certificates of occupancy)
13 pursuant to Incremental approvals will not be suspended
14 while the traffic study updates and any adjustments required
15 by those provisions are being finalized.

16 (7) Notice of Lee Road Agreement.

17 Developer and Lee County entered into the Babcock Ranch Community
18 Road Planning Agreement Regarding The Charlotte County Babcock
19 Ranch Overlay District Amendment on May 23, 2006 ("Lee Road
20 Agreement"). The Lee Road Agreement relates to the mitigation of
21 impacts from BRC on Lee County roads. The Lee Road Agreement sets
22 forth various obligations of the parties to the Lee Road Agreement, and is
23 enforceable by its own terms and not pursuant to this Development Order.

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Developer's successors-in-interest and assigns are hereby placed on notice of the Lee Road Agreement and its potential application to development which they may propose to undertake within BRC. A copy of said Agreement shall be made available by Developer upon request of such successors-in-interest and assigns, and a copy shall be on file with the Clerk of the County Commission.

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

2 A. Representations and Commitments as Conditions.

- 3 (1) The exotic pest plant impacted areas, and native plant communities
4 (approximately 5000 acres) will be managed and incorporated into
5 the final preservation areas and consolidated north-south flow-ways
6 and east-west greenways.
- 7 (2) The upland preserve/conservation areas and the wetland preserves
8 will have management that optimizes the value and function of
9 these areas of native habitat.
- 10 (3) There will be an average 100-foot setback from the State Preserve
11 and an average 50-foot setback adjacent to wetlands.
- 12 (4) Internal roadways will be used to inter-connect separate
13 development pods and will be constructed with wildlife crossings in
14 areas where they cross wildlife corridors. The designs, sizes, and
15 locations of these crossings will be coordinated with County and
16 coordinated and approved by staff from the Florida Fish and
17 Wildlife Conservation Commission (FWC) and the US Fish and
18 Wildlife Service. Internal roadways may be constructed across and
19 through primary flow-ways, as long as the hydrological and wildlife
20 corridor functions are maintained through the crossings. The
21 number of such roadways, not including pedestrian boardwalks and
22 bike, electronic cart, hiking, and equestrian trails (paved or

1 otherwise), shall be the minimum necessary for safe and efficient
2 public accessibility between development pods.

3 (5) Roadway layouts in the wildlife corridors will be designed to reduce
4 traffic speeds and minimize the risk of vehicle/wildlife collisions.
5 Traffic calming devices will be employed where appropriate, but will
6 not serve as a substitute for wildlife under crossings or over
7 crossings.

8 (6) Littoral shelves will be constructed within lake systems and will
9 provide additional foraging areas for wildlife. Littoral shelves will be
10 provided along a minimum of ten percent (10%) of the length of the
11 shoreline of each such lake. Littoral shelves will be designed to
12 mimic the functions of natural systems by establishing shorelines
13 that are sinuous in configuration in order to provide increased
14 length and diversity of the littoral zone. Where appropriate, specific
15 littoral shelf planting areas will be established to provide feeding
16 areas for water dependent avian species. Developer will ensure
17 that recorded restrictions on the Property prohibit the removal of
18 littoral shelf plants, unless replaced with similar plants.

19 (7) Site lighting standards will be modeled after the International Dark-
20 Sky Association or similar guidelines. Street lighting will use
21 mechanisms to reduce light pollution such as full shield cut-offs to
22 prohibit light from shining upward, low intensity lighting and other
23 acceptable techniques. Greenways, conservation areas and

1 undeveloped areas bordering these areas where there are unpaved
2 trails will be unlit, or lit to the extent necessary for safety reasons
3 only during periods of designated use.

4 (8) Golf courses will be designed to comply with the goals of the
5 Audubon International Signature Program – Silver Level
6 certification program, with best management practices developed
7 by the Florida Department of Environmental Protection under
8 Section 403.067, F.S. (2005), or with other equivalent certification
9 programs or equivalent best management practices.

10 (9) During the construction process, appropriate measures will be
11 taken to minimize impacts to preserved wetlands and to water
12 quality. Wetland and upland buffer areas to be preserved will be
13 clearly marked in the field to avoid damage of and intrusion into
14 protected areas. Appropriate construction Best Management
15 Practices will be employed. Prior to commencement of construction
16 near preserved wetlands, including proposed water control
17 structures, erosion control devices will be installed to control and
18 reduce soil erosion, sediment transport and turbidity. Such devices
19 (e.g., silt fencing, temporary sediment traps, impoundment areas to
20 control excessive discharges, etc.) will remain in place throughout
21 the duration of construction in an area until construction zones and
22 surrounding areas are stabilized.

- 1 (10) Erosion control methods/devices used during construction will
2 generally conform to applicable standards set forth in FDER's "The
3 Florida Development Manual: A Guide to Sound Land and Water
4 Management," Sections 6-301 through 6-500 of Chapter 6: "Storm
5 Water and Erosion Control Best Management Practices for
6 Developing Areas; Guidelines for Using Erosion and Sediment
7 Control Practices," (ES BMP 1.011.67. FDER, Tallahassee, FL
8 1988).
- 9 (11) Freshwater marsh creation areas will be over excavated and
10 backfilled to final grade with organic soils. Tree, shrub, and prairie
11 planting areas will have topsoil furloughed from the grading area or
12 organic mulch added to achieve final grade.
- 13 (12) Two hydrologic improvement projects are proposed, one in Curry
14 Canal and one on the west side of Telegraph Swamp and
15 southeast of Hamlet II. At a minimum, each project will have new
16 or modified water control structure(s).
- 17 (13) The Developer has prepared an environmental sustainability plan
18 for the Property which calls for protecting environmentally sensitive
19 wetlands and uplands areas, providing for mitigation of certain
20 disturbed areas, enhancing preservation areas, preserving
21 agricultural areas, establishing Greenways and public recreation
22 and environmental education programs. As part of the Developer's
23 implementation plan, the Developer will utilize conservation

1 easements as set forth below. Areas in the Developer's
2 plan identified for mitigation will be included in the ERP for
3 placement under a conservation easement. Wetland Areas in the
4 Developer's plan which are not impacted by the project will be
5 protected by a conservation easement. Existing agricultural uses
6 located within the project but which are outside of the development
7 areas shown on Map H will be placed under a conservation
8 easement which will allow for the continuance of agricultural
9 operations. The upland enhancement and preservation areas
10 identified in the Developer's plan will be placed under conservation
11 easements. Acreages referenced in the Developer's plan are
12 subject to change based on future permitting considerations. All
13 required easements will be granted to the SFWMD or other
14 appropriate governmental entity with a compliance monitoring staff.
15 Easements not required by a condition of an environmental permit
16 may be granted to an appropriate governmental entity or to a non-
17 profit charitable entity that exists for the purpose of holding land for
18 conservation purposes with a compliance monitoring staff. The
19 recording of the conservation easements will be phased concurrent
20 with various AIDA's, construction, and plat approvals.

- 21 (14) (a) To the maximum extent reasonably practicable, above-
22 ground and underground utility lines (e.g., water, sewer,
23 electric, gas, telephone, cable, electronic, etc.) will be

1 located within or adjacent to roadway corridors on the
2 Property. Where this is not practicable, Developer shall
3 consult with County and the pertinent utility to establish a
4 location which minimizes to the maximum degree reasonably
5 practicable impacts on upland enhancement and
6 preservation areas.

7 (b) With respect to the location of major utility transmission lines
8 on the Property, Developer will consult with County and the
9 pertinent utility prior to such location in an effort to minimize
10 impacts from such lines on environmental resources located
11 on the Property.

12 (c) Nothing herein shall preclude the location of utility or
13 transmission lines within the north/south "Limited
14 Transportation, Pedestrian and Utility Corridor" shown on
15 Exhibit "B" hereto.

16 (15) BRC greenways will be maintained in their natural state and kept
17 free of refuse and debris. Category I exotic plant pests as defined
18 by the Florida Exotic Pest Plant Council (EPPC) and as set forth in
19 Exhibit "E" attached hereto and made a part hereof will be
20 controlled to ninety-five percent (95%) occurrence (except for
21 torpedo grass, *Panicum repens*, and cogon grass, *Imperata*
22 *cylindrica*, that will be controlled to a ninety percent (90%)
23 occurrence) in non-agricultural greenway areas. Category II pest

1 plants, as set forth in Exhibit "E" hereto, and other plants reaching a
2 problematic, invasive level will also be controlled to reasonable and
3 achievable levels in non-agricultural greenway areas. Maintenance
4 of these preserve areas will be conducted in perpetuity consistent
5 with state, local, and federal government environmental permit
6 approvals.

7 (16) The prescribed fire plan for BRC will be a program that mimics the
8 natural fire cycle for the various habitat types identified within the
9 mitigation and preserve areas. Prescribed burning will be planned
10 and carried out by a Certified Prescribed Burn Manager (as
11 licensed by the Florida Division of Forestry) and experienced fire
12 crew.

13 (17) The Developer shall dedicate a one (1) acre site and provide a
14 3,000 square feet, pre-fabricated, shell building to County for
15 mosquito control operations use pursuant to the schedule shown on
16 Exhibit "D" hereto.

17 B. Other Conditions.

18 (1) Integrated Pest Management ("IPM") will be utilized in BRC. IPM
19 will involve the monitoring of sites for pest related problems,
20 determining when a problem needs attention and taking appropriate
21 action with the least amount of environmental impact. IPM will
22 maximize the use of biological controls (i.e., bat houses, etc.),
23 organic pest control methods, insecticidal soaps, and fish oils

1 beneficial to lowering the environmental impact of pest control.
2 Property and homeowner education will also be an IPM component
3 within the Community.

- 4 (2) All USFWS and FWC threatened and endangered species
5 management plans ("T&E Plans") for the documented listed
6 species including Florida panther (*Puma concolor coryi*) (E), wood
7 stork (*Mycteria americana*) (E), beautiful pawpaw
8 (*Deeringothamnus pulchellus*) (E), Florida sandhill crane
9 (*Gruscanadenis pratensis*) (T), Eastern indigo snake (*Drymarchon*
10 *corais couperi*) (T), little blue heron (*Egretta caerulea*) (SSC),
11 snowy egret (*Egretta thula*) (SSC), tricolored heron (*Egretta*
12 *tricolor*) (SSC), white ibis (*Eudocimus albus*) (SSC), gopher tortoise
13 (*Gopherus polyphemus*) (T), American alligator (*Aligator*
14 *mississippiensis*) (SSC), Audubon's crested caracara (*Polyborus*
15 *plancus audubonii*) (T), roseate spoonbill (*Platalea ajaja*) (SSC),
16 Sherman's fox squirrel (*Sciurus niger shermani*) (SSC) and Florida
17 burrowing owl (*Athene cunicularia floridana*) (SSC) approved at the
18 time of issuance of this Development Order are incorporated by
19 reference herein and made a part hereof. Any additional species
20 which are listed after the issuance of this Development Order and
21 which are documented in an AIDA shall have a T&E Plan
22 developed and approved by USFWS and FWC and said plan shall

1 be incorporated by reference as a condition of the particular
2 incremental development order.

3 (3) The SFWMD issued Permit Number 08-00119-P on July 6, 2006,
4 which includes certain authorizations and permit conditions, in
5 accordance with its jurisdiction over such matters and the Property.
6 Developer has committed to follow this permit and its conditions,
7 which is a separate and enforceable legal document in accordance
8 with its terms. Compliance with this permit, as it may be amended
9 from time to time, addresses mitigation of certain impacts of the
10 BRC development. Such permit is issued under the authority of an
11 agency other than County and, therefore, shall be subject to
12 enforcement by the issuing agency. County will assist said agency,
13 if requested, in monitoring Developer's compliance with the
14 conditions of said permit. Developers' successors-in-interest and
15 assigns are hereby placed on notice of this permit and its potential
16 application to development which they may propose to undertake
17 within BRC.

18 (4) The United States Army Corps of Engineers issued Permit Number
19 SAJ-1992-264(NW-TWM) on May 22, 2006, which includes certain
20 authorizations and permit conditions, in accordance with its
21 jurisdiction over such matters and the Property. Developer has
22 committed to follow this permit and its conditions, which is a
23 separate and enforceable legal document in accordance with its

1 terms. Compliance with this permit, as it may be amended from
2 time to time, addresses mitigation of certain impacts of the BRC
3 development. The permit is issued under the authority of an
4 agency other than County and, therefore, is subject to enforcement
5 by the issuing agency. County will assist said agency, if requested,
6 in monitoring Developer's compliance with the conditions of said
7 permit. Developers' successors-in-interest and assigns are hereby
8 placed on notice of this permit and its application to development
9 which they may propose to undertake within BRC.

- 10 (5) The United States Army Corps of Engineers issued Permit No.
11 SAJ-2006-6656 (IP-MJD) which includes certain authorizations and
12 permit conditions, in accordance with its jurisdiction over such
13 matters and the Property. Developer has committed to follow this
14 permit and its conditions, which is a separate and enforceable legal
15 document in accordance with its terms. Compliance with this
16 permit, as it may be amended from time to time, addresses
17 mitigation of certain impacts of the BRC development. The permit
18 is issued under the authority of an agency other than County and,
19 therefore, is subject to enforcement by the issuing agency. County
20 will assist said agency, if requested, in monitoring Developer's
21 compliance with the conditions of said permit. Developers'
22 successors-in-interest and assigns are hereby placed on notice of

1 this permit and its application to development which they may
2 propose to undertake within BRC.

- 3 (6) The SFWMD issued Permit No. 08-00004-S-05 (Application No.
4 070330-5) to Developer for a conceptual ERP in accordance with
5 its jurisdiction over such matters and the Property. Developer will
6 follow the authorizations and permit conditions, which is a separate
7 and enforceable legal document in accordance with its terms.
8 Compliance with this permit, as it may be amended from time to
9 time, addresses mitigation of certain impacts of the BRC
10 development. The permit is issued under the authority of an
11 agency other than County and, therefore, is subject to enforcement
12 by the issuing agency. County will assist said agency, if requested,
13 in monitoring Developer's compliance with the conditions of said
14 permit. Developers' successors-in-interest and assigns are hereby
15 placed on notice of this permit and its application to development
16 which they may propose to undertake within BRC.

17 C. Incremental Review.

- 18 (1) The threatened and endangered species management plan ("T&E
19 Plan") is that plan for threatened and endangered species provided
20 for in the ERP and United States Army Corps of Engineers Permit
21 ("ACOEP") for Babcock Charlotte.
- 22 (2) The incremental review will address compliance of the increment
23 with the T&E Plan. It will also address the detailed plan to protect

1 any wetlands in the increment or to mitigate for proposed impacts
2 on such wetlands. Upland habitats of threatened and endangered
3 species (not including species addressed in the Biological Opinion
4 of the U.S. Fish and Wildlife Service for Babcock Charlotte) which
5 are not addressed by the T&E Plan shall also be addressed in the
6 AIDA to maintain such habitats to the extent practicable with the
7 development planned for those areas, or to relocate affected listed
8 species to other appropriate habitat.

9 (3) The incremental review will include an assessment of any pertinent
10 information developed pursuant to a condition of the Master DRI
11 development order which has been developed since the Master
12 DRI development order was issued in order to determine if that new
13 information shows that a change in the T&E Plan is needed in order
14 to provide the same level of protection, remediation, or mitigation
15 that is contemplated in the Master DRI development order.

16 (4) Each AIDA shall identify the number of acres to be contained in the
17 Increment with respect to each of the following Greenway
18 categories and the percentage of the total of each and shall include
19 a companion map:

20 (a) Greenway acreage not under conservation easements

21 (i) agricultural lands

22 (ii) non-agricultural lands

23 (b) Greenway acreage under conservation easements

1 (i) wetland conservation

2 (ii) wetland enhancement

3 (iii) upland conservation

4 (iv) agriculture

5 (5) Each AIDA shall identify any conservation easements over
6 wetlands and uplands which have been delivered.

7 (6) Each AIDA shall include a copy of any wildlife survey which has
8 been conducted pursuant to an ERP or ACOEP since the last AIDA
9 was filed.

10 (7) Each AIDA shall provide an updated Greenway Map.

11 (8) Each AIDA including roadway within a wildlife corridor will detail the
12 roadway design features to be employed with regard to surface
13 material, lighting, signage, access, and speed limits. The existing
14 unpaved North/South road corridor located along the east Property
15 line may serve as a transportation, pedestrian, and utility (e.g.
16 wells, lift stations, transformers, pump stations, associated lines
17 and infrastructure for water, wastewater, gas, electric, cable,
18 electronic, etc.) corridor consisting of not more than 120 feet in
19 width with a maximum speed limit of 20mph. The existing
20 North/South road shall not be modified beyond its current existing
21 maximum width, nor paved, unless such modification has been
22 considered in an AIDA review and approved in an Incremental
23 development order, or has been reviewed and approved pursuant

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1 to a Notification of Proposed Change (“NOPC”) to a development
2 order.

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

2 A. Representations and Commitments as Conditions

3 (1) Low Flow Fixtures: Low volume plumbing fixtures will be installed
4 in all new homes and businesses. The plumbing fixtures will
5 comply with the following maximum flow volumes at 80 psi:

6 Toilets: 1.6 gallons per flush

7 Shower heads: 2.5 gallons per minute

8 Faucets: 2.0 gallons per minute

9 (2) Customer billing by Town and Country Utilities Company will be
10 based on the use of water conservation-based rate structures.

11 (3) Leak Detection: Town and Country Utilities Company will
12 implement leak detection programs in the event water losses
13 exceed 10 percent. Site tours and routine maintenance personnel
14 trips along water supply and distribution lines will also be
15 conducted. On a monthly basis, metered usage will be compared
16 to the master potable supply meter reading.

17 (4) Town and Country Utilities Company will distribute literature to
18 households describing water conservation practices.

19 (5) Drought-Tolerant Landscaping: The use of native landscaping and
20 the Florida Yards and Neighborhoods Program principles will be
21 incorporated throughout the project site.

22 (6) Reuse Water: Irrigation water will utilize reclaimed water produced
23 by the water reclamation facility. During times when irrigation

1 demand exceeds reclaimed water supply, irrigation water will be
2 derived from the on-site lake system. The lake system will be
3 replenished with ground water.

4 (7) Leak Detection Program: Reports of water leaks will be directed to
5 personnel during business hours. Site tours and routine
6 maintenance personnel trips along water supply and distribution
7 lines will also be conducted. On a monthly basis, customer
8 metered usage will be compared to the master meter reading.

9 (8) Irrigation System Design: Rain sensors and/or soil moisture
10 sensors are required for irrigation systems within the project site in
11 order to preclude irrigation during rainfall events. The project will
12 install low flow irrigation systems for common areas where
13 reasonably practicable.

14 (9) Fertilization Program: Written fertilization guidelines will be
15 developed that establish standards for all common area fertilization
16 and guidelines for individual property owners. The guidelines will
17 comply with SWFRPC Resolution 2007-1 to the extent adopted by
18 County and as it may be modified by County from time to time,
19 except that reuse irrigation water may be applied within 25 feet of a
20 wetland or water body. The program will be based on the results of
21 soil samples, water sources, drainage patterns, and the landscape
22 planned. This program will be designed to provide sufficient
23 nutrition to sustain density and vigor for the landscape plantings

1 intended for the Community that will enhance their resistance to
2 disease, weeds, and insects. Education of residents and
3 landscape maintenance contractors will be included in the program.
4 The program standards will include an annual schedule for
5 applications of controlled release and slow release fertilizers. The
6 program will also identify appropriate buffer requirements for all
7 areas on the site with respect to wetlands and all natural or created
8 bodies of water. The above fertilization program does not eliminate
9 the requirement of compliance with any County fertilizer ordinance.

10 (10) Various types of on-site wastewater treatment systems may be
11 used permanently at the plant nursery, the North Babcock Area,
12 restroom facilities in the project's trail system, and the mining office.
13 Pursuant to F.S. 381.0065(4), as may be amended, an operating
14 permit must be obtained prior to the use of any aerobic treatment
15 unit or if the establishment generates commercial waste. Buildings
16 or establishments that use an aerobic treatment unit or generate
17 commercial waste will be subject to annual inspections by the State
18 Department of Health to assure compliance with the terms of the
19 operating permit. Any currently permitted uses of such systems
20 may continue pursuant to existing, modified, and renewed permits.

21 (11) On-site wastewater treatment systems may be utilized at selected
22 locations such as construction trailers, sales centers, and other
23 non-residential facilities where centralized sewer is not currently

1 available. Each of these non-permanent systems must be licensed
2 as in paragraph (10) above and may continue to be used for five (5)
3 years from the date of installation of each system and thereafter
4 must be abandoned in accordance with state and County
5 regulations. Notwithstanding the foregoing, models, sales centers
6 and associated construction trailers may be extended on an annual
7 basis as needed and such consent by County shall not be
8 unreasonably withheld.

9 (12) Bio-solids may be converted into a Class AA residual that may be
10 used as a slow release fertilizer on the site, provided this use meets
11 applicable permitting conditions for the site.

12 B. Other Conditions.

- 13 (1) The proposed water treatment and distribution and wastewater
14 collection and treatment systems will be designed consistent with
15 current County standards.
- 16 (2) All potable water facilities, including any possible on-site potable
17 water treatment plants, will be properly sized to supply average and
18 peak day domestic demand, in addition to fire flow demand, at a
19 flow rate approved by the County Fire Department.
- 20 (3) The lowest quality of water available and acceptable should be
21 utilized for all non-potable water uses.

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- (4) Irrigation systems for new construction will comply with County's irrigation and landscaping ordinance, as may be amended from time to time.
- (5) Town and Country Utilities Company or its successor or assigns will provide water, wastewater, and reclaimed water to BRC.
- (6) SFWMD issued Permit Number 08-00122 W, in October 2007, which includes certain authorizations and permit conditions, in accordance with its jurisdiction over such matters and the Property. Developer has committed to follow this permit and its conditions, which is a separate and enforceable legal document in accordance with its terms. Compliance with this permit, as it may be amended from time to time, addresses mitigation of certain impacts of the BRC development. Such permit is issued under the authority of an agency other than County and, therefore, shall be subject to enforcement by the issuing agency. County will assist said agency, if requested, in monitoring Developer's compliance with the conditions of said permit. Developers' successors-in-interest and assigns are hereby placed on notice of this permit and its potential application to development which they may propose to undertake within BRC.
- (7) Developer may apply for a permit(s) from the SFWMD for non-potable (landscape irrigation) withdrawals, in accordance with its jurisdiction over such matters and the Property. Upon issuance,

1 Developer will follow the authorizations and permit conditions,
2 which will be a separate and enforceable legal document in
3 accordance with its terms. Compliance with this permit, as it may
4 be amended from time to time, will address mitigation of certain
5 impacts of BRC development. Such permit will be issued under the
6 authority of an agency other than County and, therefore, shall be
7 subject to enforcement by the issuing agency. County will assist
8 said agency, if requested, in monitoring Developer's compliance
9 with the conditions of said permit. Developers' successors-in-
10 interest and assigns are hereby placed on notice of this permit
11 application and its potential application to development which they
12 may propose to undertake within BRC.

13 C. Incremental Review.

- 14 (1) The AIDA which includes the North Babcock Area shall identify the
15 water and wastewater treatment option(s) which will be employed in
16 the North Babcock Area.
- 17 (2) Each AIDA shall include an updated Primary Utility Corridor map.
- 18 (3) Each AIDA shall identify the source of water for the Increment and
19 the service provider.
- 20 (4) Each AIDA shall identify the service provider and the type(s) of
21 wastewater treatment system(s) to be used in the Increment and
22 their duration(s) of use.

1 (5) A centralized wastewater treatment system, in the form of package
2 plants, shall be limited to 1.5 MGD (not including wastewater
3 treatment options[s] which will be employed in the North Babcock
4 Area).

5 (6) Package plants shall be bonded to ensure that planned conversion
6 to a permanent centralized wastewater treatment system will be
7 funded. Prior to approval of the applicable Incremental
8 development order, County and Developer shall devise a
9 methodology to determine bonding requirements to maintain and
10 operate the package plants in the event of abandonment, which
11 shall include a bond amount based upon the differential between
12 the anticipated revenue generated from the then current County
13 utility rates and the anticipated cost to operate and maintain said
14 package plants for fifteen (15) years from the date of construction.
15 Such bond shall be released upon the construction of the
16 permanent centralized wastewater system discussed below.

17 (7) During the appropriate Increment, Developer shall submit plans for
18 the permanent centralized water and/or wastewater treatment
19 plants or portions thereof (not including the package plants
20 provided above) to County. County shall have thirty (30) days to
21 review said plans for compliance with County standards and to
22 provide comment on the plans compliance with County standards
23 to Developer. Developer shall have thirty (30) days to review and

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1 respond to County's comments. County shall then have thirty (30)
2 days to review Developer's comments and to provide Developer
3 with any additional comments regarding the plans compliance with
4 County standards.

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1 **8. HISTORICAL AND ARCHEOLOGICAL SITES**

2 A. Representations and Commitments as Conditions - No relevant
3 provisions.

4 B. Other Conditions.

5 (1) A Cultural Resources Survey was prepared and approved by the
6 Florida Department of State, Division of Historical Resources
7 ("DHR"). No cultural resources eligible for listing on the National
8 Register of Historic Places were identified within the BRC, and the
9 development is unlikely to affect historic properties. If any
10 archaeological/historical resources are discovered during the
11 development activities, all work that might cause damage to such
12 resources shall cease immediately, and the Developer shall contact
13 the DHR, SWFRPC, and County so that a state-certified
14 archaeologist can determine the significance of the findings and
15 recommend appropriate preservation and mitigation actions, as
16 necessary.

17 (2) When County establishes a local register of historical sites, any
18 sites in BRC which qualify for listing on the local register will be
19 listed. Any protection of such resources will be subject to
20 agreement between Developer and County.

21 (3) By the end of the second DRI Increment, Developer will establish a
22 permanent display of the history of the Babcock Ranch, including
23 but not limited to the railroad and telegraph facilities.

1 C. Incremental Review. – None.

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1 **9. EDUCATION**

2 A. Representations and Commitments as Conditions.

3 The Developer shall dedicate five school sites on the Property: three
4 elementary schools (20 acres each), one middle school (30 acres), and
5 one high school (50 acres), and an educational service center (25 acres).
6 Site acreages are net developable acres exclusive of jurisdictional
7 wetlands and listed species habitat areas. These sites will be delivered on
8 the schedule set forth in Exhibit "D", attached hereto, as that schedule
9 may be revised by agreement of Developer and the Charlotte County
10 School Board.

11 B. Other Conditions. Public facilities such as parks, libraries, and community
12 centers shall be co-located with schools to the extent reasonably
13 practicable. Elementary schools shall be encouraged as focal points for
14 neighborhoods.

15 C. Incremental Review. Developer shall provide anticipated student
16 generation numbers as part of an AIDA using student generation rates
17 contained in the Student Impact Analysis form.

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1 **10. POLICE AND FIRE**

2 A. Representations and Commitments as Conditions.

3 (1) District shall construct the shells of the law enforcement and
4 fire/rescue buildings. The term "shell" means site preparation,
5 foundations, laying of all utilities, exterior building structural
6 components (including all exterior windows and doors), interior
7 unfinished load-bearing walls and floors, stairs, elevators, and
8 general building MEPF (mechanical, electrical, plumbing, and fire)
9 systems, but not including MEPF systems specific to a floor plan
10 layout. The building shells may be constructed in phases. The
11 building shells shall be completed by District and turned over to
12 County on the schedule set forth in Exhibit "D" attached hereto.
13 Until the turnover to County, District shall be responsible for
14 maintenance of the building shells and the associated building
15 landscaping and any costs of operations elected by District to be
16 incurred prior to said turnover(s). If the District elects to operate
17 any such buildings prior to turnover to County, County will consider
18 an operational contract with District. The Developer or District shall
19 be reimbursed from the impact fees, but only up to the amount of
20 the impact fees collected from the Development (not including any
21 interest earned by County), for the design and construction costs of
22 those buildings and the costs of all associated infrastructure; i.e.,
23 water, sewer, paving, drainage, landscaping, lighting, signage, etc.

1 (collectively the "Costs"), but not for the sites. District shall be
2 reimbursed by County from funds other than impact fees collected
3 from the Development for the Costs of any portion of a building
4 requested by County which is in excess of that required by County
5 standards to satisfy the demand for the building created by the
6 Development Program.

- 7 (2) Site acreages are net developable acres exclusive of jurisdictional
8 wetlands and listed species habitat areas. The sites shall be
9 conveyed with exotic pest plants removed, infrastructure provided,
10 and on a schedule set forth in Exhibit "D" attached hereto.

11 B. Other Conditions.

- 12 (1) The fire flows required for the BRC will be provided. Adequate
13 system storage and pumping capacity will be installed to provide
14 the required flows. Distribution system pipes will be sized to deliver
15 the fire flows to the buildings to meet the requirements of the
16 National Fire Protection Association.
- 17 (2) As the development of the project progresses, the Developer will
18 coordinate with the Sheriff's Office prior to or during site plan review
19 regarding security measures and features that will likely deter
20 criminal activity in the BRC.
- 21 (3) Four sites totaling 10.25 acres will be dedicated for police and/or
22 fire rescue operations and for a communications tower. Site
23 acreages are net developable acres exclusive of jurisdictional

1 wetlands and listed species habitat areas. The Sheriff's facility will
2 be co-located within a central fire/rescue building on a 5.75 acre
3 site along with the fire and police communications tower on that
4 site. Any additional acres requested by County for such operations
5 will be subject to payment by County pursuant to a purchase
6 contract negotiated between Developer and County.

7 (4) The District shall place an interim fully operational double-wide
8 trailer at least 24 feet in width and 60 feet in overall length as the
9 first Sheriff's Sub-Station next to the existing fire station located on
10 SR 31 which will utilize the utilities serving the existing fire station.

11 (5) An EMS vehicle will be provided by Developer pursuant to the
12 schedule in Exhibit "D" hereto. The housing of that vehicle will be
13 the responsibility of County.

14 (6) The public purpose buildings and sites shall be subject to the land
15 development regulations and architectural guidelines established
16 for the Property.

17 (7) All law enforcement, fire, and EMS impact fees collected from the
18 Development (not including any interest earned by County) shall be
19 provided to District in the form of reimbursements.

20 (8) Babcock is intended to be a "Firewise" community and will employ
21 "Firewise" principles where appropriate. The County's Office of
22 Emergency Management will cooperate with and assist the District
23 in this endeavor.

1 C. Incremental Review.

2 (1) Each AIDA shall include an updated Exhibit "D" schedule.

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1 **11. SOLID/HAZARDOUS/MEDICAL WASTE**

2 A. Representations and Commitments as Conditions. – None.

3 B. Other Conditions.

4 (1) The project shall be bound by all applicable recycling requirements
5 in effect in the County at the time of the development, and all solid
6 waste shall be disposed of by a waste hauler licensed by the State
7 of Florida.

8 (2) Any buildings where hazardous materials, or waste, is to be used,
9 displayed, handled, generated or stored shall be constructed with
10 impervious floors with adequate floor drains leading to separate
11 impervious holding facilities that are adequate to contain and safely
12 facilitate cleanups of any spill, leakage, or contaminated water.

13 (3) Discharge of hazardous waste effluent into the sewage system
14 shall be prohibited unless approved by permit issued by FDEP.
15 There shall be no discharge of hazardous waste or of medical
16 wastes from medical facilities into septic tanks.

17 (4) Any business within the BRC that generates hazardous waste will
18 be responsible for the temporary storage, siting and proper disposal
19 of the hazardous waste generated by such business. However,
20 there will be no siting of hazardous waste storage facilities contrary
21 to the County zoning regulations. There shall be no disposal of
22 hazardous waste within the BRC.

- 1 (5) Any off-site disposal of hazardous waste will be the responsibility of
2 the business that has generated the hazardous waste subject to all
3 applicable local, state, and federal regulations.
- 4 (6) Restaurant operators will be required to comply with the County's
5 grease trap ordinance that requires routine maintenance of the
6 grease removal system.
- 7 (7) The responsibility for disposing of medical and hazardous waste
8 lies with the waste generator in accordance with local, state and
9 federal law.
- 10 (8) Any commercial operations that routinely handle extremely
11 hazardous chemicals (such as the water and wastewater treatment
12 facilities, hospitals and golf courses) will be required to comply with
13 OSHA and NFPA fire and life safety requirements as well as all
14 other local, state, and federal requirements.
- 15 (9) Natural gas is identified as a source of energy for the development.
16 The Developer will meet with the Charlotte County Fire &
17 Emergency Medical Services Department to advise it of the location
18 of gas lines prior to installing such lines.
- 19 (10) All grease traps will be required to comply with local and state
20 codes. The wastewater from these grease traps will be sent to a
21 centrally located wastewater treatment facility, designed to comply
22 with the applicable effluent quality requirements. The captured
23 grease will be hauled off by a licensed hauler.

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C. Incremental Review.

(1) Each AIDA will indicate whether or not the proposed Increment will be part of the County's Sanitation District, and if not, what other option will be used. Each AIDA will include a letter from the service provider that collection will be provided and a letter of availability regarding landfill capacity for the proposed Increment.

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1 **12. AIR**

2 A. Representations and Commitments as Conditions.

3 Dust prevention on development sites will employ wet or other
4 suppression options consistent with applicable NPDES requirements.
5 Unpaved roads will be watered as needed. Paving of roads will be
6 performed as early in the construction schedule as is reasonably possible.

7 B. Other Conditions.

8 BRC shall comply with any applicable FDEP regulations regarding air
9 quality.

10 C. Incremental Review. – None.

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1 **13. HURRICANE PREPAREDNESS**

2 A. Representations and Commitments as Conditions.

3 The District will build the shells of community center civic buildings and
4 certain portions of public school buildings on the Property to hurricane
5 building standards per American Red Cross publication #4496, and said
6 buildings will be equipped with emergency generators.

7 B. Other Conditions.

8 (1) District shall develop a hurricane preparation and shelter
9 information program for the residents of the Property which will
10 include annual awareness communications to residents. The
11 appropriate County departments dealing with emergency
12 preparedness will cooperate with and assist the District in the
13 development of this program. A copy of the information program
14 shall be provided to County prior to the first residential closing.

15 (2) To encourage sheltering in place, hurricane window protection shall
16 be offered as an option to the initial purchasers of single-family
17 residences in BRC.

18 C. Incremental Review. – None.

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1 **14. OPEN SPACE, PARKS, AND LIBRARY**

2 A. Representations and Commitments as Conditions.

3 (1) Developer agrees to provide a minimum of thirty-five (35%) percent
4 of the gross acreage of the BRC as open space. "Open Space"
5 shall consist of the Primary Greenway Plan, non-residential
6 vegetated green space (including, but not limited to, community
7 supported agriculture and community gardening), lakes and ponds
8 not engineered for stormwater, lakes and ponds engineered for
9 stormwater with general public access, hiking trails, greenways,
10 bike paths, upland and wetland areas. Active uses such as ball
11 fields, golf courses and other related recreation uses can be
12 counted toward Open Space, but only 50% of the area can be
13 utilized for calculation purposes.

14 (2) BRC will provide 19.5 acres of mini-parks, 58.4 acres of
15 neighborhood parks, and 177.9 acres of community/regional parks,
16 totaling 255.8 acres, as well as other open space areas within
17 neighborhoods, which will exceed the expected demand created by
18 BRC. As set forth on Exhibit "D" attached hereto, the community
19 and regional park buildings and parks site improvements are
20 required by the issuance of the 5,900th dwelling unit certificate of
21 occupancy. Each neighborhood park with pavilion and restrooms
22 will be required by the issuance of the 500th dwelling unit certificate
23 of occupancy within each of the neighborhoods.

- 1 (3) One site totaling 15 acres will be dedicated for a library. Site
2 acreage is net developable acres exclusive of jurisdictional
3 wetlands and listed species habitat. Developer shall be required to
4 fund the construction of a 24,000 square foot library shell building.
5 The County may desire to construct a library facility totaling 40,000
6 square feet. The County and the Developer agree to cooperate
7 with respect to the design, construction and funding of this library
8 facility. Developer shall fund the library shell building costs for
9 24,000 square feet and the County shall fund the construction of
10 the library shell building costs for 16,000 square feet, in addition to
11 the construction completion of the library facility herein. Phase I of
12 the library to be provided by the issuance of the 10,000th dwelling
13 unit certificate of occupancy, and Phase II of the library to be
14 provided by the issuance of the 15,000th dwelling unit certificate of
15 occupancy as shown on the schedule in Exhibit "D".
- 16 (4) The parks and library sites shall be conveyed with exotic pest
17 plants removed and infrastructure provided.
- 18 (5) District shall construct the shells of the public purpose buildings
19 (including park and library facilities). The term "shell" means site
20 preparation, foundations, laying of all utilities, exterior building
21 structural components (including all exterior windows and doors),
22 interior unfinished load-bearing walls and floors, stairs, elevators,
23 and general building MEPF (mechanical, electrical, plumbing, and

1 fire) systems, but not including MEPF systems specific to a floor
2 plan layout. The building shells shall be completed by District and
3 turned over to County on the schedule shown on Exhibit "D"
4 attached hereto. Until the turnover to County, District shall be
5 responsible for maintenance of the building shells and the
6 associated building landscaping and any costs of operations
7 elected by District to be incurred prior to said turnover(s). If the
8 District elects to operate any such buildings prior to turnover to
9 County, County will consider an operational contract with District.
10 The Developer or District shall be reimbursed from the impact fees,
11 but only up to the amount of the impact fees collected from the
12 Development (not including any interest earned by County), for the
13 design, construction, and permitting costs of those buildings and
14 the costs of all associated infrastructure; i.e., water, sewer, paving,
15 drainage, landscaping, lighting, signage, etc. (collectively the
16 "Costs"), but not for the sites. District shall be reimbursed by
17 County from funds other than impact fees collected from the
18 Development for the Costs of any portion of a building requested by
19 County which is in excess of that required by County standards to
20 satisfy the demand for the building created by the Development
21 Program.

- 22 (6) District or Developer shall prepare the master plans for the park
23 sites in consultation with County and at no cost to the County. The

1 County shall participate with the design team in development of the
2 master plans.

3 (7) The parks and library buildings and sites shall be subject to the
4 land development regulations and architectural guidelines
5 established for the Property.

6 B. Other Conditions.

7 (1) All landscaped open space areas shall be replanted with native
8 vegetation after construction.

9 (i) Ninety percent (90%) of the trees and ninety percent (90%)
10 of the shrubs installed in public areas will be native plants.

11 (ii) Seventy-five percent (75%) of the total number of required
12 trees and seventy-five percent (75%) of the shrubs installed
13 in privately owned areas will be native plants.

14 (iii) One hundred percent (100%) of the trees and shrubs
15 installed in primary greenways will be native plants.

16 (iv) All plants listed on the Florida Exotic Pest Plant Council's
17 2007 List of Invasive Plant Species Category I and II, as set
18 forth in Exhibit "E" attached hereto and incorporated herein
19 by reference are prohibited for use as landscaping material.

20 (v) Plant material used for landscaping must conform to the
21 standards for Florida Number 1, or better as given in Grades
22 and Standards for Nursery Plants (1998 or latest), and
23 Grades and Standards for Nursery Plants Florida

1 Department of Agriculture and Consumer Services,
2 Tallahassee, Florida.

3 (2) General agricultural operations may be conducted in accord with
4 the Land Development Code.

5 (3) The mining lake located immediately west of the northernmost
6 Major Park shown on Map H will be reclaimed in accordance with
7 the approved Reclamation Plan and the County permit upon the
8 cessation of mining in the lake and will be incorporated into the plan
9 for said park (although remaining in District ownership) for park
10 uses, subject to restrictions and requirements of SFWMD and/or
11 other governing agencies, and will be connected to the Greenway.

12 (4) The parks and library buildings shall be completed, staffed, and
13 opened by County on the schedule shown on Exhibit "D" attached
14 hereto.

15 (5) Public facilities such as parks, libraries and community centers will
16 be co-located with schools to the extent reasonably practicable.
17 Elementary schools will be encouraged as focal points for
18 neighborhoods.

19 (6) All parks and library impact fees collected from the Development
20 (not including any interest earned by County) shall be provided to
21 District in the form of reimbursements.

1 (7) The common recreational areas and common open spaces will be
2 maintained by either a master property owner's association, the
3 District, or a Chapter 190 Community Development District.

4 (8) Vegetated upland areas within conservation areas will be part of
5 the extensive recreational open space system of BRC.

6 C. Incremental Review.

7 (1) Each AIDA shall provide the number of acres of Open Space to be
8 provided in the Increment and the cumulative number with other
9 approved Increments.

10 (2) Each AIDA shall include an updated Exhibit "D" schedule.

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1 **15. HOSPITALS AND HEALTHCARE**

2 A. Representations and Commitments as Conditions. – None.

3 B. Other Conditions.

4 Hospital beds and assisted living facilities may be provided within BRC
5 subject to applicable licensing.

6 C. Incremental Review.

7 Each AIDA shall indicate whether or not a certificate of need has been, or
8 will be, filed for hospital or other healthcare facilities in the proposed
9 Increment.

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1 **16. ENERGY**

2 A. Representations and Commitments as Conditions.

3 (1) All community recreational facilities and businesses will be
4 encouraged to have bicycle parking facilities located closer to the
5 building entrances than non-handicapped parking spaces.

6 (2) Developer will evaluate internal transit options, and will implement
7 options determined by the evaluation to be economically viable.

8 (3) Window design, as well as other design features such as building
9 orientation, solar roof access, overhangs, shading through
10 landscape or interior shades, porches, free standing walls, fences,
11 louvers, awnings, or shutters will be considered to optimize energy
12 efficiency.

13 (4) The material choices for streets, parking lots, sidewalks, and the
14 trail system shall be selected to encourage the reduction of the heat
15 island effect. Alternatives to impervious pavement, and the use of
16 open areas, landscaping and shade trees will be an integral
17 component of the design.

18 (5) Lighting for streets, parking, recreation and other public areas
19 should include energy efficient fluorescent/electronic ballasts,
20 photovoltaics, low voltage lighting, motion sensors and/or timers on
21 lighting and full cut-off luminaries in fixtures that comply with the
22 International Dark-Sky Association standards.

- 1 (6) Water closets will have a maximum water usage of 1.6
2 gallons/flush. Showerheads and faucets will have a maximum flow
3 rate of 2.5 gallons/minute at 80 psi water pressure. Faucet
4 aerators will limit flow rates to 0.5 gallons per minute.
- 5 (7) A primarily native plant pallet to reduce water consumption
6 throughout the community will be used as referenced in Section 14,
7 Open Space, Parks and Library, above. Additionally, Developer will
8 strive to use innovative irrigation technology, such as drip irrigation,
9 moisture sensors, and micro spray heads to reduce irrigation water
10 use.
- 11 (8) All recreational areas as well as the integrated sidewalks, trails, and
12 paths shall include shade trees where design allows.

13 B. Other Conditions.

- 14 (1) Commercial and residential buildings shall comply with the Florida
15 Energy Efficiency Code for Building Construction.
- 16 (2) Site development shall comply with the Florida Green Building
17 Coalition Certification Standards or equivalent green building
18 standards.
- 19 (3) One Zero Energy Home ("ZEH") model will be built to feature and
20 promote net zero energy efficient housing.
- 21 (4) The Developer shall allow potential home buyers to select
22 photovoltaic systems, solar hot water heaters, and other alternative

1 energy or energy efficient features as an option that is clearly listed
2 in marketing materials.

- 3 (5) Recognizing that green building, efficient energy alternatives and
4 the integration of existing and future technology is important and
5 rapidly evolving, the Developer shall continue to evaluate
6 alternatives and create a green building program of options
7 available to the homes and businesses to be built in BRC. Specific
8 programs may include, but are not limited to, higher efficiency
9 appliances, higher efficiency HVAC systems, solar hot water
10 heaters, solar pool heaters, programmable thermostats, net
11 metering as allowed by State law (when and if available under the
12 law) and other. Inasmuch as alternative methods of producing and
13 providing energy is also evolving, the Developer shall work with the
14 State and local power suppliers (LCEC and FP&L) and with
15 suppliers of other commercially reasonable technologies, or
16 combinations thereof, with the objective to create practical and
17 affordable energy options to reduce the consumption of non-
18 renewable energy sources and to encourage the use of renewable
19 energy sources within BRC. Developer shall also explore the
20 usefulness and feasibility in Southwest Florida of green roofs (or
21 suitable alternatives) for residential and commercial buildings, to
22 further reduce energy demands. Compliance with this condition
23 shall be shown by including in the biennial reports a summary of

1 the green building efforts and program to date and the green
2 options made available to homes and businesses.

3 C. Incremental Review. – None.

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1 **17. MINING OPERATIONS**

2 A. Representations and Commitments as Conditions.

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

7 B. Other Conditions. – None.

8 C. Incremental Review. – None.

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

2 County has determined that the BRC project is consistent with the County
3 Comprehensive Plan.

4 **19. BIENNIAL REPORTS**

5 The Developer, or its successor(s)-in-title to the undeveloped portions of the
6 Property, must submit a biennial report to the County, the SWFRPC and the DEO, on
7 Form RPM-BSP Annual Report – 1. This report must describe the stage of development
8 and the status of compliance with the DRI development order conditions as of the date
9 of submission and be consistent with the rules of DEO. The first monitoring report must
10 be submitted to the DRI Coordinator for SWFRPC, DEO, and County no later than two
11 years after the effective date of this development order. Further reporting must be
12 submitted not later than once every two years for subsequent calendar years thereafter,
13 until Buildout, whether actual or declared. Failure to comply with this biennial reporting
14 procedure is governed by Subsection 380.06(18), Florida Statutes, which provides for
15 the temporary suspension of the DRI development order. The Developer must inform
16 successors-in-title to any undeveloped portion of the real property covered by this
17 development order of this reporting requirement.

18 **20. CHANGED CONDITIONS**

19 If County, during the course of monitoring the development, can demonstrate that
20 substantial changes in the conditions underlying the approval of the development order
21 has occurred or that the development order was based on substantially inaccurate
22 information provided by the Developer, resulting in additional substantial regional
23 impacts, then a substantial deviation shall be deemed to have occurred.

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21. COMPLIANCE MONITORING

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

22. EXEMPTION FROM DOWNZONING AND DENSITY/INTENSITY REDUCTION

Pursuant to Subsection 380.06(15)(c)3, Florida Statutes, this project is exempt from downzoning, intensity reduction, or unit density reduction until September 9, 2042, unless County can demonstrate that substantial changes in the conditions underlying the approval of the development order have occurred or the development order was based on substantially inaccurate information provided by the Developer or that the change is clearly established by local government to be essential to the public health, safety, or welfare.

23. COMMENCEMENT OF DEVELOPMENT

Development shall commence in accordance with the deadline(s) established in the Incremental development orders.

24. PROJECTED BUILDOUT

The project is being built in Increments. Buildout of the final Increment is projected to occur on or about September 9, 2042 (“Buildout Date”).

25. EXPIRATION DATE

The expiration date for this Development Order is March 3, 2044.

1 **26. DEVELOPMENT PERMITS**

2 Subsequent requests for development permits shall not require further review
3 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
5 more of the following items listed in Paragraphs A and B is present. Upon such a
6 finding, the Board may take any action authorized by Subsection 380.06(19), Florida
7 Statutes, pending issuance of an amended development order.

8 A. A substantial deviation from the terms or conditions of this development
9 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
11 substantial deviation from the approved development plans which create a reasonable
12 likelihood of additional regional impacts or other types of regional impacts which were
13 not previously reviewed by the SWFRPC; or

14 B. An expiration of this development order as provided herein.

15 **27. GENERAL PROVISIONS**

16 The approval granted by this development order is limited. Such approval shall
17 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
20 ensure that the necessary applications to County, the issuance of permits and the
21 conduct of inspections occur expeditiously and that development is not impeded by
22 unnecessary delays associated with such applications, permit issuances, and
23 inspections.

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

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

8 D. If there is a conflict between a provision in this development order and a
9 provision in an ERP, a Consumptive Use Permit ("CUP") or ACOEP, the provision in the
10 ERP, CUP, or ACOEP shall prevail.

11 E. In the event that any portion or section of this development order is
12 determined to be invalid, illegal, or unconstitutional by a court or agency of competent
13 jurisdiction, such decision shall in no manner, affect the remaining portions of this
14 development order which shall remain in full force and effect.

15 F. This development order shall be binding upon the County and the
16 Developer, its assignees or successors-in-interest.

17 G. This development order shall become effective as provided by law.

18 H. Certified copies of this development order shall be provided by the County
19 to DEO and the SWFRPC as provided in Subsection 380.06(25)(g), Florida Statutes.

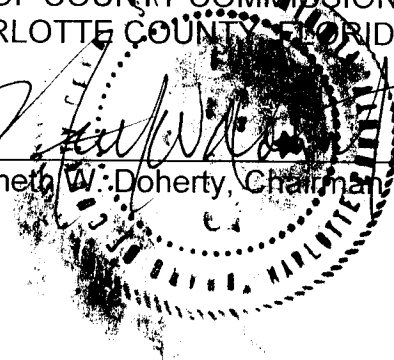
20 I. This Resolution shall be recorded in the Minutes of the Board.

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PASSED AND DULY ADOPTED this 28TH day of January, 2014.

BOARD OF COUNTY COMMISSIONERS
OF CHARLOTTE COUNTY, FLORIDA

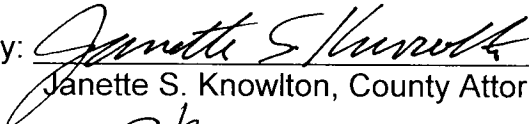
By: 
Kenneth W. Doherty, Chairman



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

By: Michelle DiBerardino
Deputy Clerk

APPROVED AS TO FORM
AND LEGAL SUFFICIENCY:

By: 
Janette S. Knowlton, County Attorney
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EXHIBITS


- 1
- 2 Exhibit A Legal Description
- 3 Exhibit B Master Concept Plan (Map H)
- 4 Exhibit C Questions to be addressed in AIDA's
- 5 Exhibit D Updated Summary of Land Dedications and Facilities
- 6 Construction
- 7 Exhibit E Florida Exotic Pest Plant Council's 2007 List of
- 8 Invasive Plant Species
- 9 Exhibit F Master (Buildout 2035) Roadway Network with Initial
- 10 Internal Capture Rate – 22% and with Developer's
- 11 Estimated Community Capture Rate – 60%

Legal Description

CHARLOTTE COUNTY PARCEL:

A parcel of land lying within Sections 29, 31 through 33, Township 41 South, Range 26 East, AND, Sections 4 through 10, Sections 15 through 17 and Sections 19 through 36, Township 42 South, Range 26 East, Charlotte County, Florida, being more particularly described as follows:
 Commence at the Southwest corner of Section 31, Township 42 South, Range 26 East and run S89°41'45"E, along the South line of said Section 31, a distance of 50.00 feet to a point on the East right-of-way line of State Road No. 31, said point also being the Point of Beginning of the parcel of land herein described; Thence continue S89°41'45"E a distance of 5,189.75 feet to the Southwest corner of Section 32, Township 42 South, Range 26 East; Thence S89°41'45"E a distance of 5,306.08 feet to the Southeast corner of Section 32, Township 42 South, Range 26 East; Thence S89°37'16"E a distance of 5,289.11 feet to the Southwest corner of Section 34, Township 42 South, Range 26 East; Thence S89°35'44"E a distance of 5,294.80 feet to the Southeast corner of Section 34, Township 42 South, Range 26 East; Thence S89°35'44"E a distance of 5,294.60 feet to the Southwest corner of Section 36, Township 42 South, Range 26 East; Thence S89°35'44"E, along the South line of Section 36, Township 42 South, Range 26 East, a distance of 3,430.86 feet; Thence N00°00'40"W a distance of 10,185.53 feet; Thence N05°46'23"E a distance of 1,058.56 feet; Thence N66°40'38"W a distance of 200.62 feet; Thence S83°12'47"W a distance of 1,373.53 feet; Thence N30°17'33"W a distance of 1,686.63 feet; Thence N70°02'41"W a distance of 1,332.41 feet; Thence S72°42'44"W a distance of 1,430.61 feet; Thence N49°18'31"W a distance of 2,362.25 feet; Thence S69°00'57"W a distance of 1,518.19 feet; Thence S21°08'17"W a distance of 865.44 feet; Thence S20°29'11"E a distance of 1,376.91 feet; Thence N74°38'25"E a distance of 1,635.69 feet; Thence S00°18'50"E a distance of 1,309.92 feet; Thence S89°45'02"W a distance of 4,154.48 feet; Thence N51°39'36"W a distance of 782.53 feet; Thence N04°14'12"E a distance of 1,329.59 feet; Thence N39°20'59"W a distance of 1,779.16 feet; Thence N42°01'35"W a distance of 1,162.94 feet; Thence S52°01'16"W a distance of 818.34 feet; Thence S62°56'46"W a distance of 516.42 feet; Thence S89°59'33"W a distance of 307.20 feet; Thence N80°08'18"W a distance of 334.84 feet; Thence N20°54'51"W a distance of 336.86 feet; Thence N05°03'05"E a distance of 533.35 feet; Thence N22°47'49"E a distance of 5,490.82 feet; Thence N55°42'26"E a distance of 195.73 feet; Thence N21°59'06"W a distance of 1,739.17 feet; Thence N52°37'55"E a distance of 867.75 feet; Thence N13°36'57"W a distance of 2,507.33 feet; Thence S78°50'16"W a distance of 687.95 feet; Thence N19°48'25"W a distance of 366.25 feet; Thence N05°01'21"W a distance of 493.32 feet; Thence N03°43'40"E a distance of 687.22 feet; Thence N00°28'20"E a distance of 674.51 feet; Thence N25°12'33"W a distance of 261.13 feet; Thence N42°54'55"W a distance of 643.19 feet; Thence N07°19'37"W a distance of 171.40 feet; Thence N13°05'30"E a distance of 201.96 feet; Thence N32°40'01"W a distance of 186.12 feet; Thence N05°04'15"W a distance of 1,832.77 feet; Thence N19°47'08"W a distance of 527.20 feet; Thence N26°13'22"W a distance of 802.13 feet; Thence S79°06'55"W a distance of 475.20 feet; Thence N74°19'19"W a distance of 1,689.05 feet; Thence N01°26'06"W a distance of 688.20 feet; Thence N89°51'42"W a distance of 67.91 feet; Thence N00°00'03"W a distance of 1,218.37 feet; Thence N39°50'11"W a distance of 190.86 feet; Thence N00°00'29"W a distance of 324.62 feet; Thence N89°59'52"W a distance of 688.20 feet; Thence N00°00'00"E a distance of 1,967.22 feet; Thence N41°13'25"W a distance of 2,825.17 feet; Thence S89°59'57"W a distance of 3,566.80 feet; Thence S00°00'03"E a distance of 2,799.34 feet; Thence S89°11'17"W a distance of 5,960.98 feet to a point on the East right-of-way line for State Road No. 31; Thence along the East right-of-way line for State Road No. 31, the following courses and distances: S00°48'43"E a distance of 2,876.13 feet and S00°34'01"W a distance of 786.25 feet; Thence S89°25'59"E a distance of 4,104.32 feet; Thence S00°01'22"E a distance of 2,084.04 feet; Thence S16°48'15"E a distance of 1,740.24 feet; Thence S09°11'59"W a distance of 1,325.85 feet; Thence S73°15'18"E a distance of 661.15 feet; Thence N59°20'29"E a distance of 577.75 feet; Thence S38°10'48"E a distance of 551.46 feet; Thence S86°25'58"E a distance of 385.80 feet; Thence S24°01'11"E a distance of 975.12 feet; Thence S57°46'34"E a distance of 530.20 feet; Thence S70°04'12"E a distance of 1,843.47 feet; Thence N63°01'21"E a distance of 1,214.99 feet; Thence S07°03'22"E a distance of 2,565.56 feet; Thence S13°56'09"W a distance of 1,953.90 feet; Thence S12°51'59"E a distance of 1,862.33 feet; Thence S71°59'01"W a distance of 448.53 feet; Thence N45°00'57"W a distance of 266.60 feet; Thence S69°50'23"W a distance of 1,104.27 feet; Thence S28°10'55"E a distance of 1,272.60 feet; Thence S62°45'03"W a distance of 4,638.30 feet; Thence S82°12'01"W a distance of 711.48 feet; Thence S81°38'00"W a distance of 5,167.82 feet; Thence N77°54'41"W a distance of 707.32 feet; Thence N89°28'15"W a distance of 299.98 feet to a point on the East right-of-way line for State Road No. 31; Thence along the East right-of-way line for State Road No. 31, the following courses and distances: S00°31'45"W a distance of 4,197.71 feet, S00°26'10"W a distance of 5,282.33 feet and S00°35'46"W a distance of 5,337.00 feet to the Point of Beginning.
 Containing 13,630.60 acres, more or less.
 Dimensions and acreage shown are grid values.
 Bearings hereinabove mentioned are based on the South line of Section 31, Township 42 South, Range 26 East to bear S89°41'45"E.

S:\20088201-01\Charlotte-Sketch and Description.dwg (1:1=1-P (3)) sp Oct 23, 2007 -- 7:58am

	251 WEST HICKPODCHEE AVENUE LABELLE, FLORIDA 32033 PHONE (863) 612-0584 FAX (863) 612-0341 E.B. #642 & L.B. #642		Babcock Ranch Community Sketch Of Description		
	DATE January 2007	PROJECT NO. 20055693-607	FILE NO. 31-42-26	SCALE As Shown	SHEET 3

(Master Concept Plan – Map H)

FIXED AND VARIABLE DEVELOPMENT CRITERIA FOR PROPOSED DEVELOPMENT OF +/- 13,630.6 ACRES LOCATED ON S.R. 31 IN CHARLOTTE COUNTY BABCOCK RANCH

FIXED DEVELOPMENT CRITERIA

- Development of the subject property shall not exceed 17.870 dwelling units, 6,000,000 square feet of non-residential use (including commercial and retail space), light industrial, government, civic, waste processing, schools or churches), assisted living units, medical beds, and hotel rooms. Facilities shall be located on the subject property, including but not limited to, parking, loading docks, and other facilities. Community open spaces will not be allocated to fixed development, considering a 100-foot buffer use of the equivalent value.
- Agricultural uses shall be permitted throughout the Babcock Ranch Community.
- There shall be a minimum of 20% of the subject property to be reserved for open space.
- Open Space Development Elements shall be approved through subsequent conceptual, preliminary, and final plans. Plans shall follow the following:

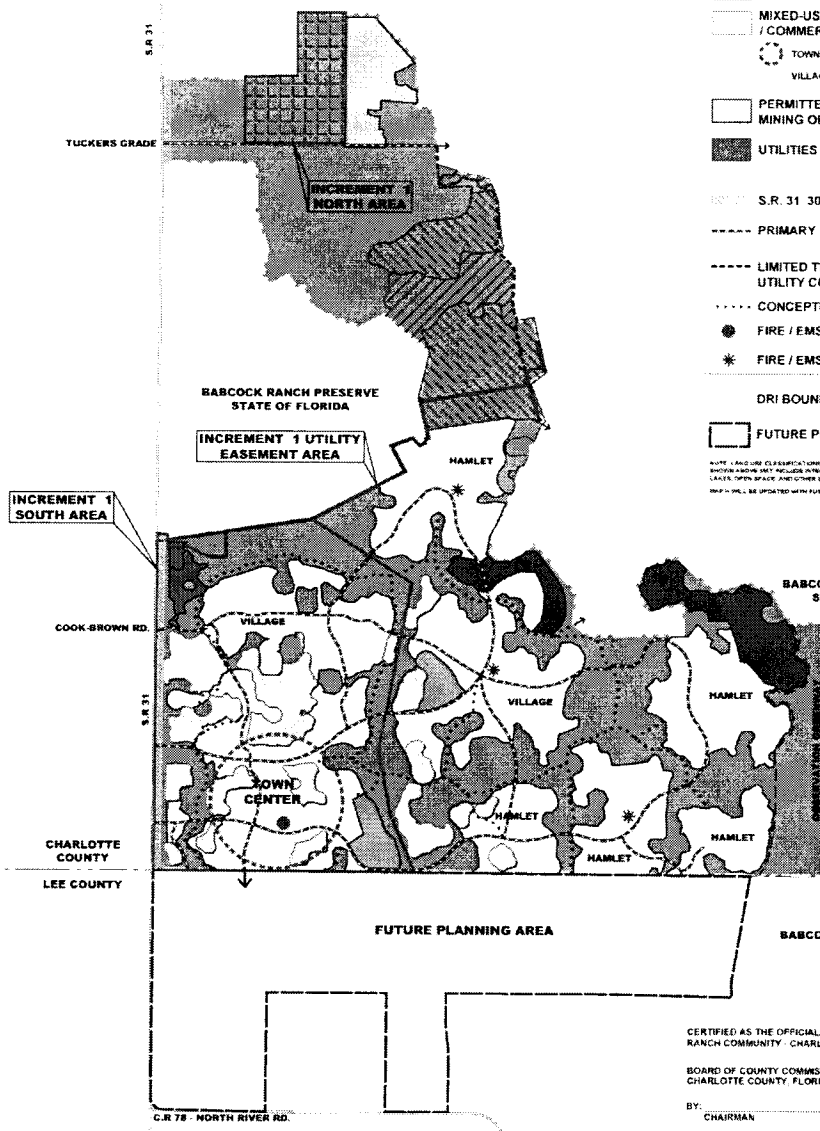
VARIABLE DEVELOPMENT CRITERIA

- The following items will be reviewed during subsequent incremental reviews and/or final permitting:
 - Final layout of all proposed uses.
 - Future habitat preservation, generation, enhancement, mitigation, and conservation strategies may be modified based on stormwater management, other engineering requirements and final permitting.
 - The final location and siting of all facilities (i.e. internal parks, schools, emergency services, etc.).
 - The internal road alignment and structure.
 - The construction and details associated with the applicable areas.
 - The final location, allocation, and placement of use of the conceptual plan.
 - The location of all proposed utility poles, including existing, temporary utility poles, as well as other utility infrastructure and North Babcock Area.
 - The final transportation, pedestrian, and utility corridors between the northern road network, including all commercial and North Babcock Area.
- The existing utility easements, including utility easements located in permitted use, the proposed utility easements with utility poles, and other utility easements shall be shown on a separate map annexed to the final plan, including utility poles, and other utility easements.
- The boundaries of the area shown as "Mixed-Use/Residential/Commercial" including Town Center, Villages, and Hamlets are conceptual in nature, and may be changed through the subsequent incremental review process. Specific uses to support mixed use of residential, commercial, and other permitted uses shall be consistent with local land development regulations.

DRI LAND USE SUMMARY

	GREENWAYS/ FLOWWAYS/ AGRICULTURE	+/- 6,934.6 AC
	302 ACRE CONSERVATION EASEMENT CORRIDOR	
	FUTURE CONSERVATION AREA/ AGRICULTURE	
	SOLAR ARRAY AREA (OPTIONAL)	
	NORTH BABCOCK AREA	+/- 276 AC
<small>NOTE: INCLUDES ECO-TOURISM, LODGE, ENVIRONMENTAL, EDUCATION, AND RESEARCH CENTER, BIODIVERSITY AND WILDLIFE HABILITATION AND A COUNTRY STORE, A GOLF COURSE, AN EQUESTRIAN AND A CAMP. ALL KNOW AS EDUCATION AND RECREATION USE.</small>		
	HIGHER EDUCATION	+/- 67 AC
<small>NOTE: INCLUDES PRELIMINARY RESEARCH CENTER.</small>		
	17 ACRE FGCU ENVIRONMENTAL EDUCATION AND RESEARCH CENTER	
	MAJOR PARKS	+/- 178 AC
<small>LOCATION SUBJECT TO CHANGE</small>		
	RECREATION	+/- 487 AC
	MIXED-USE / RESIDENTIAL / COMMERCIAL (MURC)	+/- 4,552 AC
	TOWN CENTER	
	VILLAGES & HAMLETS	
	PERMITTED/ PLANNED MINING OPERATIONS	+/- 934 AC
	UTILITIES SITE	+/- 75 AC
	S.R. 31 300' R.O.W.	+/- 127 AC
	PRIMARY ROADWAYS	
	LIMITED TRANSPORTATION, PEDESTRIAN, AND UTILITY CORRIDOR	
	CONCEPTUAL TRAIL SYSTEM	
	FIRE / EMS / SHERIFF / COMMUNICATION TOWER	
	FIRE / EMS STATION	
	DRI BOUNDARY	+/- 13,630.6 AC
	FUTURE PLANNING AREA	+/- 4,157.2 AC

NOTE: LAND USE CLASSIFICATION AND ALLOCATION SHOWN ABOVE MAY VARY FROM PRELIMINARY TO FINAL DESIGN AND OTHER SUPPORTING LITERATURE. MAP H WILL BE UPDATED WITH FUTURE WORKSHEETS.



13,630.6 AC (CHARLOTTE CO.)
4,157.2 AC (LEE COUNTY)

CERTIFIED AS THE OFFICIALLY ADOPTED MAP H FOR THE BABCOCK RANCH COMMUNITY - CHARLOTTE COUNTY.

BOARD OF COUNTY COMMISSIONERS
CHARLOTTE COUNTY, FLORIDA

BY: _____
CHAIRMAN

ON: _____

Babcock Ranch
A SHARED VISION. A SHARED COMMITMENT.

The Babcock Ranch Community - Charlotte County
MASTER DEVELOPMENT PLAN
MAP H
AUGUST 2013

(Expanded Fixed and Variable Criteria depicted on B-1 Master Concept Plan – Map H)

**FIXED AND VARIABLE DEVELOPMENT CRITERIA FOR PROPOSED DEVELOPMENT OF +/- 13,630.6 ACRES LOCATED ON S.R. 31 IN CHARLOTTE COUNTY
BABCOCK RANCH**

FIXED DEVELOPMENT CRITERIA

1. Development of the subject property shall not exceed: 17,870 dwelling units and 6,000,000 square feet of non-residential uses, including commercial/ office/ retail space, light industrial, government/ civic space (not including schools, places of worship, libraries, or parks), assisted living units, hospital beds, and hotel rooms.
Ancillary facilities such as the educational service center, schools, and university research facilities, libraries, places of worship, regional and community park sites, and the necessary utility infrastructure including, but not limited to, water, wastewater and reuse water systems, electric, telephone and cable systems will not be attributed to other development components set forth above, will not count towards the maximum thresholds of development as established in the Development Order and the BROD policies of the 2050 Smart Charlotte Comprehensive Plan, and will not require use of the equivalency matrix.
2. Agricultural uses shall be permitted throughout the Babcock Ranch Community.
3. There shall be a minimum of thirty-five (35%) percent Open Space provided overall.
4. Open Space/ Conservation Easements shall be addressed during subsequent incremental submittals, and recorded in the Public Records following final permitting.

VARIABLE DEVELOPMENT CRITERIA

1. The following items will be refined during subsequent incremental reviews and/or final permitting:
 - a. Final acreages of all proposed uses;
 - b. Native habitat preservation, alteration, enhancement, mitigation, and conservation acreages may be modified based on stormwater lake design, other engineering requirements and final permitting;
 - c. The final location and allocation of civic facilities (i.e. internal parks, schools, emergency services buildings, etc.);
 - d. The internal road alignments and circulation;
 - e. The configuration and detail associated with the agriculture areas;
 - f. The final location, allocation, alignment and use of the conceptual trail system;
 - g. The location of vehicular access points, including existing temporary entry ways, to external public roadways; and
 - h. The limited transportation, pedestrian, and utility corridor between Hamlet I and North Babcock Area.
2. The existing mining operations, including areas currently planned or permitted, will be allowed to continue, consistent with mining permits for these areas. Additional mining areas may be allowed consistent with subsequent permitting. These areas will be shown on updated maps provided through the DRI monitoring process or through subsequent DRI increments.
3. The boundaries of the areas shown as "Mixed Use/ Residential/ Commercial", including Town Center, Villages, and Hamlets, are conceptual in nature, and may be modified through the subsequent incremental review process. Specific uses to support "mixed use" or "residential" or "commercial," including, but not limited to parking, stormwater lakes, preservation areas, parks or other space, may be identified and refined during subsequent incremental review and/or through subsequent permitting consistent with local Land Development Regulations.

The following indicates which application questions are to be addressed only in the Master DRI Application and which questions are to be addressed in both the AMDA (“Master”) and the AIDA’s (“Increment”). It also indicates those instances where only documentation required by the corresponding Incremental Review provision of this Master Development Order is to be provided (“Documentation”).

AMDA and AIDA Questionnaire Responses

Question	1, Statement of Intent	Master, Increment
Questions	2, 3 Applicant Information	Master, Increment
Question	4, Notarized Authorization	Master, Increment
Question	5, Legal Description	Master, Increment
Question	6, Binding Letter Status	Master
Question	7, Local Government Jurisdiction	Master
Question	8, Permitting Status	Master, Increment
Question	9, Maps (All)	Master
Question	9, Maps B, F, G, H, I, J	Increment
Question	10, Part 1, Project Description	Master, Increment
Question	10, Part 2, Comprehensive Plan	Master
Question	10, Part 3, Demographics	Master
Question	10, Part 4, Impact Summary	Master
Question	11, Revenue Generation	Master
Question	12, Vegetation and Wildlife	Master, Increment
	(MDO Condition 6)	
Question	13, Wetlands	Master, Increment
	(MDO Condition 6)	
Question	14, Water	Master, Increment
	(MDO Condition 4)	
Question	15, Soils	Master
Question	16, Floodplains	Master, See Stormwater Management
	(MDO Condition 4)	
Question	17, Water Supply	Master, Increment
	(MDO Condition 7)	
Question	18, Wastewater Management	Master, Documentation
	(MDO Condition 7)	
Question	19, Stormwater Management	Master, Increment
	(MDO Condition 4)	
Question	20, Solid Waste	Master, Documentation
	(MDO Condition 11)	
Question	20, Hazardous Waste	Master, Documentation
	(MDO Condition 11)	
Question	21, Transportation	Master, Increment
	(MDO Condition 5)	
Question	22, Air	Master
	(MDO Condition 12)	

AMDA and AIDA Questionnaire Responses, (continued)

Question	23, Hurricane Preparedness.....	Master, Documentation (MDO Condition 13)
Question	24, Housing.....	Master (MDO Condition 3)
Question	25, Police and Fire Protection	Master, Documentation (MDO Condition 10)
Question	26, Recreation/Open Space	Master, Documentation (MDO Condition 14)
Question	27, Education	Master (MDO Condition 9)
Question	28, Health Care.....	Master, Documentation (MDO Condition 15)
Question	29, Energy.....	Master, Documentation (MDO Condition 16)
Question	30, Historical/Archaeological	Master, Documentation (MDO Condition 8)
Question	33, Hospitals	Master, Documentation (MDO Condition 15)
Question	35, Mining Operations	Master, Documentation (MDO Condition 17)

EXHIBIT D

January 28, 2014

SITE & BUILDING DEDICATION/CONSTRUCTION TIME LINE

SUMMARY OF LAND DEDICATION & FACILITIES CONSTRUCTION

Public Facilities Required	Aggregate Site Dedication (acre)	Number of Sites (#)	Shell Building Required (s.f.)	Commencement of Operations
Parks, Recreation and Cultural Resources				
Community Park/Regional Park	77.9	1	6500 *1	5,900th C/O
Neighborhood Parks (Village Parks)	58.4	7	2500 *2	500th C/O *5
Mini Parks *8	19.5	11		
Library Component	15.0	1	24000 *3 15,000 (County participation)	10,000th C/O
Regional park and community park to be centrally located	100.0	1	6,500 *1	5,900th C/O
Fire/Rescue/Law Enforcement				
Site #1	5.5	1	17,300 (9,300 sf for Combined Fire Station and Sheriff facilities by Fire)	One (1) EMS Transport Vehicle by the 500th C/O 17,300 combined Fire Station and Sheriff facilities by the 5,000th C/O *10
Site #2	1.5	1	6,500	2nd Fire Station 10,000th C/O
Site #3	1.5	1	6,500	3rd Fire Station 15,000th C/O
Site #4	1.5	1	6,500	4th Fire Station 17,000th C/O
Fire & Police Communications Tower Site *11	0.25	1		Site identification and dedication by 5,000th C/O (will be located adjacent to the combined fire/sheriff site)
Interim Sheriff's Sub-station Office Trailer *12			24'W x 60' overall L	1st residential building permit
Public Facilities				
County Annex - "County Hall"			20,000	By the issuance of the 7,000th C/O *14
Solid Waste				
Site #1	6.0	1	n/a	Prior to the issuance of the 10,000th C/O
Extension Services				
Site #1	24.0	1	n/a	Prior to the issuance of the 1st C/O *15
Mosquito Control pre-fab building (shell only)	1.0	1	3000 *7	Prior to the issuance of the 5,000th C/O
Site#2	1.0	1	n/a	Prior to the issuance of the 5,000th C/O
Total page 1	313.05			

The criteria for determining public facility shell completion and/or land dedication shall be by certificate of occupancy (C/O) referenced below.

Community Park Building and park site improvements by the 5,900th du/C.O.
 2- Neighborhood Park #2&3 w/Pav & restrooms (500th C/O within Neighborhood).
 As Neighborhoods develop
 Phase I - 20,000 sf building by the 10,000th du/C.O. *9
 Regional Park Building and park site improvements by the 5,900th du/C.O.
 2-Neighborhood Park #4&5 w/Pav & restrooms (500th C/O within Neighborhood).
 As Neighborhoods develop by the 15,000th C/O
 2-Neighborhood Park #6&7 w/Pav & restrooms (500th C/O within Neighborhood).
 As Neighborhoods develop
 The County Hall building will be operational by the issuance of the 7,000th C/O
 One (1) EMS Transport Vehicle by the 500th C/O
 17,300 combined Fire Station and Sheriff facilities by the 5,000th C/O *10
 2nd Fire Station
 10,000th C/O
 3rd Fire Station
 15,000th C/O
 4th Fire Station
 17,000th C/O
 Site identification and dedication by 5,000th C/O (will be located adjacent to the combined fire/sheriff site)
 1st residential building permit *12
 Will be operational by the issuance of the first residential building permit. *12
 6,500 sf Fire Station by the 15,000th C/O
 6,500 sf Fire Station by the 17,000th C/O
 The County Hall building will be operational by the issuance of the 7,000th C/O

Prior to the issuance of the 5,000th C/O

EXHIBIT D

January 28, 2014

SITE & BUILDING DEDICATION TIME LINE

SUMMARY OF LAND DEDICATION & FACILITIES CONSTRUCTION

Public Facilities Required	Aggregate Site Dedication (acre)	Number of Sites (#)	Shell Building Required (s.f.)	Commencement of Operations
Schools *6				School Board criteria for land dedication per the School Site Dedication Agreement.
Elementary Schools	60 (20 per school)	3	n/a	*6
Middle Schools	30.0	1	n/a	
High Schools	50.0	1	n/a	
Educational Service Center	25.0	1	n/a	
sub-total page 2	165.0			
Grand total pages 1 & 2	478.05			

The phase reference above is an estimate only. The criteria for determining public facility shell completion and/or land dedication shall be by certificate of occupancy ("C/O")

School Board criteria for land dedication per the School Site Dedication Agreement.

School Board criteria for land dedication per the School Site Dedication Agreement.

School Board criteria for land dedication per the School Site Dedication Agreement.

School Board criteria for land dedication per the School Site Dedication Agreement.

School Board criteria for land dedication per the School Site Dedication Agreement.

Notes to Exhibit 'D'

- *1 Community park building improvements to include community center, plus pavilion and restrooms.
- *2 Neighborhood parks (village park) to include pavilion and restrooms.
- *3 Phased Library option. The developer shall be required to fund the construction of a 24,000 sf library shell building. The County may desire to construct a library facility totaling 40,000 sf. The County and the developer agree to cooperate with respect to the design, construction, and funding of this library facility. The developer shall fund the library shell building costs for 24,000 sf and the County shall fund the construction of the library shell building costs for 16,000 sf. In addition to the construction completion of the library facility described herein.
- *4 RESERVED.
- *5 Must be completed and turned over prior to the 500th C/O for the village within which it is located.
- *6 First school may be developed as an interim school within a commercial building, located within the Town Center or in some other facility, agreed to between the School Board and the District. The school board and the District shall determine the timing of the dedication of the required school sites and the educational service center, required above during the DRI review process. During the DRI process the School Board and the District will negotiate an agreement for the bonded construction, leaseback, and sale of the buildings pursuant to the issuance of bonds by the District for said construction.
- *7 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.
- *8 Mini parks required herein shall be designed, developed, and maintained by the Developer, the District, or the master property owner's association. The mini parks shall not be dedicated to the County.
- *9 RESERVED.
- *10 The first fire station building will be co-located with the sheriff's sub-station facility.
- *11 A communication tower site for the exclusive use of the Fire/EMS and Sheriff's department will be located adjacent to the combined fire/sheriff facility and will be deeded to the County by the issuance of the 5,000th residential C/O.
- *12 An 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 21. 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.
- *13 RESERVED.
- *14 A County Annex building will be constructed. This facility will be designed as a gathering place for community residents, and as County Commission and key staff satellite offices. Appropriate operations shall be served from this facility. The District may choose to construct the shell building earlier than the C/O, following which the District will be responsible to maintain the exterior of the building and all site improvements constructed to support the County Annex building until the building is completed and occupied by the County (7,000 C/O). The County, at its option, may increase the size of the County Annex and fund said expansion.
- *15 Primitive camp site development may occur on Site #1 without being included in an increment.

General Notes:

- 1) All dedications and construction, required under this schedule, shall be completed and turned over based on a dwelling unit certificate of occupancy use threshold required above.
- 2) The shell building construction required above shall be completed by the Developer one (1) year prior to the issuance of the C/O referenced in the column entitled 'Commencement of Operations'.

Florida Exotic Pest Plant Council's 2007 List of Invasive Plant Species

CATEGORY I

Invasive exotics that are altering native plant communities by displacing native species, changing community structures or ecological functions, or hybridizing with natives. This definition does not rely on the economic severity or geographic range of the problem, but on the documented ecological damage caused.

Scientific Name	Common Name
<i>Abrus precatorius</i>	rosary pea
<i>Acacia auriculiformis</i>	earleaf acacia
<i>Albizia julibrissin</i>	mimosa, silk tree
<i>Albizia lebbbeck</i>	woman's tongue
<i>Ardisia crenata</i>	coral ardisia
(= <i>A. crenulata</i> misapplied)	
<i>Ardisia elliptica</i>	shoebuttan ardisia
(= <i>A. humilis</i> misapplied)	
<i>Asparagus aethiopicus</i> (= <i>A. sprengeri</i> ; <i>A. densiflorus</i> misapplied)	asparagus-fern
<i>Bauhinia variegata</i>	orchid tree
<i>Bischofia javanica</i>	bishopwood
<i>Calophyllum antillanum</i> (= <i>C. calaba</i> and <i>C. inophyllum</i> misapplied)	Santa maria (names "mast wood," "Alexandrian laurel" used in cultivation
<i>Casuarina equisetifolia</i>	Australian-pine, beach sheoak
<i>Casuarina glauca</i>	suckering Australian- pine, gray sheoak
<i>Cinnamomum camphora</i>	camphor tree
<i>Colocasia esculenta</i>	wild taro
<i>Colubrina asiatica</i>	lather leaf
<i>Cupaniopsis anacardioides</i>	carrotwood
<i>Dioscorea alata</i>	winged yam
<i>Dioscorea bulbifera</i>	air-potato
<i>Eichhornia crassipes</i>	water-hyacinth
<i>Eugenia uniflora</i>	Surinam cherry
<i>Ficus microcarpa</i> (<i>F. nitida</i> and <i>F. retusa</i> var. <i>nitida</i> misapplied)	laurel fig
<i>Hydrilla verticillata</i>	hydrilla
<i>Hygrophilia polysperma</i>	green hygro
<i>Hymenachne amplexicaulis</i>	West Indian marsh grass
<i>Imperata cylindrica</i> (<i>I. brasiliensis</i> misapplied)	cogon grass
<i>Ipomoea aquatica</i>	waterspinach
<i>Jasminum dichotomum</i>	gold coast jasmine
<i>Jasminium fluminense</i>	Brazilian jasmine
<i>Lantana camara</i>	lantana, shrub verbena
<i>Ligustrum lcidum</i>	glossy privet
<i>Ligustrum sinsense</i>	Chinese privet, hedge privet
<i>Lonicera japonica</i>	Japanese honeysuckle
<i>Ludwigia peruviana</i>	Peruvian primrosewillow
<i>Lygodium japonicum</i>	Japanese climbing fern
<i>Lygodium microphyllum</i>	Old World climbing fern

Florida Exotic Pest Plant Council's 2007 List of Invasive Plant Species

CATEGORY I, (continued)

Scientific Name	Common Name
<i>Macfadyena uniguis-cati</i>	cat's claw vine
<i>Manilkara zapota</i>	sapodilla
<i>Melaleuca quinquenervia</i>	melaleuca, paper bark
<i>Mimosa pigra</i>	catclaw mimosa
<i>Nandina domestica</i>	nandina, heavenly bamboo
<i>Nephrolepis cordifolia</i>	sword fern
<i>Nephrolepis multiflora</i>	Asian sword fern
<i>Neyraudia reynaudiana</i>	burma reed, cane grass
<i>Paederia cruddasiana</i>	sewer vine, onion vine
<i>Paederia foetida</i>	skunk vine
<i>Panicum repens</i>	torpedo grass
<i>Pennisetum purpureum</i>	napier grass
<i>Pistia stratiotes</i>	waterlettuce
<i>Psidium cattleianum</i> (= <i>P. littorale</i>)	strawberry guava
<i>Psidium guajava</i>	guava
<i>Pueraria montana</i> var. <i>lobata</i> (= <i>P. lobata</i>)	kudzu
<i>Rhodomyrtus tomentosa</i>	downy rose-myrtle
<i>Rhynchelytrum repens</i> (= <i>Melinis repens</i>)	natal grass
<i>Ruellia tweediana</i> (= <i>R. brittoniana</i> , <i>R. coerulea</i>)	Mexican petunia
<i>Sapium sebiferum</i> (= <i>Tridaca sebifera</i>)	popcorn tree, Chinese tallow tree
<i>Scaevola taccada</i> (= <i>Scaevola sericea</i> , <i>S. frutescens</i>)	scaevola, half-flower, beach naupaka
<i>Schefflera actinophylla</i> (= <i>Brassaia actinophylla</i>)	schefflera, Queensland umbrella tree
<i>Schinus terebinthifolius</i>	Brazilian pepper
<i>Senna pendula</i> var. <i>glabrata</i> (= <i>Cassia coluteoides</i>)	climbing cassia, Christmas cassia, Christmas senna
<i>Solanum tampicense</i> (= <i>S. houstonii</i>)	wetland nightshade, aquatic soda apple
<i>Solanum viarum</i>	tropical soda apple
<i>Syngonium podophyllum</i>	arrowhead vine
<i>Syzygium cumini</i>	jambolan plum, Java plum
<i>Tectaria incisa</i>	incised halberd fern
<i>Thespesia populnea</i>	seaside mahoe
<i>Tradescantia fluminensis</i>	white-flowered wandering jew
<i>Urochloa mutica</i> (= <i>Brachiaria mutica</i>)	para grass

Florida Exotic Pest Plant Council's 2007 List of Invasive Plant Species

CATEGORY II

Invasive exotics that have increased in abundance or frequency but have not yet altered Florida plant communities to the extent shown by Category I species. These species may become ranked Category I, if ecological damage is demonstrated.

Scientific Name	Common Name
<i>Adenanthera pavonina</i>	red sandalwood
<i>Agave sisalana</i>	sisal hemp
<i>Aleurites fordii</i> (= <i>Vernicia fordii</i>)	tung oil tree
<i>Alstonia macrophylla</i>	devil tree
<i>Alternanthera philoxeroides</i>	alligator weed
<i>Antigonon leptopus</i>	coral vine
<i>Aristolochia littoralis</i>	calico flower
<i>Asystasia gangetica</i>	Ganges primrose
<i>Begonia cucullata</i>	wax begonia
<i>Blechnum pyramidatum</i>	green shrimp plant, Browne's blechnum
<i>Broussonetia papyrifera</i>	paper mulberry
<i>Callisia fragrans</i>	inch plant, spironema
<i>Casuarina cunninghamiana</i>	river sheoak, Australian-pine
<i>Cecropia palmate</i>	trumpet tree
<i>Cestrum diurnum</i>	day jessamine
<i>Chamaedorea seifrizii</i>	bamboo palm
<i>Clematis terniflora</i>	Japanese clematis
<i>Cryptostegia madagascariensis</i>	rubber vine
<i>Cyperus involucratus</i> (<i>C. alternifolius</i> misapplied)	umbrella plant
<i>Cyperus prolifer</i>	dwarf papyrus
<i>Dalbergia sissoo</i>	Indian rosewood, sissoo
<i>Elaeagnus pungens</i>	silverthorn, thorny olive
<i>Epipremnum pinnatum</i> cv. <i>Aureum</i>	pothos
<i>Ficus altissima</i>	false banyan, council tree
<i>Flacourtia indica</i>	governor's plum
<i>Hemarthria altissima</i>	limpo grass
<i>Hibiscus tiliaceus</i> (= <i>Talipariti tiliceum</i>)	mahoe, sea hibiscus
<i>Ipomoea fistulosa</i> (= <i>I. carnea</i> ssp. <i>fistulosa</i>)	shrub morning-glory
<i>Jasminum sambac</i>	Arabian jasmine
<i>Kalanchoe pinnata</i>	life plant
<i>Koelreuteria elegans</i> ssp. <i>formosana</i> (= <i>K. formosana</i> ; <i>K. paniculata</i> misapplied)	flamegold tree
<i>Leucaena leucocephala</i>	lead tree
<i>Limnophila sessiliflora</i>	Asian marshweed
<i>Livistona chinensis</i>	Chinese fan palm
<i>Melia azedarach</i>	Chinaberry
<i>Melinis minutiflora</i>	Molassesgrass

Florida Exotic Pest Plant Council's 2007 List of Invasive Plant Species

CATEGORY II, (continued)

<i>Merremia tuberosa</i>	wood-rose
<i>Murraya paniculata</i>	orange-jessamine
<i>Myriophyllum spicatum</i>	Eurasian water-milfoil
<i>Nymphoides cristata</i>	snowflake
<i>Panicum maximum</i>	Guinea grass
<i>Passiflora biflora</i>	two-flowered passion vine
<i>Pennisetum setaceum</i>	green fountain grass
<i>Phoenix reclinata</i>	Senegal data palm
<i>Phyllostachys aurea</i>	golden bampoo
<i>Pittosporum pentandrum</i>	Philippine pittosporum, Taiwanese cheesewood
<i>Pteris vittata</i>	Chinese brake fern
<i>Ptychosperma elegans</i>	solitaire palm
<i>Rhoeo spathacea</i> (see <i>Tradescantia</i> <i>spathacea</i>)	
<i>Ricinus communis</i>	castor bean
<i>Rotala rotundifolia</i>	roundleaf toothcup, dwarf <i>Rotala</i>
<i>Sansevieria hyacinthoides</i>	bowstring hemp
<i>Scleria lacustris</i>	Wright's nutrush
<i>Sesbania punicea</i>	purple sesban, rattlebox
<i>Solanum diphyllum</i>	two-leaf nightshade
<i>Solanum jamaicense</i>	Jamaica nightshade
<i>Solanum torvum</i>	susumber, turkey berry
<i>Sphagneticola trilobata</i> (= <i>Wedelia</i> <i>trilobata</i>)	wedelia
<i>Stachytarpheta cayennensis</i> (= <i>S. urticifolia</i>)	nettle-leaf porterweed
<i>Syagrus romanzoffiana</i> (= <i>Arecastrum</i> <i>romanzoffianum</i>)	queen palm
<i>Syzygium jambos</i>	rose-apple
<i>Terminalia catappa</i>	tropical-almond
<i>Terminalia muelleri</i>	Australian-almond
<i>Tradescantia spathacea</i> (= <i>Rhoeo</i> <i>spathacea</i> , <i>Rhoeo discolor</i>)	oyster plant
<i>Tribulus cistoides</i>	puncture vine, burr-nut
<i>Urena lobata</i>	Caesar's weed
<i>Vitex trifolia</i>	simple-leaf chaste tree
<i>Washingtonia robusta</i>	Washington fan palm
<i>Wedelia</i> (see <i>Sphagneticola</i> above)	
<i>Wisteria sinensis</i>	Chinese wisteria
<i>Xanthosoma sagittifolium</i>	malanga, elephant ear

EXHIBIT F
BABCOCK RANCH COMMUNITY MASTER TRAFFIC STUDY UPDATE
MASTER (BUILDOUT - 2035) ROADWAY NETWORK
 Page 1 of 3

(1)
Initial Internal Capture Rate - 22%
(Transportation Condition B.1(XC))

SIGNIFICANTLY IMPACTED ROADWAYS			(2)		E+C # OF LANES	RECOMMENDED IMPROVEMENTS # OF LANES
Roadway	From	To	ADVERSE IMPACTS	TRANSPORTATION DEFICIENCY		
Charlotte County			Y = Yes N = No or Not Applicable			
SR 31	Lee County Line	Project Entrance	Y		2	4 Lanes - Refer to MPO LRTP
	Project Entrance	CR 74	Y		2	4 Lanes - Refer to MPO LRTP
	CR 74	DeSoto County Line			2	
	DeSoto County Line	SR 70			2	
I-75	Lee County Line	Tucker's Grade	Y	Y	4	8 Lanes - Refer to MPO LRTP
	Tucker's Grade	N Jones Loop Road	Y	Y	4	8 Lanes - Refer to MPO LRTP
	N Jones Loop Road	US 41	Y	Y	4	8 Lanes - Refer to MPO LRTP
US 41	Lee County Line	Zemel Road	Y	Y	4	4 Lanes - Refer to MPO LRTP
	Zemel Road	Old West Road	Y	Y	4	4 Lanes - Refer to MPO LRTP
	Old West Road	Notre Dame Boulevard	Y	Y	4	4 Lanes - Refer to MPO LRTP
	Notre Dame Boulevard	Taylor Road	Y	Y	4	6 Lanes - Refer to MPO LRTP
	Taylor Road	Achene Road			4	
	Achene Road	Burnt Store Road			4	
	Burnt Store Road	Aqui Esta Drive			4	
Burnt Store Road	Lee County Line	Zemel Road	Y	Y	2	4 Lanes - Refer to MPO LRTP
	US 41	Taylor Road			2	
Taylor Road	US 41 South	Achene Road			2	
	N Jones Loop Road	Burnt Store Road			2	
	Burnt Store Road	Airport Road	Y	Y	2	2 Lanes - Refer to MPO LRTP
Piper Road	Airport Road	US 41 - North	Y		2	2 Lanes - Refer to MPO LRTP
	N Jones Loop Road	Airport Road			2	
	Airport Road	CR 74			2	
CR 74	US 17	SR 31	Y		2	4 Lanes - Refer to MPO LRTP
	SR 31	Glades County Line	Y		2	4 Lanes - Refer to MPO LRTP
	Glades County Line	SR 29	Y		2	4 Lanes - Refer to MPO LRTP
US 17	Marion Avenue	I-75	Y		2	2 Lanes - Refer to LRTP
	I-75	CR 74	Y		2	6 Lanes - Refer to MPO LRTP
Florida Street	Airport Road	Carmista Street			2	
Airport Road	Taylor Road	I-75 Bridge			2	
	I-75 Bridge	Piper Road			2	
N Jones Loop Road	Taylor Road	I-75			2	
	I-75	S Jones Loop Road			2	
Tucker Grade	US 41	I-75	Y		2	6 Lanes - Refer to MPO LRTP
Zemel Road	Burnt Store Road	US 41			2	
East-West Corridor	SR 31	Lee County Line			2	
DeSoto County						
SR 31	Charlotte County Line	SR 70			2	
Glades County						
CR 74	Charlotte County Line	SR 29	Y		2	2 Lanes - Refer to LRTP
Hendry County						
North River Road	Lee County Line	CR 78 EAV	Y		2	
SR 80	Lee County Line	CR 78 A	Y	Y	4	4 Lanes - Refer to LRTP
Lee County						
Bayshore Road	US 41	Business 41	Y	Y	4	4 Lanes - Refer to MPO LRTP
	Business 41	Hart Road	Y	Y	4	4 Lanes - Refer to MPO LRTP
	Hart Road	Gater Road	Y	Y	4	4 Lanes - Refer to MPO LRTP
	Slater Road	I-75	Y	Y	4	4 Lanes - Refer to MPO LRTP
	I-75	Nalle Road	Y	Y	2	4 Lanes - Refer to MPO LRTP
	Nalle Road	SR 31	Y	Y	2	4 Lanes - Refer to MPO LRTP
Buckingham Road	Gunnery Road	Orange River Boulevard	Y	Y	2	4 Lanes - Refer to MPO LRTP
	Orange River Boulevard	SR 80	Y	Y	2	4 Lanes - Refer to MPO LRTP
Business 41	US 41	Littleton Road	Y	Y	2	4 Lanes - Refer to MPO LRTP
	Pine Island Road	Pine Island Road	Y	Y	4	4 Lanes - Refer to MPO LRTP
	Pondella Road	Pondella Road	Y	Y	4	4 Lanes - Refer to MPO LRTP
	SR 80	Metro Pkwy	Y	Y	6	6 Lanes - Refer to MPO LRTP
Colonial Boulevard	Fowler Street	Veronica Shoemaker Blvd	Y	Y	6	6 Lanes - Refer to MPO LRTP
	Metro Parkway	Veronica Shoemaker Blvd	Y	Y	6	6 Lanes - Refer to MPO LRTP
	Veronica Shoemaker Blvd	Winkler Avenue	Y	Y	6	6 Lanes - Refer to MPO LRTP
	Winkler Avenue	Ortiz Avenue	Y	Y	6	6 Lanes - Refer to MPO LRTP
	Ortiz Avenue	I-75	Y	Y	6	6 Lanes - Refer to MPO LRTP
Del Prado Boulevard	Slater Road	Hart Road	Y	Y	2	2 Lanes - Refer to MPO LRTP
	Hart Road	US 41	Y	Y	2	2 Lanes - Refer to MPO LRTP
	US 41	Kismet Parkway	Y	Y	4	4 Lanes - Refer to MPO LRTP
Gunnery Road	Buckingham Road	Lee Boulevard	Y	Y	2	4 Lanes - Refer to MPO LRTP
I-75	Daniels Parkway	Colonial Boulevard	Y	Y	6	8 Lanes - Refer to MPO LRTP
	Colonial Boulevard	SR 82	Y	Y	6	8 Lanes - Refer to MPO LRTP
	SR 82	Luckett Road	Y	Y	6	8 Lanes - Refer to MPO LRTP
	Luckett Road	SR 80	Y	Y	6	8 Lanes - Refer to MPO LRTP
	SR 80	Bayshore Road	Y	Y	6	8 Lanes - Refer to MPO LRTP
	Bayshore Road	Charlotte County Line	Y	Y	4	8 Lanes - Refer to MPO LRTP
Joel Boulevard	SR 80	18th Street	Y	Y	2	8 Lanes - Refer to MPO LRTP
	18th Street	12th Street	Y	Y	2	
	12th Street	Beil Boulevard	Y	Y	2	
Littleton Road	Business 41	US 41	Y	Y	2	4 Lanes - Refer to MPO LRTP
	US 41	Corbett Road	Y	Y	2	4 Lanes - Refer to MPO LRTP
Luckett Road	Corbett Road	NE 24th Avenue	Y	Y	2	
	I-75	Ortiz Avenue	Y	Y	2	
	Ortiz Avenue	Nuna Avenue	Y	Y	2	
Nalle Road	Bayshore Road	Nalle Grade Road	Y	Y	2	
Nalle Grade Road	Nalle Road	Slater Road	Y	Y	2	
North River Road	SR 31	East of SR 31	Y	Y	2	2 Lanes - Refer to MPO LRTP
	East of SR 31	Olga Road	Y	Y	2	2 Lanes - Refer to MPO LRTP
	Olga Road	Aiva Bridge	Y	Y	2	2 Lanes - Refer to MPO LRTP
	Aiva Bridge	Hendry County Line	Y	Y	2	
	Hendry County Line	CR 78 EAV	Y	Y	2	

EXHIBIT F (Continued)
BABCOCK RANCH COMMUNITY MASTER TRAFFIC STUDY UPDATE
MASTER (BUILDOUT - 2035) ROADWAY NETWORK
 Page 2 of 3

(1)
Initial Internal Capture Rate - 22% (Continued)
(Transportation Condition B.1)(c))

SIGNIFICANTLY IMPACTED ROADWAYS			(2)		E+C # OF LANES	RECOMMENDED IMPROVEMENTS # OF LANES
Roadway	From	To	ADVERSE IMPACTS	TRANSPORTATION DEFICIENCY		
Lee County Continued			Y = Yes	N = No or Not Applicable		
Ortiz Avenue	SR 80	Luckett Road	Y	Y	2	4 Lanes - Refer to MPO LRTP
	Luckett Road	SR 82	Y	Y	2	4 Lanes - Refer to MPO LRTP
	SR 82	Hanson Street	Y	Y	2	4 Lanes - Refer to MPO LRTP
Grange River Boulevard	Hanson Street	Colonial Boulevard	Y	Y	2	4 Lanes - Refer to MPO LRTP
Pine Island Road	Staley Road	Buckingham Road	Y	Y	2	2 Lanes - Refer to MPO LRTP
	NE 24th Avenue	US 41	Y	Y	4	6 Lanes - Refer to MPO LRTP
	Del Prado Boulevard	NE 24th Avenue	Y	Y	4	6 Lanes - Refer to MPO LRTP
	West	Del Prado Boulevard	Y	Y	4	6 Lanes - Refer to MPO LRTP
Plantation Road	Colonial Blvd	Idlewild Street	Y	Y	4	6 Lanes - Refer to MPO LRTP
Six Mile Cypress Parkway	Colonial Boulevard	Challenger Boulevard	Y	Y	2	2 Lanes - Refer to MPO LRTP
	Challenger Boulevard	Winkler Avenue	Y	Y	6	
Slater Road	Nelle Grade Road	Del Prado Boulevard	Y	Y	4	
	Del Prado Boulevard	Bayshore Road	Y	Y	2	
SR 31	SR 80	Bayshore Road	Y	Y	2	
	Bayshore Road	North River Road	Y	Y	4	4 Lanes - Refer to MPO LRTP
	North River Road	Project Entrance	Y	Y	4	4 Lanes - Refer to MPO LRTP
	Project Entrance	Charlotte County Line	Y	Y	4	4 Lanes - Refer to MPO LRTP
SR 82	Fowler Street	V S Shoemaker Blvd	Y	Y	4	4 Lanes - Refer to MPO LRTP
	V S Shoemaker Blvd	Michigan Link	Y	Y	4	4 Lanes - Refer to MPO LRTP
	Michigan Link	Ortiz Avenue	Y	Y	4	4 Lanes - Refer to MPO LRTP
	Ortiz Avenue	I-75	Y	Y	6	6 Lanes - Refer to MPO LRTP
SR 80	Park Avenue	Seaboard Street	Y	Y	2	
	Seaboard Street	V S Shoemaker Blvd	Y	Y	4	4 Lanes - Refer to MPO LRTP
	V S Shoemaker Blvd	Ortiz Avenue	Y	Y	4	4 Lanes - Refer to MPO LRTP
	Ortiz Avenue	I-75	Y	Y	6	6 Lanes - Refer to MPO LRTP
	I-75	SR 31	Y	Y	6	6 Lanes - Refer to MPO LRTP
	SR 31	Tropic Avenue	Y	Y	4	6 Lanes - Refer to MPO LRTP
	Tropic Avenue	Buckingham Road	Y	Y	4	6 Lanes - Refer to MPO LRTP
	Buckingham Road	Hickey Creek	Y	Y	4	4 Lanes - Refer to MPO LRTP
	Hickey Creek	Alva Bridge	Y	Y	4	4 Lanes - Refer to MPO LRTP
	Alva Bridge	Joel Boulevard	Y	Y	4	4 Lanes - Refer to MPO LRTP
	Joel Boulevard	Henry County Line	Y	Y	4	4 Lanes - Refer to MPO LRTP
Sunshine Boulevard	Henry County Line	CR 76A	Y	Y	4	4 Lanes - Refer to LRTP
	CR 76A	38th Street	Y	Y	2	4 Lanes - Refer to MPO LRTP
US 41	Hancock Bridge Parkway	Pondella Road	Y	Y	4	6 Lanes - Refer to MPO LRTP
	Pondella Road	Littleton Road	Y	Y	4	6 Lanes - Refer to MPO LRTP
	Littleton Road	Business 41	Y	Y	4	6 Lanes - Refer to MPO LRTP
	Business 41	Del Prado Ext	Y	Y	4	6 Lanes - Refer to MPO LRTP
	Del Prado Extension	Charlotte County Line	Y	Y	4	6 Lanes - Refer to MPO LRTP
East-West Corridor (4)	Charlotte County Line	I-75	Y	Y	4	6 Lanes - Refer to MPO LRTP
Del Prado Ext N (4)	I-75	Del Prado Ext E	Y	Y	4	New 4 Lanes - Refer to MPO LRTP
I-75 Interchange (4)	Del Prado Ext N	East-West Corridor	Y	Y	4	New 4 Lanes - Refer to MPO LRTP
Hanson Street Ext (4)	V S Shoemaker Boulevard	Ortiz Avenue	Y	Y	4	New Interchange - Refer to MPO LRTP
Littleton Road Ext (4)	Business 41	SR 78/Slater Road	Y	Y	4	New 2 Lanes - Refer to MPO LRTP

EXHIBIT F (Continued)
 BABCOCK RANCH COMMUNITY MASTER TRAFFIC STUDY UPDATE
 MASTER (BUILDOUT - 2035) ROADWAY NETWORK
 Page 2 of 3

(13)
 Developer's Estimated Community Capture Rate - 60%
 (Transportation Condition B.1)(b))

Roadway	From	To	ADVERSE IMPACTS	TRANSPORTATION DEFICIENCY (1)	E+C # OF LANES	RECOMMENDED IMPROVEMENTS # OF LANES
Charlotte County						
DR 21	Lee County Line	Cook Brown Road	Y	Yes	2	4 Lanes - Refer to MPO LRTP
	Cook Brown Road	CR 74	Y		2	East West Corridor
	CR 74	DeSoto County Line	Y		2	
DeSoto County						
SR 75	Lee County Line	Tuckers Grade	Y	Y	2	6 Lanes - Refer to MPO LRTP
	Tuckers Grade	N. Jones Loop Road	Y	Y	4	6 Lanes - Refer to MPO LRTP
UC 41	N. Jones Loop Road	US 17	Y	Y	4	6 Lanes - Refer to MPO LRTP
	Lee County Line	Lemuel Road	Y	Y	4	6 Lanes
	Lemuel Road	Os Well Road	Y	Y	4	6 Lanes - Refer to MPO LRTP
	Os Well Road	Notre Dame Blvd	Y	Y	4	6 Lanes - Refer to MPO LRTP
	Notre Dame Blvd	Taylor Road	Y	Y	4	
Burnt Store Road	Acme Road	Burnt Store Road	Y	Y	4	
Taylor Road	US 41 South	Taylor Street	Y	Y	2	
	Burnt Store Road	Airport Road	Y	Y	2	2 Lanes - Refer to MPO LRTP
	US 41 North	US 41 North	Y	Y	2	2 Lanes - Refer to MPO LRTP
Piper Road	N. Jones Loop Road	Airport Road	Y	Y	2	
DR 74	US 17	CR 74	Y	Y	2	
	DR 31	DR 31	Y	Y	2	East West Corridor
	DR 31	Glades County Line	Y	Y	2	
UC 17	Glades County Line	DR 29	Y	Y	2	
	Marion Avenue	CR 74	Y	Y	6	
Florida Street	CR 74	CR 74	Y	Y	6	
Airport Road	US 17	Florida Street	Y	Y	2	
N. Jones Loop Road	US 17	US 17	Y	Y	2	
Tuckers Grade	US 41	US 41	Y	Y	4	
East West Corridor	DR 31	Lee County Line	Y	Y	4	New 4 Lanes
DeSoto County						
SR 31	Charlotte County Line	DR 75	Y	Y	2	
Glades County						
CR 74	Charlotte County Line	DR 29	Y	Y	2	
Hendry County						
DR 80	Lee County Line	CR 78A	Y	Y	4	
Lee County						
Bayshore Road	US 41	Business 41	Y	Yes	4	Littleton Road
	Business 41	Hart Road	Y	Y	4	Littleton Road Ext
	Hart Road	Gaber Road	Y	Y	4	Littleton Road Ext
	Gaber Road	US 75	Y	Y	4	8 Lanes
	US 75	Nalle Road	Y	Y	4	8 Lanes
	Nalle Road	SR 51	Y	Y	4	4 Lanes - Refer to MPO LRTP
Buckingham Road	Orange River Boulevard	DR 80	Y	Y	4	4 Lanes - Refer to MPO LRTP
Business 41	US 41	Littleton Road	Y	Y	2	4 Lanes - Refer to MPO LRTP
Colonial Boulevard	V. S. Shoemaker Blvd	Winkler Avenue	Y	Y	6	Harrison Street Ext and Transit
	Winkler Avenue	Ortiz Avenue	Y	Y	6	Harrison Street Ext and Transit
	Ortiz Avenue	US 75	Y	Y	6	Harrison Street Ext and Transit
Del Prado Boulevard	Gaber Road	Hart Road	Y	Y	2	East West Corridor
	US 41	US 41	Y	Y	4	6 Lanes
US 75	Daniels Parkway	Colonial Boulevard	Y	Y	6	9 Lanes - Refer to MPO LRTP
	Colonial Boulevard	SR 82	Y	Y	6	9 Lanes - Refer to MPO LRTP
	SR 82	Luskett Road	Y	Y	6	8 Lanes - Refer to MPO LRTP
	Luskett Road	DR 80	Y	Y	8	9 Lanes - Refer to MPO LRTP
	DR 80	Bayshore Road	Y	Y	4	8 Lanes - Refer to MPO LRTP
	Bayshore Road	Charlotte County Line	Y	Y	4	8 Lanes - Refer to MPO LRTP
Jobe Boulevard	Hart Road	12th Street	Y	Y	2	
Littleton Road	US 41	Corbett Road	Y	Y	2	
Nalle Road	Bayshore Road	Nalle Grade Road	Y	Y	2	
North River Road	East of SR 31	Osge Road	Y	Y	2	
	Osge Road	Osge Road	Y	Y	2	
	Diggs Road	Alva Bridge	Y	Y	2	
	Alva Bridge	Hendry County Line	Y	Y	2	
Ortiz Avenue	Hendry County Line	CR 78 E/W	Y	Y	2	
	DR 80	Luskett Road	Y	Y	2	4 Lanes - Refer to MPO LRTP
	Luskett Road	DR 82	Y	Y	2	4 Lanes - Refer to MPO LRTP
	DR 82	Hanson Street	Y	Y	2	4 Lanes - Refer to MPO LRTP
	Hanson Street	Colonial Boulevard	Y	Y	2	4 Lanes - Refer to MPO LRTP
Change River Boulevard	Chalky Road	Buckingham Road	Y	Y	2	2 Lanes - Refer to MPO LRTP
New Island Road	US 41	US 41	Y	Y	4	6 Lanes - Refer to MPO LRTP
	Del Prado Blvd	NE 24th Avenue	Y	Y	4	6 Lanes - Refer to MPO LRTP
Slate Road	Nalle Grade Road	Del Prado Boulevard	Y	Y	4	
	Del Prado Boulevard	Bayshore Road	Y	Y	4	
SR 31	DR 80	Bayshore Road	Y	Y	4	4 Lanes - Refer to MPO LRTP
	Bayshore Road	North River Road	Y	Y	2	6 Lanes
	North River Road	Project Entrance	Y	Y	2	4 Lanes - Refer to MPO LRTP
	Project Entrance	Charlotte County Line	Y	Y	2	4 Lanes - Refer to MPO LRTP
SR 85	Seaboard Street	V. S. Shoemaker Blvd	Y	Y	4	4 Lanes - Refer to MPO LRTP
	V. S. Shoemaker Blvd	Ortiz Avenue	Y	Y	4	4 Lanes - Refer to MPO LRTP
	Ortiz Avenue	US 75	Y	Y	6	6 Lanes - Refer to MPO LRTP
	US 75	DR 31	Y	Y	6	6 Lanes - Refer to MPO LRTP
	DR 31	Tropic Avenue	Y	Y	4	9 Lanes - Refer to MPO LRTP
	Tropic Avenue	Buckingham Road	Y	Y	4	6 Lanes - Refer to MPO LRTP
	Buckingham Road	Hickory Creek	Y	Y	4	6 Lanes
US 41	Hickory Creek	Alva Bridge	Y	Y	4	
	Alva Bridge	Littleton Road	Y	Y	4	6 Lanes - Refer to MPO LRTP
	Littleton Road	Charlotte County Line	Y	Y	4	6 Lanes - Refer to MPO LRTP
East West Corridor (4)	Del Prado Extension	Charlotte County Line	Y	Y	4	6 Lanes - Refer to MPO LRTP
Del Prado Ext N (4)	Charlotte County Line	US 75	Y	Y	4	New 4 Lanes
US 75 Interchange (4)	Del Prado Ext N	East West Corridor	Y	Y	4	4 Lanes - Refer to MPO LRTP
Hanson Street Ext (4)	V. S. Shoemaker Boulevard	Ortiz Avenue	Y	Y	4	New 4 Lanes - Refer to MPO LRTP
	Ortiz Avenue	Forum Boulevard	Y	Y	4	New 4 Lanes - Refer to MPO LRTP
Littleton Road (4)	Business 41	US 41	Y	Y	4	4 Lanes - Refer to MPO LRTP
Littleton Road Ext (4)	Business 41	CR 78/Gaber Road	Y	Y	4	New 2 Lanes - Refer to MPO LRTP

Footnotes:
 (1) Roadway Network based on initial internal capture rate of 20% as suggested by the review agencies. Subject to adjustment based on Master Traffic Study Updates per Master Development Order. Per AMDA Development Order, initial capture rate of 20% controls for first increment and subsequent increment until such time that Exhibit F is revised and updated.
 (2) Transportation Deficiency as defined in Chapter 160 3190 F.S.
 (3) Roadway Network based on Developer's estimated internal capture rate of a "smooth growth" community. Subject to adjustment based on Master Traffic Study Updates per Master Development Order.
 (4) Represents parallel facility improvement. Roadway segment not significantly impacted by BRC under the E+C network.