

RESOLUTION NO. 2006-126

**NASSAU COUNTY BOARD OF COUNTY COMMISSIONERS RESOLUTION NO. 2006-126,
A DEVELOPMENT ORDER FOR THREE RIVERS, A DEVELOPMENT OF REGIONAL
IMPACT UNDER CHAPTER 380, FLORIDA STATUTES; AUTHORIZING DEVELOPMENT
OF APPROXIMATELY 1,630 ACRES IN WESTERN NASSAU COUNTY; ESTABLISHING
MITIGATION REQUIREMENTS FOR REGIONAL IMPACTS INCLUDING MITIGATION
FOR TRANSPORTATION AND ENVIRONMENTAL IMPACTS, PROVIDING
DEVELOPMENT BUILD-OUT DATES; ESTABLISHING AN EFFECTIVE DATE.**

LET IT BE KNOWN that, pursuant to Section 380.06 of the Florida Statutes, the Nassau County Board of County Commissioners heard at a duly noticed public hearing convened on August 28, 2006; an Application for Development Approval ("ADA") for Three Rivers, to be developed in the manner described in the ADA and Responses to Requests for Additional Information filed by MA Investment Company, LLC for said development; and

RECITALS

WHEREAS, the Nassau County Board of County Commissioners considered the report and recommendations of the Northeast Florida Regional Council, the Nassau County staff, the documents and comments upon the record made before the Nassau County Board of County Commissioners; and

WHEREAS, this Development Order was approved by the Nassau County Board of County Commissioners by Resolution No. 2006- 126 ; and

WHEREAS, the Three Rivers Development of Regional Impact (DRI) is a proposed mixed use development on approximately 1,630 acres located near Yulee in Nassau County, Florida (the "DRI Property"); and

WHEREAS, MA Investment Company, LLC is the Developer of record for the Three Rivers DRI; and

WHEREAS, Three Rivers Timber, LLC and Ann DeKay Evans are the owners of the DRI Property and has duly authorized the Developer to include the Property in the DRI Property; and

WHEREAS, the authorized agents for the Developer are Prosser Hallock, Inc., 13901 Sutton Park Drive So., Suite 200, Jacksonville, Florida 32224; and Rogers Towers, P.A., 1301 Riverplace Boulevard, Suite 1500, Jacksonville, Florida 32207; and

WHEREAS, the proposed Comprehensive Plan Amendment required to authorize “pipelining” as a method of addressing Developer’s transportation mitigation has been provided to the Florida Department of Community Affairs, Northeast Florida Regional Council and Nassau County; and

WHEREAS, the ADA was reviewed by the Northeast Florida Regional Council as required by Section 380.06, F.S. (2005), and the Council recommended July 6, 2006 that the Application be approved, subject to certain conditions; and

WHEREAS, the proposed Comprehensive Plan Amendment changing approximately 1,630 acres from Agriculture to Multi-Use (MU) has been provided to DCA, NEFRC, and Nassau County; and

WHEREAS, the Nassau County Board of County Commissioners duly noticed and on August 14, 2006, held a public hearing on the application as required by Section 380.06, F.S. (2005), and afforded the public and all affected parties an opportunity to be heard and to present evidence; and

WHEREAS, implementation of the Master Plan for Three Rivers will create a variety of distinct residential neighborhoods or villages buffered from one another and from the commercial/industrial centers, by conserved wetlands and uplands, with each conveniently located within walking or biking distance; and

WHEREAS, the Developer is seeking to provide a high quality of life for families within the Three Rivers DRI while protecting the beauty and benefit of the natural characteristics of the property for future generations; and

WHEREAS, the Developer has assembled a team of engineers, environmental consultants, architects and planners with a history of environmental sensitivity and is committed to design and develop joint strategies with permitting agencies and local government to ensure the protection of water quality of the adjacent Nassau River and Boggy Creek.

FINDINGS OF FACT AND CONCLUSIONS OF LAW

1. The proposed DRI is not in an area designated as an Area of Critical State Concern pursuant to the provisions of Section 380.05, F.S (2005).
2. The proposed DRI is consistent with the State Comprehensive Plan.
3. The proposed DRI is consistent with the Strategic Regional Policy Plan adopted by the Northeast Florida Regional Council.

4. The proposed DRI is consistent with the Nassau County Comprehensive Plan and Nassau County land development regulations.
5. The proposed DRI is consistent with the June 9, 2006 Regional Recommendations Report of the Northeast Florida Regional Council issued pursuant to Section 380.06, F.S (2005).

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners of Nassau County, Florida, in public hearing duly constituted and assembled on August 28, 2006, that the Three Rivers DRI is hereby approved, subject to the following terms and conditions, restated in full:

GENERAL CONDITIONS

1. **Application for Development Approval.** The DRI shall be developed on the Property described in Exhibit A in accordance with the information, plans and commitments contained in (1) the Three Rivers DRI ADA dated September 26, 2005, (2) the ADA first sufficiency response dated December 14, 2005, (3) the ADA second sufficiency response dated March 24, 2006, (4) the Master Plan, Map H, dated September 1, 2005, attached as Exhibit B, and (submitted by the Developer as part of the DRI review prior to adoption of this Development Order). The aforementioned items shall be made part of this Development Order.
2. **Land Use Totals.** The DRI may be developed with the following improvements:

| Type | Phase I 2006-2011 | Phase II 2012-2016 | Total |
|-------------|----------------------|-----------------------|--------------|
| Retail | 200,000 s.f. | 300,000 s.f. | 500,000 s.f. |
| Industrial | 50,000 s.f. | 200,000 s.f. | 250,000 s.f. |
| Dry Storage | 300 slips | 0 slips | 300 slips |
| Office | 0 s.f. | 50,000 s.f. | 50,000 s.f. |
| Residential | 1,400 units | 1,800 units | 3,200 units |

The development rights contained in the table above may be utilized only within the boundaries of the Three Rivers DRI. Development in Phase II may be advanced prior to Phase II so long as all development order conditions for development in Phase II have been met. The Developer may increase or decrease the amount of a particular land use within the approved development program without filing a Notice of Proposed Change by using an exchange table that is based on equivalent peak hour

directional trip ends. The use of the conversion factor shall be limited by the Minimum and Maximum Table for each land use as follows:

| ITE Code | Land Use | Proposed Amount | Minimum Allowable | Maximum Allowable | Trip Rate PM Peak Hour ⁽¹⁾ |
|----------|-------------------------------|-----------------|-------------------|-------------------|---------------------------------------|
| 254 | Assisted Living (beds) | 0 | 0 | 100 | 0.22 per bed |
| 420 | Marina (berths) | 300 | 225 | 375 | 0.19 per birth |
| 130 | Industrial Park (square feet) | 250,000 | 187,500 | 312,500 | 0.94 per 1,000 sf |
| 710 | Gen Office (square feet) | 50,000 | 37,500 | 62,500 | 3.34 per 1,000 sf |
| 820 | Shopping Ctr (square feet) | 500,000 | 375,000 | 625,000 | 3.62 per 1,000 sf |
| 210 | Residential (units) | 2,210 | 1,658 | 2,763 | 0.82 per unit |

| Land Use To Reduce | | | | | | |
|------------------------|------------------------|-----------------|-----------------------|-------------------|-------------------|-----------------------|
| Land Use To Increase | Assisted Living (beds) | Marina (berths) | Industrial (1,000 sf) | Office (1,000 sf) | Retail (1,000 sf) | Single Family (units) |
| Assisted Living (beds) | --- | 1.158 | 0.234 | 0.066 | 0.061 | 0.268 |
| Marina (berths) | 0.864 | --- | 0.202 | 0.057 | 0.052 | 0.232 |
| Industrial (1,000 sf) | 4.273 | 4.947 | --- | 0.281 | 0.260 | 1.146 |
| Office (1,000 sf) | 15.182 | 17.579 | 3.553 | --- | 0.923 | 4.073 |
| Retail (1,000 sf) | 16.455 | 19.053 | 3.851 | 1.084 | --- | 4.415 |
| Residential (units) | 3.727 | 4.318 | 0.872 | 0.246 | 0.227 | --- |

(1) TIPS for Florida, Version 1.03

- (a) At any time of election of a land use trade-off under the Land Use Exchange Table, the Developer shall notify, in writing, Nassau County, the Department of Community Affairs (DCA), Florida Department of Transportation District II Urban Office in Jacksonville (FDOT), and the Northeast Florida Regional Council (NEFRC) of the election and shall provide the County, DCA, and NEFRC with cumulative land use totals and remaining allowable quantities. Written notice of the trade-off election shall be given to the DCA and NEFRC at least thirty (30) days before the local government hearing or meeting, if required.

- (b) So long as the trade-off is consistent with the criteria contained in the exchange table and no change is made to the Master Plan, Map H, no additional DRI approvals shall be required for the trade-off. Trade-off elections shall be reported biennially as provided below. Use of the exchange table will be reported on an individual and cumulative basis and project impacts documented in the biennial report. Any future NOPC shall incorporate any changes due to the use of the matrix.
3. **Build-out and Expiration of DRI.** The build-out date for all development is December 31, 2016. The DRI termination and DRI Development Order expiration dates are established as December 31, 2021. Any extensions of the DRI build-out, termination or expiration dates shall be governed by the provisions of Section 380.06(19)(c), F.S. (2005), as amended from time to time. The foregoing notwithstanding, the time periods stated above and the phasing periods shall be tolled during the period of any appeal pursuant to Section 380.07, F.S. (2005), or during the pendency of any administrative or judicial proceedings relating to development permits.
4. **Effective Date.** The Development Order shall take effect upon transmittal to the Department of Community Affairs, the Northeast Florida Regional Council and the Developer in accordance with Rule 9J-2.025(5) F.A.C. and Subsection 380.07(2), F.S. (2005).
5. **Monitoring Official.** The Director of the Nassau County Growth Management Department or his/her designee shall be the local official responsible for monitoring the development for compliance by the Developer with this Development Order.
6. **Downzoning Protection.** The Three Rivers DRI as approved in this Development Order shall not be subject to downzoning or reduction of approved land uses before December 31, 2016 unless the Developer consents to such change or Nassau County demonstrates that substantial changes in the conditions underlying the approval of this Development Order have occurred, or that the Development Order was based on substantially inaccurate information provided by the Developer, or that the changes clearly established by Nassau County are essential to the public health, safety and welfare.
7. **Election Regarding Environmental Rules.** Pursuant to Section 380.06(5)(c), F.S. (2005), the Developer has elected to be bound by the rules adopted pursuant to Chapters 373 and 403 in effect as of the date of this Development Order, including, but not limited to, the provisions of Section 373.414(13), F.S. (2005). Such rules shall be applicable to all application for permits pursuant to those chapters which are necessary for and consistent with the development

authorized in this Development Order, except that a later-adopted rule shall be applicable to an application if:

- (a) The later-adopted rule is determined by the rule adopting agency to be essential to the public health, safety, or welfare; or
- (b) The later-adopted rule is adopted pursuant to Section 403.061(27), F.S. (2005); or
- (c) The later-adopted rule is being adopted pursuant to a subsequently enacted statutorily mandated program; or
- (d) The later-adopted rule is mandated in order for the state to maintain delegation of a federal program; or
- (e) The later-adopted rule is required by state or federal law.

Further, to qualify for the benefits of this provision, the application must be filed within five (5) years from the issuance of this Development Order and the permit shall not be effective for more than ten (10) years from the issuance of the Development Order. Nothing in this General Condition shall be construed to alter or change any permitting agency's authority to approve permits or to determine applicable criteria for longer periods of time.

8. **Reporting.** The Developer or its successors or assigns, shall submit a biennial report no later than September 1 of every other year, commencing September 1, 2008, until build-out. The report shall be submitted to Nassau County, the Northeast Florida Regional Council, Florida Department of Community Affairs, the Northeast District of the Florida Department of Environmental Protection, St. Johns River Water Management District, Florida Game and Fresh Water Fish Commission, and any other affected permit agencies. Form RPM-BSP-ANNUAL REPORT-1 of the Florida Department of Community Affairs, as amended from time to time, may be used for the format of this report. In conformance with Subsections 380.06(15) and (18), F.S. (2005), failure to file the report in a timely manner may result in the temporary suspension of this Development Order. The biennial report shall include the following:

- (a) A description of any changes made in the plan of development, phasing, or in the representations contained in the Application for Development Approval since the date of adoption of this Development Order, and any actions taken by Nassau County to address these changes. Copies of any approvals taken by the local government to address these

changes including copies of any revised master plans not previously submitted will be attached to the monitoring report. Any trade-off elections permitted by the Land Use Exchange Table. Any actions (substantial or non-substantial deviation determinations) taken by the local government to address these changes, including a cumulative history of such changes since adoption of the Development Order;

- (b) A summary comparison of development activity proposed or conducted since the preceding monitoring report and activity projected for that period until submittal of the next regular monitoring report. The summary will include: a description of site improvements, number of residential lots platted, gross floor area of non-residential uses constructed by land use type, location, and phase, with appropriate maps and number of boat dock permits issued. A tabulation of the amount of acreage developed in the reporting period shall be provided by land use categories listed in Chapter 28-24, F.A.C.;
- (c) Identification of the name of the purchaser of any undeveloped tracts of land in the Three Rivers DRI, including the location and size of the tracts purchased, and the amount of development rights allocated to the purchaser, with map(s) which show the parcel(s) or sub-parcel(s) acquired. Also, to the extent known to the Developer, a description of any lands purchased or optioned within one (1) mile of the boundaries of the Three Rivers DRI by a person who has acquired a fee simple or lesser interest in the Three Rivers DRI subsequent to issuance of this Development Order (but excluding persons who have only acquired a leasehold interest in lands or improvements within the Three Rivers DRI), identifying such land, its size, and its intended use on a site plan and map;
- (d) A cumulative summary of all development that has taken place within the Three Rivers DRI by the land use categories listed in Chapter 28-24, F.A.C. including residential lots platted, gross floor area of non-residential uses constructed by land use type and location, together with a cumulative summary of location, size (acreage), development rights purchased (land use type and square footage), and the name of the purchaser of all parcels purchased within the Three Rivers DRI;
- (e) A specific assessment of the Developer, Developer' successor, if any, and Nassau County's compliance with conditions and commitments contained in this Development Order;

- (f) A description of any known incremental DRI applications for development approval or requests for a substantial deviation that were filed in the reporting period and to be filed during the next reporting period;
- (g) A description of any change in local government jurisdiction for any portion of the development since this Development Order was issued. A description of any moratorium imposed by a regulatory agency on development within the Three Rivers DRI, specifying the type, duration, cause, and remedy;
- (h) A listing of any significant local, state and federal permits which were obtained, applied for, or denied, during this reporting period, specifying the agency, type of permit, parcel, location(s), and activity for each permit;
- (i) A copy of the recorded notice of the adoption of a development order or the subsequent modification of an adopted development order that was recorded by the Developer pursuant to Paragraph 380.06 (15)(f), F.S. (2005);
- (j) Provide an analysis demonstrating there will be sufficient capacity of potable water, wastewater, and solid waste facilities serving the Three Rivers DRI for the anticipated development for the ensuing reporting period;
- (k) Traffic reports, which shall be submitted to the Florida Department of Transportation (FDOT) District Urban Office in Jacksonville, as well as to the Nassau County Growth Management Department, NEFRC, and DCA. The first traffic report shall be due concurrently with the first monitoring report and then biennially thereafter until project build-out, unless otherwise specified by the NEFRC. The following information shall be included:
 - (i) A description of current development by land use, type, location, number of residential units and amount of square footage of non-residential, along with the proposed construction schedule for the ensuing 24-month period, and appropriate maps. Actual trip generation data from the development and an estimate of project trip generation for the ensuing 24-month period shall be included. ITE Trip Generation Manual data shall be used to estimate project trip generation for the ensuing 24-month period.
 - (ii) The status of improvements to be pipelined by the Developer, including the status of the payment of the proportionate share and schedule for new and/or improved roadways, traffic control devices or other transportation facility improvements to be constructed or provided by the Developer or governmental

entity to accommodate the total existing and anticipated traffic demands, any and all developer's agreements, and any other Developer's obligations required in the Development Order to meet transportation conditions.

- (l) The acreage of uplands and wetlands placed under recorded conservation easements;
 - (m) A description of any change to the previously reported stormwater plans, design criteria, or planting and maintenance plans; and
 - (n) Each biennial report shall be accompanied by a statement certifying that the NEFRC (with appropriate filing fee), Florida Department of Community Affairs, Nassau County, Florida Department of Transportation, Florida Department of Environmental Protection and the St. Johns River Water Management District have been sent copies of the Biennial Monitoring Report in conformance with Subsections 380.06(15) and (18), F.S. (2005). It is the responsibility of the Developer to guarantee that all appropriate agencies receive a copy of the biennial report.
9. **Notice of Adoption.** Notice of the adoption of this Development Order, or any subsequent amendment to it, shall be recorded by the Developer in accordance with Sections 28.222 and 380.06(15)(f), F.S. (2005), with the Clerk of the Circuit Court of Nassau County, Florida. Recordation of this notice shall not constitute or provide actual or constructive notice of a lien, cloud or encumbrance of the DRI Property. The conditions of this Development Order shall run with the land and bind the successors and assigns of the Developer on the DRI Property. Any contract or agreement for sale of those interests by the Developer for all or any part of the property subject to this Development Order shall contain a legend substantially in the following form printed or stamped thereon:

THE PROPERTY DESCRIBED IN THIS AGREEMENT IS PART OF THE THREE RIVERS DEVELOPMENT OF REGIONAL IMPACT AND IS SUBJECT TO A DEVELOPMENT ORDER, NOTICE OF WHICH IS RECORDED IN THE PUBLIC RECORDS OF NASSAU COUNTY, FLORIDA, WHICH IMPOSES CONDITIONS, RESTRICTIONS AND LIMITATIONS UPON THE USE AND DEVELOPMENT OF THE SUBJECT PROPERTY WHICH ARE BINDING UPON EACH SUCCESSOR AND ASSIGN OF MA INVESTMENT COMPANY, LLC. THE DEVELOPMENT ORDER DOES NOT CONSTITUTE A LIEN, CLOUD OR ENCUMBRANCE OF REAL PROPERTY OR CONSTITUTE ACTUAL OR CONSTRUCTIVE NOTICE OF SAME. A COPY OF THE DEVELOPMENT ORDER MAY BE REVIEWED AT THE

OFFICE OF THE GROWTH MANAGEMENT DEPARTMENT, NASSAU COUNTY,
FLORIDA.

10. **Application for Proposed Changes.** The Developer shall submit simultaneously to Nassau County, the Northeast Florida Regional Council and Florida Department of Community Affairs any applications for proposed changes to the DRI and shall comply with the requirements of Section 380.06(19), F.S. (2005), concerning substantial deviations. In the event the Developer of record for the Three Rivers DRI changes from MA Investment Company, LLC, a Notice of Proposed Change must be approved identifying the new Developer of record for the DRI.
11. **Subsequent Requests for Development Permits.** Subsequent requests for DRI development permits for the development approved herein shall not require further review pursuant to Section 380.06, F.S. (2005), unless it is found by the Nassau County Board of County Commissioners, after due notice and hearing, that one or more of the following is present:
 - (a) substantial deviation from the terms or conditions of this Development Order, or other changes to the approved Development Plan which create a reasonable likelihood of adverse regional impacts or other regional impacts which were not evaluated in the review by the Northeast Florida Regional Council; or
 - (b) An expiration of the period of effectiveness of this Development Order as provided in this Development Order.

Upon a finding that (a) is present, the Nassau County Board of County Commissioners shall order compliance with Section 380.06(19)(g) and (h), F.S. (2005), and development within Three Rivers may continue, as approved, during the DRI review in those portions of the development that are not affected by the proposed change. Upon a finding that (b) is present, the Nassau County Board of County Commissioners shall order a termination of all development activity until such time as a new DRI application for development approval has been submitted, reviewed and approved in accordance with Section 380.06, F.S. (2005).

12. **Limitation of Approval.** The approval granted by this Development order is limited. Such approval shall not be construed to obviate the duty of the Developer to comply with all other applicable local or state permitting procedures.

SPECIAL CONDITIONS

13. **Vegetation and Wildlife.** Much of the project site has been and will continue to be used for agricultural and silvicultural purposes. Agricultural and silvicultural activities within a certain parcel may occur until the commencement of development of that parcel provided that an average 25-foot undisturbed upland buffer around the jurisdictional wetlands is maintained on that parcel. All such activities shall comply with the requirements of the Nassau County Comprehensive Plan, where applicable.
14. **Wetlands.** In connection with permit applications for the stormwater management system for the Three Rivers DRI, the Developer shall ensure maintenance of hydroperiods within conserved wetlands, unless otherwise permitted by the St. Johns River Water Management District. No development activities, as defined in Section 380.04, F.S. (2005), except for activities permitted by the appropriate environmental permitting agencies, shall be allowed in any of the wetland areas within the Three Rivers DRI. Wetland impacts will be mitigated through the regulatory permitting process of the St. Johns River Water Management District and the U.S. Army Corp of Engineers. The exact boundaries of the areas to be conserved shall be determined in connection with wetland delineation and environmental resource permitting by the St. Johns River Management District. The limits of the conserved wetlands shall be delineated on the engineering plans submitted for approval by Nassau County. All engineering plans submitted to Nassau County shall be consistent with the requirements of applicable permits issued by the St. Johns River Water Management District. Prior to commencement of clearing, earth movement, construction or other development (including platting) within 500 feet of any wetlands within the jurisdiction of FDEP or SJRWMD, those wetlands shall be surveyed and the wetland boundaries shall be approved by the SJRWMD. All wetland and upland preservation areas required under this Development Order shall be protected by conservation easements meeting the requirements of Sec. 704.06, F.S. (2005).
15. **Upland Buffers.** All development shall comply with the St. Johns Water Management District requirements. An average twenty-five (25) foot averaged undisturbed upland buffer (minimum fifteen (15) feet) will be provided adjacent to contiguous wetlands. In no instance shall the upland buffer be less than fifteen (15) feet, except for those areas adjacent to unavoidable wetland impacts such as road crossings. An average twenty-five (25) foot building setback to the upland buffer will be provided measured from the landward edge of the undisturbed upland buffer.

Approved accessory uses, except for buildings with a permanent foundation, are allowed in the building setback.

16. **Conservation Easements.** The Developer will record conservation easements covering the conserved wetlands and undisturbed upland buffers onsite meeting the requirements of Sec. 704.06, F.S. (2005). Conservation easements and the portions of the recorded covenants and restrictions that relate to preservation of wetlands and upland buffers shall be enforceable by the Developer, the property owners association, the St. Johns River Water Management District, Nassau County and the Northeast District of the Florida Department of Environmental Protection. The covenants and restrictions or conservation easement shall not permit variances from the minimum standards set forth in this Development Order. The covenants and restrictions or conservation easements shall not permit variances from the minimum standards set forth in this Development Order. Such conservation easements shall be recorded upon recordation of a plat containing the wetlands or undisturbed upland buffer areas.
17. **Stormwater Pollution Prevention.** Construction activity within the Three Rivers DRI shall be conducted in accordance with a stormwater pollution prevention plan developed pursuant to the EPA NPDES permit program. Prior to commencement of any construction which will be adjacent to a conserved wetland, the contractor shall be required to install silt fencing on the landward edge of the undisturbed upland buffer or landward of the undisturbed upland buffer at the physical limits of construction to protect the conserved wetlands. The silt fencing shall be inspected at least once a week and repairs to fallen or damaged sections shall be made immediately upon discovery. The provisions of this Development Order Special Condition shall be incorporated into all construction contracts for work within the Three Rivers DRI. All contractors working within the Three Rivers DRI shall be notified of the requirement for a stormwater pollution prevention plan developed pursuant to the EPA NPDES Permit Program and shall be advised of the requirements set forth above concerning silt fencing. Copies of the stormwater pollution prevention plans shall be provided to Nassau County and the Northeast District office of the Florida Department of Environmental Protection. In addition, the Developer agrees to incorporate practices such as the use of slow release fertilizer and other Best Management Practices into its property management contracts to further improve surface water quality.
18. **Surface Water Quality Monitoring Plan.** Prior to commencement of construction activity within the DRI, the Developer will develop and secure FDEP approval of a Surface Water

Quality Monitoring Plan which will provide, at a minimum, for collection of background data for six (6) consecutive months prior to construction and quarterly thereafter for an appropriate length of time. If the Surface Water Quality Monitoring Program identifies variations in water quality of receiving waters from established background water quality attributable to discharges from the Project, then the Northeast District of the Florida Department of Environmental Protection shall promptly notify the Developer of such conditions. In such event, the Developer shall cooperate with the Northeast District of the Florida Department of Environmental Protection to develop a plan to address the problem. The actions required to address the problem, including the means of payment by the Developer for the costs of such plan and actions required, and the timeframe within which to implement the corrective action shall be agreed upon by the Northeast District of the Florida Department of Environmental Protection, Nassau County, and the Developer. If agreement is not reached within one (1) month from the time FDEP notifies the Developer of a variation in water quality, no further permits shall be issued until agreement is reached. Failure to implement the agreed-upon plan of action within the timeframe agreed upon will be a violation of this Development Order Special Condition.

19. **Floodplain.** All construction within the 100-year floodplain, shall comply with applicable federal, state, and local laws and regulations. In connection with review of the management and storage of surface waters permit or permits for the Project, the St. Johns River Water Management District shall review plans for fill within the 100-year floodplain to ensure there is no measurable increase in flood elevations off-site. No permits for residential, commercial or public buildings will be issued for construction within any portion of the 100-year floodplain where the base flood elevation has not been established until the Developer has provided to Nassau County data on the site specific base flood elevation. All road crossings and finished floor elevations of buildings within the 100-year floodplain shall be developed in accordance with the Nassau County Comprehensive Plan and land development regulations.
20. **Water Supply.**
 - (a) Development within the Three Rivers DRI shall occur concurrent with the provision of adequate central potable water supply meeting the adopted level of service in the Nassau County Comprehensive Plan. Provision of central water supply shall be provided by JEA.

- (b) The commercial, industrial, recreational and community service parcel landscaped areas shall be irrigated with available stormwater as the primary (first) source. Shallow (surficial aquifer) irrigation wells will serve as backup (secondary) source for irrigation. No ground water, excluding surficial aquifer, shall be utilized for surface water level maintenance or decorative uses.
- (c) Water conservation strategies, including the encouragement of xeriscape landscaping techniques and low-flow plumbing fixtures shall be incorporated into the construction, operation, and maintenance phases of the development and shall be included in the covenant and deed restrictions.
- (d) The Developer shall display information on xeriscaping and/or native vegetation and/or drought tolerant vegetation, water conservation guides and IFAS Cooperative Extension Services' "Florida Yards and Neighborhoods" in a prominent location in the Three Rivers sales offices.
- (e) The Developer shall implement a customer and employee water conservation education program as specified in Sec. 12.2.5.1(e) of the SJRWMD Consumption Use Permitting Developer's Handbook. The curriculum of the education program shall be supplied with the first DRI Monitoring Report and each subsequent report until build-out. This condition may be satisfied by the water utility provider with approval of the St. Johns River Water Management District.
- (f) On or before the first DRI Monitoring Report, Developer shall evaluate irrigated turf acreage and establish limits in association with the consumptive use and/or Environmental Resources Permit.
- (g) Prior to the initiation of Phase 2 of the Three Rivers development, the Developer will reanalyze the availability of reclaimed water for use in irrigation. If reclaimed water is available to the site, the Developer will incorporate the utilization of reclaimed water into the project irrigation system for remaining undeveloped areas of the project where financially feasible.
- (h) At the time of site plan approval, the Developer will provide an overview of a comprehensive water conservation plan which addresses the following:

- a. Specific percentage of water wise/native vegetation required throughout the development.
- b. Limits on turf areas.
- c. Use of water saving fixtures.
- d. Sub metering multi-family units.
- e. Requirements for use of non-potable water for outside irrigation.
- f. Use of rain-sensor sprinklers.
- g. Promoting or encouraging participation in Florida Water Star program.
- h. Distribution of water conservation literature (such as information on water wise landscaping, native vegetation, and drought-tolerant vegetation) to residents and tenants.

This information will be provided to the SJRWMD and included in the biennial monitoring report.

21. **Wastewater Management.**

- (a) Development of the Three Rivers DRI shall proceed concurrent with the provision of adequate central sewer service meeting the adopted level of service standards in the Nassau County Comprehensive Plan. Provision of sanitary sewer service shall be provided by JEA.
- (b) Septic systems may only be used in connection with remote recreational amenities. When a central sewer system is installed to within two hundred (200) feet of a temporary septic system, the septic system shall be removed and central sewer and water service shall be provided to recreational amenity. A temporary septic or holding tank system may be utilized for construction and marketing trailers.

22. **Stormwater Management.** Development within the Three Rivers DRI shall proceed concurrent with a contiguous, functioning, permitted management and storage of surface waters system. The project shall meet the adopted drainage level of service standard in the Nassau County Comprehensive Plan. Roadway designs adjacent to conserved wetland areas will provide for the capture and diversion of design capacity stormwater runoff from the roadway surface to the stormwater treatment system for treatment.

23. **Solid Waste.** The Project shall meet the level of service standard established in the Nassau County Comprehensive Plan. Prior to the issuance of any permits for vertical construction in Phase 2, the Developer will consult with the County Administrator to reassess landfill capacity. In the event there is insufficient capacity, the Developer will work with the County to reach a mutually satisfactory solution for solid waste disposal.

24. **Transportation.** To meet concurrency requirements, pursuant to Section 163.3180(12), F.S. (2005), the Developer will contribute \$12,519,000 (proportionate-share contribution) in funded transportation improvements and/or cash payments to offset the impacts of the Three Rivers DRI development to the regional transportation system, as described below.
- (a) Prior to any permits being issued for vertical construction in Three Rivers, the Developer will be responsible for pipelining improvements to the ramps at the I-95/S.R. 200 interchange. The Developer shall be responsible for constructing, or paying FDOT to construct, (1) an additional eastbound right turn lane on S.R. 200 to facilitate right-turn movements onto the southbound entrance ramp at the interchange, and (2) adding a left turn lane to the northbound exit ramp at the interchange. Vertical development shall not be permitted until this transportation mitigation improvement has commenced construction or a bond has been posted for the cost of the construction of the improvements.
 - (b) In addition, the Developer shall be responsible for the cost of an Interchange Operational Analysis Report (IOAR), not to exceed \$50,000. The IOAR will analyze the intersection capacities at the I-95 ramp intersections with S.R. 200 for the beginning year traffic, interim year traffic, and design year traffic. The analysis shall identify intersection improvements needed to provide acceptable levels of service for each of these analysis years. This study will not analyze merge/diverge conditions at the ramp connections to the I-95 mainline. The money for the study must be contributed to FDOT, or the Developer must retain at its expense and with approval of FDOT a consultant to perform this study, no greater than sixty (60) days from the date of Development Order approval.
 - (c) Prior to the issuance of any permits for vertical construction in Phase 1 of Three Rivers, the Developer shall be responsible for contributing \$500,000 to Nassau County to be utilized in the formation of an east/west corridor vision plan. At the Developer's option, this contribution shall be made to Nassau County, or the Developer must retain at its expense and with approval of Nassau County, a consultant to perform this study.
 - (d) Prior to the issuance of any permits for vertical construction in Phase 2 of Three Rivers, the Developer will be responsible for contributing \$11,612,000 (in 2006 dollars) to FDOT for one (1) of the following improvement options:

- (1) The proportionate share may be used to assist FDOT with the cost of the six-laning of any or all portions of S.R.200/A1A from U.S. 17 to Amelia Island. The construction phase of the six-laning of S.R. 200/A1A from U.S. 17 to Amelia Island, or a portion thereof greater to or equal in value to the Developer's proportionate share of \$12,112,000 (in 2006 dollars), must be in the first three (3) years of the FDOT Five-Year Work Program; or
 - (2) The proportionate share may be earmarked toward assisting FDOT with the cost of four-laning the portion of S.R. 200 from Evelyn Street to Griffin Road. The construction phase of the four-laning of S.R. 200 from Evelyn Street to Griffin Road must be in the first three years of the FDOT Five-Year Work Program; or
 - (3) The proportionate share may be put into an escrow account established for long-term improvements to the I-95/S.R. 200 interchange as determined by an Interchange Modification Report. This option may only be available if the County has developed, in collaboration with FDOT, a long-term financially feasible plan for funding all improvements specified in the IMR; or
 - (4) Pursuant to a Notice of Proposed Change (NOPC), the proportionate share may be contributed to Nassau County for the construction of improvements to a facility(ies) parallel to S.R. 200/A1A that, upon completion, will divert a significant amount of traffic from S.R. 200/A1A such that the roadway operates at an acceptable LOS. Data and analysis to support the function of the parallel facility shall be included in the NOPC.
- (e) **Site Access Improvements.** The Developer shall be responsible for all necessary improvements at the project entrances, including but not limited to turn lanes, traffic signals, acceleration and deceleration lanes, etc., as determined necessary by Nassau County and FDOT, at both access points at S.R. 200.
- (f) **Transit.** In the event that public transit service is provided to Three Rivers, transit passenger shelters and transit bays shall be constructed, as determined necessary by the transit provider, to facilitate transit service.
- (g) **Bicycle and Pedestrian Connections.** In order to promote alternative forms of transportation, the Developer shall provide a comprehensive system of bicycle paths and

pedestrian walkways or multi-use trails throughout the Three Rivers DRI. All residential development shall be connected to employment and shopping areas via this path system.

- (h) The ADA included off-site intersection and SR 200/A1A analyses and no additional study or mitigation beyond those items in the First Sufficiency Response (pages 21-23 and 21-34) shall be required by the Developer to obtain FDOT access permits.

25. **Air Quality.** The following fugitive dust control measures, as necessary, shall be undertaken during all construction activities throughout build-out of the project:

- (a) Contractors will moisten soil or use resinous adhesives on barren areas, which shall include, at a minimum, all roads, parking lots, and material stockpiles;
- (b) Contractors will use mulch, liquid resinous adhesives with hydro-seeding or sod on all landscape areas;
- (c) Contractors will remove soil and other dust-generating material deposited on paved streets by vehicular traffic, earth moving equipment, or soil erosion;
- (d) Contractors will utilize the best operating practices in conjunction with any burning resulting from land clearing, which may include the use of air curtain incinerators if required by Nassau County Fire Department.

26. **Affordable Housing.** Within the Village Center, ancillary dwelling units will be allowed associated with single family units. These ancillary units are considered a part of the single-family unit and not an additional unit. They can be designed as garage apartments or small detached units which can provide affordable rental units for employees of the businesses located within the Village Center and other jobs within the Three Rivers project. The Developer will monitor and report, as part of the biennial report, the number of ancillary units developed within the Village Center. The Developer will guarantee, at a minimum, an additional one hundred (100) residential units be provided, scattered throughout the Three Rivers project that are affordable to moderate income households. At least fifty (50) of these units will be provided before the end of Phase 1. The price range of these units shall be less than \$185,000 and shall be constructed within the architectural style of the community. The price of units shall be indexed to the consumer price index (CPI). The Developer will coordinate with the Nassau County SHIP

program to offer these units to eligible clients under the SHIP program with preference given to employees in the Three Rivers DRI.

27. **Fire Protection.**

- (a) Within 24 months from the effective date of this Development Order, Developer shall design at its cost a three bay fire station on the fire station site provided in the Timbercreek subdivision with the input and approval of the Nassau County Fire Department and the County Administrator. The Developer shall at its cost commence construction on the fire station prior to the issuance of the 100th residential building permit. Prior to the opening of the station for operations, Developer shall provide a 75 foot Quint Fire Truck and a rescue unit ambulance for the station. Beginning with the effective date of this Development Order, Nassau County shall collect fire and EMS impact fees from the Timbercreek, River Glen and Plummer Creek subdivisions including the additional impact fee imposed on River Glen units for refund to Developer up to the amount of fifty percent (50%) of the documented costs of the station and equipment. The Developer shall receive fire and EMS impact fee credits for up to 50% of the remaining documented costs of the station and equipment.
- (b) The Developer shall require all builders within the Project distribute to each prospective purchaser informative literature explaining the benefits of installing a sprinkler system in the purchaser's new home. The literature shall be developed in cooperation with the Nassau County Fire/Rescue Department.
- (c) All structures greater than two (2) stories in height within Three Rivers shall be protected with an automatic sprinkling system designed and installed in accordance with all applicable fire and building codes. The Developer may construct structures up to six (6) stories in height.

28. **Recreation and Open Space.** The development shall provide a minimum of eight-two (82) acres of Regional Parks/Open Space and seventeen (17) acres of parks. Individual residential neighborhoods within the development will include neighborhood parks. The Developer will work with the Division of Forestry to try and secure access from the Regional Park to the adjacent preserve so that the public may use the preserve to the extent allowed by the Division of Forestry. The location of a Regional Park and community park is as set forth on Map H, attached

hereto as Exhibit 1. The community park and recreational improvements to be provided pursuant to this Development Order are further described as follows:

- (a) One (1) community park, containing a minimum of twenty (20) acres, with active recreation facilities, a minimum of twenty (20) acres, shall be provided by the Developer or Community Development District and may be conveyed to Nassau County upon completion. The Developer, a Community Development District, property owners' association or Nassau County shall maintain the park for its intended active recreational uses. The Developer, a Community Development District or a property owners' association may provide enhanced maintenance or additional improvements if dedicated to Nassau County by agreement with the Nassau County Recreation Department. The Nassau County Recreation Department shall be consulted during the initial design of the park. Through an impact fee agreement adopted by the Board of County Commissioners, recreational impact fee credits shall be allowed for the Community and Regional Park conveyed to the County in accordance with the applicable Nassau County impact fee ordinance. The credits shall be based on the value of the acreage in the parks as set forth in an appraisal acceptable to the County plus the cost of all improvements made by the developer to the parks.
- (b) The neighborhood parks shall be private parks and shall be accessible to the residents of the Three Rivers DRI.

29. **Education.** The Developer shall reserve twenty (20) acres of developable land free of any environmental burdens located out of the hurricane evacuation zone for the purpose of constructing a school. In the event there are wetlands on the site, Developer shall mitigate and eliminate the wetlands at no cost to the School Board. Developer shall provide metes and bounds survey and title insurance. All utilities shall be available at the boundary of the site. The final site location will be mutually agreed upon between the Developer and the School Board. The site will be located as generally shown on Map H, attached hereto as Exhibit 1. The site shall be donated within thirty (30) days of the School Board's request for donation but no earlier than commencement of vertical construction for residential units. The site shall be deemed to have a value of \$600,000. Fifty percent of that amount (\$300,000) shall be considered a part of the Phase I contribution and fifty percent shall be considered a part of the Phase II contribution. The Developer agrees to pay the Nassau County School Board \$3,094,500 comprised of cash (\$2,794,500) and half of the donation value of property (\$300,000) for the school site at such time

as building permits for 100 residential units are pulled. Prior to commencement of Phase II, the Developer agrees to pay \$6,261,600 comprised of cash (\$5,961,600) and one half of the donation value of the school site (\$300,000). The aforesaid cash contribution and donation shall exempt the Three Rivers project from payment of any school impact fees so long as the total number of non-age restricted residential units does not exceed two thousand four hundred and fifty (2,450). If the Developer constructs fewer than 650 age restricted units in Phase I and 100 age restricted units in Phase II, the developer shall pay the applicable impact fee for each non-age restricted unit that was intended to be an age restricted unit.

30. **Civic Space.** The non-residential development in the Three Rivers DRI shall contain space to be offered on a leaseback basis to Nassau County for such civic uses as a sheriff's stop station, branch library, and/or tax assessor/tag payment office. If Nassau County declines the lease of the space after being offered it in writing from the Developer, this condition shall be deemed to have been met.
31. **Impact Fees.** Impact fee credits towards any present or future impact fees that may be adopted by Nassau County shall be allowed for any contribution of land, money (including, but not limited to, contributions or construction pursuant to "pipelining" responsibilities) or improvements made by the Developer or the Community Development District, as the case may be, for public facilities pursuant to the guidelines stipulated in Section 380.06(16), F.S. (2005), and the Nassau County impact fee ordinance, as it may be amended. The Developer proposes and the County agrees that, in the event that any contributions of land, money (including contributions or construction pursuant to "pipelining" responsibilities), or improvements funded or constructed with funds from a Community Development District are required by then current law to give rise to impact fee credits to the Community Development District, then such impact fee credit shall be established in the name of the Community Development District.
32. **Community Development District.** The Developer intends to form one or more additional Community Development Districts within the DRI pursuant to Chapter 190, F.S. (2005). Nothing in this section shall be construed as approval or consent by the County to the establishment of the Community Development District by the Developer pursuant to Chapter 190, F.S. (2005), and the County expressly maintains all rights available to it pursuant to Chapter 190, F.S. (2005), related to the proposed establishment of a Community Development District by the Developer. Any Community Development District for Three Rivers approved pursuant to Chapter 190, F.S. (2005) may finance, fund, plan, establish, acquire, construct or reconstruct, enlarge or extend,

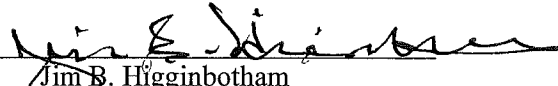
equip, operate and maintain projects, systems and facilities for the purposes described in Section 190.012, F.S. (2005), including, but not limited to, any other project required or authorized by this Development Order, and may be authorized and empowered to own and acquire property, both real and personal, by purchase, lease, lease-purchase, eminent domain, gift or transfer. Construction or funding by any such Community Development District of all such projects within or without the boundaries of the Community Development District required by this Development Order or necessary to serve the development approved by this Development Order is expressly approved. If the Developer is required by this Development Order to provide, pay for or otherwise cause to be provided, infrastructure, projects, systems or facilities set forth in Chapter 190, F.S. (2005), including, without limitation, those in Sec. 190.012(1) and (2) F.S. (2005), then the Community Development District independently may satisfy such obligations. To the extent any such obligation under this Development order is met or performed by the Community Development District, then the Developer shall no longer be subject to the obligation. The Developer proposes and the County agrees that, in the event that any contributions of land, money (including contributions or construction pursuant to "pipelining" responsibilities), or improvements funded or constructed with funds from a Community Development District are required by then current law to give rise to impact fee credits to the Community Development District, then such impact fee credits shall be established in the name of the Community Development District. The Board of County Commissioners may bestow the power of eminent domain to a CDD within Three Rivers limited for the purpose of acquiring right-of-way for the road improvements described in Special Condition 24.

RENDITION

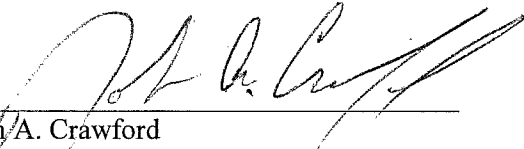
Within ten (10) days of the adoption of this development order, Nassau County shall render a copy of this Development Order with all attachments, certified as complete and accurate, by certified mail, return receipt requested, to the Florida Department of Community Affairs, Bureau of Local Planning, Northeast Florida Regional Council, and the Developer.

PASSED AND ENACTED BY THE BOARD OF COUNTY COMMISSIONERS OF NASSAU COUNTY, FLORIDA, THIS 28th DAY OF AUGUST, 2006.

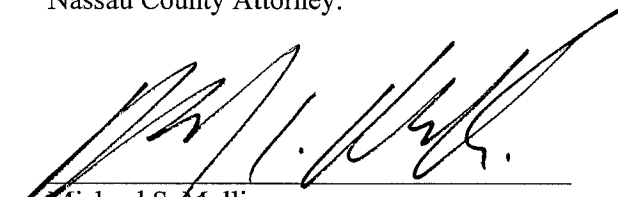
BOARD OF COUNTY COMMISSIONERS OF
NASSAU COUNTY, FLORIDA

By: 
Jim B. Higginbotham
Vice Chairman

ATTEST as to Chairman's Signature:


John A. Crawford
Ex-officio Clerk

Approved as to form and Legality by the
Nassau County Attorney:


Michael S. Mullin

Adopted Regular Meeting

August 28, 2006

Effective:

August 28, 2006

LEGAL DESCRIPTION

The entire Three Rivers site consists of 1,629.4 acres, more or less, with the following Parcel ID Numbers, 09-2N-26-0000-0001-0000, 10-2N-26-0000-0001-0020, 11-2N-26-0000-0001-0050, 14-2N-26-0000-0001-0000, 15-2N-26-0000-0001-0000, 16-2N-26-0000-0001-0000, 44-2N-26-0000-0001-0000, and more particularly described as follows:

PARCEL A (Three Rivers Timber, LLC)

A portion of Sections 9 and 10, Township 2 North, Range 26 East, Nassau County, Florida, being more particularly described as follows:

Commence at the northeast corner of said Section 9; thence south 88°33'22" west, along the north line of said Section 9, a distance of 974.33 feet to the southerly limited access right-of-way line of State Road 200 (A1A) (a variable width right-of-way as currently established) and the Point Of Beginning; thence continue south 88°33'22" west, along the north line of said Section 9, a distance of 1549.02 feet to the easterly line of those lands described and recorded in official records book 1050, page 800 of the public records of Nassau County, Florida; thence south 06°04'20" east, along said easterly line, 296.32 feet to the southerly line of said lands; thence south 88°33'22" west, along said southerly line, 299.55 feet to the westerly line of said lands; thence north 06°04'20" west, along said westerly line, 296.32 feet to the aforesaid north line of Section 9; thence south 88°33'22" west, along said north line, 410.50 feet; thence south 26°32'28" west, 110.54 feet; thence south 27°17'20" east, 112.08 feet; thence south 83°09'20" east, 171.14 feet; thence south 26°57'15" east, 189.89 feet; thence south 13°47'00" east, 305.12 feet; thence south 83°54'46" east, 174.52 feet; thence south 05°49'27" east, 199.02 feet; thence south 81°13'39" east, 144.06 feet; thence south 49°49'29" east, 126.55 feet; thence south 21°07'20" east, 130.97 feet; thence south 38°10'00" east, 189.46 feet; thence south 77°24'55" east, 130.05 feet; thence south 36°38'15" east, 95.96 feet; thence south 23°18'40" east, 79.92 feet; thence south 20°27'40" west, 101.47 feet; thence south 42°31'10" west, 208.76 feet; thence south 31°39'09" east, 780 feet more or less, to the mean high water line of Tom Mann Creek; thence southeasterly along said mean high water line and the meanderings thereof, and along the mean high water line of Boggy Creek and the meanderings thereof, 3780 feet, more or less, to the most northerly corner of those lands described and recorded in official records book 716, page 1633, said public records; thence south 57°36'07" east, along the northeasterly line of said lands, 397.69 feet to an angle point in said line; thence south 58°10'17" east, continuing along said northeasterly line, 72.47 feet to the northwesterly right-of-way line of Logan Road (a 60 foot right-of-way as established); thence north 51°19'32" east, along said northwesterly right-of-way line, 433.20 feet to an angle point; thence north 51°03'16" east, continuing along said northwesterly line, 595.67 feet to the westerly right-of-way line of Police Lodge Road (a 60 foot right of way as now established, being more particularly described in official records book 711, page 1706, said public records); thence northerly along said westerly right-of-way line the following three courses and distances: Course No. 1: north 20°29'45" west, 3252.42 feet to the point of curvature of a curve leading northerly; Course No. 2: northerly along and around the arc of said curve, concave easterly, having a radius of 996.86 feet, an arc distance of 343.00 feet, said arc being subtended by a chord bearing and distance of north 10°38'19" west, 341.31 feet to the point of tangency; Course No. 3: north 00°46'53" west, 723.06 feet to the aforesaid southerly limited access right-of-way line of State Road 200 (A1A); thence north 82°46'55" west, along last said line, 275.76 feet to the Point Of Beginning.

EXHIBIT A

Containing 200 acres, more or less

PARCEL B (Three Rivers Timber, LLC)

A portion of sections 9, 10, 11, 14, 15, the W. Lofton Grant, Section 44, and the Robert Harris Grant, Section 45, Township 2 North, Range 26 East, Nassau County, Florida, being more particularly described as follows:

Commence at the northeast corner of said Section 9; thence south $01^{\circ}04'10''$ east, along the east line of said Section 9, a distance of 148.29 feet to the southerly limited access right-of-way line of State Road 200 (A1A) (a variable width right-of-way as now established) and the Point Of Beginning; thence north $82^{\circ}46'55''$ west, along said southerly right-of-way line, 648.24 feet to the easterly right-of-way line of Police Lodge Road (a 60 foot right-of-way as now established); thence southerly, along said easterly right-of-way line, run the following three (3) courses and distances; Course No. 1: south $00^{\circ}46'53''$ east, 714.62 feet to the point of curvature of a curve leading southerly; Course

No. 2: southerly, along and around the arc of said curve, concave easterly, having a radius of 936.86 feet, an arc distance of 322.36 feet, said arc being subtended by a chord bearing and distance of south $10^{\circ}38'19''$ east, 320.77 feet to the point of tangency of said curve; Course No. 3: south $20^{\circ}29'45''$ east, 3315.67 feet; thence south $69^{\circ}30'15''$ west, 60.00 feet to the intersection of the westerly right-of- line of said Police Lodge Road with the southeasterly right-of-way line of Logan Road (a 60 foot right-of-way as now established); thence south $51^{\circ}03'16''$ west, along said southerly right-of-way line, 499.11 feet to the easterly boundary of those lands described and recorded in official records 720, page 1963, of the public records of said county; thence south $01^{\circ}01'45''$ east, along said easterly boundary, 899.20 feet to the southeasterly corner of said lands; thence south $88^{\circ}42'51''$ west, 60.80 feet to a point on the westerly line of Section 15, said point hereinafter referred to as Reference Point ``A``; thence southeasterly along a traverse line following the meanderings of Boggy Creek run the following six(6) courses and distances; Course No. 1: south $65^{\circ}44'20''$ east, 1108.97 feet; Course No. 2: south $73^{\circ}13'20''$ east, 923.84 feet; Course No. 3: south $34^{\circ}18'04''$ east, 1252.54 feet; Course No. 4: south $62^{\circ}34'44''$ east, 1004.12 feet; Course No. 5: south $48^{\circ}44'48''$ east, 913.35 feet; Course No. 6: south $18^{\circ}11'58''$ east, 1646.63 feet to a point hereinafter referred to as Reference Point ``B``; thence return to the Point Of Beginning; thence easterly and northerly along said southerly right-of-way of State Road 200, run the following four (4) courses and distances; Course No. 1: south $82^{\circ}46'55''$ east, 1763.43 feet; Course No. 2: north $07^{\circ}13'05''$ east, 34.00 feet; Course No. 3: south $82^{\circ}46'55''$ east, 4415.59 feet to the point of curvature of a curve leading easterly; Course No. 4: easterly along and around the arc of said curve, concave northerly, having a radius of 5799.59 feet, an arc distance of 1212.35 feet, said arc being subtended by a chord bearing and distance of south $88^{\circ}46'14''$ east, 1210.14 feet; thence south $51^{\circ}26'11''$ east, departing said right-of-way line, 10.77 feet to the westerly right-of-way line of Edwards Road (an 80 foot right-of-way as now established); thence southerly, along said westerly right-of-way line run the following six (6) courses and distances; Course No. 1: south $08^{\circ}10'18''$ east, 867.32 feet to the point of curvature of a curve leading southerly; Course No. 2: southerly, along and around the arc of said curve, concave easterly, having a radius of 4086.51 feet, an arc distance of 869.35 feet, said arc being subtended by a chord bearing and distance of south $14^{\circ}15'58''$ east, 867.71 feet to the point of tangency of said curve; Course No. 3: south $20^{\circ}21'38''$ east, 277.95 feet to the point of curvature of a curve leading southerly; Course No. 4: southerly, along and around the arc of said curve, concave westerly, having a radius of 3779.72 feet, an arc

distance of 947.75 feet, said arc being subtended by a chord bearing and distance of south 13°10'38" east, 945.27 feet to the point of tangency of said curve; Course No. 5: south 05°59'38" east, 2635.19 feet to an angle point in said right-of-way line; Course No. 6: south 06°28'24" east, 1354.14 feet to the northerly right-of-way line of Royal Palm Drive (a 30 foot right-of-way as now established); thence south 88°52'12" west, along said northerly right-of-way line, 243.32 feet to the westerly right-of-way line of said Royal Palm Drive; thence south 01°56'52" west, along said westerly right-of-way line 30.00 feet to the southerly right-of-way line of said Royal Palm Drive and the northerly boundary of those lands described and recorded in official records 705, page 1590 of the public records of said county; thence south 88°52'12" west, along said northerly boundary, 317.00 feet to the westerly boundary of said lands; thence south 08°15'12" west, along said westerly boundary, 105 feet more or less to the mean high water line of Nassau River; thence

southwesterly, westerly, northwesterly, southwesterly, and southerly, following the meanderings of said mean high water line, 4000 feet more or less to a point on said mean high water line, said point lying north 72°32'01" east, 1170 feet more or less from the aforementioned Reference Point "B"; thence south 72°32'01" west, through said Reference Point "B", 1215 feet more or less to the mean high water line of boggy creek; thence westerly, northwesterly, northerly, northeasterly, easterly, southerly, and southeasterly, following the meanderings of said boggy creek, 11465 feet more or less to its intersection with the westerly line of said Section 15, said point lying south 00°12'35" east, 270 feet more or less from the aforementioned Reference Point "A"; thence north 00°12'35" west, 270 feet more or less to the southerly boundary of aforementioned lands described and recorded in official records 720, page 1963 of the official records of said county and said Reference Point "A" to close.

Containing 1375 acres, more or less.

Parcel A (Ann DeKay Evans)

A portion of Section 16, Township 2 North, Range 26 East, Nassau County, Florida, being more particularly described as follows:

Begin at the northeast corner of said Section 16; thence south 00°12'35" east along the easterly line of said section 16 and the easterly line of those lands described and recorded in Official Records Book 1166, page 1351 of the public records of Nassau County, Florida, 2600 feet, more or less, to the northerly bank of Boggy Creek and the southerly and westerly line of said lands; thence westerly and northerly along said northerly bank and the meanderings thereof, 5020 feet, more or less, to a point on the northerly line of said section 16 and the northerly line of said lands; thence north 88°54'55" east, along said northerly lines, 290 feet, more or less to the point of beginning.

Containing 53.2 acres, more or less.

PARCEL B (Ann DeKay Evans)

A portion of Sections 10 And 15, Township 2 North, Range 26 East, Nassau County, Florida, being more particularly described as follows:

Begin at the southwest corner of said Section 10; thence north $01^{\circ}04'10''$ west, along the west line of said Section 10 and along the west line of those lands described and recorded in Official Records Book 720, Page 1953 of the public records of Nassau County, Florida, 792.19 feet to the southerly right-of-way line of Logan Road (a 60-foot right-of-way as now established); thence north $51^{\circ}03'16''$ east, along said southerly right-of-way, 76.68 feet to the easterly line of said lands described and recorded in Official Records Book 720, Page 1963; thence south $01^{\circ}01'45''$ west, along said easterly line, 899.20 feet to the southerly line of said lands; thence south $88^{\circ}42'51''$ west, along said southerly line, 60.80 feet to the westerly line of said Section 15 and the aforesaid westerly line of said lands; thence north $00^{\circ}12'35''$ west along said westerly lines, 60.16 feet to the point of beginning.





Containing 1.2 acres, more or less.

Three Rivers

Development of Regional Impact

Application for
Development Approval

Map H Preliminary Concept Plan

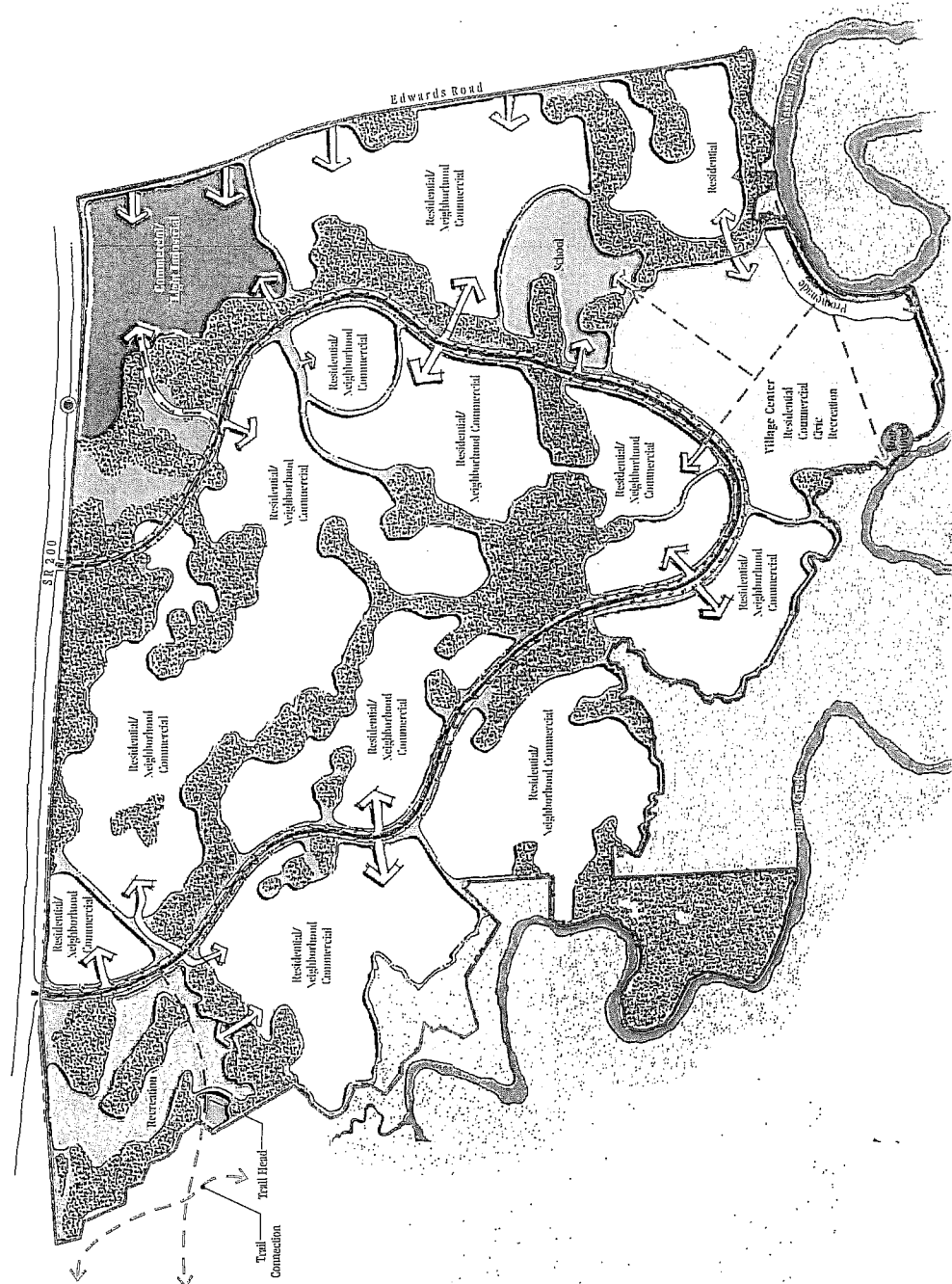
| LEGEND | |
|---|------------------------|
|  | Pedestrian System |
|  | Three Rivers Boundary |
|  | Conceptual Access |
|  | Credit Allocation Unit |

Notes:
1. The 1998 ACTS 2000 Development Concept Plan is the basis for this map.
2. The map is a preliminary concept plan and is not intended to be used for development approval.
3. The map is a preliminary concept plan and is not intended to be used for development approval.
4. The map is a preliminary concept plan and is not intended to be used for development approval.



Prosser Hallock
PLANNERS & ENGINEERS

September 1, 2004
3-04-001-01



Prepared By - Record & Return To:
Susan C. McDonald, Esquire
Rogers Towers, P.A.
1301 Riverplace Blvd., Suite 1500
Jacksonville, FL 32207

INSTR # 200637922
OR BK 01449 PGS 0930-0935
RECORDED 10/04/2006 10:59:07 AM
JOHN A. CRAWFORD
CLERK OF CIRCUIT COURT
NASSAU COUNTY, FLORIDA
RECORDING FEES 52.50

AMENDMENT TO
NOTICE OF DEVELOPMENT ORDER

Pursuant to Section 380.06(15)(f), Florida Statutes (2006), Three Rivers Timber, LLC (hereinafter "Three Rivers") and Ann DeKay Evans, through the undersigned counsel, do hereby notify all whom it may concern of the following:

1. Three Rivers is the Developer, as that term is defined in Chapter 380, Florida Statutes (2006), of certain real property located in Nassau County, Florida, and more particularly described in Exhibit "A" attached hereto (hereinafter the "Property").

2. On August 28, 2006, the Board of County Commissioners of Nassau County, Florida ("Board") adopted Resolution 2006-126, the Development of Regional Impact for the Property which imposes conditions, restrictions, and limitations upon the use and development of the property.

3. Resolution 2006-126 constitutes a development order, as that term is defined in Chapter 380, Florida Statutes (2006), applicable to the Property.

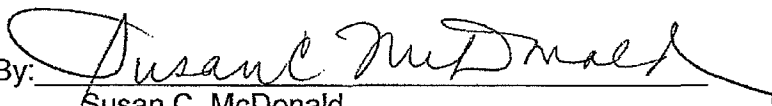
4. Resolution 2006-126, as a development order, constitutes a land development regulation applicable to the Property.

5. Resolution 2006-126 may be examined at the Offices of the Board of County Commissioners, Nassau County Florida, County Administration Building, Fernandina Beach, Florida.

6. The recording of this Notice of Development Order shall not constitute a lien, cloud or encumbrance on the Property, nor actual nor constructive notice of any of such lien, cloud or encumbrance.

7. The purpose of recording this is to correct a scrivener's error in the Notice recorded on September 14, 2006, at Official Records Book 01444, pages 0904-0909, current public records of Nassau County, Florida.

ROGERS TOWERS, P.A.

By: 
Susan C. McDonald
Florida Bar No. 470406
1301 Riverplace Blvd., Suite 1500
Jacksonville, Florida 32207
(904) 346-5587

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 3rd day of October, 2006,
by Susan C. McDonald, who is personally known to me.



Sheila Evans
Commission # DD491416
Expires January 17, 2010
Bonded Troy Fain - Insurance, Inc. 800-365-7019

Sheila Evans
Notary Public, State of Florida
Name:
My Commission Expires:
My Commission Number is:

LEGAL DESCRIPTION

The entire Three Rivers site consists of 1,629.4 acres, more or less, with the following Parcel ID Numbers, 09-2N-26-0000-0001-0000, 10-2N-26-0000-0001-0020, 11-2N-26-0000-0001-0050, 14-2N-26-0000-0001-0000, 15-2N-26-0000-0001-0000, 16-2N-26-0000-0001-0000, 44-2N-26-0000-0001-0000, and more particularly described as follows:

PARCEL A (Three Rivers Timber, LLC)

A portion of Sections 9 and 10, Township 2 North, Range 26 East, Nassau County, Florida, being more particularly described as follows:

Commence at the northeast corner of said Section 9; thence south 88°33'22" west, along the north line of said Section 9, a distance of 974.33 feet to the southerly limited access right-of-way line of State Road 200 (A1A) (a variable width right-of-way as currently established) and the Point Of Beginning; thence continue south 88°33'22" west, along the north line of said Section 9, a distance of 1549.02 feet to the easterly line of those lands described and recorded in official records book 1050, page 800 of the public records of Nassau County, Florida; thence south 06°04'20" east, along said easterly line, 296.32 feet to the southerly line of said lands; thence south 88°33'22" west, along said southerly line, 299.55 feet to the westerly line of said lands; thence north 06°04'20" west, along said westerly line, 296.32 feet to the aforesaid north line of Section 9; thence south 88°33'22" west, along said north line, 410.50 feet; thence south 26°32'28" west, 110.54 feet; thence south 27°17'20" east, 112.08 feet; thence south 83°09'20" east, 171.14 feet; thence south 26°57'15" east, 189.89 feet; thence south 13°47'00" east, 305.12 feet; thence south 83°54'46" east, 174.52 feet; thence south 05°49'27" east, 199.02 feet; thence south 81°13'39" east, 144.06 feet; thence south 49°49'29" east, 126.55 feet; thence south 21°07'20" east, 130.97 feet; thence south 38°10'00" east, 189.46 feet; thence south 77°24'55" east, 130.05 feet; thence south 36°38'15" east, 95.96 feet; thence south 23°18'40" east, 79.92 feet; thence south 20°27'40" west, 101.47 feet; thence south 42°31'10" west, 208.76 feet; thence south 31°39'09" east, 780 feet more or less, to the mean high water line of Tom Mann Creek; thence southeasterly along said mean high water line and the meanderings thereof, and along the mean high water line of Boggy Creek and the meanderings thereof, 3780 feet, more or less, to the most northerly corner of those lands described and recorded in official records book 716, page 1633, said public records; thence south 57°36'07" east, along the northeasterly line of said lands, 397.69 feet to an angle point in said line; thence south 58°10'17" east, continuing along said northeasterly line, 72.47 feet to the northwesterly right-of-way line of Logan Road (a 60 foot right-of-way as established); thence north 51°19'32" east, along said northwesterly right-of-way line, 433.20 feet to an angle point; thence north 51°03'16" east, continuing along said northwesterly line, 595.67 feet to the westerly right-of-way line of Police Lodge Road (a 60 foot right of way as now established, being more particularly described in official records book 711, page 1706, said public records); thence northerly along said westerly right-of-way line the following three courses and distances: Course No. 1: north 20°29'45" west, 3252.42 feet to the point of curvature of a curve leading northerly; Course No. 2: northerly along and around the arc of said curve, concave easterly, having a radius of 996.86 feet, an arc distance of 343.00 feet, said arc being subtended by a chord bearing and distance of north 10°38'19" west, 341.31 feet to the point of tangency; Course No. 3: north 00°46'53" west, 723.06 feet to the aforesaid southerly limited access right-of-way line of State Road 200 (A1A); thence north 82°46'55" west, along last said line, 275.76 feet to the Point Of Beginning.

Containing 200 acres, more or less

EXHIBIT A

PARCEL B (Three Rivers Timber, LLC)

A portion of sections 9, 10, 11, 14, 15, the W. Lofton Grant, Section 44, and the Robert Harris Grant, Section 45, Township 2 North, Range 26 East, Nassau County, Florida, being more particularly described as follows:

Commence at the northeast corner of said Section 9; thence south $01^{\circ}04'10''$ east, along the east line of said Section 9, a distance of 148.29 feet to the southerly limited access right-of-way line of State Road 200 (A1A) (a variable width right-of-way as now established) and the Point Of Beginning; thence north $82^{\circ}46'55''$ west, along said southerly right-of-way line, 648.24 feet to the easterly right-of-way line of Police Lodge Road (a 60 foot right-of-way as now established); thence southerly, along said easterly right-of-way line, run the following three (3) courses and distances; Course No. 1: south $00^{\circ}46'53''$ east, 714.62 feet to the point of curvature of a curve leading southerly; Course

No. 2: southerly, along and around the arc of said curve, concave easterly, having a radius of 936.86 feet, an arc distance of 322.36 feet, said arc being subtended by a chord bearing and distance of south $10^{\circ}38'19''$ east, 320.77 feet to the point of tangency of said curve; Course No. 3: south $20^{\circ}29'45''$ east, 3315.67 feet; thence south $69^{\circ}30'15''$ west, 60.00 feet to the intersection of the westerly right-of- line of said Police Lodge Road with the southeasterly right-of-way line of Logan Road (a 60 foot right-of-way as now established); thence south $51^{\circ}03'16''$ west, along said southerly right-of-way line, 499.11 feet to the easterly boundary of those lands described and recorded in official records 720, page 1963, of the public records of said county; thence south $01^{\circ}01'45''$ east, along said easterly boundary, 899.20 feet to the southeasterly corner of said lands; thence south $88^{\circ}42'51''$ west, 60.80 feet to a point on the westerly line of Section 15, said point hereinafter referred to as Reference Point "A"; thence southeasterly along a traverse line following the meanderings of Boggy Creek run the following six(6) courses and distances; Course No. 1: south $65^{\circ}44'20''$ east, 1108.97 feet; Course No. 2: south $73^{\circ}13'20''$ east, 923.84 feet; Course No. 3: south $34^{\circ}18'04''$ east, 1252.54 feet; Course No. 4: south $62^{\circ}34'44''$ east, 1004.12 feet; Course No. 5: south $48^{\circ}44'48''$ east, 913.35 feet; Course No. 6: south $18^{\circ}11'58''$ east, 1646.63 feet to a point hereinafter referred to as Reference Point "B"; thence return to the Point Of Beginning; thence easterly and northerly along said southerly right-of-way of State Road 200, run the following four (4) courses and distances; Course No. 1: south $82^{\circ}46'55''$ east, 1763.43 feet; Course No. 2: north $07^{\circ}13'05''$ east, 34.00 feet; Course No. 3: south $82^{\circ}46'55''$ east, 4415.59 feet to the point of curvature of a curve leading easterly; Course No. 4: easterly along and around the arc of said curve, concave northerly, having a radius of 5799.59 feet, an arc distance of 1212.35 feet, said arc being subtended by a chord bearing and distance of south $88^{\circ}46'14''$ east, 1210.14 feet; thence south $51^{\circ}26'11''$ east, departing said right-of-way line, 10.77 feet to the westerly right-of-way line of Edwards Road (an 80 foot right-of-way as now established); thence southerly, along said westerly right-of-way line run the following six (6) courses and distances; Course No. 1: south $08^{\circ}10'18''$ east, 867.32 feet to the point of curvature of a curve leading southerly; Course No. 2: southerly, along and around the arc of said curve, concave easterly, having a radius of 4086.51 feet, an arc distance of 869.35 feet, said arc being subtended by a chord bearing and distance of south $14^{\circ}15'58''$ east, 867.71 feet to the point of tangency of said curve; Course No. 3: south $20^{\circ}21'38''$ east, 277.95 feet to the point of curvature of a curve leading southerly; Course No. 4: southerly, along and around the arc of said curve, concave westerly, having a radius of 3779.72 feet, an arc

distance of 947.75 feet, said arc being subtended by a chord bearing and distance of south 13°10'38" east, 945.27 feet to the point of tangency of said curve; Course No. 5: south 05°59'38" east, 2635.19 feet to an angle point in said right-of-way line; Course No. 6: south 06°28'24" east, 1354.14 feet to the northerly right-of-way line of Royal Palm Drive (a 30 foot right-of-way as now established); thence south 88°52'12" west, along said northerly right-of-way line, 243.32 feet to the westerly right-of-way line of said Royal Palm Drive; thence south 01°56'52" west, along said westerly right-of-way line 30.00 feet to the southerly right-of-way line of said Royal Palm Drive and the northerly boundary of those lands described and recorded in official records 705, page 1590 of the public records of said county; thence south 88°52'12" west, along said northerly boundary, 317.00 feet to the westerly boundary of said lands; thence south 08°15'12" west, along said westerly boundary, 105 feet more or less to the mean high water line of Nassau River; thence

southwesterly, westerly, northwesterly, southwesterly, and southerly, following the meanderings of said mean high water line, 4000 feet more or less to a point on said mean high water line, said point lying north 72°32'01" east, 1170 feet more or less from the aforementioned Reference Point "B"; thence south 72°32'01" west, through said Reference Point "B", 1215 feet more or less to the mean high water line of boggy creek; thence westerly, northwesterly, northerly, northeasterly, easterly, southerly, and southeasterly, following the meanderings of said boggy creek, 11465 feet more or less to its intersection with the westerly line of said Section 15, said point lying south 00°12'35" east, 270 feet more or less from the aforementioned Reference Point "A"; thence north 00°12'35" west, 270 feet more or less to the southerly boundary of aforementioned lands described and recorded in official records 720, page 1963 of the official records of said county and said Reference Point "A" to close.

Containing 1375 acres, more or less.

Parcel A (Ann DeKay Evans)

A portion of Section 16, Township 2 North, Range 26 East, Nassau County, Florida, being more particularly described as follows:

Begin at the northeast corner of said Section 16; thence south 00°12'35" east along the easterly line of said section 16 and the easterly line of those lands described and recorded in Official Records Book 1166, page 1351 of the public records of Nassau County, Florida, 2600 feet, more or less, to the northerly bank of Boggy Creek and the southerly and westerly line of said lands; thence westerly and northerly along said northerly bank and the meanderings thereof, 5020 feet, more or less, to a point on the northerly line of said section 16 and the northerly line of said lands; thence north 88°54'55" east, along said northerly lines, 290 feet, more or less to the point of beginning.

Containing 53.2 acres, more or less.

PARCEL B (Ann DeKay Evans)

A portion of Sections 10 And 15, Township 2 North, Range 26 East, Nassau County, Florida, being more particularly described as follows:

Begin at the southwest corner of said Section 10; thence north $01^{\circ}04'10''$ west, along the west line of said Section 10 and along the west line of those lands described and recorded in Official Records Book 720, Page 1953 of the public records of Nassau County, Florida, 792.19 feet to the southerly right-of-way line of Logan Road (a 60-foot right-of-way as now established); thence north $51^{\circ}03'16''$ east, along said southerly right-of-way, 76.68 feet to the easterly line of said lands described and recorded in Official Records Book 720, Page 1963; thence south $01^{\circ}01'45''$ west, along said easterly line, 899.20 feet to the southerly line of said lands; thence south $88^{\circ}42'51''$ west, along said southerly line, 60.80 feet to the westerly line of said Section 15 and the aforesaid westerly line of said lands; thence north $00^{\circ}12'35''$ west along said westerly lines, 60.16 feet to the point of beginning.

Containing 1.2 acres, more or less.

Prepared By – Record & Return To:
Susan C. McDonald, Esquire
Rogers Towers, P.A.
1301 Riverplace Blvd., Suite 1500
Jacksonville, FL 32207

NOTICE OF DEVELOPMENT ORDER

Pursuant to Section 380.06(15)(f), Florida Statutes (2006), Three Rivers Timber, LLC (hereinafter "Three Rivers") and Ann DeKay Evans, through the undersigned counsel, do hereby notify all whom it may concern of the following:

1. Three Rivers is the Developer, as that term is defined in Chapter 380, Florida Statutes (2006), of certain real property located in Nassau County, Florida, and more particularly described in Exhibit "A" attached hereto (hereinafter the "Property").
2. On August 28, 2006, the Board of County Commissioners of Nassau County, Florida ("Board") adopted Ordinance 2006-126, the Development of Regional Impact for the Property which imposes conditions, restrictions, and limitations upon the use and development of the property.
3. Ordinance 2006-126 constitutes a development order, as that term is defined in Chapter 380, Florida Statutes (2006), applicable to the Property.
4. Ordinance 2006-126, as a development order, constitutes a land development regulation applicable to the Property.
5. Ordinance 2006-126 may be examined at the Offices of the Board of County Commissioners, Nassau County Florida, County Administration Building, Fernandina Beach, Florida.
6. The recording of this Notice of Development Order shall not constitute a lien, cloud or encumbrance on the Property, nor actual nor constructive notice of any of such lien, cloud or encumbrance.

ROGERS TOWERS, P.A.

By: 

Susan C. McDonald
Florida Bar No. 470406
1301 Riverplace Blvd., Suite 1500
Jacksonville, Florida 32207
(904) 346-5587

INSTR # 200635289
OR BK 01444 PGS 0904-0909
RECORDED 09/14/2006 10:31:39 AM
JOHN A. CRAWFORD
CLERK OF CIRCUIT COURT
NASSAU COUNTY, FLORIDA
RECORDING FEES 52.50

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 12th day of September, 2006, by Susan C. McDonald, who is personally known to me.

Notary Public, State of Florida

Name:

My Commission Expires:

My Commission Number is:

LEGAL DESCRIPTION

The entire Three Rivers site consists of 1,629.4 acres, more or less, with the following Parcel ID Numbers, 09-2N-26-0000-0001-0000, 10-2N-26-0000-0001-0020, 11-2N-26-0000-0001-0050, 14-2N-26-0000-0001-0000, 15-2N-26-0000-0001-0000, 16-2N-26-0000-0001-0000, 44-2N-26-0000-0001-0000, and more particularly described as follows:

PARCEL A (Three Rivers Timber, LLC)

A portion of Sections 9 and 10, Township 2 North, Range 26 East, Nassau County, Florida, being more particularly described as follows:

Commence at the northeast corner of said Section 9; thence south 88°33'22" west, along the north line of said Section 9, a distance of 974.33 feet to the southerly limited access right-of-way line of State Road 200 (A1A) (a variable width right-of-way as currently established) and the Point Of Beginning; thence continue south 88°33'22" west, along the north line of said Section 9, a distance of 1549.02 feet to the easterly line of those lands described and recorded in official records book 1050, page 800 of the public records of Nassau County, Florida; thence south 06°04'20" east, along said easterly line, 296.32 feet to the southerly line of said lands; thence south 88°33'22" west, along said southerly line, 299.55 feet to the westerly line of said lands; thence north 06°04'20" west, along said westerly line, 296.32 feet to the aforesaid north line of Section 9; thence south 88°33'22" west, along said north line, 410.50 feet; thence south 26°32'28" west, 110.54 feet; thence south 27°17'20" east, 112.08 feet; thence south 83°09'20" east, 171.14 feet; thence south 26°57'15" east, 189.89 feet; thence south 13°47'00" east, 305.12 feet; thence south 83°54'46" east, 174.52 feet; thence south 05°49'27" east, 199.02 feet; thence south 81°13'39" east, 144.06 feet; thence south 49°49'29" east, 126.55 feet; thence south 21°07'20" east, 130.97 feet; thence south 38°10'00" east, 189.46 feet; thence south 77°24'55" east, 130.05 feet; thence south 36°38'15" east, 95.96 feet; thence south 23°18'40" east, 79.92 feet; thence south 20°27'40" west, 101.47 feet; thence south 42°31'10" west, 208.76 feet; thence south 31°39'09" east, 780 feet more or less, to the mean high water line of Tom Mann Creek; thence southeasterly along said mean high water line and the meanderings thereof, and along the mean high water line of Boggy Creek and the meanderings thereof, 3780 feet, more or less, to the most northerly corner of those lands described and recorded in official records book 716, page 1633, said public records; thence south 57°36'07" east, along the northeasterly line of said lands, 397.69 feet to an angle point in said line; thence south 58°10'17" east, continuing along said northeasterly line, 72.47 feet to the northwesterly right-of-way line of Logan Road (a 60 foot right-of-way as established); thence north 51°19'32" east, along said northwesterly right-of-way line, 433.20 feet to an angle point; thence north 51°03'16" east, continuing along said northwesterly line, 595.67 feet to the westerly right-of-way line of Police Lodge Road (a 60 foot right of way as now established, being more particularly described in official records book 711, page 1706, said public records); thence northerly along said westerly right-of-way line the following three courses and distances: Course No. 1: north 20°29'45" west, 3252.42 feet to the point of curvature of a curve leading northerly; Course No. 2: northerly along and around the arc of said curve, concave easterly, having a radius of 996.86 feet, an arc distance of 343.00 feet, said arc being subtended by a chord bearing and distance of north 10°38'19" west, 341.31 feet to the point of tangency; Course No. 3: north 00°46'53" west, 723.06 feet to the aforesaid southerly limited access right-of-way line of State Road 200 (A1A); thence north 82°46'55" west, along last said line, 275.76 feet to the Point Of Beginning.

Containing 200 acres, more or less

EXHIBIT A

PARCEL B (Three Rivers Timber, LLC)

A portion of sections 9, 10, 11, 14, 15, the W. Lofton Grant, Section 44, and the Robert Harris Grant, Section 45, Township 2 North, Range 26 East, Nassau County, Florida, being more particularly described as follows:

Commence at the northeast corner of said Section 9; thence south 01°04'10" east, along the east line of said Section 9, a distance of 148.29 feet to the southerly limited access right-of-way line of State Road 200 (A1A) (a variable width right-of-way as now established) and the Point Of Beginning; thence north 82°46'55" west, along said southerly right-of-way line, 648.24 feet to the easterly right-of-way line of Police Lodge Road (a 60 foot right-of-way as now established); thence southerly, along said easterly right-of-way line, run the following three (3) courses and distances; Course No. 1: south 00°46'53" east, 714.62 feet to the point of curvature of a curve leading southerly; Course

No. 2: southerly, along and around the arc of said curve, concave easterly, having a radius of 936.86 feet, an arc distance of 322.36 feet, said arc being subtended by a chord bearing and distance of south 10°38'19" east, 320.77 feet to the point of tangency of said curve; Course No. 3: south 20°29'45" east, 3315.67 feet; thence south 69°30'15" west, 60.00 feet to the intersection of the westerly right-of- line of said Police Lodge Road with the southeasterly right-of-way line of Logan Road (a 60 foot right-of-way as now established); thence south 51°03'16" west, along said southerly right-of-way line, 499.11 feet to the easterly boundary of those lands described and recorded in official records 720, page 1963, of the public records of said county; thence south 01°01'45" east, along said easterly boundary, 899.20 feet to the southeasterly corner of said lands; thence south 88°42'51" west, 60.80 feet to a point on the westerly line of Section 15, said point hereinafter referred to as Reference Point "A"; thence southeasterly along a traverse line following the meanderings of Boggy Creek run the following six(6) courses and distances; Course No. 1: south 65°44'20" east, 1108.97 feet; Course No. 2: south 73°13'20" east, 923.84 feet; Course No. 3: south 34°18'04" east, 1252.54 feet; Course No. 4: south 62°34'44" east, 1004.12 feet; Course No. 5: south 48°44'48" east, 913.35 feet; Course No. 6: south 18°11'58" east, 1646.63 feet to a point hereinafter referred to as Reference Point "B"; thence return to the Point Of Beginning; thence easterly and northerly along said southerly right-of-way of State Road 200, run the following four (4) courses and distances; Course No. 1: south 82°46'55" east, 1763.43 feet; Course No. 2: north 07°13'05" east, 34.00 feet; Course No. 3: south 82°46'55" east, 4415.59 feet to the point of curvature of a curve leading easterly; Course No. 4: easterly along and around the arc of said curve, concave northerly, having a radius of 5799.59 feet, an arc distance of 1212.35 feet, said arc being subtended by a chord bearing and distance of south 88°46'14" east, 1210.14 feet; thence south 51°26'11" east, departing said right-of-way line, 10.77 feet to the westerly right-of-way line of Edwards Road (an 80 foot right-of-way as now established); thence southerly, along said westerly right-of-way line run the following six (6) courses and distances; Course No. 1: south 08°10'18" east, 867.32 feet to the point of curvature of a curve leading southerly; Course No. 2: southerly, along and around the arc of said curve, concave easterly, having a radius of 4086.51 feet, an arc distance of 869.35 feet, said arc being subtended by a chord bearing and distance of south 14°15'58" east, 867.71 feet to the point of tangency of said curve; Course No. 3: south 20°21'38" east, 277.95 feet to the point of curvature of a curve leading southerly; Course No. 4: southerly, along and around the arc of said curve, concave westerly, having a radius of 3779.72 feet, an arc

distance of 947.75 feet, said arc being subtended by a chord bearing and distance of south 13°10'38" east, 945.27 feet to the point of tangency of said curve; Course No. 5: south 05°59'38" east, 2635.19 feet to an angle point in said right-of-way line; Course No. 6: south 06°28'24" east, 1354.14 feet to the northerly right-of-way line of Royal Palm Drive (a 30 foot right-of-way as now established); thence south 88°52'12" west, along said northerly right-of-way line, 243.32 feet to the westerly right-of-way line of said Royal Palm Drive; thence south 01°56'52" west, along said westerly right-of-way line 30.00 feet to the southerly right-of-way line of said Royal Palm Drive and the northerly boundary of those lands described and recorded in official records 705, page 1590 of the public records of said county; thence south 88°52'12" west, along said northerly boundary, 317.00 feet to the westerly boundary of said lands; thence south 08°15'12" west, along said westerly boundary, 105 feet more or less to the mean high water line of Nassau River; thence

southwesterly, westerly, northwesterly, southwesterly, and southerly, following the meanderings of said mean high water line, 4000 feet more or less to a point on said mean high water line, said point lying north 72°32'01" east, 1170 feet more or less from the aforementioned Reference Point "B"; thence south 72°32'01" west, through said Reference Point "B", 1215 feet more or less to the mean high water line of boggy creek; thence westerly, northwesterly, northerly, northeasterly, easterly, southerly, and southeasterly, following the meanderings of said boggy creek, 11465 feet more or less to its intersection with the westerly line of said Section 15, said point lying south 00°12'35" east, 270 feet more or less from the aforementioned Reference Point "A"; thence north 00°12'35" west, 270 feet more or less to the southerly boundary of aforementioned lands described and recorded in official records 720, page 1963 of the official records of said county and said Reference Point "A" to close.

Containing 1375 acres, more or less.

Parcel A (Ann DeKay Evans)

A portion of Section 16, Township 2 North, Range 26 East, Nassau County, Florida, being more particularly described as follows:

Begin at the northeast corner of said Section 16; thence south 00°12'35" east along the easterly line of said section 16 and the easterly line of those lands described and recorded in Official Records Book 1166, page 1351 of the public records of Nassau County, Florida, 2600 feet, more or less, to the northerly bank of Boggy Creek and the southerly and westerly line of said lands; thence westerly and northerly along said northerly bank and the meanderings thereof, 5020 feet, more or less, to a point on the northerly line of said section 16 and the northerly line of said lands; thence north 88°54'55" east, along said northerly lines, 290 feet, more or less to the point of beginning.

Containing 53.2 acres, more or less.

PARCEL B (Ann DeKay Evans)

A portion of Sections 10 And 15, Township 2 North, Range 26 East, Nassau County, Florida, being more particularly described as follows:

Begin at the southwest corner of said Section 10; thence north $01^{\circ}04'10''$ west, along the west line of said Section 10 and along the west line of those lands described and recorded in Official Records Book 720, Page 1953 of the public records of Nassau County, Florida, 792.19 feet to the southerly right-of-way line of Logan Road (a 60-foot right-of-way as now established); thence north $51^{\circ}03'16''$ east, along said southerly right-of-way, 76.68 feet to the easterly line of said lands described and recorded in Official Records Book 720, Page 1963; thence south $01^{\circ}01'45''$ west, along said easterly line, 899.20 feet to the southerly line of said lands; thence south $88^{\circ}42'51''$ west, along said southerly line, 60.80 feet to the westerly line of said Section 15 and the aforesaid westerly line of said lands; thence north $00^{\circ}12'35''$ west along said westerly lines, 60.16 feet to the point of beginning.

Containing 1.2 acres, more or less.