

ORDINANCE 2022-17

AN ORDINANCE OF THE CITY OF PALM COAST, FLORIDA, ESTABLISHING THE LANDINGS COMMUNITY DEVELOPMENT DISTRICT PURSUANT TO CHAPTER 190, FLORIDA STATUTES; PROVIDING FOR FUNCTIONS AND POWERS OF THE DISTRICT; DESIGNATING THE INITIAL BOARD OF SUPERVISORS OF THE DISTRICT; PROVIDING FOR SEVERABILITY; PROVIDING FOR CONFLICTS; AND PROVIDING FOR AN EFFECTIVE DATE

WHEREAS, JTL Grand Landings Development, LLC (“**Petitioner**”) has petitioned the City Council for the City of Palm Coast, Florida (“**City**”) to adopt an ordinance establishing the boundaries of the Landings Community Development District (“**District**”) pursuant to Chapter 190, *Florida Statutes*, and granting certain special powers; and

WHEREAS, the City, in determining whether to establish the District boundaries, has considered and finds that all statements contained in the *Petition for Establishment of the Landings Community Development District* (“**Petition**”) are true and correct; and

WHEREAS, the City has considered and finds that the establishment of the District is not inconsistent with any applicable element or portion of the City of Palm Coast’s Comprehensive Plan; and

WHEREAS, the City has considered and finds that the area of land within the District is a sufficient size, is sufficiently compact, and is sufficiently contiguous to be developed as a functional interrelated community; and

WHEREAS, the City has considered and finds that the District is the best alternative for delivering the community development services and facilities to the area that will be served by the District; and

WHEREAS, the City has considered and finds that the community development services and facilities of the District will not be incompatible with the capacity and uses of existing local and regional community development services and facilities; and

WHEREAS, the City has considered and finds that the area that will be served by the District is amenable to separate special-district government; and

WHEREAS, a duly noticed public hearing, pursuant to Chapter 190, *Florida Statutes*, to consider the Petition was held prior to the adoption of this Ordinance establishing the District.

NOW, THEREFORE, IT IS HEREBY ORDAINED BY THE CITY OF PALM COAST, FLORIDA:

SECTION 1: LEGISLATIVE AND ADMINISTRATIVE FINDINGS. The above recitals are hereby adopted as the legislative and administrative findings of the City of Palm Coast

City Council (“City Council”).

SECTION 2: AUTHORITY. This ordinance is adopted in compliance with and pursuant to the Uniform Community Development Act of 1980, Chapter 190, *Florida Statutes* (2020).

SECTION 3: DISTRICT NAME. There is hereby created a community development district situated entirely within incorporated Palm Coast, Florida, which District shall be known as the “Landings Community Development District.”

SECTION 4: EXTERNAL BOUNDARIES OF THE DISTRICT. The external boundaries of the District are described in **Exhibit A** attached hereto.

SECTION 5: FUNCTIONS AND POWERS. The powers and functions of the District are described in Chapter 190, *Florida Statutes* (2020), as may be amended from time to time. The Charter of the District shall be as set forth in Chapter 190, *Florida Statutes*, as created by general law. The District’s Board of Supervisors may further exercise certain additional powers to finance, fund, plan, establish, acquire, construct, reconstruct, enlarge or extend, equip, operate and maintain systems and facilities for (a) parks and facilities for indoor and outdoor recreational, cultural, and educational uses; and (b) security, including but not limited to, guardhouses, fences and gates, electronic intrusion-detection systems, and patrol cars, when authorized by applicable governmental agencies; except that the District may not exercise any police power, but may contract with the City for an increased level of such services within the proposed District boundaries, all as authorized and described by Section 190.012(2), *Florida Statutes*.

SECTION 6: BOARD OF SUPERVISORS. The five persons designated to serve as initial members of the District’s Board of Supervisors of the proposed District are as follows: Toby Tobin, Walker Douglas, Jeffrey Douglas, Gene Perez, and Len Allen. All of the above-listed persons are residents of the State of Florida and citizens of the United States of America.

SECTION 7: ADMINISTRATIVE CORRECTION OF SCRIVENER’S ERRORS. The administrative correction of typographical and/or scrivener’s errors in this Ordinance which do not affect the intent may be authorized by the City Manager or designee, without need of public hearing, by filing a corrected or recodified copy of same with the City Clerk.

SECTION 8: SEVERABILITY. It is hereby declared to be the intention of the City Council that the sections, paragraphs, sentences, clauses and phrases of this Ordinance are severable, and if any phrase, clause, sentence, paragraph or section of this Ordinance shall be declared unconstitutional by the valid judgment or decree of a court of competent jurisdiction, such unconstitutionality shall not affect any of the remaining phrases, clauses, sentences, paragraphs and sections of this Ordinance.

SECTION 9: CONFLICTS. All ordinances or parts of ordinances in conflict with this Ordinance are hereby repealed.

SECTION 10: EFFECTIVE DATE. This Ordinance shall become effective immediately upon its passage and adoption.

Approved on first reading this 16th day of August, 2022.

Adopted on second reading after due public notice and hearing this 6th day of September 2022.

ATTEST:

CITY OF PALM COAST




VIRGINIA A. SMITH, CITY CLERK



DAVID ALFIN, MAYOR

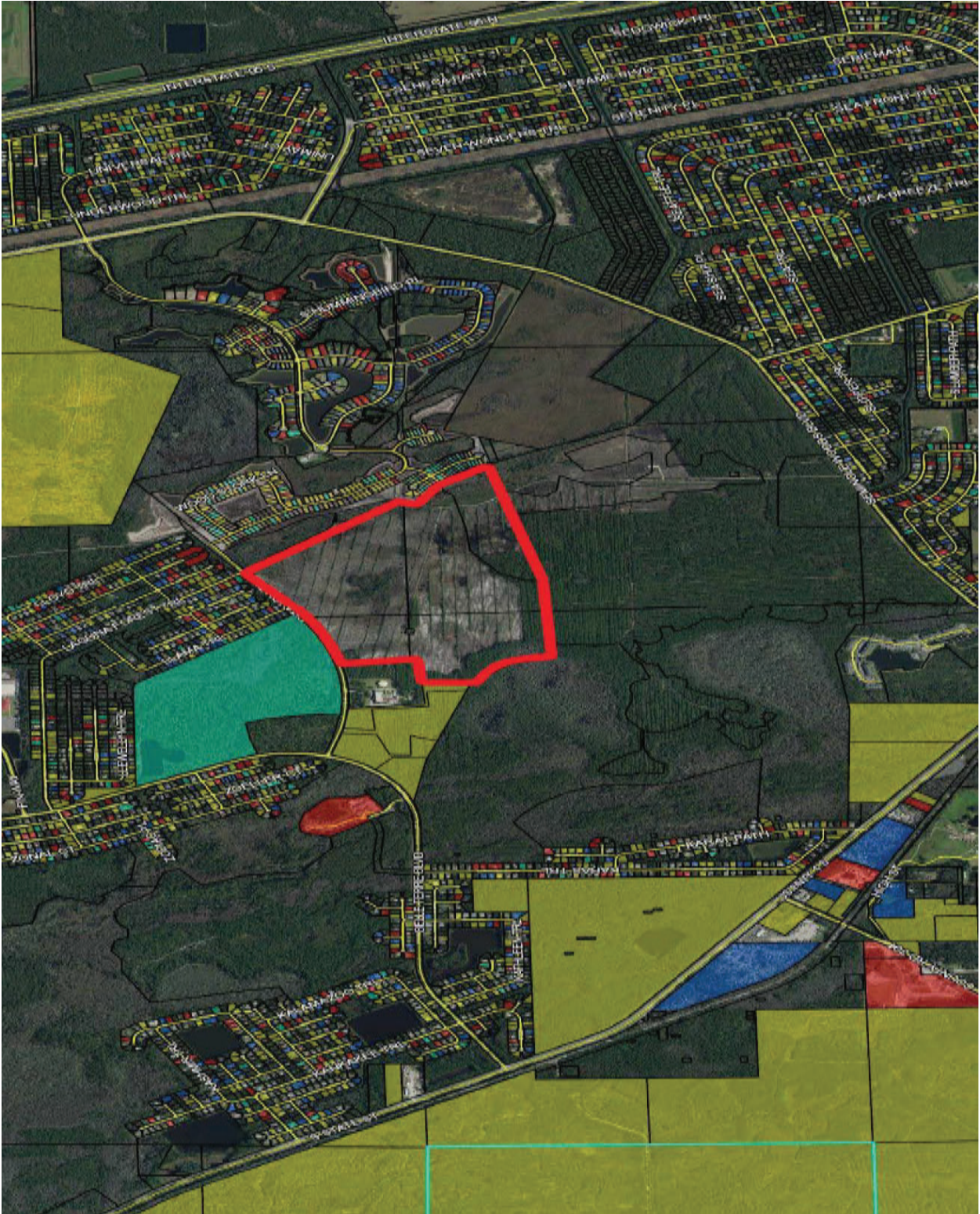
APPROVED AS TO FORM AND LEGALITY:



NEYSA BORKERT, CITY ATTORNEY



EXHIBIT A



Legal Descriptions

Part of Sections 19, 20, 29 and 30, Township 12 South, Range 31 East, Flagler County, Florida, being more particularly described as follows:

Commence at the Southwest corner of Reserved Parcel A1, Laguna Forest, Section 64, Seminole Woods, as recorded in Map Book 18, Pages 36 through 43, Public Records of Flagler County, Florida, said point also being the intersection of the North Right of Way line of Citation Boulevard and the East Right of Way line of Laguna Forest Trail, thence S36°30'03"E along the southerly extension of the said East right of way line and the West line of said Reserved Parcel A1 a distance of 80.00 feet to a point of the South right of way line of Citation Boulevard aforesaid; thence S53°29'57"W along said South right of way a distance of 28.73 feet to the Northwest corner of those lands described in Official Records Book 2370, Page 523, Public Records of Flagler County, Florida, and the Point of Beginning; thence S53°29'57"W continuing along said right of way a distance of 1076.65 feet to the point of curvature of a curve concave Northwesterly, having a radius of 2860.00 feet, a central angle of 22°18'53", being subtended by a chord bearing of S64°43'14"W and a chord distance of 1106.84 feet; thence westerly along said curve to the right for an arc length of 1113.87 feet to the Northeast corner of those lands described in Official Records Book 641, Page 1051, Public Records of Flagler County, Florida; thence departing said right of way and along the East line of said lands S05°08'56"E a distance of 899.94 feet to the southeast corner of said lands; thence S84°57'19"W along the south line of said lands a distance of 479.57 feet to the Northeast corner of Lot 4, Citation Commerce Park, as recorded in Map Book 35, Pages 61 and 62, Public Records of Flagler County, Florida; thence departing said lands and along the East line of said Lot 4, S05°01'11"E a distance of 591.67 feet to the southeast corner thereof; thence along the South line of said Lot 4, N70°54'41"W a distance of 103.85 feet to a point of the East line of those lands described in Official Records Book 1371, Page 1876, Public Records of Flagler County, Florida; thence along said East line the following 4 bearings and distances, S06°38'21"E, a distance of 66.40 feet; S50°22'26"E a distance of 390.44 feet; S34°41'23"E a distance of 200.98 feet; S14°20'57"E a distance of 498.13 feet; thence N86°36'10"E continuing along said lands and along a northerly line of those lands described in Official Records Book 1887, Page 1476, Public Records of Flagler County, Florida, a distance of 1535.86 feet; thence N75°00'26"E continuing along said Northerly line a distance of 1393.40 feet to a point on a Westerly line of those lands described in Official Records Book 2370, Page 523, Public Records of Flagler County, Florida; thence Easterly along the prolongation of the previously described Northerly line, N75°00'26"E a distance of 1015.01 feet to a point on the Westerly line of those lands described in Official Records Book 2370, Page 523, aforesaid; thence along the said Westerly lines the following calls and distances, N19°01'56"W a distance of 278.67 feet; thence N42°18'09"W a distance of 401.72 feet; thence N30°24'29"W a distance of 50.00 feet to a point on a non tangent curve concave Northwesterly, having a radius of 375.00 feet, a central angle of 24°29'34", being subtended by a chord bearing of S71°50'18"W and a chord distance of 159.09 feet; thence Westerly along said curve to the right for an arc length of 160.30 feet; thence N36°13'54"W a distance of 403.20 feet; thence N14°49'44"E a distance of 234.68 feet; thence N38°16'50"W a distance of 2229.65 feet to the Point of Beginning.

Excepting therefrom those lands described in Official Records Book 253, Page 25, Public Records of Flagler County, Florida.

What Is A Community Development District?

A Community Development District (CDD) is a governmental unit created to serve the long-term specific needs of its community. Created pursuant to chapter 190 of the Florida Statutes, a CDD's main powers are to plan, finance, construct, operate and maintain community-wide infrastructure and services specifically for the benefit of its residents.

What Does CDD Do?

CDDs offer its residents a broad range of community-related services and infrastructure. CDDs typical responsibilities within a community may include financing infrastructure improvements, storm water management, road maintenance, water and wastewater management, landscape maintenance, and streetlights.

How Do CDDs Operate?

A CDD is governed by its Board of Supervisors which is elected initially by the landowners, then begins transitioning to residents of the CDD after six years of operation. Like all municipal, county, state, and national elections, the Office of the Supervisor of Elections oversees the vote, and CDD Supervisors are subject to state ethics and financial disclosure laws. The CDD's business is conducted in the "Sunshine," which means all meetings and records are open to the public.

Relationship with the Homeowners Association?

The CDD may complement the responsibilities of community homeowner's associations (HOAs). Many of the maintenance functions handled by these associations in other communities may be handled by the CDD. However, the associations have other responsibilities such as operating amenities and ensuring that deed restrictions and other quality standards are enforced. The CDD may contract with the master homeowner's association to perform maintenance functions.

The Cost of a CDD and obligation to the City?

The cost to operate a CDD is borne by those who benefit from its services. Property owners in the CDD are subject to a non-ad valorem assessment. There is no obligation from the City of Palm Coast.

How many CDDs does the City currently have?

The City has four active CDDs – Grand Haven, Palm Coast Park, Town Center, and most recently Seminole Palms.

PETITION BY

JTL GRAND LANDINGS DEVELOPMENT, LLC

FOR THE
ESTABLISHMENT OF THE

**LANDINGS
COMMUNITY DEVELOPMENT DISTRICT**

IN

PALM COAST, FLAGLER COUNTY, FLORIDA

April 21, 2022

PETITION FOR ESTABLISHMENT OF THE LANDINGS COMMUNITY DEVELOPMENT DISTRICT

TABLE OF CONTENTS

	Petition for Establishment of the Landings Community Development District
Exhibit 1A	Metes and bounds description of the Landings Community Development District
Exhibit 1B	Location map of the Landings Community Development District
Exhibit 2A	Consent of landowner to the establishment of the Landings Community Development District
Exhibit 2B	Warranty deeds for the real property to be included in the Landings Community Development District
Exhibit 3	Map of the Landings Community Development District showing existing major trunk water mains, sewer interceptors and outfalls (none existing) and existing storm water management system
Exhibit 4A	Estimated infrastructure construction timetable
Exhibit 4B	Construction cost estimates
Exhibit 5	Future land use map
Exhibit 6	Statement of Estimated Regulatory Costs
Exhibit 7	Proposed ordinance

**PETITION FOR ESTABLISHMENT OF THE LANDINGS COMMUNITY
DEVELOPMENT DISTRICT**

BEFORE THE CITY COUNCIL
OF PALM COAST, FLAGLER COUNTY, FLORIDA

IN RE: AN ORDINANCE TO ESTABLISH)
THE LANDINGS)
COMMUNITY DEVELOPMENT DISTRICT)

PETITION

JTL Grand Landings Development, LLC, a Texas limited liability company, (the "Petitioner"), hereby petitions the City Council of Palm Coast, Florida pursuant to the "Uniform Community Development District Act of 1980", Chapter 190, Florida Statutes (the "Act") to adopt an ordinance establishing a Community Development District (the "District") on the property described herein. In support of the Petition, Petitioner states:

1. The proposed District is located entirely within the municipal boundaries of Palm Coast, Florida and covers approximately 204.68 +/- acres of land. Exhibit 1A provides the metes and bounds description of the external boundaries of the District. As illustrated in Exhibit 1B, the real property within the boundaries of the proposed District is generally located between Citation Boulevard to the North, Grand Landings Parkway to the East, property owned by Seminole Woods Boulevard LLC to the South, and property owned by Flagler County Board of County Commissioners to the West. There is no real property within the proposed external boundaries of the District that is excluded from the District.

2. Attached to this Petition as Exhibit 2A and made a part hereof are the written consent form to the establishment of the District by the owner of 100% of the real property to be included in the District. Exhibit 2B is the consent form of the Petitioner, which has an equitable interest as a contract purchaser of the real property to be included in the District. Exhibit 2C contains the warranty deeds for the real property to be included in the District.

3. The five persons designated to serve as initial members of the Board of Supervisors of the proposed District are as follows:

- | | | | |
|----|---|----|--|
| 1. | Toby Tobin
35 Riverview Bend South, #1816
Palm Coast, FL 32137 | 2. | Walker Douglas
180 Brookhaven Court South
Palm Coast, FL 32164 |
| 3. | Jeffrey Douglas
180 Brookhaven Court South
Palm Coast, FL 32164 | 4. | Gene Perez
2022 Riverbend Drive
Palm Coast, FL 32164 |
| 5. | Len Allen
1234 Ponte Vedra Lane
Ponte Vedra, FL 32082 | | |

All of the initial supervisors are residents of the State of Florida and citizens of the United States of America.

4. The proposed name of the District to be established is the Landings Community Development District (the "District").

5. Exhibit 3 is the map of the District showing existing and proposed major trunk water mains, sewer interceptors and outfalls, and storm water management system.

6. The proposed timetable for the construction of the proposed improvements is shown in Exhibit 4A. The estimated cost of constructing the proposed public improvements is shown in Exhibit 4B. The information presented in both exhibits are good faith estimates and are not binding on the Petitioner or the District and are subject to change.

7. The proposed future general distribution, location, and extent of the public and private land uses within the District, as designated on the current Palm Coast Future Land Use Map is also attached hereto and incorporated with this Petition as Exhibit 5. The land within the proposed District is anticipated to be developed into 399 single-family homes, although development plans are preliminary and subject to change. The Petitioner intends that the District will finance roadways, storm water management, potable water, wastewater, irrigation, hardscaping and landscaping, amenities, conservation areas, and offsite improvements (collectively, the "Public Improvements").

8. Exhibit 6 is a Statement of Estimated Regulatory Costs prepared in accordance with the requirements of Section 120.541, Florida Statutes.

9. Exhibit 7 is a proposed form of ordinance to establish the Landings Community Development District.

10. Copies of all correspondence and official notices should be sent to: Chiumento Law, 145 City Place, Suite 301, Palm Coast, FL 32164

11. The property within the proposed District is amenable to operating as an independent special district for the following reasons:

(a) Establishment of the District and all land uses and services planned within the proposed District are not inconsistent with applicable elements or portions of the effective Palm Coast Comprehensive Plan, as amended or any applicable elements or portions of the state comprehensive plan.

(b) The land within the boundaries of the proposed District is of sufficient size and is sufficiently compact and contiguous to be developed as one functional interrelated community.

(c) The community development services of the District will be compatible with the capacity and use of existing local and regional community development services and facilities.

(d) The proposed District will be the best alternative available for delivering community development services to the area to be served because (i) the District provides a governmental entity responsible for delivering those services and facilities in a manner that does not financially impact persons residing outside the District, (ii) the Act authorizes a community development district to acquire infrastructure improvements previously constructed by qualified developers within the District or allows for a community development district to, in the first instance, construct such infrastructure improvements, (iii) the timing for the establishment of the proposed District and the issuance of special assessment bonds is compatible with the timing for the construction and acquisition of such infrastructure improvements which results in direct benefit to the landowners within the District, (iv) establishment of a community development district in conjunction with a comprehensively planned community, as proposed, allows for a more efficient use of resources as well as providing the opportunity for new growth to pay for itself, and (v) establishment of the District will provide a perpetual entity capable of making reasonable provisions for the operation and maintenance of many of the District services and facilities.

(e) The area that will be served by the proposed District is amenable to separate special-district government.

12. The Petitioner hereby requests that the City consents to the proposed District having the rights to exercise the powers provided in Sections 190.012(2)(a) and 190.012(2)(d), Florida Statutes.

13. The Petitioner undertakes on behalf of the District that the District will provide full disclosure of information relating to the public financing and maintenance of improvements to real property to be undertaken by the District as required by Section 190.009 and Section 190.048, Florida Statutes, as amended.

[Remainder of page intentionally left blank]

WHEREFORE, Petitioner respectfully requests the City Council of the City of Palm Coast, Flagler County, Florida, to:

Hold a public hearing as required by Section 190.005(2)(b), Florida Statutes to consider the establishment of the Landings Community Development District;

Adopt an ordinance pursuant to Chapter 190, Florida Statutes, granting this Petition and establishing the Landings Community Development District;

Respectfully submitted this ____ day of _____, 2022.

**JTL GRAND LANDINGS
DEVELOPMENT, LLC,**
a Texas limited liability company,

By: _____

Name: _____

Title: _____

Subscribed and sworn to before to before me by means of [] physical presence or [] online notarization, this ____ day of _____, 2022 by _____, a _____ of JTL Grand Landings Development, LLC, a Texas limited liability company, who personally appeared before me, produced driver’s license or is personally known to me.

[NOTARIAL SEAL]

Notary: _____

Print Name: _____

Notary Public, State of Texas

My Commission Expires: _____

EXHIBIT 1A

METES AND BOUNDS DESCRIPTION OF THE LANDINGS COMMUNITY DEVELOPMENT DISTRICT

Part of Sections 19, 20, 29 and 30, Township 12 South, Range 31 East, Flagler County, Florida, being more particularly described as follows:

Commence at the Southwest corner of Reserved Parcel A1, Laguna Forest, Section 64, Seminole Woods, as recorded in Map Book 18, Pages 36 through 43, Public Records of Flagler County, Florida, said point also being the intersection of the North Right of Way line of Citation Boulevard and the East Right of Way line of Laguna Forest Trail, thence S36°30'03"E along the southerly extension of the said East right of way line and the West line of said Reserved Parcel A1 a distance of 80.00 feet to a point of the South right of way line of Citation Boulevard aforesaid; thence S53°29'57"W along said South right of way a distance of 28.73 feet to the Northwest corner of those lands described in Official Records Book [2370, Page 523](#), Public Records of Flagler County, Florida, and the Point of Beginning; thence S53°29'57"W continuing along said right of way a distance of 1076.65 feet to the point of curvature of a curve concave Northwesterly, having a radius of 2860.00 feet, a central angle of 22°18'53", being subtended by a chord bearing of S64°43'14"W and a chord distance of 1106.84 feet; thence westerly along said curve to the right for an arc length of 1113.87 feet to the Northeast corner of those lands described in Official Records Book [641, Page 1051](#), Public Records of Flagler County, Florida; thence departing said right of way and along the East line of said lands S05°08'56"E a distance of 899.94 feet to the southeast corner of said lands; thence S84°57'19"W along the south line of said lands a distance of 479.57 feet to the Northeast corner of Lot 4, Citation Commerce Park, as recorded in Map Book 35, Pages 61 and 62, Public Records of Flagler County, Florida; thence departing said lands and along the East line of said Lot 4, S05°01'11"E a distance of 591.67 feet to the southeast corner thereof; thence along the South line of said Lot 4, N70°54'41"W a distance of 103.85 feet to a point of the East line of those lands described in Official Records Book [1371, Page 1876](#), Public Records of Flagler County, Florida; thence along said East line the following 4 bearings and distances, S06°38'21"E, a distance of 66.40 feet; S50°22'26"E a distance of 390.44 feet; S34°41'23"E a distance of 200.98 feet; S14°20'57"E a distance of 498.13 feet; thence N86°36'10"E continuing along said lands and along a northerly line of those lands described in Official Records Book [1887, Page 1476](#), Public Records of Flagler County, Florida, a distance of 1535.86 feet; thence N75°00'26"E continuing along said Northerly line a distance of 1393.40 feet to a point on a Westerly line of those lands described in Official Records Book [2370, Page 523](#), Public Records of Flagler County, Florida; thence Easterly along the prolongation of the previously described Northerly line, N75°00'26"E a distance of 1015.01 feet to a point on the Westerly line of those lands described in Official Records Book [2370, Page 523](#), aforesaid; thence along the said Westerly lines the following calls and distances, N19°01'56"W a distance of 278.67 feet; thence N42°18'09"W a distance of 401.72 feet; thence N30°24'29"W a distance of 50.00 feet to a point on a non tangent curve concave Northwesterly, having a radius of 375.00 feet, a central angle of 24°29'34", being subtended by a chord bearing of S71°50'18"W and a chord distance of 159.09 feet; thence Westerly along said curve to the right for an arc length of 160.30 feet; thence N36°13'54"W a distance of 403.20 feet;

thence N14°49'44"E a distance of 234.68 feet; thence N38°16'50"W a distance of 2229.65 feet to the Point of Beginning.

Excepting therefrom those lands described in Official Records Book [253, Page 25](#), Public Records of Flagler County, Florida.

EXHIBIT 1B

**LOCATION MAP OF THE LANDINGS
COMMUNITY DEVELOPMENT DISTRICT**

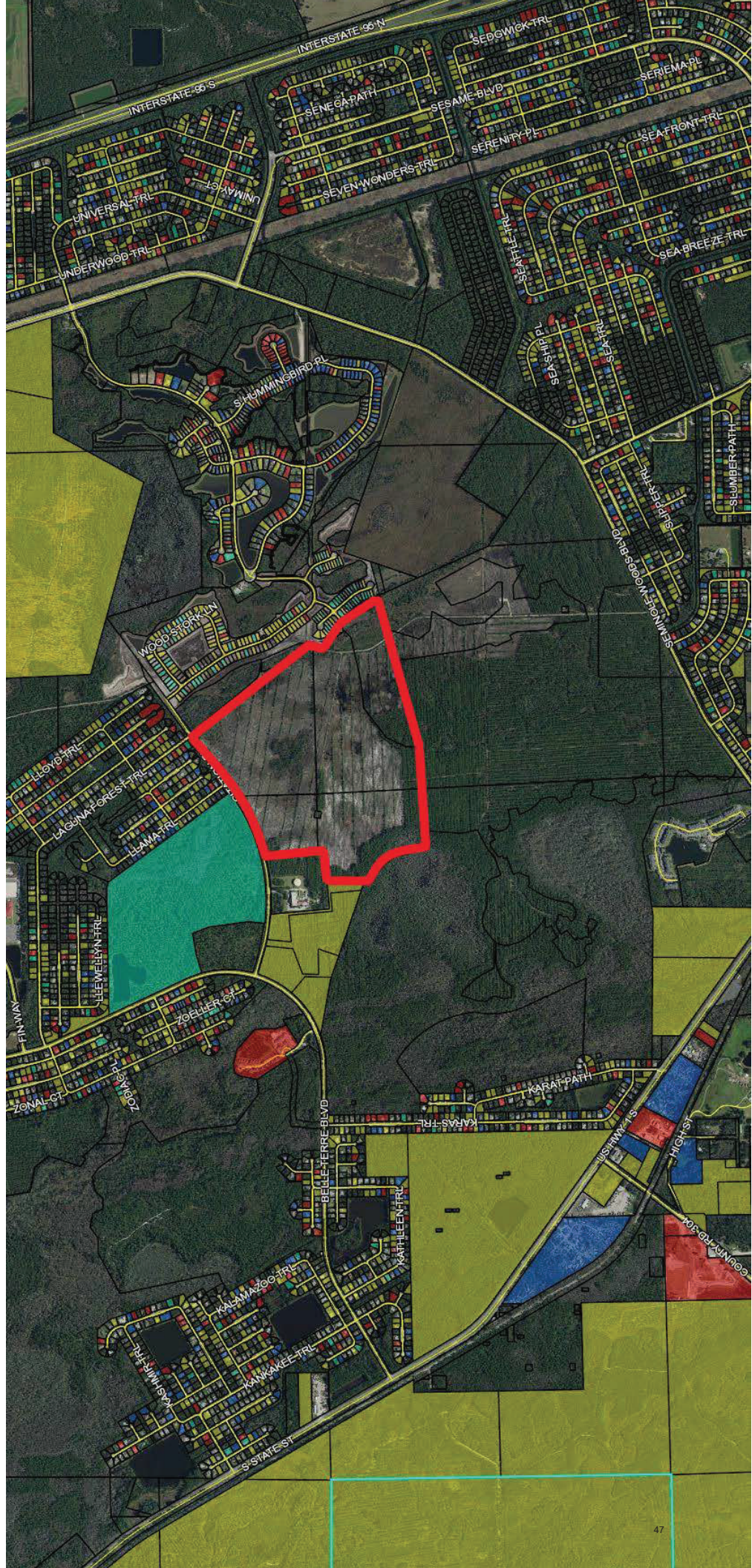


EXHIBIT 2A

**CONSENT OF LANDOWNER TO THE ESTABLISHMENT OF THE LANDINGS
COMMUNITY DEVELOPMENT DISTRICT**

The land described in Exhibit 1A to this Petition comprises 100% of the real property proposed to be included within the boundaries of the Landings Community Development District. Such land is depicted graphically in Exhibit 1B to this Petition and the specific parcels to be included within the boundaries of the proposed Landings Community Development District are as follows:

Strap Number	Owner	Mailing Address
20-12-31-0650-000A0-0020	JTL Grand Landings Development LLC	16660 Dallas Parkway, Suite 1600 Dallas, TX 75248
29-12-31-0000-01010-0040	JTL Grand Landings Development LLC	16660 Dallas Parkway, Suite 1600 Dallas, TX 75248
29-12-31-0000-01010-0023	JTL Grand Landings Development LLC	16660 Dallas Parkway, Suite 1600 Dallas, TX 75248
30-12-31-0000-01020-0010	JTL Grand Landings Development LLC	16660 Dallas Parkway, Suite 1600 Dallas, TX 75248
19-12-31-0650-000C0-0030	JTL Grand Landings Development LLC	16660 Dallas Parkway, Suite 1600 Dallas, TX 75248

EXHIBIT 2B

**WARRANTY DEEDS FOR THE REAL PROPERTY TO BE INCLUDED IN THE
LANDINGS COMMUNITY DEVELOPMENT DISTRICT**

THIS DOCUMENT PREPARED BY
AND SHOULD BE RETURNED TO:

Randolph J. Rush, Esquire
Winderweede, Haines, Ward
& Woodman, P.A.
Post Office Box 880
Winter Park, Florida 32790

SPECIAL WARRANTY DEED

THIS INDENTURE, made effective the 9th day of July, 2014, between **CITATION BOULEVARD INVESTMENTS, LLC, a Florida limited liability company** ("Grantor"), whose address is Post Office Box 568821, Orlando, Florida 32856-8821, and **JTL GRAND LANDINGS DEVELOPMENT LLC, a Texas limited liability company** ("Grantee"), whose mailing address is 4807 West Lovers Lane, Second Floor, Dallas, Texas 75209:

WITNESSETH:

GRANTOR, for and in consideration of the sum of \$10.00 and other valuable considerations to said Grantor in hand paid by said Grantee, the receipt and sufficiency of which is hereby acknowledged, has granted, bargained, conveyed, and sold to the said Grantee, and Grantee's successors and assigns forever, land, situate, lying and being in Flagler County, Florida, being more particularly described on Exhibit "A" attached hereto and made a part hereof by reference (the "Land").

TOGETHER with all the tenements, hereditaments and appurtenances thereto belonging or in anywise appertaining, and all gas, oil, coal and other mineral rights owned by Grantor and appurtenant to same and Grantor's interest in any gas, oil, coal and other mineral drilling, well or other extraction leases, licenses and similar agreements with respect to the Land; all water rights owned by Grantor, if any, and appurtenant to same including, without limitation, all subterranean water and water rights, all surface water, all tributary and non-tributary water rights, all water, sewer and other utility tap or connection rights and credits (including, without limitation, any water and/or sewer tap rights or credits, payments or other obligations due Grantor); all interests of Grantor, if any, in strips, gores and vacated and existing streets and alleys adjacent thereto, all applications, rights, privileges, permits, entitlements, easements, warranties, guarantees and appurtenances relating to the Land, all improvements and personal property thereon, if any; all attached fixtures thereon, if any; tax protests arising before and after the date hereof; all rights to royalties, reimbursements and/or rebates from any person, firm or entity (including, without limitation, any districts) arising from the Land or the utilities or public improvements serving the land; and all other interests, information, rights or claims appurtenant to the Land now owned or hereafter acquired, if any (such rights together with the Land are collectively called the "Real Property").

TO HAVE AND TO HOLD, the same in fee simple forever.

SUBJECT TO THOSE MATTERS set forth on Exhibit "B" attached hereto, the Grantor hereby covenants with said Grantee that Grantor is lawfully seized of the Real Property in fee simple; that Grantor has good, right and lawful authority to sell and convey said Real Property; and that Grantor hereby warrants the title to said Real Property and will defend the same against the lawful claims of all persons claiming by, through, or under the said Grantor.

IN WITNESS WHEREOF, Grantor has caused this instrument to be signed and sealed the day and year first above written.

Signed, sealed and delivered in the presence of:

CITATION BOULEVARD INVESTMENTS, LLC
a Florida limited liability company

Joan M. Fisher
Print Name: Joan M. Fisher

By: *[Signature]*
Daryl M. Carter, Manager

Elvira Deak
Print Name: ELVIRA DEAK

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was sworn to, subscribed and acknowledged before me this 9th day of July, 2014, by **DARYL M. CARTER**, as Manager of CITATION BOULEVARD INVESTMENTS, LLC, a Florida limited liability company, on behalf of the company, who is personally known to me or who has produced _____ as identification.

Joan M. Fisher
Notary Public
My Commission Expires: 07/16/2017



EXHIBIT "A"

[Citation]

PARCEL A:

A parcel of land lying in Section 17, Township 12 South, Range 31 East, of Flagler County, Florida, being more particularly described as follows:

Commence at the Southwest corner of said Section 17 and run North 89°01'28" East, along the South line of said Section 17 and the North line of Iroquois Canal as described in Official Records Book 549, Pages 966 through 990 (at Pages 985 through 986), a distance of 1320.93 feet to the Southwest corner of the Southeast 1/4 of Southwest 1/4 of said Section 17; thence North 00°33'38" West, along the West line of said Southeast 1/4 of Southwest 1/4 and continuing along said North line Iroquois Canal, 24.79 feet to the Point of Beginning of Parcel "A" herein described;

Thence continue North 00°33'38" West, along said West line, 986.38 feet; thence departing said West line, South 89°58'23" East, 2361.75 feet to the Northwest corner of Parcel C-3, as described in Official Records Book 1773, Page 1266 of the Public Records of said County; thence South 48°15'00" West, along the West line of said Parcel C-3, a distance of 1204.42 feet; thence South 32°32'51" West, continuing along last said West line, 190.43 feet to aforesaid Northerly line of Iroquois Canal; thence South 89°02'14" West, along last said Northerly line, a distance of 1351.27 feet to the Point of Beginning of Parcel "A" herein described.

PARCEL B:

A parcel of land lying in Sections 19, 20, 21, 28, 29, and 30, all in Township 12 South, Range 31 East, Flagler County, Florida, being more particularly described as follows:

Commence at the Northwest corner of said Section 20 and run South 01°30'02" East, along the Westerly line of said Section 20, a distance of 150.01 feet to the Northwesterly corner of lands described as Tract 2 in Official Records Book 1329, Page 1277 of the Public Records of said County and the Point of Beginning of Parcel "B" herein described; thence run North 89°02'13" East, along the Northerly line of said Tract 2, a distance of 1887.28 feet to the Northeast corner of said Tract 2 and the Northwest corner of lands described as Parcel C-1 in Official Records Book 1773, Page 1266; thence South 02°32'58" East, along the Westerly line of said Parcel C-1, a distance of 1766.27 feet to the Southwest corner of said Parcel C-1; thence South 74°35'44" East, along the Southerly line of said Parcel C-1, a distance of 3054.88 feet to the Southeast corner of said Parcel C-1; thence North 28°40'19" East, along the Easterly line of said Parcel C-1, 1573.31 feet to the Southerly line of lands described as Parcel C-2 in said Official Records Book 1773, Page 1266; thence North 89°04'21" East, along last said Southerly line and the Southerly line of lands described as Parcel 3 in said Official Records Book 1773, Page 1266, a distance of 1764.10 feet to the Westerly right-of-way line of Seminole Woods Parkway (a 124 foot right-of-way); thence South 17°03'15" East, along said Westerly right-of-way line, 1929.85 feet to the

beginning of a curve, concave Westerly and having a radius of 1000.00 feet; thence Southerly, along said Westerly right-of-way line and the arc of said curve, 624.13 feet, said curve being subtended by a chord having a distance of 614.05 feet and bearing South 04°49'45" West; thence South 18°41'37" West, continuing along said Westerly right-of-way line, 415.16 feet to a jog in said Westerly right-of-way line; thence South 71°18'23" East, along said jog in Westerly right-of-way line, 22.00 feet to the Westerly right-of-way line of Seminole Woods Boulevard (an 80 foot right-of-way) and the end of said jog; thence South 18°42'27" West, along last said Westerly right-of-way line, 897.66 feet; thence South 18°29'33" West, continuing along last said Westerly right-of-way line, 210.73 feet to the Northeasterly corner of lands described in Official Records Book 1623, Page 1955 of said County; thence South 69°25'15" West, along the Northerly line of said Official Records Book 1623, Page 1955, a distance of 696.65 feet, to the Northwest corner of said Official Records Book 1623, Page 1955; thence South 05°56'15" West, along the Westerly line of said Official Records Book 1623, Page 1955, a distance of 997.69 feet; thence South 37°14'31" West, continuing along said Westerly line of Official Records Book 1623, Page 1955, a distance of 308.26 feet to the Northerly line of lands described in Official Records Book 1723, Page 845; thence North 71°20'17" West along the Northerly line of said Official Records Book 1723, Page 845, a distance of 2899.90 feet to the Northwest corner of said Official Records Book 1723, Page 845; thence South 18°31'43" West, along the Westerly line of said Official Records Book 1723, Page 845, a distance of 1202.42 feet to the Easterly line of lands described in Official Records Book 1375, Page 1329 of said County; thence North 24°13'06" West, along last said Easterly line, 648.60 feet to the Northeast corner of said Official Records Book 1375, Page 1329; thence South 75°07'44" West, along last said Northerly line, 547.25 feet; thence South 16°56'05" West, 492.36 feet; thence South 39°33'00" East, 205.29 feet; thence South 83°09'02" East, 296.11 feet; thence South 27°35'02" West, 477.92 feet; thence South 07°01'37" East, 373.59 feet; thence South 40°54'31" East, 373.09 feet; thence North 89°33'00" East, 376.08 feet; thence North 03°24'22" East, 68.13 feet; thence North 43°50'42" West, 194.13 feet; thence North 27°42'03" West, 252.43 feet; thence North 17°21'11" West, 363.39 feet; thence North 54°59'59" East, 426.05 feet; thence South 28°35'48" East, 795.82 feet; thence South 22°28'43" West, 424.41 feet; thence South 12°27'20" East, 282.17 feet; thence North 61°08'13" West, 365.39 feet; thence South 87°20'40" West, 215.08 feet; thence South 08°57'10" East, 221.74 feet; thence South 15°25'25" West, 131.43 feet; thence South 43°23'44" East, 70.31 feet; thence South 87°58'47" East, 188.15 feet; thence South 17°18'02" East, 245.64 feet; thence South 56°02'13" West, 256.60 feet; thence South 30°18'30" West, 338.21 feet; thence South 73°59'21" West, 259.08 feet; thence North 05°31'05" West, 521.33 feet; thence North 38°46'38" West, 155.36 feet; thence North 02°50'42" West, 443.43 feet; thence North 24°44'50" West, 109.86 feet; thence North 21°31'33" West, 25.00 feet; thence South 61°27'01" West, 72.25 feet; thence North 23°03'10" West, 266.90 feet; thence North 19°36'50" East, 119.80 feet; thence North 21°31'33" West, 231.71 feet; thence North 08°33'17" West, 1204.63 feet to aforesaid Northerly line of Official Records Book 1375, Page 1329; thence South 74°58'14" West, along last said Northerly line, 1393.40 feet; thence South 86°33'58" West, along last said Northerly line and the Northerly line of Official Records Book 1544, Page 810 of the Public Records of said County, 1535.86 feet; thence North 14°23'09" West, along last said Northerly line of Official Records Book 1544, Page 810, a distance of 498.13 feet; thence North 34°43'35" West, along last said Northerly line, 200.98 feet; thence North 50°24'38" West, along last said Northerly line, 390.44 feet; thence North 06°40'33" West, along last said Northerly line, 66.40 feet to the Southerly line of Lot 4 of Citation Commerce Park as per Plat recorded in Map Book 35, Pages 61-62 of the Public Records of said County; thence South 70°56'53" East, along last said Southerly line, 103.85 feet to the Southeast corner of said Lot 4; thence North 05°09'12" West, along the Easterly line of said Lot 4, a distance of

592.44 feet to the Southerly line of lands described in Official Records Book 641, Page 1051 of said County; thence North $84^{\circ}55'07''$ East, along last said Southerly line, 479.57 feet; thence North $05^{\circ}11'08''$ West, along the Easterly line of said Official Records Book 641, Page 1051, a distance of 899.94 feet to the Southerly right-of-way line of Citation Boulevard, said Southerly right-of-way line being in a curve, concave Northwesterly and having a radius of 2860.00 feet; thence Northeasterly, along said Southerly right-of-way line and along the arc of said curve, 1113.87 feet, said curve being subtended by a chord having a distance of 1106.84 feet and bearing North $64^{\circ}41'02''$ East; thence North $53^{\circ}27'45''$ East, continuing along said Southerly right-of-way line, 2073.88 feet to the end of said Citation Boulevard; thence North $24^{\circ}40'17''$ West, 81.46 feet to the Southeasterly corner of Laguna Forest-Section 64 as per Plat recorded in Map Book 18, Pages 36-43 of said County; thence North $25^{\circ}19'21''$ West, along the Easterly line of said Laguna Forest-Section 64, a distance of 205.09 feet; thence North $36^{\circ}30'37''$ West, continuing along last said Easterly line, 2915.74 feet to an intersection with aforesaid Westerly line of Section 20; thence North $01^{\circ}30'02''$ West, along last said Westerly line, 97.86 feet to the Point of Beginning of Parcel "B" herein described.

Above described lands contain the entire Plat of GRAND LANDINGS-PHASE 1 as recorded in Map Book 36, Pages 37-47 of the Public Records of said County,

LESS AND EXCEPT Lots 1 through 89, inclusive and Tract "0" of the Plat of GRAND LANDINGS-PHASE 1 as recorded in Map Book 36, Pages 37-47 of the Public Records of said County.

LESS AND EXCEPT those lands known as Well Site #8 and recorded in Official Records Book 253, Page 25 of the Public Records of said County.

LESS AND EXCEPT those lands known as Well Site #9 and recorded in Official Records Book 253, Page 29 of the Public Records of said County.

LESS AND EXCEPT those lands conveyed to Palm Coast Utility Corporation by Quit Claim Deed recorded in Official Records Book 94, Page 217 and as described in Special Warranty Deed to Florida Water Services Corporation as Parcel RP 0020 and recorded in Official Records Book 641, Pages 1051-1221 (at Page 1059) of the Public Records of said County.

PARCEL C:

A parcel of land lying in Section 30, Township 12 South, Range 31 East, Flagler County, Florida, being more particularly described as follows:

Beginning at the Northeast corner of Lot 1, Block 52 of Kankakee Run-Section 65, as recorded in Map Book 17, Pages 56-67 of the Public Records of said County; thence North $54^{\circ}49'14''$ East, 612.98 feet to the beginning of a non-tangent curve, concave Southwesterly and having a radius of 1563.94 feet; thence Southeasterly, along the arc of said curve 1472.14 feet, said curve being subtended by a chord having a distance of 1418.39 feet and bearing South $31^{\circ}57'32''$ East to a point of non-tangential reverse curve, said reverse curve being concave Easterly and having a radius of 1222.13 feet; thence Southeasterly along the arc of said curve 723.84 feet, said curve being subtended by a chord having a

distance of 713.31 feet and bearing of South 05°13'37" East; thence South 24°50'47" East, 1083.80 feet; thence North 87°28'01" West, 1179.44 feet to the Easterly boundary of said Kankakee Run-Section 65; said Easterly boundary being on a curve concave Southwesterly and having a radius of 150.00 feet; thence Northwesterly, along the arc of said curve and along said Easterly boundary of Kankakee Run-Section 65, a distance of 235.49 feet, said curve being subtended by a chord having a distance of 212.04 feet and bearing North 58°26'05" West to the end of said curve; thence South 76°35'25" West, continuing along said Easterly boundary, 25.00 feet to the Southeast corner of Lot 13, Block 57 of said Kankakee Run-Section 65; thence North 13°24'35" West, along said Easterly boundary of Kankakee Run-Section 65, a distance of 1597.07 feet to the Northeast corner of Lot 4, Block 53 of said Kankakee Run-Section 65; thence North 88°58'21" East, 46.43 feet to the beginning of a curve concave Westerly and having a radius of 150.00 feet; thence Northerly, along said Easterly boundary and along the arc of said curve, 471.24 feet, said curve being subtended by a chord having a distance of 300.00 feet and bearing North 01°01'39" West to the end of said curve; thence South 88°58'21" West, continuing along said Easterly boundary, 50.00 feet; thence North 01°01'39" West, along said Easterly boundary, 533.41 feet to the Point of Beginning of Parcel "C" herein described.

LESS AND EXCEPTING therefrom that certain 70 foot by 70 foot Well Site, as recorded in Official Records Book 467, Page 1 of the Public Records of said County, Florida.

PARCEL D:

A parcel of land lying in Sections 28 and 29, Township 12 South, Range 31 East, Flagler County, Florida and being more particularly described as follows:

Commence at the Northeast corner of lands described in Official Records Book 625, Page 1594 of the Public Records of said County, said corner situated on the Westerly right-of-way line of Seminole Woods Boulevard; thence South 33°40'45" West, along said Westerly right-of-way line, a distance of 940.09 feet to the beginning of a non-tangent curve having a radius of 1000.00 feet and being the Point of Beginning of Parcel "D" herein described; thence Southwesterly, along said Westerly right-of-way line and along the arc of said curve 533.31 feet, said curve being subtended by a chord having a distance of 527.01 feet and bearing South 49°04'07" West; thence South 64°15'03" West, along said Westerly right-of-way line, 1215.43 feet; thence departing said Westerly right-of-way line, North 03°28'32" West, 1951.84 feet; thence South 56°17'28" East, a distance of 1936.88 feet to the Point of Beginning of Parcel "D" herein described.

PARCEL E:

A parcel of land lying in Sections 30 and 31, Township 12 South, Range 31 East, Flagler County, Florida and being more particularly described as follows:

Beginning at the Southeast corner of Kankakee Run-Section 65, as recorded in Map Book 17, Pages 56 through 67 of the Public Records of said County and run thence North 00°00'00" East, along the East line of said Kankakee Run-Section 65, a distance of 197.93 feet; thence departing said East line, South

89°31'26" East, a distance of 363.07 feet to the Northwest corner of Lot 1, Seminole Pointe, as recorded in Map Book 35, Pages 69 and 70 of the Public Records of said County; thence South 00°28'34" West, along the West line of said Lot 1, a distance of 428.92 feet to a point on the Northeasterly right-of-way line of U.S. Highway 1; thence South 35°28'36" West, along said Northeasterly right-of-way line, 18.00 feet; thence North 54°32'06" West, along said Northeasterly right-of-way line, 428.55 feet to the Point of Beginning of Parcel "E" herein described.

FCC RD

EXHIBIT "B"

PERMITTED EXCEPTIONS

1. Ad valorem taxes for 2014 and subsequent years.
2. All matters contained on the Plat of Map of Bunnell Development Company's Land at Bunnell, as recorded in Plat Book 1, Page 1, Public Records of Flagler County, Florida.
3. Easement in favor of the City of Flagler Beach, contained in instrument recorded in Official Records Book 10, Page 432, and Consent of Easement recorded in Official Records Book 10, Page 442, Public Records of Flagler County, Florida . (As to Parcels A, B and F)
4. Right of The United States of America or its successors in title to the glide angle easements as set forth in Official Records Book 10, Page 432, and Official Records Book 28, Page 694, Public Records of Flagler County, Florida. (As to Parcels A and B)
5. Glide Path Easement contained in instrument recorded in Official Records Book 30, Page 454, Public Records of Flagler County, Florida. (As to Parcels A and B)
6. Easement in favor of the City of Flagler Beach, contained in instrument recorded in Official Records Book 253, Page 27, Public Records of Flagler County, Florida. (As to Parcel B)
7. Easement to City of Flagler Beach recorded in Official Records Book 312, Page 481, Public Records of Flagler County, Florida. (As to Parcel A)
8. Easement to Palm Coast Utility Corporation contained in instrument recorded in Official Records Book 467, Page 1, Public Records of Flagler County, Florida. (As to Parcel C)
9. Drainage Easement recorded in Official Records Book 549, Page 991, and assigned in Official Records Book 602, Page 53, and Assignment of Reserved Rights recorded in Official Records Book 1329, Page 1285, and Partial Assignment of Reserved Rights recorded in Official Records Book 1375, Page 1340, Public Records of Flagler County, Florida. (As to Parcels B and F)
10. Easement in favor of Palm Coast Utility Corporation, contained in instrument recorded in Official Records Book 600, Page 679, Public Records of Flagler County, Florida. (As to Parcels B and F)
11. Easement in favor of Palm Coast Utility Corporation, contained in instrument recorded in Official Records Book 632, Page 1800, Public Records of Flagler County, Florida. (As to Parcels B and F)
12. All matters contained on the Plat of Grand Landings - Phase I, as recorded in Plat Book 36, Pages 37-47, Public Records of Flagler County, Florida. (As to Parcels B and F)
13. Declaration of Covenants and Restrictions for Grand Landings recorded April 27, 2007, in Official Records Book 1567, Page 797 and First Amendment recorded in Official Records Book 1613, Page 1625 and Second Amendment recorded in Official Records Book 1896, Page 972, together with By-Laws of Grand Landings Master Homeowners' Association, Inc., recorded in Official Records Book 1613, Page 1629, Public Records of Flagler County, Florida. (As to Parcels B and F) (These documents contain restrictive covenants and provisions for assessments, liens for assessments and easements for various purposes.)
14. Declaration of Covenants and Restrictions recorded January 3, 2006, in Official Records Book 1375, Page 1362, Public Records of Flagler County, Florida. (As to all parcels)

15. The Grand Landings Planned Unit Development Agreement recorded in Official Records Book 1254, Page 605, Public Records of Flagler County, Florida. (As to Parcels B and F)
16. Terms, conditions and restrictions set forth in Agreement recorded in Official Records Book 1375, Page 1348, and Partial Assignment of Reserved Rights recorded in Official Records Book 1375, Page 1344, Public Records of Flagler County, Florida. (As to all Parcels)
17. Utility Agreement recorded in Official Records Book 1563, Page 688, Public Records of Flagler County, Florida. (As to Parcel B)
18. Temporary Easement Agreement recorded in Official Records Book 1622, Page 685, Public Records of Flagler County, Florida. (As to Parcel B)
19. Grant of Easement to the City of Flagler Beach recorded in Official Records Book 1654, Page 465, Public Records of Flagler County, Florida. (As to Parcel B)
20. Well Site Relocation Agreement and Grant of Easements recorded in Official Records Book 1654, Page 484, Public Records of Flagler County, Florida. (As to Parcels A and B)
21. City of Palm Coast Development Order - Grand Landings Phase I recorded in Official Records Book 1646, Page 1538, Public Records of Flagler County, Florida. (As to Parcels B and F)
22. City of Palm Coast Ordinance 2007-14 recorded in Official Records Book 1578, Page 349, Public Records of Flagler County, Florida. (As to all Parcels)
23. Assignment of Declarant and Developer's Rights and Obligations Under Declaration of Covenants, Conditions and Restrictions and Under Property Development Rights for Grand Landings from The Reserve, LLC, a Florida limited liability company to Citation Boulevard Investments, LLC, a Florida limited liability company recorded in Official Records Book 1896, Page 1066, Public Records of Flagler County, Florida.
24. City of Palm Coast Development Order Approval Modification Number 2518 Grand Landings Phase 1 recorded in Official Records Book 1941, Page 484, Public Records of Flagler County, Florida.
25. Unrecorded Contract for Sale and Purchase of Lots between M.L. Carter Development Corporation, a Florida corporation, and KB Home Jacksonville LLC, a Delaware limited liability company, dated June 28, 2012, as amended.

EXHIBIT 3

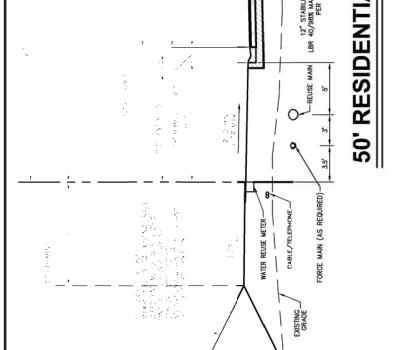
**MAP OF THE LANDINGS COMMUNITY DEVELOPMENT DISTRICT SHOWING
EXISTING AND PROPOSED MAJOR TRUNK WATER MAINS, SEWER
INTERCEPTORS AND OUTFALLS (IF ANY) AND STORM WATER MANAGEMENT
SYSTEM**

FINISHES

	ASPHALT PAVING
	CONCRETE/GRAVEL (TP)
	6x6" JAMBOREE 40'x40'
	UNSURFING (P)
	GRASS
	GRASS

UTILITY LEGEND

	SANITARY GRAVITY SEWER
	SANITARY FORCE MAIN
	POTABLE WATER MAIN
	REUSE WATER MAIN
	STORM DRAINAGE PIPE



<p>PHASE 1:</p> <ul style="list-style-type: none"> Δ 50' = 31 LOTS Δ 60' = 65 LOTS Δ DUPLEX = 38 LOTS <p>134 PHASE 1 TOTAL LOTS</p>	<p>PHASE 2:</p> <ul style="list-style-type: none"> □ 50' = 45 LOTS □ 60' = 52 LOTS □ DUPLEX = 66 LOTS <p>163 PHASE 2 TOTAL LOTS</p>	<p>PHASE 3:</p> <ul style="list-style-type: none"> ○ 50' = 58 LOTS ○ 60' = 44 LOTS <p>102 PHASE 3 TOTAL LOTS</p>	<p>OVERALL:</p> <ul style="list-style-type: none"> 50' = 133 LOTS 60' = 162 LOTS Duplex = 104 LOTS <p>399 TOTAL LOTS</p>
---	---	---	--

UTILITY MASTER PLAN
GRAND LANDINGS PHASE 5-6
 CITY OF PALM COAST, FLORIDA

Engelhardt, Thibault & Walker, Inc.
 14775 Oak Dr., Augustine Road
 TEL: (904) 424-9400
 FAX: (904) 424-9400
 REG. 2984, LC 000016



NOTE: AREAS LOCATED WITHIN PRIVATE EASEMENT OF ROW WILL BE MAINTAINED BY TDA.

EXHIBIT 4A

ESTIMATED INFRASTRUCTURE CONSTRUCTION TIMETABLE

Proposed Timetable For Construction of District Facilities and Service

<u>Phase</u>	<u>Commence Construction</u>	<u>Complete Construction</u>
Grand Landings Phase 5-6 ~ Construction Plan Phase 1	May-22	Mar-23
Grand Landings Phase 5-6 ~ Construction Plan Phase 2	Apr-23	Feb-24
Grand Landings Phase 5-6 ~ Construction Plan Phase 3	Mar-24	Jan-25

Proposed Facilities Infrastructure Finance, Ownership and Maintenance

<u>Improvement</u>	<u>Finance</u>	<u>Ownership, Operation and Maintenance</u>
Subdivision Roadways	CDD	CDD
Offsite Transportation Improvements	CDD	COPC
Hardscape, Landscape, Irrigation, Fencing, and Signage	CDD	CDD
Lift Stations, Potable Water, Reclaimed Water, and Sewer	CDD	COPCUD
Community Parks	CDD	CDD
Subdivision Stormwater Management Facilities and Drainage Collection System	CDD	CDD

Notes:

COPC = City of Palm Coast

COPCUD = City of Palm Coast Utility Department

CDD = Community Development District

EXHIBIT 4B

CONSTRUCTION COST ESTIMATES

Infrastructure Summary of Costs

Improvement Description	Estimated Cost
Subdivision Roadway Construction	\$3,668,550
Offsite Transportation Improvements	\$200,000
Lift Stations, Potable Water, Reclaimed Water, and Sewer	\$9,025,950
Hardscape, Landscape, Irrigation, Fencing, and Signage	\$500,000
Community Parks	\$1,119,700
Stormwater Management Facilities and Drainage Collection System	\$5,939,800
Planning, Engineering, Survey, and Regulatory	\$661,080
Contingency (20%)	\$4,223,016
INFRASTRUCTURE COST TOTAL	\$25,338,096

* Cost estimates contained in this report are based upon year 2022 dollars and have been prepared based upon the best available information, without benefit of final engineering design and environmental permitting. England-Thims & Miller, Inc. believes the enclosed estimates to be accurate based upon the available information, however, actual costs will vary based upon final engineering, planning, approvals from regulatory authorities, and market conditions.

EXHIBIT 5

FUTURE LAND USE MAP

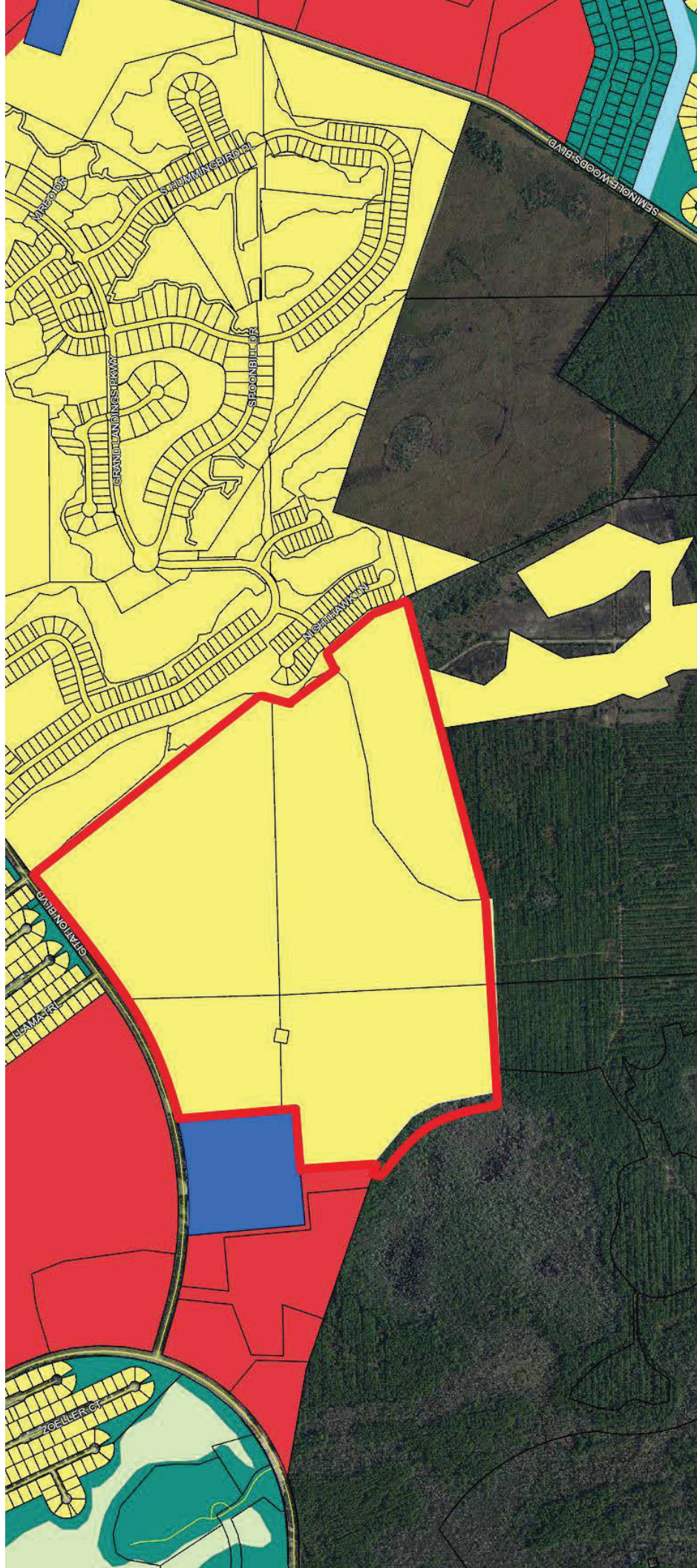


EXHIBIT 6

STATEMENT OF ESTIMATED REGULATORY COSTS

STATEMENT OF ESTIMATED REGULATORY COSTS

1.0 Introduction

1.1 Purpose and Scope

This Statement of Estimated Regulatory Costs (“SERC”) supports the petition to form the **Landings Community Development District** (the “District”). The proposed District comprises approximately 204.68 acres of land located within the City of Palm Coast, Florida (hereafter “City”). The project is planned to be constructed in three (3) phases and include approximately 399 residential units. The residential units include 133 - 50’ lots, 162 - 60’ lots and 104 - duplex units. The limitations on the scope of this SERC are explicitly set out in Section 190.002(2)(d), Florida Statutes, as follows:

“That the process of establishing such a district pursuant to uniform general law shall be fair and based only on factors material to managing and financing the service delivery function of the district, so that any matter concerning permitting or planning of the development is not material or relevant.”

1.2 Overview of the Landings Community Development District

The District is designed to provide community infrastructure, services, and facilities along with operation and maintenance of such facilities and services to the lands within the District. The District will encompass approximately 204.68 acres.

The Development plan for the proposed lands within the District includes approximately 399 residential units. Such uses are authorized for inclusion within the District. A Community Development District (“CDD”) is an independent unit of special purpose local government authorized by Chapter 190, Florida Statutes, to plan, finance, construct, operate and maintain community-wide infrastructure in planned community developments. CDD’s provide a “solution to the state’s planning, management and financing needs for delivery of capital infrastructure in order to service projected growth without overburdening other governments and their taxpayers.” Section 190.002(1)(a), Florida Statutes.

A CDD is not a substitute for the local, general purpose, government unit, e.g., the City/County in which the CDD lies. A CDD does not have the permitting, zoning or general police powers possessed by general purpose governments. A CDD is an alternative means of financing, constructing, operating, and maintaining community infrastructure for planned developments. The scope of this SERC is limited to evaluating the consequences of approving the petition to establish the District.

1.3 Requirements for Statement of Estimated Regulatory Costs

According to Section 120.541(2), Florida Statutes, a statement of estimated regulatory costs must contain:

(a) An economic analysis showing whether the rule¹ directly or indirectly: is likely to have an adverse impact on economic growth, private sector job creation or employment, or private sector investment in excess of \$1 million in the aggregate within 5 years after the implementation of the rule; is likely to have an adverse impact on business competitiveness, including the ability of persons doing business in the state to compete with persons doing business in other states or domestic markets, productivity, or innovation in excess of \$1 million in the aggregate within 5 years after the implementation of the rule; or is likely to increase regulatory costs, including any transactional costs, in excess of \$1 million in the aggregate within 5 years after the implementation of the rule.

(b) A good faith estimate of the number of individuals and entities likely to be required to comply with the rule, together with a general description of the types of individuals likely to be affected by the rule.

(c) A good faith estimate of the cost to the agency, and to any other state and local government entities, of implementing and enforcing the proposed rule, and any anticipated effect on state and local revenues.

(d) A good faith estimate of the transactional costs likely to be incurred by individuals and entities, including local governmental entities, required to comply with the requirements of the rule. As used in this paragraph, “transactional costs” are direct costs that are readily ascertainable based upon standard business practices, and include filing fees, the cost of obtaining a license, the cost of equipment required to be installed or used or procedures required to be employed in complying with the rule, additional operating costs incurred, and the cost of monitoring and reporting, and any other costs necessary to comply with the rule.

(e) An analysis of the impact on small businesses as defined by Section 288.703, Florida Statutes, and an analysis of the impact on small counties and small cities defined by Section 120.52, Florida Statutes. The impact analysis for small businesses must include the basis for the agency’s decision not to implement alternatives that would reduce adverse impacts on small businesses.

(f) Any additional information that the agency determines may be useful.

(g) In the statement or revised statement, whichever applies, a description of any good faith written proposal submitted under Section 120.541(1)(a), Florida Statutes, and either a statement adopting the alternative or a statement of the reasons for rejecting the alternative in favor of the proposed rule.

2.0 Adverse impact on economic growth, business competitiveness or increased regulatory costs, in excess of \$1 million.

The creation of the District will not meet any of the triggers in Section 120.541(2)(a), Florida Statutes. The basis for this determination is provided in the discussions in Section 3.0 through

¹ For the purposes of this SERC, the term “agency” means the City, the term “state” or “State” means State of Florida and the term “rule” means the ordinance(s) which the City would enact in connection with the creation of the District.

Section 6.0 of this SERC.

3.0 A good faith estimate of the number of individuals and entities likely to be required to comply with the rule, together with a general description of the types of individuals likely to be affected by the rule.

As noted above, the District is a community designed for approximately 399 residential units. Formation of the District would put all of these units under the jurisdiction of the District. Prior to sale of any units, all of the owners of land within the proposed boundaries will also be under the jurisdiction of the District.

4.0 Good faith estimate of the cost to state and local government entities of implementing and enforcing the proposed rule, and any anticipated effect on state and local revenues.

4.1 Costs of Governmental Agencies of Implementing and Enforcing Rule

State Government Entities

There will be only modest costs to various State governmental entities to implement and enforce the proposed formation of the District. The District as proposed will encompass under 2,500 acres, therefore the City is the establishing entity under sections 190.005(2), (2)(e), Florida Statutes. The modest costs to various State entities to implement and enforce the proposed rule relate strictly to the receipt and processing of various reports that the proposed District is required to file with the State and its various entities. The costs to those State agencies that will receive and process the District's reports are very small, because the District is only one of many governmental units that are required to submit such reports. Therefore, the marginal cost of processing one additional set of reports is inconsequential. Additionally, pursuant to section 189.018, Florida Statutes, the proposed District must pay an annual fee to the State of Florida's Department of Economic Opportunity, which offsets such costs.

City of Palm Coast

The City and its staff will process and analyze the petition, conduct a public hearing with respect to the petition, and vote upon the petition to establish the District. These activities will absorb some resources. However, the City has the ability to collect a filing fee to cover the costs for review of the petition for establishment.

These costs to the City are modest for a number of reasons. First, review of the petition to establish the District does not include analysis of the project itself. Second, the petition itself provides much of the information needed for a staff review. Third, local governments already possess the staff needed to conduct the review without the need for new or additional staff. Fourth, there is no capital required to review the petition. Finally, local governments routinely process similar petitions for land uses and zoning charges that are far more complex than the petition to establish a CDD.

The annual costs to the City because of the establishment of the District are minimal. The proposed District is an independent unit of local government. The only annual costs the City faces are the minimal costs of receiving and reviewing the various reports that the District is

required to provide to the City. Furthermore, the City will not incur any quantifiable on-going costs resulting from the on-going administration of the District. As previously stated, the District operates independently from the City, and all administrative and operating costs incurred by the District relating to the financing and construction of infrastructure are borne entirely by the District and its landowners.

4.2 Impact on State and Local Revenues

Adoption of the proposed rule will have no negative impact on State and local revenues. The District is an independent unit of local government. It is designed to provide community facilities and services to serve the development. It has its own sources of revenue. No State or local subsidies are required or expected.

In this regard it is important to note that any debt obligations incurred by the District to construct infrastructure or facilities, or for any other reason, are not debts of the State or the City. In accordance with State law, debts of the District are strictly the District’s own responsibility.

5.0 A good faith estimate of the transactional costs that are likely to be incurred by individuals and entities required to comply with the requirements of the ordinance.

Table 1 provides an outline of the various facilities and services the proposed District may provide. It is anticipated that the onsite and offsite road improvements; potable water, sanitary sewer and reclaimed utility systems; hardscape, landscape and irrigation; community parks; master stormwater system; soft costs; and contingencies may be financed by the District.

**Table 1.
Landings CDD Proposed Facilities and Services**

<u>District Infrastructure</u>	<u>Finance</u>	<u>Ownership</u>	<u>Operate</u>
Onsite Roads	CDD	CDD	CDD
Offsite Roads	CDD	City	City
Potable Water, Sewer & Reclaimed	CDD	City	City
Hardscape, Landscape, & Irrigation	CDD	CDD	CDD
Community Parks	CDD	CDD	CDD
Master Stormwater System	CDD	CDD	CDD

Key: City = Palm Coast; CDD = Landings CDD

The petitioner has estimated the design and development costs for providing the capital facilities. The cost estimates are shown in Table 2 below. Total development costs for these facilities are estimated to be approximately \$25,338,096. The District may issue special assessments or other revenue bonds to fund the development of these facilities. These bonds would be repaid through non-ad valorem assessments levied on all developable properties in the District that may benefit from the District’s capital improvement program.

Table 2. Cost Estimate for District Facilities

<u>Infrastructure</u>	<u>Estimated Costs</u>
Onsite Roads	\$3,668,550
Offsite Roads	\$200,000
Potable Water, Sewer & Reclaimed	\$9,025,950
Hardscape, Landscape, & Irrigation	\$500,000
Community Parks	\$1,119,700
Master Stormwater System	\$5,939,800
Soft Costs	\$661,080
Contingency	\$4,223,016
Total	\$25,338,096

Landowners in the District may be required to pay non-ad valorem assessments levied by the District to secure the debt incurred through bond issuance. In addition to the levy of non-ad valorem assessments for debt service, the District may also impose non-ad valorem assessments to fund the operation and maintenance of the District and its facilities and services.

It is important to recognize that buying property in the District is completely voluntary. Ultimately, all owners and users of property within the District choose to accept the non-ad valorem assessments as a tradeoff for the numerous benefits and facilities that the District provides.

A CDD provides property owners with the option of having a higher level of facilities and services financed through self-imposed charges. The District is an alternative means to finance necessary community facilities and services. District financing is no more expensive, and often less expensive, than the alternatives of a municipal service taxing unit (MSTU), a neighborhood association, or through developer equity and/or bank loans.

In considering these costs it shall be noted that occupants of the lands to be included within the District will receive four major classes of benefits.

First, those property owners and businesses in the District will receive a higher level of public services sooner than would otherwise be the case.

Second, a District is a mechanism for assuring that the community services and amenities will be completed concurrently with development of lands within the District. This satisfies the revised

growth management legislation, and it assures that growth pays for itself without undue burden on other consumers. Establishment of the District will ensure that these landowners pay for the provision of facilities, services and improvements to these lands.

Third, a CDD is the sole form of governance which allows District landowners, through landowner voting and ultimately electoral voting for resident elected boards, to determine the type, quality and expense of the District services they receive, provided they meet the City's overall requirements.

Fourth, the District has the ability to maintain infrastructure better than a Homeowners' Association because it is able to offer a more secure funding source for maintenance and repair costs through assessments collected on the county tax bill pursuant to section 197.3632, Florida Statutes.

The cost impact on the ultimate landowners in the District is not the total cost for the District to provide infrastructure services and facilities. Instead, it is the incremental costs above what the landowners would have paid to install infrastructure via an alternative financing mechanism. Given the low cost of capital for a CDD, the cost impact to landowners is negligible. This incremental cost of the high-quality infrastructure provided by the District is likely to be fairly low.

6.0 An analysis of the impact on small businesses as defined by Section 288.703, Florida Statutes, and an analysis of the impact on small counties and small cities as defined by Section 120.52, Florida Statutes.

There will be no impact on small businesses because of the formation of the District. If anything, the impact may be positive. This is because the District must competitively bid many of its contracts, affording small businesses the opportunity to bid on District work, and may also result in a need for additional retail and commercial services that afford small businesses and opportunity for growth.

The City of Palm Coast has an estimated un-incarcerated population greater than 10,000 according to the most recent federal U.S. Census (2020). Therefore, the City is not defined as a "small" City according to Section 120.52(18), Florida Statutes.

Flagler County has an estimated un-incarcerated population that is greater than 75,000 according to the 2020 U.S. Census. Therefore, the County is not defined as a "small county" according to section 120.52(19), Florida Statutes.

7.0 Any additional useful information.

The analysis provided above is based on a straightforward application of economic theory, especially as it relates to tracking the incidence of regulatory costs and benefits. Inputs were received from the Developer's Engineer and other professionals associated with the Developer.

8.0 In the statement or revised statement, whichever applies, a description of any good

faith written proposal submitted under Section 120.541(1)(a), Florida Statutes, and either a statement adopting the alternative or a statement of the reasons for rejecting the alternative in favor of the proposed rule.

There have been no good faith written proposals submitted to the agency as described in section 120.541(1)(a), Florida Statutes.

Prepared by:

Governmental Management Services - Central Florida, LLC

April 14, 2022

EXHIBIT 7

PROPOSED ORDINANCE

LANDINGS COMMUNITY DEVELOPMENT DISTRICT

RESOLUTION 2022 - _____
LANDINGS COMMUNITY DEVELOPMENT DISTRICT

A RESOLUTION OF THE CITY COUNCIL OF PALM COAST, FLORIDA, APPROVING THE CREATION OF THE LANDINGS COMMUNITY DEVELOPMENT DISTRICT; AUTHORIZING THE CITY MANAGER, OR DESIGNEE, TO EXECUTE NECESSARY DOCUMENTS; PROVIDING FOR SEVERABILITY; PROVIDING FOR CONFLICTS; PROVIDING FOR IMPLEMENTING ACTIONS AND APPROVING FOR AN EFFECTIVE DATE

WHEREAS, Grand Landings Development, LLC, a Texas limited liability company, has petitioned the City Council (“Council”) of City of Palm Coast Florida, a political subdivision of the State of Florida, to establish the LANDINGS COMMUNITY DEVELOPMENT DISTRICT (“District”); and

WHEREAS, the Council, after proper published notice has conducted a public hearing on the petition and determined the following with respect to the factors to be considered in Section 190.005(1)(e) Florida Statutes, as required by Section 190.005(2)(c), Florida Statutes:

1. The petition is complete and meets the requirements of Section 190.005, Florida Statutes, and all statements contained within the petition are true and correct.
2. Establishment of the proposed District is not inconsistent with any applicable element or portion of the local comprehensive plan of the City of Palm Coast, Florida, or the State Comprehensive Plan.
3. The area of land within the proposed District is of sufficient size, is sufficiently compact, and is sufficiently contiguous to be developable as one functional interrelated community.
4. The District is the best alternative available for delivering community development services and facilities to the area that will be serviced by the District.
5. The community development services and facilities of the District will not be incompatible with the capacity and uses of existing local and regional community development services and facilities.
6. The area that will be served by the District is amenable to separate special-district government.

WHEREAS, it is the policy of this State, as provided for in Section 190.002(2)(c), Florida Statutes, that the exercise by any independent district of its powers as set forth by uniform general law comply with all applicable governmental laws, rules, regulations, and policies governing planning and permitting of the development to be serviced by the district,

to ensure that neither the establishment nor operation of such district is a development order under Chapter 380, Florida Statutes, and that the district so established does not have any zoning or permitting powers governing development; and

WHEREAS, Section 190.004(3), Florida Statutes, provides that all governmental planning, environmental, and land development laws, regulations, and ordinances apply to all development of the land within a community development district. Community development districts do not have the power of a local government to adopt a comprehensive plan, building code, or land development code, as those terms are defined in the Local Government Comprehensive Planning and Land Development Regulation Act. A district shall take no action which is inconsistent with applicable comprehensive plans, ordinances, or regulations of the applicable general-purpose government.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF PALM COST, FLAGLER COUNTY, FLORIDA that:

SECTION ONE: AUTHORITY FOR ORDINANCE

This Ordinance is adopted pursuant to Section 190.005(2), Florida Statutes, and other applicable provisions of law governing county ordinances.

SECTION TWO: ESTABLISHMENT OF THE LANDINGS COMMUNITY DEVELOPMENT DISTRICT

The Landings Community Development District is hereby established within the boundaries of the real property described in Exhibit "A" attached hereto and incorporated by reference herein.

SECTION THREE: DESIGNATION OF INITIAL BOARD MEMBERS

The following five persons are herewith designated to be the initial members of the Board of Supervisors:

- | | |
|--|---|
| 1. Toby Tobin
35 Riverview Bend South, #1816
Palm Coast, FL 32137 | 2. Walker Douglas
180 Brookhaven Court South
Palm Coast, FL 32164 |
| 3. Jeffrey Douglas
180 Brookhaven Court South
Palm Coast, FL 32164 | 4. Gene Perez
2022 Riverbend Drive
Palm Coast, FL 32164 |
| 5. Len Allen
1234 Ponte Vedra Lane
Ponte Vedra, FL 32082 | |

SECTION FOUR: DISTRICT NAME

The community development district herein established shall henceforth be known as the "Landings Community Development District."

SECTION FIVE: STATUTORY PROVISIONS GOVERNING THE DISTRICT

The Landings Community Development District shall be governed by the provisions of Chapter 190, Florida Statutes, and all other applicable general and local law.

SECTION SIX: CONSENT TO SPECIAL POWERS

Upon the effective date of this Ordinance, the Landings Community Development District will be duly and legally authorized to exist and exercise all of its powers as set forth in Section 190.012(1), Florida Statutes, and as otherwise provided by law.

The Commission hereby consents to the exercise by the Board of Supervisors of the District of special powers set forth in Section 190.012(2)(a) and 190.012(2)(d), Florida Statutes, to plan, establish, acquire, construct or reconstruct, enlarge or extend, equip, operate, and maintain additional systems and facilities for parks and facilities for indoor and outdoor recreational, cultural, and educational uses, as well as facilities for security, including, but not limited to, guardhouses, fences and gates, electronic intrusion-detection systems, and patrol cars, when authorized by proper governmental agencies; except that the District may not exercise any police power, but may contract with the appropriate local general-purpose

government agencies for an increased level of such services within the District boundaries.

SECTION SEVEN: CONFLICT AND SEVERABILITY

In the event this Ordinance conflicts with any other ordinance of the City of Palm Coast, Florida or other applicable law, the more restrictive shall apply. If any phrase or portion of this Ordinance is held invalid or unconstitutional by any court of competent jurisdiction, such portion shall be deemed a separate, distinct, and independent provision and such holding shall not affect the validity of the remaining portion.

SECTION EIGHT: INCLUSION IN CODE OF LAWS AND ORDINANCES

The provisions of this Resolution shall become and be made a part of the Code of Ordinances of the City of Palm Coast, Florida. The sections of the Ordinances may be renumbered or re-lettered to accomplish such, and the word "ordinance" may be changed to "section", "article" or any other appropriate word.

SECTION NINE: EFFECTIVE DATE

This Ordinance shall become effective upon filing with the Florida Department of State.

DULY PASSED AND ADOPTED by the City Council of the City of Palm Coast, Florida, this ____ day of _____, 2022

ATTEST:

CITY OF PALM COAST

Virginia A Smith, City Clerk

David Alfin, Mayor

Approved as to form legality:

Neysa Borkert, City Attorney

EXHIBIT "A"

Part of Sections 19, 20, 29 and 30, Township 12 South, Range 31 East, Flagler County, Florida, being more particularly described as follows:

Commence at the Southwest corner of Reserved Parcel A1, Laguna Forest, Section 64, Seminole Woods, as recorded in Map Book 18, Pages 36 through 43, Public Records of Flagler County, Florida, said point also being the intersection of the North Right of Way line of Citation Boulevard and the East Right of Way line of Laguna Forest Trail, thence S36°30'03"E along the southerly extension of the said East right of way line and the West line of said Reserved Parcel A1 a distance of 80.00 feet to a point of the South right of way line of Citation Boulevard aforesaid; thence S53°29'57"W along said South right of way a distance of 28.73 feet to the Northwest corner of those lands described in Official Records Book [2370, Page 523](#), Public Records of Flagler County, Florida, and the Point of Beginning; thence S53°29'57"W continuing along said right of way a distance of 1076.65 feet to the point of curvature of a curve concave Northwesterly, having a radius of 2860.00 feet, a central angle of 22°18'53", being subtended by a chord bearing of S64°43'14"W and a chord distance of 1106.84 feet; thence westerly along said curve to the right for an arc length of 1113.87 feet to the Northeast corner of those lands described in Official Records Book [641, Page 1051](#), Public Records of Flagler County, Florida; thence departing said right of way and along the East line of said lands S05°08'56"E a distance of 899.94 feet to the southeast corner of said lands; thence S84°57'19"W along the south line of said lands a distance of 479.57 feet to the Northeast corner of Lot 4, Citation Commerce Park, as recorded in Map Book 35, Pages 61 and 62, Public Records of Flagler County, Florida; thence departing said lands and along the East line of said Lot 4, S05°01'11"E a distance of 591.67 feet to the southeast corner thereof; thence along the South line of said Lot 4, N70°54'41"W a distance of 103.85 feet to a point of the East line of those lands described in Official Records Book [1371, Page 1876](#), Public Records of Flagler County, Florida; thence along said East line the following 4 bearings and distances, S06°38'21"E, a distance of 66.40 feet; S50°22'26"E a distance of 390.44 feet; S34°41'23"E a distance of 200.98 feet; S14°20'57"E a distance of 498.13 feet; thence N86°36'10"E continuing along said lands and along a northerly line of those lands described in Official Records Book [1887, Page 1476](#), Public Records of Flagler County, Florida, a distance of 1535.86 feet; thence N75°00'26"E continuing along said Northerly line a distance of 1393.40 feet to a point on a Westerly line of those lands described in Official Records Book [2370, Page 523](#), Public Records of Flagler County, Florida; thence Easterly along the prolongation of the previously described Northerly line, N75°00'26"E a distance of 1015.01 feet to a point on the Westerly line of those lands described in Official Records Book [2370, Page 523](#), aforesaid; thence along the said Westerly lines the following calls and distances, N19°01'56"W a distance of 278.67 feet; thence N42°18'09"W a distance of 401.72 feet; thence N30°24'29"W a distance of 50.00 feet to a point on a non tangent curve concave Northwesterly, having a radius of 375.00 feet, a central angle of 24°29'34", being subtended by a chord bearing of S71°50'18"W and a chord distance of 159.09 feet; thence Westerly along said curve to the right for an arc length of 160.30 feet; thence N36°13'54"W a distance of 403.20 feet; thence N14°49'44"E a distance of 234.68 feet; thence N38°16'50"W a distance of 2229.65 feet to the Point of Beginning.

Excepting therefrom those lands described in Official Records Book [253, Page 25](#), Public Records of Flagler County, Florida.