

RESOLUTION NO. 97-55

**RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS
OF ST. JOHNS COUNTY, STATE OF FLORIDA
APPROVING A FINAL DEVELOPMENT PLAN
CLUBHOUSE AT WORLD GOLF VILLAGE
WITHIN THE SAINT JOHNS INTERCHANGE PARCELS PUD
LOCATED WITHIN THE PARCEL OF LAND
ZONED PUD PURSUANT TO PUD ORDINANCE 91-36
AS MODIFIED BY PUD ORDINANCE 94-55
AND PLANNING AND ZONING RESOLUTIONS
95-034, 96-009, AND 96-020**

WHEREAS, it is found that:

- a. The Final Development Plan for the Clubhouse at World Golf Village, as submitted by Scratch Golf Company, has been fully considered after public hearing pursuant to Section 8-3-2 of the St. Johns County Zoning Ordinance;
- b. The request received favorable review and recommendation by the Planning and Zoning Agency at its meeting on 3-6-97, 1996;
- c. The request is consistent with the Comprehensive Plan, the PUD cited above ("PUD") and is compatible with development patterns in the surrounding area; and
- d. The request is consistent with the requirements of Section 8-3-2 of the Zoning Ordinance.

THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, FLORIDA, as follows:

Section 1. Pursuant to a request for approval to construct a 16,000 SF clubhouse and support facilities consisting of a teaching facility, maintenance building, chemical storage building, material bins, fuel tanks, bag drop, starters stands, cart storage area, storage buildings, food service areas, pump house, bathroom/shelters, and cart and vehicle parking areas (collectively, the "Clubhouse") made by the applicant in accordance with Section 8-3 of the St. Johns County Zoning Ordinance, and subsequent review and approval by the St. Johns County Planning and Zoning agency, the legal description attached hereto as Exhibit A, the Final Development Plan attached hereto as Exhibit B relating to that portion of the PUD, and which is known as the Clubhouse at World Golf Village, is hereby approved in reliance upon, and in accordance with the representation and statements made in such application in the Final Development Plan Narrative attached hereto as

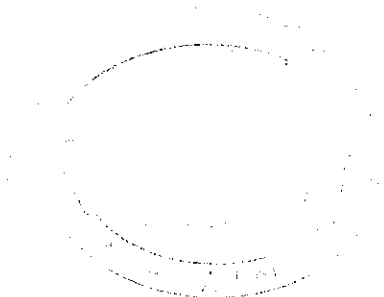
Exhibit C, and in sections of the Covenants and Restrictions attached hereto as Exhibit D, and based on the above-referenced findings which are hereby incorporated herein by reference.

Section 2. Except to the extent that they conflict with specific provisions of an approved Final Development Plan (FDP), the PUD Ordinance, or the Development of Regional Impact Development Order (DRI/DO), all building code, zoning ordinance, and other land use and development regulations of St. Johns County, as may be amended from time to time shall be applicable to this development, except modification to approved development plans by variance or exception shall be prohibited. Particularly, no private land use covenant or restriction that may be incorporated into this Resolution which is more strict than a particular Federal, State or County Statute, Ordinance, Regulation, Rule or Resolution shall be enforced by the county under this resolution except as specifically provided for and described in this Resolution or the incorporated FDP narrative.

Section 3. Permanent construction under this FDP may commence when the applicant has obtained the necessary local, state and federal permits, and has obtained Public Works Department approval of signed and sealed construction plans, as required. Construction may be approved in phases subject to the condition that all local, state and federal permits or approvals required for the stage of development sought to be commenced have been obtained.

Section 4. All attachments included herein are incorporated herein and made a part of Resolution 97-55.

ADOPTED on 25 day of March, 1997.



BOARD OF COUNTY COMMISSIONERS
OF ST. JOHNS COUNTY, FLORIDA

By: [Signature]
Chair

ATTEST: CHERYL STRICKLAND, CLERK

By: [Signature]
Deputy Clerk

EFFECTIVE DATE: March 25, 1997

P. U. D. OFF. REC
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EXHIBIT A
LEGAL DESCRIPTION

SCRATCH GOLF - PARCEL A (REVISED)

A PART OF SECTION 10, TOWNSHIP 6 SOUTH, RANGE 28 EAST, ST. JOHN COUNTY, FLORIDA, MORE PARTICULARLY DESCRIBED AS FOLLOWS: FOR A POINT OF REFERENCE, COMMENCE AT THE SOUTHEAST CORNER OF SAID SECTION 10; THENCE SOUTH 89°32'10" WEST ALONG THE SOUTH LINE OF SAID SECTION 10 TO ITS INTERSECTION WITH THE WESTERLY RIGHT-OF-WAY LINE OF THE RAMP LEADING FROM INTERSTATE 95 TO INTERNATIONAL GOLF PARKWAY, A DISTANCE OF 300.10 FEET; THENCE NORTH 05°35'47" EAST ALONG SAID WESTERLY RIGHT-OF-WAY LINE, A DISTANCE OF 322.93 FEET TO THE POINT OF CURVE OF A CURVE, SAID CURVE BEING CONCAVE SOUTHWESTERLY HAVING A RADIUS OF 1051.92 FEET; THENCE NORTHWESTERLY ALONG THE ARC OF SAID CURVE AND CONTINUING ALONG SAID WESTERLY RIGHT-OF-WAY LINE, AN ARC DISTANCE OF 553.47 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF NORTH 09°28'36" WEST AND A CHORD DISTANCE OF 547.10 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 24°32'59" WEST CONTINUING ALONG THE SOUTHWESTERLY RIGHT-OF-WAY LINE OF SAID RAMP TO ITS INTERSECTION WITH THE SOUTHWESTERLY RIGHT-OF-WAY LINE OF INTERSTATE 95 (A 300 FOOT RIGHT-OF-WAY AS NOW ESTABLISHED), A DISTANCE OF 676.83 FEET; THENCE NORTH 27°32'59" WEST ALONG SAID SOUTHWESTERLY RIGHT-OF-WAY LINE OF INTERSTATE 95, A DISTANCE OF 450.00 FEET; THENCE SOUTH 62°27'01" WEST LEAVING SAID SOUTHWESTERLY RIGHT-OF-WAY LINE, A DISTANCE OF 1608.21 FEET TO THE POINT OF BEGINNING, SAID POINT LYING ON A CURVE, SAID CURVE BEING CONCAVE NORTHEASTERLY HAVING A RADIUS OF 130.00 FEET; THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 113.42 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF SOUTH 48°57'35" EAST AND A CHORD DISTANCE OF 109.86 FEET TO THE POINT OF COMPOUND CURVE, SAID ARC BEING CONCAVE NORTHERLY HAVING A RADIUS OF 60.00 FEET; THENCE EASTERLY ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 23.98 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF SOUTH 85°24'13" EAST AND A CHORD DISTANCE OF 23.82 FEET TO A POINT ON A CURVE, SAID CURVE BEING CONCAVE NORTHEASTERLY HAVING A RADIUS OF 770.50 FEET; THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 312.17 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF SOUTH 43°50'21" EAST AND A CHORD DISTANCE OF 310.04 FEET TO A POINT ON SAID CURVE; THENCE SOUTH 34°33'14" WEST, A DISTANCE OF 207.33 FEET; THENCE NORTH 89°56'39" WEST, A DISTANCE OF 325.05 FEET; THENCE NORTH 58°35'24" WEST, A DISTANCE OF 156.19 FEET; THENCE DUE NORTH, A DISTANCE OF 273.60 FEET; THENCE NORTH 65°02'46" EAST, A DISTANCE OF 278.59 FEET TO THE POINT OF BEGINNING.

CONTAINING 4.38 ACRES MORE OR LESS.

SCRATCH GOLF - PARCEL B

A PART OF SECTION 10, TOWNSHIP 6 SOUTH, RANGE 28 EAST, ST. JOE COUNTY, FLORIDA, MORE PARTICULARLY DESCRIBED AS FOLLOWS: FOR A POINT REFERENCE, COMMENCE AT THE SOUTHEAST CORNER OF SAID SECTION 10; THEN SOUTH 89°32'10" WEST ALONG THE SOUTH LINE OF SAID SECTION 10 TO ITS INTERSECTION WITH THE WESTERLY RIGHT-OF-WAY LINE OF THE RAMP LEADING FROM INTERSTATE 95 TO INTERNATIONAL GOLF PARKWAY, A DISTANCE OF 300.00 FEET; THENCE NORTH 05°35'47" EAST ALONG SAID WESTERLY RIGHT-OF-WAY LINE A DISTANCE OF 322.95 FEET TO THE POINT OF CURVE OF A CURVE, SAID CURVE BEING CONCAVE SOUTHWESTERLY HAVING A RADIUS OF 1051.92 FEET; THEN NORTHWESTERLY ALONG THE ARC OF SAID CURVE AND CONTINUING ALONG SAID WESTERLY RIGHT-OF-WAY LINE, AN ARC DISTANCE OF 553.47 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF NORTH 09°28'36" WEST AND A CHORD DISTANCE OF 547.10 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 24°32'59" WEST CONTINUING ALONG THE SOUTHWESTERLY RIGHT-OF-WAY LINE OF SAID RAMP TO ITS INTERSECTION WITH THE SOUTHWESTERLY RIGHT-OF-WAY LINE OF INTERSTATE 95 (A 300 FOOT RIGHT-OF-WAY AS NOW ESTABLISHED) A DISTANCE OF 676.83 FEET; THENCE NORTH 27°32'59" WEST ALONG SAID SOUTHWESTERLY RIGHT-OF-WAY LINE OF INTERSTATE 95, A DISTANCE OF 614.40 FEET; THENCE SOUTH 62°27'01" WEST LEAVING SAID SOUTHWESTERLY RIGHT-OF-WAY LINE, A DISTANCE OF 1455.66 FEET TO THE POINT OF BEGINNING; THENCE SOUTH 80°13'04" WEST, A DISTANCE OF 140.00 FEET TO A POINT ON A CURVE SAID CURVE BEING CONCAVE EASTERLY HAVING A RADIUS OF 849.50 FEET THENCE NORTHERLY ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 382.11 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF NORTH 03°06'13" EAST AND A CHORD DISTANCE OF 378.89 FEET TO THE END OF SAID CURVE THENCE SOUTH 74°00'39" EAST, A DISTANCE OF 18.03 FEET TO A POINT ON A CURVE, SAID CURVE BEING CONCAVE SOUTHEASTERLY HAVING A RADIUS OF 82.00 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 111.05 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF NORTH 54°47'08" EAST AND A CHORD DISTANCE OF 102.75 FEET TO A POINT ON ANOTHER CURVE, SAID CURVE BEING CONCAVE WESTERLY HAVING A RADIUS OF 287.50 FEET; THENCE NORTHERLY ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 131.01 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF NORTH 04°01'02" EAST AND A CHORD DISTANCE OF 129.88 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 09°02'15" WEST ALONG A LINE TO ITS INTERSECTION WITH THE SOUTHERLY LINE OF A HALL OF FAME, GOLF COURSE AND RESIDENTIAL ACCESS EASEMENT, A DISTANCE OF 47.40 FEET, SAID POINT LYING ON A CURVE, SAID CURVE BEING CONCAVE NORTHWESTERLY HAVING A RADIUS OF 745.24 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE AND ALONG SAID SOUTHERLY ACCESS EASEMENT LINE, AN ARC DISTANCE OF 61.05 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF NORTH 79°07'56" EAST AND A CHORD DISTANCE 61.03 FEET TO A POINT ON SAID CURVE; THENCE SOUTH 09°02'15" EAST LEAVING SAID ACCESS EASEMENT LINE, A DISTANCE OF 49.35 FEET TO THE POINT OF CURVE OF A CURVE, SAID CURVE BEING CONCAVE NORTHWESTERLY HAVING A RADIUS OF 318.50 FEET; THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 180.84 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF SOUTH 05°47'38" WEST AND A CHORD DISTANCE OF 178.42 FEET TO THE POINT OF REVERSE CURVE, SAID CURVE BEING CONCAVE EASTERLY HAVING A RADIUS OF 709.50 FEET; THENCE SOUTHERLY ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 376.54 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF SOUTH 05°25'18" WEST AND A CHORD DISTANCE OF 372.14 FEET TO THE POINT OF BEGINNING.

CONTAINING 1.60 ACRES MORE OR LESS.

A PART OF SECTION 10, TOWNSHIP 6 SOUTH, RANGE 28 EAST, ST. JOHN COUNTY, FLORIDA, MORE PARTICULARLY DESCRIBED AS FOLLOWS: FOR A POINT OF REFERENCE, COMMENCE AT THE SOUTHEAST CORNER OF SAID SECTION 10; THENCE SOUTH 89°32'10" WEST ALONG THE SOUTH LINE OF SAID SECTION 10 TO ITS INTERSECTION WITH THE WESTERLY RIGHT-OF-WAY LINE OF THE RAMP LEADING FROM INTERSTATE 95 TO INTERNATIONAL GOLF PARKWAY, A DISTANCE OF 300.10 FEET; THENCE NORTH 05°35'47" EAST ALONG SAID WESTERLY RIGHT-OF-WAY LINE, A DISTANCE OF 322.93 FEET TO THE POINT OF CURVE OF A CURVE, SAID CURVE BEING CONCAVE SOUTHWESTERLY HAVING A RADIUS OF 1051.92 FEET; THENCE NORTHWESTERLY ALONG THE ARC OF SAID CURVE AND CONTINUING ALONG SAID WESTERLY RIGHT-OF-WAY LINE, AN ARC DISTANCE OF 553.47 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF NORTH 09°28'36" WEST AND A CHORD DISTANCE OF 547.10 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 24°32'59" WEST CONTINUING ALONG THE SOUTHWESTERLY RIGHT-OF-WAY LINE OF SAID RAMP TO ITS INTERSECTION WITH THE SOUTHWESTERLY RIGHT-OF-WAY LINE OF INTERSTATE 95 (A 300 FOOT RIGHT-OF-WAY AS NOW ESTABLISHED), A DISTANCE OF 676.83 FEET; THENCE NORTH 27°32'59" WEST ALONG SAID SOUTHWESTERLY RIGHT-OF-WAY LINE OF INTERSTATE 95, A DISTANCE OF 99.07 FEET; THENCE SOUTH 62°27'01" WEST LEAVING SAID SOUTHWESTERLY RIGHT-OF-WAY LINE, A DISTANCE OF 1937.67 FEET TO THE POINT OF BEGINNING, SAID POINT LYING ON A CURVE, CONCAVE SOUTHEASTERLY HAVING A RADIUS OF 130.00 FEET; THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 31.80 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF SOUTH 39°08'11" WEST AND A CHORD DISTANCE OF 31.72 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 32°07'44" WEST A DISTANCE OF 102.34 FEET TO THE POINT OF CURVE OF A CURVE CONCAVE SOUTHEASTERLY HAVING A RADIUS OF 110.00 FEET; THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 33.26 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF SOUTH 23°28'01" WEST AND A CHORD DISTANCE OF 33.13 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 14°48'18" WEST, A DISTANCE OF 220.88 FEET TO THE POINT OF CURVE OF A CURVE, SAID CURVE BEING CONCAVE NORTHWESTERLY HAVING A RADIUS OF 330.00 FEET; THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 25.79 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF SOUTH 17°02'39" WEST AND A CHORD DISTANCE OF 25.78 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 19°17'00" WEST, A DISTANCE OF 184.26 FEET TO THE POINT OF CURVE OF A CURVE, SAID CURVE BEING CONCAVE SOUTHEASTERLY HAVING A RADIUS OF 490.00 FEET; THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 25.28 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF SOUTH 17°48'19" WEST AND A CHORD DISTANCE OF 25.28 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 16°19'37" WEST, A DISTANCE OF 133.13 FEET TO THE POINT OF CURVE OF A CURVE, CONCAVE NORTHWESTERLY HAVING A RADIUS OF 530.00 FEET; THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 44.85 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF SOUTH 18°45'05" WEST AND A CHORD DISTANCE OF 44.84 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 21°10'33" WEST, A DISTANCE OF 42.64 FEET TO THE POINT OF CURVE OF A CURVE, SAID CURVE BEING CONCAVE EASTERLY HAVING A RADIUS OF 140.00 FEET; THENCE SOUTHERLY ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 129.44 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF SOUTH 05°18'42" EAST AND A CHORD DISTANCE OF 124.88 FEET TO THE END OF SAID CURVE; THENCE SOUTH 45°22'25" WEST, A DISTANCE OF 40.75 FEET TO A POINT ON A CURVE, SAID CURVE BEING CONCAVE EASTERLY HAVING A RADIUS OF 180.00 FEET; THENCE NORTHERLY ALONG THE ARC OF SAID CURVE, AN

ARC DISTANCE OF 175.24 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF NORTH 06'42'55" WEST AND A CHORD DISTANCE OF 168.40 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 21'10'33" EAST, A DISTANCE OF 42.64 FEET TO THE POINT OF CURVE OF A CURVE, SAID CURVE BEING CONCAVE NORTHWESTERLY HAVING A RADIUS OF 490.00 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 41.46 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF NORTH 18'45'05" EAST AND A CHORD DISTANCE OF 41.45 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 16'19'38" EAST, A DISTANCE OF 133.13 FEET TO THE POINT OF CURVE OF A CURVE, SAID CURVE BEING CONCAVE SOUTHEASTERLY HAVING A RADIUS OF 530.00 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 27.34 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF NORTH 17'48'19" EAST AND A CHORD DISTANCE OF 27.34 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 19'17'00" EAST, A DISTANCE OF 184.26 FEET TO THE POINT OF CURVE OF A CURVE, SAID CURVE BEING CONCAVE NORTHWESTERLY HAVING A RADIUS OF 290.00 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 22.67 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF NORTH 17'02'39" EAST AND A CHORD DISTANCE OF 22.66 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 14'48'18" EAST, A DISTANCE OF 220.88 FEET TO THE POINT OF CURVE OF A CURVE, SAID CURVE BEING CONCAVE SOUTHEASTERLY HAVING A RADIUS OF 150.00 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 45.35 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF NORTH 23'28'01" EAST AND A CHORD DISTANCE OF 45.18 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 32'07'44" EAST A DISTANCE OF 102.34 FEET TO THE POINT OF CURVE OF A CURVE CONCAVE SOUTHEASTERLY HAVING A RADIUS OF 170.00 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 31.14 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF NORTH 37'22'37" EAST AND A CHORD DISTANCE OF 31.10 FEET TO A POINT ON SAID CURVE; THENCE SOUTH 58'35'24" EAST, A DISTANCE OF 41.03 FEET TO THE POINT OF BEGINNING.

CONTAINING 0.92 ACRES MORE OR LESS.

P. U. D. OFF. REC.
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A PART OF THE ANTONIO HUERTAS GRANT, SECTION 38, TOWNSHIP 6 SOUTH, RANGE 28 EAST, ST. JOHNS COUNTY, FLORIDA, MORE PARTICULARLY DESCRIBED AS FOLLOWS: FOR A POINT OF REFERENCE, COMMENCE AT THE SOUTHEAST CORNER OF SECTION 10 OF SAID TOWNSHIP AND RANGE; THENCE SOUTH 89°32'10" WEST ALONG THE SOUTH LINE OF SAID SECTION 10 TO ITS INTERSECTION WITH THE WESTERLY RIGHT-OF-WAY LINE OF THE RAMP LEADING FROM INTERSTATE 95 TO INTERNATIONAL GOLF PARKWAY (A RIGHT-OF-WAY OF VARYING WIDTH), A DISTANCE OF 300.10 FEET; THENCE SOUTH 05°35'47" WEST ALONG SAID RIGHT-OF-WAY LINE, A DISTANCE OF 798.06 FEET TO THE POINT OF CURVE OF A CURVE, SAID CURVE BEING CONCAVE NORTHWESTERLY, HAVING A RADIUS OF 336.00 FEET; THENCE SOUTHWESTERLY, CONTINUING ALONG THE NORTHWESTERLY RIGHT-OF-WAY LINE OF SAID RAMP AND ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 209.65 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF SOUTH 23°28'17" WEST AND A CHORD DISTANCE OF 206.26 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 41°20'46" WEST, CONTINUING ALONG SAID RIGHT-OF-WAY LINE, A DISTANCE OF 224.57 FEET TO AN ANGLE POINT IN SAID RIGHT-OF-WAY LINE; THENCE SOUTH 44°29'54" WEST CONTINUING ALONG SAID NORTHWESTERLY RIGHT-OF-WAY LINE, A DISTANCE OF 362.78 FEET TO A POINT ON A CURVE, SAID CURVE BEING CONCAVE NORTHERLY, HAVING A RADIUS OF 25.00 FEET; THENCE SOUTHWESTERLY, LEAVING SAID RIGHT-OF-WAY LINE OF THE RAMP AND ALONG THE NORTHERLY RIGHT-OF-WAY LINE OF WGV BOULEVARD AND ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 39.27 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF SOUTH 89°29'55" WEST AND A CHORD DISTANCE OF 35.36 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 45°30'05" WEST CONTINUING ALONG SAID NORTHERLY RIGHT-OF-WAY LINE, A DISTANCE OF 475.00 FEET TO AN ANGLE POINT IN SAID RIGHT-OF-WAY LINE; THENCE NORTH 49°24'42" WEST CONTINUING ALONG SAID NORTHERLY RIGHT-OF-WAY LINE, A DISTANCE OF 378.16 FEET TO THE BEGINNING OF A NON-TANGENT CURVE, SAID CURVE BEING CONCAVE SOUTHWESTERLY, HAVING A RADIUS OF 3022.00 FEET; THENCE NORTHWESTERLY ALONG THE ARC OF SAID CURVE CONTINUING ALONG SAID RIGHT-OF-WAY LINE, AN ARC DISTANCE OF 410.90 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF NORTH 50°42'21" WEST AND A CHORD DISTANCE OF 410.59 FEET TO THE POINT OF A COMPOUND CURVE, SAID CURVE BEING CONCAVE SOUTHWESTERLY, HAVING A RADIUS OF 850.00 FEET; THENCE NORTHWESTERLY, CONTINUING ALONG SAID NORTHERLY RIGHT-OF-WAY LINE AND ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 385.77 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF NORTH 67°36'10" WEST AND A CHORD DISTANCE OF 382.46 FEET TO A POINT ON SAID CURVE AND THE POINT OF BEGINNING; THENCE NORTHWESTERLY CONTINUING ALONG SAID NORTHERLY RIGHT-OF-WAY LINE AND ALONG THE ARC OF SAID CURVE, SAID CURVE BEING CONCAVE SOUTHWESTERLY HAVING A RADIUS OF 850.00 FEET, AN ARC DISTANCE OF 200.35 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF NORTH 87°21'26" WEST AND A CHORD DISTANCE OF 199.89 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 85°53'25" WEST CONTINUING ALONG SAID NORTHERLY RIGHT-OF-WAY LINE, A DISTANCE OF 350.88 FEET; THENCE NORTH 04°06'35" WEST LEAVING SAID NORTHERLY RIGHT-OF-WAY LINE OF WGV BOULEVARD, A DISTANCE OF 127.34 FEET; THENCE NORTH 45°42'25" EAST, A DISTANCE OF

184.98 FEET TO A POINT ON A CURVE, SAID CURVE BEING CONCAVE NORTHERLY HAVING A RADIUS OF 547.05 FEET; THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 530.03 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF SOUTH 88°49'39" EAST AND A CHORD DISTANCE OF 509.54 FEET TO THE END OF SAID CURVE; THENCE SOUTH 06°59'10" WEST, A DISTANCE OF 69.17 FEET TO THE POINT OF CURVE OF A CURVE, SAID CURVE BEING CONCAVE NORTHWESTERLY HAVING A RADIUS OF 72.50 FEET; THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 85.91 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF SOUTH 40°56'01" WEST AND A CHORD DISTANCE OF 80.97 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 74°52'52" WEST, A DISTANCE OF 43.32 FEET; THENCE SOUTH 15°07'07" EAST, A DISTANCE OF 15.98 FEET; THENCE SOUTH 87°15'29" EAST, A DISTANCE OF 28.90 FEET; THENCE SOUTH 16°46'45" WEST, A DISTANCE OF 7.02 FEET; THENCE SOUTH 09°23'44" WEST, A DISTANCE OF 66.05 FEET TO THE POINT OF BEGINNING.

CONTAINING 2.54 ACRES MORE OR LESS.

P. U. D. OFF. REC.
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A PART OF THE ANTONIO HUERTAS GRANT, SECTION 38, TOWNSHIP 6 SOUTH, RANGE 28 EAST, ST. JOHNS COUNTY, FLORIDA, MORE PARTICULARLY DESCRIBED AS FOLLOWS: FOR A POINT OF REFERENCE, COMMENCE AT THE SOUTHEAST CORNER OF SECTION 10 OF SAID TOWNSHIP AND RANGE; THENCE SOUTH 89°32'10" WEST ALONG THE SOUTH LINE OF SAID SECTION 10 TO ITS INTERSECTION WITH THE WESTERLY RIGHT-OF-WAY LINE OF THE RAMP LEADING FROM INTERSTATE 95 TO INTERNATIONAL GOLF PARKWAY (A RIGHT-OF-WAY OF VARYING WIDTH), A DISTANCE OF 300.10 FEET; THENCE SOUTH 05°35'47" WEST ALONG SAID RIGHT-OF-WAY LINE, A DISTANCE OF 798.06 FEET TO THE POINT OF CURVE OF A CURVE, SAID CURVE BEING CONCAVE NORTHWESTERLY, HAVING A RADIUS OF 336.00 FEET; THENCE SOUTHWESTERLY, CONTINUING ALONG THE NORTHWESTERLY RIGHT-OF-WAY LINE OF SAID RAMP AND ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 209.65 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF SOUTH 23°28'17" WEST AND A CHORD DISTANCE OF 206.26 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 41°20'46" WEST, CONTINUING ALONG SAID RIGHT-OF-WAY LINE, A DISTANCE OF 224.57 FEET TO AN ANGLE POINT IN SAID RIGHT-OF-WAY LINE; THENCE SOUTH 44°29'54" WEST CONTINUING ALONG SAID NORTHWESTERLY RIGHT-OF-WAY LINE, A DISTANCE OF 362.78 FEET TO A POINT ON A CURVE, SAID CURVE BEING CONCAVE NORTHERLY, HAVING A RADIUS OF 25.00 FEET; THENCE SOUTHWESTERLY, LEAVING SAID RIGHT-OF-WAY LINE OF THE RAMP AND ALONG THE NORTHERLY RIGHT-OF-WAY LINE OF WGV BOULEVARD AND ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 39.27 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF SOUTH 89°29'55" WEST AND A CHORD DISTANCE OF 35.36 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 45°30'05" WEST CONTINUING ALONG SAID NORTHERLY RIGHT-OF-WAY LINE, A DISTANCE OF 475.00 FEET TO AN ANGLE POINT IN SAID RIGHT-OF-WAY LINE; THENCE NORTH 49°24'42" WEST CONTINUING ALONG SAID NORTHERLY RIGHT-OF-WAY LINE, A DISTANCE OF 378.16 FEET TO THE BEGINNING OF A NON-TANGENT CURVE, SAID CURVE BEING CONCAVE SOUTHWESTERLY, HAVING A RADIUS OF 3022.00 FEET; THENCE NORTHWESTERLY ALONG THE ARC OF SAID CURVE CONTINUING ALONG SAID RIGHT-OF-WAY LINE, AN ARC DISTANCE OF 410.90 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF NORTH 50°42'21" WEST AND A CHORD DISTANCE OF 410.59 FEET TO THE POINT OF A COMPOUND CURVE, SAID CURVE BEING CONCAVE SOUTHWESTERLY, HAVING A RADIUS OF 850.00 FEET; THENCE NORTHWESTERLY, CONTINUING ALONG SAID NORTHERLY RIGHT-OF-WAY LINE AND ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 586.12 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF NORTH 74°21'20" WEST AND A CHORD DISTANCE OF 574.58 FEET TO THE END OF SAID CURVE; THENCE SOUTH 04°06'35" EAST, A DISTANCE OF 100.00 FEET TO A POINT ON THE SOUTHERLY RIGHT-OF-WAY LINE OF SAID WGV BOULEVARD AND THE POINT OF BEGINNING, SAID POINT LYING ON A CURVE, SAID CURVE BEING CONCAVE SOUTHERLY HAVING A RADIUS OF 750.00 FEET; THENCE EASTERLY ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE AND ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 359.24 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF SOUTH 80°23'16" EAST AND A CHORD DISTANCE OF 355.81 FEET TO A POINT ON SAID CURVE; THENCE SOUTH 23°19'58" WEST LEAVING SAID SOUTHERLY RIGHT-OF-WAY LINE, A DISTANCE OF 5.68 FEET TO A POINT ON A CURVE, SAID CURVE BEING

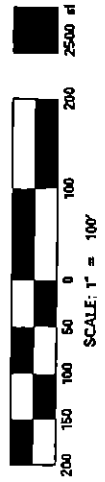
CONCAVE NORTHWESTERLY HAVING A RADIUS OF 130.00 FEET; THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 382.10 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF SOUTH 41°33'12" WEST AND A CHORD DISTANCE OF 258.67 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 54°14'36" WEST, A DISTANCE OF 210.55 FEET TO THE POINT OF CURVE OF A CURVE, SAID CURVE BEING CONCAVE NORTHERLY HAVING A RADIUS OF 61.63 FEET; THENCE WESTERLY ALONG THE ARC OF SAID CURVE, AN ARC DISTANCE OF 74.75 FEET, SAID ARC BEING SUBTENDED BY A CHORD BEARING OF SOUTH 80°34'56" WEST AND A CHORD DISTANCE OF 70.25 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE NORTH 64°40'22" WEST, A DISTANCE OF 84.97 FEET; THENCE SOUTH 85°53'25" WEST, A DISTANCE OF 48.65 FEET; THENCE NORTH 04°06'35" WEST ALONG A LINE TO ITS INTERSECTION WITH THE AFOREMENTIONED SOUTHERLY RIGHT-OF-WAY LINE OF WGV BOULEVARD, A DISTANCE OF 100.00 FEET; THENCE NORTH 85°53'25" EAST CONTINUING ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE, A DISTANCE OF 196.17 FEET TO THE POINT OF BEGINNING.

CONTAINING 2.39 ACRES MORE OR LESS.

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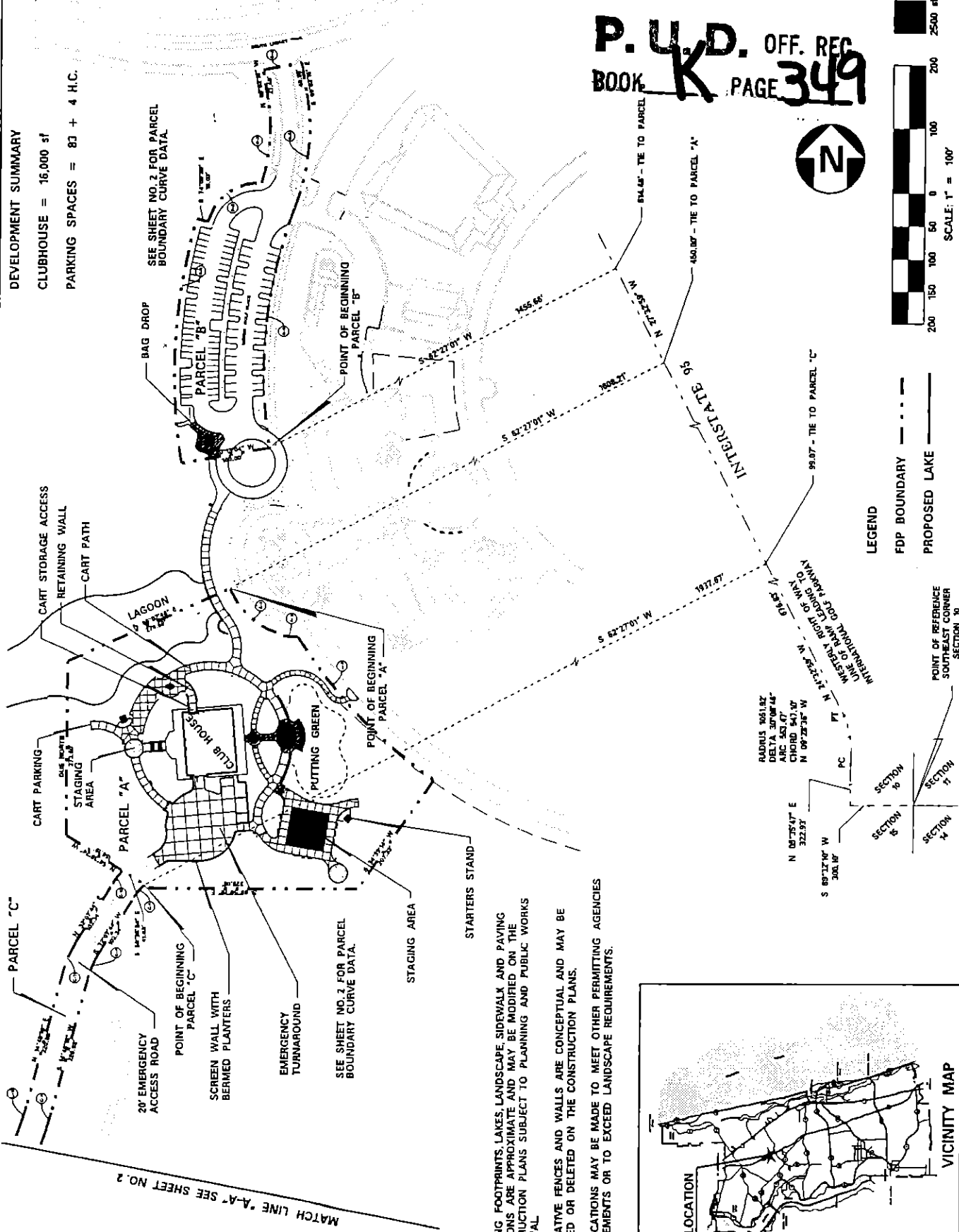
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BOOK K PAGE 348

EXHIBIT B
FINAL DEVELOPMENT PLAN MAP



| NO. | DATE | DESCRIPTION | BY |
|-----|----------|------------------|------|
| 1 | 12-16-94 | DRG COMMENTS | S.H. |
| 2 | 1-30-97 | PER DRG COMMENTS | S.H. |
| 3 | 2-28-97 | PER DRG COMMENTS | S.H. |

DEVELOPMENT SUMMARY
 CLUBHOUSE = 16,000 sf
 PARKING SPACES = 83 + 4 H.C.



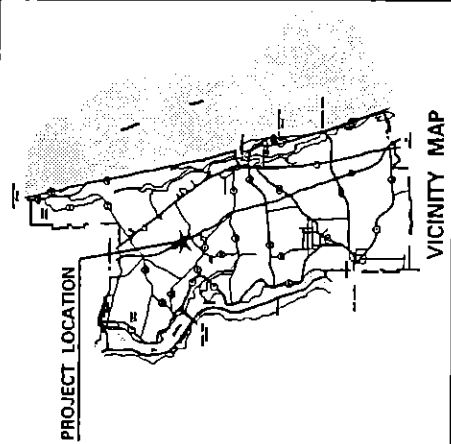
LEGEND
 FDP BOUNDARY (dashed line)
 PROPOSED LAKE (solid line)

SCALE: 1" = 100'
 DESIGNED BY: T. RINGLER
 DRAWN BY: T. RINGLER

EXHIBIT B TO RESOLUTION
 FINAL DEVELOPMENT PLAN

**CLUBHOUSE AT
 WORLD GOLF VILLAGE
 FOR
 SCRATCH GOLF**

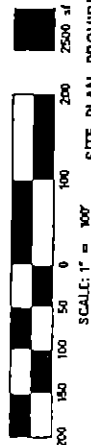
- NOTES:**
1. BUILDING FOOTPRINTS, LAKES, LANDSCAPE, SIDEWALK AND PAVING LOCATIONS ARE APPROXIMATE AND MAY BE MODIFIED ON THE CONSTRUCTION PLANS SUBJECT TO PLANNING AND PUBLIC WORKS APPROVAL.
 2. DECORATIVE FENCES AND WALLS ARE CONCEPTUAL AND MAY BE MODIFIED OR DELETED ON THE CONSTRUCTION PLANS.
 3. MODIFICATIONS MAY BE MADE TO MEET OTHER PERMITTING AGENCIES REQUIREMENTS OR TO EXCEED LANDSCAPE REQUIREMENTS.



DRAWING
 1 or 2
 DATE: DEC 16, 1996
 PROJECT NO.: 96063.02

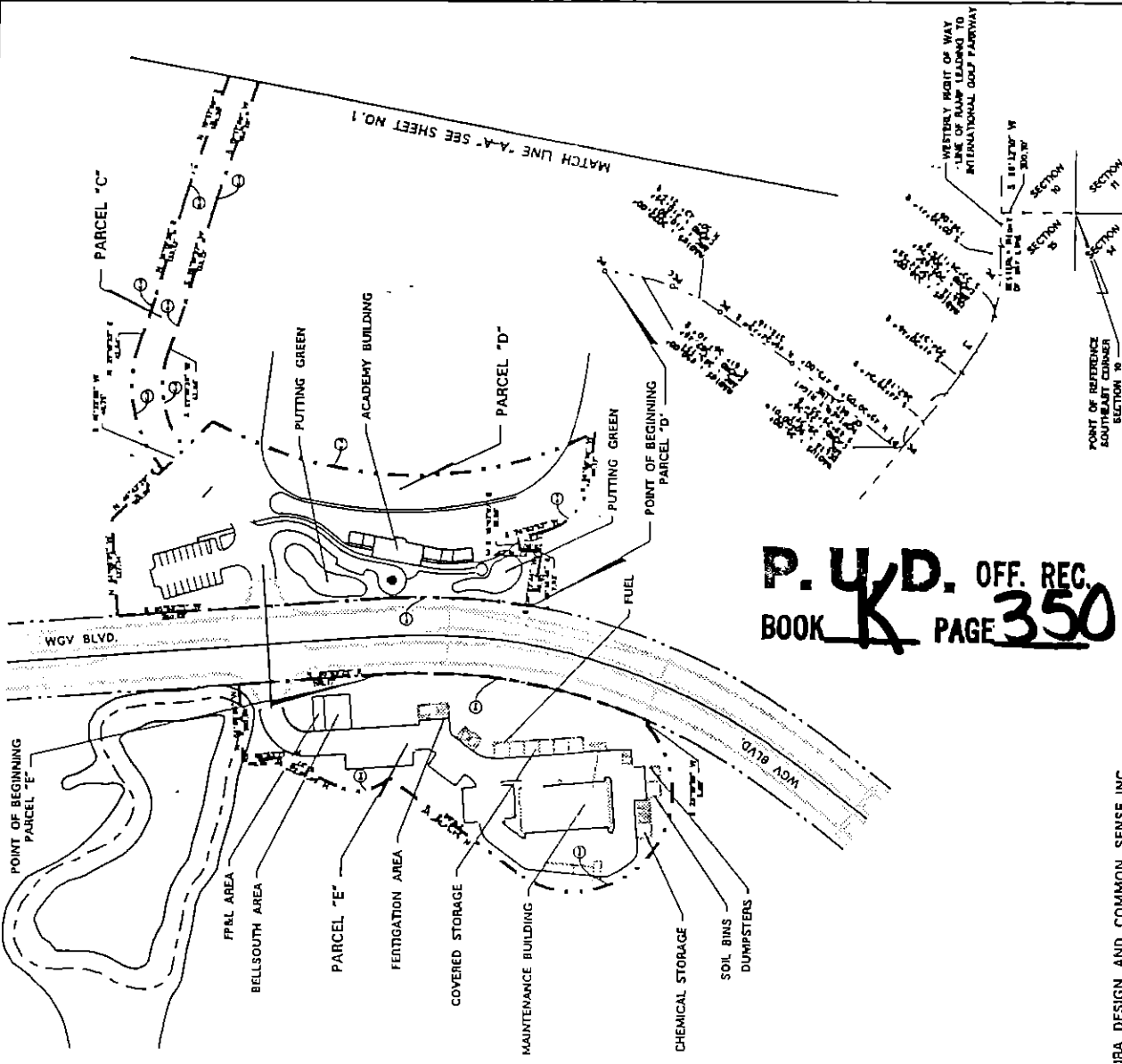
| CURVE DATA | | |
|------------|--------|--------|
| CURVE NO. | START | END |
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| 2 | 100.00 | 100.00 |
| 3 | 100.00 | 100.00 |
| 4 | 100.00 | 100.00 |
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| 99 | 100.00 | 100.00 |
| 100 | 100.00 | 100.00 |

LEGEND
 FDP BOUNDARY - - -
 PROPOSED LAKE - - -



BHR
 BESSENT, HAMMACK & RUCKENAN, INC.
 CONSULTING AND DESIGN ENGINEERS
 1800 CORPORATE SQUARE, SUITE 400
 JACKSONVILLE, FLORIDA 32216
 (904) 721-2555

DRAWING
 2 of 2
 DATE: DEC. 16, 1996
 PROJECT NO.: 96063.02



P. U. D. OFF. REC.
 BOOK **K** PAGE **350**

| | | | | | |
|------------------------------------------------|--|--------------------------------------------------|--|--------------------------------------------------------------|--|
| SCALE: 1" = 100' | | DESIGNED BY: T. RINGLER | | DATE: 12-16-96 | |
| DRAWN BY: T. RINGLER | | CHECKED BY: T. RINGLER | | PER DDC COMMENTS: B.A. | |
| EXHIBIT B TO RESOLUTION FINAL DEVELOPMENT PLAN | | CLUBHOUSE AT WORLD GOLF VILLAGE FOR SCRATCH GOLF | | SITE PLAN PROVIDED BY ALTAMIRA DESIGN AND COMMON SENSE, INC. | |
| REV | | NO. | | DATE | |
| 1 | | 1 | | 1-20-97 | |
| DESCRIPTION | | PER DDC COMMENTS | | BY | |
| 1 | | B.A. | | B.A. | |

EXHIBIT C TO THE RESOLUTION

P. U. D. OFF. REC.
BOOK K PAGE 351

FINAL DEVELOPMENT PLAN NARRATIVE

CLUBHOUSE AT WORLD GOLF VILLAGE

WITHIN THE

SAINT JOHNS INTERCHANGE PARCELS PUD (91-36)
AS MODIFIED BY PUD ORDINANCE 94-55
AND PLANNING AND ZONING RESOLUTIONS
95-034, 96-009, AND 96-020

Submitted by:

SCRATCH GOLF COMPANY

SEPTEMBER 30, 1996
REVISED DECEMBER 23, 1996

The Scratch Golf Company hereby submits, for approval by the St. Johns County Planning and Zoning Agency and the St. Johns County Board of County Commissioners, a Final Development Plan (the "Final Development Plan") for the Clubhouse at World Golf Village. The Final Development Plan consists of a legal description identified as Exhibit A, a two page map identified as Exhibit B to the Resolution (the "Map"), this text identified as Exhibit C to the Resolution (the "Text"), and sections of the Declaration of Covenants and Restrictions for the Saint Johns Northwest Master Association identified as Exhibit D. The Property is located wholly within that parcel of land zoned Planned Unit Development (PUD) pursuant to PUD Ordinance 91-36 as modified by PUD Ordinance 94-55 and Planning and Zoning Resolutions 95-034, 96-009 and 96-020. The area encompassed by this Final Development Plan is part of the areas identified on the PUD approved Master Plan (the "Master Plan") as "World Golf Village Complex" as Parcels 6 and 8 through 12 and as Golf Course. Development of this land is consistent with the Master Plan Map and all other requirements of the DRI/PUD.

Permanent construction under this FDP may commence when the applicant has obtained the necessary local, state and federal permits, and has obtained Public Works Department approval of signed and sealed construction plans, as required. Construction may be approved in phases subject to the condition that all local, state and federal permits or approvals required for the stage of development sought to be commenced have been obtained.

8-4-1 Density of Development

The Final Development Plan Map depicts the general configuration and location of various buildings, driveways, parking areas, and amenities within the Clubhouse at World Golf Village. The location and configuration of buildings and other facilities may be modified on the construction plans provided: 1) There is no increase in impacts versus the development approved in the FDP, and 2) the Engineering Department has approved the changes as conforming to the Roadway and Drainage Standards Ordinance (96-40), as amended, and any other applicable County ordinances. Development on this site shall include a clubhouse of up to 18,000 SF and support facilities consisting of a teaching facility (up to 2,700 SF), maintenance building (up to 8,000 SF), chemical storage building, material bins, fuel tanks, bag drop, starters stands, cart storage area, storage buildings, food service areas, pump house, bathroom/shelters, and cart and vehicle parking areas (collectively, the "Clubhouse").

The above development may be constructed in increments subject to engineering approval of construction plans.

8-4-2 Open Space

Open space for the Saint Johns project is provided in the extensive preservation areas shown on the Master Plan for the PUD. There is no open space identified within the Clubhouse at World Golf Village.

8-4-3 Waiver of Yard, Dwelling Unit, Frontage Criteria, and Use Restriction

Except as otherwise provided for in the DRI and PUD, all development which is to occur within the Clubhouse will comply with the spirit and intent of the Zoning Ordinance. The building setbacks, as measured from the vertical walls of the buildings to the applicable property boundary shall be as follows: Front - 20 feet from right-of-way; rear - 10 feet from property line; side - 10 feet from property line. Accessory uses such as pumps, pools, decks, sidewalks, drives, etc., may be located within the setbacks identified above. A minimum of 10 feet shall be provided between the walls of adjacent buildings to meet fire code.

Temporary construction/sales trailers may be used within this development during the construction period. Construction trailers are to be removed no later than 30 days after the buildings or improvements are completed and approved by St. Johns County.

A unified family of signage, including project identity signs, monument signs and visitor directional signs, is planned for the World Golf Village. Sign locations and dimensions for the Clubhouse shall be determined at the time of permitting. The maximum size of a sign will be 60 square feet and the maximum height 12 feet. Sign elements will be placed a minimum of four (4) feet from the outside edge of travel lanes. Signs may be landscaped and lighted. Traffic control signs will be shown on the construction plans. There may also be highway signs, not within the area depicted on this FDP Map, which direct patrons to the World Golf Village Complex.

The height limitation within this Final Development Plan will be 65 feet.

Because the facilities within the World Golf Village are intended to function as a unified whole in meeting the needs of visitors to the World Golf Museum and World Golf Hall of Fame and the Clubhouse, alcoholic beverages, including beer, wine, and liquor may be served to guests enjoying the golf course or club facilities as part of bar or restaurant service and at food service outlets, notwithstanding the provisions of Section 7-16-13 of the St. Johns County Zoning Ordinance, so long as any such vendor otherwise complies with the requirements of Florida law regarding sale of alcoholic beverages.

8-4-4 Project Size

The Interchange PUD consists of $\pm 1,947$ acres. This Final Development Plan consists of ± 15 acres.

8-4-5 Support Legal Documents for Open Space

There is no open space within the Clubhouse at World Golf Village. The open space requirements for the Saint Johns project are satisfied within the preservation areas shown on the Master Development Plan for the PUD. The lake areas on the Clubhouse site, however, will be subject to certain maintenance rights to be established under a document entitled Declaration of Covenants and Restrictions for Saint Johns - Northwest Commercial (the "Covenants"), which has been recorded. Adequate management and maintenance will be assured by the following provisions in the Covenants:

- a. Place title of common property in a form of common ownership by the residents of the PUD; e.g., a duly constituted and legally responsible community association, cooperative, etc. (Section 4.1)
- b. Appropriately limit the use of common property. (Section 4.2)
- c. Place responsibility for management and maintenance of common property. (Section 4.4)
- d. Place responsibility for enforcement of covenants. (Section 4.4)
- e. Permit the subjection of each lot to assessment for its proportionate share of maintenance costs. (Section 6.1)

The referenced sections of the Covenants are attached as Exhibit D.

8-4-6 Access

Access from International Golf Parkway will be via WGV Boulevard to South Legacy Trail to World Golf Place. Visitors to the Clubhouse will park in the designated parking area and walk or take a cart to the clubhouse, or will walk or take a cart from other locations within the Village. Truck deliveries will be via the emergency access road.

8-4-7 Privacy

Fences, walks and/or landscaping shall be provided for the protection and aesthetic enhancement of property and the privacy of its occupants, screening of objectionable views or uses and reduction of noise. The maintenance facilities will be screened from WGV Boulevard by berming, landscaping or fencing, as appropriate.

8-4-8 Community Facilities

- a. All utility facilities proposed for dedication to St. Johns County must be acceptable by the County as to the size, shape, location, and shown by the applicant to be of benefit to the general public.
- b. Requirements for off-street parking and loading as set forth in Article 9 of the St. Johns County Zoning Ordinance are addressed specifically in Sections 9-1-1 through 9-4-1 of this text.
- c. The Map illustrates the anticipated traffic flow pattern. Sufficient space has been allowed to permit access for fire fighting equipment, furniture moving vans, fuel trucks, refuse collection, deliveries and debris removal. Locations of the fire hydrants serving the Property shall be depicted on the signed and sealed construction plans. The fire hydrants to be installed pursuant to this Final Development Plan shall meet county standards and must be approved by the county fire coordinator prior to issuance of certificates of occupancy for any structure to be served by such hydrants.

- d. All utilities serving the Property including telephone, power, cable television, and sewer and water lines will be installed underground. The signed and sealed construction plans shall show the location and design of the storm sewer facilities serving the Property and the grading and topography of the site. The storm sewer facilities shall comply with all applicable requirements of law including, but not limited to the requirements of Ordinance 96-40 and shall facilitate the proper drainage of storm waters and prevent erosion and the formation of dust.
- e. Specifications for all streets and roadways depicted on the Map shall conform to the rules and regulations adopted by the St. Johns County Board of County Commissioners in Ordinance 96-40, as amended.

9-1-1 Drainage

The Final Development Plan map depicts components of the permitted master stormwater system within and adjacent to the Clubhouse at World Golf Village. A separate Final Development Plan has been approved for the master stormwater system.

9-1-2 Separation from Walkway and Street

Off-street parking and loading facilities shall be separated from walkways, sidewalks, streets, or alleys by a wall, fence, curbing, landscaping, earthen mounds, or other approved screening device.

9-1-3 Entrance and Exits

The location and design of the entrances and/or exits to all streets will be in accordance with County specifications.

9-1-4 Interior Drives

Minimum width of interior drives shall conform to the requirements in Ordinance 96-40.

9-1-5 Marking of Parking Spaces

Parking spaces shall be marked, by painted lines or curbs or other means to indicate individual spaces. Accessible parking spaces shall be designed and constructed in conformance with the Florida Accessibility Code. Signs or markers shall be used as necessary to ensure efficient traffic operation of the lots.

9-1-6 Lighting

Adequate lighting shall be provided if off-street parking or loading facilities are to be used at night. The lighting shall be designed and installed to minimize glare on adjacent property.

9-1-7 Screening

There are no off-street parking spaces for ten or more automobiles located closer than 40 feet to a lot zoned residential.

9-2 Location

The required off-street parking facilities will be provided within the areas identified on this Final Development Plan Map.

9-3-1 Off-Street Parking, Number Required

The parking requirement is as follows:

Clubhouse: 18,000 SF @ 1 space per 300 SF = 60 spaces
Academy: 2,700 SF @ 1 space per 300 SF = 9 spaces

The number of spaces provided exceeds the requirement.

The Florida Accessibility Code requirements are met as follows:

Total Spaces (76 to 100) = 4 accessible spaces

The number of accessible spaces provided exceeds the code requirement.

9-4-1 Off-Street Loading Requirements

The off-street loading requirements specified in 9-4-1 shall be met and locations shown on the construction plans.

APPLICANT'S REPRESENTATIVE

By: Donald R. Smith

P. U. D. OFF. REC.
BOOK K PAGE 356

P. U. D. OFF. REC.
BOOK K PAGE 357

EXHIBIT D

COVENANTS AND RESTRICTIONS

(ARTICLE IV, SECTIONS 4.1, 4.2, and 4.4;
ARTICLE VI, SECTION 6.1)

5 fee - 381.00
Sur - 48.00

P. U. D. OFF. REC.
BOOK K PAGE 358

Recorded in Public Records St. Johns County, FL
Clerk# 96025824 O.R. 1185 PG 645 02:25PM 07/24/96
Recording \$381.00 Surcharge \$48.00

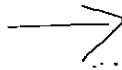
DECLARATION OF COVENANTS AND RESTRICTIONS

FOR

SAINT JOHNS - NORTHWEST COMMERCIAL

THIS DOCUMENT PREPARED BY
AND RETURN TO:

J. Metcalf



Thomas M. Jenks, Esq.
Pappas Metcalf & Jenks, P.A.
200 West Forsyth Street
Suite 1400
Jacksonville, FL 32202-4327

ARTICLE IV
COMMON AREA RIGHTS

P. U. D. OFF. REC.
BOOK K PAGE 359

Section 4.1 Conveyance of Common Area. Developer agrees that the Common Area owned by Developer shall be conveyed or assigned to the Association within one hundred twenty (120) days after the Developer shall no longer own any Building Site or Golf Course Parcel located within the Property, or at such earlier date as the Developer may determine in its sole discretion, and the Association shall accept such conveyance or assignment.

Section 4.2 Owners' Easement of Enjoyment. Each Owner shall have a non-exclusive right and easement of use and enjoyment in and to the Common Area for its intended purposes, which shall be appurtenant to, and shall pass with, the title to the land of such Owner, subject to the following:

(a) The right of the owner of the Common Area, with the consent of the Developer (if different from such owner) to dedicate or transfer all or any part of the Common Area to any public agency, authority or utility;

(b) All provisions of this Declaration, any plat of all or any parts of the Property, governmental restrictions, including the provisions of any Planned Unit Development Ordinance ("PUD") or Development of Regional Impact Development Order ("DRI");

(c) Reasonable rules and regulations governing use and enjoyment of the Common Area adopted by the Developer or the Association;

(d) The rights of the Developer under Section 4.3 to add to or withdraw land from the Common Area;

(e) Easements, restrictions, agreements and other matters of record as of the date of recordation of this Declaration or referenced in this Declaration.

Section 4.3 Right of the Developer to Designate Property as Common Area or to Withdraw Property from the Common Area. Notwithstanding anything to the contrary contained in this Declaration, the Developer shall have the right, in its sole discretion, to designate land, easements, use rights and personal property owned by the Developer as Common Area, provided only that such land shall be located within the Property or contiguous to the Property (for purposes of this Section 4.3, property separated only by public or private roads, water bodies, golf courses, or open space shall be deemed contiguous). For so long as the Developer

shall own any Building Site or Golf Course Parcel located within the Property, the Developer may, at any time, withdraw, or cause to be withdrawn, land, easements, use rights, and personal property from the Common Area in the Developer's sole discretion. The prior sentence notwithstanding, in the event such withdrawal of Common Area shall materially and adversely affect any Building Site or Golf Course Parcel, or materially and adversely affect access, visibility, or drainage to or from any Building Site or Golf Course Parcel, the Developer shall not have the right to withdraw such Common Area without the consent and joinder of the Owner of the Building Site or Golf Course Parcel which is so affected. Addition of land to and withdrawal of land from the Common Area shall be evidenced by recording a Supplementary Declaration in the public records of St. Johns County, Florida, which shall specifically reference such addition or withdrawal. Withdrawal of land from the Common Area by the Developer shall terminate any and all easements and rights of use of the Owners in such land. No land owned by the Developer shall be deemed to be Common Area unless such land is expressly referenced as such under Section 2.3 hereof, or subsequently designated as such by the Developer pursuant to Section 2.3 hereof and this Section 4.3, even if the Developer consents or acquiesces to the use of such land by the Owners. In the event any land, easements, use rights, or personal property owned by the Association shall be withdrawn from the Common Area pursuant to this Section 4.3, upon the Developer's written request, the Association shall promptly execute and deliver to the Developer any and all deeds, bills of sale, assignments or other conveyance documents as may be necessary or appropriate to effectuate the withdrawal of such Common Area.

Section 4.4 Maintenance of Common Area and Compliance with Applicable Permits.

(a) The Association shall at all times maintain in good repair and manage, operate and insure, and shall replace as often as necessary, the Common Areas and the paving, street lighting fixtures and appurtenances, landscaping, improvements and other structures (except utilities owned and maintained by public or private utility companies providing water, sewer, electrical, fire protection, cable television, telephone, or similar utilities to the Property, or any portion thereof) situated on the Common Areas, if any. No weeds, underbrush or other unsightly vegetation shall be permitted to grow or remain upon the Common Area, or any portion thereof, and no refuse pile or unsightly object shall be allowed to be placed or remain anywhere thereon. All of the Common Area, and any improvements located thereon shall at all times be maintained in a neat and attractive condition in substantial conformance with the Landscape Plan. Landscaping located within the Common Area

shall be maintained in a neat, attractive and orderly manner, including maintenance of grass, plants, plant beds, trees, turf, irrigation systems and lake edge maintenance, all in a manner and with such frequency as is consistent with good property management. Further, all portions of the Common Area which now are, or may hereafter, be adjacent to, or include a portion of, a lake, canal or other body of water, shall be maintained so that all grass, planting, or other lateral support located in such areas prevents erosion of the embankment adjacent to such lakes, canals, or other water bodies. All maintenance obligations of the Association shall be performed as directed by the Board of Directors of the Association, and all or any portion of the cost of such maintenance incurred by the Association pursuant to this Section 4.4, shall be a common expense of the Association to be collected and paid in the manner prescribed by this Declaration.

(b) Notwithstanding any provision of this Declaration to the contrary, the Developer shall have the unilateral right to modify the Landscape Plan for so long as the Developer shall own any portion of the Property. After the Developer shall no longer own any portion of the Property, the Landscape Plan may be materially modified only upon the approval of the Subassociations and Owners holding not less than seventy-five percent (75%) of the total votes of the Association as set forth in the Articles.

Section 4.5 Easement for Maintenance Services. The Developer hereby grants to the Association an easement in, on, over and upon those portions of the Property as may reasonably necessary for the purpose of maintaining the Common Area or other portions of the Property to be maintained by the Association in accordance with the requirements of this Declaration. The easement granted hereby shall not be exercised by any party in a manner which unreasonably interferes with the use, occupancy, or enjoyment of any improved portion of the Property. Further, in the event that any portion of the Property shall be damaged or altered in any way as the result of the exercise of the easement rights granted hereby, such portions of the Property shall be immediately restored to the condition that existed immediately prior to such damage or alteration.

ARTICLE V
ARCHITECTURAL CONTROL

Section 5.1 Assignment of Right of Architectural Review. At such time as the Developer shall specifically assign to the Association a right of architectural review with respect to any particular Building Site or Golf Course Parcel, the following Sections 5.2 through 5.6 shall become operative with respect to such Building Site or Golf Course Parcel.

required approvals, whether given, granted or withheld by the ARB or the Association.

ARTICLE VI
COVENANTS FOR MAINTENANCE ASSESSMENTS

Section 6.1 Creation of the Lien and Personal Obligation of Assessments. Each Owner of a Building Site or Golf Course Parcel within the Property hereby covenants, and by acceptance of a deed therefore, whether or not it shall be so expressed in any such deed or other conveyance including any purchaser at a judicial sale, shall hereafter be deemed to covenant and agree to pay to the Association any annual assessments, and any special assessments established and collected as hereinafter provided. All such assessments, together with interest thereon from the due date at the highest lawful rate and costs of collection thereof (including reasonable attorneys' fees), shall be a charge and continuing lien upon each Building Site or Golf Course Parcel against which each such assessment is made; and shall also be the personal obligation of the Owner of such Building Site or Golf Course Parcel. No Owner may avoid liability for the assessments by waiver of rights to use, or by non-use of, the Common Areas or by abandonment.

Section 6.2 Purpose of Assessments.

(a) The annual assessments levied by the Association shall be used for the purposes of management and accounting fees, taxes, insurance, and utility charges relating to the Common Area, to fund the obligations of the Association set forth in Section 4.4 hereof, and for all other purposes reasonably contemplated by this Declaration, the Articles, the Bylaws, or any cost sharing or similar agreement to which the Association is or may become a party. Further, such annual assessments may be levied to fund reasonable reserves for deferred maintenance of, or non-recurring expenses related to, the Common Area. Assessments collected by the Association to fund reserves shall be separately accounted for, it being the requirement of this Declaration that such funds shall be used exclusively for deferred maintenance of, or non-recurring expenses related to, the Common Area.

(b) At the option of the Board of Directors, annual assessments levied by the Association may also be used to fund contributions to a Transportation Demand Management Association ("TDMA"), or similar organization, formed pursuant to the requirements of the DRI, as such term is defined in Section 8.1 hereof.

STATE OF FLORIDA
COUNTY OF ST. JOHNS

P. U. D. OFF. REC.
BOOK K PAGE 363

I, CHERYL STRICKLAND, CLERK OF THE CIRCUIT COURT, Ex-officio, Clerk of the Board of County Commissioners of St. Johns County, Florida,

DO HEREBY CERTIFY that the foregoing is a true and correct copy of the following:

RESOLUTION NO. 97-55

Adopted by the Board of County Commissioners of St. Johns County, Florida, at a regular meeting of said Board on March 25, 1997.

CHERYL STRICKLAND
CLERK OF COURTS

97 APR - 3 AM 10: 15

FILED AND RECORDED IN
PUBLIC RECORDS OF
ST. JOHNS COUNTY FL

as the same appears of record in the office of the Clerk of the Circuit Court of St. Johns County, Florida, of the public records of St. Johns County, Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal of office this **2nd** day of **April, 1997.**

CHERYL STRICKLAND
CLERK OF THE CIRCUIT COURT
Ex-officio Clerk of the Board of County Commissioners of St. Johns County, Florida

By: Irma Pacetti
Irma Pacetti, Deputy Clerk

(seal)

