

a portion of that property from RESIDENTIAL, SINGLE-FAMILY 1 (RS-1) to that of a PLANNED UNIT DEVELOPMENT (PUD); and

WHEREAS, the Planning and Zoning Board of Nassau County has considered said application and held public hearings on the same after due notice, and made its findings and recommendations thereon; and

WHEREAS, the Board of County Commissioners has considered the findings and recommendations of the Planning and Zoning Board and has held its own public hearings on the application after due notice and also considered the Comprehensive Land Use Plan, and finds that the property described in the attached Exhibit "A" is suitable in location and character for the uses proposed in said application according to the criterion as set forth in Ordinance No. 97-19, as amended, Article 25, Planned Unit Development.

NOW THEREFORE, BE IT ORDAINED this 11th day of October, 2004, by the Board of County Commissioners of Nassau County, Florida, that the application for the Planned Unit Development is hereby approved and the land shall be re-zoned as a Planned Unit Development (PUD) in accordance with and subject to the provisions of Article 25 of Ordinance No. 97-19, of the County of Nassau and further subject to the additional conditions, requirements, and findings described below:

SECTION 1. The Planned Unit Development concept shall be as

indicated on the PUD Preliminary Development Plan attached hereto as Exhibit "B". The Planned Unit Development is further subject to the requirements of Ordinance No. 97-19, as amended, in effect on the date hereof except as otherwise provided herein.

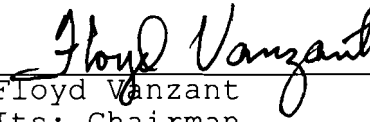
SECTION 2. Owner and Description. Rayonier Timberlands Operating Company, L.P., RCG Holdings, Inc., Pen Ventures, LTD, Segovia Ventures, LTD and Heron Isles Joint Venture, LLP currently own the property re-zoned by this Ordinance and the applicant/Developer is Matovina and Company.

SECTION 3. Conditions: The conditions set forth as Exhibit "C" (the "PUD Conditions") shall be made a part of this Planned Unit Development, and the property shall be subject to said PUD Conditions. Further, the conditions of the Nassau County Zoning Ordinance Code established pursuant to Ordinance 97-19, as amended, established for the final development plan review are applicable, as are Goals and Objectives of the Nassau County Comprehensive Plan as is currently in effect in Nassau County, Florida.

SECTION 4. This Ordinance shall take effect upon its being filed in the Office of the Secretary of State.

ADOPTED this 11th day of October, 2004.

BOARD OF COUNTY COMMISSIONERS
NASSAU COUNTY, FLORIDA



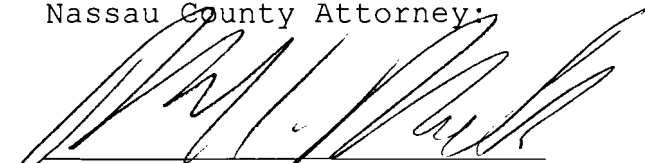
Floyd Vanzant
Its: Chairman

ATTEST:



J. M. "CHIP" OXLEY, JR.
Its: Ex-Officio Clerk

Approved as to form by the
Nassau County Attorney:

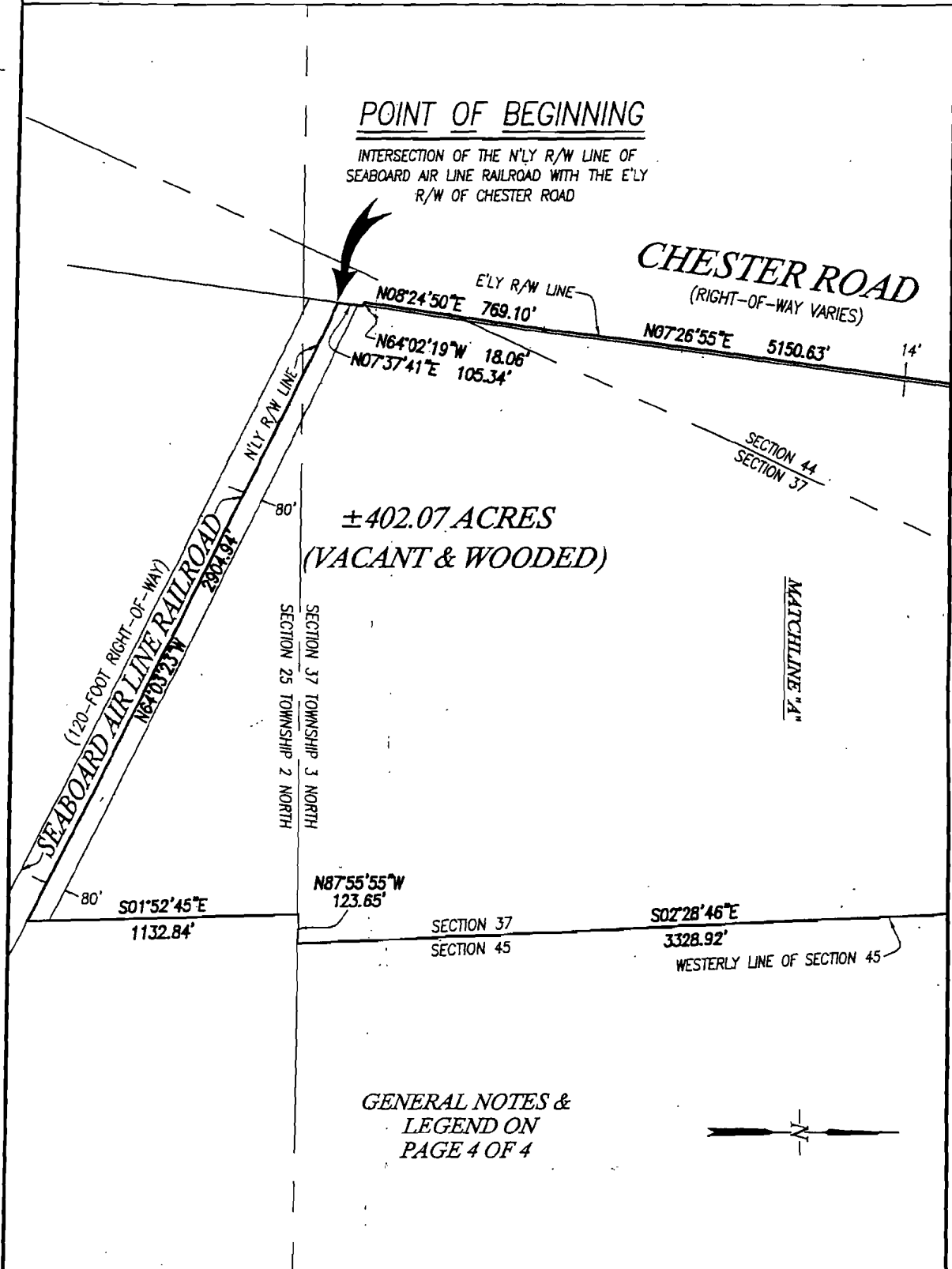


MICHAEL S. MULLIN

EXHIBIT "A"

A PORTION OF SECTIONS 37, 44 AND 50, TOWNSHIP 3 NORTH, AND A PORTION OF SECTION 25, TOWNSHIP 2 NORTH, RANGE 28 EAST, NASSAU COUNTY, FLORIDA

FOR: MATOVINA & COMPANY



Charles R. Lee

JOHN M. JAMES
REGISTERED SURVEYOR & MAPPER NO. 4774 FL
CHARLES R. LEE
REGISTERED SURVEYOR & MAPPER NO. 4774 FL

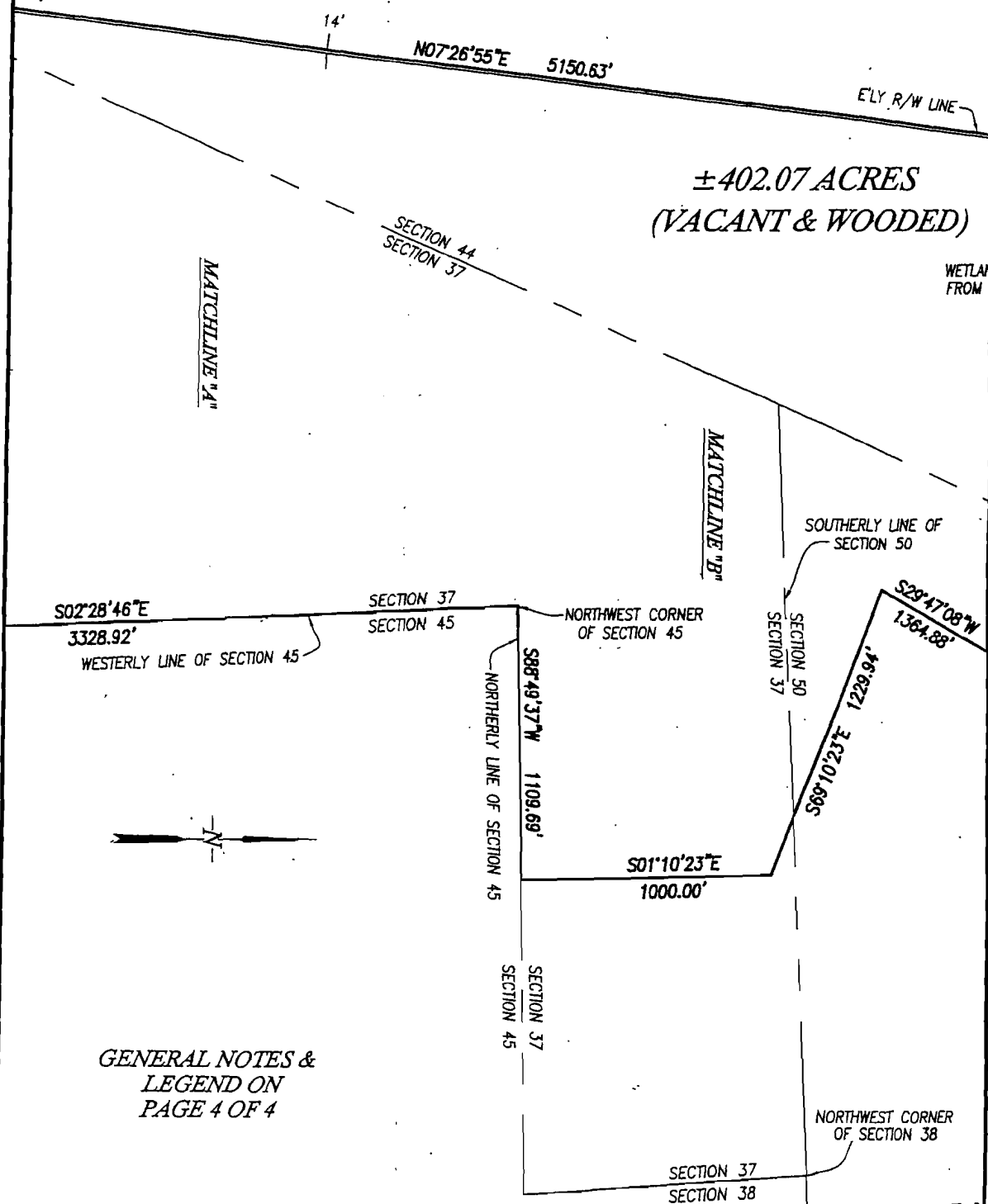
PRIVETT & ASSOC. OF FLORIDA, INC.
SURVEYORS, MAPPERS AND LAND PLANNERS
2732 TOWNSEND BOULEVARD
JACKSONVILLE, FLORIDA, 32211

A PORTION OF SECTIONS 37, 44 AND 50, TOWNSHIP 3 NORTH, AND A PORTION OF SECTION 25, TOWNSHIP 2 NORTH, RANGE 28 EAST, NASSAU COUNTY, FLORIDA

FOR: MATOVINA & COMPANY

CHESTER ROAD

(RIGHT-OF-WAY VARIES)

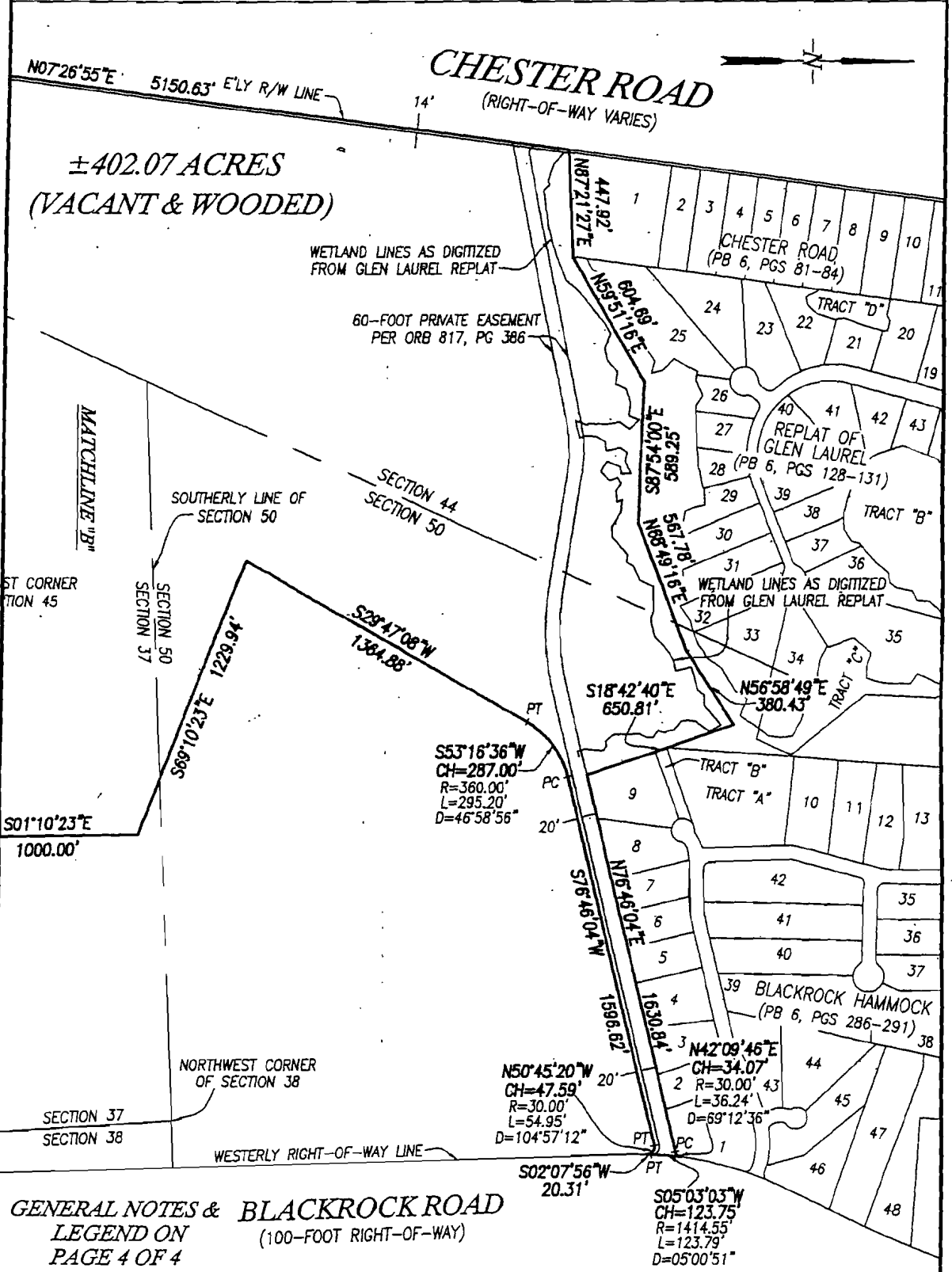


±402.07 ACRES
(VACANT & WOODED)

GENERAL NOTES &
LEGEND ON
PAGE 4 OF 4

A PORTION OF SECTIONS 37, 44 AND 50, TOWNSHIP 3 NORTH, AND A PORTION OF SECTION 25, TOWNSHIP 2 NORTH, RANGE 28 EAST, NASSAU COUNTY, FLORIDA

FOR: MATOVINA & COMPANY



GENERAL NOTES & LEGEND ON PAGE 4 OF 4

PRIVETT & ASSOC. OF FLORIDA, INC. SURVEYORS, MAPPERS AND LAND PLANNERS 2732 TOWNSEND BOULEVARD JACKSONVILLE, FLORIDA, 32211

LEGAL DESCRIPTION:

A PORTION OF SECTIONS 37, 44 AND 50, TOWNSHIP 3 NORTH, AND A PORTION OF SECTION 25, TOWNSHIP 2 NORTH, ALL IN RANGE 28 EAST, NASSAU COUNTY, FLORIDA AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: FOR THE POINT OF BEGINNING COMMENCE AT THE INTERSECTION OF THE NORTHERLY RIGHT-OF-WAY LINE OF SEABOARD AIR LINE RAILROAD (A 120-FOOT RIGHT-OF-WAY AS NOW ESTABLISHED) WITH THE EASTERLY RIGHT-OF-WAY LINE OF CHESTER ROAD (A VARIABLE WIDTH RIGHT-OF-WAY AS NOW ESTABLISHED); THENCE THE FOLLOWING (4) COURSES ALONG SAID EASTERLY RIGHT-OF-WAY LINE: COURSE (1) - NORTH 07°37'41" EAST, 105.34 FEET; COURSE (2) - NORTH 64°02'19" WEST, 18.06 FEET; COURSE (3) - NORTH 08°24'50" EAST, 769.10 FEET; COURSE (4) - NORTH 07°26'55" EAST, 5,150.63 FEET TO THE SOUTHWEST CORNER OF TRACT "B", CHESTER ROAD, ACCORDING TO PLAT THEREOF RECORDED IN PLAT BOOK 6, PAGES 81 THROUGH 84 OF THE PUBLIC RECORDS OF SAID COUNTY; THENCE NORTH 87°21'27" EAST, ALONG THE SOUTHERLY LINE OF SAID TRACT "B" AND ALONG THE SOUTHERLY LINE OF LOT 1, SAID CHESTER ROAD, 447.92 FEET TO THE SOUTHEAST CORNER THEREOF; THENCE NORTH 59°51'16" EAST, 604.69 FEET; THENCE SOUTH 87°54'00" EAST, 589.25 FEET; THENCE NORTH 68°49'16" EAST, 567.78 FEET; THENCE NORTH 56°58'49" EAST, 380.43 FEET; THENCE SOUTH 18°42'40" EAST, TO AND ALONG A WESTERLY PLAT LINE OF BLACKROCK HAMMOCK, ACCORDING TO PLAT THEREOF RECORDED IN PLAT BOOK 6, PAGES 286 THROUGH 291 OF THE PUBLIC RECORDS OF SAID COUNTY, 650.81 FEET TO A SOUTHWEST CORNER OF SAID BLACKROCK HAMMOCK, THE SAME BEING THE NORTHERLY LINE OF A 60-FOOT PRIVATE EASEMENT RECORDED IN BOOK 817, PAGE 386 OF THE OFFICIAL RECORDS OF SAID COUNTY; THENCE THE FOLLOWING (2) COURSES ALONG SAID NORTHERLY LINE AND ALONG THE SOUTHERLY BOUNDARY OF SAID BLACKROCK HAMMOCK: COURSE (1) - NORTH 76°46'04" EAST, 1,630.84 FEET TO A POINT OF CURVATURE; COURSE (2) - IN A NORTHEASTERLY DIRECTION, ALONG THE ARC OF A CURVE, SAID CURVE BEING CONCAVE NORTHWESTERLY AND HAVING A RADIUS OF 30.00 FEET, A CHORD BEARING AND DISTANCE OF NORTH 42°09'46" EAST, 34.07 FEET TO THE WESTERLY RIGHT-OF-WAY LINE OF BLACKROCK ROAD (A 100-FOOT RIGHT-OF-WAY AS NOW ESTABLISHED); THENCE THE FOLLOWING (2) COURSES ALONG SAID WESTERLY RIGHT-OF-WAY LINE: COURSE (1) - IN A SOUTHERLY DIRECTION, ALONG THE ARC OF A CURVE, SAID CURVE BEING CONCAVE EASTERLY AND HAVING A RADIUS OF 1,414.55 FEET, A CHORD BEARING AND DISTANCE OF SOUTH 05°03'03" WEST, 123.75 FEET TO THE POINT OF TANGENCY OF SAID CURVE; COURSE (2) - SOUTH 02°07'56" WEST, 20.31 FEET; THENCE IN A NORTHWESTERLY DIRECTION, ALONG THE ARC OF A CURVE, SAID CURVE BEING CONCAVE SOUTHWESTERLY AND HAVING A RADIUS OF 30.00 FEET, A CHORD BEARING AND DISTANCE OF NORTH 50°45'20" WEST, 47.59 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 76°46'04" WEST, 1,596.62 FEET TO A POINT OF CURVATURE; THENCE IN A SOUTHWESTERLY DIRECTION, ALONG THE ARC OF A CURVE, SAID CURVE BEING CONCAVE SOUTHEASTERLY AND HAVING A RADIUS OF 360.00 FEET, A CHORD BEARING AND DISTANCE OF SOUTH 53°16'36" WEST, 287.00 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE SOUTH 29°47'08" WEST, 1,364.88 FEET; THENCE SOUTH 69°10'23" EAST, 1,229.94 FEET; THENCE SOUTH 01°10'23" EAST, 1,000.00 FEET TO A SOUTHERLY LINE OF SAID SECTION 37, THE SAME BEING THE NORTHERLY LINE OF SECTION 45, SAID TOWNSHIP AND RANGE; THENCE SOUTH 88°49'37" WEST, ALONG LAST SAID NORTHERLY SECTION LINE, 1,109.69 FEET TO THE NORTHWEST CORNER OF SAID SECTION 45; THENCE SOUTH 02°28'46" EAST, ALONG THE WESTERLY LINE OF SAID SECTION 45, THE SAME BEING AN EASTERLY LINE OF SAID SECTION 37, 3,328.92 FEET TO THE SOUTHERLY LINE OF SAID SECTION 37, THE SAME BEING THE NORTHERLY LINE OF SAID SECTION 25; THENCE NORTH 87°55'55" WEST ALONG LAST SAID NORTHERLY SECTION LINE, 123.65 FEET; THENCE SOUTH 01°52'45" EAST, 1,132.84 FEET TO THE AFOREMENTIONED NORTHERLY RIGHT-OF-WAY LINE OF THE SEABOARD AIR LINE RAILROAD; THENCE NORTH 64°03'23" WEST, ALONG SAID NORTHERLY RIGHT-OF-WAY LINE, 2,904.94 FEET TO THE POINT OF BEGINNING.

THE LAND THUS DESCRIBED CONTAINS 402.07 ACRES, MORE OR LESS.

SKETCH DATE: 10/21/03
 DRAWN BY: CRL/JEH
 CHECKED BY: CRL/JMJ

LEGEND:

ORB=OFFICIAL RECORDS BOOK
 PG=PAGE MB=MAP BOOK
 R/W=RIGHT-OF-WAY
 PB=PLAT BOOK

REVISIONS			
NO.	DATE	DESCRIPTION	BY
1	6/01/04	AMENDED SKETCH TO SHOW REVISED BOUNDARY LINES	CRL
2	6/10/04	REVISED BOUNDARY LINES	CRL
3	6/26/04	CHANGED SIZE OF DRAWING TO 8 1/2" X 14"	CRL
NO.	DATE	DESCRIPTION	BY

NOTES:

- 1) THE SPECIFIC PURPOSE OF THIS SKETCH IS TO ACCOMPANY LEGAL DESCRIPTION.
- 2) THIS IS NOT A BOUNDARY SURVEY. BEARINGS SHOWN HEREON ARE BASED ON REFERENCE SURVEY OF PARENT TRACT BY R.E. HOLLAND & ASSOCIATES, INC., THEIR DRAWING NO. E-17802, LAST REVISED ON 12/20/02.

PRIVETT & ASSOC. OF FLORIDA, INC.
 SURVEYORS, MAPPERS AND LAND PLANNERS
 2732 TOWNSEND BOULEVARD
 JACKSONVILLE, FLORIDA. 32211

EXHIBIT "B"

EXHIBIT "C"

EXHIBIT "C"

NARRATIVE DESCRIPTION ATTACHED TO APPLICATION FOR PLANNED UNIT DEVELOPMENT

REVISED JUNE August 2530, 2004

HERON ISLES

I. INTRODUCTION

A. Application for Rezoning. This application for rezoning of the ~~388.41~~ 402.07-acre tract described on Exhibit "B" attached to the application ("the Property") is submitted by Matovina & Company as agent for Heron Isles Joint Venture, LLP, Rayonierland Timberlands Operating Company, Rayland, L-PLC., Pen Ventures, Ltd., Segovia Ventures, Ltd. and RCG Holdings, Inc. (the "Owners").

B. Zoning Change Requested. The Property is presently zoned ORS-1 (Residential Single Family Open Rural) and PUD (Planned Unit Development) with a designation of MDR (Medium Density Residential – 3 Dwelling Units/Acre) on the Nassau County Future Land Use Map. The Applicant/Developer requests that the entire Property be rezoned to Planned Unit Development ("PUD"). The requested rezoning would allow development of the portion of the Property labeled as Parcel "A" as 749 single family units and the development of the Property labeled as Parcel "B" as commercial as shown by Exhibit "F". The allowable uses, density, and proposed development conditions and standards are described in more detail in the intended plan of development included as Section III below (the "Intended Plan of Development").

C. Organization of Application. The location and physical characteristics of the Property are described in Section II below. Section II also provides an overview of the surrounding land uses. Section III is the Intended Plan of Development. Section IV addresses consistency with the comprehensive plan and compatibility with surrounding land uses. In Section V ownership and maintenance of common facilities is addressed. Section VI provides a summary of the application.

II. LOCATION AND PHYSICAL CHARACTERISTICS

A. Location. The Property is a ~~388.41~~ 402.07-acre tract located east of Chester Road, west of Blackrock Road and northerly of the Seaboard Air Line Railroad. As shown on Exhibit "F", the Applicant/Developer has proposed to construct the parkway from Chester Road to Blackrock Road as requested by the Nassau County Engineering Services Department. The proposed development, therefore, will be accessible to both Chester and Blackrock Road.

B. Physical Characteristics of the Site. The site is predominantly pine flat woods. Soil conditions are not expected to pose any significant limitation on development. The Property drains generally to the southeast and ultimately outfalls into the marshes of Lanceford Creek to the east.

C. Surrounding Uses. The Property is bounded on the north by rural single-family developments (RS1) and to the south by the Seaboard Air Line Railroad and property zoned for commercial use south of the railroad. West of the property lies a vast acreage tract owned by Rayland, the Owners of a portion of the subject property. To the east are rurally-developed properties fronting Lanceford Creek (RS-1).

III. INTENDED PLAN OF DEVELOPMENT

A. Use. Parcel "A" will be developed with up to 749 single-family residential lots. The gross density of the Property will be ~~2.04~~ units per acre (749 units divided by ~~37258.0241~~ total acres). The proposed density of the development will be within the allowable density of two (2) to three (3) units per acre in the Medium Density Residential land use category. Permitted accessory uses and structures in Parcel "A" shall comply with the provisions of Section 28.15 of the Zoning Code with the following additional restrictions;

(a) Guest houses or servants quarters, noncommercial greenhouses and/or plant nurseries and private boat houses or shelters shall not be allowable uses.

(b) Air conditioning compressors or other equipment designed to serve the main structure may be located in any required side or rear yard, but not less than six (6) feet from any rear property line.

(c) Mobile homes shall be allowed as temporary uses for sales centers and construction offices until such time as all of the residential units have been constructed and sold in the development.

Home occupations in accordance with the provisions of Section 28.14 of the Zoning Code shall be the only allowable conditional uses within Parcel "A".

Parcel "B" will be developed as commercial in accordance with the Permitted Uses and Structures, Special Restrictions, Permitted Accessory Uses and Structures and Conditional Uses established by Sections 15.01 through 15.04 of the Zoning Code for the Commercial Neighborhood (CN) zoning districts. The following uses shall be allowed in addition to the uses allowed by Article 15:

(a) The area included within Parcel "B" labeled as a "Fire Station" may be developed as a fire station provided that such area shall not exceed two (2) acres.

(b) The area included within Parcel "B" labeled as "Neighborhood Convenience" may include a convenience store with gasoline dispensing facilities containing no more than four (4) pump islands with not more than four (4) gasoline or fuel pumps; provided

that no repairs or other automobile services are provided. The site plan for the Neighborhood Convenience parcel shall be required to have a landscape plan by a registered landscape architect and be subject to the approval of the Board of County Commissioners. Any loading and unloading service areas shall be screened from residential areas including Parcel "A".

B. Minimum Lot and Yard Requirements and Building Restrictions.

(a) Single Family. Parcel "A" will be developed into up to 749 single-family lots having a minimum lot area of 4,000, 5,000 and 6,000 square feet and a minimum lot width of 40', 50' and 60', respectively. Lot sizes will vary as shown on Site Plan in Exhibit "F". The lot sizes will vary as depicted on the attached Site Plan. Each lot shall have a minimum frontage on a right-of-way of 80% of the minimum lot width. For lots located on a curvilinear street or an approved cul-de-sac, the minimum frontage required on a right-of-way shall be 25'. The maximum allowable height of structures shall be 35 feet. There shall be a five (5) foot minimum side setback measured from the property line, a minimum twenty (20) foot rear setback measured from the rear property line and a minimum 20-foot front setback measured from the right-of-way. For corner lots, the setback from the right-of-way shall be twenty feet (20') for the yard parallel to the street upon which the lot has its least dimension and ten feet (10') for the other yard adjacent to the right-of-way. The setbacks shall be measured to the walls of the structures. A minimum 10-foot separation between structures shall be maintained (eave encroachments up to 18 inches in side yards shall be allowed). A single family home may be located on a platted lot, a combination of platted lots, or a portion of a platted lot so long as the building parcel is at least as large as the minimum building parcel size, the proposed construction meets all required setbacks, and the total number of units does not exceed the number of platted lots. Maximum lot coverage will be 60% for 40-foot lot; 55% for 50-foot lot; and 50% for a 60-foot lot.

(b) Commercial. The Minimum Lot Requirements, Minimum Yard Requirements and Building Restrictions for Parcel "B" will be as provided for the Commercial Neighborhood zoning district in accordance with Article 15 of the Zoning Code. For uses in Parcel "B" included within the Commercial, Professional and Office zoning district (which are allowable uses under the Commercial Neighborhood zoning district), the Minimum Lot Requirements, Minimum Yard Requirements and the Building Restrictions will be as provided for the Commercial, Professional and Office zoning district in accordance with Article 19 of the Zoning Code. A 25-foot Landscape buffer is required between Parcel "A" and Parcel "B". This buffer may be interrupted to accommodate pedestrian circulation systems.

C. Site Drainage. The development of the Property shall meet all applicable requirements of the St. Johns River Water Management District and Nassau County. The retention areas and other elements of the drainage system outside the road rights-of-way serving the single family development will be maintained by a property owners' association or community development district and will be subject to appropriate easements prohibiting construction of accessory uses that would interfere with drainage or maintenance. The retention areas and other elements of the drainage system for the commercial parcels will be owned and maintained privately by the owners of such parcels.

D. Recreational Amenity. Prior to the issuance of the certificate of occupancy on the 450th residential unit, the Applicant/Developer shall provide community recreation in Phase One of Parcel "C" as shown on the Site Plan at Exhibit "F" that includes a multi-purpose open play field, a children's play structure/tot lot, a bike rack, parking, a restroom facility and a gazebo/covered viewing area. Prior to the issuance of the certificate of occupancy on the 500th residential unit, the Applicant/Developer shall provide community recreation in Phase Two of Parcel "C" as shown on the Site Plan at Exhibit "F" that includes another multi-purpose, open play field, a children's play structure/tot lot and a gazebo/covered viewing area. The amenity shall be constructed substantially as shown by the Amenity Site Plan at Exhibit "G" and shall be in accordance with current ADA requirements. This meets the Level of Service as adopted in the Recreation Impact Fee Study prepared by the Northeast Regional Planning Council for Regional and Community Park Impact Fees.

This facility will be accessible by pedestrian traffic by way of interior residential sidewalks on the streets in the development and by vehicular traffic via the parkway running from Chester to Blackrock Road. Phase One of the amenity will include parking and a drop off area for vehicular traffic. Phase Two of the amenity will include an overflow/grassed parking area to provide additional parking for special events at the recreation area. This active recreation along with the passive recreation in the form of the wetlands to be preserved adjacent to the amenity as shown by the Amenity Site Plan will provide the required recreation for the development.

E. Open Spaces. The areas to be depicted as 'open spaces' on Final Development Plans, including but not limited to the wetland preservation areas, wetland mitigation areas and passive amenity areas, shall be permitted to be used for passive recreational activities. Multi-purpose trails and walkways may be constructed in and through these areas subject to applicable wetland permitting and other governmental agency permitting. The exact boundaries of all such areas shall be established on the Final Development Plans for each phase or increment of development. Wetland areas and upland conservation buffer total more than 192 Acres of the total area for the development.

F. Vehicular and Pedestrian Circulation System. The internal roadways of the development will be approved by the Nassau County Engineering Services Department and constructed in accordance with the latest Nassau County Construction Details and Specifications. Five-foot wide sidewalks will be provided on both sides of all of the roadways within the development and shall be integrated/connected to sidewalks or other pedestrian circulation systems that shall be constructed by the developer of such commercial areas along Chester Road through the commercial areas so as to provide a continuous pedestrian circulation system from the southern to the northern boundaries of the Property. Traffic calming provisions as permitted by Nassau County Engineering Services Department will be provided in Parcel "A" as appropriate, along the two major central spine roads in the south section of the development.

A southerly connection to either the property to the east of the PUD or the eighty (80) foot right-of-way at the southern end of the PUD (to be dedicated as hereinafter provided) shall be

provided as shown by the Site Plan at Exhibit "F". In the event that such connection dead-ends at the time it is constructed, a cul-de-sac shall be constructed where it dead-ends as required by the Engineering Services Department. In the event that the construction of the cul-de-sac requires an easement over adjacent lots which renders such lots unbuildable (see the temporary cul-de-sac shown on the Site Plan at Exhibit "F"), then, upon removal of such cul-de-sac in connection with the extension of that road, the easement for the cul-de-sac shall automatically be vacated and construction of residential units may proceed on the lots previously affected by the cul-de-sac.

Chester Road will be the construction entrance/access for the development and Applicant Developer will use its best efforts to minimize the use of Blackrock Road by construction vehicles involved in the development.

Except for temporary closures during the construction of the Parkway (as hereinafter defined), Applicant Developer shall allow the logging road crossing the northern portion of the development from Blackrock Road to Chester Road to be used as an emergency route and shall not obstruct the logging road. Upon completion of the Parkway and dedication of the Parkway to the County, the logging road will no longer be required to remain unobstructed.

G. Phasing and Commencement of Construction. The development of the project will occur in phases over a period of approximately ten (10) years. Construction shall commence on the first phase no later than two (2) years from the date of approval of the PUD. Parcel "A" is broken down into two (2) phases as shown on the Site Plan at Exhibit "F" with Phase One containing up to 290 lots and Phase Two containing the balance of the lots provided that the total for Phases One and Two does not exceed 749 lots. Permitting and physical development within Phases One and Two may actually occur in smaller phases for marketing purposes as market conditions dictate, i.e., all of Phase One will not be required to be developed simultaneously. The approximate acreage of each phase is depicted in tabular form and attached to the Site Plan at Exhibit "F".

H. Public Facilities.

(a) Utilities. Underground water and sewer service will be provided by JEA. Underground electric service will be provided by Florida Power & Light. Fire hydrants will be located on final development plans and will be constructed in accordance with applicable County and JEA requirements.

(b) Impact Fees Based on the current fee schedule the development will generate the following estimated impact fees for use by the County for the provision of Public Facilities;

<u>Type of Fee</u>	<u>Phase One</u>	<u>Phase Two</u>	<u>Total</u>
Transportation	\$190,144	\$300,953	\$491,097

Administration	33,739	53,400	87,139
Fire/EMS	29,516	46,717	76,233
Police	38,909	61,584	100,493
	-----	-----	-----
Total	\$292,308	\$462,654	\$754,962
	=====	=====	=====

(c) Fire Station. The Fire Station site shall be dedicated to the County prior to issuance of the first residential building permit. The Applicant/Developer shall pay for title examination, "Phase One" environmental audit and boundary survey. This site shall revert to the grantor in the event that the County has not completed construction of the fire station within ten (10) years from the date of the dedication of the land.

Applicant/Developer will start the construction of the fire station on the dedicated site ~~within one (1) year of the dedication as set forth in Paragraph H(e) and all permits being obtained on or before October 1, 2005 and complete such construction on or before October 1, 2006.~~ The County will provide the plans, which include fixtures, and specifications ~~no later than one hundred and twenty (120) days prior to the required date for commencement of construction on or before April 1, 2005.~~ The latest date to start construction and the latest date to complete construction will be extended by one (1) day for each day that the County delivers the plans after April 1, 2005 or such dates may be extended without amending this PUD by a resolution approved by the Board of County Commissioners. The Applicant/Developer will secure all necessary permits. Applicant/Developer shall pay any cost associated with the construction of the fire station (excluding any costs associated with the fire equipment for the fire station) provided that the total cost to the Applicant/Developer shall not exceed a base of \$450,000.00, indexed for inflation based on the CPI index and the cost of any enhancements proposed by the Applicant/Developer.

Upon completion of the fire station and issuance of a certificate of occupancy for it by the County, Applicant/Developer shall receive transferable, on a proportional basis, to the builders within the PUD, fire impact fee credits in the amount of the total cost to construct the fire station, which shall not exceed the total obligation of the Applicant/Developer for the fire impact fee.

(d) Transportation Improvements. As previously mentioned, the Applicant/Developer will construct a two (2)-lane parkway (The Parkway) from Chester Road to Blackrock Road as shown by the Site Plan at Exhibit "F". The Parkway will be constructed in two (2) phases as shown by the Site Plan. The first phase of the Parkway will be constructed and completed in connection with the Phase One of Parcel "A". The second phase of the Parkway will be constructed and completed as required in connection with the issuance of a Concurrency Certificate or Fair Share Agreement for all of the residential units in Phase Two of the development.

Acceleration/deceleration lanes will be constructed at the intersection of the Parkway with Chester Road as required by the Engineering Services Department. Installation of a left turn

signal from eastbound traffic on SR 200/A1A to Chester Road and replacement of the mast arm pole, if required, will be provided as required by the Engineering Services Department of Nassau County. These improvements, if required, will be completed in connection with the development of the Phase One of residential units.

The County, at its discretion, may dedicate transportation impact fees collected from residential units permitted in the development to improvements to Chester Road and Blackrock Road such as pavement widening and intersection improvements. Improvements to Blackrock Road, if any, to be constructed by Applicant/Developer shall be as required per the traffic study provided by Applicant/Developer in connection with the issuance of a Concurrency Certificate or Fair Share Agreement for all of the residential units in Phase Two of the development. The Applicant/Developer reserves the right to request transferable transportation impact fee credits in an amount not to exceed the construction costs of The Parkway.

(e) Dedication of Right-of-Way. Applicant/Developer shall dedicate fourteen (14) feet of right-of-way along the western boundary of the Property adjacent to Chester Road as each phase is platted adjacent to Chester Road. Applicant/Developer shall dedicate an eighty (80) foot right-of-way along the southern boundary of the Property included within the PUD simultaneously with the recording of the first plat for the development or ten (10) days after written approval of the form of deed from the County, whichever comes later. The 80-foot right-of-way dedication shall be subject to the approval of the Board of County Commissioners of a County Road Plan including this extension. The deed for this right-of-way shall contain a reverter clause, which provides that title to such right-of-way shall revert to the grantor in the event that the County has not ~~completed construction~~ provided in its Capital Improvements Program plans for the construction of a road over such right-of-way within ten (10) years from the date of its dedication. The County shall reserve the right to divert any portion of the Applicant/Developer's \$450,000 obligation for fire station construction (as outlined in (c) above) to use for the construction of a road along this right-of-way. This condition applies only to the fire station funding and does not change the Applicant/Developer's requirement to dedicate the fire station site to the County prior to the issuance of the first residential building permit.

I. Wetland Buffers. A professional analysis of the wetlands on the property has been undertaken based on the St. Johns River Water Management District (SJRWMD) criteria, and the wetland lines based on that analysis have been flagged and surveyed. The wetlands on the site will be managed subject to an Environmental Resource Permit from the SJRWMD and Individual Permit from the US Army Corps of Engineers (USACOE). These permits will use on-site wetland creation, enhancement and buffering to mitigate all impacts associated with the development. Existing wetlands will be protected by an upland buffer as required by the Nassau County requirements of Section 6.5 of Ordinance 2000-40 or such other ordinance in effect which requires such buffers at the time of construction plan approval. All wetland areas and buffers shall be identified on the Final Development Plan(s) and are shown on the attached Exhibit "F".

J. Signage. Project identification signs shall not exceed 160 square feet on each face, not be wider than 10 feet or greater than 16 feet in height and may be installed at the intersection of The Parkway with Chester Road and Blackrock Road. Within Parcel "A" and "C" of the development, signs identifying each residential area and recreational facility may be installed with a face not to exceed 48 square feet at the intersection of the entry to each residential area with The Parkway, at the entrance to the parking lot for the amenity area and at the southerly and northerly most intersections of the residential areas with Chester Road. Commercial signage for Parcel "B" shall not exceed 16 feet in height and shall be limited to two (2) colors excluding beige, gray or some other neutral color; billboards shall be governed by the provisions of Ordinance 2002-29. Any other provisions for signage shall adhere to the A1A Access Management Overlay District, as appropriate, as adopted by the Board of County Commissioners. All project signs shall be designed as ground-mounted signs or integrated into or mounted on the landscape features such as walls and fences. All lighting of signs shall be ground mounted units projecting onto the sign. The signs at each intersection may be single faced, double faced or may include two (2) separate signs, one on each side of the intersection.

IV. CONSISTENCY WITH COMPREHENSIVE PLAN AND COMPATIBILITY WITH SURROUNDING USES

A. Consistency with Comprehensive Plan. All of the Property lies within the Medium Density Residential Land Use (3 Dwelling Units/Acre) category as shown on the Future Land Use Map of the Nassau County Comprehensive Plan (the "Comprehensive Plan").

B. Compatibility with Surrounding Development. The surrounding areas located north, east and west of the project have been or will be developed predominately with single-family development. Density within subdivisions northerly and easterly of the Property averages one-two (1-2) units per acre. As a result, the proposed density for this project is consistent and comparable with the surrounding development. The land lying west of the Property is currently vacant and used for silviculture practices by the Owners.

V. OWNERSHIP AND MAINTENANCE OF COMMON FACILITIES

The Parkway is intended to be dedicated to Nassau County. The water, sewer, electrical, telephone, and other similar utility lines are to be owned and maintained by the respective utility companies.

Within the residential portion of the PUD (including the amenity area) the following requirements shall apply:

(i) The ponds and other features of the stormwater water management system installed to comply with the requirements of the St. Johns River Water Management District shall be maintained by a mandatory property owner's association or community development district.

(ii) The mandatory property owner's association and/or community development district shall have the power to assess residents of the proposed development and will be controlled by the Applicant/Developer, until the last lot is purchased or as otherwise determined by Florida statute. Each lot owner shall be required to be a member of the association and/or the community development district and to pay assessments.

(iii) The property owner's association or a community development district shall also maintain project signage, any common landscaping and recreational areas. Areas which are to be maintained by the property owner's association or community development district will be specifically identified in final development plans.

(iv) Subdividing common open space to individual property owners for private enjoyment is prohibited. The Applicant/Developer reserves the right to place one or more conservation easement(s) over any wetland/upland buffer area.

All facilities within Parcel "B" of the PUD shall be privately owned and maintained by such owners.

VI. SUMMARY

In summary, the proposed project is consistent with the comprehensive plan, compatible with the surrounding land uses and will benefit the County by providing a properly planned, affordable community with adequate project drainage and retention, traffic and pedestrian circulation consistent with and furthering the objectives of the Nassau County Comprehensive Plan. Within one year of approval of Preliminary Development Plan (Exhibit "F"), submission of Final Development Plan for Phase One of the development to Planning & Zoning for review and to the Board of County Commissioners for final approval shall occur.

h/anne/agreements/heron-isles-dev-agmt-exh-a