



RECEIVED
5-8-87

ITT Rayonier Inc.

Southeast Legal Office

*P. O. Box 723
Fernandina Beach, FL 32034
Telephone (904) 261-0828*

May 6, 1987

Board of County Commissioners
Nassau County, Florida
Attn: Mike Mullin, County Attorney
P.O. Box 1563
Fernandina Beach, Florida 32034

Dear Mike:

Enclosed for the County's records is an original executed counterpart of the Amendment to Preliminary Development Agreement for the port facility. This agreement has been executed by all necessary parties, omitting only Container Corporation of America as an ancillary party, as their interest is secondary and subordinate to the Port Authority itself.

This instrument was signed by the Board of County Commissioners on April 10, 1987. Should you have any questions or comments relative to this matter, please don't hesitate to give me a call.

Sincerely,

James L. Shroads

JLS/dg
3522D
Enclosure
cc: Buddy Jacobs

AMENDMENT TO
PRELIMINARY DEVELOPMENT AGREEMENT FOR
PORT FACILITIES DEVELOPMENT
FERNANDINA BEACH, NASSAU COUNTY, FLORIDA
SITES A, B AND C

THIS AMENDMENT is entered into as of this 1st day of May, 1987 by and between the OCEAN HIGHWAY AND PORT AUTHORITY, NASSAU COUNTY, FLORIDA, hereinafter referred to as "Owner", and the STATE OF FLORIDA, DEPARTMENT OF COMMUNITY AFFAIRS, hereinafter referred to as "Department", and the NORTHEAST FLORIDA REGIONAL PLANNING COUNCIL, hereinafter referred to as "Council", joined by the BOARD OF COUNTY COMMISSIONERS OF NASSAU COUNTY, hereinafter referred to as "County", subject to all other governmental approvals and solely at the Owner's own risk and ITT Rayonier Incorporated ("ITT") and Rayland Company, Inc. ("Rayland").

WHEREAS, in April, 1986, the above stated parties and the fee owners of certain lands entered into a Preliminary Development Agreement, recorded in OR Book 488, Page 283, Public Records of Nassau County, Florida (the "PDA"), and,

WHEREAS, at the time of the signing of the PDA the Owner did not own any of the property subject to the PDA, but stated plans to acquire or lease said property over a period of five (5) years beginning with the site for Site A, and,

WHEREAS, ITT is the record owner of Site B as defined and described in the PDA and more particularly described in Official Records Book 488, Pages 300-303 inclusive, Public Records of Nassau County, Florida, and,

WHEREAS the PDA stated that said PDA would not take effect for certain lands until the Owner acquired or leased certain portions of the lands from the fee owners of the property, and,

WHEREAS, the Owner and ITT, have been unable to negotiate a purchase or lease of Site B, as described in the PDA, and,

WHEREAS, ITT states and represents to the Department, the Council, and the County that ITT does not presently intend to sell or lease Site B to the owner, and,

WHEREAS, Rayland, as a subsidiary of ITT, is referenced as a signatory to the PDA regarding Site B.

NOW, THEREFORE, for and in consideration of the premises and the mutual covenants contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the undersigned parties hereto agree to amend the PDA as follows:

1. Site B, which consists of a 32 acre downtown parcel and a 300 acre remote parcel and Site C, the intermodal container facility, are hereby withdrawn and removed from the PDA and all references to Site B and Site C as contained in the PDA are hereby declared to be null and void.

2. All right, title, interest and claim of Owner in and to Site B is hereby released and discharged and the PDA shall have no further application to, nor constitute any encumbrance, restriction or cloud upon, title to Site B.

3. The 32 acre downtown portion of Site B is hereby withdrawn and removed from the Application for Development Approval dated September 1986, and will not be a part of, nor be considered in any part of the Development of Regional Impact process related to the Port of Fernandina project as requested by the Owner; provided, however, that in the event that the three hundred (300) acre portion of Site B as described in the PDA at Official Records Book 488, Page 303 of the Public Records of Nassau County, Florida ("300 Acre Parcel"), is hereafter acquired by the Owner, then the 300 Acre Parcel (as well as any other properties acquired by Owner for Port purposes) shall undergo DRI review either as an inclusion in the Application for Development Approval concerning Development of Regional Impact review of the Port of Fernandina project, or as a substantial deviation to said Port of Fernandina Project.

4. All other provisions of the PDA shall continue in full force and effect, except as modified and amended hereby.

Signed, sealed and delivered
in the presence of:

Blenda E. Lasserre
Blenda Lasserre
As to Ocean Highway and
Port Authority

(SEAL)

OCEAN HIGHWAY AND
PORT AUTHORITY
NASSAU COUNTY, FLORIDA

By: E. E. Lasserre
E. E. LASSERRE, Chairman

ATTEST:

By: Deborah A. Sherman
"Owner"

Stephen B. Anthony
Marcel Hopburn
As to State of Florida,
Department of Community Affairs

(SEAL)

STATE OF FLORIDA, DEPARTMENT
OF COMMUNITY AFFAIRS

By: Thomas D. Belham

"Department"

Approved as to form and
legal sufficiency:

David Jordan
General Counsel, attorney for
Department of Community Affairs

Frian S. Reef
Alfred Walker IV
As to Northeast Florida
Regional Planning Council

(SEAL)

NORTHEAST FLORIDA REGIONAL
PLANNING COUNCIL

By: James J. Galt

ATTEST:

By: Bruce A. Fork

"Council"

[Signature]
Goyce D. Bradley
As to Board of County
Commissioners of
Nassau County

(SEAL)

BOARD OF COUNTY COMMISSIONERS
OF NASSAU COUNTY

BY: [Signature]

ATTEST:

BY: [Signature]

"County"

[Signature]
[Signature]
As to ITT Rayonier
Incorporated

(SEAL)

ITT RAYONIER INCORPORATED

BY: [Signature]
Vice-President

ATTEST:

BY: [Signature]

"ITT"

[Signature]
[Signature]
As to Rayland Company, Inc.

(SEAL)

RAYLAND COMPANY, INC.

BY: [Signature]
PRESIDENT

ATTEST:

BY: [Signature]

"Rayland"

STATE OF FLORIDA)

COUNTY OF NASSAU)

The foregoing instrument was acknowledged before me this 21st day of April, 1987, by E. E. LASSERRE and Barbara D. Thornton as Chairman and Secretary, respectively, of the OCEAN HIGHWAY AND PORT AUTHORITY, NASSAU COUNTY, FLORIDA, on behalf of said Authority.

[Signature]
Notary Public, State of
Florida at Large

My Commission Expires:

Notary Public, State of Florida

My Commission Expires Aug. 7, 1987

Bonded thru Troy Fair - Insurance, Inc.

STATE OF FLORIDA)

COUNTY OF LEON)

The foregoing instrument was acknowledged before me this 1st day of May, 1987, by Thomas B. Bellamy who is the Secretary of the STATE OF FLORIDA, DEPARTMENT OF COMMUNITY AFFAIRS, on behalf of said Department.

[Signature]
Notary Public, State of
Florida at Large

My Commission Expires:

Notary Public, State of Florida
My Commission Expires May 20, 1990
Bonded thru Troy Fair - Insurance, Inc.

STATE OF FLORIDA)

COUNTY OF DUVAL)

The foregoing instrument was acknowledged before me this 27th day of April, 1987, by James J. Catlett and Bruce A. Ford, who are the Executive Director and Regional Planner respectively, of NORTHEAST FLORIDA REGIONAL PLANNING COUNCIL, on behalf of said Council.

Osa M. Silman
Notary Public, State of
Florida at Large

My Commission Expires:

Notary Public, State of Florida
My Commission Expires Nov. 13, 1988
Bonded Thru Troy Fain Insurance, Inc.

STATE OF FLORIDA)

COUNTY OF NASSAU)

The foregoing instrument was acknowledged before me this 10th day of April, 1987, by Dene R. Blocker and J. J. Gresson, who are the Chairman and Clerk, respectively, of the BOARD OF COUNTY COMMISSIONERS OF NASSAU COUNTY, on behalf of said Board.

Masha B. Hator
Notary Public, State of
Florida at Large

My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA
My commission expires Nov. 16, 1990

Connecticut
STATE OF ~~FLORIDA~~)
Fairfield
COUNTY OF ~~NASSAU~~)

The foregoing instrument was acknowledged before me this 17th day of March, 1987, by Roger H. Watts and John B. Lanning, who are the Vice President and Secretary, respectively, of ITT RAYONIER INCORPORATED, on behalf of said corporation.

Janet E. McKay
Notary Public, State of
~~Florida~~ at Large
Connecticut

My Commission Expires:

3/31/89

Connecticut
STATE OF ~~FLORIDA~~)
Fairfield
COUNTY OF ~~NASSAU~~)

The foregoing instrument was acknowledged before me this 17th day of March, 1987, by William A. Berry and John Lanning, who are the President and Secretary, respectively, of RAYLAND COMPANY, INC., on behalf of said corporation.

Janet E. McKay
Notary Public, State of
~~Florida~~ at Large
Connecticut

My Commission Expires:

3/31/89

ACKNOWLEDGEMENT AND CONSENT

The undersigned signatories to the Preliminary Development Agreement for Port Facilities Development Fernandina Beach, Nassau County, Florida Sites A, B and C as parties having an interest in Sites A and C as defined and described therein hereby acknowledge receipt of a true and correct copy of the foregoing Amendment and consent to the terms and conditions thereof.

Signed, sealed and delivered in the presence of:

CONTAINER CORPORATION OF AMERICA

By: _____

ATTEST:

By: _____

As to Container Corporation of America

(SEAL)

Rhonda J. Griffith
Deborah S. Farrell
As to Elton Stubbs

Elton Stubbs
ELTON STUBBS

Deborah S. Farrell
As to O. O. Brown

O. O. Brown
O. O. BROWN

Rhonda J. Griffith
Deborah S. Farrell
As to William Kavanaugh

William Kavanaugh
WILLIAM KAVANAUGH

Treasure K. Campbell
BeLinda Davis
As to William Agricola

William Agricola
WILLIAM AGRICOLA

STATE OF FLORIDA)

COUNTY OF NASSAU)

The foregoing instrument was acknowledged before me this _____ day of _____, 1987, by _____ and _____, who are the _____ and _____, respectively, of CONTAINER CORPORATION OF AMERICA, on behalf of said corporation.

Notary Public, State of Florida at Large

My Commission Expires: _____

STATE OF FLORIDA)

COUNTY OF NASSAU)

The foregoing instrument was acknowledged before me this 9th day of April, 1987 by Elton Stubbs.

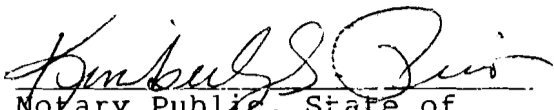
Kimberly S. Davis
Notary Public, State of Florida at Large

My Commission Expires: _____
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires Sept. 13, 1990

STATE OF FLORIDA)

COUNTY OF NASSAU)

The foregoing instrument was acknowledged before me
this 3rd day of April, 1987 by O. O. Brown.



Notary Public, State of
Florida at Large

My Commission Expires:
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires Sept. 16, 1990

STATE OF FLORIDA)

COUNTY OF NASSAU)

The foregoing instrument was acknowledged before me
this 3rd day of April, 1987 by William Kavanaugh.

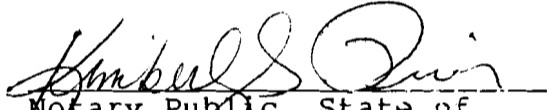

Notary Public, State of
Florida at Large

My Commission Expires:
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires Sept. 16, 1990

STATE OF FLORIDA)

COUNTY OF NASSAU)

The foregoing instrument was acknowledged before me
this 3rd day of April, 1987 by William Agricola.


Notary Public, State of
Florida at Large

My Commission Expires:
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires Sept. 16, 1990

1695M