ORDINANCE NO. 2017- 35

AN ORDINANCE OF THE COUNTY OF ST. JOHNS, STATE OF FLORIDA, ESTABLISHING THE DP1 COMMUNITY DEVELOPMENT DISTRICT PURSUANT TO CHAPTER 190, FLORIDA STATUTES (2016); NAMING THE DISTRICT; DESCRIBING THE EXTERNAL BOUNDARIES OF THE DISTRICT; DESCRIBING THE FUNCTIONS AND POWERS OF THE DISTRICT: DESIGNATING FIVE PERSONS TO SERVE AS THE INITIAL MEMBERS OF THE DISTRICT'S BOARD OF SUPERVISORS; PROVIDING FOR A LIMITATION ON COUNTY OBLIGATIONS AND ACCEPTANCE; PROVIDING FOR A SEVERABILITY CLAUSE; AND PROVIDING AN EFFECTIVE DATE.

BE IT ORDAINED BY THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, FLORIDA:

RECITALS

WHEREAS, Durbin Creek National, LLC ("Petitioner"), having obtained written consent to the establishment of the District by the owner of 100 percent (100%) of the real property, described in attached **Exhibit A**, to be included in the District, petitioned the St. Johns County Board of Commissioners (the "County") to adopt an ordinance establishing the DP1 Community Development District (the "District"), with petition attached as **Exhibit B**, pursuant to Chapter 190, Florida Statutes (2016); and

WHEREAS, Petitioner is a Florida limited liability company; and

WHEREAS, all interested persons and affected units of general-purpose local government were afforded an opportunity to present oral and written comments on the Petition at a duly noticed public hearing conducted by the County on July 18, 2017; and

WHEREAS, upon consideration of the record established at that hearing, the County determined that the statements within the Petition were true and correct, that the establishment of the District is not inconsistent with any applicable element or portion of the state comprehensive plan or the local government comprehensive plan, that the land within the District is of sufficient size, is sufficiently compact and sufficiently contiguous to be developable as a functionally interrelated community, that the District is the best alternative available for delivering community development services and facilities to the area served by the District, that the services and facilities of the District will not be incompatible with the capacity and uses of existing local and regional community development services and facilities, and that the area to be served by the District is amenable to separate special district governance; and

WHEREAS, establishment of the District will constitute a timely, efficient, effective, responsive and economic way to deliver community development services in the area described in the Petition.

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

SECTION 1. The above RECITALS are adopted as Findings of Fact in support of this Ordinance.

SECTION 2. AUTHORITY. This ordinance is enacted in compliance with and pursuant to the Uniform Community Development District Act of 1980, Chapter 190, Florida Statutes (2016).

SECTION 3. DISTRICT NAME. There is hereby established a Community Development District situated entirely within the unincorporated limits of St. Johns County, Florida, which District shall be known as the "DP1 Community Development District".

SECTION 4. EXTERNAL BOUNDARIES OF THE DISTRICT. The external boundaries of the District are described in **Exhibit A** attached hereto and incorporated by reference. The proposed District covers approximately 261.36 acres of land. The site is generally located north of Russell Sampson Road, west of I-95, east of St. Johns Parkway and South of Race Track Road in unincorporated St. Johns County, Florida.

SECTION 5. FUNCTIONS AND POWERS. The general powers and functions of the District are described in Chapter 190, Florida Statutes. The District is also authorized to exercise additional powers to finance, fund, plan, establish, acquire, construct, reconstruct, enlarge or extend, equip, operate and maintain systems and facilities for parks and facilities for indoor and outdoor recreational, cultural, and educational uses as authorized and described in Section 190.012(2)(a), Florida Statutes (2016).

SECTION 6. BOARD OF SUPERVISORS. The five persons designated to serve as initial members of the District's Board of Supervisors are as follows: Kathy Brady, Melissa Yuhas, Bobby Bennett, Lou Paquet, and Julie Passalaqua. All of the above-styled persons are residents of the State of Florida and citizens of the United States of America.

SECTION 7. LIMITATION ON COUNTY OBLIGATIONS AND ACCEPTANCE. Nothing in this Ordinance shall be deemed as affirmative acceptance by St Johns County of any financial operational, maintenance, or any other responsibilities of the District, nor be deemed as affirmative acceptance of any proposed improvement.

SECTION 8. SEVERABILITY. If any provision of this Ordinance or the application thereof is formally determined by a court of competent jurisdiction to be illegal, invalid or unenforceable, such provisions shall be deemed to be severable and the remaining provisions shall continue in full force and effect provided that the illegal, invalid or unenforceable provision is not material to the logical and intended interpretation of this Ordinance.

SECTION 9. EFFECTIVE DATE. This Ordinance shall take effect pursuant to Florida general law.

PASSED AND ENACTED BY THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, FLORIDA, THIS 18th DAY OF July, 2017.

BOARD OF COUNTY COMMISSIONERS
OF ST. JOHNS COUNTY

BY: _____
James K. Johns, Chair

July 20, 2017
Rendition Date

ATTEST: Hunter S. Conrad, CLERK

By: Yvonne King
Deputy Clerk

EFFECTIVE DATE: July 20, 2017

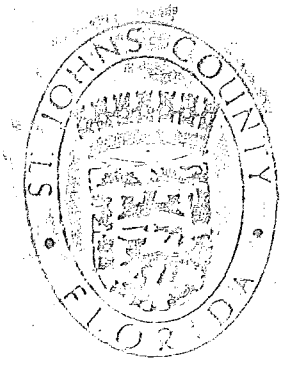


Exhibit A

PARCEL 1
A PORTION OF SECTIONS 5 AND 8, TOWNSHIP 5 SOUTH, RANGE 28 EAST, ST. JOHNS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE INTERSECTION OF THE SOUTHERLY RIGHT OF WAY LINE OF RACETRACK ROAD, A VARIABLE WIDTH RIGHT OF WAY, AS NOW ESTABLISHED, AND THE WESTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, A VARIABLE WIDTH RIGHT OF WAY, AS SHOWN ON THE FLORIDA DEPARTMENT OF TRANSPORTATION RIGHT OF WAY MAP, SECTION 78050, F.P. NO. 4314152; THENCE SOUTHERLY AND SOUTHWESTERLY, ALONG SAID WESTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, RUN THE FOLLOWING FIVE (5) COURSES AND DISTANCES: COURSE NO. 1: SOUTH 11°40'41" WEST, 1750.51 FEET; COURSE NO. 2: SOUTH 15°40'39" WEST, 1333.33 FEET, TO THE POINT OF CURVATURE OF A CURVE LEADING SOUTHERLY; COURSE NO. 3: SOUTHERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE EASTERLY, HAVING A RADIUS OF 23012.69 FEET, AN ARC DISTANCE OF 746.55 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 14°44'55" WEST, 746.32 FEET, TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 4: SOUTH 13°49'18" WEST, 746.84 FEET; COURSE NO. 5: SOUTH 30°33'06" WEST, 227.24 FEET, TO THE INTERSECTION OF SAID WESTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B WITH THE EASTERLY RIGHT OF WAY LINE OF DURBIN CONNECTOR, A 200 FOOT WIDE RIGHT OF WAY, AS SHOWN ON SAID STATE ROAD NO. 9E RIGHT OF WAY MAP; THENCE SOUTH 05°21'44" WEST, DEPARTING LAST SAID LINE, 256.21 FEET, TO THE INTERSECTION OF SAID WESTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, WITH THE WESTERLY RIGHT OF WAY LINE OF SAID DURBIN CONNECTOR; THENCE SOUTHERLY AND SOUTHWESTERLY, ALONG SAID WESTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, RUN THE FOLLOWING THREE (3) COURSES AND DISTANCES: COURSE NO. 1: SOUTH 02°09'50" EAST, 125.24 FEET; COURSE NO. 2: SOUTH 26°55'15" WEST, 1036.52 FEET, TO THE POINT OF CURVATURE OF A CURVE LEADING SOUTHWESTERLY; COURSE NO. 3: SOUTHWESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHWESTERLY, HAVING A RADIUS OF 2425.00 FEET, AN ARC DISTANCE OF 614.29 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 25°13'41" WEST, 612.65 FEET, TO THE NORTHERLY LINE OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS BOOK 813, PAGE 1729 OF SAID PUBLIC RECORDS; THENCE SOUTH 69°35'20" WEST, ALONG LAST SAID LINE, 1316.19 FEET, TO THE EASTERLY LINE OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS BOOK 1285, PAGE 175 OF SAID PUBLIC RECORDS; THENCE NORTH 00°53'25" EAST, ALONG LAST SAID LINE, 1490.54 FEET; THENCE NORTH 01°22'52" WEST, CONTINUING ALONG LAST SAID LINE, AND ALONG THE EASTERLY LINE OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS BOOK 819, PAGE 549 OF SAID PUBLIC RECORDS, 3478.50 FEET, TO THE SOUTHERLY RIGHT OF WAY LINE OF SAID RACETRACK ROAD; THENCE EASTERLY, AND NORTHEASTERLY, ALONG LAST SAID LINE, RUN THE FOLLOWING FIVE (5) COURSES AND DISTANCES: COURSE NO. 1: SOUTH 70°23'16" EAST, 285.33 FEET, TO THE POINT OF CURVATURE OF A CURVE LEADING EASTERLY; COURSE NO. 2: EASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHERLY, HAVING A RADIUS OF 1161.35 FEET, AN ARC DISTANCE OF 305.32 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 76°01'04" EAST, 304.46 FEET, TO THE ARC OF A CURVE LEADING EASTERLY; COURSE NO. 3: EASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHERLY, HAVING A RADIUS OF 531.00 FEET, AN ARC DISTANCE OF 1268.97 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 72°16'04" EAST, 1136.23 FEET, TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 4: NORTH 34°37'35" EAST, 1155.60 FEET, TO THE POINT OF CURVATURE OF A CURVE LEADING NORTHEASTERLY; COURSE NO. 5: NORTHEASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHEASTERLY, HAVING A RADIUS OF 1112.86 FEET, AN ARC DISTANCE OF 722.06 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 53°12'54" EAST, 709.46 FEET, TO THE POINT OF BEGINNING.

CONTAINING 230.55 ACRES, MORE OR LESS.

PARCEL 2
A PORTION OF SECTION 5, TOWNSHIP 5 SOUTH, RANGE 28 EAST, ST. JOHNS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE INTERSECTION OF THE SOUTHERLY RIGHT OF WAY LINE OF RACETRACK ROAD, A VARIABLE WIDTH RIGHT OF WAY, AS NOW ESTABLISHED, AND THE EASTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, A VARIABLE WIDTH RIGHT OF WAY, AS SHOWN ON THE FLORIDA DEPARTMENT OF TRANSPORTATION RIGHT OF WAY MAP, SECTION 78050, F.P. NO. 4314152; THENCE NORTH 75°57'24" EAST, ALONG SAID SOUTHERLY RIGHT OF WAY LINE OF RACETRACK ROAD, 675.51 FEET, TO THE POINT OF CURVATURE OF A CURVE LEADING EASTERLY; THENCE EASTERLY, CONTINUING ALONG LAST SAID LINE AND ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHERLY, HAVING A RADIUS OF 1125.76 FEET, AN ARC DISTANCE OF 18.00 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 76°24'53" EAST, 18.00 FEET, TO THE NORTHERLY LINE OF SAID SECTION 5; THENCE NORTH 89°46'43" EAST, ALONG LAST SAID LINE, 146.52 FEET, TO THE WESTERLY LINE OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS BOOK 2382, PAGE 155 OF THE PUBLIC RECORDS OF SAID ST. JOHNS COUNTY; THENCE SOUTH 05°15'04" WEST, 527.46 FEET; THENCE SOUTH 88°14'45" WEST, CONTINUING ALONG LAST SAID LINE, 823.28 FEET; THENCE SOUTH 62°51'53" WEST, 1219.04 FEET, TO THE EASTERLY RIGHT OF WAY LINE OF SAID STATE ROAD NO. 9E; THENCE NORTH 11°40'41" EAST, ALONG LAST SAID LINE, 1791.49 FEET, TO THE POINT OF BEGINNING.

CONTAINING 20.80 ACRES, MORE OR LESS.

TOTAL ACREAGE CONTAINING 251.35 ACRES, MORE OR LESS.

Exhibit "B" to Ordinance

AMENDED AND RESTATED PETITION TO ESTABLISH DP1 COMMUNITY DEVELOPMENT DISTRICT

Submitted By: Jonathan T. Johnson
Florida Bar No. 986460
jonathanj@hgslaw.com
Katie S. Buchanan
Florida Bar No. 14196
katieb@hgslaw.com
119 South Monroe Street, Suite 300 (32301)
Post Office Box 6526
Tallahassee, Florida 32314
(850) 222-7500
(850) 224-8551 (fax)
Attorneys for Petitioner

BEFORE THE BOARD OF COUNTY COMMISSIONERS
ST. JOHNS COUNTY, FLORIDA

AMENDED AND RESTATED PETITION TO ESTABLISH THE DP1 COMMUNITY DEVELOPMENT DISTRICT

Petitioner, Durbin Creek National, LLC, (hereafter "Petitioner"), hereby petitions the St. Johns County Board of County Commissioners pursuant to the "Uniform Community Development District Act of 1980," Chapter 190, Florida Statutes, to establish a Community Development District (hereafter "District") with respect to the land described herein. In support of this petition, Petitioner states:

1. Location and Size. The proposed District is located entirely within St. Johns County, Florida. **Exhibit 1** depicts the general location of the project. The proposed District covers approximately 261.36 acres of land. The site is generally located north of Russell Sampson Road, west of I-95, east of St. Johns Parkway and south of Race Track Road. The metes and bounds description of the proposed external boundaries of the District is set forth in **Exhibit 2.**

2. Excluded Parcels. There are no parcels within the external boundaries of the proposed District which are to be excluded from the District.

3. Landowner Consent. Petitioner has obtained written consent to establish the District from the owners of one hundred percent (100%) of the real property located within the boundaries of the proposed District, in accordance with Section 190.005, Florida Statutes. Documentation of this consent is contained in **Exhibit 3.**

4. Initial Board Members. The five persons designated to serve as initial members of the Board of Supervisors of the proposed District are as follows:

Name: Kathy Brady
Address: 9540 San Jose Boulevard / PO Box 23627
Jacksonville, Florida 32241-3627

Name: Melissa Yuhas
Address: 9540 San Jose Boulevard / PO Box 23627
Jacksonville, Florida 32241-3627

Name: Bobby Bennett
Address: 1301 Riverplace Blvd., Suite 1900
Jacksonville, Florida 32207

Name: Lou Paquet
Address: 1301 Riverplace Blvd., Suite 1900
Jacksonville, Florida 32207

Name: Julie Passalaqua
Address: 1301 Riverplace Blvd., Suite 1900
Jacksonville, Florida 32207

All of the above-listed persons are residents of the state of Florida and citizens of the United States of America.

5. Name. The proposed name of the District is DP1 Community Development District.

6. Future Land Uses. The general distribution, location, and extent of the public and private future land uses proposed for the District, in accordance with the future land use plan element of the County's Future Land Use Plan, is identified in **Exhibit 4**. The proposed land uses for lands contained within the proposed District are consistent with the approved St. Johns County Future Land Use Plan.

7. Major Water and Wastewater Facilities. **Exhibit 5** shows the existing and proposed major trunk water mains and sewer connections serving the lands within and around the proposed District.

8. District Facilities and Services. **Exhibit 6** describes the type of facilities Petitioner presently expects the proposed District to finance, fund, construct, acquire and/or install, as well as the anticipated entity responsible for ownership and maintenance. In the event the District is unable or unwilling to continue as the owner and entity responsible for the maintenance of the facilities described in Exhibit 6, a property owners' association will assume such rights and obligations. Acceptance of any offer of dedication shall be at the sole discretion of the Board of County Commissioners. Nothing herein shall be construed as affirmative acceptance by the Board of County Commissioners of improvements or acceptance of any operating and maintenance obligations of the District. The estimated costs of constructing the infrastructure serving land within the proposed District are identified in **Exhibit 7**. At present, these improvements are estimated to be made, acquired, constructed and/or installed from 2017 to 2020. Actual construction timetables and expenditures will likely vary, due in part to the effects of future changes in the economic conditions upon costs such as labor, services, materials, interest rates and market conditions.

9. Statement of Estimated Regulatory Costs. **Exhibit 8** is the statement of estimated regulatory costs ("SERC") prepared in accordance with the requirements of Section 120.541, Florida Statutes. The SERC is based upon presently available data. The data and methodology used in preparing the SERC accompany it.

10. Authorized Agent. The Petitioner is authorized to do business in Florida. **Exhibit 9** identifies the authorized agent for the Petitioner. Copies of all correspondence and official notices should be sent to:

Jonathan T. Johnson (jonathanj@hgslaw.com)
Katie S. Buchanan (katieb@hgslaw.com)
HOPPING GREEN & SAMS, P.A.
119 South Monroe Street, Suite 300 (32301)
P.O. Box 6526
Tallahassee, Florida 32314

11. This petition to establish the DP1 Community Development District should be granted for the following reasons:

a. Establishment of the District and all land uses and services planned within the proposed District are not inconsistent with applicable elements or portions of the effective State Comprehensive Plan or the St. Johns County Comprehensive Plan.

b. The area of land within the proposed District is part of a planned community. It is of a sufficient size and is sufficiently compact and contiguous to be developed as one functional and interrelated community.

c. The establishment of the District will prevent the general body of taxpayers in St. Johns County from bearing the burden for installation of the infrastructure and the maintenance of certain facilities within the development encompassed by the District. The District is the best alternative for delivering community development services and facilities to the proposed community without imposing an additional burden on the general population of the local general-purpose government. Establishment of the District in conjunction with a comprehensively planned community, as proposed, allows for a more efficient use of resources.

d. The community development services and facilities of the District will not be incompatible with the capacity and use of existing local and regional community development services and facilities. In addition, the establishment of the District will provide a perpetual entity capable of making reasonable provisions for the operation and maintenance of the District's services and facilities.

e. The area to be served by the proposed District is amenable to separate special-district government.

WHEREFORE, Petitioner respectfully requests the County Commission of St. Johns County, Florida to:

a. schedule a public hearing in accordance with the requirements of Section 190.005(2)(b), Florida Statutes;

b. grant the petition and adopt an ordinance establishing the District pursuant to Chapter 190, Florida Statutes;

c. consent to the District exercise of certain additional powers to finance, plan, establish, acquire, construct, reconstruct, enlarge or extend, equip, operate and maintain systems and facilities for parks and facilities for indoor and outdoor recreational, cultural and educational uses as authorized and described by Section 190.012(2), Florida Statutes; and

d. grant such other relief as appropriate.

RESPECTFULLY SUBMITTED, this 26th day of JUNE, 2017.

HOPPING GREEN & SAMS, P.A.

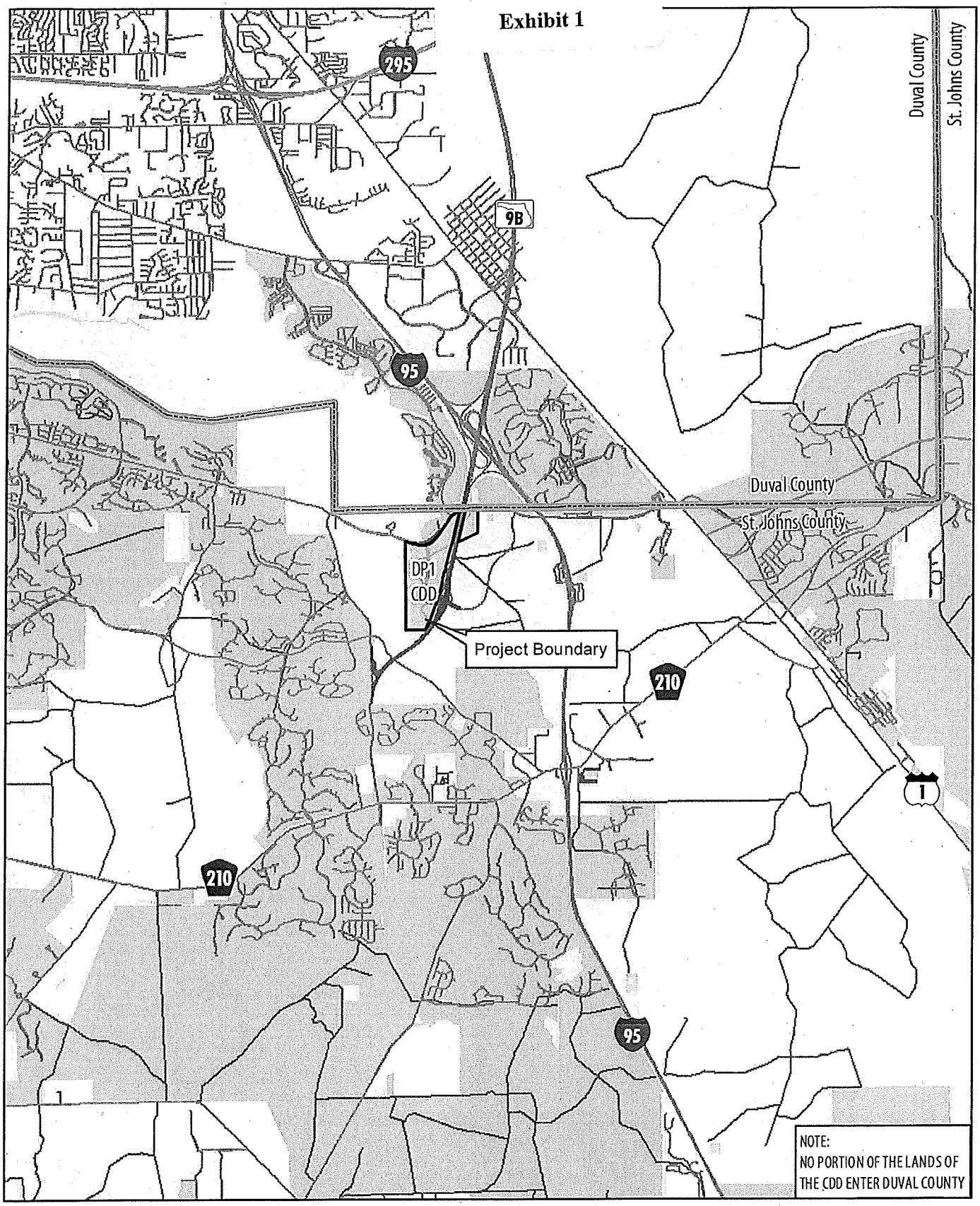
BY: Katie S. Buchanan

Jonathan T. Johnson (FBN 986460)
Katie S. Buchanan (FBN 14196)
119 South Monroe Street, Suite 300 (32301)
Post Office Box 6526
Tallahassee, FL 32314
(850) 222-7500 (telephone)
(850) 224-8551 (facsimile)
jonathanj@hgslaw.com (email)
katieb@hgslaw.com (email)

Attorneys for Petitioner

1

Exhibit 1



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DP1
Community
Development
District

General Location

N
0 0.65 1.3 Miles

February 17, 2017

PROSSER

2

Exhibit 2

PARCEL 1
A PORTION OF SECTIONS 5 AND 6, TOWNSHIP 5 SOUTH, RANGE 28 EAST, ST. JOHNS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE INTERSECTION OF THE SOUTHERLY RIGHT OF WAY LINE OF RACETRACK ROAD, A VARIABLE WIDTH RIGHT OF WAY, AS NOW ESTABLISHED, AND THE WESTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, A VARIABLE WIDTH RIGHT OF WAY, AS SHOWN ON THE FLORIDA DEPARTMENT OF TRANSPORTATION RIGHT OF WAY MAP, SECTION 78000, F.P. NO. 4314182; THENCE SOUTHERLY AND SOUTHWESTERLY, ALONG SAID WESTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, RUN THE FOLLOWING FIVE (5) COURSES AND DISTANCES: COURSE NO. 1: SOUTH 11°40'41" WEST, 1750.61 FEET; COURSE NO. 2: SOUTH 15°40'39" WEST, 1333.33 FEET, TO THE POINT OF CURVATURE OF A CURVE LEADING SOUTHERLY; COURSE NO. 3: SOUTHERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE EASTERLY, HAVING A RADIUS OF 23012.00 FEET, AN ARC DISTANCE OF 745.35 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 14°44'58" WEST, 745.32 FEET, TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 4: SOUTH 13°49'18" WEST, 748.94 FEET; COURSE NO. 5: SOUTH 30°33'06" WEST, 227.24 FEET, TO THE INTERSECTION OF SAID WESTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B WITH THE EASTERLY RIGHT OF WAY LINE OF DURBIN CONNECTOR, A 200 FOOT WIDE RIGHT OF WAY, AS SHOWN ON SAID STATE ROAD NO. 9B RIGHT OF WAY MAP; THENCE SOUTH 06°21'44" WEST, DEPARTING LAST SAID LINE, 206.21 FEET, TO THE INTERSECTION OF SAID WESTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, WITH THE WESTERLY RIGHT OF WAY LINE OF SAID DURBIN CONNECTOR; THENCE SOUTHERLY AND SOUTHWESTERLY, ALONG SAID WESTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, RUN THE FOLLOWING THREE (3) COURSES AND DISTANCES: COURSE NO. 1: SOUTH 02°09'50" EAST, 125.24 FEET; COURSE NO. 2: SOUTH 20°58'16" WEST, 1036.52 FEET, TO THE POINT OF CURVATURE OF A CURVE LEADING SOUTHWESTERLY; COURSE NO. 3: SOUTHWESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHWESTERLY, HAVING A RADIUS OF 2425.00 FEET, AN ARC DISTANCE OF 614.29 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 28°13'41" WEST, 612.65 FEET, TO THE NORTHERLY LINE OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS BOOK 813, PAGE 1729 OF SAID PUBLIC RECORDS; THENCE SOUTH 89°35'20" WEST, ALONG LAST SAID LINE, 1016.19 FEET, TO THE EASTERLY LINE OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS BOOK 1288, PAGE 175 OF SAID PUBLIC RECORDS; THENCE NORTH 00°53'26" EAST, ALONG LAST SAID LINE, 1400.54 FEET; THENCE NORTH 01°22'52" WEST, CONTINUING ALONG LAST SAID LINE, AND ALONG THE EASTERLY LINE OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS BOOK 819, PAGE 549 OF SAID PUBLIC RECORDS, 3478.60 FEET, TO THE SOUTHERLY RIGHT OF WAY LINE OF SAID RACETRACK ROAD; THENCE EASTERLY, AND NORTHEASTERLY, ALONG LAST SAID LINE, RUN THE FOLLOWING FIVE (5) COURSES AND DISTANCES: COURSE NO. 1: SOUTH 70°23'16" EAST, 285.33 FEET, TO THE POINT OF CURVATURE OF A CURVE LEADING EASTERLY; COURSE NO. 2: EASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHERLY, HAVING A RADIUS OF 1161.35 FEET, AN ARC DISTANCE OF 309.32 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 78°01'04" EAST, 308.40 FEET, TO THE ARC OF A CURVE LEADING EASTERLY; COURSE NO. 3: EASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHERLY, HAVING A RADIUS OF 981.00 FEET, AN ARC DISTANCE OF 1288.97 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 72°16'04" EAST, 1198.23 FEET, TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 4: NORTH 34°37'35" EAST, 1189.60 FEET, TO THE POINT OF CURVATURE OF A CURVE LEADING NORTHEASTERLY; COURSE NO. 5: NORTHEASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHEASTERLY, HAVING A RADIUS OF 1112.80 FEET, AN ARC DISTANCE OF 722.06 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 53°12'54" EAST, 709.46 FEET, TO THE POINT OF BEGINNING.

CONTAINING 230.56 ACRES, MORE OR LESS.

PARCEL 2
A PORTION OF SECTION 5, TOWNSHIP 5 SOUTH, RANGE 28 EAST, ST. JOHNS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE INTERSECTION OF THE SOUTHERLY RIGHT OF WAY LINE OF RACETRACK ROAD, A VARIABLE WIDTH RIGHT OF WAY, AS NOW ESTABLISHED, AND THE EASTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, A VARIABLE WIDTH RIGHT OF WAY, AS SHOWN ON THE FLORIDA DEPARTMENT OF TRANSPORTATION RIGHT OF WAY MAP, SECTION 78000, F.P. NO. 4314182; THENCE NORTH 75°57'24" EAST, ALONG SAID SOUTHERLY RIGHT OF WAY LINE OF RACETRACK ROAD, 578.91 FEET, TO THE POINT OF CURVATURE OF A CURVE LEADING EASTERLY; THENCE EASTERLY, CONTINUING ALONG LAST SAID LINE AND ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHERLY, HAVING A RADIUS OF 1125.76 FEET, AN ARC DISTANCE OF 18.00 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 76°24'53" EAST, 18.00 FEET, TO THE NORTHERLY LINE OF SAID SECTION 5; THENCE NORTH 89°46'43" EAST, ALONG LAST SAID LINE, 140.52 FEET, TO THE WESTERLY LINE OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS BOOK 2382, PAGE 156 OF THE PUBLIC RECORDS OF SAID ST. JOHNS COUNTY; THENCE SOUTH 00°16'04" WEST, 527.46 FEET; THENCE SOUTH 00°14'45" WEST, CONTINUING ALONG LAST SAID LINE, 823.25 FEET; THENCE SOUTH 62°51'53" WEST, 1210.04 FEET, TO THE EASTERLY RIGHT OF WAY LINE OF SAID STATE ROAD NO. 9B; THENCE NORTH 11°40'41" EAST, ALONG LAST SAID LINE, 1794.49 FEET, TO THE POINT OF BEGINNING.

CONTAINING 30.80 ACRES, MORE OR LESS.

TOTAL ACREAGE CONTAINING 261.36 ACRES, MORE OR LESS.

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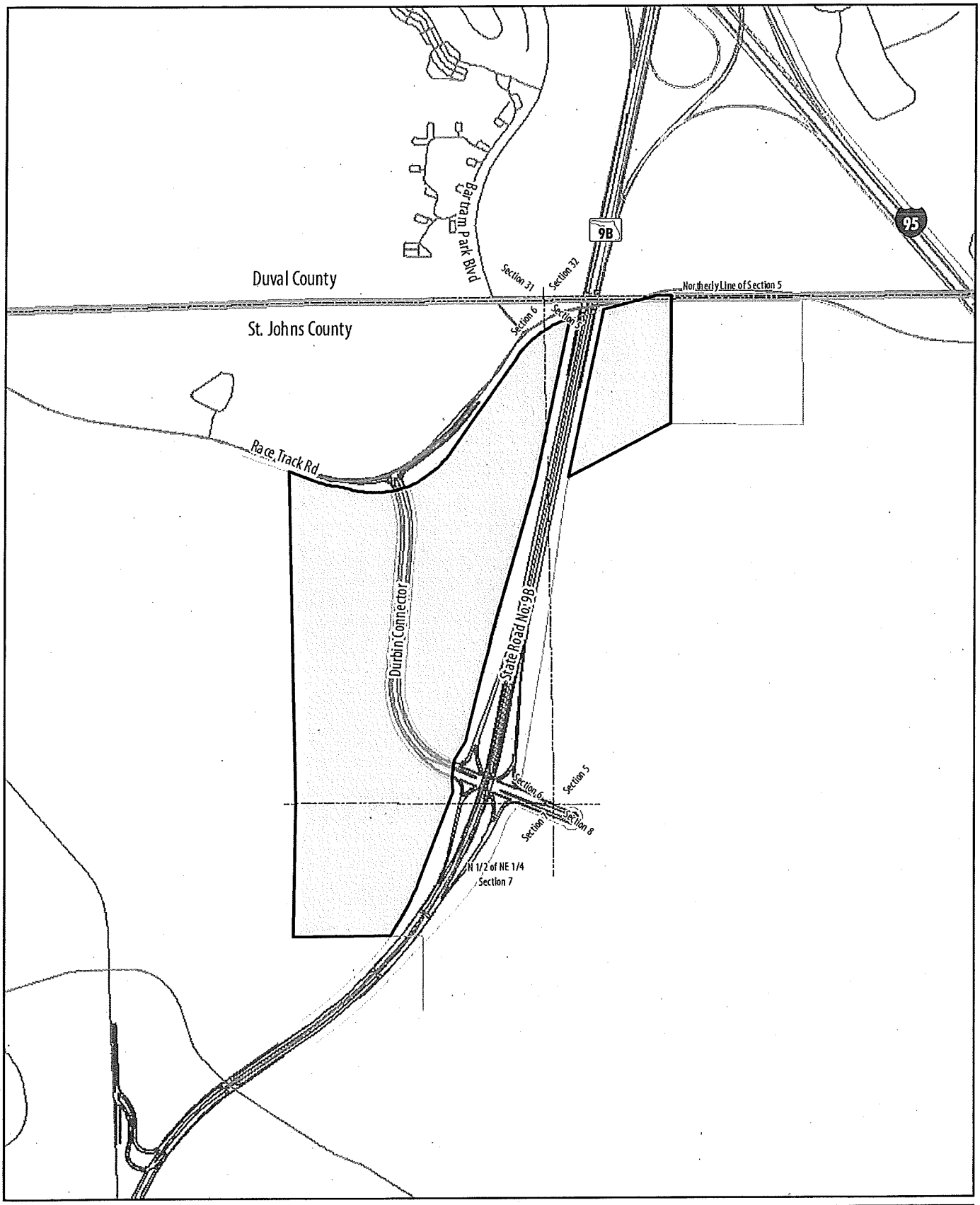
DP1 Community Development District	**Metes and Bounds Description** February 17, 2017	PROSSER



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DP1
Community Development District

Metes and Bounds Sketch

N

0 0.125 0.25 Miles

February 17, 2017

PROSSER

3

Exhibit 3

CONSENT AND JOINDER TO ESTABLISHMENT OF A COMMUNITY DEVELOPMENT DISTRICT

The undersigned is the owner of certain lands more fully described in **Exhibit A** attached hereto and made a part hereof ("Property").

The undersigned understands and acknowledges that Durbin Creek National, LLC ("Petitioner") intends to submit an application to establish a Community Development District in accordance with the provisions of Chapter 190 of the Florida Statutes.

As the owner of lands which are intended to constitute the Community Development District, the undersigned understands and acknowledges that pursuant to the provisions of Section 190.005, *Florida Statutes*, the Petitioner is required to include the written consent to the establishment of the Community Development District of one hundred percent (100%) of the owners of the lands to be included within the Community Development District.

The undersigned hereby consents to the establishment of the Community Development District which will include the Property within the lands to be a part of the Community Development District and agrees to further execute any documentation necessary or convenient to evidence this consent and joinder during the application process for the establishment of the Community Development District.

The undersigned acknowledges that the consent will remain in full force and effect until the Community Development District is established or three years from the date hereof, which ever shall first occur. The undersigned further agrees that it will provide to the next purchaser or successor in interest of all or any portion of the Property a copy of this consent form and obtain, if requested by Petition, a consent to establishment of the Community Development District in substantially this form.

The undersigned hereby represents and warrants that it has taken all actions and obtained all consents necessary to duly authorize the execution of this consent and joinder by the person executing this instrument.

[*signatures on following page*]

Executed this 3 day of February, 2017.

WITNESSES:

Name: Mary Pressley

Name: Earl N. Shimp III

Durbin Creek National, LLC,
a Florida limited liability company

By:
Name: Drew D. Frick
Title: Assistant Secretary

STATE OF FLORIDA
COUNTY OF Duval

I hereby certify that on this day, before me, an officer duly authorized to take acknowledgments, personally appeared Drew D. Frick, Assistant Secretary of Durbin Creek National, LLC, who executed the foregoing instrument, acknowledged before me that s/he executed the same on behalf of the foregoing entity and was identified in the manner indicated below.

Witness my hand and official this 3 day of February, 2017.

Notary Public State of Florida
Melissa A Yuhas
My Commission FF 899689
Expires 08/22/2019

Notary Public

Personally known: ✓
Produced Identification:
Type of Identification:

Exhibit A: Property Description

Exhibit A

PARCEL 1
A PORTION OF SECTIONS 5 AND 6, TOWNSHIP 5 SOUTH, RANGE 28 EAST, ST. JOHNS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE INTERSECTION OF THE SOUTHERLY RIGHT OF WAY LINE OF RACETRACK ROAD, A VARIABLE WIDTH RIGHT OF WAY, AS NOW ESTABLISHED, AND THE WESTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, A VARIABLE WIDTH RIGHT OF WAY, AS SHOWN ON THE FLORIDA DEPARTMENT OF TRANSPORTATION RIGHT OF WAY MAP, SECTION 78050, F.P. NO. 4314152; THENCE SOUTHERLY AND SOUTHWESTERLY, ALONG SAID WESTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, RUN THE FOLLOWING FIVE (5) COURSES AND DISTANCES: COURSE NO. 1: SOUTH 11°40'41" WEST, 1750.51 FEET; COURSE NO. 2: SOUTH 15°40'39" WEST, 1333.33 FEET, TO THE POINT OF CURVATURE OF A CURVE LEADING SOUTHERLY; COURSE NO. 3: SOUTHERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE EASTERLY, HAVING A RADIUS OF 23012.00 FEET, AN ARC DISTANCE OF 745.35 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 14°44'58" WEST, 745.32 FEET, TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 4: SOUTH 13°49'16" WEST, 746.94 FEET; COURSE NO. 5: SOUTH 30°33'05" WEST, 227.24 FEET, TO THE INTERSECTION OF SAID WESTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B WITH THE EASTERLY RIGHT OF WAY LINE OF DURBIN CONNECTOR, A 200 FOOT WIDE RIGHT OF WAY, AS SHOWN ON SAID STATE ROAD NO. 9E RIGHT OF WAY MAP; THENCE SOUTH 06°21'44" WEST, DEPARTING LAST SAID LINE, 206.21 FEET, TO THE INTERSECTION OF SAID WESTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, WITH THE WESTERLY RIGHT OF WAY LINE OF SAID DURBIN CONNECTOR; THENCE SOUTHERLY AND SOUTHWESTERLY, ALONG SAID WESTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, RUN THE FOLLOWING THREE (3) COURSES AND DISTANCES: COURSE NO. 1: SOUTH 02°09'50" EAST, 125.24 FEET; COURSE NO. 2: SOUTH 20°58'16" WEST, 1036.52 FEET, TO THE POINT OF CURVATURE OF A CURVE LEADING SOUTHWESTERLY; COURSE NO. 3: SOUTHWESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHWESTERLY, HAVING A RADIUS OF 2425.00 FEET, AN ARC DISTANCE OF 614.29 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 25°13'41" WEST, 612.65 FEET, TO THE NORTHERLY LINE OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS BOOK 813, PAGE 1729 OF SAID PUBLIC RECORDS; THENCE SOUTH 89°35'20" WEST, ALONG LAST SAID LINE, 1816.19 FEET, TO THE EASTERLY LINE OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS BOOK 1285, PAGE 175 OF SAID PUBLIC RECORDS; THENCE NORTH 00°53'26" EAST, ALONG LAST SAID LINE, 1480.54 FEET; THENCE NORTH 01°22'52" WEST, CONTINUING ALONG LAST SAID LINE, AND ALONG THE EASTERLY LINE OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS BOOK 819, PAGE 549 OF SAID PUBLIC RECORDS, 3478.58 FEET, TO THE SOUTHERLY RIGHT OF WAY LINE OF SAID RACETRACK ROAD; THENCE EASTERLY, AND NORTHEASTERLY, ALONG LAST SAID LINE, RUN THE FOLLOWING FIVE (5) COURSES AND DISTANCES: COURSE NO. 1: SOUTH 70°23'15" EAST, 265.33 FEET, TO THE POINT OF CURVATURE OF A CURVE LEADING EASTERLY; COURSE NO. 2: EASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHERLY, HAVING A RADIUS OF 1161.35 FEET, AN ARC DISTANCE OF 305.32 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 76°01'04" EAST, 304.48 FEET, TO THE ARC OF A CURVE LEADING EASTERLY; COURSE NO. 3: EASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHERLY, HAVING A RADIUS OF 931.00 FEET, AN ARC DISTANCE OF 1265.97 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 72°16'04" EAST, 1166.23 FEET, TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 4: NORTH 34°37'35" EAST, 1155.60 FEET, TO THE POINT OF CURVATURE OF A CURVE LEADING NORTHEASTERLY; COURSE NO. 5: NORTHEASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHEASTERLY, HAVING A RADIUS OF 1112.80 FEET, AN ARC DISTANCE OF 722.06 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 53°12'54" EAST, 709.46 FEET, TO THE POINT OF BEGINNING.

CONTAINING 230.88 ACRES, MORE OR LESS.

PARCEL 2
A PORTION OF SECTION 5, TOWNSHIP 5 SOUTH, RANGE 28 EAST, ST. JOHNS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE INTERSECTION OF THE SOUTHERLY RIGHT OF WAY LINE OF RACETRACK ROAD, A VARIABLE WIDTH RIGHT OF WAY, AS NOW ESTABLISHED, AND THE EASTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, A VARIABLE WIDTH RIGHT OF WAY, AS SHOWN ON THE FLORIDA DEPARTMENT OF TRANSPORTATION RIGHT OF WAY MAP, SECTION 78050, F.P. NO. 4314152; THENCE NORTH 75°57'24" EAST, ALONG SAID SOUTHERLY RIGHT OF WAY LINE OF RACETRACK ROAD, 575.51 FEET, TO THE POINT OF CURVATURE OF A CURVE LEADING EASTERLY; THENCE EASTERLY, CONTINUING ALONG LAST SAID LINE AND ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHERLY, HAVING A RADIUS OF 1125.76 FEET, AN ARC DISTANCE OF 18.00 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 76°24'53" EAST, 18.00 FEET, TO THE NORTHERLY LINE OF SAID SECTION 5; THENCE NORTH 89°46'43" EAST, ALONG LAST SAID LINE, 140.52 FEET, TO THE WESTERLY LINE OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS BOOK 2352, PAGE 135 OF THE PUBLIC RECORDS OF SAID ST. JOHNS COUNTY; THENCE SOUTH 00°15'04" WEST, 527.46 FEET; THENCE SOUTH 89°14'45" WEST, CONTINUING ALONG LAST SAID LINE, 523.25 FEET; THENCE SOUTH 62°51'53" WEST, 1218.04 FEET, TO THE EASTERLY RIGHT OF WAY LINE OF SAID STATE ROAD NO. 9E; THENCE NORTH 11°40'41" EAST, ALONG LAST SAID LINE, 1794.49 FEET, TO THE POINT OF BEGINNING.

CONTAINING 20.50 ACRES, MORE OR LESS.

TOTAL ACREAGE CONTAINING 251.36 ACRES, MORE OR LESS.

LESS AND EXCEPT THE FOLLOWING FOUR PARCELS OF PROPERTY: PAVILION PARCEL, LAKE 5, LAKE 6A, AND LAKE 7A

PAVILION PARCEL:
A PORTION OF SECTIONS 5 AND 6, TOWNSHIP 5 SOUTH, RANGE 28 EAST, ST. JOHNS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE INTERSECTION OF THE SOUTHERLY RIGHT OF WAY LINE OF RACETRACK ROAD, A VARIABLE WIDTH RIGHT OF WAY, AS NOW ESTABLISHED, AND THE WESTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, A VARIABLE WIDTH RIGHT OF WAY, AS SHOWN ON THE FLORIDA DEPARTMENT OF TRANSPORTATION RIGHT OF WAY MAP, SECTION 78000, F.P. NO. 4314182; THENCE SOUTHERLY AND SOUTHWESTERLY, ALONG SAID WESTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, RUN THE FOLLOWING FOUR (4) COURSES AND DISTANCES: COURSE NO. 1: SOUTH 11°40'41" WEST, 1750.61 FEET; COURSE NO. 2: SOUTH 15°40'39" WEST, 1333.33 FEET, TO THE POINT OF CURVATURE OF A CURVE LEADING SOUTHERLY; COURSE NO. 3: SOUTHERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE EASTERLY, HAVING A RADIUS OF 23012.00 FEET, AN ARC DISTANCE OF 745.35 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 14°44'58" WEST, 745.32 FEET, TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 4: SOUTH 13°49'18" WEST, 461.13 FEET; THENCE SOUTH 90°00'00" WEST, 658.96 FEET TO THE EASTERLY RIGHT OF WAY LINE OF WEST PEYTON PARKWAY (DURBIN CONNECTOR, A 200 FOOT WIDE RIGHT OF WAY, AS SHOWN ON SAID STATE ROAD NO. 9B RIGHT OF WAY MAP), AND TO THE ARC OF A CURVE LEADING NORTHERLY; THENCE NORTHERLY, ALONG LAST SAID LINE, RUN THE FOLLOWING THREE (3) COURSES AND DISTANCES: COURSE NO. 1: NORTHERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE EASTERLY, HAVING A RADIUS OF 860.00 FEET, AN ARC DISTANCE OF 397.20 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 08°45'19" WEST, 393.68 FEET, TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 2: NORTH 04°28'33" EAST, 1480.97 FEET, TO THE POINT OF CURVATURE OF A CURVE LEADING NORTHERLY; COURSE NO. 3: NORTHERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE WESTERLY, HAVING A RADIUS OF 1246.00 FEET, AN ARC DISTANCE OF 550.62 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 08°11'02" WEST, 546.15 FEET, TO THE AFORESAID SOUTHEASTERLY RIGHT OF WAY LINE OF RACETRACK ROAD, AND THE ARC OF A CURVE LEADING NORTHEASTERLY; THENCE NORTHEASTERLY, ALONG THE SOUTHEASTERLY RIGHT OF WAY LINE OF SAID RACETRACK ROAD, RUN THE FOLLOWING THREE (3) COURSES AND DISTANCES: COURSE NO. 1: NORTHEASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHWESTERLY, HAVING A RADIUS OF 981.00 FEET, AN ARC DISTANCE OF 584.01 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 51°40'51" EAST, 575.42 FEET, TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 2: NORTH 34°37'35" EAST, 1189.60 FEET, TO THE POINT OF CURVATURE OF A CURVE LEADING NORTHEASTERLY; COURSE NO. 3: NORTHEASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHEASTERLY, HAVING A RADIUS OF 1112.80 FEET, AN ARC DISTANCE OF 722.06 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 53°12'54" EAST, 709.46 FEET, TO THE POINT OF BEGINNING.

LESS & EXCEPT FROM THE PAVILION PARCEL THE FOLLOWING PARCEL:

A PORTION OF SECTION 6, TOWNSHIP 5 SOUTH, RANGE 28 EAST, ST. JOHNS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE INTERSECTION OF THE SOUTHERLY RIGHT OF WAY LINE OF RACETRACK ROAD, A VARIABLE WIDTH RIGHT OF WAY, AS NOW ESTABLISHED, AND THE WESTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, A VARIABLE WIDTH RIGHT OF WAY, AS SHOWN ON THE FLORIDA DEPARTMENT OF TRANSPORTATION RIGHT OF WAY MAP, SECTION 78000, F.P. NO. 4314182; THENCE SOUTHERLY AND SOUTHWESTERLY, ALONG SAID WESTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, RUN THE FOLLOWING FOUR (4) COURSES AND DISTANCES: COURSE NO. 1: SOUTH 11°40'41" WEST, 1750.61 FEET; COURSE NO. 2: SOUTH 15°40'39" WEST, 1333.33 FEET, TO THE POINT OF CURVATURE OF A CURVE LEADING SOUTHERLY; COURSE NO. 3: SOUTHERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE EASTERLY, HAVING A RADIUS OF 23012.00 FEET, AN ARC DISTANCE OF 745.35 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 14°44'58" WEST, 745.32 FEET, TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 4: SOUTH 13°49'18" WEST, 461.13 FEET; THENCE SOUTH 90°00'00" WEST, 658.96 FEET TO THE EASTERLY RIGHT OF WAY LINE OF WEST PEYTON PARKWAY (DURBIN CONNECTOR, A 200 FOOT WIDE RIGHT OF WAY, AS SHOWN ON SAID STATE ROAD NO. 9B RIGHT OF WAY MAP), AND TO THE ARC OF A CURVE LEADING NORTHERLY; THENCE NORTHERLY, ALONG LAST SAID LINE, RUN THE FOLLOWING THREE (3) COURSES AND DISTANCES: COURSE NO. 1: NORTHERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE EASTERLY, HAVING A RADIUS OF 860.00 FEET, AN ARC DISTANCE OF 397.20 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 08°45'19" WEST, 393.68 FEET, TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 2: NORTH 04°28'33" EAST, 802.19 FEET TO THE POINT OF BEGINNING; COURSE NO. 3: CONTINUE NORTH 04°28'33" EAST, 420.20 FEET TO THE ARC OF A CURVE LEADING EASTERLY; THENCE EASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHERLY, HAVING A RADIUS OF 48.50 FEET, AN ARC DISTANCE OF 17.90 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 83°54'02" EAST, 17.80 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 85°31'27" EAST, 277.66 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING SOUTHEASTERLY; THENCE SOUTHEASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHWESTERLY, HAVING A RADIUS OF 19.50 FEET, AN ARC DISTANCE OF 30.63 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 40°31'27" EAST, 27.58 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 04°28'33" WEST, 273.65 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING SOUTHERLY; THENCE SOUTHERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE WESTERLY, HAVING A RADIUS OF 73.50 FEET, AN ARC DISTANCE OF 14.37 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 10°04'36" WEST, 14.35 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 15°40'39" WEST, 141.58 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING SOUTHWESTERLY; THENCE SOUTHWESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHWESTERLY, HAVING A RADIUS OF 19.50 FEET, AN ARC DISTANCE OF 30.63 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 60°40'39" WEST, 27.58 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 74°19'21" WEST, 190.98 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING WESTERLY; THENCE WESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHERLY, HAVING A RADIUS OF 56.50 FEET, AN ARC DISTANCE OF 11.05 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 79°55'24" WEST, 11.03 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 85°31'27" WEST, 64.52 FEET TO THE POINT OF BEGINNING.

CONTAINING A NET ACREAGE OF 78.74 ACRES, MORE OR LESS.

LAKE 5

A PORTION OF SECTION 5, TOWNSHIP 5 SOUTH, RANGE 28 EAST, ST. JOHNS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE INTERSECTION OF THE SOUTHERLY RIGHT OF WAY LINE OF RACETRACK ROAD, A VARIABLE WIDTH RIGHT OF WAY, AS NOW ESTABLISHED, AND THE EASTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, A VARIABLE WIDTH RIGHT OF WAY, AS SHOWN ON THE FLORIDA DEPARTMENT OF TRANSPORTATION RIGHT OF WAY MAP, SECTION 78000, F.P. NO. 4314182; THENCE NORTH 75°57'24" EAST, ALONG SAID SOUTHERLY RIGHT OF WAY LINE OF RACETRACK ROAD, 578.91 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING EASTERLY; THENCE EASTERLY, CONTINUING ALONG LAST SAID LINE AND ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHERLY, HAVING A RADIUS OF 1125.76 FEET, AN ARC DISTANCE OF 18.00 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 76°24'53" EAST, 18.00 FEET TO THE NORTHERLY LINE OF SAID SECTION 5; THENCE NORTH 89°46'43" EAST, ALONG LAST SAID LINE, 140.52 FEET TO THE WESTERLY LINE OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS BOOK 2382, PAGE 156 OF THE PUBLIC RECORDS OF SAID ST. JOHNS COUNTY; THENCE SOUTH 00°16'04" WEST, ALONG LAST SAID LINE, 527.46 FEET; THENCE SOUTH 00°14'45" WEST, CONTINUING ALONG LAST SAID LINE, 53.07 FEET TO THE SOUTHERLY LINE OF THOSE LANDS DESIGNATED PARCEL 803B, DESCRIBED AND RECORDED IN OFFICIAL RECORDS BOOK 4011, PAGE 506 OF SAID PUBLIC RECORDS AND THE POINT OF CURVATURE OF A CURVE LEADING SOUTHWESTERLY; THENCE SOUTHWESTERLY, WESTERLY AND NORTHWESTERLY, ALONG LAST SAID LINE, RUN THE FOLLOWING FIFTEEN COURSES AND DISTANCES: COURSE NO. 1: SOUTHWESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHWESTERLY, HAVING A RADIUS OF 104.00 FEET, AN ARC DISTANCE OF 120.79 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 33°31'11" WEST, 114.12 FEET TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 2: SOUTH 66°47'37" WEST, 32.46 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING WESTERLY; COURSE NO. 3: WESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHERLY, HAVING A RADIUS OF 101.40 FEET, AN ARC DISTANCE OF 67.90 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 85°58'41" WEST, 66.64 FEET TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 4: NORTH 74°50'15" WEST, 69.69 FEET TO THE ARC OF A CURVE LEADING NORTHWESTERLY; COURSE NO. 5: NORTHWESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHEASTERLY, HAVING A RADIUS OF 101.40 FEET, AN ARC DISTANCE OF 151.42 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 61°07'22" WEST, 137.74 FEET TO THE POINT OF REVERSE CURVATURE OF A CURVE LEADING NORTHWESTERLY; COURSE NO. 6: NORTHWESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHWESTERLY, HAVING A RADIUS OF 2.73 FEET, AN ARC DISTANCE OF 1.79 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 37°08'21" WEST, 1.76 FEET; COURSE NO. 7: NORTH 69°20'27" WEST, 21.65 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING NORTHWESTERLY; COURSE NO. 8: NORTHWESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHEASTERLY, HAVING A RADIUS OF 101.40 FEET, AN ARC DISTANCE OF 50.06 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 55°11'54" WEST, 49.55 FEET TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 9: NORTH 41°03'21" WEST, 51.18 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING WESTERLY; COURSE NO. 10: WESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHERLY, HAVING A RADIUS OF 9.80 FEET, AN ARC DISTANCE OF 13.05 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 79°11'47" WEST, 12.10 FEET TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 11: SOUTH 62°39'46" WEST, 36.41 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING WESTERLY; COURSE NO. 12: WESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHERLY,

HAVING A RADIUS OF 101.40 FEET, AN ARC DISTANCE OF 58.44 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 79°10'21" WEST, 57.63 FEET TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 13: NORTH 84°19'04" WEST, 41.89 FEET TO THE ARC OF A CURVE LEADING WESTERLY; COURSE NO. 14: WESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHERLY, HAVING A RADIUS OF 101.40 FEET, AN ARC DISTANCE OF 136.58 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 76°01'20" WEST, 126.48 FEET TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 15: NORTH 37°26'11" WEST, 112.60 FEET TO THE AFORESAID EASTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B; THENCE NORTH 11°40'41" EAST, ALONG LAST SAID LINE, 294.49 FEET TO THE POINT OF BEGINNING.

CONTAINING 9.39 ACRES, MORE OR LESS.

LAKE 6A

A PORTION OF SECTION 6, TOWNSHIP 5 SOUTH, RANGE 28 EAST, ST. JOHNS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE INTERSECTION OF THE SOUTHERLY RIGHT OF WAY LINE OF RACETRACK ROAD, A VARIABLE WIDTH RIGHT OF WAY, AS NOW ESTABLISHED, AND THE WESTERLY RIGHT OF WAY LINE OF WEST PEYTON PARKWAY (DURBIN CONNECTOR, A 200 FOOT WIDE RIGHT OF WAY, AS SHOWN ON THE FLORIDA DEPARTMENT OF TRANSPORTATION RIGHT OF WAY MAP, SECTION 78000, F.P. NO. 4314182), SAID POINT BEING ON THE ARC OF A CURVE LEADING SOUTHERLY; THENCE SOUTHERLY, ALONG SAID WESTERLY RIGHT OF WAY LINE OF WEST PEYTON PARKWAY, AND ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE WESTERLY, HAVING A RADIUS OF 1046.00 FEET, AN ARC DISTANCE OF 481.38 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 08°42'29" EAST, 477.14 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 04°28'33" WEST, CONTINUING ALONG LAST SAID LINE, 58.86 FEET; THENCE NORTH 85°31'27" WEST, 204.00 FEET TO THE ARC OF A CURVE LEADING NORTHWESTELY; THENCE NORTHWESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHEASTERLY, HAVING A RADIUS OF 100.00 FEET, AN ARC DISTANCE OF 131.02 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 38°57'24" WEST, 121.85 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 01°25'17" WEST, 408.19 FEET TO THE AFORESAID SOUTHERLY RIGHT OF WAY LINE OF RACE TRACK ROAD AND THE ARC OF A CURVE LEADING EASTERLY; THENCE EASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHERLY, HAVING A RADIUS OF 981.00 FEET, AN ARC DISTANCE OF 223.25 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 87°01'13" EAST, 222.77 FEET TO THE POINT OF BEGINNING.

CONTAINING 3.16 ACRES, MORE OR LESS.

LAKE 7A

A PORTION OF SECTION 6, TOWNSHIP 5 SOUTH, RANGE 28 EAST, ST. JOHNS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE INTERSECTION OF THE SOUTHERLY RIGHT OF WAY LINE OF RACETRACK ROAD, A VARIABLE WIDTH RIGHT OF WAY, AS NOW ESTABLISHED, AND THE WESTERLY RIGHT OF WAY LINE OF

WEST PEYTON PARKWAY (DURBIN CONNECTOR, A 200 FOOT WIDE RIGHT OF WAY, AS SHOWN ON THE FLORIDA DEPARTMENT OF TRANSPORTATION RIGHT OF WAY MAP, SECTION 78000, F.P. NO. 4314182), SAID POINT BEING ON THE ARC OF A CURVE LEADING SOUTHERLY; THENCE SOUTHERLY AND SOUTHEASTERLY, ALONG SAID WESTERLY RIGHT OF WAY LINE OF WEST PEYTON PARKWAY, RUN THE FOLLOWING FOUR (4) COURSES AND DISTANCES: COURSE NO. 1: SOUTHERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE WESTERLY, HAVING A RADIUS OF 1046.00 FEET, AN ARC DISTANCE OF 481.38 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 08°42'29" EAST, 477.14 FEET TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 2: SOUTH 04°28'33" WEST, 1041.21 FEET TO THE POINT OF BEGINNING: COURSE NO. 3: CONTINUE SOUTH 04°28'33" WEST, 439.76 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING SOUTHERLY; COURSE NO. 4: SOUTHERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE EASTERLY, HAVING A RADIUS OF 1060.00 FEET, AN ARC DISTANCE OF 220.97 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 01°29'46" EAST, 220.57 FEET; THENCE SOUTH 82°31'55" WEST, 103.88 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING WESTERLY; THENCE WESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHERLY, HAVING A RADIUS OF 88.00 FEET, AN ARC DISTANCE OF 14.90 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 87°22'56" WEST, 14.88 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 87°46'03" WEST, 35.60 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING NORTHWESTERLY; THENCE NORTHWESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHEASTERLY, HAVING A RADIUS OF 100.00 FEET, AN ARC DISTANCE OF 95.22 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 60°29'25" WEST, 91.66 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 33°12'46" WEST, 274.48 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING NORTHERLY; THENCE NORTHERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE EASTERLY, HAVING A RADIUS OF 147.50 FEET, AN ARC DISTANCE OF 96.95 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 14°22'59" WEST, 95.21 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 04°26'47" EAST, 336.14 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING NORTHEASTERLY; THENCE NORTHEASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHEASTERLY, HAVING A RADIUS OF 98.00 FEET, AN ARC DISTANCE OF 175.85 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 55°51'09" EAST, 153.19 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 72°44'30" EAST, 50.93 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING EASTERLY; THENCE EASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHERLY, HAVING A RADIUS OF 39.00 FEET, AN ARC DISTANCE OF 20.70 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 87°56'51" EAST, 20.46 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 76°50'48" EAST, 34.06 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING EASTERLY; THENCE EASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHERLY, HAVING A RADIUS OF 130.00 FEET, AN ARC DISTANCE OF 40.00 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 85°39'41" EAST, 39.84 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 85°31'27" EAST, 49.20 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING SOUTHEASTERLY; THENCE SOUTHEASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHWESTERLY, HAVING A RADIUS OF 100.00 FEET, AN ARC DISTANCE OF 157.08 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 40°31'27" EAST, 141.42 FEET TO THE POINT OF BEGINNING.

CONTAINING 6.48 ACRES, MORE OR LESS.

CONSENT AND JOINDER TO ESTABLISHMENT OF A COMMUNITY DEVELOPMENT DISTRICT

The undersigned is the owner of certain lands more fully described in **Exhibit A** attached hereto and made a part hereof ("Property").

The undersigned understands and acknowledges that Durbin Creek National, LLC ("Petitioner") intends to submit an application to establish a Community Development District in accordance with the provisions of Chapter 190 of the Florida Statutes.

As the owner of lands which are intended to constitute the Community Development District, the undersigned understands and acknowledges that pursuant to the provisions of Section 190.005, *Florida Statutes*, the Petitioner is required to include the written consent to the establishment of the Community Development District of one hundred percent (100%) of the owners of the lands to be included within the Community Development District.

The undersigned hereby consents to the establishment of the Community Development District which will include the Property within the lands to be a part of the Community Development District and agrees to further execute any documentation necessary or convenient to evidence this consent and joinder during the application process for the establishment of the Community Development District.

The undersigned acknowledges that the consent will remain in full force and effect until the Community Development District is established or three years from the date hereof, which ever shall first occur. The undersigned further agrees that it will provide to the next purchaser or successor in interest of all or any portion of the Property a copy of this consent form and obtain, if requested by Petition, a consent to establishment of the Community Development District in substantially this form.

The undersigned hereby represents and warrants that it has taken all actions and obtained all consents necessary to duly authorize the execution of this consent and joinder by the person executing this instrument.

[*signatures on following page*]

Executed this 2nd day of February, 2017.

WITNESSES:

Amy L. Buquo
Name: Amy L. Buquo

Name: Robert Park Mansfield

Durbin Park Pavilion, LLC,
a Florida limited liability company

By:
Name: Franklin C. Gatlin, III
Title: CEO

STATE OF FLORIDA
COUNTY OF DUVAL

I hereby certify that on this day, before me, an officer duly authorized to take acknowledgments, personally appeared Franklin C. Gatlin, III, CEO of Durbin Park Pavilion, LLC, who executed the foregoing instrument, acknowledged before me that s/he executed the same on behalf of the foregoing entity and was identified in the manner indicated below.

Witness my hand and official this 2nd day of February, 2017.

AMY L. BUQUO
Notary Public - State of Florida
Commission # FF 213084
My Comm. Expires Mar 24, 2019
Bonded through National Notary Assn.

Amy L. Buquo
Notary Public

Personally known: ✓
Produced Identification:
Type of Identification:

Exhibit A: Property Description

Exhibit A

PAVILION PARCEL:
A PORTION OF SECTIONS 5 AND 6, TOWNSHIP 5 SOUTH, RANGE 28 EAST, ST. JOHNS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE INTERSECTION OF THE SOUTHERLY RIGHT OF WAY LINE OF RACETRACK ROAD, A VARIABLE WIDTH RIGHT OF WAY, AS NOW ESTABLISHED, AND THE WESTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, A VARIABLE WIDTH RIGHT OF WAY, AS SHOWN ON THE FLORIDA DEPARTMENT OF TRANSPORTATION RIGHT OF WAY MAP, SECTION 78000, F.P. NO. 4314182; THENCE SOUTHERLY AND SOUTHWESTERLY, ALONG SAID WESTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, RUN THE FOLLOWING FOUR (4) COURSES AND DISTANCES: COURSE NO. 1: SOUTH 11°40'41" WEST, 1750.61 FEET; COURSE NO. 2: SOUTH 15°40'39" WEST, 1333.33 FEET, TO THE POINT OF CURVATURE OF A CURVE LEADING SOUTHERLY; COURSE NO. 3: SOUTHERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE EASTERLY, HAVING A RADIUS OF 23012.00 FEET, AN ARC DISTANCE OF 745.35 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 14°44'58" WEST, 745.32 FEET, TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 4: SOUTH 13°49'18" WEST, 461.13 FEET; THENCE SOUTH 90°00'00" WEST, 658.96 FEET TO THE EASTERLY RIGHT OF WAY LINE OF WEST PEYTON PARKWAY (DURBIN CONNECTOR, A 200 FOOT WIDE RIGHT OF WAY, AS SHOWN ON SAID STATE ROAD NO. 9B RIGHT OF WAY MAP), AND TO THE ARC OF A CURVE LEADING NORTHERLY; THENCE NORTHERLY, ALONG LAST SAID LINE, RUN THE FOLLOWING THREE (3) COURSES AND DISTANCES: COURSE NO. 1: NORTHERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE EASTERLY, HAVING A RADIUS OF 860.00 FEET, AN ARC DISTANCE OF 397.20 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 08°45'19" WEST, 393.68 FEET, TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 2: NORTH 04°28'33" EAST, 1480.97 FEET, TO THE POINT OF CURVATURE OF A CURVE LEADING NORTHERLY; COURSE NO. 3: NORTHERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE WESTERLY, HAVING A RADIUS OF 1246.00 FEET, AN ARC DISTANCE OF 550.62 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 08°11'02" WEST, 546.15 FEET, TO THE AFORESAID SOUTHEASTERLY RIGHT OF WAY LINE OF RACETRACK ROAD, AND THE ARC OF A CURVE LEADING NORTHEASTERLY; THENCE NORTHEASTERLY, ALONG THE SOUTHEASTERLY RIGHT OF WAY LINE OF SAID RACETRACK ROAD, RUN THE FOLLOWING THREE (3) COURSES AND DISTANCES: COURSE NO. 1: NORTHEASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHWESTERLY, HAVING A RADIUS OF 981.00 FEET, AN ARC DISTANCE OF 584.01 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 51°40'51" EAST, 575.42 FEET, TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 2: NORTH 34°37'35" EAST, 1189.60 FEET, TO THE POINT OF CURVATURE OF A CURVE LEADING NORTHEASTERLY; COURSE NO. 3: NORTHEASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHEASTERLY, HAVING A RADIUS OF 1112.80 FEET, AN ARC DISTANCE OF 722.06 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 53°12'54" EAST, 709.46 FEET, TO THE POINT OF BEGINNING.

LESS & EXCEPT:

A PORTION OF SECTION 6, TOWNSHIP 5 SOUTH, RANGE 28 EAST, ST. JOHNS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE INTERSECTION OF THE SOUTHERLY RIGHT OF WAY LINE OF RACETRACK ROAD, A VARIABLE WIDTH RIGHT OF WAY, AS NOW ESTABLISHED, AND THE WESTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, A VARIABLE WIDTH RIGHT OF WAY, AS SHOWN ON THE FLORIDA DEPARTMENT OF

TRANSPORTATION RIGHT OF WAY MAP, SECTION 78000, F.P. NO. 4314182; THENCE SOUTHERLY AND SOUTHWESTERLY, ALONG SAID WESTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, RUN THE FOLLOWING FOUR (4) COURSES AND DISTANCES: COURSE NO. 1: SOUTH 11°40'41" WEST, 1750.61 FEET; COURSE NO. 2: SOUTH 15°40'39" WEST, 1333.33 FEET, TO THE POINT OF CURVATURE OF A CURVE LEADING SOUTHERLY; COURSE NO. 3: SOUTHERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE EASTERLY, HAVING A RADIUS OF 23012.00 FEET, AN ARC DISTANCE OF 745.35 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 14°44'58" WEST, 745.32 FEET, TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 4: SOUTH 13°49'18" WEST, 461.13 FEET; THENCE SOUTH 90°00'00" WEST, 658.96 FEET TO THE EASTERLY RIGHT OF WAY LINE OF WEST PEYTON PARKWAY (DURBIN CONNECTOR, A 200 FOOT WIDE RIGHT OF WAY, AS SHOWN ON SAID STATE ROAD NO. 9B RIGHT OF WAY MAP), AND TO THE ARC OF A CURVE LEADING NORTHERLY; THENCE NORTHERLY, ALONG LAST SAID LINE, RUN THE FOLLOWING THREE (3) COURSES AND DISTANCES: COURSE NO. 1: NORTHERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE EASTERLY, HAVING A RADIUS OF 860.00 FEET, AN ARC DISTANCE OF 397.20 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 08°45'19" WEST, 393.68 FEET, TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 2: NORTH 04°28'33" EAST, 802.19 FEET TO THE POINT OF BEGINNING; COURSE NO. 3: CONTINUE NORTH 04°28'33" EAST, 420.20 FEET TO THE ARC OF A CURVE LEADING EASTERLY; THENCE EASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHERLY, HAVING A RADIUS OF 48.50 FEET, AN ARC DISTANCE OF 17.90 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 83°54'02" EAST, 17.80 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 85°31'27" EAST, 277.66 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING SOUTHEASTERLY; THENCE SOUTHEASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHWESTERLY, HAVING A RADIUS OF 19.50 FEET, AN ARC DISTANCE OF 30.63 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 40°31'27" EAST, 27.58 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 04°28'33" WEST, 273.65 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING SOUTHERLY; THENCE SOUTHERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE WESTERLY, HAVING A RADIUS OF 73.50 FEET, AN ARC DISTANCE OF 14.37 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 10°04'36" WEST, 14.35 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 15°40'39" WEST, 141.58 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING SOUTHWESTERLY; THENCE SOUTHWESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHWESTERLY, HAVING A RADIUS OF 19.50 FEET, AN ARC DISTANCE OF 30.63 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 60°40'39" WEST, 27.58 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 74°19'21" WEST, 190.98 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING WESTERLY; THENCE WESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHERLY, HAVING A RADIUS OF 56.50 FEET, AN ARC DISTANCE OF 11.05 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 79°55'24" WEST, 11.03 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 85°31'27" WEST, 64.52 FEET TO THE POINT OF BEGINNING.

CONTAINING A NET ACREAGE OF 78.74 ACRES, MORE OR LESS.

TOGETHER WITH THE FOLLOWING:

LAKE 5

A PORTION OF SECTION 5, TOWNSHIP 5 SOUTH, RANGE 28 EAST, ST. JOHNS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE INTERSECTION OF THE SOUTHERLY RIGHT OF WAY LINE OF RACETRACK ROAD, A VARIABLE WIDTH RIGHT OF WAY, AS NOW ESTABLISHED, AND THE EASTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B, A VARIABLE WIDTH RIGHT OF WAY, AS SHOWN ON THE FLORIDA DEPARTMENT OF TRANSPORTATION RIGHT OF WAY MAP, SECTION 78000, F.P. NO. 4314182; THENCE NORTH 75°57'24" EAST, ALONG SAID SOUTHERLY RIGHT OF WAY LINE OF RACETRACK ROAD, 578.91 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING EASTERLY; THENCE EASTERLY, CONTINUING ALONG LAST SAID LINE AND ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHERLY, HAVING A RADIUS OF 1125.76 FEET, AN ARC DISTANCE OF 18.00 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 76°24'53" EAST, 18.00 FEET TO THE NORTHERLY LINE OF SAID SECTION 5; THENCE NORTH 89°46'43" EAST, ALONG LAST SAID LINE, 140.52 FEET TO THE WESTERLY LINE OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS BOOK 2382, PAGE 156 OF THE PUBLIC RECORDS OF SAID ST. JOHNS COUNTY; THENCE SOUTH 00°16'04" WEST, ALONG LAST SAID LINE, 527.46 FEET; THENCE SOUTH 00°14'45" WEST, CONTINUING ALONG LAST SAID LINE, 53.07 FEET TO THE SOUTHERLY LINE OF THOSE LANDS DESIGNATED PARCEL 803B, DESCRIBED AND RECORDED IN OFFICIAL RECORDS BOOK 4011, PAGE 506 OF SAID PUBLIC RECORDS AND THE POINT OF CURVATURE OF A CURVE LEADING SOUTHWESTERLY; THENCE SOUTHWESTERLY, WESTERLY AND NORTHWESTERLY, ALONG LAST SAID LINE, RUN THE FOLLOWING FIFTEEN COURSES AND DISTANCES: COURSE NO. 1: SOUTHWESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHWESTERLY, HAVING A RADIUS OF 104.00 FEET, AN ARC DISTANCE OF 120.79 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 33°31'11" WEST, 114.12 FEET TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 2: SOUTH 66°47'37" WEST, 32.46 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING WESTERLY; COURSE NO. 3: WESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHERLY, HAVING A RADIUS OF 101.40 FEET, AN ARC DISTANCE OF 67.90 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 85°58'41" WEST, 66.64 FEET TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 4: NORTH 74°50'15" WEST, 69.69 FEET TO THE ARC OF A CURVE LEADING NORTHWESTERLY; COURSE NO. 5: NORTHWESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHEASTERLY, HAVING A RADIUS OF 101.40 FEET, AN ARC DISTANCE OF 151.42 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 61°07'22" WEST, 137.74 FEET TO THE POINT OF REVERSE CURVATURE OF A CURVE LEADING NORTHWESTERLY; COURSE NO. 6: NORTHWESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHWESTERLY, HAVING A RADIUS OF 2.73 FEET, AN ARC DISTANCE OF 1.79 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 37°08'21" WEST, 1.76 FEET; COURSE NO. 7: NORTH 69°20'27" WEST, 21.65 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING NORTHWESTERLY; COURSE NO. 8: NORTHWESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHEASTERLY, HAVING A RADIUS OF 101.40 FEET, AN ARC DISTANCE OF 50.06 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 55°11'54" WEST, 49.55 FEET TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 9: NORTH 41°03'21" WEST, 51.18 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING WESTERLY; COURSE NO. 10: WESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHERLY, HAVING A RADIUS OF 9.80 FEET, AN ARC DISTANCE OF 13.05 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 79°11'47" WEST, 12.10 FEET TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 11: SOUTH 62°39'46" WEST, 36.41 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING WESTERLY; COURSE NO. 12: WESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHERLY, HAVING A RADIUS OF 101.40 FEET, AN ARC DISTANCE OF 58.44 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 79°10'21" WEST, 57.63 FEET TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 13: NORTH 84°19'04" WEST, 41.89 FEET TO THE ARC OF A CURVE LEADING WESTERLY; COURSE NO. 14: WESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHERLY, HAVING A RADIUS OF 101.40 FEET, AN ARC DISTANCE OF 136.58 FEET, SAID ARC BEING

SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 76°01'20" WEST, 126.48 FEET TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 15: NORTH 37°26'11" WEST, 112.60 FEET TO THE AFORESAID EASTERLY RIGHT OF WAY LINE OF STATE ROAD NO. 9B; THENCE NORTH 11°40'41" EAST, ALONG LAST SAID LINE, 294.49 FEET TO THE POINT OF BEGINNING.

CONTAINING 9.39 ACRES, MORE OR LESS.

LAKE 6A

A PORTION OF SECTION 6, TOWNSHIP 5 SOUTH, RANGE 28 EAST, ST. JOHNS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE INTERSECTION OF THE SOUTHERLY RIGHT OF WAY LINE OF RACETRACK ROAD, A VARIABLE WIDTH RIGHT OF WAY, AS NOW ESTABLISHED, AND THE WESTERLY RIGHT OF WAY LINE OF WEST PEYTON PARKWAY (DURBIN CONNECTOR, A 200 FOOT WIDE RIGHT OF WAY, AS SHOWN ON THE FLORIDA DEPARTMENT OF TRANSPORTATION RIGHT OF WAY MAP, SECTION 78000, F.P. NO. 4314182), SAID POINT BEING ON THE ARC OF A CURVE LEADING SOUTHERLY; THENCE SOUTHERLY, ALONG SAID WESTERLY RIGHT OF WAY LINE OF WEST PEYTON PARKWAY, AND ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE WESTERLY, HAVING A RADIUS OF 1046.00 FEET, AN ARC DISTANCE OF 481.38 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 08°42'29" EAST, 477.14 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 04°28'33" WEST, CONTINUING ALONG LAST SAID LINE, 58.86 FEET; THENCE NORTH 85°31'27" WEST, 204.00 FEET TO THE ARC OF A CURVE LEADING NORTHWESTELY; THENCE NORTHWESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHEASTERLY, HAVING A RADIUS OF 100.00 FEET, AN ARC DISTANCE OF 131.02 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 38°57'24" WEST, 121.85 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 01°25'17" WEST, 408.19 FEET TO THE AFORESAID SOUTHERLY RIGHT OF WAY LINE OF RACE TRACK ROAD AND THE ARC OF A CURVE LEADING EASTERLY; THENCE EASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHERLY, HAVING A RADIUS OF 981.00 FEET, AN ARC DISTANCE OF 223.25 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 87°01'13" EAST, 222.77 FEET TO THE POINT OF BEGINNING.

CONTAINING 3.16 ACRES, MORE OR LESS.

LAKE 7A

A PORTION OF SECTION 6, TOWNSHIP 5 SOUTH, RANGE 28 EAST, ST. JOHNS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

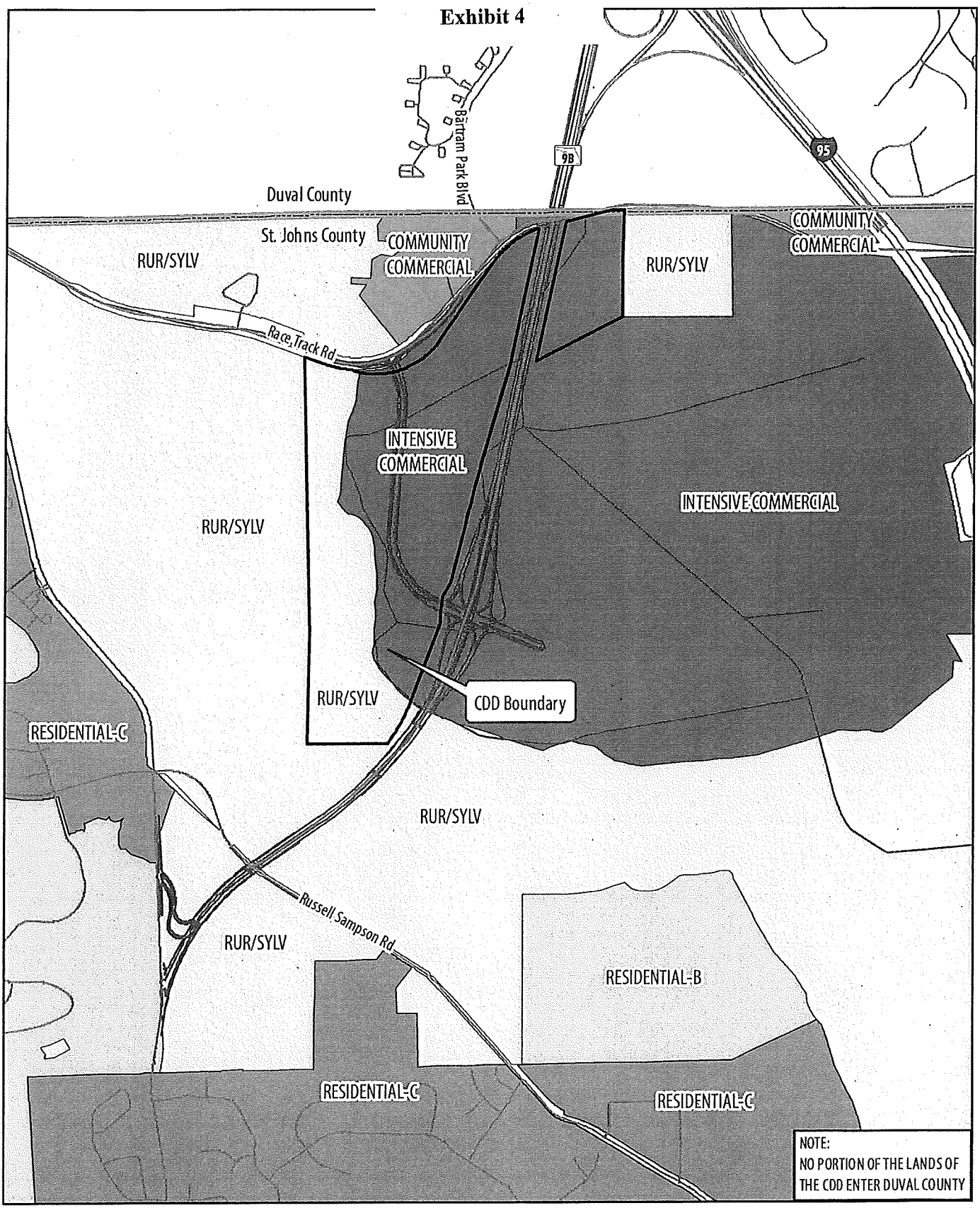
COMMENCE AT THE INTERSECTION OF THE SOUTHERLY RIGHT OF WAY LINE OF RACETRACK ROAD, A VARIABLE WIDTH RIGHT OF WAY, AS NOW ESTABLISHED, AND THE WESTERLY RIGHT OF WAY LINE OF WEST PEYTON PARKWAY (DURBIN CONNECTOR, A 200 FOOT WIDE RIGHT OF WAY, AS SHOWN ON THE FLORIDA DEPARTMENT OF TRANSPORTATION RIGHT OF WAY MAP, SECTION 78000, F.P. NO. 4314182), SAID POINT BEING ON THE ARC OF A CURVE LEADING SOUTHERLY; THENCE SOUTHERLY AND SOUTHEASTERLY, ALONG SAID WESTERLY RIGHT OF WAY LINE OF WEST PEYTON PARKWAY, RUN THE FOLLOWING FOUR (4) COURSES AND DISTANCES: COURSE NO. 1: SOUTHERLY, ALONG AND AROUND

THE ARC OF SAID CURVE, CONCAVE WESTERLY, HAVING A RADIUS OF 1046.00 FEET, AN ARC DISTANCE OF 481.38 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 08°42'29" EAST, 477.14 FEET TO THE POINT OF TANGENCY OF SAID CURVE; COURSE NO. 2: SOUTH 04°28'33" WEST, 1041.21 FEET TO THE POINT OF BEGINNING: COURSE NO. 3: CONTINUE SOUTH 04°28'33" WEST, 439.76 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING SOUTHERLY; COURSE NO. 4: SOUTHERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE EASTERLY, HAVING A RADIUS OF 1060.00 FEET, AN ARC DISTANCE OF 220.97 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 01°29'46" EAST, 220.57 FEET; THENCE SOUTH 82°31'55" WEST, 103.88 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING WESTERLY; THENCE WESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHERLY, HAVING A RADIUS OF 88.00 FEET, AN ARC DISTANCE OF 14.90 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 87°22'56" WEST, 14.88 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 87°46'03" WEST, 35.60 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING NORTHWESTERLY; THENCE NORTHWESTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHEASTERLY, HAVING A RADIUS OF 100.00 FEET, AN ARC DISTANCE OF 95.22 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 60°29'25" WEST, 91.66 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 33°12'46" WEST, 274.48 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING NORTHERLY; THENCE NORTHERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE EASTERLY, HAVING A RADIUS OF 147.50 FEET, AN ARC DISTANCE OF 96.95 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 14°22'59" WEST, 95.21 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 04°26'47" EAST, 336.14 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING NORTHEASTERLY; THENCE NORTHEASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHEASTERLY, HAVING A RADIUS OF 98.00 FEET, AN ARC DISTANCE OF 175.85 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 55°51'09" EAST, 153.19 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 72°44'30" EAST, 50.93 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING EASTERLY; THENCE EASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE NORTHERLY, HAVING A RADIUS OF 39.00 FEET, AN ARC DISTANCE OF 20.70 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 87°56'51" EAST, 20.46 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 76°50'48" EAST, 34.06 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING EASTERLY; THENCE EASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHERLY, HAVING A RADIUS OF 130.00 FEET, AN ARC DISTANCE OF 40.00 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 85°39'41" EAST, 39.84 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 85°31'27" EAST, 49.20 FEET TO THE POINT OF CURVATURE OF A CURVE LEADING SOUTHEASTERLY; THENCE SOUTHEASTERLY, ALONG AND AROUND THE ARC OF SAID CURVE, CONCAVE SOUTHWESTERLY, HAVING A RADIUS OF 100.00 FEET, AN ARC DISTANCE OF 157.08 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF SOUTH 40°31'27" EAST, 141.42 FEET TO THE POINT OF BEGINNING.

CONTAINING 6.48 ACRES, MORE OR LESS.

4

Exhibit 4



P:\113030.03\GIS\CDD_FLUM_8x11.mxd

DP1 Community Development District	**Future Land Use Map**	PROSSER

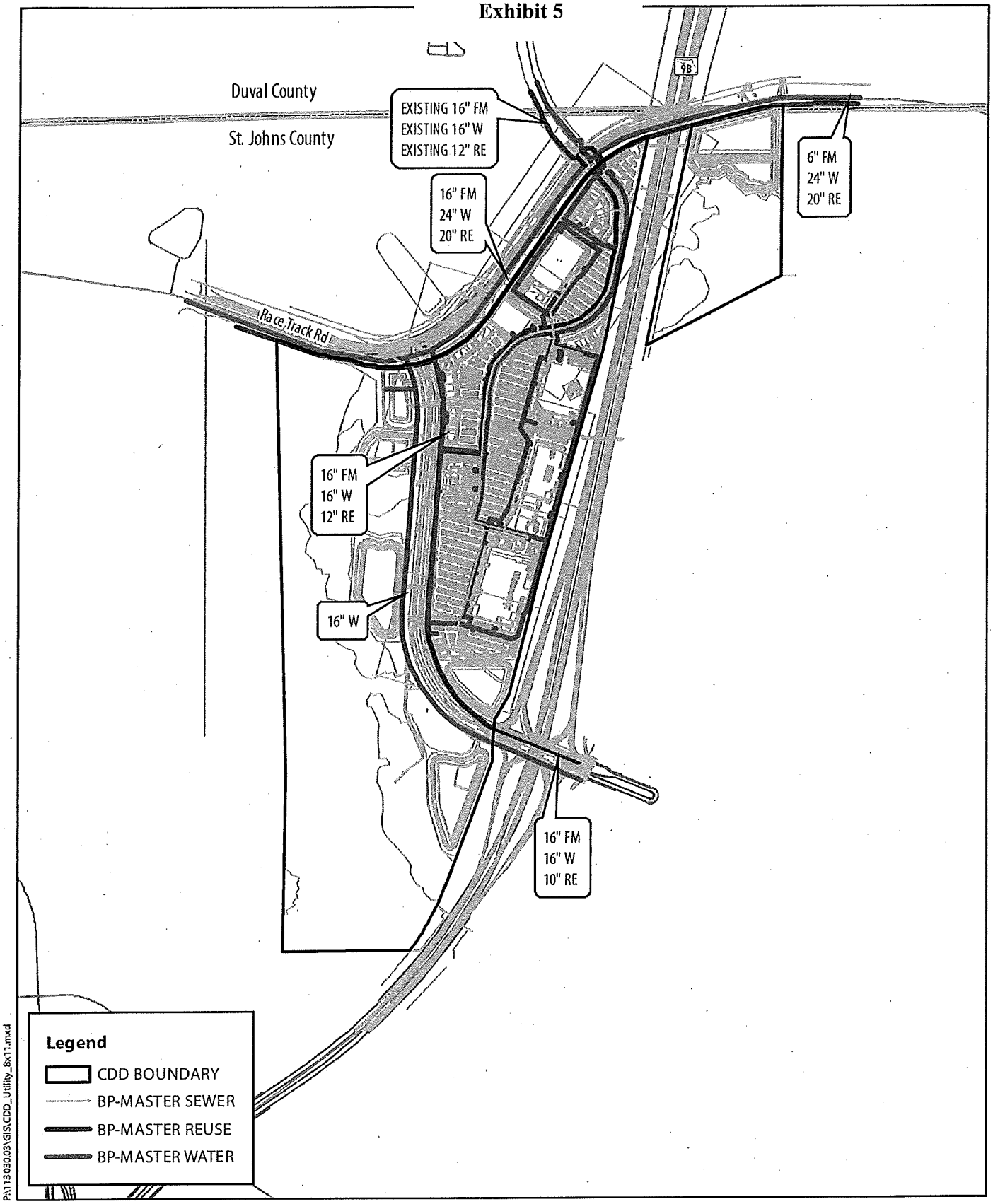
N

0 0.15 0.3 Miles

February 17, 2017

5

Exhibit 5



DP1 Community Development District

Master Utilities Map

N

0 500 1,000 Feet

February 17, 2017

PROSSER

6

Exhibit 6

CDD Facilities		
Improvement	Constructed by	Ownership, Maintenance Responsibility
Earthwork, Stormwater Pond Excavation & Grading	CDD	CDD
Storm Drainage	CDD	CDD
Lift Station and Sanitary Sewer	CDD	JEA
Domestic Water	CDD	JEA
Reclaimed Water	CDD	JEA
Internal Roadway/Parking	CDD	CDD
Street Lighting/Electric Underground	CDD	JEA
Entry Monuments, Common Features and Landscape	CDD	CDD
Recreation	CDD	CDD
Roadway Improvements	CDD	St Johns County*

*Acceptance of any offer of dedication shall be at the sole discretion of the Board of County Commissioners. Nothing herein shall be construed as affirmative acceptance by the Board of County Commissioners of improvements or acceptance of any operating and maintenance obligations of the District.

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Exhibit 7

CDD Estimate (2017-2020)	
Construction Item	
Earthwork, Stormwater Pond Excavation & Grading	$451,500
Storm Drainage	$2,918,510
Lift Station and Sanitary Sewer	$855,887
Domestic Water	$888,008
Reclaimed Water	$710,406
Internal Roadway/Parking	$2,547,000
Street Lighting/Electric Underground/Data	$250,000
Entry Monuments, Common Features and Landscape	$2,740,000
Recreation	$200,000
Offsite Roadway Improvements	$5,515,240
Subtotal Construction Costs	$17,076,551
Contractor General Conditions (Overhead and Profit)	10%
	$1,707,655
Contingency	20%
Construction Contingency	$3,415,310
Total Construction	$22,199,517
Consulting and Administration	
Professional Fees	$2,561,483
TOTAL BUDGET	$24,761,000

8

Exhibit 8

DP1

COMMUNITY DEVELOPMENT DISTRICT

Statement
of
Estimated Regulatory Costs

June 22, 2017

Provided by

Wrathell, Hunt and Associates, LLC
2300 Glades Road, Suite 410W
Boca Raton, FL 33431
Phone: 561-571-0010
Fax: 561-571-0013
Website: www.whhassociates.com

STATEMENT OF ESTIMATED REGULATORY COSTS

1.0 Introduction

1.1 Purpose and Scope

This Statement of Estimated Regulatory Costs ("SERC") supports the petition to establish the DP1 Community Development District ("District"). The proposed District will comprise approximately 261.36 +/- acres of land located within unincorporated St. Johns County, Florida (the "County") and is projected to contain approximately 700,000 square feet of commercial uses. The limitations on the scope of this SERC are explicitly set out in Section 190.002(2)(d), Florida Statutes ("F.S.") (governing District establishment) as follows:

> *"That the process of establishing such a district pursuant to uniform general law be fair and based only on factors material to managing and financing the service delivery function of the district, so that any matter concerning permitting or planning of the development is not material or relevant* (emphasis added)."

1.2 Overview of the DP1 Community Development District

The District is designed to provide public infrastructure, services, and facilities along with operations and maintenance of same to a master planned commercial development currently anticipated to contain a total of approximately 700,000 square feet of commercial uses, all within the boundaries of the District.

A Community Development District ("CDD") is an independent unit of special purpose local government authorized by Chapter 190, F.S., to plan, finance, construct, operate and maintain community-wide infrastructure in large, planned community developments. CDDs provide a "solution to the state's planning, management and financing needs for delivery of capital infrastructure in order to service projected growth without overburdening other governments and their taxpayers." Section 190.002(1)(a), F.S.

A CDD is not a substitute for the local, general purpose government unit, i.e., the City or County in which the CDD lies. A CDD does not have the permitting, zoning or policing powers possessed by general purpose governments. A CDD is an alternative means of financing, construction, operating and maintaining public infrastructure for developments, such as DP1.

1.3 Requirements for Statement of Estimated Regulatory Costs

Section 120.541(2), F.S. (2016), defines the elements a statement of estimated regulatory costs must contain:

(a) An economic analysis showing whether the rule directly or indirectly:

1. Is likely to have an adverse impact on economic growth, private sector job creation or employment, or private sector investment in excess of $1 million in the aggregate within 5 years after the implementation of the rule;
2. Is likely to have an adverse impact on business competitiveness, including the ability of persons doing business in the state to compete with persons doing business in other states or domestic markets, productivity, or innovation in excess of $1 million in the aggregate within 5 years after the implementation of the rule; or
3. Is likely to increase regulatory costs, including any transactional costs, in excess of $1 million in the aggregate within 5 years after the implementation of the rule.

(b) A good faith estimate of the number of individuals and entities likely to be required to comply with the rule, together with a general description of the types of individuals likely to be affected by the rule.

(c) A good faith estimate of the cost to the agency, and to any other state and local government entities, of implementing and enforcing the proposed rule, and any anticipated effect on state or local revenues.

(d) A good faith estimate of the transactional costs likely to be incurred by individuals and entities, including local government entities, required to comply with the requirements of the rule. As used in this section, "transactional costs" are direct costs that are readily ascertainable based upon standard business practices, and include filing fees, the cost of obtaining a license, the cost of equipment required to be installed or used or procedures required to be employed in complying with the rule, additional operating costs incurred, the cost of monitoring and reporting, and any other costs necessary to comply with the rule.

(e) An analysis of the impact on small businesses as defined by s. 288.703, and an analysis of the impact on small counties and small cities as defined in s. 120.52. The impact analysis for small businesses must include the basis for the agency's decision not to implement alternatives that would reduce adverse impacts on small businesses. (St. Johns County, according to Census 2010, has a population of 190,039; therefore, it is not defined as a small County for the purposes of this requirement.)

(f) Any additional information that the agency determines may be useful.

(g) In the statement or revised statement, whichever applies, a description of any regulatory alternatives submitted under paragraph (1)(a) and a statement adopting the alternative or a statement of the reasons for rejecting the alternative in favor of the proposed rule.

Note: the references to "rule" in the statutory requirements for the Statement of Estimated Regulatory Costs also apply to an "ordinance" under section 190.005(2)(a), F.S.

2.0 An economic analysis showing whether the ordinance directly or indirectly:
1. Is likely to have an adverse impact on economic growth, private sector job creation or employment, or private sector investment in excess of $1 million in the aggregate within 5 years after the implementation of the ordinance;

2. Is likely to have an adverse impact on business competitiveness, including the ability of persons doing business in the state to compete with persons doing business in other states or domestic markets, productivity, or innovation in excess of $1 million in the aggregate within 5 years after the implementation of the ordinance; or
3. Is likely to increase regulatory costs, including any transactional costs, in excess of $1 million in the aggregate within 5 years after the implementation of the ordinance.

The ordinance establishing the District is anticipated to not have any direct or indirect adverse impact on economic growth, private sector job creation or employment, private sector investment, business competitiveness, ability of persons doing business in the state to compete with persons doing business in other states or domestic markets, productivity, or innovation. Any increases in regulatory costs, principally the anticipated increases in transactional costs as a result of collection of all legally available revenue sources, will be the direct result of facilities and services provided by the District to the property owners, sellers and providers or purchasers of goods and services within the District (the "Affected Parties"). However, as owning a property, operating a business engaged in the sale or provision of goods and services or purchasing of goods and services in the District is voluntary and the collection of all legally available revenue sources within the District will be disclosed, such increases should be considered voluntary, self-imposed and offset by benefits received from the infrastructure and services provided by the District. The establishment of the District and collection of all legally available revenue sources is expected to result in transactional costs in excess of $1 million in the aggregate within 5 years after the implementation of the ordinance. Nevertheless, such transactional costs would have been borne by the Affected Parties via another alternative funding mechanism, consequently substituting another imposition/cost for the transactional costs in the form of the revenues collected by the District from all revenue sources legally available to the District.

2.1 Impact on economic growth, private sector job creation or employment, or private sector investment in excess of $1 million in the aggregate within 5 years after the implementation of the ordinance.

The sole reason for the establishment of the District is to provide public facilities and services to support the development of a new, master-planned commercial development. The development of the approximately 261.36 +/- acre parcel will promote local economic activity, create local value, lead to local private sector investment and is likely, at least in the short term, to support local private sector employment and/or lead to local new job creation.

Establishment of the District will allow the District to plan, fund, implement, operate and maintain various public facilities and services for the benefit of the Affected Parties. Such facilities and services, as further described in Section 5, will allow for the development of the land within the District for private use. The provision of the District's infrastructure and the subsequent development of the private land will generate private economic activity, private economic growth, private investment and employment, and job creation. The District will use proceeds of indebtedness repaid with revenues collected from all legally available revenue sources or use the revenues collected from all legally available revenue sources directly to fund construction of public infrastructure, which will be constructed by private firms, and once constructed, will use private firms to operate and maintain such infrastructure and services. The private developer of the land in

the District will use its private funds to conduct the private land development and construction of an anticipated approximately 700,000 square feet of commercial uses, the construction, sale, and continued use/maintenance of which will involve private firms. While similar economic growth, private sector job creation or employment, or private sector investment could be achieved in the absence of the District by the private sector alone, the fact that the establishment of the District is initiated by the private developer means that the private developer considers the establishment and continued operation of the District as beneficial to the process of land development and the future economic activity taking place within the District, which in turn will lead directly or indirectly to economic growth, likely private sector job growth and/or support private sector employment, and private sector investments.

2.2 Impact on business competitiveness, including the ability of persons doing business in the state to compete with persons doing business in other states or domestic markets, productivity, or innovation in excess of $1 million in the aggregate within 5 years after the implementation of the ordinance.

When assessing the question of whether the establishment of the District is likely to directly or indirectly to have an adverse impact on business competitiveness, including the ability of persons doing business in the state to compete with persons doing business in other states or domestic markets, productivity, or innovation, one has to compare these factors in the presence and in the absence of the District in the development. When the question is phrased in this manner, it can be surmised that the establishment of the District and the collection by the District of all revenue sources legally available to it is likely to not have a direct or indirect adverse impact on business competitiveness, productivity, or innovation versus that same development without the District. Similar to a purely private solution, District contracts will be bid competitively as to achieve the lowest cost/best value for the particular infrastructure or services desired by the landowners under a "lowest responsive/responsible bid" method, which will insure that contractors wishing to bid for such contracts will have to demonstrate to the District the most optimal mix of cost, productivity and innovation. Additionally, the establishment of the District for the development and its collection of all legally available revenue sources are not likely to cause the award of the contracts to favor non-local providers any more than if there was no District. The District, in its purchasing decisions, will not vary from the same principles of cost, productivity and innovation that guide private enterprise. Furthermore, as owning land, locating and operating a business as well as purchasing goods and services in the District is voluntary and the collection by the District of all revenue sources legally available to the District imposed on Affected Parties will be disclosed to all landowners and lessees of commercial property (the "Landowners") in the District prior to entering into any land sales and leases as well as disclosed to all purchasers of goods and services. Such persons will be able to evaluate their own competitive situation in a rational manner and make a rational decision to locate or not to locate in the District, or to purchase or not to purchase in the District. Consequently, such a decision can be considered to be rational because the revenues collected from such all legally available revenue sources can be considered to be self-imposed and offset by the benefits received from the infrastructure and services provided by the District and funded via the revenues collected from all legally available revenue sources.

2.3 Likelihood of an increase in regulatory costs, including any transactional costs, in excess of $1 million in the aggregate within 5 years after the implementation of the ordinance.

The establishment of the District will not increase any regulatory costs of the State or the County by virtue that the District will be one of many already existing similar districts within the State and also one of several already existing similar districts in the County. As described in more detail in Section 4, the proposed District will pay a one-time filing fee to the County to offset any expenses that the County may incur in the processing of this petition. Similarly, the proposed District will pay annually the required Special District Filing Fee, which fee is meant to offset any State costs related to its oversight of all special districts in the State.

The establishment of the District will, however, directly increase regulatory costs to Affected Parties subject to the collections from all revenue sources legally available to the District. Such increases in regulatory costs, principally the anticipated increases in transactional costs as a result of anticipated collections from all legally available revenue sources, will be the direct result of facilities and services provided by the District. All current property owners must consent to the establishment of the District, and all future property owners, prospective lessees of commercial space and purchasers of goods and services in the District will be notified of the additional transaction costs. Accordingly, such increases should be considered voluntary, self-imposed, and as a tradeoff for the services and facilities provided by the District. As to the anticipated amount of the transactional costs in the aggregate within 5 years, they are anticipated to not exceed approximately $25,000,000. Nevertheless, such transactional costs would have been borne by the Landowners and Affected Parties via another alternative funding mechanism, consequently substituting another imposition/cost for the transactional costs in the form of the revenues collected by the District from all revenue sources legally available to the District.

3.0 A good faith estimate of the number of individuals and entities likely to be required to comply with the rule, together with a general description of the types of individuals likely to be affected by the ordinance.

The proposed District will serve land that comprises an approximately 261.36 +/- acre master planned commercial development currently anticipated to contain a total of approximately 700,000 square feet of commercial uses, although the development plan can change. It is projected that approximately no more than 250 landowners/lessees and an unknown but not insignificant number of prospective purchasers of goods and services within the District will be affected by the ordinance. The County, the proposed District and certain state agencies will also be affected by or required to comply with the ordinance as more fully discussed hereafter.

4.0 A good faith estimate of the cost to the agency, and to any other state and local government entities, of implementing and enforcing the proposed ordinance, and any anticipated effect on state or local revenues.

There is no state agency promulgating any rule relating to this project and there is no anticipated effect of the ordinance establishing the District on state or local revenues.

4.1 Costs to Governmental Agencies of Implementing and Enforcing Ordinance

Because the result of adopting the ordinance is the establishment of an independent local special purpose government, there will be no significant enforcing responsibilities of any other government entity, but there will be various implementing responsibilities which are identified with their costs herein.

State Governmental Entities

There will be only modest costs to various State governmental entities to implement and enforce the proposed establishment of the District. The District as established on the proposed land, will encompass under 2,500 acres, therefore, St. Johns County is the establishing entity under 190.005(2), F.S. The modest costs to various State entities to implement and enforce the proposed ordinance relate strictly to the receipt and processing of various reports that the District is required to file with the State and its various entities. Appendix A lists the reporting requirements. The costs to those State agencies that will receive and process the District's reports are very small, because the District is only one of many governmental units that are required to submit the various reports. Therefore, the marginal cost of processing one additional set of reports is inconsequential. Additionally, pursuant to section 189.064, F.S., the District must pay an annual fee to the State of Florida Department of Economic Opportunity which offsets such costs.

St. Johns County, Florida

The proposed land for the District is located within unincorporated St. Johns County, Florida and consists of less than 2,500 acres. The County and its staff may process, analyze, conduct a public hearing, and vote upon the petition to establish the District. These activities will absorb some resources, however, these costs incurred by the County will be modest for a number of reasons. First, review of the petition to establish the District does not include analysis of the project itself. Second, the petition itself provides much of the information needed for a staff review. Third, the County already possesses the staff needed to conduct the review without the need for new staff. Fourth, there is no capital required to review the petition. Fifth, the potential costs are offset by a filing fee included with the petition to offset any expenses the County may incur in the processing of this petition. Finally, the County already processes similar petitions, though for entirely different subjects, for land uses and zoning changes that are far more complex than the petition to establish a community development district.

The annual costs to the County, because of the establishment of the District, are also very small. The District is an independent unit of local government. The only annual costs the County faces are the minimal costs of receiving and reviewing the various reports that the District is required to provide to the County, or any monitoring expenses the County may incur if it establishes a monitoring program for this District.

4.2 Impact on State and Local Revenues

Adoption of the proposed ordinance will have no negative impact on state or local revenues. The District is an independent unit of local government. It is designed to provide infrastructure facilities and services to serve the development project and it has its own sources of revenue. No state or local subsidies are required or expected.

In this regard it is important to note that any debt obligations incurred by the District to construct its infrastructure, or for any other reason, are not debts of the State of Florida or any other local government. In accordance with State law, debts of the District are strictly its own responsibility.

5.0 A good faith estimate of the transactional costs likely to be incurred by individuals and entities, including local government entities, required to comply with the requirements of the ordinance.

Table 1 provides an outline of the various facilities and services the proposed District may provide. Financing for these facilities is projected to be provided by the District.

Table 2 illustrates the estimated costs of construction of the capital facilities, outlined in Table 1. Total costs of construction for those facilities, which may be provided, are estimated to be approximately $24,761,000. The District may impose and collect revenues from all sources legally available to the District and may issue bonds to fund the costs of public infrastructure facilities and improvements. Such bonds would be repaid with collections from all revenue sources legally available to the District.

Table 1

DP1 COMMUNITY DEVELOPMENT DISTRICT
Proposed Facilities and Services

FACILITY	FUNDED	MAINTAINED	OWNERSHIP
Earthwork, Stormwater Pond Excavation & Grading	CDD	CDD	CDD
Storm Drainage	CDD	CDD	CDD
Lift Station and Sanitary Sewer	CDD	JEA	JEA
Domestic Water	CDD	JEA	JEA
Reclaimed Water	CDD	JEA	JEA
Internal Roadway/Parking	CDD	CDD	CDD
Street Lighting/Electric Underground/Data	CDD	JEA	JEA
Entry Monuments, Common Features and Landscape	CDD	CDD	CDD
Recreation	CDD	CDD	CDD
Offsite Roadway Improvements	CDD	County*	County*

* Acceptance of any offer of dedication shall be at the sole discretion of the Board of County Commissioners. Nothing herein shall be construed as affirmative acceptance by the Board of County Commissioners of improvements or acceptance of any operating and maintenance obligations of the District.

Table 2

DP1 COMMUNITY DEVELOPMENT DISTRICT
Estimated Costs of Construction

CATEGORY	COST
Earthwork, Stormwater Pond Excavation & Grading	$451,500
Storm Drainage	$2,918,510
Lift Station and Sanitary Sewer	$855,887
Domestic Water	$888,008
Reclaimed Water	$710,406
Internal Roadway/Parking	$2,547,000
Street Lighting/Electric Underground/Data	$250,000
Entry Monuments, Common Features and Landscape	$2,740,000
Recreation	$200,000
Offsite Roadway Improvements	$5,515,240
Construction Contingency	$5,122,965
Professional Fees	$2,561,483
Total Estimated Project Costs	**$24,761,000**

Affected Parties may be subject to the imposition and collection by the District of all revenue sources legally available to by imposed and collected by the District. Affected Parties undertake all interactions in or with the District voluntarily, and consequently will voluntarily be subject to the imposition and collection by the District of all revenue sources legally available to by imposed and collected by the District. These revenues will be committed to the District to provide for facilities and secure any debt incurred through bond issuance. In addition to revenues which may be used for debt service, the revenues may also be used to fund the operations and maintenance of the District and its facilities and services. Ultimately, Affected Parties choose to accept the collection by the District of revenues from all available revenue sources as a tradeoff for the services and facilities that the District will provide.

A CDD provides Landowners within the District with an alternative mechanism of providing public services, however, the impositions from all revenue sources legally available to the District represent the transactional costs incurred by Affected Parties as a result of the establishment of the District. Such transactional costs should be considered in terms of costs likely to be incurred under alternative public and private mechanisms of service provision, such as other independent special districts, County or its dependent districts, or County management but financing with municipal service benefit units and municipal service taxing units, or private entities, all of which can be grouped into three major categories: public district, public other, and private.

With regard to the public services delivery, dependent and other independent special districts can be used to manage the provision of infrastructure and services, however, they are limited in the types of services they can provide, and likely it would be necessary to employ more than one district to provide all services needed by the development.

Other public entities, such as cities, are also capable of providing services, however, their costs in connection with the new services and infrastructure required by the new development and, transaction costs, would be borne by all taxpayers, unduly burdening existing taxpayers. Additionally, other public entities providing services would also be inconsistent with the State's policy of "growth paying for growth".

Lastly, services and improvements could be provided by private entities. However, their interests are primarily to earn short-term profits and there is no public accountability. The marginal benefits of tax-exempt financing utilizing CDDs would cause the CDD to utilize its lower transactional costs to enhance the quality of infrastructure and services.

In considering transactional costs of CDDs, it shall be noted that occupants of the lands to be included within the District will receive three major classes of benefits.

First, those Affected Parties in the District will receive a higher level of public services which in most instances will be sustained over longer periods of time than would otherwise be the case.

Second, a CDD is a mechanism for assuring that the public services will be completed concurrently with development of lands within the development. This satisfies the revised growth management legislation, and it assures that growth pays for itself without undue burden on other consumers. Establishment of the District will ensure that Landowners pay for the provision of facilities, services and improvements to these lands.

Third, a CDD is the sole form of local governance which is specifically established to provide Landowners with planning, construction, implementation and short and long-term maintenance of public infrastructure at sustained levels of service.

The cost impact on the Landowners and/or Affected Parties is not the total cost for the District to provide infrastructure services and facilities. Instead, it is the incremental costs above, if applicable, what the Landowners would have paid to install and operate/maintain the infrastructure and services via an alternative financing mechanism.

Consequently, a CDD provides Landowners with the option of providing higher levels of facilities and services to Affected Parties than those financed through self-imposed revenue. The District is an alternative means to manage necessary development of infrastructure and services with related financing powers. District management is no more expensive, and often less expensive, than the alternatives of various public and private sources.

6.0 An analysis of the impact on small businesses as defined by Section 288.703, F.S., and an analysis of the impact on small counties and small cities as defined by Section 120.52, F.S.

There will be little impact on small businesses because of the establishment of the District. If anything, the impact may be positive because the District must competitively bid all of its contracts and competitively negotiate all of its contracts with consultants. This affords small businesses the opportunity to bid on District work.

St. Johns County has a population of 190,039 according to the Census 2010 conducted by the United States Census Bureau and is therefore not defined as a "small" county according to Section 120.52, F.S.

7.0 Any additional useful information.

The analysis provided above is based on a straightforward application of economic theory, especially as it relates to tracking the incidence of regulatory costs and benefits. Inputs were received from the Petitioner's Engineer and other professionals associated with the Petitioner.

In relation to the question of whether the proposed DP1 Community Development District is the best possible alternative to provide public facilities and services to the project, there are several additional factors which bear importance. As an alternative to the independent CDD, the County could establish a dependent Special District for the area or establish an MSBU or MSTU. Either of these alternatives could finance the improvements contemplated in Tables 1 and 2 in a fashion similar to the proposed District.

There are a number of reasons why a dependent Special District is not the best alternative for providing public facilities and services to the DP1 development. First, unlike a CDD, this alternative would require the County to administer the project and its facilities and services. As a result, the costs for these services and facilities would not be directly and wholly attributed to the land directly benefiting from them, as the case would be with a CDD. Administering a project of the size and complexity of the development program anticipated for the DP1 development is a significant and expensive undertaking.

Second, a CDD is preferable from a government accountability perspective. With a CDD, Landowners in the District would have a focused unit of government ultimately under their control. The CDD can then be more responsive to the needs of Affected Parties without disrupting other County responsibilities. By contrast, if the County were to establish and administer a dependent Special District, then the Affected Parties within the DP1 development would take their grievances and desires to the County Commission meetings.

Third, any debt of an independent CDD is strictly that District's responsibility. While it may be technically true that the debt of a County-established, dependent Special District is not strictly the County's responsibility, any financial problems that a dependant Special District may have may reflect on the County. This will not be the case if a CDD is established.

Another alternative to a CDD would be for a Property Owners' Association (POA) to provide the infrastructure as well as operations and maintenance of public facilities and services. A CDD is superior to a POA for a variety of reasons. First, unlike a POA, a CDD can obtain low cost funds from the municipal capital markets through the issuance of tax-exempt and long-term bonds. Second, the proposed District is a unit of local government. This provides a higher level of transparency, oversight and accountability.

8.0 A description of any regulatory alternatives submitted under Section 120.541(1)(a), F.S., and a statement adopting the alternative or a statement of the reasons for rejecting the alternative in favor of the proposed ordinance.

No written proposal, statement adopting an alternative or statement of the reasons for rejecting an alternative have been submitted.

Based upon the information provided herein, this Statement of Estimated Regulatory Costs supports the petition to establish the DP1 Community Development District.

APPENDIX A
LIST OF REPORTING REQUIREMENTS

REPORT	FL. STATUE CITATION	DATE
Annual Financial Audit	190.008/218.39	9 months after end of Fiscal Year
Annual Financial Report	190.008/218.32	45 days after the completion of the Annual Financial Audit but no more than 9 months after end of Fiscal Year
TRIM Compliance Report	200.068	no later than 30 days following the adoption of the property tax levy ordinance/resolution (if levying property taxes)
Form 1 - Statement of Financial Interest	112.3145	within 30 days of accepting the appointment, then every year thereafter by 7/1 (by "local officers" appointed to special district's board); during the qualifying period, then every year thereafter by 7/1 (by "local officers" elected to special district's board)
Public Facilities Report	189.08	within one year of special district's creation; then annual notice of any changes; and updated report every 7 years, 12 months prior to submission of local government's evaluation and appraisal report
Public Meetings Schedule	189.015	quarterly, semiannually, or annually
Bond Report	218.38	when issued; within 120 days after delivery of bonds
Registered Agent	189.014	within 30 days after first meeting of governing board
Proposed Budget	190.008	annually by June 15
Adopted Budget	190.008	annually by October 1
Public Depositor Report	280.17	annually by November 30
Notice of Establishment	190.0485	within 3o days after the effective date of an ordinance establishing the District
Notice of Public Financing	190.009	file disclosure documents in the property records of the county after financing

9

Exhibit 9

Authorization of Agent

This letter shall serve as a designation of Jonathan T. Johnson and Katie S. Buchanan of Hopping Green & Sams, P.A., whose address is 119 S. Monroe Street, Suite 300, Tallahassee, Florida 32301, to act as agent for Durbin Creek National, LLC, with regard to any and all matters pertaining to the Petition to the St. Johns County Board of County Commissioners to establish a Community Development District pursuant to Chapter 190, Florida Statutes. The petition is true and correct. This authorization shall remain in effect until revoked in writing.

Durbin Creek National, LLC,
a Florida limited liability company

By: _____
Name: Drew D. Frick
Title: Assistant Secretary
Date: 2·3·17

STATE OF FLORIDA
COUNTY OF Duval

I hereby certify that on this day, before me, an officer duly authorized to take acknowledgments, personally appeared Drew D. Frick, Assistant Secretary of Durbin Creek National, LLC, who executed the foregoing instrument, acknowledged before me that s/he executed the same on behalf of the foregoing entity and was identified in the manner indicated below.

Witness my hand and official this 3 day of February, 2017.

Notary Public State of Florida
Melissa A Yuhas
My Commission FF 899689
Expires 08/22/2019

_____
Notary Public

Personally known: ✓
Produced Identification: _____
Type of Identification: _____

PRE-FILE Testimony

BEFORE THE COUNTY COMMISSION
ST. JOHNS COUNTY, FLORIDA

IN RE: PETITION TO ESTABLISH)
DP1 COMMUNITY)
DEVELOPMENT DISTRICT)

AFFIDAVIT ADOPTING WRITTEN, PRE-FILED TESTIMONY

STATE OF FLORIDA
COUNTY OF Duval

I, Tony Robbins of Prosser, Inc., being first duly sworn, do hereby state for my affidavit as follows:

1. I have personal knowledge of the matters set forth in this affidavit.

2. My name is Tony Robbins, and my business address is 13901 Sutton Park Drive South, Suite 200, Jacksonville, Florida 32224.

3. The prepared written, pre-filed testimony consisting of 8 pages, submitted under my name to the County Commission of St. Johns County relating to the establishment of the DP1 Community Development District and attached hereto, is true and correct.

4. If I were asked the questions contained in the pre-filed testimony orally at the DP1 Community Development District establishment hearing, my oral answers would be the same as the written answers presented in my pre-filed testimony.

5. My credentials, experience, and qualifications related concerning land development and the construction of public infrastructure and related matters are accurately set forth in my pre-filed testimony.

6. My pre-filed testimony generally addresses the various land development and construction of infrastructure issues relating to the proposed DP1 Community Development District.

7. No corrections or amendments to my pre-filed testimony are required.

Under penalties of perjury, I declare that I have read the foregoing and the facts alleged are true and correct to the best of my knowledge and belief.

Executed this 22nd day of May, 2017.

Tony Robbins

SWORN TO and SUBSCRIBED before me by the Affiant, on this 22 day of May, 2017, by Tony Robbins.

Notary Public

(SEAL)

CARRIE L. SMITH
Commission # FF 185888
Expires December 28, 2018
Bonded Thru Troy Fain Insurance 800-385-7019

Personally known ✓
OR Type of Identification produced _____

TESTIMONY OF TONY ROBBINS FOR THE ESTABLISHMENT OF THE DP1 COMMUNITY DEVELOPMENT DISTRICT

1. Please state your name and business address.

My name is Tony Robbins and my business address is 13901 Sutton Park Dr. S., Suite 200, Jacksonville, Florida 32224.

2. By whom are you employed and in what capacity?

I am employed by Prosser, Inc. as Senior Planner.

3. Please describe the kinds of clients you serve and services you provide in that capacity.

I have served as planning consultant to several local governments in northeast Florida, assisting as support staff and project manager in the creation and revision of land development regulations, voluntary annexations, expert witness testimony, growth management analysis, evaluation and appraisal reports, and community outreach.

I have also served as planning consultant for private property landowners and real estate developers, representing their interests regarding new master planned communities, rezonings and/or comprehensive plan amendments before local planning agencies, local governing bodies, regulatory agency boards, and citizens groups. Additionally, I have provided testimony as an expert in comprehensive planning relative to administrative hearings, settlement agreements, and eminent domain cases.

4. Please describe your educational background.

I received a Bachelor of Science in Environmental Resource Management & Planning, 1994, from the University of West Florida. I also received Master of Public Administration (Coastal Zone Studies), 1997, from the University of West Florida.

5. Do you hold any professional designations or certifications?

I hold the following professional designations/certifications:

- American Institute of Certified Planners, Member 017756, 2002 to Present
- FDOT Certified: PD&E, Noise Studies, Water Quality Impact Analysis, Section 4(f) Evaluation, Cultural Resources Assessments

6. Are you a member of any professional associations?

I am a member of the following professional associations:

- American Planning Association, Member 119701, 1998 to Present

- American Planning Association, First Coast Section Chair, 2000-2003, 2011 to 2015
- Jacksonville Planning Commission, 2010 to 2016 (Chair, 2013-2014)

7. Prior to your current employment, by whom were you employed and in what positions?

I was employed by the City of Fernandina Beach Community Development Department as a Planner from 1997-1998.

8. Please summarize your previous experience as it relates to public facility design, construction and land development.

I have applied an in-depth knowledge of public- and private-sector trends to guide land use and comprehensive planning decisions, becoming proficient with Development of Regional Impact Applications for Development Approval. I have served as part of negotiation teams tasked with reaching consensus on complex and difficult trade-offs and resulting in capital improvement mitigation plans acceptable to the private real estate developers, local governments, and the state oversight agencies. This includes extension of water and wastewater utility lines, expansion of roadway capacity, installation of sidewalks and bikeways, construction of schools, recreational amenities, and neighborhood site design.

9. Please summarize your previous work experience relating to special districts in general.

My work experience relating to special districts includes providing entitlement accountings and governing legislation/terms and conditions for those entitlements for the special district.

10. Have you been involved in any developments of the type and nature contemplated within the establishment of DP1 Community Development District?

Yes.

11. Where in Florida are the community development districts with which you have been involved?

St. Johns County.

12. Are you familiar with the Petition to establish the DP1 Community Development District (the "District")?

Yes. I have reviewed the Petition and accompanying exhibits filed on March 1, 2017.

13. In the course of your work in Florida, have you had an opportunity to work with the State Comprehensive Plan found in Chapter 187, Florida Statutes?

Yes, I have often referred to the State Comprehensive plan in rendering consultation to public and private entities.

14. In the course of your work in Florida, have you had an opportunity to review local government comprehensive plans?

Yes.

15. What types of land development projects have you worked on which involved analyzing consistency with the state and local comprehensive plans?

I have worked on numerous large master planned communities. I have also helped to create local comprehensive plans, evaluations and appraisals of comprehensive plans, and amendments to existing comprehensive plans for several Florida municipalities. All require consistency with comprehensive plans or amendments to change the comprehensive plan so that the development complies with the plan.

16. Do you have an opinion, as someone experienced in planning, as to whether the establishment of the proposed District is inconsistent with any applicable element or portion of the state comprehensive plan?

Yes.

17. What is that opinion?

It is my opinion that the establishment of the District is not inconsistent with any applicable element or portion of the state comprehensive plan.

18. What is the basis for that opinion?

I have reviewed, from a planning perspective, applicable portions of the State Comprehensive Plan which relate to the establishment of a community development district.

Florida's State Comprehensive Plan, (Chapter 187, Florida Statutes), "provides long-range policy guidance for the orderly social, economic, and physical growth of the state." The State Plan sets forth 25 subjects, goals, and numerous policies. Two subjects are particularly relevant, from a planning perspective, to the establishment of the District: No. 15- Land Use and No. 25- Plan Implementation.

19. What is Subject 15 and why is it relevant?

Subject 15 recognizes the importance of locating development in areas that have the fiscal abilities and service capacity to accommodate growth. It is relevant because community development districts are designed to provide infrastructure services and facilities in a fiscally responsible manner to the areas which can accommodate development. The proposed CDD is not inconsistent with this goal because the District will have the fiscal capability to provide the specified services and facilities in this growth area. Additionally, under this subject, Policy 1 is relevant.

20. What is Policy 1 and why is it relevant?

Policy 1 promotes efficient development activities in areas which will have the capacity to service new populations and commerce. The proposed CDD will be a vehicle to provide a high quality of infrastructure facilities and services in an efficient and focused manner at sustained levels over the long term life of the community.

21. You also mentioned Subject 25. What is this and why is it relevant?

This subject calls for systematic planning capabilities to be integrated into all levels of government throughout the state, with particular emphasis on improving inter-governmental coordination and maximizing citizen involvement. The proposed CDD will be able to finance and construct (and in some cases operate and maintain) the contemplated infrastructure improvements as authorized under Chapter 190, Florida Statutes, subject to and not inconsistent with the local government comprehensive plan and land development regulations. Citizen involvement is maximized since District Board meetings are publicly advertised, open to the public, and District property owners can be involved in the provision of the improvements. Additionally, establishment of the CDD will enhance governmental coordination since Section 189.08, Florida Statutes, requires the District to file public facilities reports with St. Johns County, and to annually update such reports to the extent there are any changes, which reports and updates the County may rely upon in any revisions to its local comprehensive plan.

22. Are there any relevant policies under this subject of the State Comprehensive Plan?

Yes, Policies 2, 3, 6 and 8. Policy 2 seeks to ensure that every level of government has the appropriate operational authority to implement the policy directive established in the plan. Chapter 190, Florida Statutes, provides the District with its necessary operational authority. In fact, Section 190.002(1) identifies community development districts as a means to deliver the basic community services and capital infrastructure called for by the Growth Management Act without overburdening other local governments and their taxpayers. The establishment of the CDD to provide the infrastructure systems and facilities for the acreage to be included within the District in a manner which does not burden the general body of taxpayers in St. Johns County is directly in furtherance of this Policy.

Policy 3 provides for establishing effective monitoring, incentive, and enforcement capabilities to see that the requirements established by regulatory programs are met.

Section 189.08(2), Florida Statutes, requires all independent special districts to submit public facilities reports, including annual updates as to changes. This facilitates an effective monitoring program of the CDD by the County. Sections 190.002(2)(c), and 190.004(3), Florida Statutes, dictate the legislative policy that all CDDs comply with all government laws, rules and regulations applicable to community development. Therefore, establishment of the CDD is not inconsistent, and in fact is in furtherance, of this policy.

Policy 6 encourages citizen participation at all levels of policy development, planning and operations. The District holds its meetings in the sunshine pursuant to Chapter 286, Florida Statutes. This process encourages citizen participation in, and ultimately citizen control of, the activities of the District.

Policy 8 encourages continual cooperation among communities to bring the private and public sectors together for establishing an orderly, environmentally, and economically sound plan for future needs and growth. The District will be a vehicle to enhance cooperation in the provision of infrastructure between the private sector and the County.

23. Are there any other subjects within the State Comprehensive Plan which are relevant?

Two additional subject areas applicable to establishment of a CDD include subject 9 - Natural Systems and Recreational Lands, and subject 17 - Public Facilities. The applicable policies of subject 9 relate to expanding state and local efforts to provide activity-based recreational opportunities to urban areas which can be accomplished with the funding assistance of the CDD. The applicable goal and policies of subject 17 relate to: (i) protecting investments in existing public facilities; (ii) providing financing for new facilities; (iii) allocating the costs of new public facilities on the basis of the benefits received by landowners; (iv) implementing innovative but fiscally sound techniques for financing public facilities; and (v) identifying and using stable revenue sources for financing public facilities. The establishment of a CDD will further these State Comprehensive Plan Goals and Policies.

24. Do you have an opinion, as someone with expertise in planning, as to whether the establishment of the proposed District is inconsistent with any applicable element or portion of the St. Johns County Comprehensive Plan?

Yes.

25. What is that opinion?

It is my opinion that the establishment of the proposed District is not inconsistent with any applicable element or portion of the St. Johns County Comprehensive Plan.

26. What is the basis of that opinion?

There is nothing about establishing a CDD as an alternative means of providing infrastructure systems and services to these lands which would cause an inconsistency with the local comprehensive plan. In fact, establishment of the CDD is in furtherance of certain provisions including:

Objective F.1.3 and Policies F.1.3.1, F.1.3.8 and F.1.3.9 – This objective and these policies that PUD's, planned unit subdivisions, and other large developments shall provide for the dedication of parks and open space to be generated by the development according to the level of service standards. The CDD will finance the construction of, and ultimately own and maintain community parks and facilities.

Objective G.1.5 - This objective calls for the County to work cooperatively with other units of government to address issues and concerns. The CDD may be expected to enter into interlocal agreements with the County to provide certain enhanced maintenance. Additionally, over the long term, the establishment of the CDD will provide another unit of local government in place and able to cooperate with the County on future issues and concerns.

Goal H.1 - This Goal states that the County is to ensure the orderly and efficient provision of infrastructure facilities and services such as roads, utilities, recreation, and drainage. The CDD will serve as an alternative provider of these infrastructure systems and services to meet the needs of the lands within its boundaries.

Objective H.1.7 - This objective states that the County shall manage fiscal resources to ensure the provision of needed infrastructure. The CDD will provide the infrastructure facilities and services needed for its lands without burdening the fiscal resources of the County or impacting the bonding limits contained in Policy H.1.7.1.

The establishment of the CDD is not inconsistent with these or any other provisions of the St. Johns County Comprehensive Plan.

27. **Do you have an opinion, as someone experienced in planning, as to whether the area to be included within the proposed district is of sufficient size, is sufficiently compact, and sufficiently contiguous to be developable as one functional, interrelated community?**

Yes.

28. **What is your opinion?**

The proposed CDD has sufficient land area, and is sufficiently compact and contiguous to be developed with infrastructure systems, facilities and services as one functionally interrelated community.

29. **What is the basis for your opinion?**

The area to be included within the District can be expected to succeed as a functional, interrelated community from a planning perspective because these characteristics ensure that services and facilities for the lands within the District will not be hampered by significant barriers or spatial problems. In addition, as proposed, the District will be providing relatively limited services and facilities. Thus, from a planning perspective, the relatively small nature of the District, its planned community character and the proposed limited services and facilities are a good match.

The proposed CDD is of sufficient size, is sufficiently compact and sufficiently contiguous to serve as one functional, inter-related community.

30. Do you have an opinion, as someone experienced in planning, as to whether the community development services and facilities of the district will be incompatible with the capacity and uses of existing local and regional community development services and facilities?

Yes.

31. What is your opinion?

The proposed services and facilities of the District are not incompatible with the capacity and uses of existing local or regional community development services and facilities.

32. What is the basis for your opinion?

In order to answer this question it is necessary to look to the community development services and facilities which will be provided by the CDD to the lands within its boundaries and to compare this to the existing community development services and facilities presently available to those lands. Currently, the planned infrastructure improvements that the proposed District plans to provide don't exist on the property. The proposed District is an efficient method to construct the necessary infrastructure improvements on the lands to be included within the District.

33. Do you have an opinion as to whether the area that will be served by the proposed district is amenable to separate special district government?

Yes I do.

34. And what is your opinion?

Based on its contiguity, compactness and size, and given the limited scope of the infrastructure improvements to be provided by the CDD, the area to be included within the District is amenable to separate special purpose government.

35. As a planner, do you have an opinion as to whether the proposed District is the best alternative available for providing the proposed community development services and facilities to the area to be served?

Yes I have.

36. What is your opinion?

In my opinion, the District is the best alternative for providing the proposed community development services and facilities to the 261.36 acres proposed to be included within the CDD.

37. What is the basis for your opinion?

My experience as a planner, in part, and a review of the petition in part. To answer this question, we must consider the alternative means, from a planning perspective, by which these roadway, drainage, utility facilities and services might be provided to the 261.36 acres proposed to be included within the CDD.

The alternatives include the County, either directly or through a municipal services benefit unit (MSBU), or the developer through a property owner's association (POA). From a planning perspective, establishment of a CDD over these lands provides a perpetual local government capable of delivering these improvements which will be directly responsible and responsive to the landowners of the CDD. For example, the CDD will own, operate and maintain the drainage improvements for the lands within the District. Furthermore, because these systems will be owned by the CDD, the landowners will have the protection of public bidding of maintenance services and will have a direct voice in the governance of these systems, which would not be the case with the POA.

As far as the roadway and utility improvements are concerned, the CDD is also the best alternative provider of these facilities. As I discussed earlier, Objective H.1.7 of the St. Johns County Comprehensive Plan calls for the management of the County's fiscal resources the ensure the provision of needed infrastructure. Provision of these improvements by the CDD is the best alternative to preserve the County's fiscal resources since only growth within the CDD will pay for these improvements. The CDD is also superior to a POA in providing these improvements since, from a planning perspective, a POA would not be the kind of perpetual governmental entity to effectively manage the construction of these improvements or any enhanced maintenance after dedication of these facilities to the County.

38. Does this conclude your testimony?

Yes.

BEFORE THE COUNTY COMMISSION
ST. JOHNS COUNTY, FLORIDA

IN RE: PETITION TO ESTABLISH)
DP-1 COMMUNITY)
DEVELOPMENT DISTRICT)

AFFIDAVIT ADOPTING WRITTEN, PRE-FILED TESTIMONY

STATE OF FLORIDA
COUNTY OF DUVAL

I, J. Bradford Davis, of Prosser, Inc., being first duly sworn, do hereby state for my affidavit as follows:

1. I have personal knowledge of the matters set forth in this affidavit.

2. My name is J. Bradford Davis, and my business address is 13901 Sutton Park Drive South, Suite 200, Jacksonville, Florida 32224.

3. The prepared written, pre-filed testimony consisting of five (5) pages, submitted under my name to the County Commission of St. Johns County relating to the establishment of the DP-1 Community Development District and attached hereto, is true and correct.

4. If I were asked the questions contained in the pre-filed testimony orally at the DP-1 Community Development District establishment hearing, my oral answers would be the same as the written answers presented in my pre-filed testimony.

5. My credentials, experience, and qualifications related to professional engineering are accurately set forth in my pre-filed testimony.

6. My pre-filed testimony generally addresses the nature of the services and facilities proposed and the applicable estimated costs for the proposed DP-1 Community Development District.

7. No corrections or amendments to my pre-filed testimony are required.

Under penalties of perjury, I declare that I have read the foregoing and the facts alleged are true and correct to the best of my knowledge and belief.

Executed this 26 day of JUNE, 2017.

J. Bradford Davis, PE, LEED AP

SWORN TO and SUBSCRIBED before me by the Affiant, on this 26 day of June, 2017, by J. Bradford Davis.

Notary Public

(SEAL)

Personally known ✓
OR Type of Identification produced _____

CARRIE L. SMITH
Commission # FF 185888
Expires December 28, 2018
Bonded Thru Troy Fain Insurance 800-385-7019

TESTIMONY OF BRAD DAVIS, P.E., FOR ESTABLISHMENT OF DP1 COMMUNITY DEVELOPMENT DISTRICT

1. **Please state your name and business address.**

My name is Brad Davis and my business address is 13901 Sutton Park Drive S., Suite 200, Jacksonville, Florida 32224.

2. **By whom are you employed and in what capacity?**

I am employed by Prosser, Inc. as a Principal, business development manager and civil engineer.

3. **How long have you held that position?**

I have been a business development manager and a civil engineer at Prosser for 6 years and 10 months and a Principal for approximately 4 of those years.

4. **Please give your educational background, with degrees earned, major areas of study and institutions attended.**

I have a Bachelor of Science, Civil Engineering from the University of Central Florida.

5. **Do you have any professional licenses, registrations, or certifications?**

Yes, I am a licensed Professional Engineer in the State of Florida and also a LEED certified Accredited Professional.

6. **Are you a member of any professional associations?**

Yes, I am a member of FICE, ACEC, NCEES and Northeast Florida Builders Association.

7. **Please summarize your previous experience as it relates to public facility design and construction and land development and planning.**

I have been responsible for the design and permitting of public infrastructure as an engineering intern and professional engineer for the last 15 years. This includes all elements of site entitlements and design such as roadway, stormwater and utility design.

8. **Have you been involved in any developments of the type and nature contemplated within the proposed DP1 Community Development District ("District")?**

Yes, I have been involved with multiple DRI scale projects.

9. Are you familiar with the Amended and Restated Petition filed by Durbin Creek National, LLC ("Petitioner"), on June 26, 2017, seeking the establishment of the proposed District?

Yes, I have reviewed the Petition and exhibits.

10. Are you generally familiar with the geographical area, type, and scope of development and the available services and facilities in the vicinity of the proposed District?

Yes, I am.

11. Which documents did you prepare or have others prepare under your supervision?

Exhibits 1, 2, 4, 5, 6 and 7 attached to the Petition.

12. Do any of those exhibits require any change or correction?

No. However, the Petition includes a revised Exhibit 7. The exhibit included in the original Petition filed on March 1, 2017 has been revised to reflect updated construction costs.

13. Are Exhibits 1, 2, 4, 5, 6 and 7 to the Petition true and correct?

Yes, to the best of my knowledge.

14. In general, what do Exhibits 1, 2, 4, 5, 6 and 7 to the Petition demonstrate?

Exhibit 1 is a map showing the general location in which the proposed District is located.

Composite Exhibit 2 is a metes and bounds description of the external boundaries of the proposed District, together with a map depicting the same.

Exhibit 4 is a map showing the existing future land uses within the proposed District.

Exhibit 5 is a map depicting the proposed and existing major water, wastewater and reuse facilities within and around the proposed District.

Exhibit 6 provides a list of facilities the proposed District will provide and identifies the anticipated owner and entity responsible for maintenance.

Exhibit 7 provides the estimated costs and timetable for constructing the proposed District improvements.

15. What capital facilities are presently expected to be provided by the District?

Based on information provided by Petitioner and as more fully described in Petition Exhibit 6, it is presently expected that the District will construct or acquire earthwork, stormwater pond excavation and grading, storm drainage, lift station and sanitary sewer facilities, domestic water system, reclaimed water system, internal roadway and parking improvements, street lighting and electric underground facilities, entry monuments, common features and landscape improvements, recreation facilities and roadway improvements.

16. Based upon your training and experience as an engineer, do you have an opinion as to whether the proposed District is of sufficient size, compactness, and sufficient contiguity to be developed as a functional interrelated community?

Yes, based on my experience, the proposed District is of sufficient size, compactness and contiguity to be developed as one functional interrelated community.

17. What is the basis for your opinion?

For many reasons the proposed District facilities can be provided in an efficient, functional and integrated manner.

First, there are sufficient, significant infrastructure needs for the area within the proposed District to allow development as a functionally interrelated community.

Second, the specific design of the community allows infrastructure to be provided in a cost effective manner. The land included within the proposed District area is contiguous, which facilitates an efficient and effective planned development.

Third, the provision of services and facilities through the use of one development plan provides a contiguous and homogenous method of providing services to lands throughout the District.

18. In your opinion, you said the proposed District is sufficiently compact and contiguous to be developable as a functionally interrelated community. Would you please explain what you mean when stating that the proposed District is of sufficient compactness?

The District will encompass approximately 261.36 acres and will provide a range of commercial land uses that require the necessary elements of infrastructure including

stormwater management systems, water, sewer and reuse systems, roadways, street lighting, landscape and hardscape improvements and recreation facilities and other improvements described in the Petition. The proposed District will have sufficient overall commercial density to require all the above-mentioned necessary elements of infrastructure of a comprehensive community. These facilities and services require adequate planning, design, financing, construction, and maintenance to provide the community with appropriate infrastructure. The preferred method of developing land, especially for higher density commercial uses, is for the development to be spatially compact. This augments the District's ability to construct and maintain improvements, and provide services, in a cost efficient manner.

19. Can you provide an example of a service or facility and explain why a CDD is a preferred alternative for long-term operation and maintenance?

Yes. A good example would be a stormwater management system. Both a CDD and a property owner's association are permitted to operate and maintain such systems under applicable St. Johns River Water Management District ("SJRWMD") and St. Johns County rules. However, SJRWMD rules generally require property owner's associations to provide significantly more information and documentation before the SJRWMD and St. Johns County will accept them as an operation and maintenance entity. This additional information is required to ensure that the association has the financial, legal and administrative capability to provide for long-term maintenance of the stormwater management system. Such documentation generally must (1) indicate that the association has the power to levy assessments; (2) mandate that the association will operate and maintain such systems; and (3) provide that the association cannot be dissolved until another entity is found to maintain the system.

In comparison, a CDD is a perpetual local government unit, which by law has the requisite assessment authority, including the ability to collect such assessments on the County tax roll. Thus, a CDD generally must simply provide a letter to the SJRWMD stating that the CDD will accept operation and maintenance responsibility. All things being equal, a CDD is preferred over a property owner's association for operation and maintenance of a stormwater management system.

20. Based on your experience, do you have an opinion as to whether the services and facilities to be provided by the proposed District will be incompatible with the capacities and uses of existing local and regional community facilities and services?

Yes. It is my opinion that the proposed services and facilities of the proposed District will not be incompatible with the capacity and uses of existing local or regional community development services and facilities.

21. What is the basis for your opinion?

Currently, none of the planned infrastructure improvements that the proposed District plans to provide exist on the subject property in a manner which is useful to the proposed development. Each of the elements of infrastructure for the necessary services and facilities will connect into the County's existing, surrounding systems according to criteria, review and approval of the County; there will be no incompatibility issue.

22. Based on your experience, do you have an opinion as to whether the area to be included within the proposed District is amenable to being served by a separate special district government?

Yes. In my opinion, and to the best of my knowledge, the area identified in the petition is amenable to being served by a separate special district government.

23. What is the basis for your opinion?

The proposed District is limited in purpose and the infrastructure improvements to be provided by the proposed District are limited in scope. This infrastructure is expected to directly benefit the development and may be adequately served by a special district government. In addition, special district governance provides a mechanism whereby long-term maintenance obligations can be satisfied by the persons primarily using the facilities and services.

24. Does this conclude your testimony?

Yes, it does.

BEFORE THE COUNTY COMMISSION
ST. JOHNS COUNTY, FLORIDA

IN RE:	PETITION TO ESTABLISH DP1 COMMUNITY DEVELOPMENT DISTRICT	)))

AFFIDAVIT ADOPTING WRITTEN, PRE-FILED TESTIMONY

STATE OF FLORIDA
COUNTY OF St. Johns

I, Bobby Bennett, being first duly sworn, do hereby state for my affidavit as follows:

1. I have personal knowledge of the matters set forth in this affidavit.

2. My name is Bobby Bennett, and my business address is 1300 Riverplace Boulevard, Suite 1900, Jacksonville, Florida 32207.

3. The prepared written, pre-filed testimony consisting of seven (7) pages, submitted under my name to the County Commission of St. Johns County relating to the establishment of the DP1 Community Development District and attached hereto, is true and correct.

4. If I were asked the questions contained in the pre-filed testimony orally at the DP1 Community Development District establishment hearing, my oral answers would be the same as the written answers presented in my pre-filed testimony.

5. My credentials, experience, and qualifications concerning the Petition, its exhibits and the reasons for establishing the District are accurately set forth in my pre-filed testimony.

6. My pre-filed testimony addresses the various statutory requirements and an overview of the proposed development within the proposed Bexley Community Development District.

7. No corrections or amendments to my pre-filed testimony are required.

Under penalties of perjury, I declare that I have read the foregoing and the facts alleged are true and correct to the best of my knowledge and belief.

Executed this 26 day of June, 2017.

Bobby Bennett

Bobby Bennett

SWORN TO and SUBSCRIBED before me by the Affiant, on this 26 day of June, 2017, by Bobby Bennett.

Notary Public

(SEAL)

Personally known ✓
OR Type of Identification produced _____

AMY L. BUQUO
Notary Public - State of Florida
Commission # FF 213084
My Comm. Expires Mar 24, 2019
Bonded through National Notary Assn.

TESTIMONY OF BOBBY BENNETT FOR DP1 COMMUNITY DEVELOPMENT DISTRICT

1. Please state your name and business address.

My name is Bobby Bennett and my business address is 1300 Riverplace Boulevard, Suite 1900, Jacksonville, Florida 32207.

2. By whom are you employed and in what capacity?

I am Project Manager\Development at Gatlin Development Company.

3. Briefly summarize your duties and responsibilities.

My duties and responsibilities include financial development planning and forecasting, construction loan procurement and portfolio management.

4. What positions did you hold prior to your present position?

Prior to my current position as Project Manager\Development, my positions were Project Manager Construction and Contract Accounting Coordinator.

5. Who is the Petitioner in this proceeding?

The Petitioner is Durbin Creek National, LLC.

6. Are you familiar with the Petition filed by the Petitioner seeking the establishment of a community development district?

Yes. I assisted in the preparation of the original Petition filed on March 1, 2017, with St. Johns County, and worked with members of the team of consultants to prepare the filing. I also assisted in the preparation of the Amended and Restated Petition filed on June 26, 2017 (the "Petition").

7. What is the proposed name of the District?

The proposed name is the DP1 Community Development District ("District").

8. Have you reviewed the contents of the Petition and approved its findings?

Yes, I have. I have also reviewed the amendments and additional information provided to St. Johns County on April 6, 2017.

9. Are there any changes or corrections to the Petition at this time?

No. However, Exhibits 7 and 8 to the Petition are different than Exhibits 7 and 8 included with the Original Petition. They have been amended to update the estimated costs of constructing the infrastructure serving the land within the proposed District.

10. Please generally describe each of the exhibits attached to the Petition.

Exhibit 1 is the map showing the general location of the proposed District.

Exhibit 2 is the metes and bounds description of external boundaries of the proposed District.

Exhibit 3 contains the Landowner Consent and Joinders executed by Durbin Creek National, LLC and Durbin Park Pavilion, LLC, which represent the consent of one hundred percent (100%) of the owners of the lands to be included within the District.

Exhibit 4 contains a map depicting future general distribution, location and extent of public and private land uses within the proposed District by the land use plan element.

Exhibit 5 consists of a map depicting the existing and proposed major trunk water mains and sewer connections serving the lands within and around the proposed District.

Exhibit 6 provides a list of facilities the proposed District anticipates it will provide, identifying the anticipated owner and entity responsible for ultimate maintenance.

Exhibit 7 is a summary of the estimated costs and estimated timetable for constructing the proposed District improvements.

Exhibit 8 is the Statement of Estimated Regulatory Costs required by statute.

Exhibit 9 is the authorization of agent form which authorizes Jonathan T. Johnson and Katie S. Buchanan to act as agents for the Petitioner.

11. Were these exhibits prepared by you or under your supervision?

Yes, I engaged a consultant team and directed the preparation of the exhibits to the Petition.

12. To the best of your knowledge, is the general location map identified as Exhibit 1 a true and accurate depiction of the general location of the proposed District?

Yes, it is.

13. To the best of your knowledge, is the metes and bounds description of the external boundaries of the District included in Exhibit 2, a true and accurate recitation of the land area to be included within the proposed District?

Yes, it is.

14. **To the best of your knowledge, is Exhibit 3 a true and accurate copy of the consent and joinders obtained from the owners of one hundred percent (100%) of the lands to be included within the proposed District?**

Yes, it is.

15. **To the best of your knowledge, is the map included in Exhibit 4 a true and accurate depiction of the future general distribution, location and extent of the public and private land uses within the proposed District?**

Yes, it is.

16. **To the best of your knowledge, is Exhibit 5 a true and accurate depiction of the existing and proposed major trunk water mains and sewer connections serving the lands within and around the proposed District?**

Yes, it is.

17. **To the best of your knowledge, is Exhibit 6 an accurate depiction of the types of facilities and services the Petitioner presently expects the District to finance, construct, acquire and/or install, as well as the anticipated entity responsible for ownership and maintenance?**

Yes, it is.

18. **To the best of your knowledge, is Exhibit 7 a true and accurate summary of the estimated costs and timeline of constructing, installing or acquiring the infrastructure serving land within the proposed District?**

Yes, it is.

19. **To the best of your knowledge, is Exhibit 8 a true and accurate copy of the Statement of Estimated Regulatory Costs prepared by Wrathell, Hunt and Associates, LLC?**

Yes, it is.

20. **To the best of your knowledge, is Exhibit 9 a true and accurate copy of the Authorization of Agent Form?**

Yes, it is.

21. **Are the contents of the Petition, and the exhibits attached to it, as described herein, true and correct to the best of your knowledge?**

Yes.

22. Are you familiar with the area that is proposed to be included within the District?

Yes, I am familiar with the general area and the site specifically.

23. Approximately how large is the proposed District in acres?

The proposed District is located entirely within unincorporated St. Johns County, Florida and covers approximately 261.36 acres of land.

24. What steps were taken with respect to filing the Petition with St. Johns County?

On March 1, 2017, the Petitioner filed the original Petition with the St. Johns County Clerk, along with a $15,759 filing fee. Copies of the Petition were also provided to the County Administrator and County Attorney. On June 23, 2017, the Petitioner filed the Amended and Restated Petition with St. Johns County.

25. Has notice of the hearing been provided in accordance with Section 190.005, Florida Statutes?

Yes. A notice of hearing is being published in the St. Augustine Record, a newspaper of general circulation in St. Johns County, as a display ad for four (4) consecutive weeks immediately preceding the hearing. Proof of publication has been filed with the County by the time of the establishment hearing.

26. Who are the five persons designated in the Petition to serve as the initial Board of Supervisors?

The five persons are Kathy Brady, Melissa Yuhas, Lou Paquet, Julie Passalaqua and myself.

27. Do you know each of these persons personally?

Yes, I do.

28. Are each of the persons designated to serve as the initial Board of Supervisors residents of the State of Florida and citizens of the United States?

Yes, they are.

29. Are there residents currently living within the areas to be included within the District, and, if so, have they been notified about the creation of the District?

No. There are no residents living within the areas to be included within the District.

30. In addition to meeting the requirements of Florida law, what other steps will be taken to ensure that prospective purchasers of the District receive notice of the

existence of the District and its assessments?

There are certain state law disclosure requirements that all community development districts ("CDDs") must meet.

First, within thirty (30) days of the establishment of the District, a Notice of Establishment is required to be recorded in the property records. The notice contains a legal description of the boundaries of the District and discloses, as required by Section 190.0485, *Florida Statutes*, through inclusion of the bold-faced language set forth in the paragraph immediately below, that the District may levy assessments. The document also provides contact information for someone to obtain more information about the District. This document should appear on a title search typically prepared when someone intends to purchase property within the District's boundaries.

Second, Section 190.048, *Florida Statutes*, requires certain contractual language to appear in bold-faced and conspicuous type immediately prior to the signature line on every initial purchase contract. The following language will be required: **The DP-1 Community Development District may impose and levy taxes or assessments, or both taxes and assessments, on this property. These taxes and assessments pay the construction, operation, and maintenance costs of certain public facilities and services of the District and are set annually by the governing board of the District. These taxes and assessments are in addition to county and other local governmental taxes and assessments and all other taxes and assessments provided for by law.**

Third, if and when assessments are levied for the first time or when previously levied assessments are raised, notice of a public hearing is required to be given by publication in a local newspaper and by mail to all property owners within the District. The assessments are then considered at a public hearing.

Fourth, the District will be required to adopt and record in the St. Johns County Official Records a Disclosure of Public Financing and Maintenance of Public Improvements. This Disclosure summarizes the financing plan the District has undertaken, the existence, if any, of capital and operations and maintenance assessments, and the facilities and services that the District provides and maintains. This Disclosure is then provided by the District to the developer to satisfy the requirements of Section 190.009, *Florida Statutes*, and is also available for inspection by interested parties.

31. Would you please describe the proposed timetable for development of land within the proposed District?

It is anticipated that the District improvements will be made, acquired, constructed and/or installed commencing in 2017 and it is anticipated that completion will be by 2020.

32. Has all of the developable land within the proposed District been planned as a single community?

Yes, the developable land, along with the master infrastructure to be maintained by the

proposed District that will service the developable land is planned as a single community.

33. Would you generally describe the services and facilities you currently expect the proposed District to provide?

The Petitioner presently intends for the District to provide for: earthwork, stormwater pond excavation and grading, storm drainage, lift station and sanitary sewer facilities, domestic water system, reclaimed water system, internal roadway and parking improvements, street lighting and electric underground facilities, entry monuments, common features and landscape improvements, recreation facilities and roadway improvements. Capital costs of these improvements, including associated contingencies and professional fees, will be borne by the District. Petitioner's good faith expectation of the costs associated with such improvements is itemized in Exhibit 7 to the Petition.

34. Did you cause the cost estimates identified in Exhibit 7 to be prepared?

Yes, the cost estimates were prepared under my supervision.

35. What methods were used to estimate these costs?

The estimates are based on research regarding historical costs of constructing similar infrastructure and current market conditions.

36. In your opinion, are the construction cost estimates for the proposed facilities for the proposed District reasonable?

Yes, to the best of my knowledge and based on the information available.

37. In general, what financing methods does the Petitioner propose the District may use to pay for the anticipated facilities and services?

Petitioner presently expects that the District will finance certain services and improvements through the issuance of tax exempt bonds. The debt issued by the proposed District is expected to be retired by non-ad valorem (sometimes referred to as special) assessments on benefitted property within the proposed District. Ongoing maintenance and operational activities are expected to be funded by non-ad valorem assessments as well. Any facilities not financed with a bond issue are anticipated to be funded by the developer using conventional financing options.

38. Will these proposed District debts be an obligation of St. Johns County or the State of Florida?

No. The debts will be solely the District's obligation. Pursuant to Section 190.002(3), Florida Statutes, CDD debt cannot become the obligation of a city, a county, or the state without the consent of that government.

39. Why is the Petitioner seeking to have a CDD established for this area?

There are hundreds of CDDs throughout the State of Florida. CDDs are an efficient, effective way to provide infrastructure to developments. CDDs also have the ability to assist in the streamlined and efficient maintenance and operation of infrastructure and services to developing communities. The proposed District is a structured, formal entity with the legal ability to respond to future changes in the circumstances and desires of its landowners. It provides a long-term, stable, financially-secure entity.

A CDD has the financial capability to assist in the provision of necessary capital improvements sooner than may otherwise be the case. The County, developers, builders and landowners will all benefit from these improvements in terms of access, traffic flow, safety and general property enhancement. Additionally, a CDD is the entity preferred by many regulatory agencies, including many water management districts, to operate and maintain the stormwater management and other similar systems. This is because the CDD is a perpetual entity, operating in open meetings, with the financial ability to ensure that the maintenance of these important environmental facilities and amenities is accomplished. Given the nature of this project, in my opinion, a CDD is a logical, prudent, and desirable way to ensure this needed infrastructure is maintained.

40. Does this conclude your testimony?

Yes.

BEFORE THE COUNTY COMMISSION
ST. JOHNS COUNTY, FLORIDA

IN RE: PETITION TO ESTABLISH)
DP1 COMMUNITY)
DEVELOPMENT DISTRICT)

AFFIDAVIT ADOPTING WRITTEN, PRE-FILED TESTIMONY

STATE OF FLORIDA
COUNTY OF Palm Beach

I, Craig Wrathell, being first duly sworn, do hereby state for my affidavit as follows:

1. I have personal knowledge of the matters set forth in this affidavit.

2. My name is Craig Wrathell, and my business address is 2300 Glades Rd, Suite 410-W, Boca Raton, FL 33431.

3. The prepared written, pre-filed testimony consisting of Twelve (12) pages, submitted under my name to the County Commission of St. Johns County relating to the establishment of the DP1 Community Development District and attached hereto, is true and correct.

4. If I were asked the questions contained in the pre-filed testimony orally at the DP1 Community Development District establishment hearing, my oral answers would be the same as the written answers presented in my pre-filed testimony.

5. My credentials, experience, and qualifications concerning the Petition, its exhibits and the reasons for establishing the District are accurately set forth in my pre-filed testimony.

6. My pre-filed testimony addresses the various statutory requirements and an overview of the proposed development within the proposed DP1 Community Development District.

7. No corrections or amendments to my pre-filed testimony are required.

Under penalties of perjury, I declare that I have read the foregoing and the facts alleged are true and correct to the best of my knowledge and belief.

Executed this 26th day of June, 2017.

Craig Wrathell

SWORN TO and SUBSCRIBED before me by the Affiant, on this 26th day of June, 2017, by Craig Wrathell.

(SEAL)

Daphne Gillyard
NOTARY PUBLIC
STATE OF FLORIDA
Comm# FF899542
Expires 8/20/2019

Daphne Gillyard
Notary Public

Personally known ✓
OR Type of Identification produced _____

TESTIMONY OF CRAIG A. WRATHELL FOR ESTABLISHMENT OF DP1 COMMUNITY DEVELOPMENT DISTRICT

1. Please state your name and business address.

My name is Craig Wrathell. My business address is 2300 Glades Road, Suite 410-W Boca Raton, Florida 33431.

2. By whom are you employed and in what capacity?

I am the President and a Partner of Wrathell, Hunt and Associates, LLC.

3. What is the nature of your firm's business?

Wrathell, Hunt and Associates, LLC, is a management and financial consulting firm. The firm provides four (4) types of general services to its clients:

(1) Management and Financial Accounting Services for Community Development Districts (CDDs)
(2) Economic studies including Statement of Estimated Regulatory Costs ('SERCs'), sales tax, and TIF analysis
(3) Long Term Strategic Planning for clients
(4) Preparation of Special Assessment Methodologies

4. Please describe your experience and credentials, including your current employment.

Professional organizations include the Association of Florida Community Developers ('AFCD').

I worked in the private sector for the past twenty (20) years serving public as well as private sector clients. I established numerous CDDs throughout the State of Florida. I have extensive experience in developing and designing financing structures in anticipation of issuance of tax exempt bonds proceeds of which fund eligible public infrastructure capital financing programs.

I served as the first City Manager for the City of Marathon, a Florida Keys Area of Critical State Concern, for over two and one-half (2½) years, with an annual budget of over $12 million. My responsibilities included the establishment of all municipal departments and the development and implementation of community redevelopment initiatives. Sound fiscal management resulted in $4.3 million in reserves earmarked for infrastructure related capital improvements. The City of Marathon maintained the lowest millage rate of any full-service municipality in Monroe County during my tenure.

5. Please describe your educational background.

I received a Master of Arts degree in International Studies, from the University of Miami in 1997. I earned a Bachelor of Arts degree in Political Science from Florida Atlantic University in 1995.

6. Please describe your work with CDDs in Florida.

I currently serve as District Manager for 20 CDDs, while managing an office responsible for over 70 CDDs and special districts.

I have served as District Manager for over 100 Community Development and Special Act Districts throughout the State of Florida, developing and administered budgets, totaling over $120 million in annual revenues, to fund administrative, operational and maintenance needs water and wastewater utility operations, and debt service obligations. I also administered the issuance of over $700 million in tax exempt municipal bonds for community improvements.

My company serves as the Assessment Methodology Consultant to the CDDs serviced by my personnel. Accordingly, I generally am a primary point of contact for the CDD with respect to all issues related to CDD finance and assessments, which is a process that begins at the establishment phase, and continues through the issuance of bonds, and collection of assessment revenues from landowners. As such, I engage in tasks which include, but are not limited to, personally preparing Statements of Estimated Regulatory Costs, and consulting on the bond financing process and related assessments.

7. Are you familiar with the Petition and exhibits filed to establish the proposed District?

Yes. I have reviewed the Petition filed on March 1, 2017, with St. Johns County and all of the attached exhibits. I also reviewed the Amended and Restated Petition filed on June 26, 2017 (the "Petition"). Specifically, my office prepared the Statement of Regulatory Costs (SERC).

GENERAL INFORMATION ON CDDs

8. Please describe the general manner in which a CDD actually operates.

A CDD is governed by a five-member Board of Supervisors ("Board") that is initially elected by landowners within the CDD. A district manager is employed to supervise the services, facilities, and administrative functions of the CDD on a day-to-day basis. An annual public hearing is noticed and conducted by the Board to adopt an annual budget. As required in Chapter 190, *Florida Statutes*, the applicable general-purpose local government has an opportunity to review and comment on the proposed budget.

9. Please describe the requirements and public safeguards that are imposed upon CDDs.

These requirements and safeguards are similar to those imposed upon general-purpose local governments, such as cities and counties. For example, Chapter 190, *Florida Statutes*, specifically states that CDDs are subject to state and local development regulations. Also, CDDs are required by law to provide full disclosure of public financing and the maintenance of improvements undertaken by a CDD.

Under the Government in the Sunshine laws, all CDD Board meetings are open to the public, and other restrictions are imposed under Chapter 286, *Florida Statutes*. Further, all documents of the CDD are available to the public upon request, in accordance with Florida public records law. Additionally, like other political subdivisions, a CDD is required to send financial reports to the Department of Financial Services. Also, a CDD is audited by an independent certified public accountant every year. Board members are also subject to the same annual financial disclosure that is required of other local officials.

Each annual budget may only be adopted by the Board after a noticed public hearing. Chapter 120, *Florida Statutes*, rulemaking procedures apply to all rates, fees, and charges imposed by a CDD and the adoption of its other rules.

A CDD is subject to the same notice and hearing requirements as other units of local government such as St. Johns County, if and when it imposes special or non-ad valorem assessments. Individual mailed notices are mailed to property owners within a CDD, and additional newspaper notices and various resolutions are published. Further, a methodology that fairly and equitably allocates the cost of CDD improvements must be prepared to justify imposition of the assessments.

10. In general, how do CDDs differ from general-purpose local governments?

As a unit of special-purpose local government, a CDD possesses limited special powers relating to basic public improvements and community facilities such as roads, bridges, wetland mitigation, and water management facilities. Similar to the general powers of general-purpose local governments, such as cities and counties, a CDD may also enter into contracts, acquire and dispose of real and personal property, and adopt rules and regulations to govern its operations. To obtain funds, a CDD may enter into a funding agreement, borrow, issue bonds or levy non-ad-valorem assessments and taxes.

Unlike cities and counties, a CDD does <u>not</u> have planning, zoning, or law enforcement authority. These are the main differences between cities and counties, which are general-purpose governments, and CDDs, which are special-purpose governments.

11. Does a CDD have to comply with local land development regulations, ordinances, and plans?

Yes. Chapter 190 of the Florida Statutes specifically provides that the establishment of a CDD does not alter the application of any governmental planning, environmental and land development laws, regulations, and ordinances. Thus, CDDs must submit to the same process as any development for environmental and land development regulations.

DISTRICT MANAGEMENT

12. Do you have an opinion, as someone experienced in district management, as to whether the area to be included within the proposed District is the best available alternative for delivering community services and facilities to the areas that will be served by the proposed District?

Yes. It is my opinion that the proposed District is the best alternative for delivering community services and facilities to the lands within the proposed District.

13. Why is that your opinion?

There are three other alternatives for providing the infrastructure for the necessary services and facilities besides the proposed District. The first alternative is for the County to build the entire infrastructure, wherein the County would be assuming a great deal of responsibility related to the oversight of the day-to-day construction, maintenance, and management of the proposed services and facilities and landowners of these lands. This would increase the burden on County staff, divert resources from other County developments and projects, and indirectly force the residents of the entire County to pay for these development improvements.

The second alternative is for a developer to provide the proposed improvements using private financing. However, this alternative does not provide any guarantee of a long-term, consistent entity to oversee construction, maintenance, and management of the proposed services and facilities. Also, a private landowner is not subject to the same statutory safeguards that the proposed District, as a public entity, would be subject to, such as public bidding on contracts and public access to meetings and documents.

The third alternative is a commercial owner's association (Association). An Association is a more long-term and stable entity that may be capable of providing the necessary maintenance of dedicated improvements. However an Association is not subject to the same statutory safeguards as the proposed District. Further, an Association cannot impose and collect its assessments in the same way as property taxes or District assessments.

By comparison to the three alternatives discussed above, the proposed District is the best alternative available to provide for the management and maintenance of various infrastructure improvements. As a special-purpose local government, the proposed District is a stable, long-term public entity capable of maintaining, and managing the necessary infrastructure, facilities, and services. The limited purpose and scope of the District, combined with the statutory safeguards in place, such as notice of public hearings and access to district records, would ensure that the proposed District is responsive to the infrastructure needs of the proposed District. The proposed District would be able to impose non-ad valorem assessments upon the property within the District to fund maintenance of the infrastructure and related services.

A CDD allows for the independent financing, administration, operation and maintenance of the land within the District and allows District property owners to completely control the District Board and, therefore, the timing and extent of infrastructure development.

14. As someone experienced in district management, is the area to be included within the proposed District of sufficient size, compactness, and sufficiently contiguous to be developable as one functional, interrelated community?

Yes. From a management perspective, the area to be included within the proposed District is of sufficient size, compactness and is sufficiently contiguous to be developable as one functional, interrelated community.

15. What does the term "functionally interrelated community" mean?

Local governments provide developments with the criteria for the elements of infrastructure to provide for the facilities and services, including stormwater drainage, water, sewer, and other facilities and services. Functional unification means that each provided facility and service has a mutual reinforcing relationship to one another, with each facility and service designed to contribute to the development and maintenance of the community as a whole. Each facility and service must meet the growth and development of the community, so a management capability and a funding source are required for each service and facility. Thus, each of these necessary facilities and services must be integrated, unified, and connected into a long-range plan.

16. What is the basis for your opinion?

First, the lands to be included within the proposed District have sufficient significant infrastructure needs to be developable as a functionally interrelated community. Second, this necessary infrastructure can be provided by the proposed District in a cost effective manner based upon the specific design of the community. Furthermore, the use of one development plan whose infrastructure is implemented by a CDD to provide the community services and facilities will ensure that the proposed improvements are provided and maintained in an efficient, functional and integrated manner.

The lands within the proposed District consist of approximately 261.36 acres of land. The purpose of this statutory requirement is to ensure successful and efficient delivery of services and facilities to the property. Based upon my previous experience with special districts, the proposed District is suitably configured to maximize the timely and cost efficient delivery of the necessary services and facilities.

17. Do you have an opinion, as someone experienced in district management, as to whether the area that will be served by the proposed District is amenable to separate special district governance?

Yes. It is my opinion that the proposed District is amenable to separate special district governance because it is of sufficient size, compactness and contiguity. Thus, the land area is well suited to the provision of the proposed services and facilities.

18. What is the basis for your opinion?

Based upon my experience with other special districts of similar size and configuration, the area to be served by the proposed District is amenable to separate special district governance. As I have already stated, the area within the proposed District is of sufficient size, compactness, and contiguity. Also, the proposed District is limited in purpose and the infrastructure improvements to be provided by the proposed District are limited in scope. For these reasons, the proposed District is a logical mechanism to oversee the installation of capital infrastructure improvements necessary for community development. The lands within the proposed District have sufficient infrastructure needs and maintenance obligations to warrant a separate special district government.

19. Do you have an opinion, as someone experienced in district management, as to whether the proposed services and facilities of the proposed District will be incompatible with the capacity and uses of existing local and regional community development services and facilities?

Yes. It is my opinion that the proposed services and facilities of the proposed District are not incompatible with the capacity and uses of existing local or regional community development services and facilities.

20. What is the basis for your opinion?

There is no duplication or overlap of facilities or services because no other entity or unit of government is presently funding or providing the improvements proposed by the District. Furthermore, the proposed District is an efficient method to maintain and manage the necessary infrastructure improvements within the proposed District without overburdening St. Johns County government and its taxpayers.

FINANCIAL CONSULTING

21. Turning to the economic exhibits and opinions, please describe your familiarity with the SERC?

I prepared the SERC in accordance with the statutory requirements.

22. Are there any revisions to Exhibit 8, the SERC?

No. However, a revised version of the SERC has been submitted with the Amended and Restated Petition to establish the proposed District.

23. What exactly is a SERC?

Pursuant to Sections 190.005(2)(a) and 190.005(1)(a)8, *Florida Statutes*, a petition to establish a CDD must be accompanied by a SERC. A SERC is an analysis of the financial impact of adopting a proposed rule, or in the case of a CDD proposed to be established by a county or city, the financial impact of adopting a proposed ordinance.

Section 120.541(2), *Florida Statutes*, lists the elements of a SERC which generally include:

(1) An economic analysis showing whether the rule directly or indirectly:

a. Is likely to have an adverse impact on economic growth, private sector job creation or employment, or private sector investment in excess of $1 million in the aggregate within 5 years after the implementation of the rule;

b. Is likely to have an adverse impact on business competitiveness, including the ability of persons doing business in the state to compete with persons doing business in other states or domestic markets, productivity, or innovation in excess of $1 million in the aggregate within 5 years after the implementation of the rule; or

c. Is likely to increase regulatory costs, including any transactional costs, in excess of $1 million in the aggregate within 5 years after the implementation of the rule.

(2) A good faith estimate of the number, and general description of the type of individuals and entities likely to be required to comply with, or to be affected by, the ordinance establishing the CDD.

(3) A good faith estimate of the cost to the agency, and to any other state and local entities, of implementing and enforcing the proposed ordinance, and any anticipated effect on state and local revenues.

(4) A good faith estimate of the transactional costs likely to be incurred by individuals and entities, including local government entities, required to comply with the requirements of the ordinance.

(5) An analysis of the impact on small businesses, small cities and small counties.

(6) Any additional information that may be useful.

The SERC our firm prepared addresses all the statutory requirements. In rendering our opinion, we utilized a standard methodology, which is commonly used in the industry and our experience with other special districts. Based on the information provided by the Petitioner and its consultants, we concluded that the establishment of the proposed District will not have an adverse impact on any affected person or entity.

24. Please summarize the costs to St. Johns County resulting from establishment of the DP1 Community Development District.

Since the proposed District consists of less than 2,500 acres, the Petition is submitted to St. Johns County for review and approval in accordance with Section 190.005(2), *Florida Statutes*. As part of the application process, the Petitioner was required to submit an initial filing fee of $15,759. This fee was submitted to St. Johns County on March 1, 2017, as part of the original Petition.

The County will hold a public hearing to discuss the Petition and consider public input. These activities will utilize staff time and the time of the County Commission. The time and costs are minimal, however, for several reasons and in no event should the costs exceed the $15,759 filing fee. For example, the review of the Petition does not include an analysis of the project itself; in fact, such a review is prohibited by statute. The Petition contains all of the information necessary for review and should not require additional staff. No capital costs are involved.

Once the District is established, the District will be an independent unit of local government. The County will not incur any quantifiable ongoing costs resulting from the on-going administration of the District. The District is responsible for its own budget and reporting. The only annual costs to the County would be those associated with the County's optional review of the various reports the District is required to provide. The County may, however, choose not to review the documents.

25. Please summarize the costs to the State of Florida resulting from the establishment of the DP1 Community Development District.

Once the District is established, the State of Florida will incur only modest administrative costs to review the periodic reports required pursuant to Chapters 189 and 190, *Florida Statutes*, and other law. These reports include the annual financial report, annual audit, and public financing disclosures. To offset these costs, the Florida Legislature has established a maximum fee of $175 per District per year to pay the costs incurred by the Special Districts Information Program to administer the reporting requirement of Chapter 189, *Florida Statutes*. With the exception of the reporting requirements previously mentioned, no additional burden is placed on the State of Florida once the District has been established.

26. Will the establishment of the proposed District result in costs to local small businesses?

No. There will be very little impact on small businesses as a result of the District's establishment. If anything, the impact I anticipate will be a positive one because the local businesses will have the opportunity to participate in the competitive bidding process to compete for the newly established District's business.

27. Will the establishment of the proposed District have a negative impact on state or local revenues?

Establishment of the District should not negatively impact state or local revenues because the District will be an independent unit of local government. The District will have its own source of revenue. Pursuant to Florida law, debts of the District will be strictly the District's responsibility.

28. Based on your training and experience in the financial aspect of CDDs, do you have an opinion regarding the financial viability and feasibility of the proposed District?

Yes. Based on my experience with other CDDs, in my opinion, the proposed District is expected to be financially viable and feasible.

29. Based on your training and experience in financial analysis, do you have an opinion as to whether the proposed District is of sufficient size, sufficient compactness, and sufficient contiguity to be developable as a functional interrelated community?

Yes.

30. What is your opinion?

In my opinion, the proposed District is of sufficient size and is sufficiently compact and contiguous to be developable as a functionally interrelated community.

31. What is the basis for your opinion?

The proposed District covers approximately 261.36 acres of land. The configuration of the land within the proposed District is compact and contiguous, as depicted in the Petition. As such, it will not create any economic disincentives to the provision of the infrastructure services contemplated in either case.

Given the scope and expected cost of facilities to be provided by the proposed District, 261.36 acres for a planned community containing approximately 700,000 square feet of commercial use provides a sufficient economic base to absorb the annual operating costs for district administration and to efficiently apportion the cost of improvement maintenance within the District.

32. How is the proposed District sufficiently compact?

The "sufficiently compact" aspect of the statutory requirement relates to spatial limitations. The proposed District is sufficiently compact to function as one functionally interrelated community because it can maintain the requisite improvements in a time and cost-efficient manner on a long-term basis.

33. How is the proposed District sufficiently contiguous?

From an economic perspective, the property within the proposed District must be arranged in a manner that lends itself to the efficient maintenance of infrastructure and governance. In my opinion, the proposed District meets these requirements.

34. From a financial perspective, do you have an opinion as to whether the proposed District is the best alternative available for providing the proposed community development services and facilities to the areas to be served?

Yes.

35. What is your opinion?

In my opinion, establishing the proposed District is the best way to assure that growth within the area encompassed by the District pays for itself.

36. What is the basis for your opinion?

The Petitioner proposes to establish the District to construct certain public infrastructure and community facilities which will be needed by the property owners and residents of the District. The CDD mechanism allows the community development process to take care of its own needs and restricts costs to those who benefit from the services provided.

Non-ad valorem or special assessments on benefitted property within the District are expected to be used to repay any debt that is incurred for construction of infrastructure. Expenses for operations and maintenance of certain public facilities and services within the District are expected to be paid through maintenance assessments. Use of non-ad valorem and maintenance assessments or user fees ensure that the property receiving the benefit of District services is the same property to pay for those services. CDDs are typically efficient providers of maintenance services as they are subject to government bidding requirements and are professionally managed and will have the ability to place these non-ad valorem assessments on the County tax roll to fund these activities.

An Association could also provide for the operations and maintenance activities planned for the District. Associations, however, do not have the ability to impose and collect assessments in the same manner as ad valorem property taxes. Additionally, unlike the Association, the District must abide by all governmental rules and regulations, including public bidding for services and Florida's sunshine requirements. Establishment of the District is expected to result in the lowest cost to landowners as compared to the other alternatives. Thus, from an economic perspective, the District is the best alternative.

A CDD is also preferable because the structure lends itself to high accountability. With a District as proposed, property owners within the District would have a focused unit of local government under their direct control. The District is responsive to the needs of property owners without disrupting other County responsibilities. A CDD is an

independent special purpose unit of local government designed to focus its attention on providing the best long term service to its landowners and benefited properties. The District would be governed by its own Board of Supervisors. This assures the District will be maintained at the sustained level of quality desired by its landowners.

37. From an economic analysis perspective, will the services and facilities to be provided by the proposed District be incompatible with the capacity and uses of existing local and regional facilities and services?

In my opinion, the services and facilities to be provided by the proposed District will not be incompatible with the uses and existing local and regional facilities and services. Provision of the earthwork, stormwater pond excavation and grading, storm drainage, lift station and sanitary sewer facilities, domestic water system, reclaimed water system, internal roadway and parking improvements, street lighting and electric underground facilities, entry monuments, common features and landscape improvements, recreation facilities and roadway improvements that Petitioner expects the proposed District to construct, and in some cases maintain and manage, are necessary to facilitate development in the area proposed to be included within the District. These facilities and services are not otherwise currently provided by local government in the planned District area.

38. As someone experienced in the financial aspects of CDDs, do you have an opinion as to whether the area that will be served by the proposed District is amenable to separate special district government?

Yes.

39. What is your opinion and its basis?

The proposed District encompasses approximately 261.36 acres. First, land of this size is large enough to support its own community with individual facility and service needs. Second, although maintenance of improvements is also a concern, the proposed District can be utilized as an efficient long-term mechanism to ensure that the landowners of the District pay for and receive proper and required maintenance.

Additionally, the area that will be included within the proposed District is of sufficient size, compactness and contiguity to be served by the proposed District. The proposed District is clearly amenable to separate special district governance. The basis for my opinion is my experience with other districts of similar size and configuration. The land area is well suited for the proposed services and facilities.

40. Generally, how does a CDD operate financially, both on a day-to-day and a long-term basis?

Usually, most or all of the land within a CDD is initially owned by the developer, so the landowner/developer and the CDD may enter into a funding agreement to fund the CDD's operating expenses. This agreement acts in the place of assessments that the CDD might

have imposed upon property within the CDD. Such agreements are common, particularly when a CDD is formed in the middle of a fiscal year.

CDDs frequently issue bonds, which must be secured by a trust agreement, for long-term capital projects. Also, Chapter 75, *Florida Statutes*, requires bond validation and confirmation by court decree when a bond matures over a period of more than five years. CDDs may also borrow funds on a long or short-term basis.

CDD debt may be retired by the CDD through non-ad valorem or special assessments imposed on benefitted properties, or rates, fees and charges imposed on users of CDD facilities and services. The CDD's debt cannot become the debt of any other government (city, county or state), absent that government's consent.

Once a funding source has been secured, the Board must authorize all expenditures. The District Manager is then responsible for the day-to-day operations of the district, including handling invoices, bills and expenses.

41. Does this conclude your testimony?

Yes.

THE ST. AUGUSTINE RECORD COPY OF ADVERTISEMENT

HOPPING GREEN & SAMS
119 S MONROE ST STE 300
TALLAHASSEE FL 32301

Ref.#:
P.O.#:

PUBLISHED EVERY MORNING SUNDAY THRU SATURDAY
ST. AUGUSTINE AND ST. JOHNS COUNTY, FLORIDA

STATE OF FLORIDA,
COUNTY OF ST. JOHNS

Before the undersigned authority personally appeared **JAMIE WILLIAMS**

who on oath says that he/she is an Employee of the St. Augustine Record,

a daily newspaper published at St. Augustine in St. Johns County, Florida:

that the attached copy of advertisement being a

In the matter of **DPI CDD LOCAL HEARING -**

was published in said newspaper on **05/09/2017, 05/16/2017, 05/23/2017 05/30/2017**

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

Sworn to and subscribed before me this _____ day of MAY 3 0 2017

by Jamie Williams who is personally known to me
or who has produced as identification

ERIC DAMIEN MCBRIDE
MY COMMISSION # FF925198
EXPIRES October 07, 2019
(407) 398-0153 FloridaNotaryService.com

(Signature of Notary Public) (Seal)

NOTICE OF LOCAL PUBLIC HEARING
St. Johns County Board of County Commissioners For Establishment of the DP1 Community Development District

DATE: June 6, 2017
TIME: 9:00 a.m.
LOCATION: County Auditorium, County Administration Building 500 San Sebastian View St. Augustine, Florida

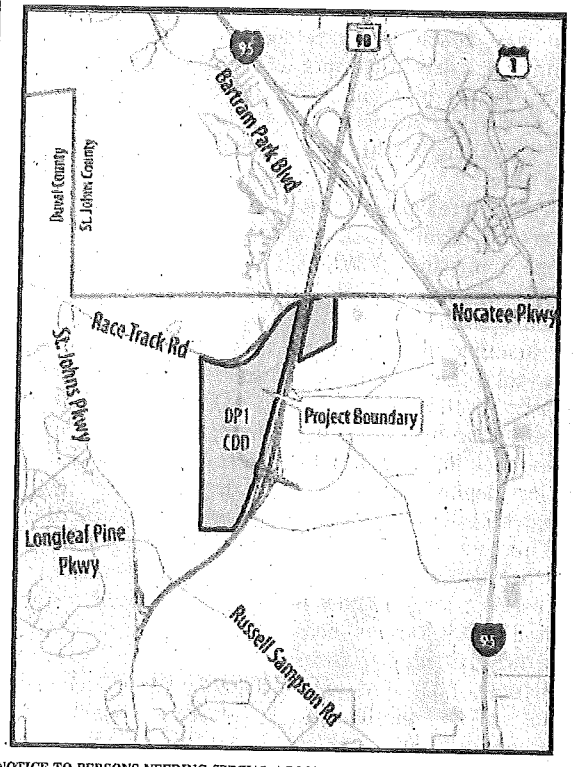
In accordance with the provisions of Chapter 190, Florida Statutes, a public hearing will be held by the St. Johns County Board of County Commissioners beginning at 9:00 a.m. on June 6, 2017, in the County Auditorium at the County Administration Building, 500 San Sebastian View, St. Augustine, Florida, to consider an ordinance granting a petition to establish the "DP1 Community Development District" (the "District"). The title of the proposed ordinance is as follows:

AN ORDINANCE OF THE COUNTY OF ST. JOHNS, STATE OF FLORIDA, ESTABLISHING THE DP1 COMMUNITY DEVELOPMENT DISTRICT PURSUANT TO CHAPTER 190, FLORIDA STATUTES (2016); NAMING THE DISTRICT; DESCRIBING THE EXTERNAL BOUNDARIES OF THE DISTRICT; DESCRIBING THE FUNCTIONS AND POWERS OF THE DISTRICT; DESIGNATING FIVE PERSONS TO SERVE AS THE INITIAL MEMBERS OF THE DISTRICT'S BOARD OF SUPERVISORS; PROVIDING FOR A LIMITATION ON COUNTY OBLIGATIONS AND ACCEPTANCE; PROVIDING FOR A SEVERABILITY CLAUSE; AND PROVIDING AN EFFECTIVE DATE.

The District is comprised of approximately 261.36 acres, more or less, generally located north of Russell Sampson Road, west of I-95, east of St. Johns Parkway and south of Race Track Road, entirely within St. Johns County, Florida. The petitioner has proposed to establish the District to plan, finance, acquire, construct, operate and maintain infrastructure and community facilities which may be authorized by such district under Florida law, including Chapter 190, Florida Statutes.

Copies of the petition, department reports and proposed ordinance are open to public inspection at the Growth Management Department in the Permit Center at 4040 Lewis Speedway, St. Augustine, Florida.

All interested persons and affected units of general-purpose government shall be given an opportunity to appear at the hearing and present oral or written comments on the petition. Any persons or affected unit of general-purpose local government, who wish to appeal any decision made by the Board with respect to any matter considered at this public hearing will need a record of the proceedings. For that purpose the person or local unit of general-purpose government may need to insure that a verbatim record of the proceedings is made that includes the testimony and evidence upon which the appeal is to be based.



NOTICE TO PERSONS NEEDING SPECIAL ACCOMMODATIONS AND TO ALL HEARING IMPAIRED PERSONS: In accordance with the Americans with Disabilities Act, persons needing a special accommodation or an interpreter to participate in the proceedings should contact ADA Coordinator, at (904) 209-0650 or the County Administration Building, 500 San Sebastian View, St. Augustine, FL 32095 (for hearing impaired individuals call Florida Relay Service at 1-800-955-8770, no later than 5 days prior to the date of the hearing).

BOARD OF COUNTY COMMISSIONERS
ST. JOHNS COUNTY, FLORIDA
JAMES K. JOHNS, CHAIR
File Number: CDD 2017-01

Ad #: 1002313160 May 09,16, 23, 30, 2017

FLORIDA DEPARTMENT of STATE

RICK SCOTT
Governor

KEN DETZNER
Secretary of State

July 25, 2017

Honorable Hunter S. Conrad
Clerk of Court
St. Johns County
500 San Sebastian View
St. Augustine, Florida 32084

Attention: Ms. Yvonne King

Dear Mr. Conrad:

Pursuant to the provisions of Section 125.66, Florida Statutes, this will acknowledge receipt of your second revised electronic copy of St. Johns Ordinance No. 2017-35, which was filed in this office on July 24, 2017.
Sincerely,

Ernest L. Reddick
Program Administrator

ELR/lb

FILED July 24, 2017
ST. JOHNS COUNTY
CLERK OF COURT
BY: Yvonne King
DEPUTY CLERK

R. A. Gray Building • 500 South Bronough Street • Tallahassee, Florida 32399-0250
Telephone: (850) 245-6270
www.dos.state.fl.us