

**BABCOCK RANCH COMMUNITY**

**MASTER DEVELOPMENT  
OF  
REGIONAL IMPACT**

**MASTER DRI DEVELOPMENT ORDER**

**BOARD OF COUNTY COMMISSIONERS  
CHARLOTTE COUNTY, FLORIDA**

**DECEMBER 13, 2007**

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**RESOLUTION NO. 2007-196****A MASTER DEVELOPMENT ORDER OF THE BOARD OF COUNTY  
COMMISSIONERS OF CHARLOTTE COUNTY, FLORIDA FOR THE BABCOCK  
RANCH COMMUNITY (CHARLOTTE COUNTY), A MASTER DEVELOPMENT OF  
REGIONAL IMPACT.**

WHEREAS, on February 23, 2007, Babcock Property Holdings, LLC (“Developer”), by and through its authorized agent, WilsonMiller, Inc. in accordance with Subsections 380.06(6) and (21), Florida Statutes, filed an Application for Master Development Approval (“AMDA”) of a Development of Regional Impact (DRI) known as the Babcock Ranch Community (hereinafter “Babcock Charlotte”) with Charlotte County, Florida (“County”) and the Southwest Florida Regional Planning Council (“SWFRPC”); and

WHEREAS, Developer, County, and the SWFRPC entered into a Master DRI Agreement on March 13, 2007 (fully executed March 16, 2007), as required by Section 380.06(21)(b), Florida Statutes (“AMDA Agreement”); and

WHEREAS, the County Board of County Commissioners (“Board”), as the governing body of the unincorporated area of Charlotte County having jurisdiction pursuant to Section 380.06, Florida Statutes, is authorized and empowered to consider the Application for Master Development Approval (“AMDA”) for the Babcock Charlotte Master DRI; and

WHEREAS, the public notice requirements of Section 380.06, Florida Statutes, and the Charlotte County Land Development Code (LDC), which includes the County’s Zoning Ordinance have been satisfied; and

WHEREAS, the Charlotte County Planning and Zoning Commission has reviewed and considered the report and recommendations of the SWFRPC and held a public hearing to consider the AMDA on December 10, 2007; and

1 WHEREAS, the issuance of a development order pursuant to Section 380.06, Florida  
2 Statutes, does not constitute a waiver of any powers or rights of County regarding the issuance of  
3 other development permits consistent herewith; and

4 WHEREAS, County and Developer entered into a development agreement on April 20,  
5 2006, which sets forth various rights and duties of the parties with respect to infrastructure for  
6 Babcock Charlotte (“Charlotte Development Agreement”); and

7 WHEREAS, the Babcock Ranch Community Independent Special District (“District”)  
8 was established by the 2007 Session of the Florida Legislature to design, finance, construct,  
9 operate, and maintain various infrastructure elements within Babcock Charlotte; and

10 WHEREAS, on December 13, 2007, the Board, at a public hearing in accordance with  
11 Section 380.06, Florida Statutes, having considered the AMDA for the Babcock DRI submitted  
12 by Developer, the AMDA sufficiency questions from reviewing agencies and Developer’s  
13 responses thereto, the report and recommendations of the SWFRPC, the documentary and oral  
14 evidence presented at the hearing before the Board, the report and recommendations of the  
15 Charlotte County Planning and Zoning Commission, the recommendations of Charlotte County  
16 staff, and the Charlotte Development Agreement, makes the Findings of Fact and Conclusions of  
17 Law set forth below.

18 NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY  
19 COMMISSIONERS OF CHARLOTTE COUNTY, FLORIDA THAT:

20 **RECITALS**

21 The recitals set forth above are true and correct and are incorporated herein and made a  
22 part hereof.

**FINDINGS OF FACT AND CONCLUSIONS OF LAW**

1  
2 **1.** The real property constituting the Babcock Ranch Community in Charlotte County which  
3 is the subject of the AMDA, consists of approximately 13,630 acres, and is legally described as  
4 set forth in Exhibit “A” attached hereto and made a part hereof (“Property” or “Community”).

5 **2.** The AMDA is consistent with Subsections 380.06(6) and (21), Florida Statutes.

6 **3.** The Developer submitted to the County an AMDA in February, 2007 and responses to  
7 sufficiency questions in June, 2007 and in July, 2007. The representations and commitments of  
8 Developer made in those documents which are made conditions of this development order are  
9 identified and set forth in the relevant provisions of this development order (“Representations  
10 and Commitments as Conditions”).

11 **4.** Most of Babcock Charlotte is located above the Category 3 Storm Surge for a land-falling  
12 event as currently mapped in Chapter 3 Map 3.13 of the 2014 Charlotte County Comprehensive  
13 Plan. However some portions are within the Category 4/5 Storm Surge Zone.

14 **5.** The Developer proposes to develop Babcock Charlotte in accordance with the Babcock  
15 Master Concept Plan (Map “H” in the AMDA) attached hereto as Exhibit “B” attached hereto  
16 and made a part hereof. Map “H” will be further revised as part of each Incremental  
17 development order. Map “H”, and as further revised in each Increment, constitutes the revised  
18 Master Plan for the Babcock Ranch Overlay District (“BROD”) in the County’s Comprehensive  
19 Plan and the revised Exhibit C-1 in the Charlotte Development Agreement. The development  
20 program authorized by this development order is as follows (“Development Program”):

- 21 (i) 17,870 residential dwelling units (recreational vehicle park uses shall count as  
22 dwelling units on a one vehicle rental or owner equals one dwelling unit),  
23 (ii) 2,925,943 square feet of retail,

- 1 (iii) 2,064,057 square feet of office (general office, medical office, and civic,  
2 community, and miscellaneous public facilities),
- 3 (iv) 600 hotel rooms (assumes 360,000 square feet of building),
- 4 (v) 650,000 square feet of industrial,
- 5 (vi) 177 hospital beds,
- 6 (vii) 418 units of assisted living facilities,
- 7 (viii) 54 golf holes,
- 8 (ix) Ancillary facilities of the educational service center, schools, and university  
9 research facilities as identified in Exhibit "B", attached hereto, will not be  
10 attributed to other development components set forth above, will not count  
11 towards the maximum thresholds of development as established in the  
12 Development Order and the BROD policies of the 2014 Charlotte County  
13 Comprehensive Plan.
- 14 (x) All other ancillary facilities, such as libraries, places of worship and regional and  
15 community park sites together with the development components set forth above  
16 (excluding ix) shall not exceed the maximum thresholds established in the  
17 Development Order and the BROD policies of the 2014 Charlotte County  
18 Comprehensive Plan.
- 19 (xi) Temporary housing for construction workers and their families will not count  
20 against the residential dwelling units allowed by subsection (i) above.
- 21 (xii) The total development within the BROD shall not exceed 17,870 dwelling units  
22 and 6,000,000 square feet of non-residential uses, not including the educational

1 service center, schools, and university research facilities which square footage  
2 will be additional.

3 6. The development is not in an area designated as an Area of Critical State Concern  
4 pursuant to the Provisions of Section 380.05, Florida Statutes, as amended.

5 7. The development of Babcock Charlotte is consistent with the current land development  
6 regulations and the Comprehensive Plan of County, as amended, adopted pursuant to Chapter  
7 163, Part II, Florida Statutes.

8 8. The Babcock Charlotte development is consistent with the State Comprehensive Plan.

9 9. Babcock Charlotte is expected to be developed in increments pursuant to applications for  
10 incremental development approval ("AIDA's"). The DRI questions which must be addressed by  
11 those applications and the scopes of review of those applications have been agreed to in the  
12 AMDA Agreement and are set forth in the pertinent provisions of this development order and are  
13 repeated in Exhibit "C" attached hereto and made a part hereof.

#### 14 **CONDITIONS**

##### 15 1. **APPLICATIONS FOR INCREMENTAL DEVELOPMENT APPROVAL.**

16 AIDA's shall be required to address only those application questions identified for  
17 increments or to provide the documentation described in Exhibit "C" attached hereto and made a  
18 part hereof.

##### 19 2. **GROSS RESIDENTIAL DENSITY CONDITION AND DEVELOPMENT** 20 **PROGRAM**

###### 21 A. Representations and Commitments as Conditions.

22 The gross residential density for the 13,630.6 acres is anticipated to be approximately  
23 1.31 dwelling units per acre. The net density of the development areas is anticipated to be  
24 approximately 4.05 dwelling units per acre. The calculation for net density is based on the area



1 of the development pods (i.e. Town Center, Villages and Hamlets). The net densities within the  
2 development pods will increase consistent with the planning approach to cluster development in  
3 predominantly ecologically benign areas. As provided in the BROD, net densities in those  
4 development pods will range from 3 to 16 units per acre in villages and hamlets, and from 3 to  
5 24 units per acre in the town center.

6 B. Other Conditions.

7 The Development Program is approved and may be adjusted by Developer in accordance  
8 with an equivalency matrix to be adopted in an Incremental development order.

9 C. Incremental Review.

10 (1) As part of the review of the first AIDA, a visioning workshop will be held  
11 to solicit public input on the implementation of the Master Plan for  
12 Babcock Charlotte. Said workshop will be advertised pursuant to  
13 County's advertising requirements for workshops.

14 (2) Each Incremental development order will establish the amount of non-  
15 residential development which must be constructed by the end of the  
16 Increment relative to the cumulative number of residential units which  
17 have been, or are projected to be, developed by the end of that Increment,  
18 and shall be consistent with the development limits established in the  
19 BROD.

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1    **3.    AFFORDABLE HOUSING**

2    A.    Representations and Commitments as Conditions.

- 3           (1)    Ten percent (10%) of the total number of housing units constructed shall  
4                    be for affordable housing. At least ten percent (10%) of the residential  
5                    units in each DRI Increment of the project shall include affordable  
6                    housing. If a particular DRI Increment includes more than ten percent  
7                    (10%) of affordable housing, then the ten percent (10%) minimum in the  
8                    following or applicable DRI Increment shall be reduced proportionately.  
9                    In no event shall more than a cumulative total of ten percent (10%) of the  
10                   total number of housing units built in the project be required to be  
11                   affordable housing. Developer shall establish mechanisms, such as a land  
12                   trust, to ensure the affordability of such units into the future.
- 13           (2)    “Affordable Rental Unit” and “Affordable Ownership Unit” shall be  
14                   defined in the implementation agreement defined below.
- 15           (3)    All Affordable Units developed must be targeted to households earning  
16                   less than 120% of the County area median income (“Area Median  
17                   Income” or “AMI”) for the applicable metropolitan statistical area  
18                   (“MSA”), with adjustments for household size, as reported by the US  
19                   Department of Housing and Urban Development (“HUD”).
- 20           (4)    For the purposes of this provision, a “household” consists of one or more  
21                   persons living as a single housekeeping unit, whether or not they are  
22                   related by blood, marriage, or otherwise.

1 (5) Household gross income shall be as determined by the applicable HUD  
2 standards/guidelines. The applicable HUD standards/guidelines shall be  
3 established in the affordable housing implementation agreement  
4 referenced herein.

5 B. Other Conditions.

6 (1) Forty (40%) percent of all Affordable Units provided must be targeted to  
7 households earning less than 80% of the Area Median Income (Low  
8 Income units), with at least 10% of all Affordable Units targeted for  
9 households under 50% of Area Median Income (Very Low Income units).  
10 Very Low Income units shall be rental units, with no more than half of  
11 those units age restricted.

12 (2) Sixty percent (60%) of all the Affordable Units provided must be targeted  
13 to households earning greater than 80% (Moderate Income units), but not  
14 in excess of 120% of the Area Median Income.

15 (3) Qualified owners or renters must reside in the Affordable Unit as their  
16 primary residence.

17 (4) Developer will provide for the location of Affordable Units in any DRI  
18 Increment of development involving the three Villages and the Town  
19 Center as depicted on the Master Plan in close proximity to schools and/or  
20 business uses. The Developer is not required to provide a specific  
21 minimum number of Affordable Units in the Hamlet developments.

22 (5) The Affordable Units shall be situated so as not to be in less desirable  
23 locations than the market rate units, and shall be no less accessible to the

1 common open spaces, public facilities, public transportation and  
2 commercial goods and services than the market rate units. All Affordable  
3 Units shall be visually compatible with any nearby market rate units and  
4 shall be integrated throughout the development so that there is not a  
5 substantial, contiguous concentration of such units in any one or few  
6 places.

7 (6) The County commits that these Affordable Units shall be eligible for  
8 whatever incentives and/or programs that it may establish after the actual  
9 date of offering of said unit to the public by the Developer. The County  
10 shall use its best efforts to continue to develop and maintain incentives and  
11 programs specifically targeted at Affordable Units.

12 (7) The County may offer "Impact Fee Credits or Deferrals" to its Affordable  
13 Housing buyers from time to time, and the County shall make these  
14 programs available to all qualified buyers, builders, or developers that may  
15 qualify for such credits or deferrals.

16 (8) The Developer, in its normal course of business, shall from time to time  
17 transfer ownership of land and/or lots within the Community to builders or  
18 other developers. It is understood that the subsequent owners of said land  
19 and/or lots shall assume the same liability that the Developer has within  
20 this agreement for Affordable Housing and shall similarly benefit from the  
21 same commitments from the County as contained or addressed herein.

22 (9) All Affordable Units offered for sale in the Moderate and Low Income  
23 categories shall be subject to a deed restriction that states that, if a sale

1 shall occur within twenty-five (25) years from the date of original  
2 purchase, the resale price shall be limited to the initial sales price plus a  
3 3% per year increase, any buyer's closing costs reflected in the contract,  
4 and fifty percent (50%) of the verifiable value of any improvements made  
5 to the unit prior to the sale. The implementation agreement described  
6 below shall identify legitimate improvements and define the terms  
7 "verifiable value" and "liens", as well as describe the mechanism(s) to  
8 ensure sustainable affordability. There will be a lien recorded in the  
9 Official Records of Charlotte County in favor of the County, which lien  
10 shall be subordinated to the new primary lender upon verification of the  
11 appropriate selling price for any applicable resale of the unit to a qualified  
12 buyer. The master property owners association documents or other  
13 recorded documents for the Community will require that the notice  
14 language will be placed as an addendum to any and all contracts for the  
15 resale of any qualified Affordable Units within the Community.

16 C. Incremental Review.

17 (1) Prior to the approval of the first Incremental development order,  
18 Developer and County shall enter into an affordable housing  
19 implementation agreement, approved by the County, which sets out all  
20 procedures, standards, requirements, and identifies grant programs which  
21 may be used to:

22 (a) monitor the effectiveness of this program;

1 (b) implement the program (e.g., administration, ownership, resale,  
2 incentives, down payment grant programs, covenants in deeds,  
3 liens, further defining household, etc.); and

4 (c) sustain affordability.

5 (2) Each AIDA shall report the number of Affordable Units allocated in any  
6 previously approved Increment(s) and the number of such units proposed  
7 in the AIDA.

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1    **4.    STORMWATER MANAGEMENT AND FLOOD PLAINS**

2        A.    Representations and Commitments as Conditions.

3            (1)    Silt fences or silt screens will be installed prior to land clearing to protect  
4                    water quality and to identify areas to be protected from clearing activities  
5                    and maintained for the duration of the project until all soil is stabilized.

6            (2)    Floating turbidity barriers or other devices will be in place on flowing  
7                    systems or in open water lake edges prior to initiation of earthwork and  
8                    maintained for the duration of the project until all soil is stabilized.

9            (3)    The installation of temporary erosion control barriers will be coordinated  
10                   with the construction of the permanent erosion control features to the  
11                   extent necessary to assure effective and continuous control of erosion and  
12                   water pollution throughout the life of the construction phase.

13           (4)    Turbidity resulting from construction dewatering will be managed using  
14                   structural best management practices (BMPs) prior to discharge to  
15                   receiving waters. Structural BMPs may include, but are not limited to,  
16                   vegetated systems, detention systems (e.g., sedimentation basins),  
17                   geotextiles, and other methods. Turbidity and other pollutants from  
18                   construction dewatering on the Property will be reduced to meet the levels  
19                   required by applicable State Water Quality Standards and as required by  
20                   the National Pollutant Discharge Elimination System (“NPDES”) general  
21                   permit for construction. Copies of any reports required by the NPDES  
22                   permit will be maintained at the appropriate construction site with a copy  
23                   being sent to the County Administrator or his or her designee.

- 1 (5) Clearing and grubbing will be so scheduled and performed such that  
2 grading operations can follow thereafter. Grading operations will be so  
3 scheduled and performed that permanent erosion control features can  
4 follow thereafter if conditions on the project permit, and not beyond the  
5 time limits established in the NPDES general construction permit.
- 6 (6) Exposed soils will be stabilized as soon as possible, especially slopes  
7 leading to wetlands. Stabilization methods include solid sod, seeding and  
8 mulching or hydromulching to provide a temporary or permanent grass  
9 cover.
- 10 (7) Energy dissipaters (such as rip rap, gravel beds, hay bales) shall be  
11 installed at the discharge point of pipes or swales if scouring is observed.
- 12 (8) Implementation of storm drain inlet protection (such as hay bales or  
13 gravel) to limit sedimentation within the stormwater system.
- 14 (9) The allowable discharge in a 25 year 3-day design event will be limited to  
15 the South Florida Water Management District ("SFWMD") permit for the  
16 site.
- 17 (10) The development within the FEMA floodplain will have finished floor  
18 elevations in each development pod which exceeds the 100 year 3-day  
19 design event for the adjacent water course as calculated by the backwater  
20 profile for the respective conveyance. Compensating storage will be  
21 provided to replace lost storage as part of the SFWMD permit  
22 requirements. The SFWMD standard of head loss in a 25-year 3-day  
23 design event will be met at each water crossing.



- 1 (11) The proposed development will be designed such that the potential for  
2 offsite flooding of other private property will be mitigated. This will  
3 primarily be accomplished by maintaining the existing conveyances  
4 without additional control structures except for restoration efforts. Water  
5 management control will be accomplished primarily by structures off-line  
6 from these conveyances. Off-site discharges onto the property will be  
7 properly routed around and through the property to maintain or lessen off-  
8 site flooding.
- 9 (12) Open stormwater ponds will be used for the primary volume attenuation  
10 and wet detention of water quality in accordance with Best Management  
11 Practices as outlined in the current Southwest Florida Basin Rule criteria  
12 of the SFWMD for water quality improvement.
- 13 (13) On-site wetlands within the project may be incorporated into the  
14 stormwater management system. Those wetlands outside that system will  
15 continue to store and transmit water as they do today except where  
16 modifications are made to facilitate hydrologic restoration.
- 17 (14) The stormwater treatment will include a backbone system consisting of  
18 wet detention areas and dry detention areas. Dry detention areas will not  
19 be used as the primary detention/retention component, but may be utilized  
20 in combination with wet detention/retention facilities. The stormwater  
21 treatment system will be designed in accordance with the current  
22 Southwest Florida Basin Rule Criteria of the SFWMD and will provide  
23 50% more retention/detention water quality treatment above that required

1 by Section 5.2.1(a) of the SFWMD Basis of Review. Best Management  
2 Practices will include reduced turf coverage, native landscaping, created  
3 wetlands, filter marshes, phyto-zones, extended hydraulic residence times  
4 and increased flow paths.

5 (15) The low edge of pavement for local roads to be at or above the peak stage  
6 for the 5 year-1 day event. The arterials and collectors will have one lane  
7 above the 25 year-3 day event peak stage. Parking lots will be at or above  
8 the 5 year-1 day event. Minimum swale grades in urban and suburban  
9 areas will have a minimum longitudinal slope of 0.2%. Ditches may have  
10 flatter longitudinal slopes. The minimum longitudinal slope on roads with  
11 curb and gutter will be 0.3%.

12 (16) The perimeter berm elevation will be 0.3 feet above the peak stage for the  
13 25 year-3 day event and the 100 year-1 day event.

14 (17) The treatment system will provide equal or greater post development  
15 storage volume for the 100 year-3 day event than provided by  
16 predevelopment conditions.

17 (18) There will be no increase in stream stage elevation offsite, except as  
18 permitted by the SFWMD.

19 (19) Finish floor elevations will be at least the 100 year-3 day event peak stage  
20 plus 0.5 feet.

21 (20) An Urban Water Management Plan will be developed for the site as part  
22 of the construction Environmental Resource Permit (“ERP”) process and  
23 will address the handling of waste from equestrian facilities on the site.

1 Water quality monitoring will be conducted pursuant to the Babcock  
2 Ranch Community Development of Regional Impact Environmental  
3 Methodology Supplement dated October 31, 2006.

4 B. Other Conditions.

- 5 (1) All internal stormwater management lakes and ditches, and any on-site  
6 preserved/enhanced wetland areas, shall be set aside as recorded drainage  
7 and/or conservation easements granted to the SFWMD, or other  
8 appropriate governmental entity with a compliance monitoring staff.  
9 Stormwater lakes shall include adequate maintenance easements around  
10 the lakes, with access to a paved roadway, as required by the appropriate  
11 governmental entity.
- 12 (2) Any silt barriers and any anchor soil, as well as accumulated silt, shall be  
13 removed upon completion of construction. Either the Developer or the  
14 entities responsible for the specific construction activities requiring these  
15 measures shall assume responsibility for having them removed upon  
16 completion of construction.
- 17 (3) Any shoreline banks created along the on-site stormwater management  
18 system shall include littoral zones constructed on slopes consistent with  
19 SFWMD, Florida Department of Environmental Protection ("FDEP"), and  
20 Charlotte County requirements and shall be planted in native emergent or  
21 submergent aquatic vegetation. The Developer shall ensure, by  
22 supplemental replanting as necessary, that at least 80% cover by native

1 aquatic vegetation is established within the littoral zone planting areas for  
2 the duration of the project.

3 (4) The Developer shall conduct annual inspections in accordance with the  
4 conditions of the approved SFWMD ERP, of the Babcock Charlotte  
5 Master Stormwater Management System and any preserved/enhanced  
6 wetland areas on the project site so as to ensure that these areas are  
7 maintained in keeping with the final approved designs, and that the water  
8 management system is capable of accomplishing the level of stormwater  
9 storage and treatment for which it was intended.

10 (5) The Developer shall undertake a regularly scheduled vacuum sweeping of  
11 all common streets and parking areas within the Town Center and the non-  
12 residential areas of the Villages. The Developer shall encourage any  
13 private parcel owners within the Town Center and the non-residential  
14 areas of the Villages to institute regularly scheduled vacuum sweeping of  
15 their respective parking areas.

16 (6) Design considerations will be given to ditch and swale slopes, where  
17 practicable, so that these facilities provide some additional water quality  
18 treatment prior to discharge. Treatment swales shall be planted with  
19 vegetation as reviewed and approved during the ERP approval process,  
20 and where practicable, landscape islands shall accommodate the detention  
21 of runoff. Design consideration will be given to the use of pervious  
22 construction materials for the surfaces of trails, walkways, and non-  
23 vehicular travel ways.

- 1           (7) Any debris that may accumulate in project lakes, ditches or swales, or  
2           which may interfere with the normal flow of water through discharge  
3           structures and under drain systems, shall be cleaned from the  
4           detention/retention areas on a regular basis. Any erosion to banks shall be  
5           repaired.
- 6           (8) Grease baffles shall be inspected and cleaned and/or repaired on a regular  
7           basis. In no instance shall the period between such inspections exceed  
8           eighteen months.
- 9           (9) Isolated wading bird "pools" shall be constructed to provide aquatic  
10          habitat for mosquito larvae predators, such as *Gambusia affinis*, and  
11          foraging areas for wading bird species, such as wood stork, consistent with  
12          SFWMD, FDEP, and County requirements.
- 13          (10) The open drainage system will be designated to provide additional water  
14          quality treatment prior to discharge. Design elements may include  
15          rainwater gardens, treatment swales planted with native vegetation, and  
16          entrainment systems. These will be reviewed and approved during the  
17          ERP approval process.
- 18          (11) Stormwater runoff should be minimized through a variety of techniques  
19          that may include rainwater gardens, bottomless planter boxes, green roofs  
20          and pervious surfaces, as well as rainwater harvesting techniques that may  
21          include cisterns and rain barrels.

- 1 (12) Landscape irrigation will be provided first through the use of reuse water,  
2 where reasonably available, and surface water from lakes. Ground water  
3 will be used to replace the surface water withdrawn for irrigation water.
- 4 (13) The master stormwater management system will be maintained by District  
5 or master property owners association established by covenants and  
6 restrictions on the Property.
- 7 (14) The applicant has agreed to do a new hydrologic model of the project area  
8 to determine predevelopment flow rates for use in current and future  
9 permitting. When this work is complete it will be submitted to SFWMD  
10 for review, amendment if needed, and approval. The SFWMD approved  
11 predevelopment flow rates will be used in future AIDA submissions.
- 12 (15) Developer has applied to the SFWMD for a conceptual ERP, Application  
13 Number 070330-5, in accordance with its jurisdiction over such matters  
14 and the Property. Upon issuance, Developer will follow the authorizations  
15 and permit conditions, which will be a separate and enforceable legal  
16 document in accordance with its terms. Compliance with this permit, as it  
17 may be amended from time to time, will address mitigation of certain  
18 impacts of the Babcock Charlotte development. Such permit will be  
19 issued under the authority of an agency other than County and, therefore,  
20 shall be subject to enforcement by the issuing agency. County will assist  
21 said agency, if requested, in monitoring Developer's compliance with the  
22 conditions of said permit. Developers' successors-in-interest and assigns  
23 are hereby placed on notice of this permit application and its potential

1 application to development which they may propose to undertake within  
2 Babcock Charlotte.

3 (16) Developer has applied to the United States Army Corps of Engineers,  
4 Application Number SAJ-2006-6656, in accordance with its jurisdiction  
5 over such matters and the Property. Upon issuance, Developer will follow  
6 the authorizations and permit conditions, which will be a separate and  
7 enforceable legal document in accordance with its terms. Compliance with  
8 this permit, as it may be amended from time to time, will address  
9 mitigation of certain impacts of the Babcock Charlotte development. Such  
10 permit will be issued under the authority of an agency other than County  
11 and, therefore, shall be subject to enforcement by the issuing agency.  
12 County will assist said agency, if requested, in monitoring Developer's  
13 compliance with the conditions of said permit. Developers' successors-in-  
14 interest and assigns are hereby placed on notice of this permit application  
15 and its potential application to development which they may propose to  
16 undertake within Babcock Charlotte

17 (17) As part of any AIDA phase that will discharge to Owl Creek, Trout Creek,  
18 and /or Telegraph Creek, 100 year three-day storm event calculations will  
19 be provided for two items. The two items are: the setting of finished floor  
20 elevation and the determination that the peak volume stored in the pre-  
21 development condition is equal or exceeded by that stored in the post  
22 development condition. This information will be made available to the  
23 general public.

1 (18) The Developer shall reduce the introduction of fill material outside  
2 approved development pods into the 100 year flood plain where practical.  
3 Structures outside approved development pods, but built in the 100 year  
4 flood plain, will be built as elevated structures and not as monolithic slabs  
5 on fill soil.

6 C. Incremental Review.

7 (1) Subsection A and B above in this provision 4 (Stormwater Management)  
8 constitute the “Stormwater Plan” for Babcock Charlotte.

9 (2) The Incremental review will address compliance of the Increment with the  
10 Stormwater Plan and any changes to the adopted floodplain maps.

11 (3) The Incremental review will include an assessment of any pertinent  
12 information developed pursuant to a condition of the Master DRI  
13 development order which has been developed since the Master  
14 development order was issued in order to determine if that new  
15 information shows that a change in the Stormwater Plan is needed in order  
16 to provide the same level of protection, remediation, or mitigation that is  
17 contemplated in the Master DRI Development order.

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1    **5.    TRANSPORTATION**

2           A.    Representations and Commitments as Conditions – No relevant provisions

3           B.    Conditions for Development Approval.

4               (1)    Master Traffic Study

5                   (a)    The Developer’s AMDA Master Traffic Study is the analysis of  
6                            the buildout of the Development Program and the horizon year  
7                            traffic conditions in year 2030. It is a guide to the roadway  
8                            network and improvements anticipated to be needed to support all  
9                            area development including the Babcock Ranch Community  
10                           Development Program by the year 2030 and is intended for use  
11                           only with the Babcock Charlotte Development Program. As a long  
12                           range “snapshot” of horizon year conditions, it is anticipated that  
13                           the mobility network and area growth will change and be revised  
14                           as the Babcock Ranch Community develops. The Developer’s  
15                           travel model used for the Master Traffic Study is adequate for this  
16                           “snapshot” purpose. Further validation adjustments of the  
17                           Developer’s Master Traffic Study travel model are required prior  
18                           to submittal of the Traffic study for the first Increment as set forth  
19                           in Condition B.(2)(d) below.

20                   (b)    The Charlotte County Babcock Ranch Overlay District (the  
21                            BROD), Policy 2.5.16.5, recognizes that the BROD is a “smart  
22                            growth” community and specifies that the “internal capture rate  
23                            (“ICR”)” for the Babcock Ranch Community shall be maximized,

1 with a targeted internal capture rate of between 50% - 70%. The  
2 Developer's AMDA Master Traffic Study reflects the mixed-use  
3 character of the Community and consequently maximizes the  
4 "internal capture" elements, resulting in a trip capture rate for the  
5 buildout of the Babcock Ranch Community of 55% on a peak hour  
6 basis. The 2030 roadway network and candidate roadway  
7 improvements resulting from the AMDA Master Traffic Study  
8 based on that trip capture rate for the Babcock component are set  
9 forth in Exhibit F attached hereto and made a part hereof by  
10 reference. Exhibit F also identifies, under 2030 conditions and the  
11 55% ICR, those regionally and locally significant road segments  
12 that are projected to be significantly impacted by the Babcock  
13 Ranch Community and for which a service deficiency is also  
14 projected ("Impacted Segments"). It also identifies the  
15 improvements which may need to be made by 2030 under the 55%  
16 ICR to the Impacted Segments to mitigate Babcock's traffic  
17 impacts in order to maintain the adopted level of service (LOS)  
18 standards.

- 19 (c) A supplemental traffic study was also prepared by the Developer at  
20 the request of review agencies to identify the potential 2030  
21 roadway network and candidate roadway improvements resulting  
22 from the Master DRI Traffic Study based on the initial internal  
23 capture rate of 22%, ("Supplemental Master Study"). The

1 roadway network and candidate roadway improvements resulting  
2 from the Supplemental Master Study based on that trip capture  
3 rate also are set forth in Exhibit F attached hereto and made a part  
4 hereof by reference. Exhibit F also identifies, under those 2030  
5 conditions, the same information for the 22% ICR scenario as for  
6 the 55% ICR scenario, including those regionally and locally  
7 significant road segments that are projected to be significantly  
8 impacted by the Babcock Ranch Community and for which a  
9 service deficiency is also projected (“Impacted Segments”) and the  
10 improvements which may need to be made by 2030 to the  
11 Impacted Segments under a 22% ICR to mitigate Babcock’s traffic  
12 impacts in order to maintain the adopted level of service (LOS)  
13 standards. The road network presented in Exhibit F is a 2030  
14 horizon year projection that will be updated periodically as set  
15 forth below in Condition B.(2) to reflect changing conditions in the  
16 area.

17 (d) The significant impacts, roadway network, and roadway  
18 improvements identified in Exhibit F hereto are provided for  
19 comparison purposes between the two internal capture rate  
20 scenarios described above. As specified under Conditions  
21 B.(2)(a), (2)(b), (2)(c), and (2)(d) below, as data from the annual  
22 traffic monitoring program becomes available, as specified under  
23 Conditions B.(3)(a) and (3)(b) below, this data will be incorporated

1 into the Master Traffic Study Updates as described in Condition  
2 B.(2) below. Exhibit F will then be re-evaluated and revised as  
3 specified in Condition B.(2) below.

- 4 (e) For purposes of the First Increment, the 22% ICR portions of  
5 Exhibit "F" will control the measurement of significant impact for  
6 the Incremental DRI traffic studies. Future Increments will use a  
7 revised Exhibit "F" as re-evaluated either under Condition B.(2)(a)  
8 or B.(2)(b), as applicable.

9 (2) Master Traffic Study Updates

- 10 (a) (1) An update of the AMDA Master Traffic Study will be  
11 undertaken and submitted to Charlotte County, FDOT, DCA, and  
12 the SWFRPC within twelve (12) months from the date that the  
13 FDOT Regional Travel Demand Model based on the existing plus  
14 committed ("E+C") network that covers Lee, Charlotte, Hendry,  
15 DeSoto and Glades Counties, has been validated by the FDOT,  
16 which shall also obtain acceptance of the model by the Lee County  
17 and Charlotte County, and has been approved in writing by FDOT  
18 for use in the AMDA Master Traffic Study Update and subsequent  
19 AIDA traffic assessments. The Master Traffic Study Update will  
20 result in a Revised Exhibit F, based upon the ICR determined  
21 pursuant to paragraph B(2)(a). A transportation methodology  
22 meeting will be held with Charlotte County, Lee County, the  
23 SWFRPC, the Florida Department of Transportation ("FDOT"),

1 and the Florida Department of Community Affairs (“DCA”) prior  
2 to the conduct of this update of the Master Traffic Study.

3 (2) a. This update of the Master Traffic Study will include  
4 a reassessment of the internal capture and external trips consistent  
5 with paragraph B(2)(a) above. Trip Generation, the ITE Trip  
6 Generation Handbook, and the FDOT Site Impact Handbook, and  
7 the FDOT regional travel demand model, as it may be adjusted  
8 pursuant to professionally accepted techniques applicable to  
9 communities of the size, location, mix of uses, and design of  
10 Babcock or other travel demand modeling techniques and data that  
11 reflect the size, location, mix of uses, and “smart growth” design of  
12 the project.

13 b. Due to its size and mix of uses, the Babcock Ranch  
14 Community will be divided into a number of traffic analysis zones  
15 (TAZs) and tracts, which are combinations of TAZs. The size,  
16 location and number of TAZs will be determined by the  
17 Developer. There shall be no minimum or maximum number of  
18 TAZs or tracts.

19 c. Until such time that the use of a regional travel  
20 demand model is accepted by the FDOT for estimating trip capture  
21 within a large scale community like the Babcock Ranch  
22 Community, the community capture and external trips for the

1 Babcock Ranch Community will be estimated using the following  
2 procedures.

3 (i) The total new trips generated by the Babcock Ranch  
4 Community development as identified in the Master  
5 Traffic Study and based on accepted standard  
6 methods of calculation will be reduced as identified  
7 in the sections below.

8 (ii) There are standard mixed land uses (residential,  
9 office, retail) for the mixed use development  
10 concepts of the ITE Trip Generation Handbook  
11 “Mixed Use Development”. For those standard  
12 land uses, and using the tract as a single TAZ,  
13 calculate, using the methods of the ITE Trip  
14 Generation Handbook “Mixed Use Development”,  
15 the internal capture within the tract.

16 (iii) For each non-standard land use (those land uses not  
17 included in the ITE Trip Generation Handbook  
18 methodology) within each tract, create a separate  
19 TAZ for each non-standard land use. Using the  
20 regional travel demand model, applicable at that  
21 time, determine the trip capture for those non-  
22 standard land uses within the subject tract.

- 1 (iv) Using the regional travel demand model, applicable  
2 at that time, determine the trip capture between the  
3 individual tracts within the Babcock Ranch  
4 Community.
- 5 (v) Estimate the number of pass-by trips consistent with  
6 the then most recent editions of the ITE Trip  
7 Generation Handbook, and the FDOT Site Impact  
8 Handbook. Only those retail uses which are  
9 adjacent to the primary public roadways will be  
10 eligible for external pass-by trips. Retail that is not  
11 adjacent, whether contained internally or  
12 substantially set back without direct access to the  
13 major public roadways will not be eligible for pass-  
14 by trips.
- 15 (vi) The remaining net new trips are external to the  
16 Babcock Ranch Community and will be assigned to  
17 the regional roadway network by the regional travel  
18 demand model, applicable at that time.
- 19 (b) (1) Due to the long term buildout of the Project (over 20 years)  
20 and potentially changing conditions in the study area, a periodic  
21 update of the AMDA Master Traffic Study is required. The initial  
22 update shall be conducted and submitted no later than five (5)  
23 years starting with the issuance of this Development Order. The

1 Developer may update the Master Traffic Study at any time during  
2 that five (5) year period. Additional updates shall be conducted  
3 and submitted no later than five (5) years after the most recent  
4 previous update. If the FDOT Regional Travel Demand Model is  
5 not available at the time an update is undertaken, then the Master  
6 Traffic Study may be updated using the travel demand model used  
7 in the original Master Traffic Study as further validated pursuant to  
8 Condition B(2)(d). Each updated Master Traffic Study will be a  
9 complete update similar to the original Master Traffic Study and  
10 will result in a Revised Exhibit F. A transportation methodology  
11 meeting will be held with Charlotte County, Lee County, the  
12 SWFRPC, FDOT and DCA prior to the conduct of each Master  
13 Traffic Study Update.

14 (2) This update of the Master Traffic Study will include  
15 a reassessment of the internal capture and external  
16 trips consistent with paragraph B(2)(a) above.

17 (c) It is anticipated that the first Increment (AIDA), and perhaps other  
18 Incremental AIDAs, will be filed for review and approval prior to  
19 any required update of the Master Traffic Study. The Master  
20 Traffic Study will not be required to be updated coincident with  
21 the first AIDA. If the FDOT Regional Travel Demand Model, as  
22 described above in Condition B.(2)(a), is not available for use by  
23 Babcock prior to the transportation methodology meeting for the



1 second Increment, or any subsequent Increments, then the travel  
2 demand model used in the original Master Traffic Study as may be  
3 adjusted per Condition B.(2)(d) below, will be used for the second  
4 and any such subsequent Incremental traffic studies and will be  
5 used to update the Master Traffic Study under the conditions set  
6 forth in Condition B.(2)(a) above and will result in a revised  
7 Exhibit "F".

8 (d) The first Increment or Increments (AIDAs) will use the regional  
9 travel demand model used for the original AMDA Master Traffic  
10 Study with adjustments made to the model to achieve daily  
11 volumes within approximately 20% of those volumes projected by  
12 the applicable county's MPO 2010 travel demand model for the  
13 screenlines and corridor outlines identified in the transportation  
14 methodology meeting within a forty (40) mile radius around the  
15 center of the Babcock project. Subsequent Increments will use the  
16 FDOT Regional Travel Demand Model provided that the  
17 conditions set forth in Condition B.(2)(a) above have been met.

18 (3) Biennial Monitoring Program

19 On a biennial basis, the Developer shall submit a DRI traffic monitoring  
20 report to the following entities: County, FDOT, DCA, Lee County, and the  
21 SWFRPC. The first monitoring report shall be submitted two (2) years  
22 after the recorded date of the approval of the first AIDA Development  
23 Order, unless no buildings have been physically occupied by a permanent

1 user. Once a building in Babcock is occupied by a permanent user the  
2 biennial traffic monitoring requirement will commence. For the purposes  
3 of growth management the Biennial Monitoring will monitor the external  
4 trips generated by occupied uses in Babcock. The traffic monitoring  
5 program must include the following.

- 6 (a) 2-hour AM peak hour and 4-hour PM peak hour turning movement  
7 counts and 72-hour machine traffic counts at the Babcock Ranch  
8 Community's access points onto the external public road network  
9 external to the Property; the 72 hour traffic counts will be derived  
10 from the permanent traffic counters installed at Babcock's  
11 ingress/egress points as described in Condition B.(7) below.
- 12 (b) A comparison of the field-measured Project external trips to the  
13 Project's external trips estimated in the AMDA and the  
14 Incremental traffic study.
- 15 (c) The level of service of all access points between the Project and  
16 the external road network.
- 17 (d) A summary of construction and development activities to date,  
18 using the categories of the Master Development Program.
- 19 (e) An estimate of the level of development expected to be added by  
20 the Project for the forthcoming year.
- 21 (f) The status of the mobility improvements required by any prior  
22 Incremental development program.

- 1 (g) . The status of mobility improvements identified as committed in the  
2 Master Traffic Study or Incremental traffic studies.
- 3 (h) An estimate of the construction traffic at the Project's access points  
4 onto the public roadway network external to the Property.
- 5 (4) The Developer shall promote efficient pedestrian and bicycle movement  
6 within and between the development's components and to adjacent  
7 properties. The Developer shall link the uses and subdivisions, hamlets,  
8 town centers and free standing facilities through a series of sidewalks, bike  
9 paths, walking trails and internal roadways of various functional  
10 classifications. The Developer shall promote transit service through the  
11 inclusion of bus stops or other appropriate transit access points in site  
12 design, consistent with the Charlotte County and Lee County  
13 Comprehensive Plans and transit plans, if any. The location of bus stops  
14 and transit access points shall be planned and integrated with the Babcock  
15 Ranch Community bicycle and pedestrian plan.
- 16 (5) Within twelve (12) months from the date of the Master DRI Development  
17 Order, the Developer shall prepare and submit to Charlotte County a  
18 transit feasibility study for possible transit service within the Babcock  
19 Ranch Community. The transit feasibility study shall evaluate the  
20 feasibility of an internal tram or trolley system to link the villages,  
21 hamlets, and town center and other uses and to provide a linkage to the  
22 external road network. The feasibility study will evaluate, among other  
23 things, the timing of the implementation of the system, system routing,

1 vehicle type, headways, funding sources, and capital and operating costs.

2 If the study determines that such a system is economically viable,

3 Developer will implement the system.

- 4 (6) The Developer shall prepare a transit feasibility study of providing public  
5 transportation to and from Babcock. The transit feasibility study will  
6 evaluate, among other things, the feasibility of providing public  
7 transportation, timing of the implementation of the system, system routing,  
8 vehicle type, headways, funding sources, and capital and operating costs.  
9 In an effort to insure sufficient population to support this type of transit  
10 service, the Developer shall coordinate the initiation of this study with  
11 transit representatives from Charlotte County, Lee County, and the FDOT.  
12 The Babcock development will be credited with an appropriate reduction  
13 in net external trips for the implementation of such a public transit  
14 component. The cost of the study may be credited against Developer's  
15 proportionate share mitigation.

- 16 (7) The Developer shall install permanent traffic count stations at all Babcock  
17 Ranch Community ingress/egress points on the external road network and  
18 at the Charlotte County lines on SR31. The equipment will be turned over  
19 to Charlotte County and the County will own and maintain the permanent  
20 count station equipment. The cost of the permanent count station  
21 equipment will be credited against the DRI's traffic mitigation obligation.  
22 Data from the count stations shall be made available in a digital format on

1 a periodic schedule agreed to by County and Developer and without any  
2 cost, to Developer.

- 3 (8) Developer shall provide sufficient queuing lanes and turn lanes along State  
4 Road #31 to manage construction traffic in a manner which does not cause  
5 substantial delays to other traffic on State Road #31. County and FDOT  
6 shall review and approve, the timing of said improvements (which are to  
7 be in place concurrent with construction traffic), the locations, dimensions,  
8 and configurations in accordance with County and FDOT standards of said  
9 construction traffic queuing and turn lanes.

10 C. Incremental Review.

- 11 (1) Incremental Review Analyses.

12 Development within the Babcock Ranch Community, as identified in the AMDA,  
13 will undergo a traffic review through an incremental process with traffic studies  
14 prepared for each Increment. A transportation methodology meeting will be held  
15 with County, FDOT, DCA, and the SWFRPC prior to initiating this study. This  
16 will allow the study to address specific issues that may be related to any particular  
17 Increment. Each Incremental Traffic Study will establish the trip capture rate for  
18 that Increment consistent with Condition B.(2) which will determine the  
19 maximum number of PM peak hour trips external to the Property for that  
20 Incremental development program. Professionally accepted techniques and data,  
21 including FDOT's Site Impact Handbook and the current Subdivision Traffic  
22 Study Guidelines for Charlotte County may be considered in establishing the  
23 methodologies for the Incremental studies.

1 As a part of this effort, a traffic study will be prepared in support of that  
2 Increment. The Project's trip capture rate, estimated number of external PM peak  
3 hour trips, traffic impacts, proportionate share of needed improvements,  
4 pipelining of the proportionate share, and mitigation will be established for each  
5 Increment. A traffic study will be prepared for each Incremental level of  
6 development. The traffic study in support of each Increment will estimate the  
7 trips external to the Property for that Incremental development program and may  
8 include the following.

9 (a) Road segment evaluation of those external road segments  
10 significantly impacted by the Incremental development program  
11 for the AMDA significant impact area per the 22% ICR portions of  
12 Exhibit "F" until such time as Exhibit "F" is amended.

13 (b) Intersection evaluations of those external intersections significantly  
14 impacted by the Incremental development program.

15 (c) Identification of roadway and intersection improvements needed to  
16 support that level of development and all area growth coincident  
17 with buildout of that Incremental development program at the  
18 Babcock Ranch Community for the AMDA significant impact area  
19 per the 22% ICR portions of Exhibit "F" hereto until such time as  
20 Exhibit "F" hereto is amended.

21 (d) Identification of the Project's proportionate share of those needed  
22 roadway and intersection improvements. Proportionate share  
23 mitigation shall be limited to insure that if Babcock meets the

1 requirements of Section 163.3180(12), F.S., it shall not be  
2 responsible for the additional cost of reducing or eliminating  
3 backlogs. The project's proportionate share shall be directed (i.e.  
4 "pipelined") to one or more mobility improvements that benefit a  
5 regionally significant transportation facility. The funding of one or  
6 more required mobility improvements that will benefit a regionally  
7 significant transportation facility consistent with Section  
8 163.3180(12), F.S., satisfies concurrency requirements as  
9 mitigation of Babcock's impact upon the overall transportation  
10 system even if there remains a failure of concurrency on other  
11 impacted facilities

- 12 (e) Identification of the Project's traffic mitigation conditions to  
13 address its proportionate share of needed mobility improvements  
14 and any pipelining of that proportionate share, but not including  
15 mitigation for backlogged conditions. Mitigation for impacts to  
16 facilities on the State Strategic Intermodal System shall be made  
17 after consultation with FDOT. Traffic mitigation conditions would  
18 include, but not be limited to, commitments to construct or pay for  
19 certain mobility improvements, provision of right-of-way,  
20 provision of design plans in support of improvements, cash  
21 payments to the County or applicable maintenance agency and/or  
22 combinations of the above, and a mitigation payment schedule.

- 1 (f) Each Increment will constitute a separate DRI, and each  
2 subsequent Incremental traffic study will include the previously  
3 evaluated and mitigated Increment as background traffic consistent  
4 with Section 380.0651, F.S., and 9J-2.045, F.A.C. Phases of an  
5 Increment that alone do not constitute a DRI will be aggregated  
6 with previous or subsequent phases and analyzed cumulatively as a  
7 DRI.
- 8 (g) An accounting system will be established so that if the field  
9 measured external trips at the end of the particular Increment are  
10 less than previously estimated for that Increment, the Developer  
11 would be entitled to credits which can be used by the Developer,  
12 sold to other parties or carried over to the next Increment.  
13 Alternatively, if the actual traffic for that particular Increment is  
14 greater than previously estimated, then the Developer will be  
15 required to mitigate those additional traffic impacts as part of the  
16 then under review Increment.
- 17 (h) The development approved in each Increment will be vested for  
18 traffic concurrency purposes through the scheduled payment of its  
19 mitigation requirements (proportionate share) for mobility  
20 improvements. The payment schedule and the details of that  
21 payment schedule must be established in an enforceable agreement  
22 with the County or the applicable maintenance agency.



1 (i) As provided in the AMDA Agreement, an Incremental traffic study  
2 may consider relevant information from previously approved  
3 studies or Increments, but no Incremental review will result in a  
4 requirement to revise any element or requirement of a previously  
5 approved Increment other than the provision in item C.(g) above.

6 (2) Planned Development, Site Plan and Subdivision Plan Approval Within  
7 An Increment

8 Planned development, site plan, and subdivision plan approvals within an  
9 Increment will be evaluated for consistency with the Incremental traffic study as  
10 set forth below.

11 (a) Review the requested approval to verify that the development  
12 parameters of the requested approval, when combined with the  
13 parameters of any other requested approval already reviewed and  
14 approved within the Increment and reflective of any land use  
15 conversions, are consistent with the level of development  
16 evaluated during the Incremental traffic study.

17 (b) Review of the requested approval to verify that the projected  
18 external trips of the requested approval, when combined with the  
19 estimated external trips of any other requested approval already  
20 reviewed and approved within the Increment and reflective of any  
21 land use conversions, does not exceed the external trips evaluated  
22 during the Incremental traffic study.

- 1 (c) Review of the requested approval's access points onto the public  
2 roadway network external to the Property to determine if: 1) the  
3 proposed access points are consistent with the access established in  
4 the Master AMDA, AIDA, and/or public access management  
5 standards; 2) the access point intersection will operate at  
6 acceptable levels of service coincident with the buildout of the  
7 requested approval; 3) identify needed improvements, including  
8 signalization, at the access point intersections to maintain  
9 acceptable levels of service; and 4) identify the estimated turn lane  
10 storage lengths for the needed turn lanes at the access point  
11 intersections.
- 12 (3) The Developer may, at its sole discretion, determine the size, boundaries,  
13 land uses, timing, and termination of each Increment. The Developer may  
14 file one or more AIDA's for concurrent, overlapping, or sequential  
15 increments. Provided, however, the entire project as reflected in this  
16 Master DRI development order may not be submitted in only one  
17 increment, and any one filing of one or more AIDA's will not include  
18 cumulatively among the filing more than fifty percent (50%) of the entire  
19 Master DRI Development Program.
- 20 (4)
- 21 (a) The Developer's proportionate share obligation, as established per  
22 each Increment, shall be directed or pipelined, pursuant to section  
23 163.3180(12), Florida Statutes, to one or more required mobility

1 improvements which may or may not be a part of the AMDA  
2 roadway network, which benefit a regionally significant  
3 transportation facility and which can be funded by the Developer's  
4 proportionate share. The funding of one or more required mobility  
5 improvements that will benefit a regionally significant  
6 transportation facility consistent with Section 163.3180(12). F.S.,  
7 satisfies concurrency requirements as a mitigation of Babcock's  
8 impact upon the overall transportation system even if there remains  
9 a failure of concurrency on other impacted facilities.

10 (b) The Developer may also utilize proportionate fair-share mitigation,  
11 consistent with Section 163.3180(16), which may be directed  
12 toward one or more specific transportation improvements  
13 reasonably related to the mobility demands created by the  
14 development and such improvements may address one or more  
15 modes of travel. Proportionate fair-share mitigation shall be  
16 limited to ensure that a development meeting the requirements of  
17 Section 163.3180(16), Florida Statutes, mitigates its impact on the  
18 transportation system but is not responsible for the additional cost  
19 of reducing or eliminating backlogs. The funding of any  
20 improvements that significantly benefit the impacted transportation  
21 system satisfies concurrency requirements as a mitigation of the  
22 development's impact upon the overall transportation system even

1 if there remains a failure of concurrency on other impacted  
2 facilities.

3 (5) In addition to, or in the alternative to the pipelining described in  
4 provisions C(1)(d) and C(4)(a) above, the developer may also mitigate its  
5 traffic impacts pursuant to Rule 9J-2.045, F.A.C.

6 (6) Incremental Biennial Monitoring Controls

7 (a) If the biennial traffic monitoring report for any two year period  
8 reveals that the Project's field measured external trips generated by  
9 occupied land uses is 80% or more of the maximum number of  
10 external PM peak hour trips for the completed Increment(s) and the  
11 approved, but uncompleted, Increments and the occupied land uses  
12 are less than 50% of the development program approved for  
13 approved, but uncompleted, Increment(s), the Developer shall,  
14 within 90 days of the date of the biennial traffic monitoring report,  
15 meet with Charlotte County Public Works to determine if the most  
16 recently approved Incremental traffic study must be updated. If an  
17 updated traffic study is required, then an updated list of  
18 significantly and adversely impacted road segments and  
19 corresponding adjustments in the Increment's proportionate share  
20 which are needed to complete the most recently approved  
21 Increment will be identified in that updated study.

22 (b) If the biennial traffic monitoring report for any two year period  
23 reveals that the Project's field measured external trips generated by

1 occupied land uses exceed the maximum number of external PM  
2 peak hour trips for the completed Increment(s) and the approved,  
3 but uncompleted, Increment(s), the most recently approved  
4 Incremental traffic study will be updated within 120 days of the  
5 date of the biennial traffic monitoring report. For that most  
6 recently approved Increment, this may result in an updated list of  
7 significantly and adversely impacted road segments and a  
8 corresponding adjustment in the Increment's proportionate share  
9 with the additional proportionate share being directed to one or  
10 more mobility improvements as set in Condition C.(4).

11 (c) Alternatively, if the Project's field measured external trips exceed  
12 the maximum number of external PM peak hour trips for the  
13 completed Increment(s) and the approved, but uncompleted,  
14 Increment(s), the Developer may declare the most recently  
15 approved Increment to be complete in terms of external trips and  
16 development program and may submit a new AIDA and  
17 Incremental traffic study which may include land area not used in  
18 the Increment deemed complete.

19 (d) If the biennial traffic monitoring report reveals that the Project's  
20 field measured external trips generated by occupied land uses  
21 exceeds the maximum number of trips from the completed  
22 Incremental and the approved, but uncompleted, Incremental  
23 development program(s) by the thresholds identified in Section

1 380.06(19), Florida Statutes, then the provisions regarding  
2 substantial deviations will take effect.

3 (e) If, at the buildout or completion of an Increment, the measured  
4 external trips are less than the maximum number of external trips  
5 established for the Increment, then the difference in the  
6 proportionate share represented by the difference in those external  
7 trips will be credited against the proportionate share projected to be  
8 produced by the next subsequent Increment(s).

9 (f) Every two years, the results of the traffic monitoring report will be  
10 compiled with the results of the previous reports. The data from  
11 these monitoring reports will be used with respect to the applicable  
12 components of the development program prepared for the next  
13 Increment, as well as the updates of the Master Traffic Study.

14 (g) Under Conditions C.(6)(a), (b), and (d) above, development  
15 (including but not limited to: planned development, site plan, and  
16 sub-division approvals; building permits; construction; and  
17 certificates of occupancy) pursuant to Incremental approvals will  
18 not be suspended while the traffic study updates and any  
19 adjustments required by those provisions are being finalized.

20 (7) Notice of Lee Road Agreement.

21 Developer and Lee County entered into the Babcock Ranch Community Road  
22 Planning Agreement Regarding The Charlotte County Babcock Ranch Overlay  
23 District Amendment on May 23, 2006 ("Lee Road Agreement"). The Lee Road

1 Agreement relates to the mitigation of impacts from Babcock Charlotte on Lee  
2 County roads. The Lee Road Agreement sets forth various obligations of the  
3 parties to the Lee Road Agreement, and is enforceable by its own terms and not  
4 pursuant to this Development Order. Developer's successors-in-interest and  
5 assigns are hereby placed on notice of the Lee Road Agreement and its potential  
6 application to development which they may propose to undertake within Babcock  
7 Charlotte. A copy of said Agreement shall be made available by Developer upon  
8 request of such successors-in-interest and assigns, and a copy shall be on file with  
9 the Clerk of the Charlotte County Commission.

10 **REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY**

1   **6.    VEGETATION, WILDLIFE, AND WETLANDS**

2       A.   Representations and Commitments as Conditions.

3           (1)   The exotic pest plant impacted areas, and native plant communities  
4                    (approximately 5000 acres) will be managed and incorporated into the  
5                    final preservation areas and consolidated north-south flow-ways and east-  
6                    west greenways.

7           (2)   The upland preserve/conservation areas and the wetland preserves will  
8                    have management that optimizes the value and function of these areas of  
9                    native habitat.

10          (3)   There will be an average 100-foot setback from the State Preserve and an  
11                   average 50-foot setback adjacent to wetlands.

12          (4)   Internal roadways will be used to inter-connect separate development pods  
13                   and will be constructed with wildlife crossings in areas where they cross  
14                   wildlife corridors. The designs, sizes, and locations of these crossings will  
15                   be coordinated with County and coordinated and approved by staff from  
16                   the Florida Fish and Wildlife Conservation Commission (FWC) and the  
17                   US Fish and Wildlife Service. Internal roadways may be constructed  
18                   across and through primary flow-ways, as long as the hydrological and  
19                   wildlife corridor functions are maintained through the crossings. The  
20                   number of such roadways, not including pedestrian boardwalks and bike,  
21                   electronic cart, hiking, and equestrian trails (paved or otherwise), shall be  
22                   the minimum necessary for safe and efficient public accessibility between  
23                   development pods.



- 1 (5) Roadway layouts in the wildlife corridors will be designed to reduce  
2 traffic speeds and minimize the risk of vehicle/wildlife collisions. Traffic  
3 calming devices will be employed where appropriate, but will not serve as  
4 a substitute for wildlife under crossings or over crossings.
- 5 (6) Littoral shelves will be constructed within lake systems and will provide  
6 additional foraging areas for wildlife. Littoral shelves will be provided  
7 along a minimum of ten percent (10%) of the length of the shoreline of  
8 each such lake. Littoral shelves will be designed to mimic the functions of  
9 natural systems by establishing shorelines that are sinuous in configuration  
10 in order to provide increased length and diversity of the littoral zone.  
11 Where appropriate, specific littoral shelf planting areas will be established  
12 to provide feeding areas for water dependent avian species. Developer  
13 will ensure that recorded restrictions on the Property prohibit the removal  
14 of littoral shelf plants, unless replaced with similar plants.
- 15 (7) Site lighting standards will be modeled after the International Dark-Sky  
16 Association standards. Street lighting will use mechanisms to reduce light  
17 pollution such as full shield cut-offs to prohibit light from shining upward,  
18 low intensity lighting and other acceptable techniques. Greenways,  
19 conservation areas and undeveloped areas bordering these areas where  
20 there are unpaved trails will be unlit, or lit to the extent necessary for  
21 safety reasons only during periods of designated use.
- 22 (8) Golf courses will be designed to comply with the goals of the Audubon  
23 International Signature Program – Silver Level certification program, with

1 best management practices developed by the Florida Department of  
2 Environmental Protection under Section 403.067, F.S. (2005), or with  
3 other equivalent certification programs or equivalent best management  
4 practices.

5 (9) During the construction process, appropriate measures will be taken to  
6 minimize impacts to preserved wetlands and to water quality. Wetland  
7 and upland buffer areas to be preserved will be clearly marked in the field  
8 to avoid damage of and intrusion into protected areas. Appropriate  
9 construction Best Management Practices will be employed. Prior to  
10 commencement of construction near preserved wetlands, including  
11 proposed water control structures, erosion control devices will be installed  
12 to control and reduce soil erosion, sediment transport and turbidity. Such  
13 devices (e.g., silt fencing, temporary sediment traps, impoundment areas  
14 to control excessive discharges, etc.) will remain in place throughout the  
15 duration of construction in an area until construction zones and  
16 surrounding areas are stabilized.

17 (10) Erosion control methods/devices used during construction will generally  
18 conform with applicable standards set forth in FDER's "The Florida  
19 Development Manual: A Guide to Sound Land and Water Management,"  
20 Sections 6-301 through 6-500 of Chapter 6: "Storm Water and Erosion  
21 Control Best Management Practices for Developing Areas; Guidelines for  
22 Using Erosion and Sediment Control Practices," (ES BMP 1.011.67.  
23 FDER, Tallahassee, FL 1988).

- 1 (11) Freshwater marsh creation areas will be over excavated and backfilled to  
2 final grade with organic soils. Tree, shrub, and prairie planting areas will  
3 have topsoil furloughed from the grading area or organic mulch added to  
4 achieve final grade.
- 5 (12) Two hydrologic improvement projects are proposed, one in Curry Canal  
6 and one on the west side of Telegraph Swamp and southeast of Hamlet II.  
7 At a minimum, each project will have new or modified water control  
8 structure(s).
- 9 (13) The Developer has prepared an environmental sustainability plan for the  
10 Property which calls for protecting environmentally sensitive wetlands and  
11 uplands areas, providing for mitigation of certain disturbed  
12 areas, enhancing preservation areas, preserving agricultural areas,  
13 establishing Greenways and public recreation and environmental  
14 education programs. As part of the Developer's implementation plan, the  
15 Developer will utilize conservation easements as set forth below. Areas in  
16 the Developer's plan identified for mitigation will be included in the ERP  
17 for placement under a conservation easement. Wetland Areas in the  
18 Developer's plan which are not impacted by the project will be protected  
19 by a conservation easement. Existing agricultural uses located within the  
20 project but which are outside of the development areas shown on Map H  
21 will be placed under a conservation easement which will allow for the  
22 continuance of agricultural operations. The upland enhancement and  
23 preservation areas identified in the Developer's plan will be placed under

1 conservation easements. Acreages referenced in the Developer's plan are  
2 subject to change based on future permitting considerations. All required  
3 easements will be granted to the SFWMD or other appropriate  
4 governmental entity with a compliance monitoring staff. Easements not  
5 required by a condition of an environmental permit may be granted to an  
6 appropriate governmental entity or to a non-profit charitable entity that  
7 exists for the purpose of holding land for conservation purposes with a  
8 compliance monitoring staff. The recording of the conservation easements  
9 will be phased concurrent with various AIDA's, construction, and plat  
10 approvals.

11 (14) (a) To the maximum extent reasonably practicable, above-ground and  
12 underground utility lines (e.g., water, sewer, electric, gas, telephone, cable,  
13 electronic, etc.) will be located within or adjacent to roadway corridors on  
14 the Property. Where this is not practicable, Developer shall consult with  
15 County and the pertinent utility to establish a location which minimizes to  
16 the maximum degree reasonably practicable impacts on upland  
17 enhancement and preservation areas.

18 (b) With respect to the location of major utility transmission lines on  
19 the Property, Developer will consult with County and the pertinent  
20 utility prior to such location in an effort to minimize impacts from  
21 such lines on environmental resources located on the Property.

22 (c) Any easement granted by Developer to a utility will limit, to the  
23 extent allowed by law, access to such easement for utility

1 purposes, District purposes, educational purposes, environmental  
2 research, emergency services and public safety response purposes,  
3 but will prohibit residential, commercial and public vehicular  
4 access.

5 (d) Nothing herein shall preclude the location of utility or transmission  
6 lines within the north/south "Limited Transportation, Pedestrian  
7 and Utility Corridor" shown on Exhibit "B" hereto.

8 (15) Babcock Charlotte greenways will be maintained in their natural state and  
9 kept free of refuse and debris. Category I exotic plant pests as defined by  
10 the Florida Exotic Pest Plant Council (EPPC) and as set forth in Exhibit  
11 "E" attached hereto and made a part hereof will be controlled to ninety-  
12 five percent (95%) occurrence (except for torpedo grass, *Panicum repens*,  
13 that will be controlled to a ninety percent (90%) occurrence) in non-  
14 agricultural greenway areas. Category II pest plants, as set forth in Exhibit  
15 "E" hereto, and other plants reaching a problematic, invasive level will  
16 also be controlled to reasonable and achievable levels in non-agricultural  
17 greenway areas. Maintenance of these preserve areas will be conducted in  
18 perpetuity consistent with state, local, and federal government  
19 environmental permit approvals.

20 (16) The prescribed fire plan for Babcock Charlotte will be a program that  
21 mimics the natural fire cycle for the various habitat types identified within  
22 the mitigation and preserve areas. Prescribed burning will be planned and

1 carried out by a Certified Prescribed Burn Manager (as licensed by the  
2 Florida Division of Forestry) and experienced fire crew.

- 3 (17) The Developer shall dedicate a one (1) acre site and provide a 3,000  
4 square feet, pre-fabricated, shell building to County for mosquito control  
5 operations use pursuant to the schedule shown on Exhibit "D" hereto.

6 B. Other Conditions.

- 7 (1) Integrated Pest Management ("IPM") will be utilized in Babcock  
8 Charlotte. IPM will involve the monitoring of sites for pest related  
9 problems, determining when a problem needs attention and taking  
10 appropriate action with the least amount of environmental impact. IPM  
11 will maximize the use of biological controls (i.e., bat houses, etc.), organic  
12 pest control methods, insecticidal soaps, and fish oils beneficial to  
13 lowering the environmental impact of pest control. Property and  
14 homeowner education will also be an IPM component within the  
15 Community.

- 16 (2) All USFWS and FWC threatened and endangered species management  
17 plans ("T&E Plans") for the documented listed species including Florida  
18 panther (*Puma concolor coryi*) (E), wood stork (*Mycteria americana*) (E),  
19 beautiful pawpaw (*Deeringothamnus pulchellus*) (E), Florida sandhill  
20 crane (*Gruscanadenis pratensis*) (T), Eastern indigo snake (*Drymarchon*  
21 *corais couperi*) (T), little blue heron (*Egretta caerulea*) (SSC), snowy  
22 egret (*Egretta thula*) (SSC), tricolored heron (*Egretta tricolor*) (SSC),  
23 white ibis (*Eudocimus albus*) (SSC), gopher tortoise (*Gopherus*

1           *polyphemus*) (T), American alligator (*Aligator mississippiensis*) (SSC),  
2           Audubon's crested caracara (*Polyborus plancus audubonii*) (T), roseate  
3           spoonbill (*Platalea ajaja*) (SSC), Sherman's fox squirrel (*Sciurus niger*  
4           *shermani*) (SSC) and Florida burrowing owl (*Athene cunicularia*  
5           *floridana*) (SSC) approved at the time of issuance of this Development  
6           Order are incorporated by reference herein and made a part hereof. Any  
7           additional species which are listed after the issuance of this Development  
8           Order and which are documented in an AIDA shall have a T&E Plan  
9           developed and approved by USFWS and FWC and said plan shall be  
10          incorporated by reference as a condition of the particular incremental  
11          development order.

- 12           (3)   The SFWMD issued Permit Number 08-00119-P on July 6, 2006, which  
13           includes certain authorizations and permit conditions, in accordance with  
14           its jurisdiction over such matters and the Property. Developer has  
15           committed to follow this permit and its conditions, which is a separate and  
16           enforceable legal document in accordance with its terms. Compliance  
17           with this permit, as it may be amended from time to time, addresses  
18           mitigation of certain impacts of the Babcock Charlotte development. Such  
19           permit is issued under the authority of an agency other than County and,  
20           therefore, shall be subject to enforcement by the issuing agency. County  
21           will assist said agency, if requested, in monitoring Developer's  
22           compliance with the conditions of said permit. Developers' successors-in-  
23           interest and assigns are hereby placed on notice of this permit and its

1 potential application to development which they may propose to undertake  
2 within Babcock Charlotte.

3 (4) The United States Army Corps of Engineers issued Permit Number SAJ-  
4 1992-264(NW-TWM) on May 22, 2006, which includes certain  
5 authorizations and permit conditions, in accordance with its jurisdiction  
6 over such matters and the Property. Developer has committed to follow  
7 this permit and its conditions, which is a separate and enforceable legal  
8 document in accordance with its terms. Compliance with this permit, as it  
9 may be amended from time to time, addresses mitigation of certain  
10 impacts of the Babcock Charlotte development. Such permit is issued  
11 under the authority of an agency other than County and, therefore, shall be  
12 subject to enforcement by the issuing agency. County will assist said  
13 agency, if requested, in monitoring Developer's compliance with the  
14 conditions of said permit. Developers' successors-in-interest and assigns  
15 are hereby placed on notice of this permit and its potential application to  
16 development which they may propose to undertake within Babcock  
17 Charlotte.

18 (5) Developer has applied to the United States Army Corps of Engineers,  
19 Application Number SAJ-2006-6656, in accordance with its jurisdiction  
20 over such matters and the Property. Upon issuance, Developer will follow  
21 the authorizations and permit conditions, which will be a separate and  
22 enforceable legal document in accordance with its terms. Compliance with  
23 this permit, as it may be amended from time to time, will address



1 mitigation of certain impacts of the Babcock Charlotte development. Such  
2 permit will be issued under the authority of an agency other than County  
3 and, therefore, shall be subject to enforcement by the issuing agency.  
4 County will assist said agency, if requested, in monitoring Developer's  
5 compliance with the conditions of said permit. Developers' successors-in-  
6 interest and assigns are hereby placed on notice of this permit application  
7 and its potential application to development which they may propose to  
8 undertake within Babcock Charlotte.

- 9 (6) Developer has applied to the SFWMD for a conceptual ERP, Application  
10 Number 070330-5, in accordance with its jurisdiction over such matters  
11 and the Property. Upon issuance, Developer will follow the authorizations  
12 and permit conditions, which will be a separate and enforceable legal  
13 document in accordance with its terms. Compliance with this permit, as it  
14 may be amended from time to time, will address mitigation of certain  
15 impacts of the Babcock Charlotte development. Such permit will be  
16 issued under the authority of an agency other than County and, therefore,  
17 shall be subject to enforcement by the issuing agency. County will assist  
18 said agency, if requested, in monitoring Developer's compliance with the  
19 conditions of said permit. Developers' successors-in-interest and assigns  
20 are hereby placed on notice of this permit application and its potential  
21 application to development which they may propose to undertake within  
22 Babcock Charlotte.

1 C. Incremental Review.

2 (1) The threatened and endangered species management plan (“T&E Plan”) is  
3 that plan for threatened and endangered species provided for in the ERP  
4 and United States Army Corps of Engineers Permit (“ACOEP”) for  
5 Babcock Charlotte.

6 (2) The incremental review will address compliance of the increment with the  
7 T&E Plan. It will also address the detailed plan to protect any wetlands in  
8 the increment or to mitigate for proposed impacts on such wetlands.  
9 Upland habitats of threatened and endangered species (not including  
10 species addressed in the Biological Opinion of the U.S. Fish and Wildlife  
11 Service for Babcock Charlotte) which are not addressed by the T&E Plan  
12 shall also be addressed in the AIDA to maintain such habitats to the extent  
13 practicable with the development planned for those areas, or to relocate  
14 affected listed species to other appropriate habitat.

15 (3) The incremental review will include an assessment of any pertinent  
16 information developed pursuant to a condition of the Master DRI  
17 development order which has been developed since the Master DRI  
18 development order was issued in order to determine if that new  
19 information shows that a change in the T&E Plan is needed in order to  
20 provide the same level of protection, remediation, or mitigation that is  
21 contemplated in the Master DRI development order.

- 1           (4) Each AIDA shall identify the number of acres to be contained in the  
2           Increment with respect to each of the following Greenway categories and  
3           the percentage of the total of each and shall include a companion map:
- 4           (a) Greenway acreage not under conservation easements
- 5                 (i) agricultural lands
- 6                 (ii) non-agricultural lands
- 7           (b) Greenway acreage under conservation easements
- 8                 (i) wetland conservation
- 9                 (ii) wetland enhancement
- 10                (iii) upland conservation
- 11                (iv) agriculture
- 12           (5) Each AIDA shall identify any conservation easements over wetlands and  
13           uplands which have been delivered.
- 14           (6) Each AIDA shall include a copy of any wildlife survey which has been  
15           conducted pursuant to an ERP or ACOEP since the last AIDA was filed.
- 16           (7) Each AIDA shall provide an updated Greenway Map.
- 17           (8) Each AIDA including roadway within a wildlife corridor will detail the  
18           roadway design features to be employed with regard to surface material,  
19           lighting, signage, access, and speed limits. The existing unpaved  
20           North/South road corridor located along the east Property line may serve  
21           as a transportation, pedestrian, and utility (e.g. wells, lift stations,  
22           transformers, pump stations, associated lines and infrastructure for water,  
23           wastewater, gas, electric, cable, electronic, etc.) corridor consisting of not

1 more than 120 feet in width with a maximum speed limit of 20mph. The  
2 existing North/South road shall not be modified beyond its current existing  
3 maximum width, nor paved, unless such modification has been considered  
4 in an AIDA review and approved in an Incremental development order, or  
5 has been reviewed and approved pursuant to a Notification of Proposed  
6 Change (“NOPC”) to a development order, and if necessary, through an  
7 amendment to the Charlotte County Comprehensive Plan which is found  
8 to be in compliance through a Notice of Intent issued by the DCA.

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1 on site lake system. The lake system will be replenished with ground  
2 water derived from Floridan aquifer wells.

3 (7) Leak Detection Program: Reports of water leaks will be directed to  
4 personnel during business hours. Site tours and routine maintenance  
5 personnel trips along water supply and distribution lines will also be  
6 conducted. On a monthly basis, customer metered usage will be compared  
7 to the master meter reading.

8 (8) Irrigation System Design: Rain sensors and/or soil moisture sensors are  
9 required for irrigation systems within the project site in order to preclude  
10 irrigation during rainfall events. The project will install low flow  
11 irrigation systems for common areas where reasonably practicable.

12 (9) Fertilization Program: Written fertilization guidelines will be developed  
13 that establish standards for all common area fertilization and guidelines for  
14 individual property owners. The guidelines will comply with SWFRPC  
15 Resolution 2007-1 to the extent adopted by County and as it may be  
16 modified by County from time to time, except that reuse irrigation water  
17 may be applied within 25 feet of a wetland or water body. The program  
18 will be based on the results of soil samples, water sources, drainage  
19 patterns, and the landscape planned. This program will be designed to  
20 provide sufficient nutrition to sustain density and vigor for the landscape  
21 plantings intended for the Community that will enhance their resistance to  
22 disease, weeds, and insects. Education of residents and landscape  
23 maintenance contractors will be included in the program.

1 The program standards will include an annual schedule for applications of  
2 controlled release and slow release fertilizers. The program will also identify  
3 appropriate buffer requirements for all areas on the site with respect to wetlands  
4 and all natural or created bodies of water. The above fertilization program does  
5 not eliminate the requirement of compliance with any County fertilizer ordinance.

6 (10) Various types of on-site wastewater treatment systems may be used  
7 permanently at the plant nursery, the North Babcock Area, restroom  
8 facilities in the project's trail system, and the mining office. Pursuant to  
9 F.S. 381.0065(4), as may be amended, an operating permit must be  
10 obtained prior to the use of any aerobic treatment unit or if the  
11 establishment generates commercial waste. Buildings or establishments  
12 that use an aerobic treatment unit or generate commercial waste will be  
13 subject to annual inspections by the State Department of Health to assure  
14 compliance with the terms of the operating permit. Any currently  
15 permitted uses of such systems may continue pursuant to existing,  
16 modified, and renewed permits.

17 (11) On-site wastewater treatment systems may be utilized at selected locations  
18 such as construction trailers, sales centers, and other non-residential  
19 facilities where centralized sewer is not currently available. Each of these  
20 non-permanent systems must be licensed as in paragraph (10) above and  
21 may continue to be used for five (5) years from the date of installation of  
22 each system and thereafter must be abandoned in accordance with state  
23 and County regulations. Notwithstanding the foregoing, models, sales

1 centers and associated construction trailers may be extended on an annual  
2 basis as needed and such consent by County shall not be unreasonably  
3 withheld.

- 4 (12) Bio-solids may be converted into a Class AA residual that may be used as  
5 a slow release fertilizer on the site, provided this use meets applicable  
6 permitting conditions for the site.

7 B. Other Conditions.

- 8 (1) The proposed water treatment and distribution and wastewater collection  
9 and treatment systems will be designed consistent with current County  
10 standards.
- 11 (2) All potable water facilities, including any possible on-site potable water  
12 treatment plants, will be properly sized to supply average and peak day  
13 domestic demand, in addition to fire flow demand, at a flow rate approved  
14 by the County Fire Department.
- 15 (3) The lowest quality of water available and acceptable should be utilized for  
16 all non-potable water uses.
- 17 (4) Irrigation systems for new construction will comply with County's  
18 irrigation and landscaping ordinance, as may be amended from time to  
19 time.
- 20 (5) Town and Country Utilities Company or its successor or assigns will  
21 provide water, wastewater, and reclaimed water to Babcock Charlotte.
- 22 (6) SFWMD issued Permit Number 08-00122 W, in October 2007, which  
23 includes certain authorizations and permit conditions, in accordance with



1 its jurisdiction over such matters and the Property. Developer has  
2 committed to follow this permit and its conditions, which is a separate and  
3 enforceable legal document in accordance with its terms. Compliance  
4 with this permit, as it may be amended from time to time, addresses  
5 mitigation of certain impacts of the Babcock Charlotte development. Such  
6 permit is issued under the authority of an agency other than County and,  
7 therefore, shall be subject to enforcement by the issuing agency. County  
8 will assist said agency, if requested, in monitoring Developer's  
9 compliance with the conditions of said permit. Developers' successors-in-  
10 interest and assigns are hereby placed on notice of this permit and its  
11 potential application to development which they may propose to undertake  
12 within Babcock Charlotte.

- 13 (7) Developer may apply for a permit(s) from the SFWMD for non-potable  
14 (landscape irrigation) withdrawals, in accordance with its jurisdiction over  
15 such matters and the Property. Upon issuance, Developer will follow the  
16 authorizations and permit conditions, which will be a separate and  
17 enforceable legal document in accordance with its terms. Compliance with  
18 this permit, as it may be amended from time to time, will address  
19 mitigation of certain impacts of Babcock Charlotte development. Such  
20 permit will be issued under the authority of an agency other than County  
21 and, therefore, shall be subject to enforcement by the issuing agency.  
22 County will assist said agency, if requested, in monitoring Developer's  
23 compliance with the conditions of said permit. Developers' successors-in-

1 interest and assigns are hereby placed on notice of this permit application  
2 and its potential application to development which they may propose to  
3 undertake within Babcock Charlotte.

4 C. Incremental Review.

- 5 (1) The AIDA which includes the North Babcock Area shall identify the  
6 water and wastewater treatment option(s) which will be employed in the  
7 North Babcock Area.
- 8 (2) Each AIDA shall include an updated Primary Utility Corridor map.
- 9 (3) Each AIDA shall identify the source of water for the Increment and the  
10 service provider.
- 11 (4) Each AIDA shall identify the service provider and the type(s) of  
12 wastewater treatment system(s) to be used in the Increment and their  
13 duration(s) of use.
- 14 (5) A centralized wastewater treatment system, in the form of package plants,  
15 shall be limited to 1.5 MGD (not including wastewater treatment  
16 options[s] which will be employed in the North Babcock Area).
- 17 (6) Package plants shall be bonded to ensure that planned conversion to a  
18 permanent centralized wastewater treatment system will be funded. Prior  
19 to approval of the applicable Incremental development order, County and  
20 Developer shall devise a methodology to determine bonding requirements  
21 to maintain and operate the package plants in the event of abandonment,  
22 which shall include a bond amount based upon the differential between the  
23 anticipated revenue generated from the then current County utility rates

1 and the anticipated cost to operate and maintain said package plants for  
2 fifteen (15) years from the date of construction. Such bond shall be  
3 released upon the construction of the permanent centralized wastewater  
4 system discussed below.

- 5 (7) During the appropriate Increment, Developer shall submit plans for the  
6 permanent centralized water and/or wastewater treatment plants or  
7 portions thereof (not including the package plants provided above) to  
8 County. County shall have thirty (30) days to review said plans for  
9 compliance with County standards and to provide comment on the plans  
10 compliance with County standards to Developer. Developer shall have  
11 thirty (30) days to review and respond to County's comments. County  
12 shall then have thirty (30) days to review Developer's comments and to  
13 provide Developer with any additional comments regarding the plans  
14 compliance with County standards.

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1 **8. HISTORICAL AND ARCHEOLOGICAL SITES**

2 A. Representations and Commitments as Conditions - No relevant provisions.

3 B. Other Conditions.

4 (1) A Cultural Resources Survey was prepared and approved by the Florida  
5 Department of State, Division of Historical Resources (“DHR”). No  
6 cultural resources eligible for listing on the National Register of Historic  
7 Places were identified within Babcock Charlotte, and the development is  
8 unlikely to affect historic properties. If any archaeological/historical sites  
9 are discovered during the development activities, all work that might  
10 cause damage to such sites shall cease immediately, and the Developer  
11 shall contact the DHR, SWFRPC, and County so that a state-certified  
12 archaeologist can determine the significance of the findings and  
13 recommend appropriate preservation and mitigation actions, as necessary.

14 (2) When County establishes a register of historical sites, any sites in Babcock  
15 Charlotte which qualify for listing on the register will be listed. Any  
16 protection of such sites will be subject to agreement between Developer  
17 and County.

18 (3) By the end of the second DRI Increment, Developer will establish a  
19 permanent display of the history of the Babcock Ranch, including but not  
20 limited to the railroad and telegraph facilities. This display satisfies Policy  
21 2.18.17 of the BROD component of the County’s Comprehensive Plan.

22 C. Incremental Review - None per AMDA Agreement.

1    **9.    EDUCATION**2            A.    Representations and Commitments as Conditions.

3                    The Developer shall dedicate five school sites on the Property: three elementary  
4                    schools (20 acres each), one middle school (30 acres), and one high school (50  
5                    acres), and an educational service center (25 acres). Site acreages are net  
6                    developable acres exclusive of jurisdictional wetlands and listed species habitat  
7                    areas. These sites will be delivered on the schedule set forth in Exhibit "D",  
8                    attached hereto, as that schedule may be revised by agreement of Developer and  
9                    the Charlotte County School Board. Said agreement shall be executed prior to the  
10                   issuance of the development order for the first Increment ("School Agreement").

11            B.    Other Conditions. Public facilities such as parks, libraries, and community  
12                   centers shall be co-located with schools to the extent reasonably practicable. Elementary schools  
13                   shall be encouraged as focal points for neighborhoods.

14            C.    Incremental Review. - Confirmation that the School Agreement required by (A)  
15                   above has been executed.

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1   **10.   POLICE AND FIRE**

2       A.   Representations and Commitments as Conditions.

3           (1)   District shall construct the shells of the law enforcement and fire/rescue  
4               buildings. The term “shell” means site preparation, foundations, laying of  
5               all utilities, exterior building structural components (including all exterior  
6               windows and doors), interior unfinished load-bearing walls and floors,  
7               stairs, elevators, and general building MEPF (mechanical, electrical,  
8               plumbing, and fire) systems, but not including MEPF systems specific to a  
9               floor plan layout. The building shells may be constructed in phases. The  
10              building shells shall be completed by District and turned over to County  
11              on the schedule set forth in Exhibit “D” attached hereto. Until the  
12              turnover to County, District shall be responsible for maintenance of the  
13              building shells and the associated building landscaping and any costs of  
14              operations elected by District to be incurred prior to said turnover(s). If  
15              the District elects to operate any such buildings prior to turnover to  
16              County, County will consider an operational contract with District. The  
17              Developer or District shall be reimbursed from the impact fees, but only  
18              up to the amount of the impact fees collected from the Development (not  
19              including any interest earned by County), for the design and construction  
20              costs of those buildings and the costs of all associated infrastructure; i.e.,  
21              water, sewer, paving, drainage, landscaping, lighting, signage, etc.  
22              (collectively the “Costs”), but not for the sites. District shall be  
23              reimbursed by County from funds other than impact fees collected from

1 the Development for the Costs of any portion of a building requested by  
2 County which is in excess of that required by County standards to satisfy  
3 the demand for the building created by the Development Program.

- 4 (2) Site acreages are net developable acres exclusive of jurisdictional  
5 wetlands and listed species habitat areas. The sites shall be conveyed with  
6 exotic pest plants removed, infrastructure provided, and on a schedule set  
7 forth in Exhibit "D" attached hereto.

8 B. Other Conditions.

- 9 (1) The fire flows required for Babcock will be provided through the potable  
10 water distribution system. Adequate system storage and pumping capacity  
11 will be installed to provide the required flows. Distribution system pipes  
12 will be sized to deliver the fire flows to the buildings to meet the  
13 requirements of the National Fire Protection Association.

- 14 (2) As the development of the project progresses, the Developer will  
15 coordinate with the Sheriff's Office prior to or during site plan review  
16 regarding security measures and features that will likely deter criminal  
17 activity in Babcock.

- 18 (3) Four sites totaling 10.25 acres will be dedicated for police and/or fire  
19 rescue operations and for a communications tower. Site acreages are net  
20 developable acres exclusive of jurisdictional wetlands and listed species  
21 habitat areas. The Sheriff's facility will be co-located within a central  
22 fire/rescue building on a 5.75 acre site along with the fire and police  
23 communications tower on that site. Any additional acres requested by

- 1 County for such operations will be subject to payment by County pursuant  
2 to a purchase contract negotiated between Developer and County.
- 3 (4) The District shall place an interim fully operational double-wide trailer at  
4 least 24 feet in width and 60 feet in overall length as the first Sheriff's  
5 Sub-Station next to the existing fire station located on SR 31 which will  
6 utilize the utilities serving the existing fire station. Said trailer shall be  
7 made available to the Sheriff by the issuance of the first land development  
8 permit.
- 9 (5) An EMS vehicle will be provided by Developer pursuant to the schedule  
10 in Exhibit "D" hereto. The housing of that vehicle will be the  
11 responsibility of County.
- 12 (6) The public purpose buildings and sites shall be subject to the land  
13 development regulations and architectural guidelines established for the  
14 Property.
- 15 (7) All law enforcement, fire, and EMS impact fees collected from the  
16 Development (not including any interest earned by County) shall be  
17 provided to District in the form of reimbursements.
- 18 (8) Appropriate CPTED strategies shall be used when designing sites,  
19 buildings, streets, signs, landscaping and parking, and County may submit  
20 such designs to the Sheriff's Office for comment to and consideration by  
21 the County's Development Review Committee.
- 22 (9) Babcock is intended to be a "Firewise" community and will employ  
23 "Firewise" principles where appropriate. The County's Office of



1                   Emergency Management will cooperate with and assist the District in this  
2                   endeavor.

3           C.    Incremental Review.

4                   (1)   Each AIDA shall include an updated schedule of site preparation, building  
5                   shell construction and turnover to County, and commencement of  
6                   operations by County in said buildings.

7                   (2)   Each Incremental development order shall identify particular CPTED  
8                   goals and objectives which are to be addressed in the review by County of  
9                   site plans in that Increment.

10                   **REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY**

1   **11.   SOLID/HAZARDOUS/MEDICAL WASTE**

2           A.   Representations and Commitments as Conditions. - No relevant provisions.

3           B.   Other Conditions.

4           (1)   The project shall be bound by all applicable recycling requirements in  
5               effect in the County at the time of the development, and all solid waste  
6               shall be disposed of by a waste hauler licensed by the State of Florida.

7           (2)   Any buildings where hazardous materials, or waste, is to be used,  
8               displayed, handled, generated or stored shall be constructed with  
9               impervious floors with adequate floor drains leading to separate  
10              impervious holding facilities that are adequate to contain and safely  
11              facilitate cleanups of any spill, leakage, or contaminated water.

12          (3)   Discharge of hazardous waste effluent into the sewage system shall be  
13              prohibited unless approved by permit issued by FDEP. There shall be no  
14              discharge of hazardous waste or of medical wastes from medical facilities  
15              into septic tanks.

16          (4)   Any business within the development boundary that generates hazardous  
17              waste will be responsible for the temporary storage, siting and proper  
18              disposal of the hazardous waste generated by such business. However,  
19              there will be no siting of hazardous waste storage facilities contrary to the  
20              county zoning regulations. There shall be no disposal of hazardous waste  
21              on the Property.

- 1           (5) Any off-site disposal of hazardous waste will be the responsibility of the  
2           business that has generated the hazardous waste subject to all applicable  
3           local, state, and federal regulations.
- 4           (6) Restaurant operators will be required to comply with the County's grease  
5           trap ordinance that requires routine maintenance of the grease removal  
6           system.
- 7           (7) The responsibility for disposing of medical and hazardous waste lies with  
8           the waste generator in accordance with local, state and federal law.
- 9           (8) Any commercial operations that routinely handle extremely hazardous  
10          chemicals (such as the water and wastewater treatment facilities, hospitals  
11          and golf courses) will be required to comply with OSHA and NFPA fire  
12          and life safety requirements as well as all other local, state, and federal  
13          requirements.
- 14          (9) Natural gas is identified as a source of energy for the development. The  
15          Developer will meet with the Charlotte County Fire & Emergency  
16          Medical Services Department to advise it of the location of gas lines prior  
17          to installing such lines.
- 18          (10) All grease traps will be required to comply with local and state codes. The  
19          wastewater from these grease traps will be sent to a centrally located  
20          wastewater treatment facility, designed to comply with the applicable  
21          effluent quality requirements. The captured grease will be hauled off by a  
22          licensed hauler.

1 C. Incremental Review.

2 (1) Each AIDA will indicate whether or not the proposed Increment will be  
3 part of the County's Sanitation District, and if not, what other option will  
4 be used. Each AIDA will include a letter from the service provider that  
5 collection will be provided and a letter of availability regarding landfill  
6 capacity for the proposed Increment.

7 **REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY**

1   **12.   AIR**2           A.   Representations and Commitments as Conditions.

3                   Dust prevention on development sites will employ wet or other suppression  
4                   options consistent with applicable NPDES requirements. Unpaved roads will be  
5                   watered as needed. Paving of roads will be performed as early in the construction  
6                   schedule as is reasonably possible.

7           B.   Other Conditions.

8                   Babcock Charlotte shall comply with any applicable FDEP regulations regarding  
9                   air quality.

10          C.   Incremental Review. -- None per AMDA Agreement.

11                   **REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY**

1   **13.   HURRICANE PREPAREDNESS**

2       A.   Representations and Commitments as Conditions.

3           Pursuant to the Charlotte Development Agreement, the District will build the  
4           shells of community center civic buildings and certain portions of public school  
5           buildings on the Property to hurricane building standards per American Red Cross  
6           publication #4496, and said buildings will be equipped with emergency  
7           generators.

8       B.   Other Conditions.

- 9           (1)   District shall develop a hurricane preparation and shelter information  
10           program for the residents of the Property which will include annual  
11           awareness communications to residents.   The appropriate County  
12           departments dealing with emergency preparedness will cooperate with and  
13           assist the District in the development of this program.   The residential  
14           units shall be built to the then current building standards which provide  
15           substantially more protection against hurricane damage than in past years.  
16           District shall encourage residents not to leave their residences during  
17           hurricanes unless an evacuation order has been issued.   A copy of the  
18           information program shall be provided to County prior to the first  
19           residential closing.
- 20           (2)   To encourage sheltering in place, hurricane window protection and safe  
21           rooms shall be offered as an option to the initial purchasers of single-  
22           family residences in Babcock Charlotte.   The benefits of these options  
23           shall be provided in writing to those initial purchasers.

1 C. Incremental Review. - None per AMDA Agreement.

2 **REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY**

1 **14. OPEN SPACE, PARKS, AND LIBRARY**

2 A. Representations and Commitments as Conditions.

3 (1) Developer agrees to provide a minimum of thirty-five (35%) percent of  
4 the gross acreage of the Babcock Ranch Community as open space.  
5 “Open Space” shall consist of the Primary Greenway Plan, non-residential  
6 vegetated green space (including, but not limited to, community supported  
7 agriculture and community gardening), lakes and ponds not engineered for  
8 stormwater, lakes and ponds engineered for stormwater with general  
9 public access, hiking trails, greenways, bike paths, upland and wetland  
10 areas. Active uses such as ball fields, golf courses and other related  
11 recreation uses can be counted toward Open Space, but only 50% of the  
12 area can be utilized for calculation purposes. As part of the DRI Biennial  
13 Report, the Developer shall identify compliance with this requirement.

14 (2) Babcock Charlotte will provide 19.5 acres of mini-parks, 58.4 acres of  
15 neighborhood parks, and 177.9 acres of community/regional parks,  
16 totaling 255.8 acres, as well as other open space areas within  
17 neighborhoods, which will exceed the expected demand created by  
18 Babcock Charlotte. As set forth on Exhibit “D” hereto, the community  
19 and regional park buildings and parks site improvements are required by  
20 the issuance of the 5,900<sup>th</sup> dwelling unit certificate of occupancy. Each  
21 neighborhood park with pavilion and restrooms will be required by the  
22 issuance of the 500<sup>th</sup> dwelling unit certificate of occupancy within each of  
23 the neighborhoods.



- 1           (3) Pursuant to the Charlotte Development Agreement one site totaling 15  
2 acres will be dedicated for a library. Site acreage is net developable acres  
3 exclusive of jurisdictional wetlands and listed species habitat. Developer  
4 shall be required to fund the construction of a 24,000 square foot library  
5 shell building. The County may desire to construct a library facility  
6 totaling 40,000 square feet. The County and the Developer agree to  
7 cooperate with respect to the design, construction and funding of this  
8 library facility. Developer shall fund the library shell building costs for  
9 24,000 square feet and the County shall fund the construction of the  
10 library shell building costs for 16,000 square feet, in addition to the  
11 construction completion of the library facility herein. Phase I of the  
12 library to be provided by the issuance of the 10,000<sup>th</sup> dwelling unit  
13 certificate of occupancy, and Phase II of the library to be provided by the  
14 issuance of the 15,000<sup>th</sup> dwelling unit certificate of occupancy.
- 15           (4) The parks and library sites shall be conveyed with exotic pest plants  
16 removed and infrastructure provided.
- 17           (5) District shall construct the shells of the public purpose buildings  
18 (including park and library facilities). The term “shell” means site  
19 preparation, foundations, laying of all utilities, exterior building structural  
20 components (including all exterior windows and doors), interior  
21 unfinished load-bearing walls and floors, stairs, elevators, and general  
22 building MEPF (mechanical, electrical, plumbing, and fire) systems, but  
23 not including MEPF systems specific to a floor plan layout. The building

1 shells shall be completed by District and turned over to County on the  
2 schedule shown on Exhibit "D" attached hereto. Until the turnover to  
3 County, District shall be responsible for maintenance of the building shells  
4 and the associated building landscaping and any costs of operations  
5 elected by District to be incurred prior to said turnover(s). If the District  
6 elects to operate any such buildings prior to turnover to County, County  
7 will consider an operational contract with District. The Developer or  
8 District shall be reimbursed from the impact fees, but only up to the  
9 amount of the impact fees collected from the Development (not including  
10 any interest earned by County), for the design, construction, and  
11 permitting costs of those buildings and the costs of all associated  
12 infrastructure; i.e., water, sewer, paving, drainage, landscaping, lighting,  
13 signage, etc. (collectively the "Costs"), but not for the sites. District shall  
14 be reimbursed by County from funds other than impact fees collected from  
15 the Development for the Costs of any portion of a building requested by  
16 County which is in excess of that required by County standards to satisfy  
17 the demand for the building created by the Development Program.

18 (6) District or Developer shall prepare the master plans for the park sites in  
19 consultation with County and at no cost to the County. The County shall  
20 participate with the design team in development of the master plans.

21 (7) The parks and library buildings and sites shall be subject to the land  
22 development regulations and architectural guidelines established for the  
23 Property.

1           B.     Other Conditions.

2           (1)     All landscaped open space areas shall be replanted with native vegetation  
3                     after construction.

4                     (i)     Ninety percent (90%) of the trees and ninety percent (90%) of the  
5                     shrubs installed in public areas will be native plants.

6                     (ii)    Seventy-five percent (75%) of the total number of required trees  
7                     and seventy-five percent (75%) of the shrubs installed in privately owned  
8                     areas will be native plants.

9                     (iii)   One hundred percent (100%) of the trees and shrubs installed in  
10                    primary greenways will be native plants.

11                    (iv)   All plants listed on the Florida Exotic Pest Plant Council's 2007  
12                    List of Invasive Plant Species Category I and II, as set forth in Exhibit "E"  
13                    attached hereto and incorporated herein by reference are prohibited for use  
14                    as landscaping material.

15                    (v)    Plant material used for landscaping must conform to the standards  
16                    for Florida Number 1, or better as given in Grades and Standards for  
17                    Nursery Plants (1998 or latest), and Grades and Standards for Nursery  
18                    Plants Florida Department of Agriculture and Consumer Services,  
19                    Tallahassee, Florida.

20           (2)     General agricultural operations may be conducted in accord with the  
21                     BROD and the LDC.

22           (3)     The mining lake located immediately west of the northernmost Major Park  
23                     shown on Map H will be reclaimed in accordance with the approved

1 Reclamation Plan and the County permit upon the cessation of mining in  
2 the lake and will be incorporated into the plan for said park (although  
3 remaining in District ownership) for park uses, subject to restrictions and  
4 requirements of SFWMD and/or other governing agencies, and will be  
5 connected to the Greenway.

6 (4) The parks and library buildings shall be completed, staffed, and opened by  
7 County on the schedule shown on Exhibit "D" attached hereto.

8 (5) Public facilities such as parks, libraries and community centers will be co-  
9 located with schools to the extent reasonably practicable. Elementary  
10 schools will be encouraged as focal points for neighborhoods.

11 (6) All parks and library impact fees collected from the Development (not  
12 including any interest earned by County) shall be provided to District in  
13 the form of reimbursements.

14 (7) The common recreational areas and common open spaces will be  
15 maintained by either the master property owner's association, the District,  
16 or a Chapter 190 Community Development District.

17 (8) Vegetated upland areas within conservation areas will be part of the  
18 extensive recreational open space system of Babcock Charlotte.

19 C. Incremental Review.

20 Each AIDA shall provide the number of acres of Open Space to be provided in  
21 the Increment and the cumulative number with other approved Increments.

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1   **15.   HOSPITALS AND HEALTHCARE**

2           A.   Representations and Commitments as Conditions. - No relevant provisions.

3           B.   Other Conditions.

4                 Hospital beds and assisted living facilities may be provided within Babcock  
5                 Charlotte subject to applicable licensing.

6           C.   Incremental Review.

7                 Each AIDA shall indicate whether or not a certificate of need has been, or will be,  
8                 filed for hospital or other healthcare facilities in the proposed Increment.

9                 **REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY**

1   **16.   ENERGY**

2           A.   Representations and Commitments as Conditions.

3           (1)   All community recreational facilities and businesses will be encouraged to  
4           have bicycle parking facilities located closer to the building entrances than  
5           non-handicapped parking spaces.

6           (2)   Developer will evaluate internal transit options, and will implement  
7           options determined by the evaluation to be economically viable.

8           (3)   Window design, as well as other design features such as building  
9           orientation, solar roof access, overhangs, shading through landscape or  
10          interior shades, porches, free standing walls, fences, louvers, awnings, or  
11          shutters will be considered to optimize energy efficiency.

12          (4)   The material choices for streets, parking lots, sidewalks, and the trail  
13          system shall be selected to reduce the heat island effect. Alternatives to  
14          impervious pavement, and the use of open areas, landscaping and shade  
15          trees will be an integral component of the design.

16          (5)   Lighting for streets, parking, recreation and other public areas should  
17          include energy efficient fluorescent/electronic ballasts, photovoltaics, low  
18          voltage lighting, motion sensors and/or timers on lighting and full cut-off  
19          luminaries in fixtures that comply with the International Dark-Sky  
20          Association standards.

21          (6)   Water closets will have a maximum water usage of 1.6 gallons/flush.  
22          Showerheads and faucets will have a maximum flow rate of 2.5

1 gallons/minute at 80 psi water pressure. Faucet aerators will limit flow  
2 rates to 0.5 gallons per minute.

3 (7) A primarily native plant pallet to reduce water consumption throughout  
4 the community will be used as referenced in Section 14, Open Space,  
5 Parks and Library, above. Additionally, Developer will strive to use  
6 innovative irrigation technology, such as drip irrigation, moisture sensors,  
7 and micro spray heads to reduce irrigation water use.

8 (8) All recreational areas as well as the integrated sidewalks, trails, and paths  
9 shall include shade trees where design allows.

10 B. Other Conditions.

11 (1) Commercial and residential buildings shall comply with the Florida  
12 Energy Efficiency Code for Building Construction.

13 (2) Site development shall comply with the Florida Green Building Coalition  
14 Certification Standards or equivalent green building standards.

15 (3) One Zero Energy Home (“ZEH”) model will be built to feature and  
16 promote net zero energy efficient housing.

17 (4) The Developer shall provide educational information on photovoltaic  
18 systems, solar hot water heaters, other alternative energy sources,  
19 conservation and net metering to each potential home buyer.

20 (5) The Developer shall allow potential home buyers to select photovoltaic  
21 systems, solar hot water heaters, and other alternative energy or energy  
22 efficient features as an option that is clearly listed in marketing materials  
23 for all home buyers.

1 (6) Recognizing that green building, efficient energy alternatives and the  
2 integration of existing and future technology is important and rapidly  
3 evolving, the Developer shall continue to evaluate alternatives and create a  
4 green building program of options available to the homes and businesses  
5 to be built in Babcock Charlotte. Specific programs may include, but are  
6 not limited to, higher efficiency appliances, higher efficiency HVAC  
7 systems, solar hot water heaters, solar pool heaters, programmable  
8 thermostats, net metering as allowed by State law (when and if available  
9 under the law) and other. Inasmuch as alternative methods of producing  
10 and providing energy is also evolving, the Developer shall work with the  
11 State and local power suppliers (LCEC and FP&L) and with suppliers of  
12 other commercially reasonable technologies, or combinations thereof, with  
13 the objective to create practical and affordable energy options to reduce  
14 the consumption of non-renewable energy sources and to encourage the  
15 use of renewable energy sources within Babcock Charlotte. Developer  
16 shall also explore the usefulness and feasibility in Southwest Florida of  
17 green roofs (or suitable alternatives) for residential and commercial  
18 buildings, to further reduce energy demands. Compliance with this  
19 condition shall be shown by including in the biennial reports a summary of  
20 the green building efforts and program to date and the green options made  
21 available to homes and businesses.

22 C. Incremental Review. - None per AMDA Agreement.

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1   **17.   MINING OPERATIONS**2           A.   Representations and Commitments as Conditions.

3                   The existing mining operations may be continued during development of the  
4                   Community consistent with permitting. As mining operations are phased out  
5                   mining lakes will be properly reclaimed pursuant to applicable permits.

6           B.   Other Conditions. - None Required.7           C.   Incremental Review. - None per AMDA Agreement.

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1 **18. CONSISTENCY WITH THE LOCAL COMPREHENSIVE PLAN**

2 Charlotte County has determined that the Babcock Charlotte project is consistent with the  
3 Charlotte County Comprehensive Plan.

4 **19. BIENNIAL REPORTS**

5 The Developer, or its successor(s)-in-title to the undeveloped portions of the Property,  
6 must submit a biennial report to the County, the SWFRPC and the DCA, Division of State  
7 Planning (“Division”), on Form RPM-BSP Annual Report – 1. This report must describe the  
8 stage of development and the status of compliance with the DRI development order conditions as  
9 of the date of submission and be consistent with the rules of DCA. The first monitoring report  
10 must be submitted to the DRI Coordinator for SWFRPC, the Division, and County no later than  
11 two years after the effective date of this development order. Further reporting must be submitted  
12 not later than once every two years for subsequent calendar years thereafter, until Buildout,  
13 whether actual or declared. Failure to comply with this biennial reporting procedure is governed  
14 by Subsection 380.06(18), Florida Statutes, which provides for the temporary suspension of the  
15 DRI development order. The Developer must inform successors-in-title to any undeveloped  
16 portion of the real property covered by this development order of this reporting requirement.

17 **20. CHANGED CONDITIONS**

18 If County, during the course of monitoring the development, can demonstrate that  
19 substantial changes in the conditions underlying the approval of the development order has  
20 occurred or that the development order was based on substantially inaccurate information  
21 provided by the Developer, resulting in additional substantial regional impacts, then a substantial  
22 deviation shall be deemed to have occurred.

1   **21.   IMPACT FEE CREDIT AND REIMBURSEMENT**

2           The County and Developer shall enter into an impact fee credit and reimbursement  
3 agreement pursuant to the terms of the Charlotte Development Agreement prior to, or  
4 contemporaneously with, the issuance of the development order for the first Increment.

5   **22.   FISCAL MONITORING AND BUDGET STABILIZATION**

6           To guarantee that the development of Babcock Charlotte will not create a negative fiscal  
7 impact on the County, County and District will enter into a Fiscal Agreement in accordance with  
8 the terms of the Charlotte Development Agreement. Said Fiscal Agreement shall be entered into  
9 prior to, or contemporaneously with, the issuance of the development order for the first  
10 Increment.

11   **23.   COMPLIANCE MONITORING**

12           The County Administrator, or his or her designee, shall be the local official responsible  
13 for assuring compliance with the development order. Monitoring procedures will include  
14 County's site plan review and code enforcement procedures, and the Biennial Reports.

15   **24.   EXEMPTION FROM DOWNZONING AND DENSITY/INTENSITY**

16           REDUCTION

17           Pursuant to Subsection 380.06(15)(c)3, Florida Statutes, this project is exempt from  
18 downzoning, intensity reduction, or unit density reduction until December 31, 2037, unless  
19 County can demonstrate that substantial changes in the conditions underlying the approval of the  
20 development order have occurred or the development order was based on substantially inaccurate  
21 information provided by the Developer or that the change is clearly established by local  
22 government to be essential to the public health, safety, or welfare.

1 **25. COMMENCEMENT OF DEVELOPMENT**

2 Development shall commence in accordance with the deadline(s) established in the  
3 Incremental development orders.

4 **26. PROJECTED BUILDOUT**

5 The project is being built in Increments. Buildout of the final Increment is projected to  
6 occur on or about December 31, 2030 (“Buildout Date”).

7 **27. EXPIRATION DATE**

8 The expiration date for this Development Order is December 31, 2037.

9 **28. DEVELOPMENT PERMITS**

10 Subsequent requests for development permits shall not require further review pursuant to  
11 Section 380.06, Florida Statutes, unless it is found by the Board of County Commissioners of  
12 Charlotte County (“Board”), after due notice and hearing, that one or more of the following  
13 items listed in Paragraphs A and B is present. Upon such a finding, the Board may take any  
14 action authorized by Subsection 380.06(19), Florida Statutes, pending issuance of an amended  
15 development order.

16 A. A substantial deviation from the terms or conditions of this development order, a  
17 failure to carry out conditions, commitments or mitigation measures to the extent set forth herein  
18 or consistent with the timing schedules specified herein or substantial deviation from the  
19 approved development plans which create a reasonable likelihood of additional regional impacts  
20 or other types of regional impacts which were not previously reviewed by the SWFRPC; or

21 B. An expiration of this development order as provided herein.

1 **29. GENERAL PROVISIONS**

2 The approval granted by this development order is limited. Such approval shall not be  
3 construed to relieve the Developer of the duty to comply with all other applicable local, state or  
4 federal permitting regulations.

5 A. Developer and County shall work together in a cooperative manner to ensure that  
6 the necessary applications to County, the issuance of permits and the conduct of inspections  
7 occur expeditiously and that development is not impeded by unnecessary delays associated with  
8 such applications, permit issuances, and inspections.

9 B. It is understood that any reference herein to any governmental agency shall be  
10 construed to mean any future entity which may be created or be designated or succeed in interest  
11 to, or which otherwise possesses any of the powers and duties of, any referenced governmental  
12 agency in existence on the effective date of this development order.

13 C. Appropriate conditions and commitments contained herein may be assigned to or  
14 assumed by District.

15 D. If there is a conflict between a provision in this development order and a  
16 provision in the Charlotte Development Agreement, the provision in this development order shall  
17 prevail. Exhibit "D" attached hereto and made a part hereof by reference is an updated version  
18 of Exhibit "D" to the Charlotte Development Agreement entitled "Summary of Land Dedication  
19 and Facilities Construction". Said updated Exhibit "D" also replaces Exhibit "D" to the  
20 Charlotte Development Agreement.

21 E. If there is a conflict between a provision in this development order and a  
22 provision in an ERP, a Consumptive Use Permit ("CUP") or ACOEP, the provision in the ERP,  
23 CUP, or ACOEP shall prevail.

1           F.       In the event that any portion or section of this development order is determined to  
2 be invalid, illegal, or unconstitutional by a court or agency of competent jurisdiction, such  
3 decision shall in no manner, affect the remaining portions of this development order which shall  
4 remain in full force and effect.

5           G.       This development order shall be binding upon the County and the Developer, its  
6 assignees or successors-in-interest.

7           H.       This development order shall become effective as provided by law.

8           I.       Certified copies of this development order shall be provided by the County to  
9 DCA and the SWFRPC as provided in Subsection 380.06(25)(g), Florida Statutes.

10          J.       This Resolution shall be recorded in the Minutes of the Board.

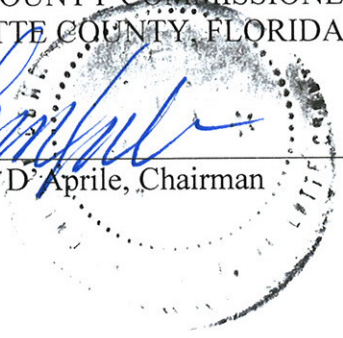
11                   **REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY**

PASSED AND DULY ADOPTED this 13 day of December, 2007.

BOARD OF COUNTY COMMISSIONERS  
OF CHARLOTTE COUNTY, FLORIDA

By:

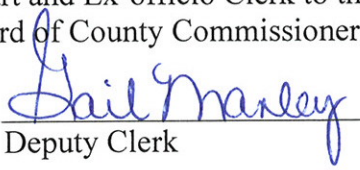
  
Thomas C. D'Aprile, Chairman



ATTEST:


Barbara T. Scott, Clerk of Circuit  
Court and Ex-officio Clerk to the  
Board of County Commissioners

By:

  
Deputy Clerk

APPROVED AS TO FORM  
AND LEGAL SUFFICIENCY:

By:

  
Janette S. Knowlton, County Attorney

RB

1  
2  
3  
4  
5  
6  
7  
8  
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**Exhibits**

- Exhibit A Legal Description
- Exhibit B Master Concept Plan (Map H)
- Exhibit C Questions to be addressed in AIDA's
- Exhibit D Updated Summary of Land Dedications and Facilities Construction
- Exhibit E Florida Exotic Pest Plant Council's 2007 List of Invasive Plant Species
- Exhibit F Master (Buildout 2030) Roadway Network with 22% Internal Capture and with Developer's Projected Internal Capture



CHARLOTTE COUNTY PARCEL:

A parcel of land lying within Sections 29, 31 through 33, Township 41 South, Range 26 East, AND, Sections 4 through 10, Sections 15 through 17 and Sections 19 through 36, Township 42 South, Range 26 East, Charlotte County, Florida, being more particularly described as follows:

Commence at the Southwest corner of Section 31, Township 42 South, Range 26 East and run S89°41'45"E, along the South line of said Section 31, a distance of 50.00 feet to a point on the East right-of-way line of State Road No. 31, said point also being the Point of Beginning of the parcel of land herein described; Thence continue S89°41'45"E a distance of 5,189.75 feet to the Southwest corner of Section 32, Township 42 South, Range 26 East; Thence S89°41'45"E a distance of 5,306.08 feet to the Southeast corner of Section 32, Township 42 South, Range 26 East; Thence S89°37'16"E a distance of 5,289.11 feet to the Southwest corner of Section 34, Township 42 South, Range 26 East; Thence S89°35'44"E a distance of 5,294.60 feet to the Southeast corner of Section 34, Township 42 South, Range 26 East; Thence S89°35'44"E a distance of 5,294.60 feet to the Southwest corner of Section 36, Township 42 South, Range 26 East; Thence S89°35'44"E, along the South line of Section 36, Township 42 South, Range 26 East, a distance of 3,430.66 feet; Thence N00°00'40"W a distance of 10,185.53 feet; Thence N05°46'23"E a distance of 1,058.56 feet; Thence N66°40'38"W a distance of 200.62 feet; Thence S83°12'47"W a distance of 1,373.33 feet; Thence N30°17'33"W a distance of 1,686.63 feet; Thence N70°02'41"W a distance of 1,332.41 feet; Thence S72°42'44"W a distance of 1,430.81 feet; Thence N49°18'31"W a distance of 2,362.25 feet; Thence S69°00'57"W a distance of 1,518.19 feet; Thence S21°08'17"W a distance of 865.44 feet; Thence S20°29'11"E a distance of 1,376.91 feet; Thence N74°38'25"E a distance of 1,635.69 feet; Thence S00°18'50"E a distance of 1,309.92 feet; Thence S89°45'02"W a distance of 4,154.48 feet; Thence N51°39'36"W a distance of 782.53 feet; Thence N04°14'12"E a distance of 1,329.59 feet; Thence N39°20'59"W a distance of 1,778.16 feet; Thence N42°01'35"W a distance of 1,162.94 feet; Thence S52°01'16"W a distance of 818.34 feet; Thence S62°56'46"W a distance of 516.42 feet; Thence S89°59'33"W a distance of 307.20 feet; Thence N80°06'18"W a distance of 334.84 feet; Thence N20°54'51"W a distance of 336.86 feet; Thence N05°03'05"E a distance of 533.35 feet; Thence N22°47'49"E a distance of 5,490.82 feet; Thence N55°42'26"E a distance of 195.73 feet; Thence N21°59'06"W a distance of 1,739.17 feet; Thence N52°37'55"E a distance of 867.75 feet; Thence N13°36'57"W a distance of 2,907.33 feet; Thence S78°50'16"W a distance of 687.95 feet; Thence N19°48'25"W a distance of 366.25 feet; Thence N08°01'21"W a distance of 493.32 feet; Thence N03°43'40"E a distance of 687.22 feet; Thence N00°28'20"E a distance of 674.51 feet; Thence N25°12'33"W a distance of 261.13 feet; Thence N42°54'55"W a distance of 643.19 feet; Thence N07°19'37"W a distance of 171.40 feet; Thence N13°05'30"E a distance of 201.96 feet; Thence N32°40'01"W a distance of 186.12 feet; Thence N05°04'15"W a distance of 1,832.77 feet; Thence N19°47'08"W a distance of 527.20 feet; Thence N26°13'22"W a distance of 802.13 feet; Thence S79°06'55"W a distance of 475.20 feet; Thence N74°19'19"W a distance of 1,689.05 feet; Thence N01°26'06"W a distance of 897.42 feet; Thence N89°51'42"W a distance of 67.91 feet; Thence N00°00'03"W a distance of 1,218.37 feet; Thence N39°50'11"W a distance of 190.86 feet; Thence N00°00'29"W a distance of 324.62 feet; Thence N89°59'52"W a distance of 688.20 feet; Thence N00°00'00"E a distance of 1,967.22 feet; Thence N41°13'25"W a distance of 2,825.17 feet; Thence S89°59'57"W a distance of 3,566.80 feet; Thence S00°00'03"E a distance of 2,799.34 feet; Thence S89°11'17"W a distance of 5,960.98 feet to a point on the East right-of-way line for State Road No. 31; Thence along the East right-of-way line for State Road No. 31, the following courses and distances: S00°48'43"E a distance of 2,976.13 feet and S00°34'01"W a distance of 786.25 feet; Thence S89°25'59"E a distance of 4,104.32 feet; Thence S00°01'22"E a distance of 2,084.04 feet; Thence S16°46'15"E a distance of 1,740.24 feet; Thence S09°11'59"W a distance of 1,325.85 feet; Thence S73°15'18"E a distance of 661.15 feet; Thence N59°20'29"E a distance of 577.75 feet; Thence S38°10'48"E a distance of 551.46 feet; Thence S86°25'58"E a distance of 385.80 feet; Thence S24°01'11"E a distance of 975.12 feet; Thence S57°46'34"E a distance of 530.20 feet; Thence S70°04'12"E a distance of 1,843.47 feet; Thence N63°01'21"E a distance of 1,214.99 feet; Thence S50°03'22"E a distance of 2,565.56 feet; Thence S13°56'09"W a distance of 1,953.90 feet; Thence S12°51'59"E a distance of 1,862.33 feet; Thence S71°59'01"W a distance of 448.53 feet; Thence N45°00'57"W a distance of 266.60 feet; Thence S69°50'23"W a distance of 1,104.27 feet; Thence S28°10'55"E a distance of 1,272.60 feet; Thence S62°45'03"W a distance of 4,638.30 feet; Thence S82°12'01"W a distance of 711.48 feet; Thence S81°38'00"W a distance of 5,167.82 feet; Thence N77°54'41"W a distance of 707.32 feet; Thence N89°28'15"W a distance of 299.98 feet to a point on the East right-of-way line for State Road No. 31; Thence along the East right-of-way line for State Road No. 31, the following courses and distances: S00°31'45"W a distance of 4,197.71 feet, S00°26'10"W a distance of 5,282.33 feet and S00°36'46"W a distance of 5,337.00 feet to the Point of Beginning.  
Containing 13,630.60 acres, more or less.  
Dimensions and acreage shown are grid values.  
Bearings hereinabove mentioned are based on the South line of Section 31, Township 42 South, Range 26 East to bear S89°41'45"E.

S:\20086201-01\Charlotte-Sketch and Description.dwg (1:1x14-P (3)) sp Oct 23, 2007 - 7:58am



251 WEST HICKPOCHEE AVENUE  
LABELL, FLORIDA 33935  
PHONE (863) 612-0594  
FAX (863) 612-0341  
E.B. #642 & L.B. #642

Babcock Ranch Community  
Sketch Of Description

DATE	PROJECT NO.	FILE NO.	SCALE	SHEET
January 2007	20055693-602	31-42-26	As Shown	3

**FIXED AND VARIABLE DEVELOPMENT CRITERIA FOR PROPOSED DEVELOPMENT OF +/- 13,630.6 ACRES LOCATED ON S.R. 31 IN CHARLOTTE COUNTY BABCOCK RANCH**

















**FIXED DEVELOPMENT CRITERIA**





- Development of the subject property shall not exceed:
  - 17,870 dwelling units in Charlotte Co.;
  - 6,000,000 square feet of non-residential uses, including commercial/ office/ retail space, light industrial, government/ civic space (not including schools or churches), assisted living units, hospital beds, and hotel rooms.
 Ancillary facilities such as education service center, library, park buildings, schools, places of worship, and university research facilities and regional and community park sites will not be attributed to other development components and will not require use of the equivalency matrix.
- Agricultural uses shall be permitted throughout the Babcock Ranch Community.
- There shall be a minimum of thirty-five (35%) percent Open Space provided overall.
- All development of the subject property, as it relates to the defined development forms, design standards and provisions and uses common to the district, shall be in conformance with the Babcock Ranch Overlay Zoning District (Ordinance No. 2006-058) as may be amended.
- Open Space/ Conservation Easements shall be addressed during subsequent incremental submittals, and recorded in the Public Records following final permitting.

**VARIABLE DEVELOPMENT CRITERIA**

- The following items will be refined during subsequent incremental reviews and/or final permitting:
  - Final acreages of all proposed uses;
  - Native habitat preservation, alteration, enhancement, mitigation, and conservation acreages may be modified based on stormwater lake design, other engineering requirements and final permitting;
  - The final location and allocation of civic facilities (i.e. internal parks, schools, emergency services buildings, etc.);
  - The internal road alignments and circulation;
  - The final location, allocation, alignment and use of the conceptual trail system;
  - The location of vehicular access points, including existing temporary entry ways, to external public roadways; and
  - The limited transportation, pedestrian, and utility corridor between Hamlet I and North Babcock Area.
 The existing mining operations, including areas currently planned or permitted, will be allowed to continue, consistent with mining permits for these areas. Additional mining areas may be allowed consistent with subsequent permitting. These areas will be shown on updated maps provided through the DRI monitoring process or through subsequent DRI increments.
- The boundaries of the areas shown as "Mixed Use/Residential/Commercial", including Town Center, Village Centers, and Hamlet Centers, are conceptual in nature, and may be modified through the subsequent incremental review process. Specific uses to support "mixed use" or "residential" or "commercial," including, but not limited to parking, stormwater lakes, preservation areas, parks or other space, may be identified and refined during subsequent incremental review and/or through subsequent permitting consistent with local Land Development Regulations.

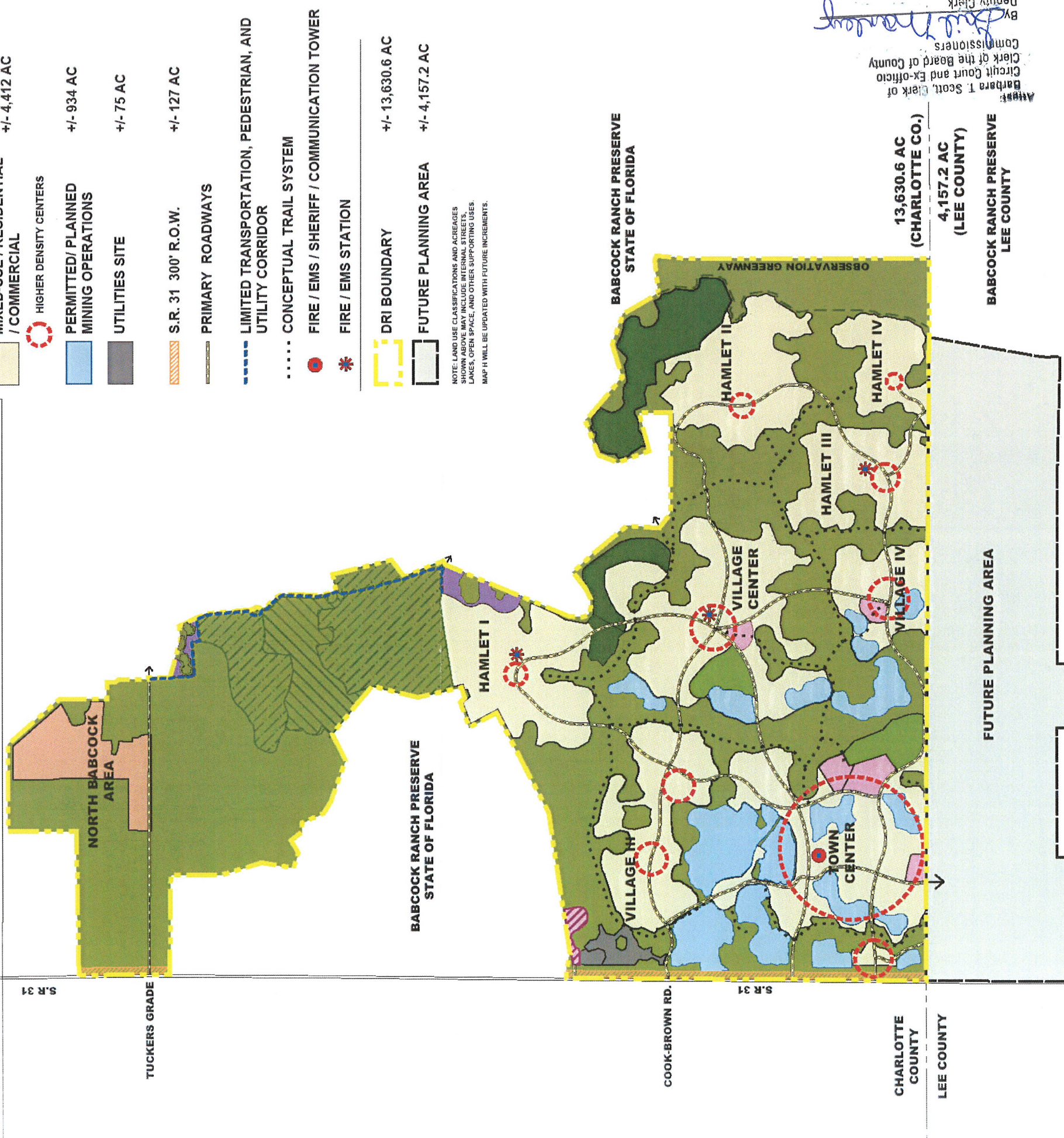
**DRI LAND USE SUMMARY**

-  GREENWAYS/ FLOWWAYS/ AGRICULTURE +/- 6,852.6 AC
-  302 ACRE CONSERVATION EASEMENT CORRIDOR
-  FUTURE CONSERVATION AREA/ AGRICULTURE
-  NORTH BABCOCK AREA +/- 350 AC  
NOTE: INCLUDES ECO-TOURISM LODGE, ENVIRONMENTAL EDUCATION AND RESEARCH CENTER, RIDING STABLES AND EQUESTRIAN FACILITY AND ACCESSORY USES, A GENERAL STORE, AN RV PARK, AND A 4-H CAMP, ALL KNOWN AS EDUCATION AND RECREATION USES.
-  17 ACRE FCGU ENVIRONMENTAL EDUCATION AND RESEARCH CENTER
-  CHARLOTTE CO. SCHOOLS +/- 165 AC
-  28 AC CHARLOTTE CO. EDUCATIONAL SERVICES
-  HIGHER EDUCATION +/- 50 AC  
NOTE: INCLUDES FCGU ECOLOGICAL RESEARCH CENTER.
-  MAJOR PARKS +/- 178 AC
-  RECREATION +/- 487 AC
-  MIXED-USE / RESIDENTIAL / COMMERCIAL +/- 4,412 AC
-  HIGHER DENSITY CENTERS
-  PERMITTED/ PLANNED MINING OPERATIONS +/- 934 AC
-  UTILITIES SITE +/- 75 AC
-  S.R. 31 300' R.O.W. +/- 127 AC
-  PRIMARY ROADWAYS

-  LIMITED TRANSPORTATION, PEDESTRIAN, AND UTILITY CORRIDOR
-  CONCEPTUAL TRAIL SYSTEM
-  FIRE / EMS / SHERIFF / COMMUNICATION TOWER
-  FIRE / EMS STATION

-  DRI BOUNDARY +/- 13,630.6 AC
-  FUTURE PLANNING AREA +/- 4,157.2 AC

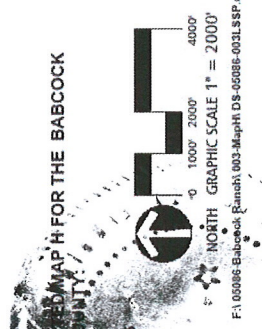
NOTE: LAND USE CLASSIFICATIONS AND ACREAGES SHOWN ON THIS MAP ARE CONCEPTUAL AND SUBJECT TO LAKES, OPEN SPACE, AND OTHER SUPPORTING USES. MAP "H" WILL BE UPDATED WITH FUTURE INCREMENTS.



APPROVED AS TO FORM AND LEGAL SUFFICIENCY:  
*Shawna S. Gentry*  
 County Attorney  
 RB

CERTIFIED AS THE OFFICIAL MAP FOR THE BABCOCK RANCH COMMUNITY - CHARLOTTE COUNTY  
 BOARD OF COUNTY COMMISSIONERS  
 CHARLOTTE COUNTY, FLORIDA  
 BY: *Barbara T. Scott*  
 CHAIRMAN  
 ON: 12-13-07

By: *Phil Hansley*  
 Deputy Clerk  
 Commissioners  
 Clerk of the Board of County  
 Circuit Court and Ex-Officio  
 Barbara T. Scott, Clerk of  
 Athens



**Babcock Ranch**  
 A SHARED VISION. A SHARED COMMITMENT.

The Babcock Ranch Community - Charlotte County  
**MASTER DEVELOPMENT PLAN**  
 MAP H  
 19 October 2007  
 WilcoMiller

**EXHIBIT "C"**

The following indicates which application questions are to be addressed only in the Master DRI Application and which questions are to be addressed in both the AMDA ("Master") and the AIDA's ("Increment"). It also indicates those instances where only documentation required by the corresponding Incremental Review provision of this Master Development Order is to be provided ("Documentation").

**AMDA and AIDA Questionnaire Responses**

Question	1, Statement of Intent.....	Master, Increment
Questions	2, 3 Applicant Information .....	Master, Increment
Question	4, Notarized Authorization .....	Master, Increment
Question	5, Legal Description.....	Master, Increment
Question	6, Binding Letter Status .....	Master
Question	7, Local Government Jurisdiction.....	Master, Increment
Question	8, Permitting Status.....	Master, Increment
Question	9, Maps (All).....	Master
Question	9, Maps B, F, G, H, I, J.....	Increment
Question	10, Part 1, Project Description.....	Master, Increment
Question	10, Part 2, Comprehensive Plan.....	Master, Documentation
Question	10, Part 3, Demographics.....	Master
Question	10, Part 4, Impact Summary .....	Master
Question	11, Revenue Generation.....	Master, Documentation
Question	12, Vegetation and Wildlife.....	Master, Increment
Question	13, Wetlands .....	Master, Increment
Question	14, Water.....	Master, Increment
Question	15, Soils .....	Master
Question	16, Floodplains .....	Master, See Stormwater Management
Question	17, Water Supply .....	Master, Increment
Question	18, Wastewater Management.....	Master, Documentation
Question	19, Stormwater Management.....	Master, Increment
Question	20, Solid Waste.....	Master, Documentation
Question	20, Hazardous Waste .....	Master, Increment
Question	21, Transportation.....	Master, Increment
Question	22, Air .....	Master
Question	23, Hurricane Preparedness .....	Master, Documentation
Question	24, Housing.....	Master, Documentation
Question	25, Police and Fire Protection.....	Master, Documentation
Question	26, Recreation/Open Space.....	Master, Documentation
Question	27, Education .....	Master, Documentation
Question	28, Health Care .....	Master, Documentation
Question	29, Energy.....	Master, Documentation
Question	30, Historical/Archaeological.....	Master, Documentation

Summary of Land Dedication & Facilities Construction

Site & Building Dedication/Construction Time Line

Public Facilities Required	Aggregate Site Dedication (acre)	Number of Sites (#)	Shell Bldg Required (s.f.)	Criteria for County Facility Opening (by C/O)	
<b>Parks, Recreation and Cultural Resources</b>					
Community Park/Regional Park	77.9	1	6500 *1	5,900th C/O	Community Park Building and park site improvements by the 5,900th du/C.O.
Neighborhood Parks (Village Parks)	58.4	7	2500 *2	500th C/O *5	1-Neighborhood Park #1 w/ Pav & restrooms (500th C/O within Neighborhood). 2- Neighborhood Park #2&3 w/ Pav & restrooms (500th C/O within Neighborhood). 2-Neighborhood Park #4&5 w/ Pav & restrooms (500th C/O within Neighborhood). 2-Neighborhood Park #6&7 w/ Pav & restrooms (500th C/O within Neighborhood).
Mini Parks *8	19.5	11			As Neighborhoods develop As Neighborhoods develop As Neighborhoods develop As Neighborhoods develop
Library Component	15.0	1	24000 *3 15,000 (County participation)	10,000th C/O	Phase I - 20,000 sf building by the 10,000th du/C.O. *9 Phase II Library by the 15,000th C/O
Regional park and community park to be centrally located	100.0	1	6,500 *1	5,800th C/O	Regional Park Building and park site improvements by the 5,900th du/C.O.
<b>Fire/Rescue/Law Enforcement</b>					
Site #1	5.5	1	17,300 (9,300 sf for Sheriff; 8,000 sf for Fire)	EMS vehicle by 500th C/O - Combined Fire Station and Sheriff facilities by 5,000th C/O	EMS Transport Vehicle by the 500th C/O 17,300 combined Fire Station and Sheriff facilities by the 5,000th C/O.*10
Site #2	1.5	1	6,500	2nd Fire Station 10,000th C/O	6,500 sf Fire Station by the 10,000th C/O
Site #3	1.5	1	6,500	3rd Fire Station 15,000th C/O	6,500 sf Fire Station by the 15,000th C/O
Site #4	1.5	1	6,500	4th Fire Station 17,000th C/O	6,500 sf Fire Station by the 17,000th C/O
Fire & Police Communications Tower Site *11	0.25	1		Site identification and dedication by 5,000th C/O (will be located adjacent to the combined fire/sheriff site)	
The District will provide an interim fully operational office trailer (24'W x 60' overall L). The trailer will be located next to the fire station currently located on SR 31 and will utilize the currently available utilities serving the existing fire station.					
<b>Public Facilities</b>					
County Annex - "County Hall"			20,000	By the issuance of the 7,000th C/O *14	The County Hall building will be operational by the issuance of the 7,000th C/O
<b>Solid Waste</b>					
Site #1	6.0	1	n/a	Prior to the issuance of the 1st C/O	
<b>Extension Services</b>					
Site #1	24.0	1	n/a	Prior to the issuance of the 1st C/O	
Mosquito Control pre-fab bldg.	1.0	1	3000 *7	Prior to the issuance of the 100st C/O	Prior to the issuance of the 100st C/O
Site#2	1.0	1	n/a	Prior to the issuance of the 1st C/O	
<b>Total page 1</b>	<b>313.05</b>				

Summary of Land Dedication & Facilities Construction

Site & Building Dedication Time Line

Public Facilities Required	Aggregate Site Dedication Acreage	Number of Sites	Shell Bldg Square Footage Required	Criteria for County Facility Opening
Schools *6				School Board criteria for land dedication
Elementary Schools	60 (20 per school)	3	n/a	*6 By approval of the plat within which the site is located.
Middle Schools	30.0	1	n/a	By approval of the plat within which the site is located.
High Schools	50.0	1	n/a	By approval of the plat within which the site is located.
Educational Service Center	25.0	1	n/a	Dedication along with the 1st school site dedication-see above
sub-total page 2	165.0			
Grand total pages 1 & 2	478.05			

The phase reference above is an estimate only. The criteria for determining public facility shell completion and/or land dedication shall be by certificate of occupancy ("C/O")

5,900 C/O or before if requested by School Board.	8,700 C/O or before if requested by School Board.	13,000 C/O or before if requested by School Board.
	8,700 C/O or before if requested by School Board.	
		11,000 C/O or before if requested by School Board.
5,900 C/O or before if requested by School Board.		

Notes to exhibit 'H'

- \*1 Community park bldg improvements to include community center plus pavilion and restrooms.
- \*2 Neighborhood parks (village park) to include pavilion and restrooms.
- \*3 Phased Library option. The developer shall be required to fund the construction of a 24,000 sf library shell building. The County may desire to construct a library facility totaling 40,000 sf. The County and the developer agree to cooperate, with respect to the design, construction and funding of this library facility. The developer shall fund the library shell building costs for 24,000 sf and the County shall fund the construction of the library shell building costs for 16,000 sf. in addition to the construction completion of the library facility described herein.
- \*4
- \*5 Must be completed and turned over prior to the 500th C/O for the village, within which it is located.
- \*6 First school may be developed as an interim school within a commercial building, located within the Town Center or in some other facility, agreed to between the School Board and the District. The school board and the District shall determine the timing of the dedication of the required school sites and the educational service center, required above, during the DRI review process. During the DRI process the School Board and the District will negotiate an agreement for the bonded construction, leaseback and sale of the buildings pursuant to the issuance of bonds by the District for said construction.
- \*7 Pre-fab building to include two offices, two bays for vehicle and equipment and chemical storage. This facility shall be ADA compliant and shall include all required utilities, parking and landscaping.
- \*8 Mini parks required herein shall be designed, developed and maintained by the Developer, the District or the master property owner's association. The mini parks shall not be dedicated to the County.
- \*9
- \*10 The first fire station building will be co-located with the sheriff's sub-station facility.
- \*11 A communication tower site for the exclusive use of the Fire/EMS and Sheriff's department will be located adjacent to the combined fire/sheriff facility and will be deeded to the County by the issuance of the 5,000th residential C/O.
- \*12 A interim sheriff's sub-station office trailer (24'W x 60' overall length) will be located next to the existing fire station site located on SR 31. The interim trailer will connect to the utilities that service the existing fire station. The trailer will be fully operational by the issuance of the first land development permit and will be terminated upon the opening of the combined fire/Sheriff's combined facility.
- \*14 A County Annex building will be constructed per the shell requirements of the Developer's Agreement. This facility will be designed as a gathering place for community residents and as County Commission and key staff satellite offices. Appropriate operations shall be served from this facility. The District may choose to construct the shell building earlier than the 7,000th C/O, following which the District will be responsible to maintain the exterior of the building and all site improvements constructed to support the County Annex building, until the building is completed and occupied by the County (7,000 C/O). The County, at its option, may increase the size of the County Annex and fund said expansion.

General Notes:

- 1) All dedications and construction, required under this schedule, shall be completed and turned over based on a dwelling unit certificate of occupancy use threshold required above.
- 2) The shell building construction required above, shall be completed by the Developer one (1) year prior to the issuance of the C/O, referenced in the column entitled 'Criteria for County Facility Opening'.

**EXHIBIT "E"****Florida Exotic Pest Plant Council's 2007 List of Invasive Plant Species****CATEGORY I**

Invasive exotics that are altering native plant communities by displacing native species, changing community structures or ecological functions, or hybridizing with natives. This definition does not rely on the economic severity or geographic range of the problem, but on the documented ecological damage caused.

<b>Scientific Name</b>	<b>Common Name</b>
<i>Abrus precatorius</i>	rosary pea
<i>Acacia auriculiformis</i>	earleaf acacia
<i>Albizia julibrissin</i>	mimosa, silk tree
<i>Albizia lebbbeck</i>	woman's tongue
<i>Ardisia crenata</i>	coral ardisia
(= <i>A. crenulata</i> misapplied)	
<i>Ardisia elliptica</i>	shoebuttan ardisia
(= <i>A. humilis</i> misapplied)	
<i>Asparagus aethiopicus</i> (= <i>A. sprengeri</i> ; <i>A. densiflorus</i> misapplied)	asparagus-fern
<i>Bauhinia variegata</i>	orchid tree
<i>Bischofia javanica</i>	bishopwood
<i>Calophyllum antillanum</i> (= <i>C. calaba</i> and <i>C. inophyllum</i> misapplied)	Santa maria (names "mast wood," "Alexandrian laurel" used in cultivation
<i>Casuarina equisetifolia</i>	Australian-pine, beach sheoak
<i>Casuarina glauca</i>	suckering Australian- pine, gray sheoak
<i>Cinnamomum camphora</i>	camphor tree
<i>Colocasia esculenta</i>	wild taro
<i>Colubrina asiatica</i>	lather leaf
<i>Cupaniopsis anacardioides</i>	carrotwood
<i>Dioscorea alata</i>	winged yam
<i>Dioscorea bulbifera</i>	air-potato
<i>Eichhornia crassipes</i>	water-hyacinth
<i>Eugenia uniflora</i>	Surinam cherry
<i>Ficus microcarpa</i> ( <i>F. nitida</i> and <i>F. retusa</i> var. <i>nitida</i> misapplied)	laurel fig
<i>Hydrilla verticillata</i>	hydrilla
<i>Hygrophilia polysperma</i>	green hygro
<i>Hymenachne amplexicaulis</i>	West Indian marsh grass
<i>Imperata cylindrica</i> ( <i>I. brasiliensis</i> misapplied)	cogon grass
<i>Ipomoea aquatica</i>	waterspinach
<i>Jasminum dichotomum</i>	gold coast jasmine
<i>Jasminum fluminense</i>	Brazilian jasmine
<i>Lantana camara</i>	lantana, shrub verbena
<i>Ligustrum licidum</i>	glossy privet
<i>Ligustrum sinsense</i>	Chinese privet, hedge privet
<i>Lonicera japonica</i>	Japanese honeysuckle

**Florida Exotic Pest Plant Council's 2007 List of Invasive Plant Species  
Category I (continued)**

<b>Scientific Name</b>	<b>Common Name</b>
<i>Ludwigia peruviana</i>	Peruvian primrosewillow
<i>Lygodium japonicum</i>	Japanese climbing fern
<i>Lygodium microphyllum</i>	Old World climbing fern
<i>Macfadyena uniguis-cati</i>	cat's claw vine
<i>Manilkara zapota</i>	sapodilla
<i>Melaleuca quinquenervia</i>	melaleuca, paper bark
<i>Mimosa pigra</i>	catclaw mimosa
<i>Nandina domestica</i>	nandina, heavenly bamboo
<i>Nephrolepis cordifolia</i>	sword fern
<i>Nephrolepis multiflora</i>	Asian sword fern
<i>Neyraudia reynaudiana</i>	burma reed, cane grass
<i>Paederia cruddasiana</i>	sewer vine, onion vine
<i>Paederia foetida</i>	skunk vine
<i>Panicum repens</i>	torpedo grass
<i>Pennisetum purpureum</i>	napier grass
<i>Pistia stratiotes</i>	waterlettuce
<i>Psidium cattleianum</i> (= <i>P. littorale</i> )	strawberry guava
<i>Psidium guajava</i>	guava
<i>Pueraria montana</i> var. <i>lobata</i> (= <i>P. lobata</i> )	kudzu
<i>Rhodomyrtus tomentosa</i>	downy rose-myrtle
<i>Rhynchelytrum repens</i> (= <i>Melinis repens</i> )	natal grass
<i>Ruellia tweediana</i> (= <i>R. brittoniana</i> , <i>R. coerulea</i> )	Mexican petunia
<i>Sapium sebiferum</i> (= <i>Tridiasca sebifera</i> )	popcorn tree, Chinese tallow tree
<i>Scaevola taccada</i> (= <i>Scaevola sericea</i> , <i>S. frutescens</i> )	scaevola, half-flower, beach naupaka
<i>Schefflera actinophylla</i> (= <i>Brassaia actinophylla</i> )	schefflera, Queensland umbrella tree
<i>Schinus terebinthifolius</i>	Brazilian pepper
<i>Senna pendula</i> var. <i>glabrata</i> (= <i>Cassia coluteoides</i> )	climbing cassia, Christmas cassia, Christmas senna
<i>Solanum tampicense</i> (= <i>S. houstonii</i> )	wetland nightshade, aquatic soda apple
<i>Solanum viarum</i>	tropical soda apple
<i>Syngonium podophyllum</i>	arrowhead vine
<i>Syzigium cumini</i>	jambolan plum, Java plum
<i>Tectaria incisa</i>	incised halberd fern
<i>Thespesia populnea</i>	seaside mahoe
<i>Tradescantia fluminensis</i>	white-flowered wandering jew
<i>Urochloa mutica</i> (= <i>Brachiaria mutica</i> )	para grass

## Florida Exotic Pest Plant Council's 2007 List of Invasive Plant Species

### CATEGORY II

Invasive exotics that have increased in abundance or frequency but have not yet altered Florida plant communities to the extent shown by Category I species. These species may become ranked Category I, if ecological damage is demonstrated.

<b>Scientific Name</b>	<b>Common Name</b>
<i>Adenanthera pavonina</i>	red sandalwood
<i>Agave sisalana</i>	sisal hemp
<i>Aleurites fordii</i> (= <i>Vernicia fordii</i> )	tung oil tree
<i>Alstonia macrophylla</i>	devil tree
<i>Alternanthera philoxeroides</i>	alligator weed
<i>Antigonon leptopus</i>	coral vine
<i>Aristolochia littoralis</i>	calico flower
<i>Asystasia gangetica</i>	Ganges primrose
<i>Begonia cucullata</i>	wax begonia
<i>Blechum pyramidatum</i>	green shrimp plant, Browne's blechum
<i>Broussonetia papyrifera</i>	paper mulberry
<i>Callisia fragrans</i>	inch plant, spironema
<i>Casuarina cunninghamiana</i>	river sheoak, Australian-pine
<i>Cecropia palmate</i>	trumpet tree
<i>Cestrum diurnum</i>	day jessamine
<i>Chamaedorea seifrizii</i>	bamboo palm
<i>Clematis terniflora</i>	Japanese clematis
<i>Cryptostegia madagascariensis</i>	rubber vine
<i>Cyperus involucratus</i> ( <i>C. alternifolius</i> misapplied)	umbrella plant
<i>Cyperus prolifer</i>	dwarf papyrus
<i>Dalbergia sissoo</i>	Indian rosewood, sissoo
<i>Elaeagnus pungens</i>	silverthorn, thorny olive
<i>Epipremnum pinnatum</i> cv. <i>Aureum</i>	pothos
<i>Ficus altissima</i>	false banyan, council tree
<i>Flacourtia indica</i>	governor's plum
<i>Hemarthria altissima</i>	limpo grass
<i>Hibiscus tiliaceus</i> (= <i>Talipariti tiliceum</i> )	mahoe, sea hibiscus
<i>Ipomoea fistulosa</i> (= <i>I. carnea</i> ssp. <i>fistulosa</i> )	shrub morning-glory
<i>Jasminum sambac</i>	Arabian jasmine
<i>Kalanchoe pinnata</i>	life plant
<i>Koelreuteria elegans</i> ssp. <i>formosana</i> (= <i>K.</i> <i>formosana</i> ; <i>K. paniculata</i> misapplied)	flamegold tree
<i>Leucaena leucocephala</i>	lead tree
<i>Limnophila sessiliflora</i>	Asian marshweed
<i>Livistona chinensis</i>	Chinese fan palm
<i>Melia azedarach</i>	Chinaberry
<i>Melinis minutiflora</i>	Molassesgrass
<i>Merremia tuberosa</i>	wood-rose



**Florida Exotic Pest Plant Council's 2007 List of Invasive Plant Species  
Category II (continued)**

<b>Scientific Name</b>	<b>Common Name</b>
<i>Murraya paniculata</i>	orange-jessamine
<i>Myriophyllum spicatum</i>	Eurasian water-milfoil
<i>Nymphoides cristata</i>	snowflake
<i>Panicum maximum</i>	Guinea grass
<i>Passiflora biflora</i>	two-flowered passion vine
<i>Pennisetum setaceum</i>	green fountain grass
<i>Phoenix reclinata</i>	Senegal data palm
<i>Phyllostachys aurea</i>	golden bampoo
<i>Pittosporum pentandrum</i>	Philippine pittosporum, Taiwanese cheesewood
<i>Pteris vittata</i>	Chinese brake fern
<i>Ptychosperma elegans</i>	solitaire palm
<i>Rhoeo spathacea</i> (see <i>Tradescantia spathacea</i> )	
<i>Ricinus communis</i>	castor bean
<i>Rotala rotundifolia</i>	roundleaf toothcup, dwarf <i>Rotala</i>
<i>Sansevieria hyacinthoides</i>	bowstring hemp
<i>Scleria lacustris</i>	Wright's nutrush
<i>Sesbania punicea</i>	purple sesban, rattlebox
<i>Solanum diphyllum</i>	two-leaf nightshade
<i>Solanum jamaicense</i>	Jamaica nightshade
<i>Solanum torvum</i>	susumber, turkey berry
<i>Sphagneticola trilobata</i> (= <i>Wedelia trilobata</i> )	wedelia
<i>Stachytarpheta cayennensis</i> (= <i>S. urticifolia</i> )	nettle-leaf porterweed
<i>Syagrus romanzoffiana</i> (= <i>Arecastrum romanzoffianum</i> )	queen palm
<i>Syzygium jambos</i>	rose-apple
<i>Terminalia catappa</i>	tropical-almond
<i>Terminalia muelleri</i>	Australian-almond
<i>Tradescantia spathacea</i> (= <i>Rhoeo spathacea</i> , <i>Rhoeo discolor</i> )	oyster plant
<i>Tribulus cistoides</i>	puncture vine, burr-nut
<i>Urena lobata</i>	Caesar's weed
<i>Vitex trifolia</i>	simple-leaf chaste tree
<i>Washingtonia robusta</i>	Washington fan palm
<i>Wedelia</i> (see <i>Sphagneticola</i> above)	
<i>Wisteria sinensis</i>	Chinese wisteria
<i>Xanthosoma sagittifolium</i>	malanga, elephant ear



**EXHIBIT F (Continued)**  
**BABCOCK RANCH COMMUNITY AMDA**  
**MASTER (BUILDOUT - 2030) ROADWAY NETWORK**  
 Page 2 of 3

<sup>(1)</sup>  
**Initial Internal Capture Rate - 22% (Continued)**  
**(Transportation Condition B.(1)(c))**

SIGNIFICANTLY IMPACTED ROADWAYS			ADVERSE IMPACTS	POTENTIALLY BACKLOGGED ROAD (2)	E+C # OF LANES	RECOMMENDED IMPROVEMENTS
Roadway	From	To				
Lee County Continued						
North River Road	SR 31	Project Entrance	Y	Y	2	6 Lanes or 4 Lanes & SR 80 Improvements
	Project Entrance	Olga Road	Y	Y	2	6 Lanes or 4 Lanes & SR 80 Improvements
	Olga Road	Alva Bridge	Y	Y	2	6 Lanes or By-Pass or By-Pass & SR 80 Improvements
	Alva Bridge	Hendry County Line	--	--	--	--
Ortiz Avenue	SR 80	Luckett Road	Y	--	4	6 Lanes
	Luckett Road	SR 82	Y	--	4	6 Lanes
	SR 82	Hanson Street	Y	Y	4	6 Lanes
	Hanson Street	Colonial Boulevard	Y	Y	4	6 Lanes
Orange River Boulevard	SR 80	Staley Road	Y	Y	2	4 Lanes
	Staley Road	Buckingham Road	Y	Y	2	4 Lanes
Park Avenue	First Street	Second Street	--	--	--	--
Pine Island Road	NE 24th Avenue	US 41	Y	Y	--	--
	Del Prado Boulevard	NE 24th Avenue	Y	Y	4	6 Lanes
	Tropicana Parkway	Del Prado Boulevard	Y	Y	4	6 Lanes
Six Mile Cypress Parkway	Colonial Boulevard	Challenger Boulevard	Y	Y	6	6 Lanes and I-75 improvements
	Challenger Boulevard	Winkler Avenue	--	--	--	--
	Winkler Avenue	Daniels Parkway	--	--	--	--
Slater Road	Nalle Grade Road	Del Prado Boulevard	Y	Y	--	--
	Del Prado Boulevard	Bayshore Road	--	Y	2	6 Lanes
SR 31	SR 80	Bayshore Road	Y	Y	2	6 Lanes with New E-W Corridor
	Bayshore Road	North River Road	Y	Y	2	6 Lanes with New E-W Corridor
	North River Road	Project Entrance	Y	Y	2	6 Lanes with New E-W Corridor
	Project Entrance	Charlotte County Line	Y	Y	2	6 Lanes
SR 82	V. S. Shoemaker Blvd.	Michigan Link	Y	Y	6	4 Lanes Hanson Street and Edison Avenue
	Ortiz Avenue	I-75	Y	Y	6	4 Lanes Hanson Street and Edison Avenue
	I-75	Buckingham Road	Y	Y	6	--
SR 80	Fowler Street	Park Avenue	--	--	--	--
	Park Avenue	Seaboard Street	--	--	--	--
	Seaboard Street	V. S. Shoemaker Blvd.	Y	Y	4	6 Lanes and/or New E-W Corridor
	V. S. Shoemaker Blvd.	Ortiz Avenue	Y	Y	4	6 Lanes and/or New E-W Corridor
	Ortiz Avenue	I-75	Y	Y	4	6 Lanes and/or New E-W Corridor
	I-75	SR 31	Y	Y	6	SR 78 Improvement / E-W Corridor
	SR 31	Tropic Avenue	Y	Y	4	6 Lanes / North River Rd. Improvements
	Tropic Avenue	Buckingham Road	Y	Y	4	6 Lanes / North River Rd. Improvements
	Buckingham Road	Hickey Creek	Y	Y	4	6 Lanes / North River Rd. Improvements
	Hickey Creek	Alva Bridge	Y	Y	4	6 Lanes / North River Rd. Improvements
	Alva Bridge	Joel Boulevard	Y	Y	4	6 Lanes
	Joel Boulevard	Hendry County Line	Y	Y	4	6 Lanes
Tice Street	SR 80	Ortiz Avenue	Y	--	2	4 Lanes
	Ortiz Avenue	Staley Road	Y	--	2	4 Lanes
V.S. Shoemaker Blvd.	SR 80	SR 82	--	--	--	--
	SR 82	Winkler Avenue	Y	Y	6	1-75 Improvements
US 41	Colonial Boulevard	Hancock Bridge Parkway	Y	Y	6	1-75 Improvements
	Winkler Avenue	Hanson Street	Y	Y	6	1-75 Improvements
	Hanson Street	SR 82	Y	Y	4	8 Lanes / 6 Lanes + 4 Express Lanes
	SR 82	Hancock Bridge Parkway	Y	Y	4	6 Lanes + 4 Express Lanes
	Hancock Bridge Parkway	Pondella Road	Y	Y	4	6 Lanes
	Pondella Road	Charlotte County Line	Y	Y	4	6 Lanes

<sup>(3)</sup>  
**Developer's Estimated Internal Capture Rate**  
**(Transportation Condition B.(1)(b))**

SIGNIFICANTLY IMPACTED ROADWAYS			ADVERSE IMPACTS	POTENTIALLY BACKLOGGED ROAD (2)	E+C # OF LANES	RECOMMENDED IMPROVEMENTS
Roadway	From	To				
Charlotte County						
SR 31	Lee County Line	Project Entrance	Y	--	2	6 Lanes with E-W Corridor
	Project Entrance	CR 74	Y	Y	2	4 Lanes
	CR 74	DeSoto County Line	Y	Y	2	6 Lanes
CR 74	US 17	SR 31	Y	Y	2	4 Lanes
	SR 31	Glades County Line	Y	Y	2	4 Lanes
Hendry County						
North River Road	Lee County Line	CR 78 E/W	--	--	--	--
SR 80	Lee County Line	CR 78A	Y	Y	4	6 Lanes
DeSoto County						
SR 31	Charlotte County Line	SR 70	Y	Y	2	6 Lanes
Glades County						
CR 74	Charlotte County Line	SR 29	Y	Y	2	4 Lanes

**EXHIBIT F (Continued)**  
**BABCOCK RANCH COMMUNITY AMDA**  
**MASTER (BUILDOUT - 2030) ROADWAY NETWORK**  
 Page 3 of 3

<sup>(3)</sup>  
**Developer's Estimated Internal Capture Rate (Continued)**  
**(Transportation Condition B.(1)(b))**

SIGNIFICANTLY IMPACTED ROADWAYS			ADVERSE IMPACTS	POTENTIALLY BACKLOGGED ROAD (2)	E+C # OF LANES	RECOMMENDED IMPROVEMENTS
Roadway	From	To				
Lee County						
Ballard Road	Ortiz Avenue	Nuna Avenue	--	--	--	--
Bayshore Road	US 41	Business 41	--	--	--	--
	Business 41	Hart Road	Y	Y	4	6 Lanes
	Hart Road	Slater Road	--	--	--	--
	Slater Road	I-75	--	--	--	--
	I-75	Nalle Road	Y	Y	2	4 Lanes with New E-W Corridor
	Nalle Road	SR 31	Y	Y	2	4 Lanes with New E-W Corridor
Broadway Road	SR 80	North River Road	Y	--	2	By-Pass and/or 6L SR 31 Bridge
Buckingham Road	SR 82	Gunnery Road	--	--	--	--
	Gunnery Road	Orange River Boulevard	Y	Y	2	4 Lanes
	Orange River Boulevard	SR 80	Y	Y	2	4 Lanes
Business 41	Pine Island Road	Pondella Road	--	--	--	--
Colonial Boulevard	Ortiz Avenue	I-75	Y	Y	6	10 Lanes or Expressway/Limited Access
Del Prado Boulevard	Slater Road	Hart Road	--	--	--	--
	Hart Road	US 41	--	--	--	--
	Buckingham Road	Lee Boulevard	--	--	--	--
Gunnery Road	Daniels Parkway	Colonial Boulevard	Y	Y	6	8 Lanes
I-75	Colonial Boulevard	SR 82	Y	Y	4	8 Lanes
	SR 82	Luckett Road	Y	Y	4	8 Lanes
	Luckett Road	SR 80	Y	Y	4	8 Lanes
	SR 80	Bayshore Road	Y	Y	2	4 Lanes
Joel Boulevard	SR 80	16th Street	Y	Y	2	4 Lanes
	16th Street	12th Street	--	--	--	--
Luckett Road	I-75	Ortiz Avenue	--	--	--	--
Marsh Avenue	SR 80	Michigan Avenue	--	--	--	--
Michigan Avenue	Marsh Avenue	V. S. Shoemaker Blvd.	--	--	--	--
North River Road	SR 31	Project Entrance	Y	Y	2	4 Lanes
	Project Entrance	Olga Road	Y	Y	2	4 Lanes
	Olga Road	Alva Bridge	Y	Y	2	4 Lanes or By-Pass
	Alva Bridge	Hendry County Line	--	--	--	--
Ortiz Avenue	SR 80	Luckett Road	--	--	--	--
	Luckett Road	SR 82	Y	Y	4	6 Lanes
	SR 82	Hanson Street	Y	Y	4	6 Lanes
	Hanson Street	Colonial Boulevard	Y	Y	4	6 Lanes
Orange River Boulevard	Slaley Road	Buckingham Road	Y	Y	2	4 Lanes
Pine Island Road	NE 24th Avenue	US 41	--	--	--	--
	Del Prado Boulevard	NE 24th Avenue	--	--	--	--
	Tropicana Parkway	Del Prado Boulevard	--	--	--	--
Six Mile Cypress Parkway	Colonial Boulevard	Challenger Boulevard	--	--	--	--
	Challenger Boulevard	Winkler Avenue	--	--	--	--
	Winkler Avenue	Daniels Parkway	--	--	--	--
Slater Road	Nalle Grade Road	Del Prado Boulevard	--	--	--	--
SR 31	SR 80	Bayshore Road	Y	Y	2	6 Lanes
	Bayshore Road	North River Road	Y	Y	2	6 Lanes with New E-W Corridor
	North River Road	Project Entrance	Y	Y	2	6 Lanes with New E-W Corridor
	Project Entrance	Charlotte County Line	Y	Y	2	6 Lanes with New E-W Corridor
SR 80	Fowler Street	Park Avenue	--	--	--	--
	Park Avenue	Seaboard Street	--	--	--	--
	Seaboard Street	V. S. Shoemaker Blvd.	Y	Y	4	6 Lanes and/or New E-W Corridor
	V. S. Shoemaker Blvd.	Ortiz Avenue	Y	Y	4	6 Lanes and/or New E-W Corridor
	Ortiz Avenue	I-75	Y	Y	4	6 Lanes and/or New E-W Corridor
	I-75	SR 31	Y	Y	6	SR 78 Improvement / E-W Corridor
	SR 31	Tropic Avenue	Y	Y	4	6 Lanes / North River Rd. Improvements
	Tropic Avenue	Buckingham Road	Y	Y	4	6 Lanes / North River Rd. Improvements
	Buckingham Road	Hickey Creek	Y	Y	4	6 Lanes / North River Rd. Improvements
	Hickey Creek	Alva Bridge	Y	Y	4	6 Lanes / North River Rd. Improvements
	Alva Bridge	Joel Boulevard	Y	Y	4	6 Lanes
	Joel Boulevard	Hendry County Line	Y	Y	4	6 Lanes
	Hendry County Line	Slaley Road	Y	Y	2	4 Lanes
Tice Street	Ortiz Avenue	SR 82	--	--	--	--
V.S. Shoemaker Blvd.	SR 80	SR 82	--	--	--	--
	SR 82	Winkler Avenue	Y	Y	4	8 Lanes / 6 Lanes + 4 Express Lanes
US 41	SR 82	Hancock Bridge Parkway	Y	Y	4	6 Lanes + 4 Express Lanes
	Hancock Bridge Parkway	Pondella Road	Y	Y	4	6 Lanes + 4 Express Lanes

Footnotes:

- Roadway Network based on initial internal capture rate of 22% as suggested by the review agencies. Subject to adjustment based on Master Traffic Study Updates per AMDA Development Order. Actual improvement maybe an improvement to or construction of a new parallel facility. Per AMDA Development Order, initial capture rate of 22% controls for first Increment and subsequent Increment until such time that Exhibit G is revised and updated.
- Per Transportation Condition C.(1)(2).
- Roadway Network based on Developer's estimated internal capture rate of a "smarth growth" community. Subject to adjustment based on Master Traffic Study Updates per AMDA Development Order.