

RESOLUTION NO. 99-33

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, FLORIDA, ACCEPTING A BID FOR THE PURCHASE OF THE SURPLUS PROPERTY KNOWN AS THE ST. AUGUSTINE HEALTH CARE AND REHABILITATION CENTER LOCATED AT 51 SUNRISE BOULEVARD AND APPROVING THE SALE OF SUCH PROPERTY TO THE SUCCESSFUL BIDDER UPON CERTAIN TERMS AND CONDITIONS.

WHEREAS, pursuant to Resolution No. 98-223 (the "Resolution") adopted on December 15, 1998, and Section 125.35, Florida Statutes, as amended, the Board of County Commissioners (the "Board") of St. Johns County, Florida (the "County"), declared the property known as the St. Augustine Health Care & Rehabilitation Center located at 51 Sunrise Boulevard described on Exhibit A attached hereto (the "Property") to be surplus property and not needed for County purposes and authorized advertisements seeking bids for its purchase contingent upon certain terms and conditions; and

WHEREAS, the Property was financed in 1975 with the proceeds of the St. Johns County Health Authority, Inc. First Mortgage Revenue Bonds (the "Bonds"); and

WHEREAS, the St. Johns County Health Authority, Inc. (the "Health Authority") owned the Property; and

WHEREAS, the Property was leased to The Waverley Group, Inc. ("Waverley"), which operates a skilled nursing home on the Property; and

WHEREAS, under the terms of the documents executed in connection with the issuance of the Bonds (the "Bond Documents"), upon the cash defeasance of the Bonds on February 22, 1999, which provided for the payment in full of the principal of and interest due on the Bonds on March 1, 1999, the maturity date thereof, the lease to Waverley was terminated and all of the Health Authority's rights, title and interest in and to the Property were conveyed to the County, as evidenced by the Special Warranty Deed executed by the Health Authority and recorded in the public records in the County attached hereto as Exhibit B; and

WHEREAS, pursuant to the Resolution, the County Administrator prepared and advertised requests for bids in the manner set forth in Section 125.35, Florida Statutes, as amended, wherein bidders were requested to offer to purchase the Property from the County, which request included, among other things, the following statements and requirements:

(a) The award of the bid, the final approval of the sale of the Property and the closing shall all take place on or after the date that fee simple title to the Property is vested in the County in the manner described in the Bond Documents; and the closing date will be established at the time of the County's award of bid and final approval of sale but shall not be later than

June 30, 1999;

(b) Each bidder shall submit a good faith cash (or equivalent) deposit or an acceptable surety bond deposit with their bid in the amount of 10 percent that will only be returned if they are not awarded the bid; and the deposit submitted by the successful bidder shall be applied to the purchase price at closing or retained by the County as liquidated damages in the event such bidder fails to timely close the sale;

(c) The sale of the Property shall be "AS IS" and title shall be conveyed by a deed from the County in substantially the form set forth in Section 125.411, Florida Statutes, as amended, which deed shall convey only the interests of the County and, as set forth in Section 125.411, shall not warrant title or represent any state of facts concerning the title; and the successful bidder shall take title subject to all encumbrances; and

(d) Prior to the award of bid and final approval of sale the County must receive an opinion of counsel satisfactory to the County to the effect that the successful bidder is not a related person (as defined in Section 144(a)(3) of the Internal Revenue Code of 1986, as amended) to Waverley or an opinion of nationally recognized bond counsel satisfactory to the County to the effect that the sale of the Property to the successful bidder shall not adversely affect the tax-exempt status of the Bonds; and

WHEREAS, the County has received one bid in response to its request for bids from St. Augustine Health Care & Rehabilitation, Inc. ("Health Care"), a copy of which is attached hereto as Exhibit C, and a good-faith deposit in the amount of \$191,000 from Health Care; and

WHEREAS, the County has received an opinion of counsel satisfactory to the County to the effect that Health Care is not a related person (as defined in Section 144(a)(3) of the Internal Revenue Code of 1986, as amended) to Waverley, a copy of which is attached hereto as Exhibit D; and

WHEREAS, Health Care has, by letter to the County Attorney dated February 19, 1999, petitioned the County to release the County's interest in the mineral rights in the Property that are described in Section 270.011, Florida Statutes, and as reason therefore has represented that it was unaware of such statute and that its bid was made in anticipation of obtaining all of the County's interest in the Property; and

WHEREAS, the land being conveyed is less than 15 acres in size, has an existing nursing home on it and is encumbered by a large easement within which the State of Florida intends to construct a highway retention pond, all of which make it unlikely that the County would ever benefit from said mineral rights; and

WHEREAS, the Board has determined it is in the best interest of the County to accept the bid of Health Care and sell the Property to Health Care in the manner hereinafter provided;

NOW THEREFORE, BE IT RESOLVED by the Board of County Commissioners of St. Johns County, Florida, as follows:

1. The Board hereby finds and determines that it is in the best interest of the County to accept the bid of Health Care and sell the Property to Health Care at the purchase price specified in the bid.

2. The closing date of the sale shall be March 1, 1999, or such other date as shall be mutually satisfactory to the County and Health Care but not later than June 30, 1999.

3. The good faith deposit submitted by Health Care shall be applied to the purchase price at closing.

4. The sale of the Property shall be "AS IS" and title shall be conveyed by a deed from the County in substantially the form set forth in Section 125.411, Florida Statutes, as amended, which deed shall convey only the interest of the County, and, as set forth in Section 125.411, shall not warrant title or represent any state of facts concerning the title, and Health Care shall take title subject to all encumbrances on the Property.

5. The Chairman, the Vice Chairman, the Clerk and any Deputy Clerk are hereby authorized and directed, either alone or jointly, under the official seal of the County, to execute and deliver any deed, document or certificate as may be required in connection with the sale of the Property authorized hereby, and to execute and deliver such other instruments as shall be necessary or desirable to consummate the transactions contemplated hereby.

6. This Resolution shall take effect immediately upon its passage.

7. The County's interest in the mineral rights in the Property that are described in Section 270.011, Florida Statutes, are hereby released, effective the closing date of the sale of the Property to Health Care and the deed of conveyance need not contain a reservation of such rights.

PASSED AND ADOPTED by the Board of County Commissioners of St. Johns County, Florida, this 23rd day of February, 1999.

BOARD OF COUNTY COMMISSIONERS OF
ST. JOHNS COUNTY, FLORIDA

By: Marc A. Jacalone
Marc A. Jacalone, Chairman

ATTEST: CHERYL STRICKLAND, CLERK

By: Cheryl Strickland
Deputy Clerk

Exhibit A
Property Description

A PART OF SECTIONS 24 AND 25, TOWNSHIP 7 SOUTH, RANGE 29 EAST, ST. JOHNS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: FOR A POINT OF REFERENCE, COMMENCE AT THE NORTHWEST CORNER OF LOT 3, BLOCK 2, ST. AUGUSTINE HEIGHTS - UNIT A, AS RECORDED IN MAP BOOK 10, PAGES 52 AND 53 OF THE PUBLIC RECORDS OF SAID COUNTY; THENCE NORTH 24°37'00" WEST A DISTANCE OF 33.10 FEET TO THE POINT OF INTERSECTION OF THE NORTH LINE OF A 30 FOOT WIDE DRAINAGE EASEMENT AS SHOWN ON SAID PLAT; THENCE SOUTH 89°37'00" EAST, ALONG SAID NORTH LINE, A DISTANCE OF 269.35 FEET; THENCE NORTH 01°02'00" WEST, ALONG THE WESTERLY LINE OF THOSE LANDS AS DESCRIBED IN OFFICIAL RECORDS 83, PAGE 378 OF SAID PUBLIC RECORDS, A DISTANCE OF 709.91 FEET; THENCE NORTH 88°53'30" WEST, ALONG THE SOUTHERLY RIGHT OF WAY LINE OF HASTINGS ROAD AS NOW ESTABLISHED AS A 50 FOOT RIGHT OF WAY, A DISTANCE OF 583.31 FEET; THENCE SOUTH 40°22'00" WEST, ALONG THE SOUTHEASTERLY LINE OF THOSE LANDS AS DESCRIBED IN OFFICIAL RECORDS 1144, PAGE 924 OF SAID PUBLIC RECORDS, SAID LINE BEING THE SOUTHEASTERLY RIGHT OF WAY LINE OF STATE ROAD NUMBER 207, A DISTANCE OF 232.13 FEET; THENCE NORTH 49°38'00" WEST, ALONG THE SOUTHWESTERLY LINE OF SAID LANDS AND SAID RIGHT OF WAY, A DISTANCE OF 5.00 FEET; THENCE SOUTH 40°22'00" WEST, ALONG SAID SOUTHEASTERLY RIGHT OF WAY LINE, A DISTANCE OF 170.63 FEET; THENCE SOUTH 49°38'30" EAST, ALONG THE EASTERLY RIGHT WAY LINE OF SUNRISE BOULEVARD AS NOW ESTABLISHED AS AN 80 FOOT RIGHT OF WAY, A DISTANCE OF 35.94 FEET TO A POINT OF CURVE OF A CURVE CONCAVE SOUTHWESTERLY, HAVING A RADIUS OF 515.00 FEET; THENCE ALONG AND WITH THE ARC OF SAID CURVE AND ALONG SAID EASTERLY RIGHT OF WAY LINE, A CHORD BEARING OF SOUTH 26°41'49" EAST AND A CHORD DISTANCE OF 402.69 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 03°37'00" EAST, ALONG SAID EASTERLY RIGHT OF WAY LINE, A DISTANCE OF 450.42 FEET; THENCE NORTH 40°23'00" EAST, ALONG THE AFOREMENTIONED NORTHERLY LINE OF A 30 FOOT DRAINAGE EASEMENT, A DISTANCE OF 547.32 FEET TO THE POINT OF BEGINNING. CONTAINING 13.3 ACRES, MORE OR LESS.

SUBJECT TO THE FOLLOWING:

TEMPORARY CONSTRUCTION EASEMENT AREA:

A PARCEL OF LAND IN SECTIONS 24 AND 25, TOWNSHIP 7 SOUTH, RANGE 29 EAST, ST. JOHNS COUNTY, FLORIDA, CONTAINING 2.40 ACRES (104,439 SQUARE FEET) AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE INTERSECTION OF THE NORTHEAST RIGHT-OF-WAY LINE OF SUNRISE BOULEVARD, AN 80 FOOT WIDTH RIGHT-OF-WAY, WITH THE SOUTHEAST RIGHT-OF-WAY LINE OF STATE ROAD NO. 207, A 100 FOOT WIDTH RIGHT-OF-WAY; THENCE NORTH 40 DEGREES 22 MINUTES 00 SECONDS EAST, ON SAID SOUTHEAST

RIGHT-OF-WAY LINE OF STATE ROAD, 106.69 FEET TO THE POINT OF BEGINNING; THENCE CONTINUING NORTH 40 DEGREES 22 MINUTES 00 SECONDS EAST, ON SAID SOUTHEAST RIGHT-OF-WAY LINE OF STATE ROAD 63.94 FEET; THENCE SOUTH 49 DEGREES 38 MINUTES 00 SECONDS EAST, ACROSS THE SOUTHWEST END OF THAT STRIP OF LAND DESCRIBED IN WARRANTY DEED RECORDED IN OFFICIAL RECORDS BOOK 1144, PAGE 924, PUBLIC RECORDS OF SAID COUNTY, 5.00 FEET; THENCE NORTH 40 DEGREES 22 MINUTES 00 SECONDS EAST, ON THE SOUTHEAST LINE OF SAID STRIP OF LAND DESCRIBED IN OFFICIAL RECORDS BOOK 1144, PAGE 924 A DISTANCE OF 232.13 FEET; THENCE SOUTH 88 DEGREES 53 MINUTES 30 SECONDS EAST, ON THE SOUTH RIGHT-OF-WAY LINE OF HASTINGS ROAD, A 50 FOOT WIDTH RIGHT-OF-WAY 159.46 FEET; THENCE SOUTH 00 DEGREES 21 MINUTES 10 SECONDS WEST 35.25 FEET; THENCE SOUTH 15 DEGREES 39 MINUTES 44 SECONDS EAST 240.66 FEET; THENCE SOUTH 67 DEGREES 48 MINUTES 22 SECONDS WEST 403.94 FEET; THENCE NORTHWESTERLY ON SAID NORTHEASTERLY RIGHT-OF-WAY LINE OF SUNRISE BOULEVARD, ON A CURVE WITH RADIUS OF 515.00 FEET AND CONCAVE SOUTHWESTERLY, THROUGH A CENTRAL ANGLE OF 05 DEGREES 47 MINUTES 19 SECONDS, AN ARC DISTANCE OF 52.03 FEET (CHORD BEING NORTH 38 DEGREES 04 MINUTES 15 SECONDS WEST 52.01 FEET); THENCE NORTH 67 DEGREES 47 MINUTES 44 SECONDS EAST 126.82 FEET; THENCE NORTH 49 DEGREES 38 MINUTES 00 SECONDS WEST 172.05 FEET TO THE POINT OF BEGINNING.

PERMANENT EASEMENT DESCRIPTION:

A PARCEL OF LAND IN THE NORTHEAST QUARTER OF SECTION 25, TOWNSHIP 7 SOUTH, RANGE 29 EAST, ST. JOHNS COUNTY, FLORIDA, CONTAINING 6.61 ACRES MORE OR LESS AND BEING MORE FULLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF LOT 3, BLOCK 2, ST. AUGUSTINE HEIGHTS UNIT A AS RECORDED IN MAP BOOK 10, PAGE 53, PUBLIC RECORDS OF SAID COUNTY; THENCE NORTH 24 DEGREES 37 MINUTES 00 SECONDS WEST 33.10 FEET TO THE POINT OF BEGINNING AT AN ANGLE POINT ON THE NORTHERLY LINE OF A 30 FOOT WIDTH DRAINAGE EASEMENT; THENCE SOUTH 89 DEGREES 37 MINUTES 00 SECONDS EAST, ON THE NORTH LINE OF SAID 30 FOOT WIDTH DRAINAGE EASEMENT AS SHOWN ON PLAT OF SAID ST. AUGUSTINE HEIGHTS UNIT A 259.35 FEET; THENCE NORTH 01 DEGREE 09 MINUTES 00 SECONDS WEST ON THE WEST LINE OF A 10 FOOT WIDTH SANITARY SEWER EASEMENT CONVEYED TO THE CITY OF ST. AUGUSTINE BY INSTRUMENT RECORDED IN OFFICIAL RECORDS BOOK 322, PAGE 210, PUBLIC RECORDS OF SAID COUNTY 710.04 FEET; THENCE NORTH 88 DEGREES 53 MINUTES 30 SECONDS WEST, ON THE SOUTH LINE OF HASTINGS ROAD 411.95 FEET; THENCE SOUTH 00 DEGREES 21 MINUTES 10 SECONDS WEST 35.25 FEET; THENCE SOUTH 15 DEGREES 39 MINUTES 44 SECONDS EAST 309.19 FEET; THENCE SOUTH 16 DEGREES 43 MINUTES 30 SECONDS EAST 32.60 FEET; THENCE SOUTH 15 DEGREES 08 MINUTES 10 SECONDS EAST 273.46 FEET TO THE POINT OF A CURVE TO THE RIGHT WITH RADIUS OF 105.00 FEET; THENCE ON SAID CURVE TO THE RIGHT, THROUGH A CENTRAL ANGLE OF 89 DEGREES 08 MINUTES 27 SECONDS, AN ARC DISTANCE OF 163.36 FEET (CHORD FOR SAID CURVE BEING SOUTH 29 DEGREES 26 MINUTES 03

SECONDS WEST 147.37 FEET); THENCE TANGENT TO SAID CURVE SOUTH 74 DEGREES 00 MINUTES 17 SECONDS WEST 309.84 FEET; THENCE SOUTH 03 DEGREES 37 MINUTES 00 SECONDS EAST, ON THE EAST LINE OF SUNRISE BOULEVARD AS SHOWN ON SAID PLAT OF ST. AUGUSTINE HEIGHTS UNIT A 291.73 FEET; THENCE NORTH 40 DEGREES 23 MINUTES 00 SECONDS EAST ON THE NORTHWEST LINE OF SAID 30 FOOT WIDTH DRAINAGE EASEMENT 547.32 FEET TO THE POINT OF BEGINNING.

EASEMENT TO FLORIDA POWER AND LIGHT COMPANY RECORDED IN OFFICIAL RECORDS BOOK 284, PAGE 91, OF THE PUBLIC RECORDS OF ST. JOHNS COUNTY, FLORIDA.

EASEMENT TO THE CITY OF SAINT AUGUSTINE, FLORIDA, RECORDED IN OFFICIAL RECORDS BOOK 322, PAGE 215, OF THE PUBLIC RECORDS OF ST. JOHNS COUNTY, FLORIDA.

EASEMENT TO ST. AUGUSTINE VILLAGE, LTD. RECORDED IN OFFICIAL RECORDS BOOK 776, PAGE 1439, OF THE PUBLIC RECORDS OF ST. JOHNS COUNTY, FLORIDA.

Exhibit B
Special Warranty Deed

THIS DEED REPRESENTS A CONVEYANCE BETWEEN GOVERNMENTAL AGENCIES AND IS NOT TAXABLE PURSUANT TO RULE 12B-4.014(11) FLORIDA ADMINISTRATIVE CODE.

Public Records of
St. Johns County, FL
Clerk# 99008267
O.R. 1388 PG 24
03:46PM 02/22/1999
REC \$13.00 SUR \$2.00
Doc Stamps \$0.70

SPECIAL WARRANTY DEED

THIS INDENTURE, Made and entered into this 15th day of May, 1975, between ST. JOHNS COUNTY HEALTH AUTHORITY, INC., a Florida corporation not for profit, herein referred to as "Authority", and SAINT JOHNS COUNTY, FLORIDA, a political Sub-division of the State of Florida, herein referred to as "County",

WHEREAS, Authority has acquired certain property, as hereinafter described, for the purpose of constructing and erecting thereon a nursing home building and facilities; and,

WHEREAS, Authority has entered into a Mortgage and Indenture of Trust dated March 1, 1975, with The Bank of Pasco County, Florida, to secure the sum of \$1,500,000.00 in bonds to finance the nursing home project, and has further entered into a Lease Agreement dated March 1, 1975, with St. Augustine Geriatric Center, Inc., a Florida corporation, for a period of 25 years, to retire the bonded indebtedness; and,

WHEREAS, the County adopted a Resolution dated May 13, 1975, consenting and agreeing to accept the title to the real property constituting the nursing home project upon retirement of the bonds to be issued by the Authority to finance the cost of acquisition and construction, and Authority having agreed to convey said property to the County,

WITNESS: That ST. JOHNS COUNTY HEALTH AUTHORITY, INC., acting by virtue and in pursuance of the powers in it vested, in consideration of the sum of Ten and no/100 (\$10.00) Dollars and other valuable consideration to it in hand paid by SAINT JOHNS COUNTY, FLORIDA, the receipt whereof is hereby acknowledged, does by these presents grant, bargain, sell and convey unto SAINT JOHNS COUNTY, FLORIDA, a political Subdivision of the State of Florida, all that parcel or tract of land located in St. Johns County, Florida, and more particularly described as follows:

This instrument was prepared by:
HAMILTON D. UPCHURCH
UPCHURCH AND UPCHURCH
501 Exchange Bank Building
St. Augustine, Florida 32084

EXHIBIT B

A 13.3 acre, more or less, tract of land in the Northeast one quarter of Section 25, Township 7 South, Range 29 East, St. Johns County, Florida, said tract of land being more fully described as follows:

Commence at the northwest corner of lot 3, Block 2, St. Augustine Heights - Unit A as recorded in Map Book 10, Page 53 of the Public Records of St. Johns County, Florida; thence N 24° 37' W 33.10 feet to the point of intersection of the North line of a 30 foot wide drainage easement for the Point of Beginning; thence S 89° 37' E 269.35 feet along the North line of said drainage easement; thence N 1° 02' W 709.91 feet to a point on the South Right-of-Way line of an existing County Road (formerly State Road No. 207); thence Westerly along the South Right-of-Way line of said County Road to the intersection with the South Right-of-Way line of State Road No. 207; thence South-westerly along the Southeasterly Right-of-Way line of State Road No. 207 to its intersection with the East Right-of-Way line of Sunrise Boulevard as shown on map of St. Augustine Heights - Unit A; thence Southerly 900.05 feet along the Easterly Right-of-Way line of said Sunrise Boulevard to its intersection with the North line of a 30 foot wide drainage easement; thence N 40° 23' E 547.32 feet along the North line of said drainage easement to the Point of Beginning,

which said property is subject to and limited by and shall not defeat, render invalid or limit in any way that certain Mortgage and Indenture of Trust dated March 1, 1975, between the Authority and The Bank of Pasco County, a Florida banking corporation, as Trustee, and that certain Lease Agreement entered into on March 1, 1975, between the Authority and St. Augustine Geriatric Center, Inc., a Florida corporation.

To have and to hold the above-described premises, together with all and singular the hereditaments and appurtenances thereunto belonging or in anywise appertaining, unto SAINT JOHNS COUNTY, FLORIDA, forever.

Authority certifies that all conditions precedent to the valid execution and delivery of this special warranty deed on its part have been complied with and that all things necessary to constitute this special warranty deed its valid, binding, and legal agreement on the terms and conditions and for the purposes set forth herein have been done and performed and have happened,

and that the execution and delivery of this special warranty deed on its part have been and are in all respects authorized in accordance with law.

IN WITNESS WHEREOF, the said Authority has caused these presents to be signed in its name by its President, and its corporate seal to be affixed, attested by its Secretary, the day and year first above written.

ATTEST:

John D. Bailey
JOHN D. BAILEY, Secretary

ST. JOHNS COUNTY HEALTH AUTHORITY, INC.
By Daniel Chitwood (CORPORATE SEAL)
DANIEL CHITWOOD, President

Signed, sealed and delivered in the presence of:

Vera S. Harnage
Vera S. Harnage

STATE OF FLORIDA
COUNTY OF ST. JOHNS

I HEREBY CERTIFY that on this 15th day of May, 1975, before me personally appeared DANIEL CHITWOOD and JOHN D. BAILEY, President and Secretary, respectively, of ST. JOHNS COUNTY HEALTH AUTHORITY, INC., a corporation under the laws of the State of Florida, to me known to be the persons described in and who executed the foregoing conveyance to SAINT JOHNS COUNTY, FLORIDA, a political subdivision of the State of Florida, and severally acknowledged the execution thereof to be their free act and deed as such officers, for the uses and purposes therein mentioned; and that they affixed thereto the official seal of said corporation, and the said instrument is the act and deed of said corporation.

WITNESS my signature and official seal at St. Augustine, in the County of St. Johns, and State of Florida, the day and year last aforesaid.

Vera S. Harnage
Notary Public, State of Florida (at Large)
My commission expires NOTARY PUBLIC, STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES JAN. 30, 1979

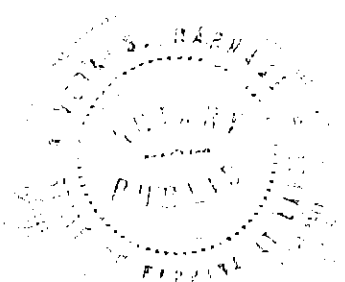


Exhibit C
Bid Documents

BID NO. 99-39

ST. JOHNS COUNTY, FLORIDA
OFFICIAL TOTAL BID FORM

TO: THE BOARD OF COUNTY COMMISSIONERS
OF ST. JOHNS COUNTY, FLORIDA

DATE: January 19, 1999

-BID PROPOSAL-

The highest bid complying with the terms and conditions in the notice may be accepted by the St. Johns County Board of Commissioners any or all bids may be rejected.

Sealed bids must be submitted by all interested purchasers with the required deposit of 10% of the bid amount. Checks for deposits are made payable to St. Johns County.

The successful bidder has 90 days from the date of notification to complete the purchase. Closing cost (appraisal fee, documentary stamps, recording fee, survey, and advertising costs) are paid by the purchaser at the closing.

A minimum bid price of \$2,000,000.00 for the real estate parcel known as **The St. Augustine Health Care and Rehabilitation Center** located at **51 Sunrise Boulevard** has been established.

For additional information, or closing cost estimate you may contact Mary Ann Blount, Department of Development Services, Real Estate Program, P. O. Drawer 349, St. Augustine, FL. 32085.

The following proposal is presented:

FOR: **FOR THE SALE OF LAND KNOWN AS THE ST. AUGUSTINE HEALTH CARE AND REHABILITATION CENTER**

TOTAL PACKAGE BID \$ 1,905,000 PLUS THE AMOUNT OF ST. JOHNS COUNTY'S FEES INCURRED FROM THEIR BOND COUNSEL, FOLEY AND LARDNE IN CONNECTION WITH THIS TRANSACTION, NOT TO EXCEED \$5,000.
(The \$1,905,000 is net to St. Johns County after satisfaction of existing bond debt by the current lessee.)

OTBF-1

Bid No. 99-39

Official Total Bid Form for the Sale of Land known as The St. Augustine Health Care and Rehabilitation Center

COMPANY: ST. AUGUSTINE HEALTH CARE & REHABILITATION, INC.

ADDRESS: P.O. BOX 12000

JACKSON, MS 39236

FEDERAL ID NO. OR SOCIAL SECURITY NO.: 64-0893772

SIGNATURE: *Chauncey R Dunbar*

CHAUNCEY R. DUNBAR

(Typed or Printed Signature)

TITLE: SECRETARY

DATE: 1-19-99

TELEPHONE NO.: 601-956-1013

Remarks to Bidder:

Bids must be submitted in **TRIPPLICATE!** Bids must be placed in an envelope, sealed and plainly marked "**SEALED BID NO. 99-39 FOR THE SALE OF LAND KNOWN AS THE ST. AUGUSTINE HEALTH CARE AND REHABILITATION CENTER.**" The company name must be indicated on the envelope, also.

Note: See Exhibit "A" Legal Description of Land know as The St. Augustine Health Care and Rehabilitation Center.

Bid No. 99-39

Official Total Bid Form for the Sale of Land known as The St. Augustine Health Care and Rehabilitation Center located at 51 Sunrise Boulevard

All bids must be signed manually by a responsible officer of your company in ink or indelible pencil.

If there are any exceptions to the bid proposal, please state here or on attached sheet.

Attachment "A" affidavit must be completed and attached to bid proposal.

PURCHASING DEPARTMENT

DATE: _____
Acceptance of Quote

BY: _____

ATTACHMENT "A"

ST. JOHNS COUNTY BOARD OF COUNTY COMMISSIONERS

AFFIDAVIT

TO: ST. JOHNS COUNTY BOARD OF COUNTY COMMISSIONERS
ST. AUGUSTINE, FLORIDA

At the time the proposal is submitted, the Bidder shall attach to his bid a sworn statement.

The sworn statement shall be an affidavit in the following form, executed by an officer of the firm, association or corporation submitting the proposal and shall be sworn to before a person who is authorized by law to administer oaths.

STATE OF MISSISSIPPI COUNTY OF HINDS Before me, the undersigned authority, personally appeared CHAUNCEY R. DUNBAR who, being duly sworn, deposes and says he is SECRETARY (Title) of ST. AUGUSTINE HEALTH CARE & REHABILITATION, INC. (Firm) the bidder submitting the attached proposal for the services covered by the bid documents for ST. AUGUSTINE HEALTH CARE & REHABILITATION in St. Johns County, Center

The affiant further states that no more than one proposal for the above referenced project will be submitted from the individual, his firm or corporation under the same or different name and that such bidder has not financial interest in the firm of another bidder for the same work. That he, his firm, association or corporation has either directly, nor indirectly entered into any agreement, participated in any collusion or otherwise taken any action in restraint of free competitive bidding in connection with this firm's bid on the above described project. Furthermore, neither the firm nor any of it's officers are debarred from participating in public contract lettings in any other state.

ST. AUGUSTINE HEALTH CARE & REHABILITATION, INC.
(Bidder)

By: Chauncey R. Dunbar
CHAUNCEY R. DUNBAR, SECRETARY
(Title)

Sworn and subscribe to before me this 10th day of January 1999.

Catherine B. Adams
Notary Public

My Commission Expires: July 5, 2001

BIDDER ON ALL COUNTY PROJECTS MUST EXECUTE & ATTACH THIS AFFIDAVIT TO EACH BID.

ST. JOHNS COUNTY, FLORIDA

Board of County Commissioners

PURCHASING DEPARTMENT

P.O. DRAWER 347
ST. AUGUSTINE, FLORIDA 32084-0347



PHONE: (904) 823-2546
FAX: (904) 823-2546

January 11, 1999

To: Prospective Bidders
From: St. Johns County Purchasing Department
Subject: Addendum #1 to Bid No. 99-39 Sale of Land known as the St. Augustine Health Care and Rehabilitation Center

This addendum is issued for bidders information on the above titled project, and is hereby incorporated into the bidding documents. Each bidder will ascertain before submitting his bid that he has received all Addenda issued. Please fax back a signed acknowledgment copy of this addendum to (904) 823-2546.

The property described in St. Johns County Bid No. 99-39 consists of the Property described in St. Johns County Resolution No. 98-223, a copy of which is attached hereto. The bidding, award and sale of the property shall be conducted in the manner set forth in the bidding documents and the resolution. In the event of conflict between one or more provisions of the bidding documents and the resolution, the provision(s) in the resolution shall control.

Acknowledgment:

Chauncey R Dunbar, 1/18/99
Signature/Date

Joe Burch 1-12-99
Joe Burch
Purchasing Manager,
St. Johns County BOCC

CHAUNCEY R DUNBAR, SECRETARY
Printed Name/Title

ST AUGUSTINE HEALTH CARE + REHABILITATION, INC
Company Name

End of Addendum No. 1

ST. JOHNS COUNTY, FLORIDA
Board of County Commissioners

PURCHASING DEPARTMENT

P.O. DRAWER 349
FT. AUGUSTINE, FLORIDA 32033-0349



PHONE: (904) 823-2544
FAX: (904) 823-2546

January 21, 1999

To: Prospective Bidders
From: St. Johns County Purchasing Department
Subject: Addendum #2 to Bid No. 99-39 For The Sale of Land Known As The St. Augustine Health Care And Rehabilitation Center

Recently your company received a bid for the above mentioned. Please make note that the required bid deposit shall be in the form of: certified check, cashiers check, surety bond; or cash. Please note, a company or personal check is not acceptable. Please make this addendum part of Bid No. 99-39.

This addendum is issued for bidders information on the above titled project, and is hereby incorporated into the bidding documents. Each bidder will ascertain before submitting a bid that he/she has received all Addenda issued. Please fax back a signed acknowledgment copy of this addendum to (904) 823-2546 or return with bid. Thank you.

Acknowledgment

Chauncey R Dunbar 1/25/99
Signature and Date

CHAUNCEY R DUNBAR SECRETARY
Printed Name/Title

ST AUGUSTINE HEALTH CARE + REHABILITATION, INC
Company Name (print)

Respectfully yours,

Cheryl Albertson
Cheryl Albertson
Purchasing
St. Johns County

End of Addendum No. 2

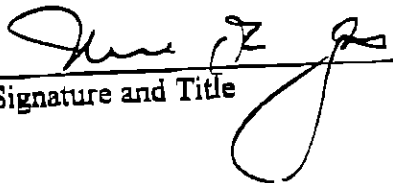
Memorandum

TO: Mary Ann Blount/ Real Estate officer
FROM: Cheryl Albertson, Purchasing *clq*
DATE: January 28, 1999
SUBJECT: Transmittal of Bid Proposals received for Bid 99-39, Sale of Surplus Property
Known as St. Augustine Health Care and Rehabilitation Center

Attached are copies of the bid proposal received for the above mentioned along with a copy of the Bid Tabulation Sheet. Enclosed also is a copy of the Deposit check #0204-265307937 in the amount of \$191,000.00. The original check will be received/picked up by Mike Givens from Finance.

Please review, evaluate and take appropriate action for this sale.

Check # 0204-265307937 on Trustmark National Bank received by:



Signature and Title

1-28-99
Date

ST. JOHNS COUNTY BID TABULATION



BID TITLE SURPLUS PROPERTY - ST. AUGUSTINE
HEALTH CARE & REHABILITATION CENTER

BID NUMBER 99-39

OPENING DATE 01/27/99 TIME 3:00 PM

ANY BIDDER AFFECTED ADVERSELY BY AN INFORMED
DECISION WITH RESPECT TO THE AWARD OF ANY BID, SHALL
FILE WITH THE PURCHASING DEPARTMENT FOR ST. JOHNS
COUNTY, A WRITTEN NOTICE OF INTENT TO FILE A PROTEST
NOT LATER THAN FORTY EIGHT (48) HOURS (EXCLUDING
SATURDAY, SUNDAY AND LEGAL HOLIDAYS) AFTER THE
POSTING OF THE BID TABULATION. PROTEST PROCEDURES
MAY BE OBTAINED IN THE PURCHASING DEPARTMENT.

OPENED BY TRACY ROSE

TABULATED BY CHERYL ALBERTSON

VERIFIED BY [Signature]

POSTING TIME/DATE FROM 4:00 PM / 1-27-99 UNTIL 4:00 PM / 2-6-99 PAGES 1 OF 1 PAGES (S)

BIDDERS	TOTAL PRICE	Deposit (10% of bid)					
ST. AUGUSTINE HEALTH & REHABILITATION INC	\$1,905,000.00 plus (see bid form)	Yes					

BID AWARD DATE - _____

OFFICIAL CHECK

Trustmark

Trustmark National Bank
Jackson, Mississippi

Pay To The Order of THE WAVERLY GROUP, INC.

ST. AUGUSTINE HEALTH CARE & REHABILITATION CENTER

Pay To The Order of ST. JOHNS COUNTY

191,000.00

Trustmark NATIONAL BANK 191,000.00/100

Drawer: Trustmark National Bank

DEPOSIT ON BID #99/39

Recorded: 032/DEVILLE A JOHNSON

Authorized Signature: *[Handwritten Signature]*
Authorized Signature: *[Handwritten Signature]*

ISSUED BY INTEGRATED PAYMENT SYSTEMS INC. 500 Orange Boulevard
TO CIBANK (NEW YORK STATE BRANCH)

Authorized Signature

The Signature Font used is 14,000 pt size

⑆022000868⑆68⑆250262 265307937

THE VARIABLE TONE BACKGROUND AREA OF THIS DOCUMENT CHANGES COLOR GRADUALLY AND SMOOTHLY FROM DARKER TONES AT BOTH TOP AND BOTTOM TO THE LIGHTEST TONE IN THE MIDDLE.

Exhibit D
Opinion of Counsel

□

KILPATRICK STOCKTON LLP

Attorneys at Law
Suite 2800
1100 Peachtree Street
Atlanta, Georgia 30309-4530
Telephone: 404.815.6500
Facsimile: 404.815.6555
Web site: www.kilstock.com

January 25, 1999

Board of County Commissioners
St. Johns County, Florida
P.O. Drawer 349
St. Augustine, FL 32085-0349

Re: Bid No. 99-39

Gentlemen:

We have been asked by St. Augustine Health Care & Rehabilitation, Inc., a Florida business corporation (the "**Bidder**"), to advise it in connection with certain aspects of its response to the Notice to Bidders - Surplus Property (Bid No. 99-39) of the Board of County Commissioners of St. Johns County, Florida (the "**County**"). We understand that, prior to the award of bid and final approval of sale, the County must receive an opinion of counsel satisfactory of the County to the effect that the successful bidder is not a related person (as defined in Section 144(a)(3) of the Internal Revenue Code of 1986, as amended (the "**Code**")) to The Waverley Group, Inc. ("**Waverley**"), a Mississippi business corporation.

We understand the following with respect to Waverley and the Bidder: The capital stock of Waverley is owned solely by the following shareholders in the following percentages: Mark Waldrop (2%), John Black (69%), and Bobby Arnold (29%). The sole stockholder of the Bidder is Bobby Arnold. None of the named individuals is related to either of the other named individuals, whether by blood or marriage. All of the named individuals will hold their shares in their own names and not on behalf of any other person or entity. The facts set forth in this paragraph were provided to us by representatives of Waverley and the Bidder and are not based on any independent investigation by us.

Based on the foregoing, which we have assumed with your permission to be correct, and on a review of such provisions of the Code, judicial authorities, Treasury Regulations and published rulings of the Internal Revenue Service as we deemed relevant, we are of the

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KILPATRICK STOCKTON LLP

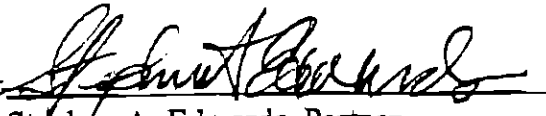
Board of County Commissioners
St. Johns County, Florida
January 25, 1999
Page 2

opinion that, under existing law, the Bidder is not a "related person" (as defined in Section 144(a)(3) of the Code) to Waverley.

The opinion expressed herein is for your sole benefit in connection with the transaction described above. Such opinion shall not be used, circulated, quoted, or otherwise referred to or relied upon in any manner or for any purpose in connection with any transaction other than that described above or by or to any person other than you, the Bidder, and Waverley, nor may copies, quotations from, or summaries thereof be furnished to any other person without the prior written consent of this Firm.

Very truly yours,

KILPATRICK STOCKTON LLP

By: 
Stephen A. Edwards, Partner

This Instrument Prepared By:
Daniel J. Bosanko, Esq.
Assistant County Attorney
P.O. Box 1533
St. Augustine, FL 32085-1533

COUNTY DEED

THIS DEED, made this 26 day of February, 1999, by ST. JOHNS COUNTY, FLORIDA, a political subdivision of the State of Florida, whose address is County Administration Building, 4020 Lewis Speedway, St. Augustine, FL 32095, hereinafter "Grantor", to ST. AUGUSTINE HEALTH CARE & REHABILITATION INC., a Florida corporation, whose address is P. O. Box 12000, Jackson, MS 39236-2000, hereinafter "Grantee". (Wherever used herein the term "Grantor" and "Grantee" include all of the respective parties to this instrument and the heirs, legal representatives and assigns of individuals, and the successors, and assigns of organizations).

WITNESSETH;

That the Grantor, for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable considerations, receipt and sufficiency being hereby acknowledged, hereby grants, bargains, and sells, forever unto said Grantee, all that certain land, situate, lying and being in the County of St. Johns, State of Florida and more particularly described below. Pursuant to Florida law Section 125.411(3) F.S., this deed conveys only the interest in said land the Grantor has of the date of this conveyance and does not warrant the title or represent any state of facts concerning the title or the method of conveyance. The land and the improvements thereon are conveyed AS IS and subject to all encumbrances existing thereon.

FOR A DESCRIPTION OF THE LANDS CONVEYED,
SEE EXHIBIT "A", ATTACHED HERETO AND BY THIS
REFERENCE MADE A PART HEREOF (THE "PROPERTY")

Parcel Account Number 098370-0060

TOGETHER with all tenements, hereditaments and appurtenances thereto belonging or in anywise appertaining.

THIS COUNTY DEED is also subject to the following non-exclusive list of exceptions:

- a. Special taxes and assessments, confirmed or unconfirmed, for improvements not yet completed, if any;
- b. Any state of facts which a good and accurate survey or inspection of the premises might reveal;

- c. Federal, State, local government (County or City), development, construction, zoning and building laws or ordinances, rules, regulations and resolutions;
- d. Rights, if any, of the public in any portion of the premises which may fall within any public street, way or alley;
- e. All acts of the Grantee occurring prior to, or subsequent to the date of this instrument;
- f. Agreements, conditions, covenants, reservations, restrictions, and servitudes of record; if any;
- g. Easements and rights of way of record.

IN WITNESS WHEREOF the said Grantor has caused these presents to be executed in its name by its Board of County Commissioners acting by the Chairman of the Board, the day and year aforesaid.

**BOARD OF COUNTY COMMISSIONERS
ST. JOHNS COUNTY, FLORIDA**

BY: Marc A. Jacalone
Marc A. Jacalone, Chairman

ATTEST: Cheryl Strickland, Clerk

By: Stacey Osbury
Deputy Clerk

**STATE OF FLORIDA
COUNTY OF ST. JOHNS**

The foregoing instrument was acknowledged before me this 26 day of February, 1999, by Marc A. Jacalone, Chairman of the Board of County Commissioners of St. Johns County, Florida, who is personally known to me and who did not take an oath.

Patricia De Granda
Notary Public State of Florida
My Commission Expires: 01-26-2000



Patricia De Granda
MY COMMISSION # CC516024 EXPIRES
January 26, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

EXHIBIT "A"

A PART OF SECTIONS 24 AND 25, TOWNSHIP 7 SOUTH, RANGE 29 EAST, ST. JOHNS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: FOR A POINT OF REFERENCE, COMMENCE AT THE NORTHWEST CORNER OF LOT 3, BLOCK 2, ST. AUGUSTINE HEIGHTS - UNIT A, AS RECORDED IN MAP BOOK 10, PAGES 52 AND 53 OF THE PUBLIC RECORDS OF SAID COUNTY; THENCE NORTH $24^{\circ}37'00''$ WEST A DISTANCE OF 33.10 FEET TO THE POINT OF INTERSECTION OF THE NORTH LINE OF A 30 FOOT WIDE DRAINAGE EASEMENT AS SHOWN ON SAID PLAT; THENCE SOUTH $89^{\circ}37'00''$ EAST, ALONG SAID NORTH LINE, A DISTANCE OF 269.35 FEET; THENCE NORTH $01^{\circ}02'00''$ WEST, ALONG THE WESTERLY LINE OF THOSE LANDS AS DESCRIBED IN OFFICIAL RECORDS 83, PAGE 378 OF SAID PUBLIC RECORDS, A DISTANCE OF 709.91 FEET; THENCE NORTH $88^{\circ}53'30''$ WEST, ALONG THE SOUTHERLY RIGHT OF WAY LINE OF HASTINGS ROAD AS NOW ESTABLISHED AS A 50 FOOT RIGHT OF WAY, A DISTANCE OF 583.31 FEET; THENCE SOUTH $40^{\circ}22'00''$ WEST, ALONG THE SOUTHEASTERLY LINE OF THOSE LANDS AS DESCRIBED IN OFFICIAL RECORDS 1144, PAGE 924 OF SAID PUBLIC RECORDS, SAID LINE BEING THE SOUTHEASTERLY RIGHT OF WAY LINE OF STATE ROAD NUMBER 207, A DISTANCE OF 232.13 FEET; THENCE NORTH $49^{\circ}38'00''$ WEST, ALONG THE SOUTHWESTERLY LINE OF SAID LANDS AND SAID RIGHT OF WAY, A DISTANCE OF 5.00 FEET; THENCE SOUTH $40^{\circ}22'00''$ WEST, ALONG SAID SOUTHEASTERLY RIGHT OF WAY LINE, A DISTANCE OF 170.63 FEET; THENCE SOUTH $49^{\circ}38'30''$ EAST, ALONG THE EASTERLY RIGHT WAY LINE OF SUNRISE BOULEVARD AS NOW ESTABLISHED AS AN 80 FOOT RIGHT OF WAY, A DISTANCE OF 35.94 FEET TO A POINT OF CURVE OF A CURVE CONCAVE SOUTHWESTERLY, HAVING A RADIUS OF 515.00 FEET; THENCE ALONG AND WITH THE ARC OF SAID CURVE AND ALONG SAID EASTERLY RIGHT OF WAY LINE, A CHORD BEARING OF SOUTH $26^{\circ}41'49''$ EAST AND A CHORD DISTANCE OF 402.69 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH $03^{\circ}37'00''$ EAST, ALONG SAID EASTERLY RIGHT OF WAY LINE, A DISTANCE OF 450.42 FEET; THENCE NORTH $40^{\circ}23'00''$ EAST, ALONG THE AFOREMENTIONED NORTHERLY LINE OF A 30 FOOT DRAINAGE EASEMENT, A DISTANCE OF 547.32 FEET TO THE POINT OF BEGINNING. CONTAINING 13.3 ACRES, MORE OR LESS.

SUBJECT TO THE FOLLOWING:

TEMPORARY CONSTRUCTION EASEMENT AREA:

A PARCEL OF LAND IN SECTIONS 24 AND 25, TOWNSHIP 7 SOUTH, RANGE 29 EAST, ST. JOHNS COUNTY, FLORIDA, CONTAINING 2.40 ACRES (104,439 SQUARE FEET) AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE INTERSECTION OF THE NORTHEAST RIGHT-OF-WAY LINE OF SUNRISE BOULEVARD, AN 80 FOOT WIDTH RIGHT-OF-WAY, WITH THE SOUTHEAST RIGHT-OF-WAY LINE OF STATE ROAD NO. 207, A 100 FOOT WIDTH RIGHT-OF-WAY; THENCE NORTH 40 DEGREES 22 MINUTES 00 SECONDS EAST, ON SAID SOUTHEAST

RIGHT-OF-WAY LINE OF STATE ROAD, 106.69 FEET TO THE POINT OF BEGINNING; THENCE CONTINUING NORTH 40 DEGREES 22 MINUTES 00 SECONDS EAST, ON SAID SOUTHEAST RIGHT-OF-WAY LINE OF STATE ROAD 63.94 FEET; THENCE SOUTH 49 DEGREES 38 MINUTES 00 SECONDS EAST, ACROSS THE SOUTHWEST END OF THAT STRIP OF LAND DESCRIBED IN WARRANTY DEED RECORDED IN OFFICIAL RECORDS BOOK 1144, PAGE 924, PUBLIC RECORDS OF SAID COUNTY, 5.00 FEET; THENCE NORTH 40 DEGREES 22 MINUTES 00 SECONDS EAST, ON THE SOUTHEAST LINE OF SAID STRIP OF LAND DESCRIBED IN OFFICIAL RECORDS BOOK 1144, PAGE 924 A DISTANCE OF 232.13 FEET; THENCE SOUTH 88 DEGREES 53 MINUTES 30 SECONDS EAST, ON THE SOUTH RIGHT-OF-WAY LINE OF HASTINGS ROAD, A 50 FOOT WIDTH RIGHT-OF-WAY 159.46 FEET; THENCE SOUTH 00 DEGREES 21 MINUTES 10 SECONDS WEST 35.25 FEET; THENCE SOUTH 15 DEGREES 39 MINUTES 44 SECONDS EAST 240.66 FEET; THENCE SOUTH 67 DEGREES 48 MINUTES 22 SECONDS WEST 403.94 FEET; THENCE NORTHWESTERLY ON SAID NORTHEASTERLY RIGHT-OF-WAY LINE OF SUNRISE BOULEVARD, ON A CURVE WITH RADIUS OF 515.00 FEET AND CONCAVE SOUTHWESTERLY, THROUGH A CENTRAL ANGLE OF 05 DEGREES 47 MINUTES 19 SECONDS, AN ARC DISTANCE OF 52.03 FEET (CHORD BEING NORTH 38 DEGREES 04 MINUTES 15 SECONDS WEST 52.01 FEET); THENCE NORTH 67 DEGREES 47 MINUTES 44 SECONDS EAST 126.82 FEET; THENCE NORTH 49 DEGREES 38 MINUTES 00 SECONDS WEST 172.05 FEET TO THE POINT OF BEGINNING.

PERMANENT EASEMENT DESCRIPTION:

A PARCEL OF LAND IN THE NORTHEAST QUARTER OF SECTION 25, TOWNSHIP 7 SOUTH, RANGE 29 EAST, ST. JOHNS COUNTY, FLORIDA, CONTAINING 6.61 ACRES MORE OR LESS AND BEING MORE FULLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF LOT 3, BLOCK 2, ST. AUGUSTINE HEIGHTS UNIT A AS RECORDED IN MAP BOOK 10, PAGE 53, PUBLIC RECORDS OF SAID COUNTY; THENCE NORTH 24 DEGREES 37 MINUTES 00 SECONDS WEST 33.10 FEET TO THE POINT OF BEGINNING AT AN ANGLE POINT ON THE NORTHERLY LINE OF A 30 FOOT WIDTH DRAINAGE EASEMENT; THENCE SOUTH 89 DEGREES 37 MINUTES 00 SECONDS EAST, ON THE NORTH LINE OF SAID 30 FOOT WIDTH DRAINAGE EASEMENT AS SHOWN ON PLAT OF SAID ST. AUGUSTINE HEIGHTS UNIT A 259.35 FEET; THENCE NORTH 01 DEGREE 09 MINUTES 00 SECONDS WEST ON THE WEST LINE OF A 10 FOOT WIDTH SANITARY SEWER EASEMENT CONVEYED TO THE CITY OF ST. AUGUSTINE BY INSTRUMENT RECORDED IN OFFICIAL RECORDS BOOK 322, PAGE 210, PUBLIC RECORDS OF SAID COUNTY 710.04 FEET; THENCE NORTH 88 DEGREES 53 MINUTES 30 SECONDS WEST, ON THE SOUTH LINE OF HASTINGS ROAD 411.95 FEET; THENCE SOUTH 00 DEGREES 21 MINUTES 10 SECONDS WEST 35.25 FEET; THENCE SOUTH 15 DEGREES 39 MINUTES 44 SECONDS EAST 309.19 FEET; THENCE SOUTH 16 DEGREES 43 MINUTES 30 SECONDS EAST 32.60 FEET; THENCE SOUTH 15 DEGREES 08 MINUTES 10 SECONDS EAST 273.46 FEET TO THE POINT OF A CURVE TO THE RIGHT WITH RADIUS OF 105.00 FEET; THENCE ON SAID CURVE TO THE RIGHT, THROUGH A CENTRAL ANGLE OF 89 DEGREES 08 MINUTES 27 SECONDS, AN ARC DISTANCE OF 163.36 FEET (CHORD FOR SAID CURVE BEING SOUTH 29 DEGREES 26 MINUTES 03

SECONDS WEST 147.37 FEET); THENCE TANGENT TO SAID CURVE SOUTH 74 DEGREES 00 MINUTES 17 SECONDS WEST 309.84 FEET; THENCE SOUTH 03 DEGREES 37 MINUTES 00 SECONDS EAST, ON THE EAST LINE OF SUNRISE BOULEVARD AS SHOWN ON SAID PLAT OF ST. AUGUSTINE HEIGHTS UNIT A 291.73 FEET; THENCE NORTH 40 DEGREES 23 MINUTES 00 SECONDS EAST ON THE NORTHWEST LINE OF SAID 30 FOOT WIDTH DRAINAGE EASEMENT 547.32 FEET TO THE POINT OF BEGINNING.

EASEMENT TO FLORIDA POWER AND LIGHT COMPANY RECORDED IN OFFICIAL RECORDS BOOK 284, PAGE 91, OF THE PUBLIC RECORDS OF ST. JOHNS COUNTY, FLORIDA.

EASEMENT TO THE CITY OF SAINT AUGUSTINE, FLORIDA, RECORDED IN OFFICIAL RECORDS BOOK 322, PAGE 215, OF THE PUBLIC RECORDS OF ST. JOHNS COUNTY, FLORIDA.

EASEMENT TO ST. AUGUSTINE VILLAGE, LTD. RECORDED IN OFFICIAL RECORDS BOOK 776, PAGE 1439, OF THE PUBLIC RECORDS OF ST. JOHNS COUNTY, FLORIDA.