

**PALM BEACH COUNTY
PLANNING, ZONING AND BUILDING DEPARTMENT
ZONING DIVISION**



Application No.: ZV/PDD/DOA-2012-00384
Control No.: 2004-00369
Applicant: G L Homes of Palm Beach Assocs., Ltd
Owners: G L Homes of Palm Beach Assocs., Ltd
One Mile Properties, LLC
Whitworth Estates Pud, LLC
Joseph Vandervoort
Patrick McKeown
Jason Kleinrichert
James Atchison
Donna Klein Jewish Academy, Inc
Bedner Family Enterprises, Ltd
Bedner Bros Farms, Inc
Catherine Kleinrichert
Sergio Figueroa
Blue Jay Lane Ten, LLC
Delray Beach Associates I, LLC
Carter Botanicals, Inc
Ravello, LLC
Agent: G.L. Homes - Gladys DiGirolamo
Telephone No.: (954) 753-1730
Project Manager: Carol Glasser, Site Planner II

Location: Between Lyons Road and Florida's Turnpike north of future Flavor Pict Road (Valencia Assemblage)

TITLE: a Type II Zoning Variance REQUEST: to allow a reduction in the AGR-PUD perimeter buffer width TITLE: an Official Zoning Map amendment to a Planned Development District REQUEST: to allow a rezoning from the Agricultural Reserve (AGR) Zoning District to the Agricultural Reserve Planned Unit Development (AGR-PUD) Zoning District TITLE: a Development Order Amendment REQUEST: to reconfigure the Master Plan, add and delete land area, increase the number of units; designate the Model Row, delete Conditions of Approval in Resolution R-2009-707, and re-start the commencement clock

APPLICATION SUMMARY: Proposed is a Development Order Amendment to reconfigure the Master Plan for the 386-acre Valencia Assemblage (f.k.a. Ascot Lyons & Atlantic AGR-PUD) development, which was last approved by the Board of County Commissioners (BCC) on April 23, 2009 for 380 dwelling units.

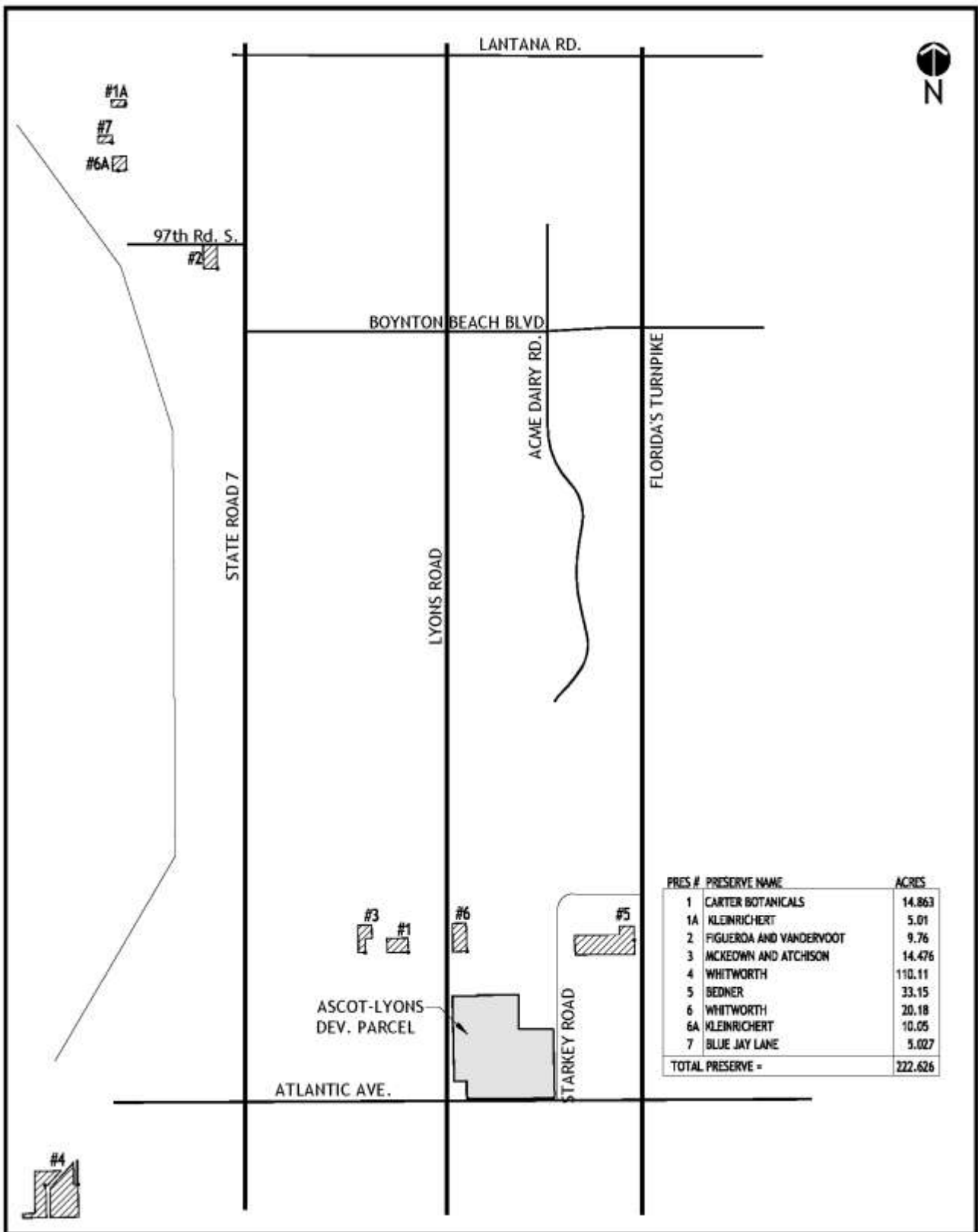
The applicant requests to rezone 7.014 acres (portion of Ravello parcel) from the Agricultural Reserve (AGR) Zoning District to the Agricultural Reserve-Planned Unit Development (AGR-PUD) Zoning District and add this land as preserve area. The applicant requests to also add approximately 318 acres of land (previously Canyon Lakes, Canyon Isles, and Canyon Springs preserve area and abandoned previous right-of-way dedications). The applicant requests to delete 15 acres of land (aka Gray Farm); relocate the Development Area from the vicinity of the northeast corner of West Atlantic Avenue and Lyons Road to north of future Flavor Pict Road; increase the number of dwelling units to

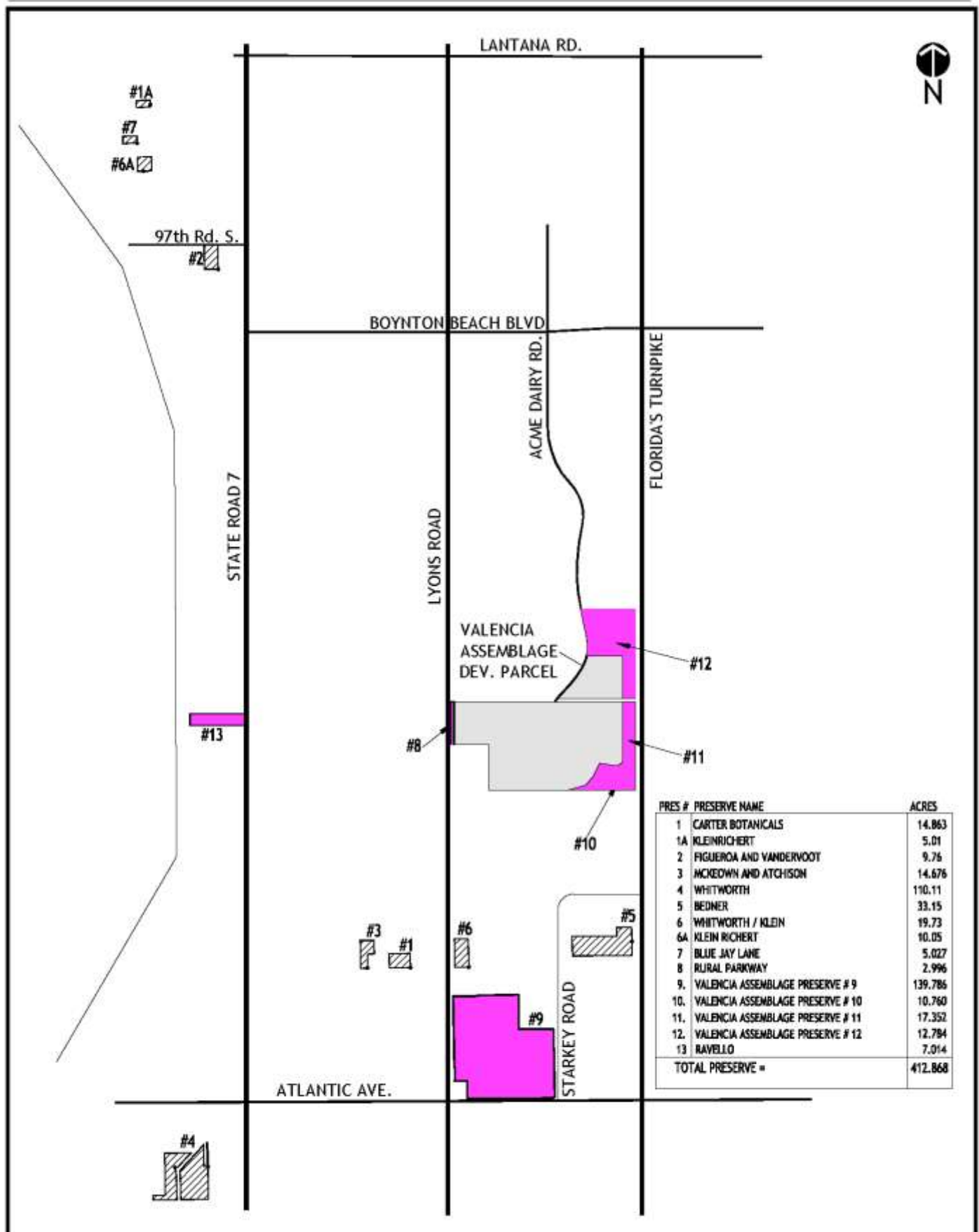
698 (+318) consisting of 82 Single Family and 616 Zero Lot Line (ZLL) units; approve a Model Row; revoke all prior Conditions of Approval in order to apply new Conditions of Approval for the relocated Development Area; and, restart the commencement of development clock for the resulting 698.749-acre development. Access will be provided from Acme Dairy Road (1) and Lyons Road (1).

This application is concurrent with applications W/DOA-2012-379 Amestoy AGR-PUD, PDD/DOA-2012-380 Canyon Lakes, PDD/DOA-2012-382 Canyon Isles, PDD/DOA-2012-383 Canyon Springs, Z-2012-622 Gray Farm, Z-2012-385 Somerset Academy Charter School Rezoning, and CA-2012-389 Somerset Academy Charter School. These applications include requests to exchange development and preserve parcels between previously approved AGR-PUDs and to create a parcel for a new Charter School.

VALENCIA ASSEMBLAGE (FORMERLY ASCOT - LYONS) CURRENT DEVELOPMENT AND PRESERVE MAP

NTS





| PRES # | PRESERVE NAME | ACRES |
|------------------|-----------------------------------|---------|
| 1 | CARTER BOTANICALS | 14.863 |
| 1A | KLEINRUCHERT | 5.01 |
| 2 | FIGUEROA AND VANDERVOOT | 9.76 |
| 3 | MCKEOWN AND ATCHISON | 14.676 |
| 4 | WHITWORTH | 110.11 |
| 5 | BEDNER | 33.15 |
| 6 | WHITWORTH / KLEIN | 19.73 |
| 6A | KLEIN RICHERT | 10.05 |
| 7 | BLUE JAY LANE | 5.027 |
| 8 | RURAL PARKWAY | 2.996 |
| 9 | VALENCIA ASSEMBLAGE PRESERVE # 9 | 139.786 |
| 10 | VALENCIA ASSEMBLAGE PRESERVE # 10 | 10.760 |
| 11 | VALENCIA ASSEMBLAGE PRESERVE # 11 | 17.352 |
| 12 | VALENCIA ASSEMBLAGE PRESERVE # 12 | 12.784 |
| 13 | RAVELLO | 7.014 |
| TOTAL PRESERVE = | | 412.868 |

ISSUES SUMMARY:

o Project History

On February 24, 2005, the BCC approved Resolution R-2005-390 for a rezoning from the AGR Zoning District to the AGR-PUD Zoning District for a 383-acre, 60/40 AGR-PUD known as the Ascot - Lyons and Atlantic PUD. The 380 dwelling units consisting of 140 Single Family and 240 ZLL units were approved on a 148.47-acre Development Area located at the northwest corner of W. Atlantic

Avenue and future Lyons Road with 1 access point from future Lyons Road. The BCC also approved Resolution R-2005-391 for a Waiver to allow 42.8 percent of the streets to terminate in a cul-de-sac. At the time of the original approval, the zoning application for Delray Marketplace Traditional Marketplace Development (TMD), Control No. 2004-616, was pending.

On August 25, 2005 and July 26, 2007, the BCC approved Resolutions R-2005-1620 and R-2007-1235 respectively to correct a legal description.

On February 28, 2008, the BCC approved Resolutions R-2008-264 and 265 for a rezoning and Development Order Amendment to add and delete preserve area to allow an exchange of preserve area with the Delray Marketplace TMD to consolidate the TMD preserve areas on the east and west sides of future Lyons Road.

On April 23, 2009, the BCC approved Resolutions R-2009-706 and 707 for a rezoning and Development Order Amendment to add and delete preserve area to allow an exchange of preserve area again with the Delray Marketplace TMD to consolidate TMD preserve area on the west side of Lyons Road on the north side of Happy Hollow Road for a potential future school use. A zoning application for a school use on the TMD preserve area has not been submitted.

On July 5, 2012, the Zoning Commission approved a Type II Variance to allow a reduction in the perimeter buffer width adjacent to the Rural Parkway. At time of printing the resolution number was pending.

o Consistency with Comprehensive Plan

The Planning Division has found the request consistent with the Agricultural Reserve (AGR) land use designation of the Palm Beach County Comprehensive Plan and not inconsistent with the West Boynton Community Plan recommendations. See Staff Review and Analysis for additional Planning Division comments.

o Compatibility with Surrounding Land Uses

NORTH

FLU: AGR
Zoning District: AGR-PUD
Supporting: Single Family, ZLL (west side of Acme Dairy Road); and, Preserve Area (east side of Acme Dairy Road) (Canyon Springs, Control No. 2002-069)

SOUTH (across future Flavor Pict Road 120-foot wide right-of-way

FLU: AGR
Zoning District: AGR-PUD
Supporting: Bona Fide Agriculture Preserve Area (Canyon Springs, Control No. 2002-069)

EAST across Florida's Turnpike

FLU: Low Residential, 3 units per acre (LR-3)
Zoning District: Planned Unit Development (PUD)
Supporting: Residential

WEST

FLU: AGR
Zoning District: AGR
Supporting: Agriculture (Talmo property) abutting southwest corner: and, Agriculture (beyond the 100-foot wide Rural Parkway and the Lyons Road 110-foot wide right-of-way)

The proposed relocation of the Development Area adjacent to Canyon Springs to the south and east does not create an incompatibility. Both developments are for Single Family and ZLL uses. Both

developments have a similar density of units (between 2.57 and 3.37 dwelling units per acre) along the Lake Worth Drainage District (LWDD) L-28 canal separating the communities. This canal is 80-feet in width. The total separation is a minimum of 130 feet with 25-foot wide perimeter buffers provided within both developments.

- o Traffic

See Staff Review and Analysis section for information from the Traffic and Land Development Divisions.

- o Landscape/Buffering

The proposed perimeter buffers comply with current Code requirements for a Type 3 Incompatibility buffer a minimum of 50 feet in width adjacent to all properties in the AGR Zoning District. The width of this buffer may be reduced to 25 feet where adjacent to canals a minimum of 50 feet in width or adjacent to another platted PUD buffer that is a minimum of 20 feet in width with no reduction in plant material. All of the canopy trees (or palm clusters) within the perimeter buffers are planted at 20 feet on-center. In the Agricultural Reserve Tier, a wall is optional within the required buffer.

The proposed buffer adjacent to the Canyon Springs Development Area is 25 feet in width with a minimum 6-foot high opaque vegetative screen. A 25-foot wide platted buffer is also provided within the Canyon Springs development with an 80-foot wide canal between the buffers. The total separation between the Canyon Springs and Valencia Assemblage residential lots is 130 feet.

The applicant is proposing a landscape and buffering design that maintains a minimum 300-foot wide Preserve Area between the Development Area and Florida's Turnpike. Currently, this Preserve Area is a tree farm. The tree farm provides additional buffering opportunities for the development in addition to the 50-foot wide AGR Type 3 Incompatibility buffer provided along the north, east, and southeast portions of the Development Area.

Subsequent to the July 5th Zoning Commission hearing, the applicant requested Landscape - Perimeter 2 (Exhibit C-2) as an additional Condition of Approval to address the concerns of the adjacent Canyon Springs property owner(s) as discussed at the hearing. The adjacent residential property owner(s) requested additional buffering to mitigate for the development of the previous preserve area (tree farm) if the relocation of the development area to the south and east of Canyon Springs was approved.

- o Signs

The Preliminary Master Sign Plan (Figure 15) proposes Project Entrance Signs for the Lyons Road and Acme Dairy Road entrances to the development. Project Identification signs are proposed at the property corners on Lyons and Acme Dairy Roads. On-Site Directional signs are proposed for the individual pods and recreation parcel. All signage will be Code-compliant.

- o Exemplary Design

The Development Order Amendment to the previously approved PUD must meet the exemplary standards in Art. 3.E.2.A.4. The applicant proposes the following to satisfy the exemplary design criteria: 1) Pedestrian connection to the existing Rural Parkway pathway to the Canyon Town Center TMD to promote bike and pedestrian access to the commercial development and potentially reduce overall trips; 2) Pedestrian connection to the Acme Dairy Road pathway for recreational opportunities such as running, walking, and biking; 3) Creative design including large lake views bordering the spine road providing wildlife habitat and buffering of residences from the spine road; and 4) a recreation parcel exceeding Code requirements by more than twice the minimum required size.

- o Development Order Amendment

The preceding concurrent applications (W/DOA-2012-379 Amestoy AGR-PUD, PDD/DOA-2012-380 Canyon Lakes, PDD/DOA-2012-382 Canyon Isles, and PDD/DOA-Canyon Springs), which decreased units, added new preserve area land, and released former preserve areas. The former

preserve area land located south and east of Canyon Springs is proposed for a Development Area. The applicant is requesting to relocate the previously approved Development Area for the Ascot-Lyons & Atlantic PUD (Control 2004-369) to the assembled land area. The project is renamed Valencia Assemblage.

The request includes the addition of 317.845 acres of land (previous preserve area from Canyon Lakes, Canyon Isles, Canyon Springs, and abandoned Acme Dairy Road right-of-way), a request to rezone and add a 7.014-acre portion of the Ravello parcel as AGR-PUD Preserve Area; and, to delete a 15-acre portion of the former Development Area (Gray Farm) that is to be rezoned back to AGR and re-platted in concurrent application Z-2012-622.

Corresponding to the increase in gross land area, the applicant requests to increase the number of units by 318 from 380 units to 698 units. The Model Row is proposed in Pod A near the Lyons Road access point. The applicant also requests to restart the commencement of development clock pursuant to a new Traffic Study (All Petitions 3, Exhibit C-2).

Due to the relocation of the Development Area, revisions to the previous Conditions of Approval in Resolution R-2009-707 would have been too complex to process individually. Therefore, staff agrees with the applicant's request to revoke all previous conditions (All Petitions Condition 1, Exhibit C-2). Staff is recommending new conditions be applied to address the proposed Preliminary Master Plan dated May 10, 2012 (Figures 8, 9, 10).

The 3.19-acre Civic parcel for the previously approved Development Area has been cashed out. The remaining requirement of 2.3 acres is indicated at the northwest corner of Pod G with 1 access point. However, the owner/developer intends to administratively remove the Civic Parcel and associated access point upon the approval of a Civic Agreement. (PREM Conditions 1-3, Exhibit C-2)

o Variance

On July 5, 2012, the Zoning Commission approved the following Type II Variance:

| ULDC | REQUIRED | PROPOSED | VARIANCE |
|------------------|---|---|--|
| ART. 3.E.2.F.4.d | 50-foot wide AGR-PUD perimeter buffer adjacent to the Rural Parkway | 15-foot wide AGR-PUD perimeter buffer with no reduction in planting materials | To allow a 35-foot reduction in the AGR-PUD perimeter buffer width |

o Zoning Commission (ZC) Hearing July 5, 2012

This application was presented by Zoning Staff concurrently with the 7 other AGR-PUD DOA's, AGR rezonings, and Class A Conditional Use applications as indicated in the Application Summary. The agent for G. L. Homes gave a presentation for the Amestoy AGR-PUD, Canyon Lakes, Canyon Isles, Canyon Springs, Valencia Assemblage, Charter School, and Gray Farm applications and submitted letters of support for the concurrent applications from the Canyon Springs Homeowners Association (HOA), the Canyon Isles HOA, Cobblestone Creek HOA, and Equus Property Owners Association. The agent for the Somerset Academy Charter School application from Urban Design Kilday Studios presented the proposed school project and requested a Condition of Approval be applied to limit the school to the middle and high school grades.

Commissioner Davis requested a composite map of all the requests taken as a whole. Staff provided and explained G.L. Homes' overall ultimate project exhibit and answered questions.

Eight members of the public spoke in opposition citing concerns of: Incompatibility with farming, loss of agricultural area, any development near the Wildlife Refuge, strain on water supply, negative impact to public schools from Charter schools, abandonment of Acme Dairy Road, and conversion of an existing nursery abutting Canyon Springs that was previously designated as an AGR-PUD preserve to a development area. Additionally, a representative of the Arthur R. Marshall Loxahatchee National Wildlife Refuge requested clarification/additional information regarding changes to the preserve areas west of SR7/US441.

Forty-five members of the public submitted comment cards or spoke in support of the proposed School use and petitions with 475 signatures in support were submitted. The ZC recommended approval of all of the requests for the 8 concurrent applications and approved the Type II Variance for Valencia Assemblage by a vote of 5-1. Commissioner Davis opposed indicating a lack of a critical mass of land for agriculture in the Agricultural Reserve Tier.

TABULAR DATA

| | EXISTING | PROPOSED |
|---|--|---|
| Property Control Number(s) (PCNs): | <p><u>Unaffected Preserve Areas</u> 1, 1A, 2,3, 4, 5, 6, 6A, 7: 00-42-46-18-07-002-0000 00-41-45-14-00-000-1060 00-41-45-24-05-001-0000 00-41-45-24-05-002-0000 00-42-46-18-08-001-0000 00-42-46-18-08-002-0000 00-41-46-23-01-001-0000 00-42-46-17-06-001-0020 00-42-46-17-06-001-0010 00-42-46-17-05-001-0000 00-42-46-17-05-002-0000 00-41-45-14-00-000-5050 00-41-45-14-00-000-5110 00-41-45-14-05-007-0000</p> <p><u>Development Area:</u> 00-42-46-17-01-000-0730 00-42-46-17-01-000-1120 (148.475 acres) at the northeast corner of Lyons Road and W. Atlantic Ave.</p> | <p><u>Add as Development Area (273.953 acres):</u> 00-42-46-05-04-001-0000 00-42-45-32-05-001-0000 00-42-46-05-01-025-0000 00-42-46-05-02-001-0000 (Previously preserve areas for concurrent applications Canyon Lakes, Canyon Isles, and Canyon Springs); and, abandon portions of Acme Dairy Road right-of-way dedications to relocate the Development Area to the south and east of Canyon Springs.)</p> <p>PCNs also include 43.872 acres of Preserve Area consisting of: 2.996-acres for Rural Parkway Preserve 8; and, 40.896 acres for Preserves 10, 11, and 12 (tree farm) adjacent to the north, east, and southeast of the new Development Area.</p> <p>Rezone and add a 7.014-acre portion of Ravello parcel as Preserve 13: 00-41-46-01-00-000-1050</p> <p>Delete a 15-acre portion of the previous Development Area (to be rezoned to AGR and replatted in application Z-2012-622 Gray Farm. (Remaining 139.79 acres is Preserve 9.</p> |
| Land Use Designation: | Agricultural Reserve (AGR) | Same |
| Zoning District: | Agricultural Reserve (AGR) Agricultural Reserve - Planned Unit Development (AGR-PUD) | AGR-PUD |
| Tier: | Agricultural Reserve (AGR) | Same |
| Use: | Vacant Agriculture, Bona Fide Single-Family Zero Lot Line (ZLL) | Same |
| Acreage: | 382.561 acres | 698.749 acres (+316.188 acres) |
| Dwelling Units (DU): | 380 units consisting of: Single Family, 140 units Zero Lot Line, 240 units | 698 units consisting of: (+318 units) Single Family, 82 units (-58) Zero Lot Line, 616 units (+376) |
| Density: | 1 DU/acre | same |
| Access: | Lyons Road (1) (for previously approved Development Area location) | Proposed relocated Development Area: Lyons Road (1); and, Acme Dairy Road (1) An additional access point to the Civic Parcel from Acme Dairy Road is proposed; however, the developer intends to administratively remove this access point pursuant to a Civic |

| | | |
|--|--|------------|
| | | Agreement. |
|--|--|------------|

PUBLIC COMMENT SUMMARY: At the time of publication, staff had received 4 letters in opposition citing concerns of noise and loss of promised adjacent preserve; 1 letter in support; and, 35 contacts from the public requesting additional information regarding the 8 concurrent applications.

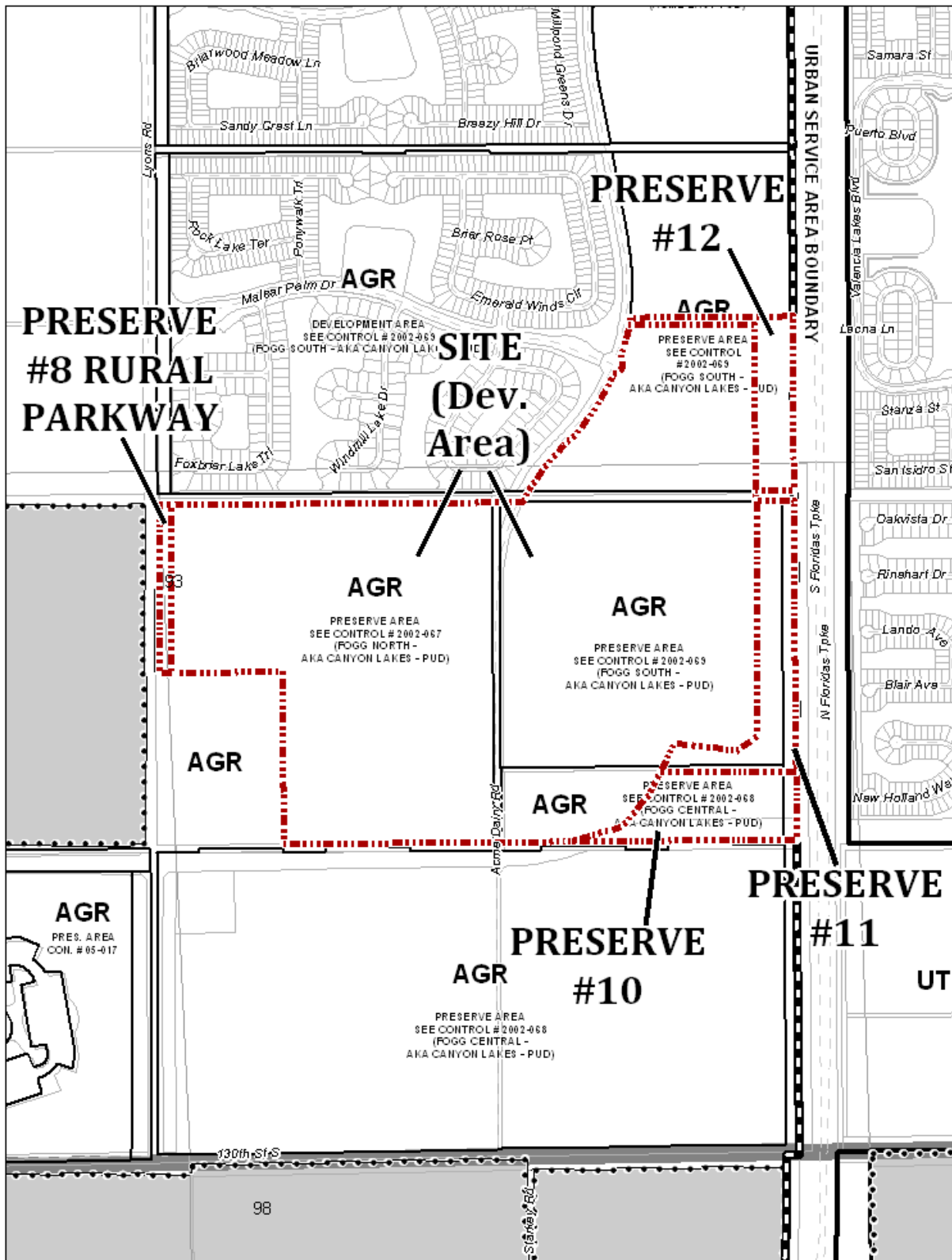
RECOMMENDATION: Staff recommends approval of the rezoning; and, approval of the Development Order Amendment subject to 38 Conditions of Approval as indicated in Exhibit C-2.

ACTION BY THE ZONING COMMISSION: July 5, 2012: Motion to recommend approval carried by a vote of 5-1.

MOTION: To adopt a resolution approving an Official Zoning Map Amendment to allow a rezoning from the Agricultural Reserve (AGR) Zoning District to the Agricultural Reserve Planned Unit Development (AGR-PUD) Zoning District.

MOTION: To adopt a resolution approving a Development Order Amendment to reconfigure the Master Plan, add and delete land area, increase the number of units; designate the Model Row, delete Conditions of Approval in Resolution R-2009-707, and re-start the commencement clock subject to the Conditions of Approval as indicated in Exhibit C-2.

PALM BEACH COUNTY PLANNING DIVISION SITE LOCATION AND LAND USE

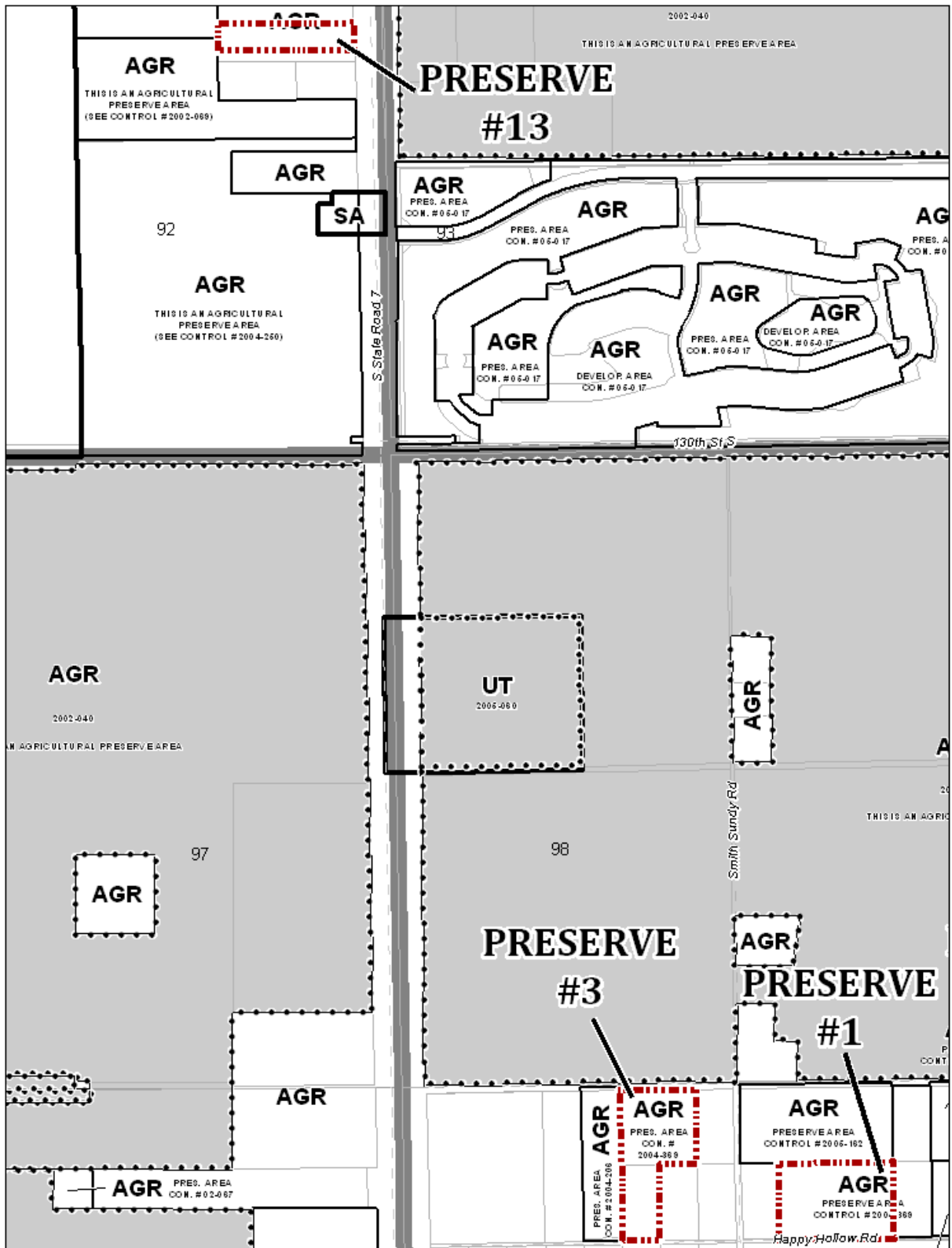


| | |
|----------------------|--|
| Application Name: | <u>Valencia Ass emblage (Ascot Lyons/Atlantic)</u> |
| Application Number: | <u>ZVIDOA 2012-384</u> |
| Control Number: | <u>2004-369</u> |
| Land Use Atlas Page: | <u>93</u> |
| Date: | <u>05/08/2012</u> |



Figure 1 Land Use Map - Development Area, Preserve 8, 10, 11, 12

PALM BEACH COUNTY PLANNING DIVISION SITE LOCATION AND LAND USE

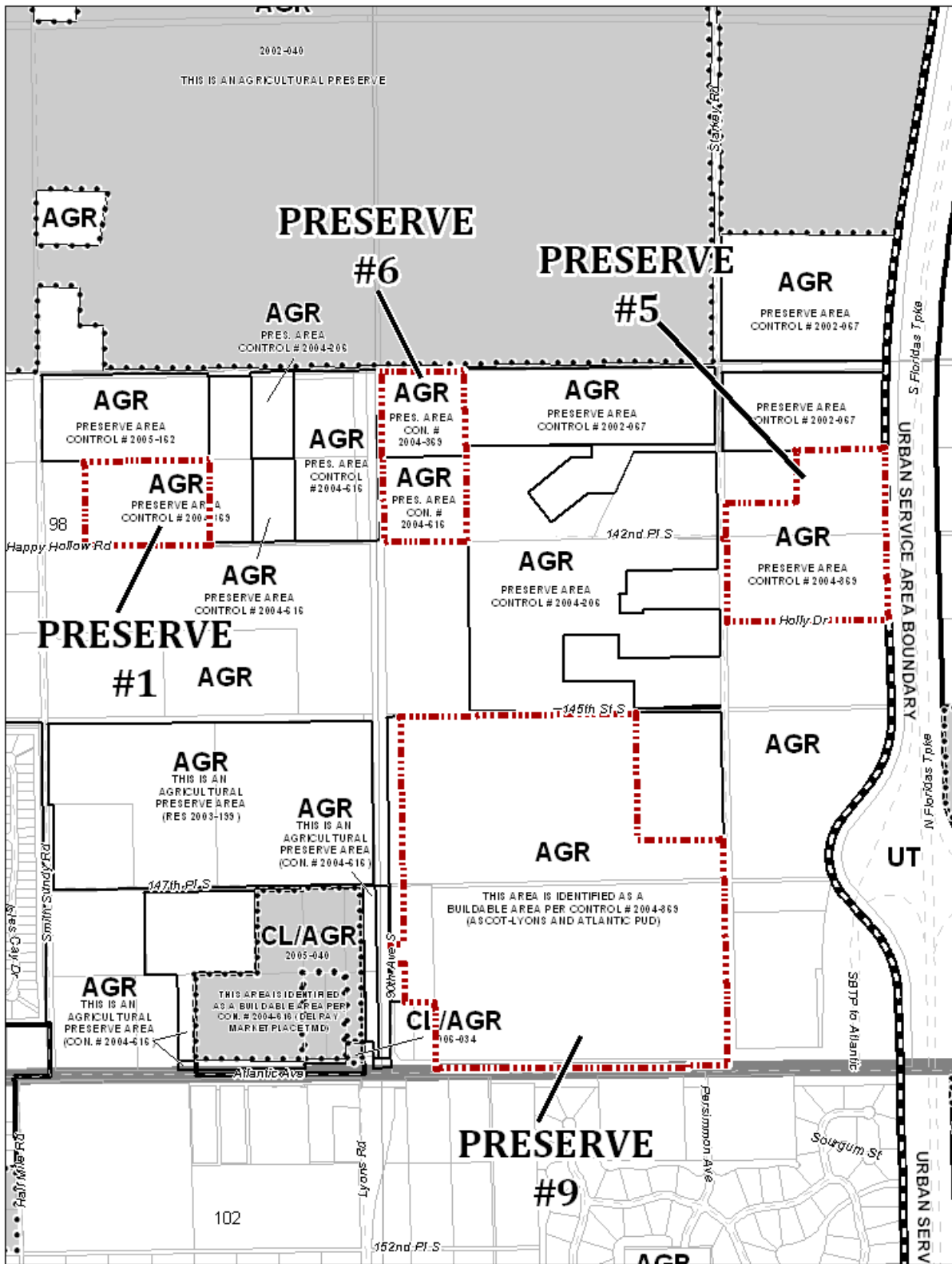


| | |
|----------------------|--|
| Application Name: | <u>Valencia Ass emblage (Ascot Lyons/Atlantic)</u> |
| Application Number: | <u>ZVIDOA 2012-384</u> |
| Control Number: | <u>2004-369</u> |
| Land Use Atlas Page: | <u>92 & 98</u> |
| Date: | <u>05/08/2012</u> |



Figure 2 Land Use Map - Preserve 1, 3, 13

PALM BEACH COUNTY PLANNING DIVISION SITE LOCATION AND LAND USE

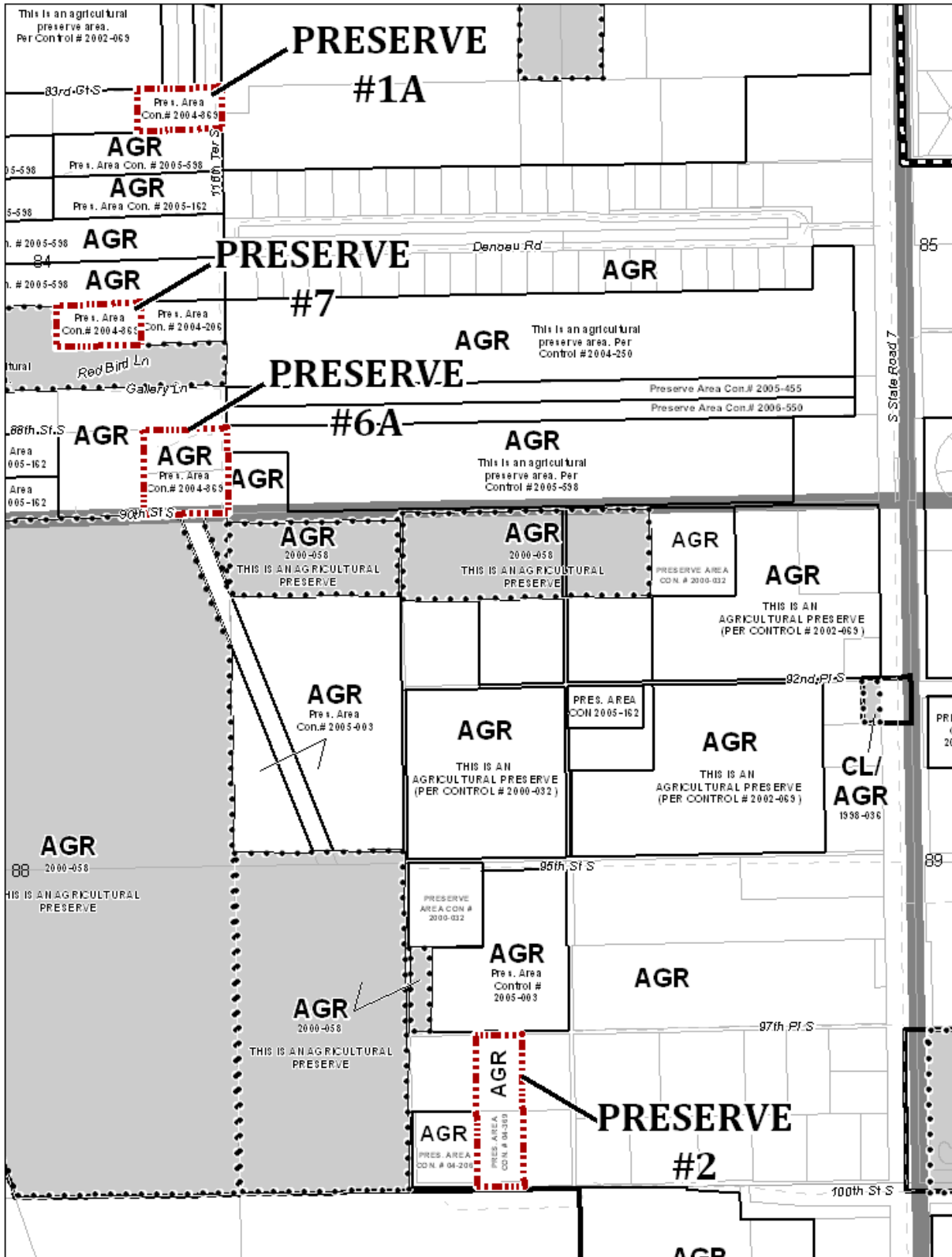


| | |
|----------------------|--|
| Application Name: | <u>Valencia Ass emblage (Ascot Lyons/Atlantic)</u> |
| Application Number: | <u>ZV/DOA 2012-384</u> |
| Control Number: | <u>2004-369</u> |
| Land Use Atlas Page: | <u>98</u> |
| Date: | <u>05/08/2012</u> |



Figure 3 Land Use Map - Preserve 1, 5, 6, 9

PALM BEACH COUNTY PLANNING DIVISION SITE LOCATION AND LAND USE

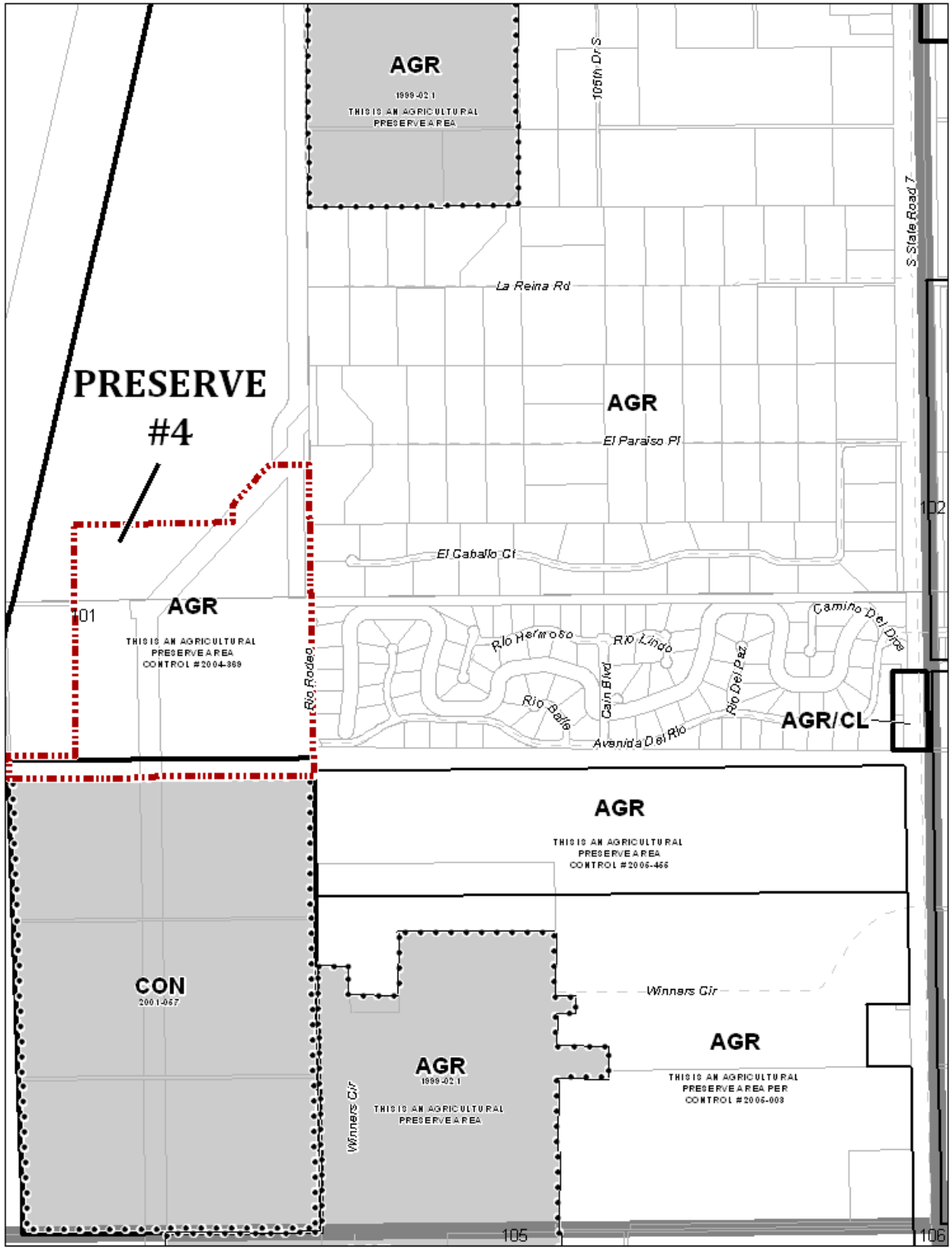


Application Name: Valencia Ass emblage (Ascot Lyons/Atlantic)
 Application Number: ZVIDOA 2012-384
 Control Number: 2004-369
 Land Use Atlas Page: 84 & 88
 Date: 05/08/2012



Figure 4 Land Use Map - Preserve 1A, 2, 6A, 7

PALM BEACH COUNTY PLANNING DIVISION SITE LOCATION AND LAND USE



| | |
|----------------------|---|
| Application Name: | <u>Valencia Ass eblage (Ascot Lyons/Atlantic)</u> |
| Application Number: | <u>ZVIDOA 2012-384</u> |
| Control Number: | <u>2004-369</u> |
| Land Use Atlas Page: | <u>101</u> |
| Date: | <u>05/08/2012</u> |



Figure 5 Land Use Map - Preserve 4

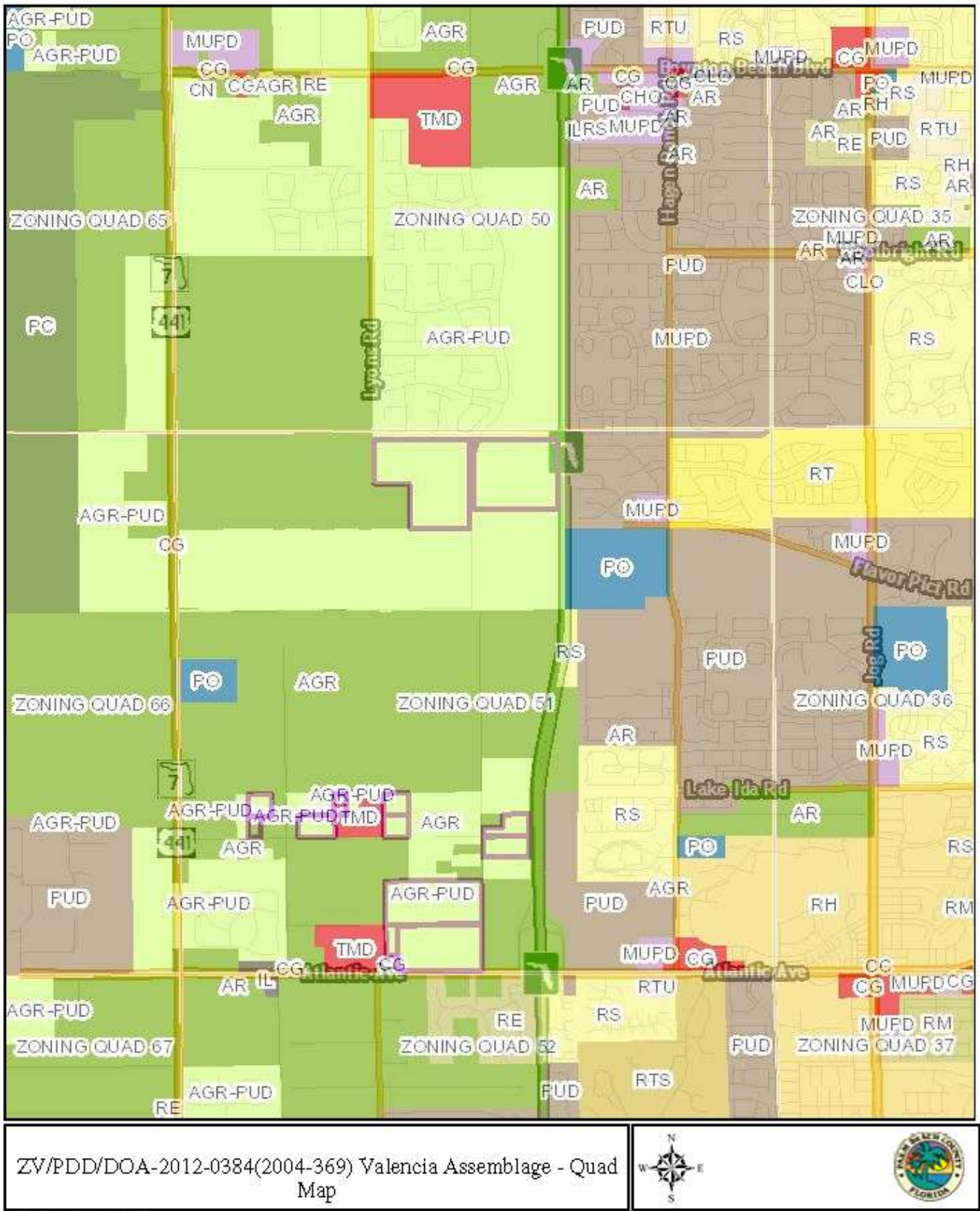
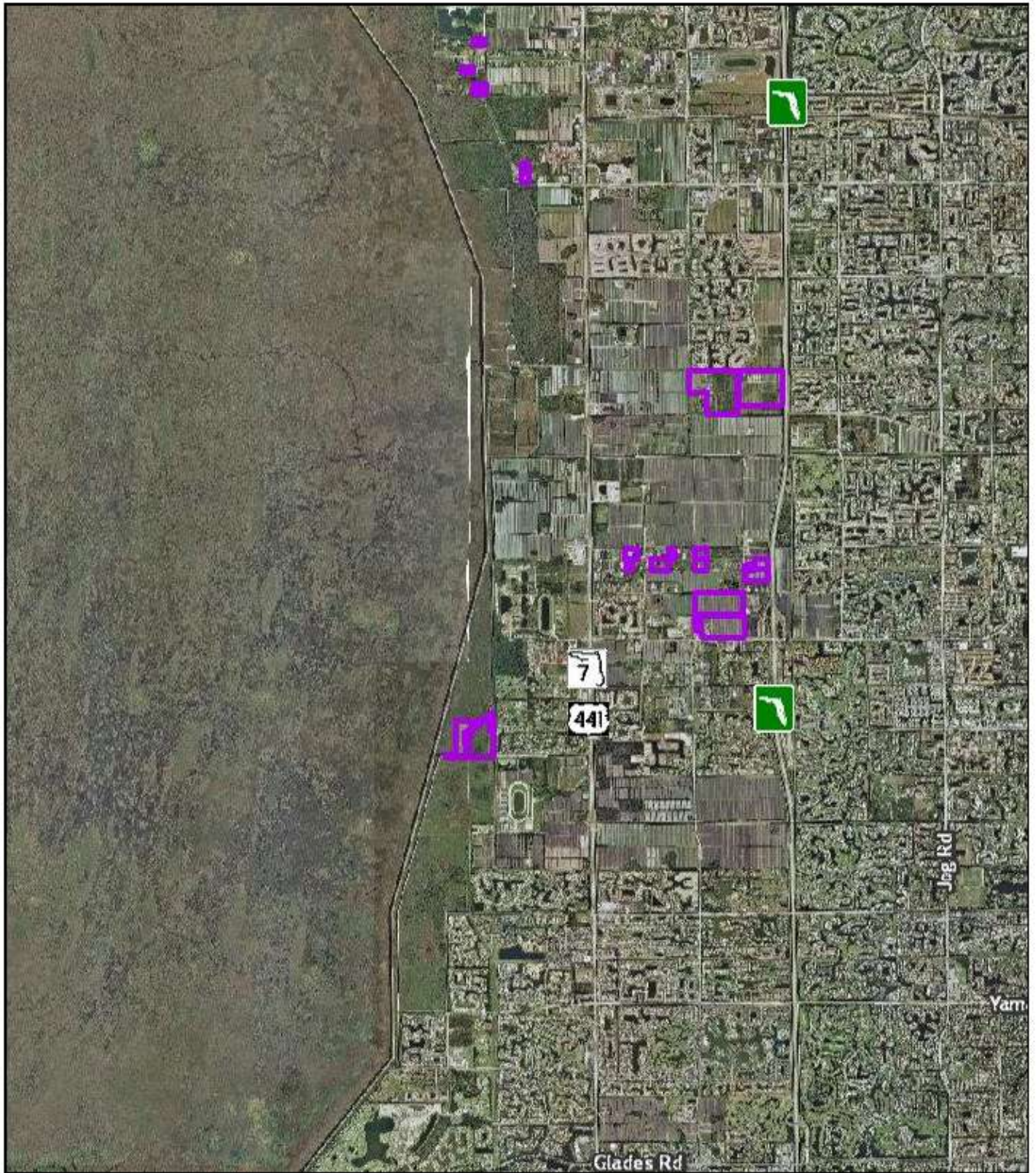


Figure 6 Zoning Quad Map



ZV/PDD/DOA-2012-0384(2004-369) Valencia Assemblage - Aerial
produced by: myGeoNav



Figure 7 Aerial

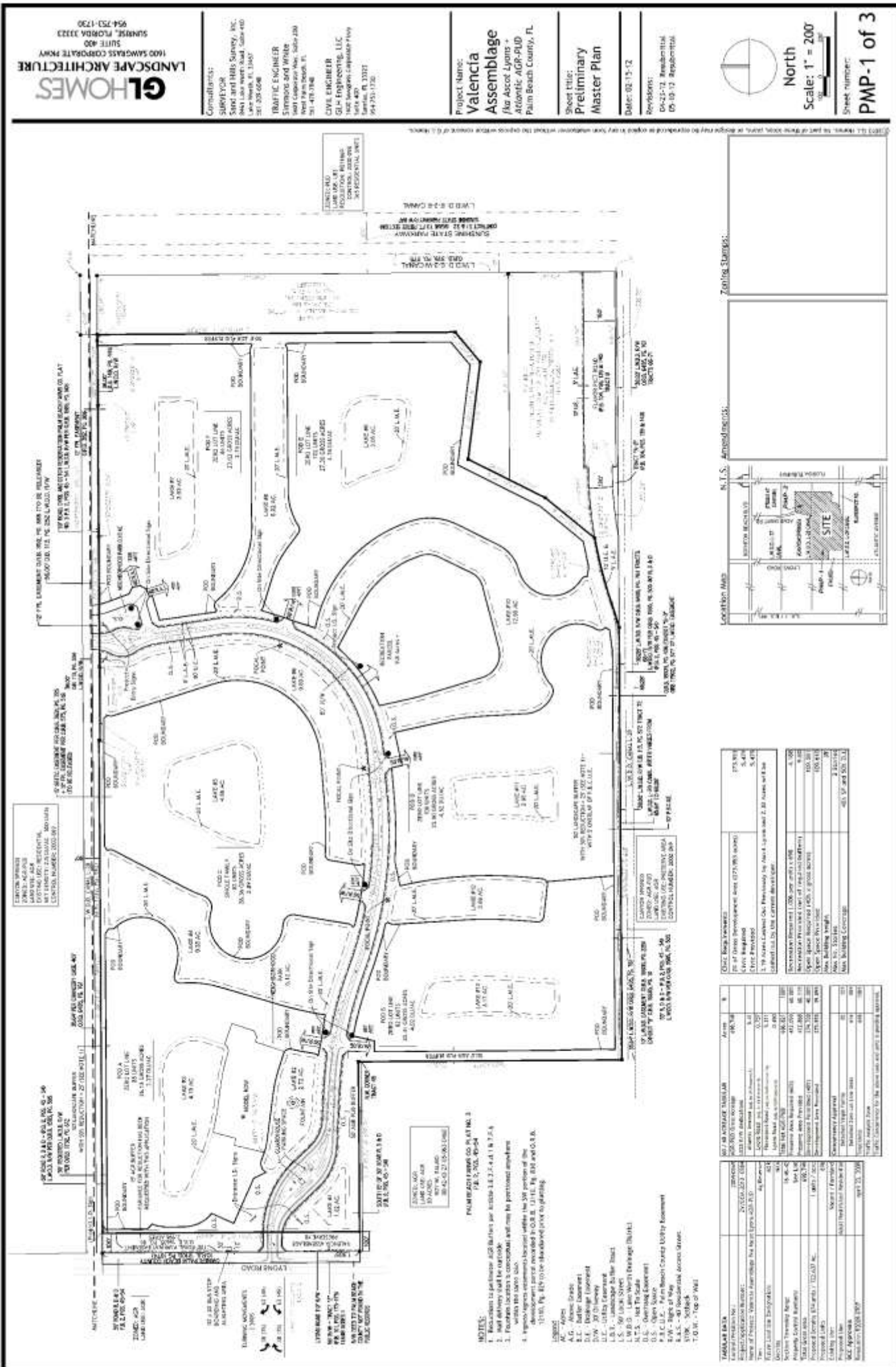


Figure 8 Preliminary Master Plan PMP-1 of 3 dated May 10, 2012

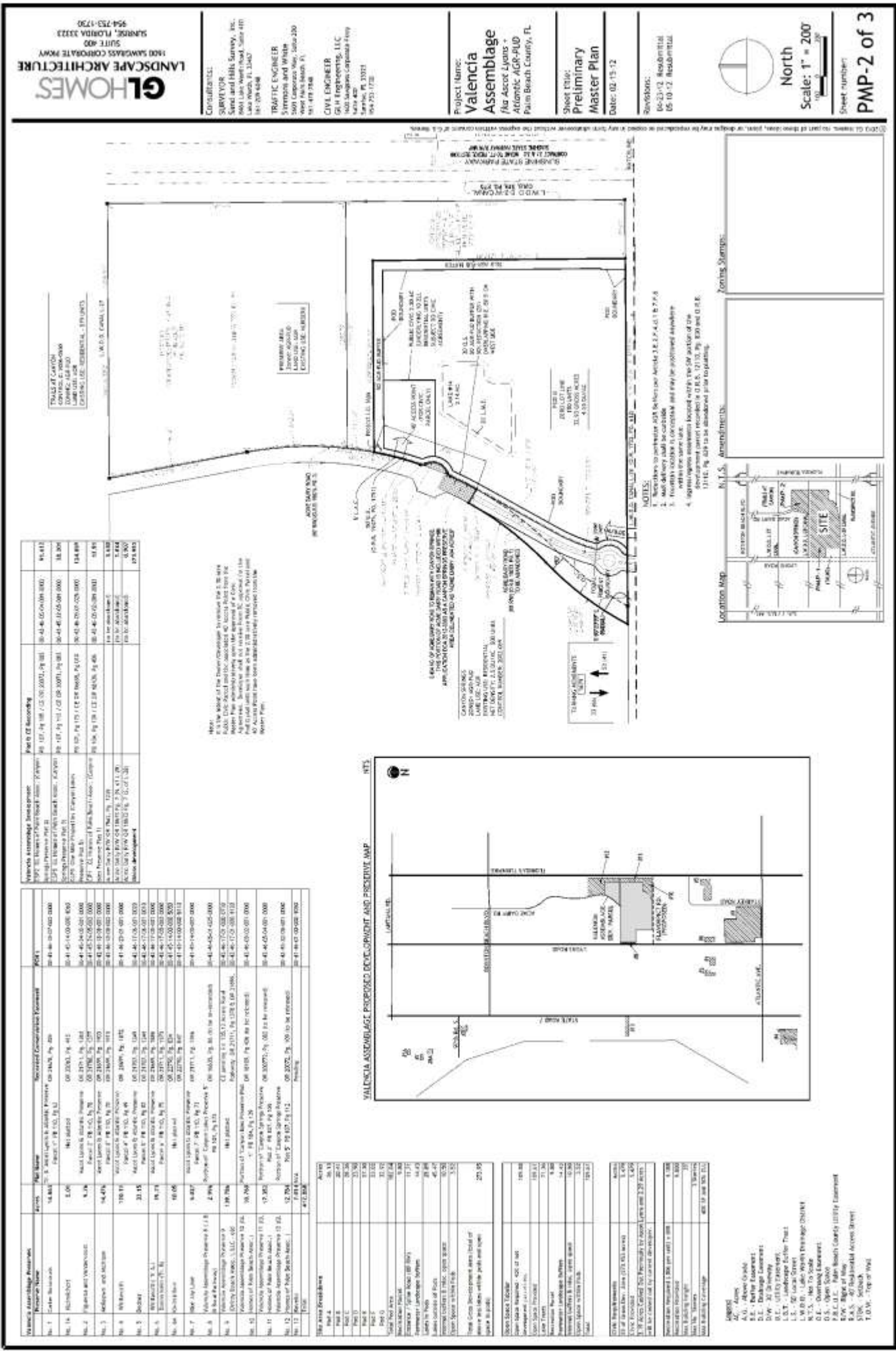


Figure 9 Preliminary Master Plan PMP-2 of 3 dated May 10, 2012

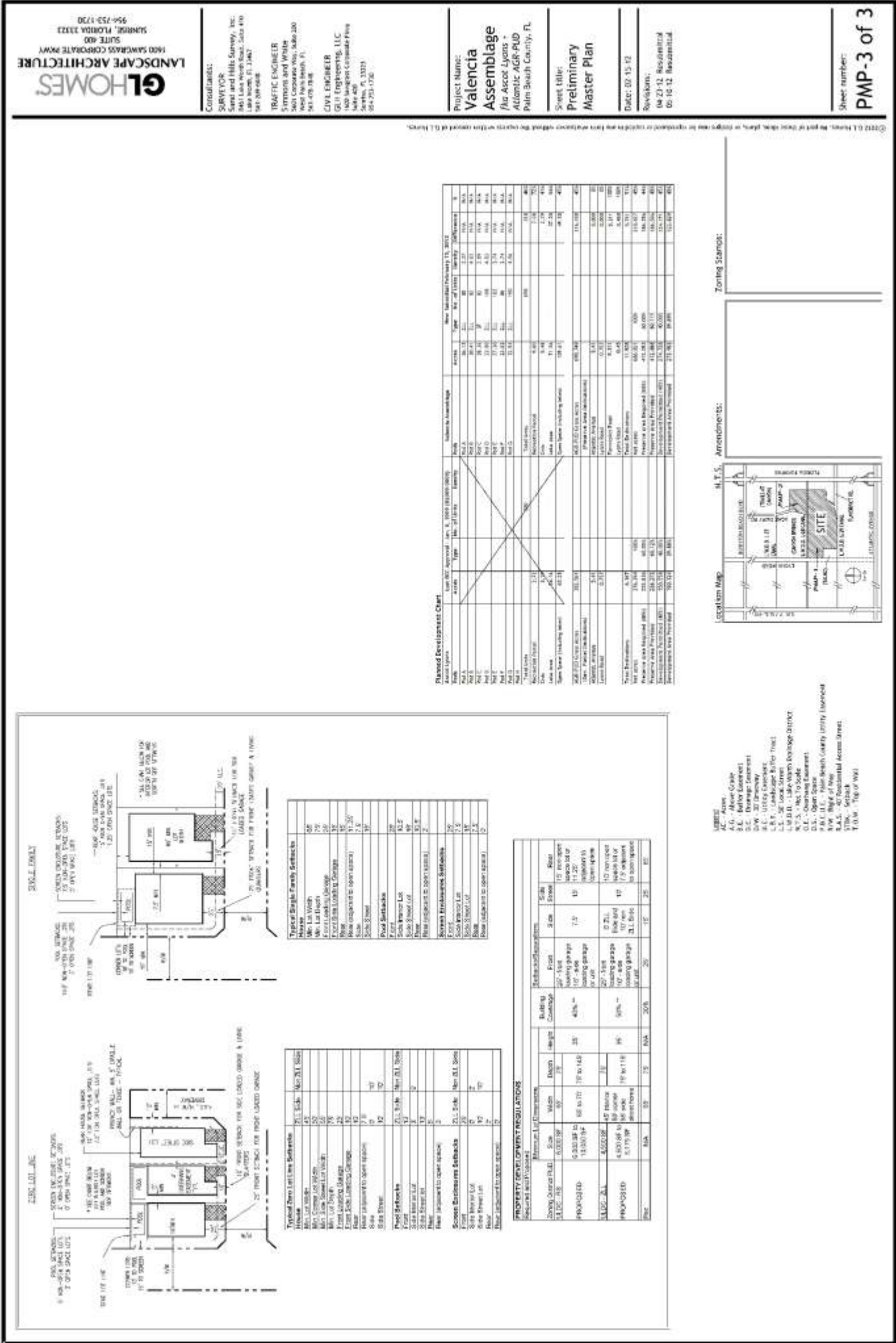
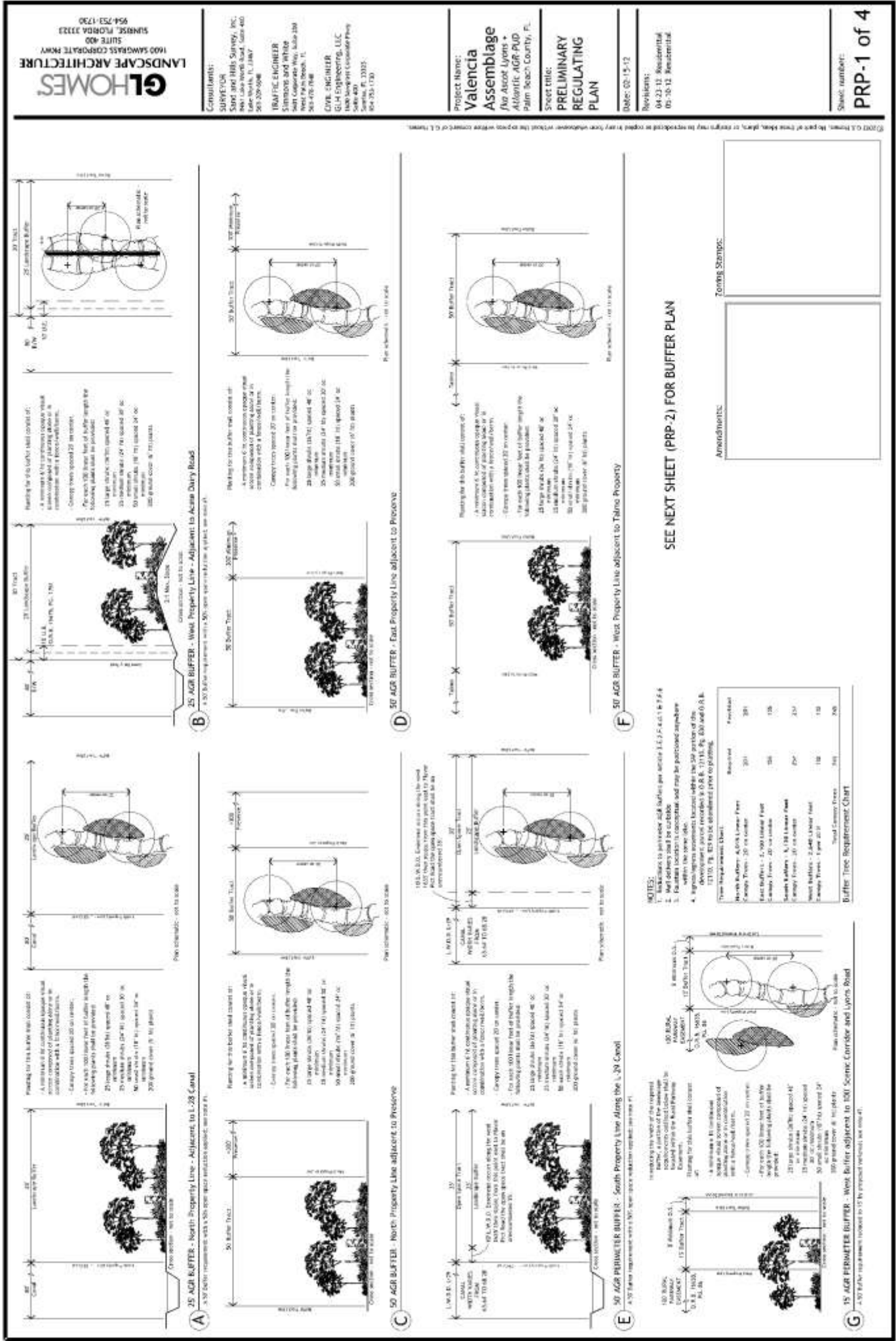


Figure 10 Preliminary Master Plan PMP-3 of 3 dated May 10, 2012

Figure 11 Preliminary Regulating Plan PRP-1 of 4 dated May 10, 2012



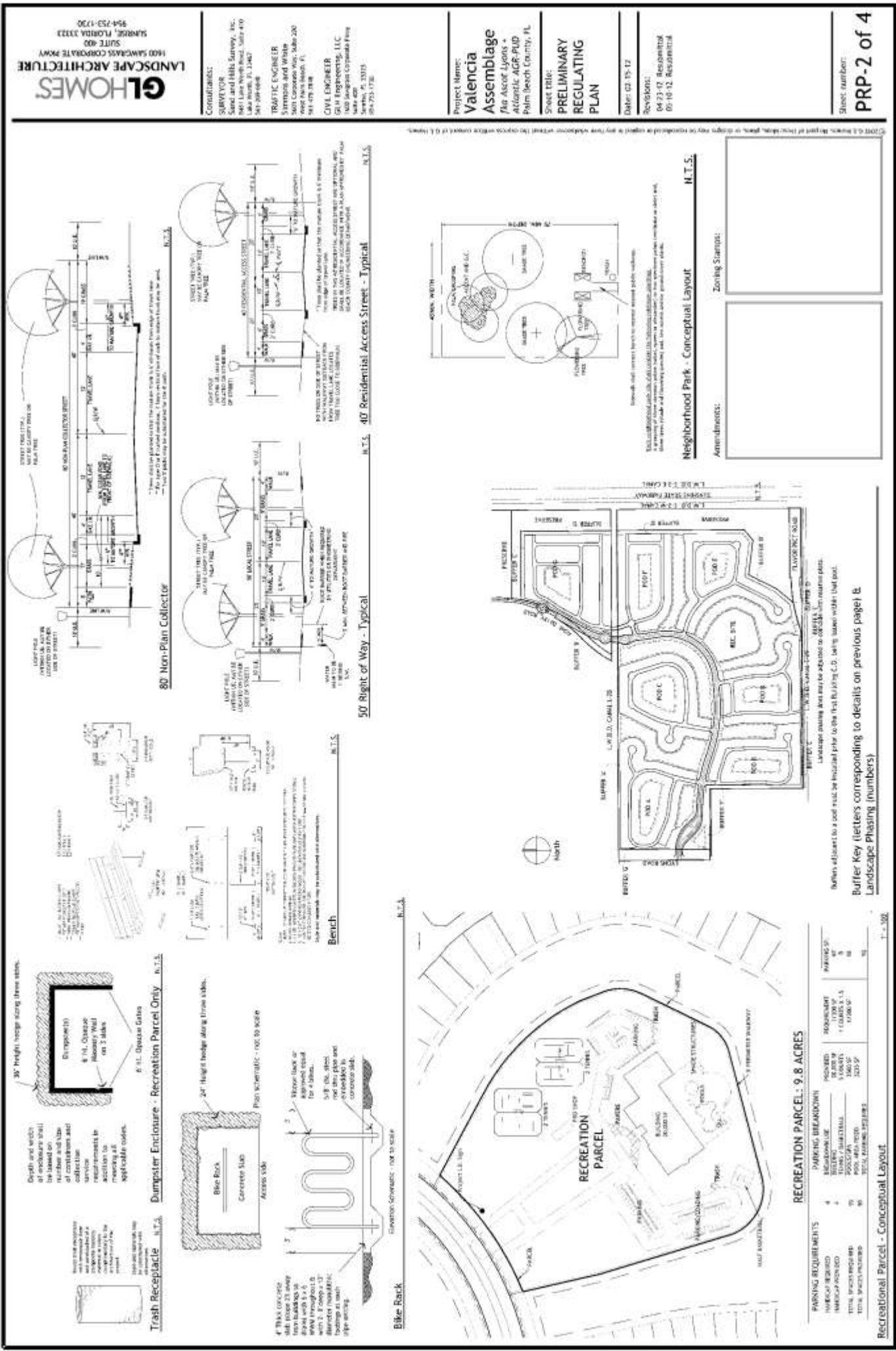


Figure 12 Preliminary Regulating Plan PRP-2 of 4 dated May 10, 2012

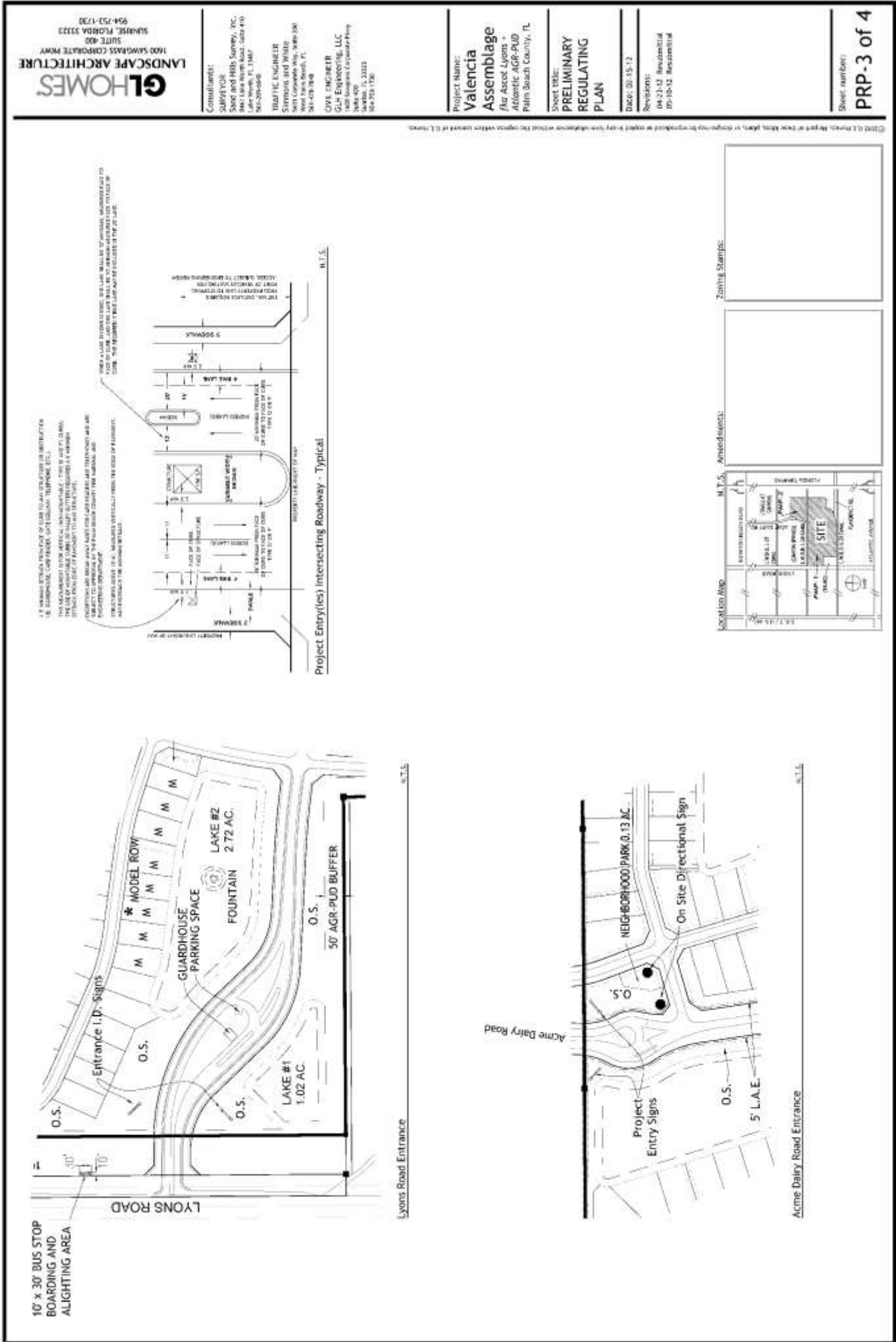


Figure 13 Preliminary Regulating Plan PRP-3 of 4 dated May 10, 2012

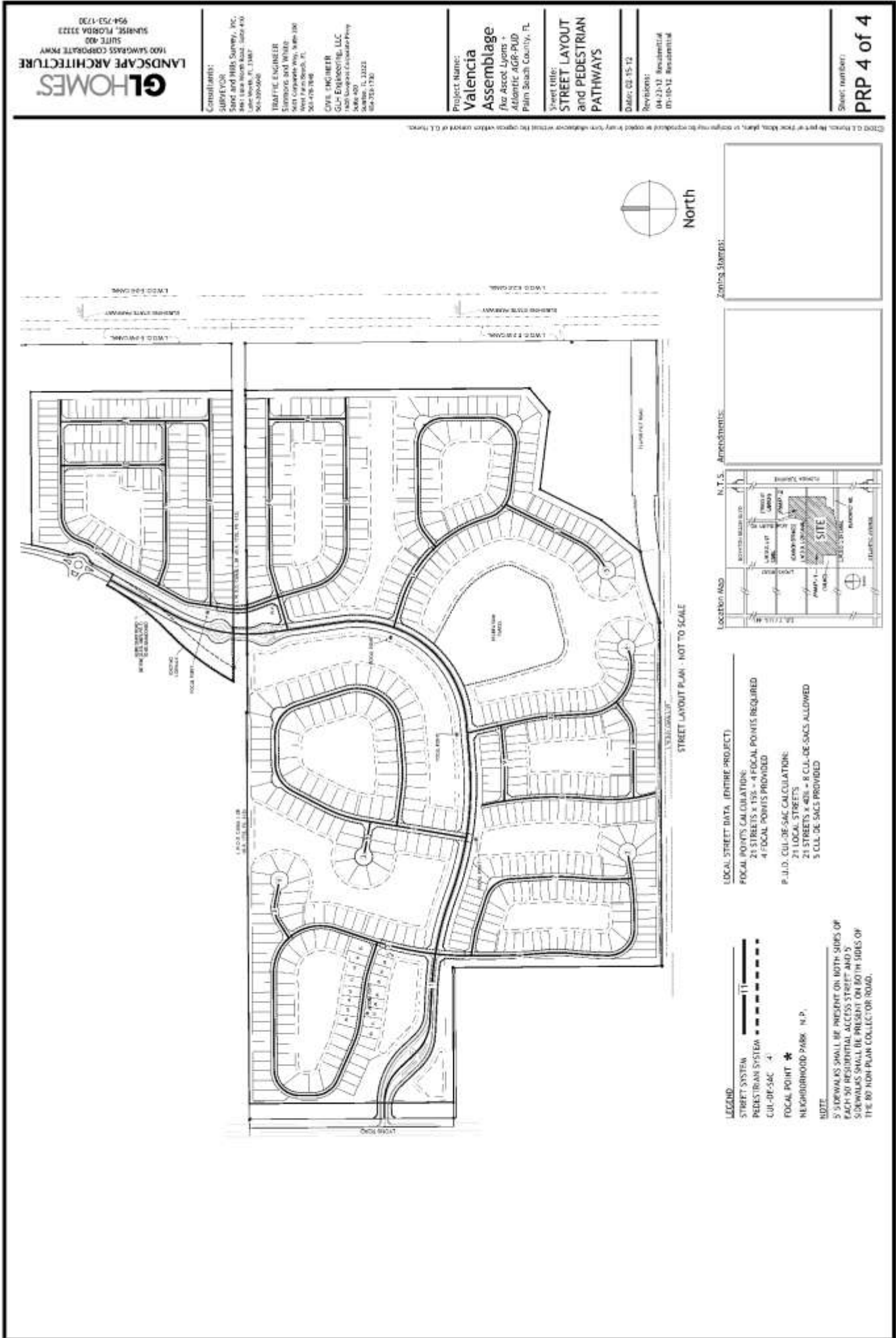


Figure 14 Preliminary Regulating Plan PRP-4 of 4 dated May 10, 2012

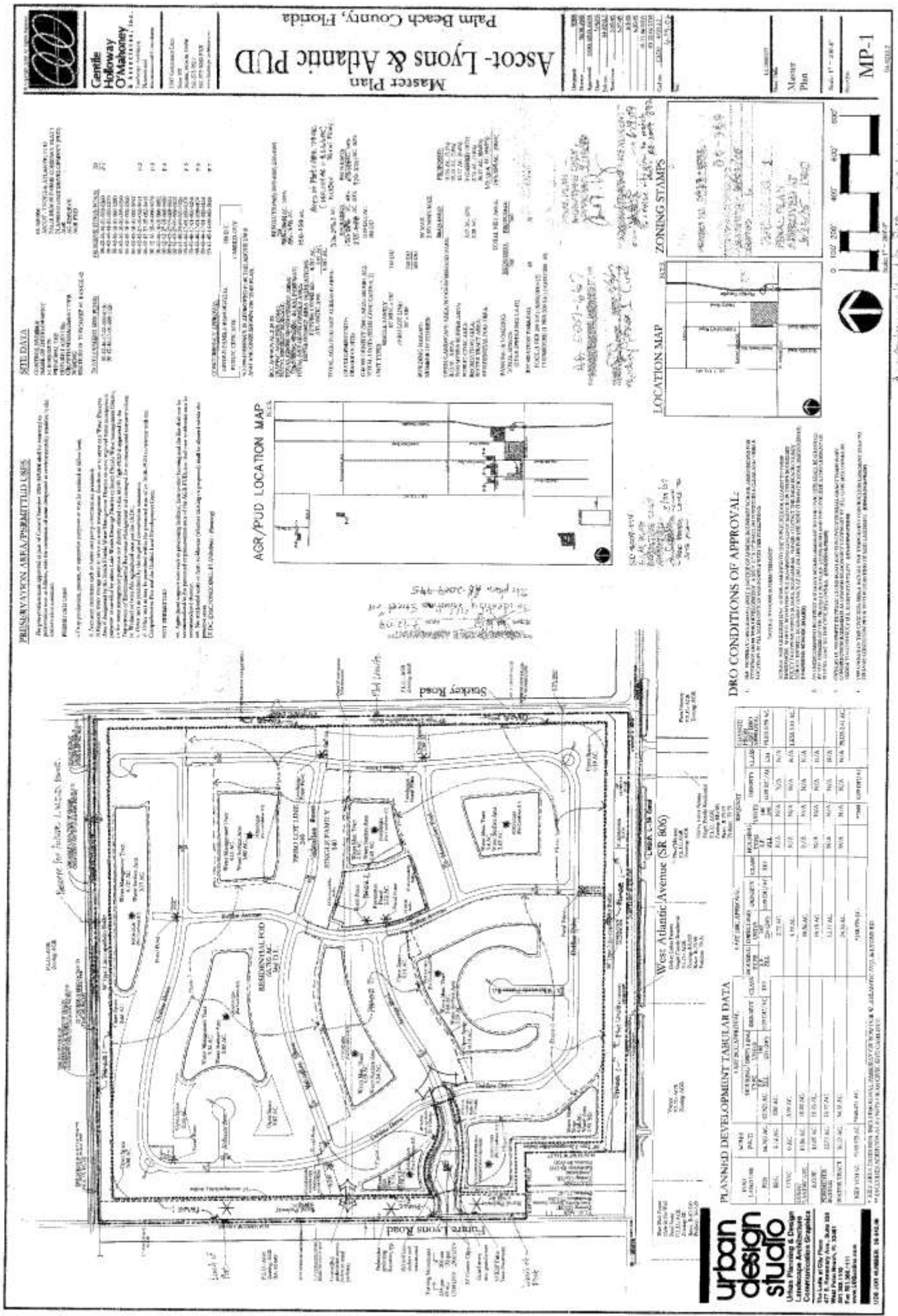


Figure 16 Previously approved Final Master Plan MP-1 dated June 22, 2005

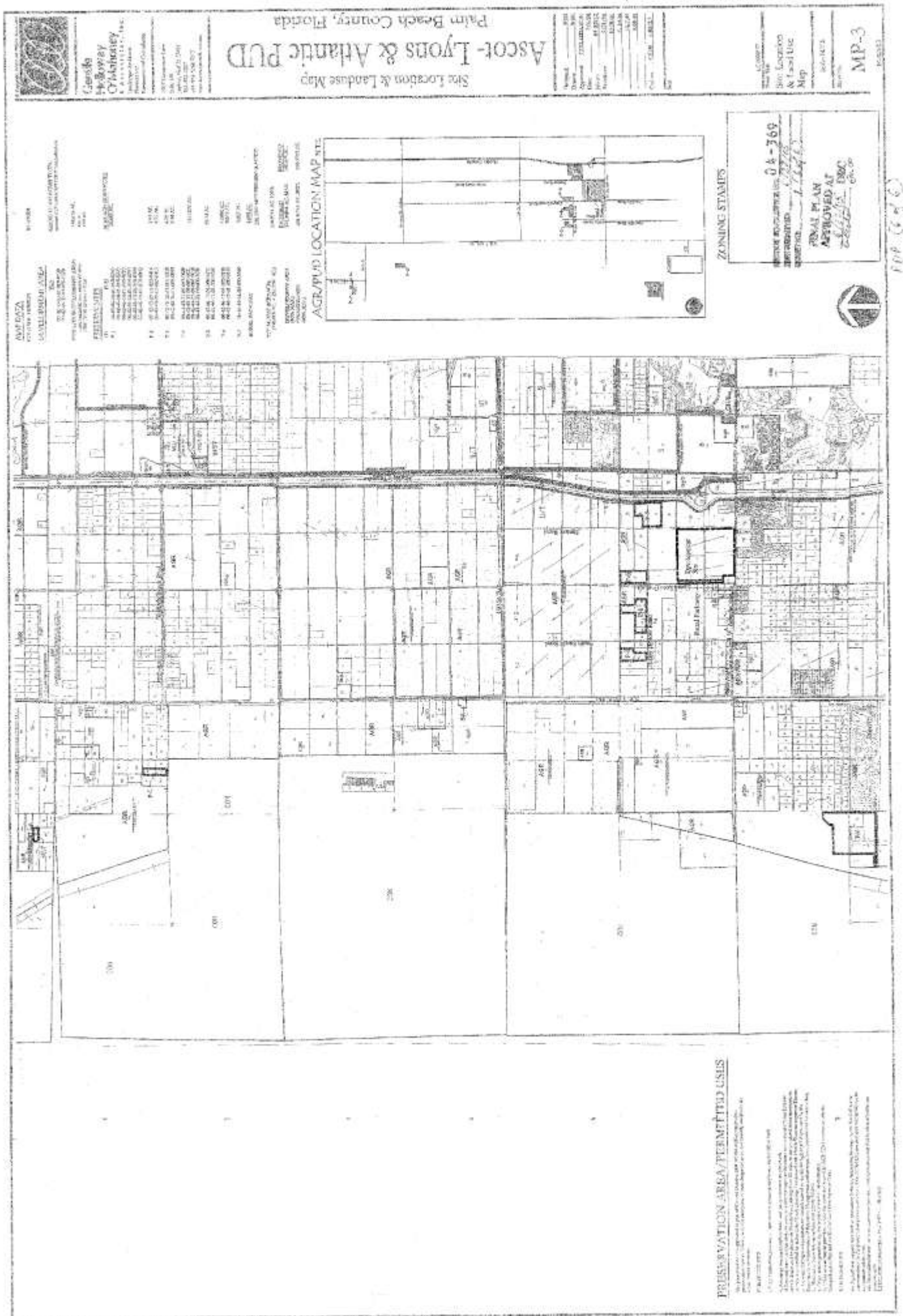


Figure 17 Previously approved Final Master Plan MP-3 (Preserve Location Map) dated June 22, 2005

STAFF REVIEW AND ANALYSIS

PLANNING DIVISION COMMENTS:

FUTURE LAND USE (FLU) PLAN DESIGNATION: Agricultural Reserve (AGR)

TIER: Agricultural Reserve

FUTURE ANNEXATION AREAS: The subject site is not located within any future annexation areas.

INTERGOVERNMENTAL COORDINATION: The subject property is not located within one mile of any municipality.

CONSISTENCY WITH FUTURE LAND USE (FLU) PLAN DESIGNATION: The Planning Division has reviewed the request to Rename the project from Ascot Lyons & Atlantic to Valencia Assemblage, increase land area for a total of 698.749 acres, increase the total number of units from 380 to 698, relocate the development parcel, rezone 7.014 acres from AGR to AGR PUD, delete all previous conditions of approval and institute new conditions applicable to the new master plan and has determined that this request is consistent with the site's AGR FLU designation.

The lands added as part of this request consist of abandoned ROW, previous preserve parcels from the co-applications associated with this request and unencumbered AGR lands. The purpose of reconfiguring the master plan of this previously approved AGR-PUD is to relocate the development parcel farther to the north closer to existing residential development parcels, existing commercial facilities and proposed educational opportunities. The relocation of the development parcel will concentrate a bulk of the residential development in the AGR into a more cohesive area within the overall Agricultural Reserve.

The subject request has a previous approval with conditions that are to be revoked as part of this request. New conditions are being applied that address maximum units, Rural Parkway, Conservation Easements, AGR Preserve Management Plans, and cross access.

60/40 Development Option

Per Policy 1.5.1-i. the applicant is required to provide a minimum of 60% of preserve area and 40% maximum developable area. The Preserve areas are not required to be contiguous with the development area. The 60/40 breakdown is as follows:

Total acreage: 698.749 acres
Less ROW: 11.928 acres
Net acreage = 686.821 acres

Net acreage x 60%: $686.821 \times 60\% = 412.093$ acres (applicant proposes 412.868 acres or 60%)
Net acreage x 40%: $686.821 \times 40\% = 274.728$ acres (applicant proposes 273.953 acres or 40%)

The following policy is relevant to the 60/40 AGR-PUD and reads as follows:

FLUE Policy 1.5.1-i.6. states, "that the preserve area shall consist of, at least, 60 percent of the gross acreage less right-of-way identified in the Thoroughfare Identification Map..."

The policy also states that preserve areas for a 60/40 PUD shall contain a minimum contiguous area of 150 acres; or have a common boundary with other preserve properties whose aggregate total equals at least 150 acres and are contiguous to other preserve parcels or parcels designated Conservation (CON) on the Future Land Use Atlas (33-FLUE). Based on the information submitted by the applicant and our analysis, Planning Staff has determined that the preserve parcels are consistent with this policy.

SPECIAL OVERLAY DISTRICT/NEIGHBORHOOD PLAN/PLANNING STUDY AREA: The subject property is located within the boundaries of the West Boynton Community Plan. The subject request is not inconsistent with the neighborhood plan. The applicant has met with adjacent community

associations and the neighborhood group responsible for implementing the Community Plan. Staff has received a copy of two letters in support from Cobblestone Creek and Canyon Isles Homeowner associations that were addressed to COWBRA dated April 20, 2012 as well as a letter from COBWRA, dated April 20, 2012, (Exhibit E) stating support for the request with no request for conditions.

FINDINGS: The request is consistent with the land use designation of the Palm Beach County Comprehensive Plan and is not inconsistent with the neighborhood plan recommendations.

ENGINEERING COMMENTS:

REQUIRED ENGINEERING RELATED PERMITS

The property owner shall obtain an onsite Drainage Permit from the Palm Beach County Engineering Department, Permit Section, prior to the application of a Building Permit.

The property owner shall obtain a Turnout Permit from the Palm Beach County Engineering Department, Permit Section, for access onto Lyons Road and onto Acme Dairy Road.

RIGHT OF WAY ISSUES

Pursuant to Policy 1.4-d in the Transportation Element of the Comprehensive Plan, the Property Owner shall convey additional right-of-way along the project frontage (development and preserve parcels) on Lyons Road and Atlantic Avenue to allow for future planned and/or programmed improvements. The Property Owner shall convey additional right-of-way as necessary on Acme Dairy Road to construct a proper terminus of the public right-of-way. Finally, the Property Owner shall be required to receive approval for and abandon the Acme Dairy Road right-of-way through the development parcel.

TRAFFIC IMPACTS

The Property Owner has estimated the build-out of the project to be December 31, 2017. Total traffic expected from the proposed project is 5584 trips per day, 356 trips in the PM peak hour. Additional traffic is subject to review for compliance with the Traffic Performance Standard.

There are no improvements to the roadway system required for compliance with the Traffic Performance Standards.

ADJACENT ROADWAY LEVEL OF SERVICE (PM PEAK eastbound)

Segment: Boynton Beach Boulevard from FL Turnpike to Hagen Ranch Road

Existing count: 2231

Background growth: 622

Project Trips: 46

Total Traffic: 2899

Present laneage: 6LD

LOS "D" capacity: 2680

Projected level of service: D* (meets LOS D using arterial analysis)

PALM BEACH COUNTY HEALTH DEPARTMENT:

No Staff Review Analysis is needed for this request.

ENVIRONMENTAL RESOURCE MANAGEMENT COMMENTS:

VEGETATION PROTECTION: The site supports agricultural production.

WELLFIELD PROTECTION ZONE: The property is not located with a Wellfield Protection Zone.

IRRIGATION CONSERVATION CONCERNS AND SURFACE WATER: All new installations of automatic irrigation systems shall be equipped with a water sensing device that will automatically

discontinue irrigation during periods of rainfall pursuant to the Water and Irrigation Conservation Ordinance No. 93 3. Any non stormwater discharge or the maintenance or use of a connection that results in a non stormwater discharge to the stormwater system is prohibited pursuant to Palm Beach County Stormwater Pollution Prevention Ordinance No. 93-15.

ENVIRONMENTAL IMPACTS: There are no significant environmental issues associated with this petition beyond compliance with ULDC requirements.

OTHER:

FIRE PROTECTION: The Palm Beach County Department of Fire Rescue will provide fire protection.

SCHOOL IMPACTS: No Staff Review Analysis is needed for this request.

PARKS AND RECREATION: Based on the proposed 698 dwelling units 4.188 acres of on-site recreation is required. The plan submitted indicates there will be 9.80 acres of recreation provided; therefore, the Parks and Recreation Department standards have been addressed.

CONCURRENCY: Concurrency has been approved for 698 units consisting of 82 Single Family and 616 ZLL units.

WATER/SEWER PROVIDER: Palm Beach County Water Utilities Department (PBCWUD).

FINDING: The proposed Development Order Amendment complies with Article 2.F of the ULDC, Concurrency (Adequate Public Facility Standards).

FINDINGS:

Rezoning Standards:

When considering a Development Order application for rezoning to a Standard Zoning District, the BCC and ZC shall consider standards 1-7 indicated below. In addition the standards indicated in section 2.B shall also be considered for rezoning to a Standard Zoning District with a Conditional Use, and rezoning to a PDD or TDD with or without a Requested Use or Waiver. An amendment, which fails to meet any of these standards shall be deemed adverse to the public interest and shall not be approved. Staff has reviewed the request for compliance with the standards that are expressly established by Article 2.B.1.B and provides the following assessment:

1. **Consistency with the Plan** - *The proposed amendment is consistent with the Plan.*

The Planning Division has found the rezoning request consistent with the land use designation of the Palm Beach County Comprehensive Plan.

2. **Consistency with the Code** - *The proposed amendment is not in conflict with any portion of this Code, and is consistent with the stated purpose and intent of this Code.*

The 7.014-acre portion of the Ravello parcel meets Code requirements for an AGR-PUD preserve area. Preserve areas for a PUD in the Agricultural Reserve Tier must be rezoned from the AGR Zoning District to the AGR-PUD Zoning District.

3. **Compatibility with Surrounding Uses** - *The proposed amendment is compatible, and generally consistent with existing uses and surrounding zoning districts, and is the appropriate zoning district for the parcel of land. In making this finding, the BCC may apply an alternative zoning district.*

The Ravello parcel is fallow land and is proposed to remain fallow. The rezoning from AGR to AGR-PUD will not create any incompatibilities.

4. **Effect on Natural Environment** – *The proposed amendment will not result in significantly adverse impacts on the natural environment, including but not limited to water, air, storm water management, wildlife, vegetation, wetlands, and the natural functioning of the environment.*

The Ravello preserve area is fallow and will remain as such. The parcel is not within a Wellfield Protection Zone. The proposed rezoning will not negatively impact the natural environment.

5. **Development Patterns** – *The proposed amendment will result in a logical, orderly, and timely development pattern.*

The development pattern in the Agricultural Tier will not change as a result of the proposed amendment.

6. **Adequate Public Facilities** – *The proposed amendment complies with Art. 2.F, Concurrency.*

The request does not create any additional impact on public facilities.

7. **Changed Conditions or Circumstances** – *There are demonstrated changed conditions or circumstances that necessitate the amendment.*

This rezoning is necessary to add this parcel to the Valencia Assemblage development in the concurrent Development Order Amendment request for the project. The number of units within the development parcel must be supported by a minimum of 1 acre of gross land area for each unit. The 7.014-acre parcel is currently within the AGR Zoning District. The Code requires that any preserve area included in a 60/40 AGR-PUD must be rezoned to AGR-PUD.

Staff has evaluated the standards listed under Article 2.B.1.B 1-7 and determined that there is a balance between the need for change and the potential impacts generated by this change. Therefore, staff is recommending approval of the rezoning request. Staff has also determined that any of the potential impact and incompatibility issues will be adequately addressed subject to the recommended conditions of approval as indicated in Exhibit C.

Conditional Uses, Requested Uses and Development Order Amendments:

When considering a Development Order application for a Conditional or Requested Use, or a Development Order Amendment, the BCC and ZC shall consider standards 1 – 8 indicated below. A Conditional or Requested Use or Development Order Amendment which fails to meet any of these standards shall be deemed adverse to the public interest and shall not be approved. Staff has reviewed the request for compliance with the standards that are expressly established by Article 2.B.-2.B and provides the following assessment:

1. **Consistency with the Plan** – *The proposed use or amendment is consistent with the purposes, goals, objectives and policies of the Plan, including standards for building and structural intensities and densities, and intensities of use.*

Planning Staff has determined that the proposed preserve parcels are consistent with FLUE Policy 1.5.1-i.6 that requires preserve areas to consist of at least 60 percent of the gross acreage less right-of-way identified in the Thoroughfare Identification Map; and, have a minimum contiguous area of 150 acres or have a common boundary with other preserve properties whose aggregate total equals at least 150 acres and are contiguous to other preserve parcels or parcels designated as Conservation on the FLU Atlas. The Development Order Amendment request is consistent with the land use designation of the Palm Beach County Comprehensive Plan and is not inconsistent with the neighborhood plan recommendations.

2. **Consistency with the Code** - *The proposed use or amendment complies with all applicable standards and provisions of this Code for use, layout, function, and general development characteristics. The proposed use also complies with all applicable portions of Article 4.B, SUPPLEMENTARY USE STANDARDS.*

As proposed, the Development Order Amendment meets Code requirements for the previously

approved project. The reconfigured Master Plan relocates the Development Area to the north of future Flavor Pict Road. A total of 5.311 acres was previously dedicated for Flavor Pict Road as public right-of-way in Plat Book 104, Pages 139 & 140 for the original approval of Canyon Isles. The information is carried forward on the Preliminary Master Plan. Flavor Pict Road is identified as a "Future 120-foot wide right-of-way" on the Thoroughfare Right-of-Way Identification Map effective November 14, 2010. The 5.311-acre dedication divided the parcel leaving a 0.388-acre hiatus tract adjacent to the LWDD L-29 canal, which is adjacent to the 264.633-acre Dubois-Acme Dairy Preserve Area.

The preservation areas have been located, to the greatest extent practical, adjacent to existing, planned, or projected Preservation Areas pursuant Art. 3.E.2.F.3.b. The minimum 300-foot width of the remaining tree farm between Florida's Turnpike and the Development Area allows for efficient operation of the tree farm while providing additional buffering for the Development Area. The purpose, function, and perpetuation of the tree farm use has been maximized. Based on the information submitted by the applicant and analysis by the Planning Division, staff has determined that the proposed preserve parcels are consistent with Code.

The required performance standards are met or exceeded. Four focal points are proposed. Decorative street lighting, a neighborhood park, and a fountain in the main lake are provided. Decorative pavers will be provided at the entrance with a rock and waterfall feature. Benches are provided for the park and pedestrian pathway system connects all pods to the spine road, recreation parcel, the Acme Dairy Road path and the Rural Parkway.

3. **Compatibility with Surrounding Uses** – *The proposed use or amendment is compatible and generally consistent with the uses and character of the land surrounding and in the vicinity of the land proposed for development.*

The proposed relocation of the Development Area adjacent to Canyon Springs to the south and east does not create an incompatibility. Both developments are for Single Family and ZLL uses. Both developments have a similar density of units (2.57 and 3.37 DU/acre) along the LWDD L-28 canal separating the communities. This canal is 80-foot wide. The total separation is a minimum of 130 feet with 25-foot wide perimeter buffers provided within both developments.

4. **Design Minimizes Adverse Impact** – *The design of the proposed use minimizes adverse effects, including visual impact and intensity of the proposed use on adjacent lands.*

The reconfigured Master Plan provides for wide, aesthetically pleasing landscape buffers, a prominent entry feature, and is designed with the same intensity of the adjacent developments.

5. **Design Minimizes Environmental Impact** – *The proposed use and design minimizes environmental impacts, including, but not limited to, water, air, storm water management, wildlife, vegetation, wetlands and the natural functioning of the environment.*

The proposed Development Area has been under agricultural production for many years. The proposed development minimizes adverse impacts by incorporating landscape buffers, preserve, and open areas. Littoral plantings are required in the lakes. The Master Association (POA) will be required to protect the common areas, including the natural environment and open areas through the restrictive covenants (Planned Development Condition 1, Exhibit C-2) The project is designed to allow portions of the existing tree nurseries to surround the Development Area to the north, east, and southeast.

6. **Development Patterns** – *The proposed use or amendment will result in a logical, orderly and timely development pattern.*

This amendment will allow the continuation of the logical and orderly development pattern on the southern side of Boynton Beach Boulevard in this vicinity of the Agricultural Reserve Tier. The Development Areas of 5 other AGR-PUD are already constructed or are under construction in this vicinity.

7. **Adequate Public Facilities** – *The extent to which the proposed use complies with Art. 2. F, Concurrency.*

Concurrency has been approved for 698 units consisting of 82 Single Family and 616 ZLL units.

8. **Changed Conditions or Circumstances** – *There are demonstrated changed conditions or circumstances that necessitate a modification.*

The applicant has identified the area south and east of the Canyon Springs development as a prime location for an AGR-PUD Development Area. In this vicinity, a total of 1,500 dwelling units are within the Canyon Lakes, Canyon Isles, and Canyon Springs developments. Another 579 units are being constructed within the Trails at Canyon AGR-PUD (Control No. 2006-550) development. The 1,043 units in the Lyons West AGR-PUD (a.k.a. Valencia Reserve, Control No. 2005-003) development are under construction.

These developments are in the vicinity of the Canyon Town Center Traditional Marketplace Development (TMD). Canyon Town Center provides an area of concentrated shopping, dining, banking, and medical office opportunities. The applicant has also identified a need to enhance the synergy and demand for the existing and future commercial services to be located in this vicinity. The applicant will have aggregated the land area from the preceding applications (Amestoy AGR-PUD, Canyon Lakes, Canyon Isles, and Canyon Springs) of sufficient size and frontage for a new Development Area at the south and east of Canyon Springs.

At the same time, the applicant has also acquired the previously approved Development Area of the Ascot-Lyons & Atlantic PUD (Control 2004-369). Using the land area of the previous Ascot-Lyons & Atlantic project (less a 15-acre parcel for Gray Farm) and the 7.014 acres from the Ravello parcel as Preserve Area for the Valencia Assemblage development, these changed circumstances will allow the proposed relocation of the previous Development Area, increase units and meet Code requirements of a 60/40 AGR-PUD.

Staff has evaluated the standards listed under Article 2.B.2.B 1-8 and determined that there is a balance between the need for change and the potential impacts generated by this change. Therefore, staff is recommending approval of the DOA request. Staff has also determined that any of the potential impact and incompatibility issues will be adequately addressed subject to the recommended conditions of approval as indicated in Exhibit C.

CONDITIONS OF APPROVAL

EXHIBIT C-2

Development Order Amendment

ALL PETITIONS

1. All previous Conditions of Approval applicable to the subject property, as contained in Resolutions R-2005-390, R-2008-265, and R-2009-707 (Control No. 2004-369) are hereby revoked. (ONGOING: MONITORING - Zoning)

2. The approved Preliminary Master Plan is dated May 10, 2012. Modifications to the Development Order inconsistent with the Conditions of Approval, or changes to the uses or site design beyond the authority of the Development Review Officer as established in the Unified Land Development Code, must be approved by the Board of County Commissioners or the Zoning Commission. (ONGOING: ZONING - Zoning)

3. Based on Article 2.E of the Unified Land Development Code, this Development Order meets the requirements to receive a new three (3) year review date from Date of Approval of this Resolution. (DATE: MONITORING - Zoning)

ENGINEERING

1. In order to comply with the mandatory Traffic Performance Standards, the Property owner shall be restricted to the following phasing schedule:

a. No Building Permits for the site may be issued after December 31, 2017. A time extension for this condition may be approved by the County Engineer based upon an approved Traffic Study which complies with Mandatory Traffic Performance Standards in place at the time of the request. This extension request shall be made pursuant to the requirements of Art. 2.E of the Unified Land Development Code. (DATE: MONITORING-Eng)

2. The property owner shall provide to the Palm Beach County Land Development Division a road right of way deed and all associated documents as required by the County Engineer for:

- i. Lyons Road - 55 feet measured from centerline of the proposed right of way, and
- ii. Flavor Pict Road - 60 feet measured from centerline of the proposed right of way.

All right of way deed(s) and associated documents shall be provided and approved prior to the issuance of the first building permit or within ninety (90) days of a request by the County Engineer, whichever shall occur first. Right of way conveyance shall be along the entire frontage of both development and preservation parcels, as applicable, and shall be free and clear of all encroachments and encumbrances. Property owner shall provide Palm Beach County with sufficient documentation acceptable to the Right of Way Acquisition Section to ensure that the property is free of all encumbrances and encroachments, including a topographic survey. The Grantor must further warrant that the property being conveyed to Palm Beach County meets all appropriate and applicable environmental agency requirements. In the event of a determination of contamination which requires remediation or clean up on the property now owned by the Grantor, the Grantor agrees to hold the County harmless and shall be responsible for all costs of such clean up, including but not limited to, all applicable permit fees, engineering or other expert witness fees including attorney's fees as well as the actual cost of the clean up. Thoroughfare Plan Road right of way conveyances shall be consistent with Palm Beach County's Thoroughfare Right of Way Identification Map and shall include, where appropriate as determined by the County Engineer, additional right of way for Expanded Intersections and Corner Clips. The Property Owner shall not record these required deeds or related documents. Palm Beach County will prepare a tax pro-ration. A check, made payable to the Tax Collector's Office, shall be submitted by the property owner for the pro-rated taxes. After final acceptance, Palm Beach County shall record all appropriate deeds and documents. (BLDG PERMIT/ONGOING: MONITORING-Eng)

[NOTE: COMPLETED]

3. The property owner shall provide to the Florida Department of Transportation (FDOT), a road right of way deed and all associated documents as required by FDOT for: West Atlantic Avenue an additional 104 feet of right of way to provide for a total of 160 feet of right of way or as approved by the County Engineer. This right of way width may be modified to reflect a revision to the Comprehensive Plan prior to dedication of the property by the property owner. All right of way deed(s) and associated documents shall be provided and approved prior to the issuance of the first building permit. Right of way conveyance shall be along the project's entire frontage of both development and preservation parcels, as applicable, and shall be free and clear of all encumbrances and encroachments. Property owner shall provide FDOT with sufficient documentation, including, at minimum, sketch and legal description of the area to be conveyed, copy of the site plan, a Phase I Environmental Site Assessment, status of property taxes, statement from tax collector of delinquent and pro-rata daily taxes, full owner name(s) of area to be conveyed and one of the following: title report, attorney's opinion of title, title commitment or title insurance policy, or as otherwise required and acceptable to FDOT. The Grantor must warrant that the property being conveyed to FDOT meets all appropriate and applicable environmental agency requirements. In the event of a determination of contamination which requires remediation or clean up on the property now owned by the Grantor, the Grantor agrees to hold the County and FDOT harmless and shall be responsible for all costs of such clean up, including but not limited to, all applicable permit fees, engineering or other expert witness fees including attorney's fees as well as the actual cost of the clean up. Thoroughfare Plan Road right of way conveyances shall be consistent with Palm Beach County's Thoroughfare Right of Way Identification Map and shall include where appropriate, as determined by the County Engineer, additional right of way for Expanded Intersections and Corner Clips. The Property Owner shall coordinate conveyance of right of way directly with FDOT and shall provide evidence to Palm Beach County Land Development Division once conveyance has been completed. (BLDG PERMIT: MONITORING-Eng)
[NOTE: COMPLETED]

4. The Property Owner shall construct:
i. right turn lane south approach on Lyons Road at the project entrance road,
ii. left turn lane north approach on Lyons Road at the project entrance road, and
iii. an appropriate terminus of Acme Dairy Road at the point of abandonment of the public right-of-way.

This construction shall be concurrent with the paving and drainage improvements for the site. Any and all costs associated with the construction shall be paid by the property owner. These costs shall include, but are not limited to, utility relocations and acquisition of any additional required right-of-way.

a. Permits required from Palm Beach County for this construction shall be obtained prior to the issuance of the first building permit. (BLDG PERMIT: MONITORING-Eng)

b. Construction shall be completed prior to the issuance of the first Certificate of Occupancy. (CO: MONITORING-Eng)

5. Prior to the issuance of the first building permit, the property owner shall provide a temporary roadway construction easement to Palm Beach County for that portion adjacent to Lyons Road and Flavor Pict Road for both the development and preserve parcels. This roadway construction easement shall also contain an isosceles trapezoid connecting any required Corner Clips. The property owner shall not record these required easements or related documents. After final acceptance of the location, legal sketches and dedication documents, Palm Beach County shall record all appropriate deeds and documents. (BLDG PERMIT: MONITORING-Eng)

6. Prior to issuance of the first building permit, the property owner shall provide to Palm Beach County sufficient public road drainage easement(s) through the project's internal drainage system, as required by and approved by the County Engineer, to provide legal positive outfall for runoff from those segments of:

- i. Lyons Road
- ii. Flavor Pict Road

Along the property frontage, including the preserve parcel frontages; and a maximum of an additional 800 feet of these adjacent roadway(s). The limits of this additional 800 feet of drainage shall be determined by the County Engineer. Said easements shall be no less than 20 feet in width. Portions

of such system not included within roadways or waterways dedicated for drainage purposes will be specifically encumbered by said minimum 20 foot drainage easement from the point of origin, to the point of legal positive outfall. The drainage system within the project shall have sufficient water quality, water quantity and, when necessary, compensating storage capacity within this project's system as required by all permitting agencies, as well as conveyance capacity to meet the storm water discharge and treatment requirements of Palm Beach County, the applicable Drainage District, and the South Florida Water Management District, for the combined runoff from the project to accommodate the ultimate Thoroughfare Plan Road Section(s) of the included segment. Specifically, one lane must be open during the 25-year, 3-day storm and the elevation for the 3-year, 1-day storm event shall provide sufficient freeboard to allow for efficient roadway drainage system design. If required and approved by the County Engineer, the property owner shall construct within the proposed drainage easements a minimum of 24 inch closed piping system and appropriate wingwall or other structures as required by and approved by the County Engineer. Elevation and location of the entire drainage system shall be approved by the County Engineer. Any and all excess fill material from excavation by Palm Beach County within said easements shall become the property of Palm Beach County which at its discretion may use this fill material. The Property Owner shall not record these required easements or related documents. After final acceptance of the location, legal sketches and dedication documents, Palm Beach County shall record all appropriate deeds and documents. (BLDG PERMIT: MONITORING-Eng)

[Note: Drainage for Flavor Pict Road and a portion of drainage for Lyons Road has been provided]

7. The property owner shall:

a. Prior to the recordation of the first plat, include in the homeowners documents and all sales contracts, as well as all sales brochures, Master Plans and related Site Plans a disclosure statement identifying Flavor Pict Road as a planned thoroughfare roadway adjacent to or through this property, including that some portions of the road will be elevated for a crossing over the Florida Turnpike. This shall also include the ultimate number of lanes for the road(s). Information which appears in written form shall appear in bold print. (PLAT: MONITORING-Eng)

b. Submit documentation of compliance with this condition on an annual basis to the Monitoring Section of Planning, Zoning and the Building Department. The next report shall be submitted on or before July 1, 2013 and shall continue on an annual basis until all units within the development have been sold or the property owner relinquishes control to the homeowners association. (DATE: MONITORING-Eng)

8. Prior to issuance of the first building permit within the affected pod, the property owner shall replat the preserve area fronting on Lyons Road to allow for legal access to the subdivision in accordance with Article 11. (BLDG PERMIT: MONITORING - Eng)

9. The property owner shall:

a. Receive approval for the abandonment of all of the portion of Acme Dairy Road required to be abandoned for development purposes prior to Final Subdivision Plan approval for the first subdivision plan that includes the abandonment area. The abandonment application must include information confirming that the application will not negatively affect legal access to any property. (DRO: ENGINEERING - Eng)

b. Notify the Homeowner's Association for Trails at Canyon of the proposed abandonment prior to application for abandonment of Acme Dairy Road. Alternately, if a developer is still in control of the Homeowner's Association at the time of application for the abandonment, the abandonment petitioner must notify the owners in the subdivision. Confirmation of this notification shall be submitted to the Land Development Division. (ONGOING: ENGINEERING -Eng)

10. The property owner shall enter into an agreement with Palm Beach County, approved by the County Attorney and County Engineer, to be responsible for maintenance of any portion of Acme Dairy Road where public interest remains but the right of way is utilized solely for access to the Valencia Assemblage development. This maintenance obligation must be acknowledged in the homeowner's association documents and the maintenance agreement must be recorded in the public records prior to recordation of the plat for this area. (PLAT: ENGINEERING - Eng)

11. Pursuant to the terms of the Atlantic Avenue Agreement, road impact fees and an additional contribution were prepaid for zoning control number 2004-00369. The prepaid total is creditable against road impact fees due for new development under this control number, provided that the parcel in the northeast quadrant of the Atlantic Ave/Lyons Road intersection remains a preservation parcel under this zoning control number. The credit amount does not vest property owner, or a successor in interest to the property, against future increases in road impact fee rates that may occur from time to time. Once the total road impact fee credit has been exhausted, property owner, or a successor in interest to the property, shall be required to pay additional road impact fees in accordance with Unified Land Development Code, Article 13. (ONGOING: ENGINEERING-Eng)

12. Prior to subdivision plan approval by the DRO for any subdivision plan encumbered by or affecting the rights granted under the existing easements recorded in ORB3631 PG725, ORB575 PG518, ORB352 PG386 and ORB12110 PG830, the property owner shall have the existing aforementioned easements released as required, and relocated if necessary, for development purposes. (DRO: ENGINEERING - Eng)

13. Prior to final approval of the Subdivision Plan by the DRO, the property owner shall record a restrictive covenant limiting the occupancy of the dwelling units to an age restricted community. The covenant shall be in a format approved by the County Attorney and County Engineer. (DRO: ENGINEERING-Eng)

LANDSCAPE - GENERAL

1. Field adjustment of berm and plant material locations may be permitted to provide pedestrian sidewalks/bike paths and to accommodate transverse utility or drainage easements crossings and existing vegetation. (BLDG PERMIT: LANDSCAPE - Zoning)

LANDSCAPE - PERIMETER

ALONG THE NORTH PROPERTY LINE (ABUTTING THE LWDD L-28 CANAL - BETWEEN THE RURAL PARKWAY AND ACME DAIRY ROAD)

2. Landscaping along the north property line abutting the LWDD L-28 canal between the Rural Parkway and Acme Dairy Road shall be upgraded to include:

- a. a continuous berm with a minimum height of two (2) feet;
- b. one (1) canopy tree planted for each twenty (20) linear feet of the property line;
- c. one (1) palm or pine tree for each thirty (30) linear feet of property line; and,
- d. a continuous shrub planted on the plateau of the berm, to be maintained at a minimum height of four (4) feet; and,
- e. the overall height of the berm/shrub combination shall be maintained at a minimum height of seven (7) feet, to be achieved within one year following installation. (DRO: ZONING-

Zoning)

LAKE WORTH DRAINAGE DISTRICT

1. Prior to Final DRO Approval LWDD will require that the rights-of-way for the L-28 Canal and E-2W Canal are tied to an accepted control (as shown for the L-29 Canal; original tract lines for PBFCP). This information needs to be reflected on all plans showing LWDD's canals. (DRO: DRO-LWDD)

PALM TRAN

1. Prior to Plat Recordation, the property owner shall convey and/or dedicate to Palm Beach County an easement for a Bus Stop Boarding and Alighting Area in a form with terms and conditions approved by Palm Tran. Supporting documentation, including but not limited to a location sketch, legal description, affidavit of ownership, attorney title opinion and other related documents as deemed necessary by Palm Tran is required. (BLDG PERMIT/PLAT:MONITORING/ENG -Palm Tran)

PLANNED DEVELOPMENT

1. Prior to recordation of the first plat, all property included in the legal description of the application shall be subject to a Declaration of Restrictions and Covenants acceptable to the County Attorney's office which shall include the following:

- a. formation of a single 'master' Property Owner's Association (POA), automatic voting membership in the master association by any party holding title to any portion of the subject property, and assessment of all members of the master association for the cost of maintaining all common areas;
- b. all recreation parcels shall be deed restricted to recreation for the use of the residents of the development. At the time of turnover of the POA/HOA, the recreation parcel shall be turned over to the association at no cost to the residents; and,
- c. The property shall not be subject to the Declaration of Restrictions in phases. Approval of the Declaration must be obtained from the County Attorney's office prior to the recordation of the first plat for any portion of the Development Area. This Declaration shall be amended when additional units are added to the PUD. (PLAT: ENG - Cty Atty)

PLANNING

1. The PUD shall be limited to a maximum of 698 dwelling units and shall meet 60/40 AGR-PUD requirements. All units associated with the preserve parcels shall be assigned to the Development area. No approved, unbuilt units may be transferred outside the development area. (ONGOING: PLANNING - Planning)

2. Prior to Final Master Plan (FMP) approval by the Development Review Officer (DRO), the applicant shall provide a 100 foot Lyons Road Rural Parkway Landscape Plan with cross section details for both the Parkway adjacent to the Development area and the Parkway adjacent to the preserve parcel at Atlantic and Lyons. All of these items shall be subject to approval by the Planning Division and Engineering Department. The Rural Parkway Landscape Plan to include, but not be limited to, the following items:

- a. Flowering trees;
- b. Undulating berms, no taller than five feet and landscaped with native vegetation; and
- c. Benches/pedestrian gathering area. One (1) pedestrian gathering area shall be provided within the 100-foot wide Lyons Road Rural Parkway along the Development Area project frontage.
- d. The amount of landscape material in the Atlantic and Lyons Preserve parcel portion of the Lyons Road Rural Parkway may contain a reduced amount of landscaped material, subject to approval by the Planning Division. However, one (1) bench and one (1) pedestrian gathering area, will still be required in the Atlantic and Lyons Preserve parcel portion of the Lyons Road Rural Parkway.
- e. The following are minimum quantities of vegetation that shall be required for the Rural Parkway adjacent to the development area:
 - 1. Provide 1 canopy tree for each 1,200 square feet.
 - a. Up to 20 percent of canopy trees may be flowering.
 - b. Spacing of trees to be no more than 100' apart.
 - 2. Small trees (maximum mature growth estimated to be no more than 12 feet) may be substituted for canopy trees at a rate of 2 for 1 not to exceed 20 percent of required canopy tree quantity.
 - 3. Provide a minimum of one palm tree for each 4,000 square feet of area; palms to be clustered in groups of 3 minimum; no maximum or minimum spacing between clusters.
 - 4. Provide one plant for each 200 square feet of area, utilizing a minimum of 50 percent of the required quantity in a layered design to include ground cover (mature or maintained growth not exceeding 24 inches, small shrubs (mature or maintained growth not to exceed 48 inches) and large shrubs (mature or maintained growth greater than 48 inches).
 - 5. Undulating berms, where possible, no taller than 5 feet from adjacent roadway grade; waived within 200 feet of a development entry or other vehicular access-way.
 - 6. Sod remaining area.
 - 7. Minimum 90 percent native trees, 60 percent native shrubs.
- f. The following are minimum quantities of vegetation that shall be required for the Rural Parkway adjacent to the AGR Preserve at Atlantic and Lyons:
 - 1. One canopy tree per 2,000 square feet.
 - 2. Undulating berms, where possible, no taller than feet' from adjacent roadway grade; waived within 200 feet of a development entry or other vehicular access-way.
 - 3. Sod or seed remaining area.
 - 4. Minimum 90 percent native trees, 60 percent native shrubs. (DRO:PLANNING/ENGINEERING-Planning)

3. Prior to approval by the Development Review Officer (DRO) of the Final Master Plan for the development area, a management plan for each added or amended preservation parcel with the exception of the 100 foot Lyons Road Rural Parkway Easement preserve parcels shall be submitted. The management plan shall contain a legal description and sketch of the parcel, an inventory of existing uses and environmental assets on the site, and a plan for exotic removal and maintenance. (DRO: PLANNING-Planning)

4. Prior to Final Master Plan approval by the Development Review Officer (DRO), the developer shall add a "Preservation Area/Proposed Uses" notes section on the Master Plan and ensure the same language is contained within in the Conservation Easement to include the following:

The purpose of the preserve area(s) are to support, preserve and perpetuate bona fide agricultural and open space uses of the Property, and to preserve any environmentally significant upland or wetland habitats located on the Property.

1. Permitted Uses. Grantor may use the Property for:

- a. Crop production, pasture, equestrian activities, wholesale or retail nursery operation or fallow land;
- b. Construction and maintenance of structures essential to the uses listed in subsection 1a., above, such as barns, stables, pumps, and pump houses, but specifically excluding agricultural support structures such as processing facilities, which are prohibited;
- c. Maintenance and occupation of security, caretaker, farm worker or grooms quarters, or other residential structure provided that the quarters or structure is used solely for one of the purposes listed under Table 3.E.1 B-10 of the Code, any applicable special permit is obtained for such use, and requisite density exists on the Property for such use;
- d. A Water Preserve Area if designated by the South Florida Water Management District ("SFWMD"), or for regional water management purposes as certified by either Lake Worth Drainage District or SFWMD, or for water management purposes not directly related to the Project if approved by the Palm Beach County Department of Environmental Resources Management ("ERM") and managed for environmental resource values;
- e. Wetland restoration and maintenance, or bona fide agriculture as defined by the Code; and
- f. Those other activities authorized within a Preservation Area under Table 3.E.1. B-10 of the Code and consistent with applicable provisions of the Comp Plan.

2. Prohibited Uses.

Any use of or on the Property that is not specifically listed or included in Section 1, above, or that is inconsistent with agricultural, environmentally significant uplands or wetlands, or open space preservation is prohibited. (DRO/ONGOING: PLANNING-Planning)

5. Prior to the Final Master Plan approval by the Development Review Officer (DRO), the Master Plan shall be amended to include a notation at a location on the north western edges of the Valencia Assemblage development area, in addition to the entrance road location, that will allow pedestrian access from the developable area to the Lyons Road Rural Parkway. The notation shall read "pedestrian cross access to be mulched or paved to the western line, which may be gated with carded or keyed access for only residents of the Valencia Assemblage PUD." (DRO/ONGOING: PLANNING-Planning)

6. Prior to or concurrent with the plat for the Valencia Assemblage development area, the conservation easement for the 100' Lyons Road Rural Parkway Preserve Area adjacent to the development area and at the Atlantic and Lyons intersection, shall be recorded, as approved by the County Attorney's Office, the Engineering Department, and the Planning Division. The conservation easement for the 100 foot Lyons Road Rural Parkway Preserve Area shall contain:

- a. A Rural Parkway Conceptual Landscape Plan to include, but not be limited to, the following items:
 - i. Flowering trees;
 - ii. Undulating berms, no taller than five feet and landscaped with native vegetation; and

iii. Benches/pedestrian gathering area with a water fountain as previously depicted. One (1) pedestrian gathering area shall be provided within the 100-foot wide Lyons Road Rural Parkway along this project frontage.

iv. The amount of landscape material in the Atlantic and Lyons Preserve parcel portion of the Lyons Road Rural Parkway may contain a reduced amount of landscaped material, subject to approval by the Planning Division. However, one (1) bench and one (1) pedestrian gathering area will still be required in the Atlantic and Lyons Preserve parcel portion of the Lyons Road Rural Parkway.

b. The Rural Parkway easement shall not include:

i. Walls;

ii. No structures shall be allowed in the Rural Parkway Easement with the exception of a bus shelter, benches/pedestrian gathering area, and a water fountain.

c. The Rural Parkway easement may include:

i. A ten (10) foot utility easement located adjacent to the Lyons Road right-of-way and a bus easement;

ii. Other drainage/utility easements may only be permitted which transverse (run perpendicular to) the Lyons Road Rural Parkway Easement to place drainage/utilities in the developable portion of the PUD.

iii. Other drainage easements may be permitted in the Rural Parkway Easement for the purposes of draining the Rural Parkway subject to approval by the County Engineering Department and the Planning Division.

d. A maintenance agreement for continual maintenance of the Rural Parkway that will contain language allowing for the transfer of maintenance to the Homeowners Association or; a deed to the County for the County's ownership and maintenance.

e. Title insurance for these easements shall be provided to Palm Beach County subject to approval by the County Attorney and in an amount acceptable to the Department of Environmental Resources Management and the Planning Division.

f. Should the 100-foot wide Lyons Road Rural Parkway conservation easement not be placed on this property in a form acceptable to the County Attorney, Engineering Department, and Planning Division, prior to March 1, 2014, then the approval of this Development Order (DO) shall be scheduled for review by the Board of County Commissioners with a recommendation by staff to revoke the Development Order. (PLAT/DATE: MONITORING/PLANNING - Planning)

7. Prior to recordation of a Plat for the Valencia Assemblage Developable area, the applicant is responsible for the recordation of the Conservation Easements for all of the Preserve parcels, and include on said easements, language limiting these parcels to Agricultural Reserve preservation uses as permitted by the Comprehensive Plan Objective 1.5 and Policies hereunder of the Future Land Use Element. Title insurance for these easements shall be provided to Palm Beach County subject to approval by the County Attorney and in an amount acceptable to the Department of Environmental Resources Management and the Planning Division. Should the conservation easements not be placed on these properties in a form acceptable to the County Attorney prior to March 1, 2015, then the approval of this Development Order (DO) shall be scheduled for review by the Board of County Commissioners. (PLAT:DATE-Planning/ERM/CoAttny)

8. Prior to the 200th building permit, the property owner shall commence the construction of the Rural Parkway through the Rural Parkway easements consistent with the Staff approved Rural Parkway Sketch and Landscape Plan. (BLDG PERMIT: MONITORING-Planning-Eng)

9. Prior to the issuance of a certificate of occupancy for any unit within the pod where the pedestrian cross access point(s) is located, the petitioner shall mulch or pave pedestrian cross access point(s) to the edge of the western property line to the Rural Parkway easement at the location shown on the final certified Preliminary Development Plan that will read "pedestrian cross access to be mulched or paved to the western property line, which may be gated card access for only residents of the Valencia Assemblage PUD." (CO: MONITORING-Planning)

10. Prior to the issuance of the 250th Certificate of Occupancy (CO), the property owner shall complete construction of the Rural Parkway according to the approved landscape plan. (CO: MONITORING - Planning)

PROPERTY & REAL ESTATE MANAGEMENT

1. Platting & Deed.

The Property Owner shall provide Palm Beach County Board of County Commissioners with a Statutory Warranty Deed on a net 2.29 acre public civic site (net usable area minus any buffers), in a location and form acceptable to Facilities, Development & Operations Department (FD&O) by August 1, 2014. Property Owner to plat and dedicate the civic site to Palm Beach County prior to conveying the deed, and shall have satisfied each of the following conditions prior to deed conveyance.

a) Title

Property Owner to provide a title policy insuring marketable title to Palm Beach County for the civic site and any easements that service the civic site as required by the County Attorney's office. All title exception documentation to be provided to County. Policy is subject to Property & Real Estate Management Department's (PREM) and County Attorney's approval. The title policy to be insured to Palm Beach County for a dollar value based on current market appraisal of the proposed civic site or the Contract purchase price on a per acre basis if the contract purchase was concluded within the previous 24 month period. If an appraisal is required it shall be obtained by the Property Owner. The Property Owner shall release the County from all Declarations of Covenants and Conditions of the P.U.D. or other restrictive covenants as they may apply to the civic site.

b) Concurrency

Property Owner to assign sufficient traffic trip capacity such that the traffic volume associated with a County facility shall be attached to the civic site and recorded on the concurrency reservation for the entire PUD. The Property Owner shall be provided with input as to the size of a structure (and proposed use) which the civic site would support and the corresponding amount of trips. If no County use is applied to the civic site, Property Owner shall assign sufficient traffic trip capacity equivalent to the number of units the civic would support if it were a residential pod.

c) Taxes

All ad valorem real estate taxes and assessments for the year of acceptance shall be pro-rated to include the day of acceptance.

d) Site condition

Civic site to be free and clear of all trash and debris at the time of acceptance of the Statutory Warranty Deed.

e) Retention and Drainage

Property Owner shall provide all retention, detention, and drainage required for any future development of the proposed civic site by the County. Property Owner shall specifically address the following issues:

1) The discharge of surface water from the proposed civic site into the Property Owner's water retention basins.

2) As easement across Property Owner's property from the proposed civic site to the retention basins, if required.

f) On-Site Inspections

By acceptance of these conditions Property Owner agrees to allow the County to perform any on site inspections and testing deemed appropriate to support the acquisition of the civic site.

g) Vegetation Permit

Property Owner to perform a tree survey and obtain a vegetation clearing permit. If it is determined by PREM that clearing is not required at time of conveyance, the cost of such clearing shall be paid to the County.

h) Buildable Grade

Prepare civic site to buildable grade under the direction of the Facilities Development & Operations Department. Site shall be stabilized with 1) sod and watered or, 2) seeded, mulched and watered (until seed has established itself) to the satisfaction of Facilities Development and Operations.

i) Water & Sewer

Property Owner to provide water and sewer stubbed out to the property line and other required utilities as determined by PREM.

(DATE:MONITORING-PREM)

2. Survey

The Property Owner shall provide the County with a survey certified to Palm Beach County of the proposed civic site by June 6, 2014. Survey shall reflect the boundary and topographical areas of the site and the surveyor shall use the following criteria:

a) The survey shall meet all County PPM's and Standards as well as Florida Minimum Technical Standards as defined by Florida's Administrative Code Chapter 5J-17.050-052.

b) If this parcel is a portion of Palm Beach Farms, sufficient data to make a mathematical overlay should be provided.

c) The survey should include a location of any proposed water retention area that will border the civic site.

Survey is also subject to the County's approval of any proposed or existing easements within the proposed civic site and all title exceptions are to be shown on the survey. (DATE:MONITORING-PREM)

3. Environmental Survey

The Property Owner shall provide PREM with an Environmental Assessment certified to Palm Beach County of the proposed civic site by June 6, 2014. The minimum assessment which is required is commonly called a "Phase I Audit". The audit shall describe the environmental conditions of the property and identify the past and current land use.

The assessment will include but not be limited to the following:

a) Review of property abstracts for all historical ownership data for evidence of current and past land use of the proposed civic site.

b) Review of local, state, and federal regulatory agency's enforcement and permitting records for indication of prior groundwater or soil contamination. Also, a review of the neighboring property that borders the proposed civic site will be required. The review shall include, but not be limited to, Palm Beach County Environmental Resources Management Department Records, and Florida Department of Regulation Records.

The assessment shall reflect whether the civic site or any bordering property is on the following lists:

- 1) EPA's National Priorities list (NPL)
- 2) Comprehensive Environmental Response Compensation and Liability Act System List (CERCLA)
- 3) Hazardous Waste Data Management System List (HWDMS).

c) Review of current and historical aerial photographs of the proposed civic site. Provide a recent aerial showing site and surrounding properties.

d) The results of an on-site survey to describe site conditions and to identify potential area of contamination.

e) Review of Wellfield Protection Zone maps to determine if property is located in a Wellfield Zone.

If the Phase I audit indicates that a Phase II is necessary, then the property owner shall be required to provide that audit as well. (DATE:MONITORING-PREM)

4. Cash-Out

The Property Owner may request to exchange the required on-site dedication of land for cash of equal value or off-site land equal in acreage, however, this option shall be used only upon County approval when the County has established that the cash or offsite land enhances or supports a County property, facility or function in the general vicinity of the PUD. In addition, should the off-site land option be chosen, each PREM condition listed in numbers 1, 2 & 3 above will also apply. If the land off-site is of less cash value than the on-site dedication the Property Owner shall contribute cash equal to the difference in values. Valuation of the on-site and off-site land shall be subject to the County appraisal process and be at the cost of the Property Owner. If off-site land or cash contribution is accepted by Palm Beach County, the Property Owner shall be deemed to have satisfied the intent of ULDC. (ONGOING:PREM)

SCHOOL BOARD

1. Prior to Final Site Plan certification, the applicant shall provide a "Declaration and Restrictive Covenant" which prohibits children less than nineteen years of age from residing in the community. This declaration shall be recorded in the public records for Palm Beach County in a form and manner acceptable to the School Board and the County Attorney. (DRC: SCHOOL BOARD-Co Att.)

COMPLIANCE

1. In granting this approval, the Board of County Commissioners relied upon the oral and written representations of the property owner/applicant both on the record and as part of the application process. Deviations from or violation of these representations shall cause the approval to be presented to the Board of County Commissioners for review under the compliance condition of this approval. (ONGOING: MONITORING - Zoning)

2. Failure to comply with any of the conditions of approval for the subject property at any time may result in:

- a. The issuance of a stop work order; the issuance of a cease and desist order; the denial or revocation of a building permit; the denial or revocation of a Certificate of Occupancy (CO); the denial of any other permit, license or approval to any developer, owner, lessee, or user of the subject property; the revocation of any other permit, license or approval from any developer, owner, lessee, or user of the subject property; revocation of any concurrency; and/or
- b. The revocation of the Official Map Amendment, Conditional Use, Requested Use, Development Order Amendment, and/or any other zoning approval; and/or
- c. A requirement of the development to conform with the standards of the Unified Land Development Code (ULDC) at the time of the finding of non-compliance, or the addition or modification of conditions reasonably related to the failure to comply with existing conditions; and/or
- d. Referral to code enforcement; and/or
- e. Imposition of entitlement density or intensity.

Staff may be directed by the Executive Director of PZ&B or the Code Enforcement Special Master to schedule a Status Report before the body which approved the Official Zoning Map Amendment, Conditional Use, Requested Use, Development Order Amendment, and/or other zoning approval, in accordance with the provisions of Section 2.E of the ULDC, in response to any flagrant violation and/or continued violation of any condition of approval. (ONGOING: MONITORING - Zoning)

DISCLOSURE OF OWNERSHIP INTERESTS - PROPERTY

TO: PALM BEACH COUNTY PLANNING, ZONING AND BUILDING EXECUTIVE DIRECTOR, OR HIS OR HER OFFICIALLY DESIGNATED REPRESENTATIVE

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, this day personally appeared N. Maria Menendez, hereinafter referred to as "Affiant," as a Vice President of Delray Beach Associates I, LLC, a Florida limited liability company, who being by me first duly sworn, under oath, deposes and states as follows:

1. Affiant is a Vice President of Delray Beach Associates I, LLC, a Florida limited liability company, which company holds the fee simple ownership interest in the real property legally described on the attached Exhibit "A" (the "Property"). The Property is the subject of an application for Comprehensive Plan amendment or Development Order approval with Palm Beach County.
2. Affiant's address is 1600 Sawgrass Corporate Parkway, Suite 400, Sunrise, Florida 33323.
3. Attached hereto as Exhibit "B" is a complete listing of the names and addresses of every person or entity having a five percent or greater interest in the Property. Disclosure does not apply to an individual's or entity's interest in any entity registered with the Federal Securities Exchange Commission or registered pursuant to Chapter 517, Florida Statutes, whose interest is for sale to the general public.
4. Affiant acknowledges that this Affidavit is given to comply with Palm Beach County policy and will be relied upon by Palm Beach County in its review of application for Comprehensive Plan amendment or Development Order approval affecting the Property. Affiant further acknowledges that he or she is authorized to execute this Disclosure of Ownership Interests on behalf of any and all individuals or entities holding a five percent or greater interest in the Property.
5. Affiant further acknowledges that he or she shall by affidavit amend this disclosure to reflect any changes to ownership interests in the Property that may occur before the date of final public hearing on the application for Comprehensive Plan amendment or Development Order approval.
6. Affiant further states that Affiant is familiar with the nature of an oath and with the penalties provided by the laws of the State of Florida for falsely swearing to statements under oath.

7. Under penalty of perjury, Affiant declares that Affiant has examined this Affidavit and to the best of Affiant's knowledge and belief it is true, correct, and complete.

FURTHER AFFIANT SAYETH NAUGHT.

N. Maria Menendez

N. Maria Menendez, as a Vice President of Delray Beach Associates I, LLC, a Florida limited liability company

The foregoing instrument was acknowledged before me this 14 day of February, 2012, by N. Maria Menendez, as a Vice President of Delray Beach Associates I, LLC, a Florida limited liability company, [X] who is personally known to me or [] who has produced _____ as identification and who did take an oath.

Paola Cameron

Notary Public

Paola Cameron

(Print Notary Name)

NOTARY PUBLIC
State of Florida at Large
My Commission Expires: _____



Paola Cameron
COMMISSION # DD983531
EXPIRES: JUN. 25, 2014
www.AARONNOTARY.com

EXHIBIT "A"

PROPERTY

DESCRIPTION: (VALENCIA ASSEMBLAGE PRESERVE NO. 9)

A CERTAIN PARCEL OF LAND LYING IN SECTION 17, TOWNSHIP 46 SOUTH, RANGE 42 EAST, PALM BEACH COUNTY, FLORIDA, SAID PARCEL ALSO BEING A PORTION OF TRACTS 75 THROUGH 81, 88, 105, 112 THROUGH 120 AND ALL OF TRACTS 82 THROUGH 87 AND 106 THROUGH 111, BLOCK 17, PALM BEACH FARMS COMPANY PLAT NO. 1 AS RECORDED IN PLAT BOOK 2, PAGES 26 THROUGH 28, PUBLIC RECORDS OF PALM BEACH COUNTY, FLORIDA, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE CALCULATED WEST ONE-QUARTER (1/4) CORNER OF AFORESAID SECTION 17 AS PER THE PALM BEACH COUNTY SURVEY DEPARTMENT SECTIONAL BREAKDOWN OF SAID SECTION 17; THENCE NORTH 89°27'41" EAST, ALONG THE EAST-WEST ONE QUARTER (1/4) SECTION LINE OF SECTION 17, A DISTANCE OF 181.55 FEET TO A POINT ON THE EAST RIGHT-OF-WAY LINE OF LYONS ROAD AS RECORDED IN OFFICIAL RECORDS BOOK 21885, PAGE 1690, SAID PUBLIC RECORDS, THENCE NORTH 01°03'00" WEST ALONG SAID EAST RIGHT-OF-WAY LINE, A DISTANCE OF 8.02 FEET TO THE POINT OF THE BEGINNING, BEING ON THE SOUTH LINE OF LAKE WORTH DRAINAGE DISTRICT (LWDD) L-33 CANAL AS PER CHANCERY CASE 407 (OFFICIAL RECORDS BOOK 6495, PAGE 761), THE NORTH 35.64 FEET OF TRACTS 73 THROUGH 80, BLOCK 17, THENCE NORTH 89°01'50" EAST, ALONG THE SOUTH LINE OF SAID NORTH 35.64 FEET OF TRACTS 75 THROUGH 80, A DISTANCE OF 1930.94 FEET; THENCE SOUTH 01°07'06" EAST, A DISTANCE OF 990.86 FEET; THENCE NORTH 88°52'54" EAST, A DISTANCE OF 660.00 FEET TO A POINT ON THE WEST LINE OF THE EAST 40.00 FEET OF THE TRACTS 88, 105, AND 120, SAID LINE ALSO BEING THE WESTERLY RIGHT-OF-WAY LINE OF STARKEY ROAD PER DEED BOOK 716 PAGE 592, PUBLIC RECORDS OF PALM BEACH COUNTY, FLORIDA; THENCE SOUTH 01° 07' 06" EAST ALONG SAID WEST RIGHT-OF-WAY LINE, A DISTANCE OF 1649.44 FEET, THENCE ALONG THE NORTH RIGHT-OF-WAY LINE OF ATLANTIC AVENUE (ALSO KNOWN AS STATE ROAD 806) AS RECORDED IN OFFICIAL RECORDS BOOK 19969, PAGE 876, SAID PUBLIC RECORDS FOR THE FOLLOWING FIVE (5) DESCRIBED COURSES, SOUTH 44°05'23" WEST, A DISTANCE OF 56.36 FEET TO A POINT ON A LINE WHICH LIES 110.00 FEET NORTH OF, AND PARALLEL TO, THE SOUTH LINE OF THE SOUTHEAST 1/4 OF SECTION 17; THENCE SOUTH 89°17' 57" WEST, ALONG SAID PARALLEL LINE, A DISTANCE OF 182.92 FEET TO A POINT WHICH LIES 110.00 FEET NORTH OF, AND PARALLEL TO, THE SOUTHWEST 1/4 OF SECTION 17; THENCE NORTH 89° 58' 59" WEST, ALONG SAID PARALLEL LINE, A DISTANCE OF 1990.75 FEET; THENCE NORTH 00°01'01" EAST, A DISTANCE OF 4.00 FEET TO A POINT ON A LINE WHICH LIES 114.00 FEET NORTH OF, AND PARALLEL TO THE SOUTHWEST 1/4 OF SECTION 17; THENCE NORTH 89°58'59" WEST, ALONG SAID PARALLEL LINE, A DISTANCE OF 53.86 FEET TO A POINT ON THE WEST LINE OF TRACT 114, BLOCK 17, AFORESAID PALM BEACH FARMS COMPANY PLAT NO. 1, THENCE NORTH 01°01'05" WEST, ALONG SAID WEST TRACT LINE, A DISTANCE OF 440.36 FEET TO A POINT ON THE SOUTH LINE OF THE NORTH 240.00 FEET OF SAID TRACT 113, BLOCK 17, PALM BEACH FARMS COMPANY PLAT NO. 1; THENCE SOUTH 89°09'51" WEST ALONG SAID SOUTH LINE OF THE NORTH 240.00 FEET OF SAID TRACT 113, A DISTANCE OF 315.29 FEET TO A POINT ON THE PREVIOUSLY DESCRIBED EAST RIGHT-OF-WAY LINE OF LYONS ROAD AS RECORDED IN OFFICIAL RECORDS BOOK 21885, PAGE 1690, SAID PUBLIC RECORDS; THENCE ALONG SAID EAST RIGHT-OF-WAY LINE FOR THE FOLLOWING THREE (3) DESCRIBED COURSES; NORTH 01°03'00" WEST, A DISTANCE OF 436.51 FEET; THENCE SOUTH 88°57'00" WEST, A DISTANCE OF 12.00 FEET; THENCE NORTH 01°03'00" WEST, A DISTANCE OF 1760.75 FEET TO THE POINT OF THE BEGINNING.

CONTAINING 139.786 ACRES MORE OF LESS.

EXHIBIT "B"

DISCLOSURE OF OWNERSHIP INTERESTS IN PROPERTY

Affiant must identify all entities and individuals owning five percent or more ownership interest in the Property. Affiant must identify individual owners. For example, if Affiant is an officer of a corporation or partnership that is wholly or partially owned by another entity, such as a corporation, Affiant must identify the other entity, its address, and the individual owners of the other entity. Disclosure does not apply to an individual's or entity's interest in any entity registered with the Federal Securities Exchange Commission or registered pursuant to Chapter 517, Florida Statutes, whose interest is for sale to the general public.

1. Itzhak Ezratti, having an address of 1600 Sawgrass Corporate Parkway, Suite 400, Sunrise, Florida 33323.

2. Maya Ezratti-Rosenblum, individually and/or through trusts for her interests, having an address of 1600 Sawgrass Corporate Parkway, Suite 400, Sunrise, Florida 33323.

3. Misha Ezratti, individually and/or through trusts for his interests, having an address of 1600 Sawgrass Corporate Parkway, Suite 400, Sunrise, Florida 33323.

4. Maxie Ezratti, individually and/or through trusts for her interests, having an address of 1600 Sawgrass Corporate Parkway, Suite 400, Sunrise, Florida 33323.

5. AmFin Financial Corporation (f/k/a AmTrust Financial Corporation) having an address of 25700 Science Park Drive, Landmark Center, Suite 365, Beachwood, Ohio 44122, a debtor under Bankruptcy Case No. 09-21323 pending in the United States Bankruptcy Court for the Northern District of Ohio, through its wholly owned subsidiary, Amtrust Real Estate Investments, Inc.

DISCLOSURE OF OWNERSHIP INTERESTS - PROPERTY

TO: PALM BEACH COUNTY PLANNING, ZONING AND BUILDING EXECUTIVE DIRECTOR, OR HIS OR HER OFFICIALLY DESIGNATED REPRESENTATIVE


STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, this day personally appeared N. Maria Menendez, hereinafter referred to as "Affiant," as a Vice President of G.L. Homes of Palm Beach Corporation, a Florida corporation, the general partner of G.L. Homes of Palm Beach Associates, Ltd., a Florida limited partnership, who being by me first duly sworn, under oath, deposes and states as follows:

1. Affiant is a Vice President of G.L. Homes of Palm Beach Corporation, a Florida corporation, the general partner of G.L. Homes of Palm Beach Associates, Ltd., a Florida limited partnership, which partnership holds the fee simple ownership interest in the real property legally described on the attached Exhibit "A" (the "Property"). The Property is the subject of an application for Comprehensive Plan amendment or Development Order approval with Palm Beach County.
2. Affiant's address is 1600 Sawgrass Corporate Parkway, Suite 400, Sunrise, Florida 33323.
3. Attached hereto as Exhibit "B" is a complete listing of the names and addresses of every person or entity having a five percent or greater interest in the Property. Disclosure does not apply to an individual's or entity's interest in any entity registered with the Federal Securities Exchange Commission or registered pursuant to Chapter 517, Florida Statutes, whose interest is for sale to the general public.
4. Affiant acknowledges that this Affidavit is given to comply with Palm Beach County policy, and will be relied upon by Palm Beach County in its review of application for Comprehensive Plan amendment or Development Order approval affecting the Property. Affiant further acknowledges that he or she is authorized to execute this Disclosure of Ownership Interests on behalf of any and all individuals or entities holding a five percent or greater interest in the Property.
5. Affiant further acknowledges that he or she shall by affidavit amend this disclosure to reflect any changes to ownership interests in the Property that may occur before the date of final public hearing on the application for Comprehensive Plan amendment or Development Order approval.
6. Affiant further states that Affiant is familiar with the nature of an oath and with the penalties provided by the laws of the State of Florida for falsely swearing to statements under oath.

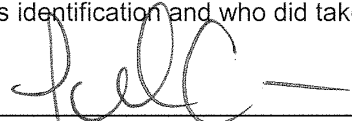
7. Under penalty of perjury, Affiant declares that Affiant has examined this Affidavit and to the best of Affiant's knowledge and belief it is true, correct, and complete.

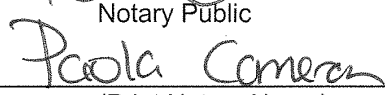
FURTHER AFFIANT SAYETH NAUGHT.



 N. Maria Menendez, as a Vice President of G.L. Homes of Palm Beach Corporation, a Florida corporation, the general partner of G.L. Homes of Palm Beach Associates, Ltd., a Florida limited partnership

The foregoing instrument was acknowledged before me this 14 day of February, 2012, by N. Maria Menendez, as a Vice President of G.L. Homes of Palm Beach Corporation, a Florida corporation, the general partner of G.L. Homes of Palm Beach Associates, Ltd., a Florida limited partnership, [X] who is personally known to me or [] who has produced _____ as identification and who did take an oath.



 Notary Public


 (Print Notary Name)

NOTARY PUBLIC
 State of Florida at Large
 My Commission Expires: _____



EXHIBIT "A"

PROPERTY

LEGAL DESCRIPTION:

PORTION OF CANYON SPRINGS PRESERVE PLAT 5, RECORDED IN PLAT BOOK 107, PAGE 112 OF THE PUBLIC RECORDS OF PALM BEACH COUNTY, FLORIDA

TOGETHER WITH

PORTION OF CANYON SPRINGS PRESERVE PLAT 2, RECORDED IN PLAT BOOK 107, PAGE 105 OF THE PUBLIC RECORDS OF PALM BEACH COUNTY, FLORIDA

TOGETHER WITH

PORTION OF CANYON ISLES PRESERVE PLAT 1, RECORDED IN PLAT BOOK 104, PAGE 139 OF THE PUBLIC RECORDS OF PALM BEACH COUNTY, FLORIDA

TOGETHER WITH:

VALENCIA ASSEMBLAGE PRESERVE No. 10 (10.760 ACRES)

BEING A PORTION OF A PORTION OF TRACT A-1, CANYON ISLES PRESERVE PLAT ONE, AS RECORDED IN PLAT BOOK 104, PAGES 139 AND 140, OF THE PUBLIC RECORDS OF PALM BEACH COUNTY, FLORIDA AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE NORTHEAST CORNER OF SAID TRACT A-1; THENCE SOUTH 00°26'28" EAST ALONG THE EAST LINE OF SAID TRACT A-1, A DISTANCE OF 379.58 FEET; THENCE ALONG THE SOUTHERLY BOUNDARY OF SAID TRACT A-1 FOR THE FOLLOWING THREE (3) DESCRIBED COURSES, SOUTH 89°36'30" WEST, A DISTANCE OF 989.98 FEET; THENCE SOUTH 00°23'30" EAST, A DISTANCE OF 20.00 FEET, TO A POINT OF RADIAL INTERSECTION WITH A CURVE, CONCAVE SOUTHERLY, WHOSE RADIUS POINT BEARS SOUTH 00°23'30" EAST FROM SAID POINT, HAVING A RADIUS OF 2,160.00 FEET AND A CENTRAL ANGLE OF 09°34'00"; THENCE WESTERLY, ALONG THE ARC OF SAID CURVE TO THE LEFT, A DISTANCE OF 360.66 FEET TO A POINT OF INTERSECTION WITH A NON-TANGENT LINE; THENCE NORTH 39°07'46" EAST, A DISTANCE OF 321.79 FEET; THENCE NORTH 26°34'43" EAST, A DISTANCE OF 203.53 FEET; THENCE NORTH 89°36'30" EAST ALONG THE NORTH LINE OF SAID TRACT A-1, A DISTANCE OF 1,051.56 FEET TO THE POINT OF BEGINNING.

TOGETHER WITH ALL OF TRACT A-2, CANYON ISLES PRESERVE PLAT ONE, AS RECORDED IN PLAT BOOK 104, PAGES 139 AND 140, OF THE PUBLIC RECORDS OF PALM BEACH COUNTY, FLORIDA.

CONTAINING 10.760 ACRES, MORE OR LESS.

TOGETHER WITH:

VALENCIA ASSEMBLAGE PRESERVE No. 11

BEING A PORTION OF TRACT "A-1", CANYON SPRINGS PRESERVE PLAT NO. 2, AS RECORDED IN PLAT BOOK 107, PAGES 105 THROUGH 107, PUBLIC RECORDS OF PALM BEACH COUNTY, FLORIDA AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE NORTHEAST CORNER OF SAID TRACT "A-1", CANYON SPRINGS PRESERVE PLAT NO. 2; THENCE SOUTH 00°26'28" EAST ALONG THE EAST LINE OF SAID TRACT "A-1", A DISTANCE OF 2,084.78 FEET; THENCE SOUTH 89°36'30" WEST ALONG THE SOUTH LINE OF SAID TRACT "A-1", A DISTANCE OF 1,051.56 FEET; THENCE NORTH 26°34'43" EAST, A DISTANCE OF 234.37 FEET; THENCE SOUTH 82°55'09" EAST, A DISTANCE OF 496.45 FEET; THENCE NORTH 49°54'03" EAST, A DISTANCE OF 198.17 FEET; THENCE NORTH 00°26'28" WEST ALONG A LINE 300.34 FEET WEST OF (AS MEASURED AT RIGHT ANGLES TO) AND PARALLEL WITH SAID EAST LINE OF TRACT "A-1", A DISTANCE OF 1,813.86 FEET; THENCE NORTH 89°36'30" EAST ALONG THE NORTH LINE OF SAID TRACT "A-1", A DISTANCE OF 300.34 FEET TO THE POINT OF BEGINNING.

CONTAINING 17.352 ACRES, MORE OR LESS.

TOGETHER WITH:

VALENCIA ASSEMBLAGE PRESERVE No. 12

BEING A PORTION OF TRACT "A", CANYON SPRINGS PRESERVE PLAT NO. 5, AS RECORDED IN PLAT BOOK 107, PAGES 112 THROUGH 114, PUBLIC RECORDS OF PALM BEACH COUNTY, FLORIDA AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE SOUTHEAST CORNER OF SAID TRACT "A", CANYON SPRINGS PRESERVE PLAT NO. 5; THENCE SOUTH 89°36'30" WEST ALONG THE SOUTH LINE OF SAID TRACT "A", A DISTANCE OF 300.01 FEET; THENCE NORTH 00°26'28" WEST ALONG A LINE 300.01 FEET WEST OF (AS MEASURED AT RIGHT ANGLES TO) AND PARALLEL WITH THE EAST LINE OF SAID TRACT "A" , A DISTANCE OF 1,283.88 FEET; THENCE SOUTH 89°36'32" WEST, A DISTANCE OF 975.00 FEET, TO A POINT OF INTERSECTION WITH A NON-TANGENT CURVE, CONCAVE WESTERLY, WHOSE RADIUS POINT BEARS NORTH 79°17'06" WEST, HAVING A RADIUS OF 1,740.00 FEET AND A CENTRAL ANGLE OF 04°31'47"; THENCE NORTHERLY, ALONG THE ARC OF SAID CURVE TO THE LEFT AND ALONG THE EASTERLY RIGHT-OF-WAY LINE OF ACME DAIRY ROAD , AS RECORDED IN OFFICIAL RECORDS BOOK 18673, PAGE 7, OF SAID PUBLIC RECORDS, A DISTANCE OF 137.56 FEET, TO A POINT OF INTERSECTION WITH A NON-TANGENT LINE; THENCE NORTH 89°36'32" EAST, A DISTANCE OF 1,253.76 FEET; THENCE SOUTH 00°26'28" EAST ALONG SAID EAST LINE OF TRACT "A", A DISTANCE OF 1,419.77 FEET TO THE POINT OF BEGINNING.

CONTAINING 12.784 ACRES, MORE OR LESS.

EXHIBIT "B"**DISCLOSURE OF OWNERSHIP INTERESTS IN PROPERTY**

Affiant must identify all entities and individuals owning five percent or more ownership interest in the Property. Affiant must identify individual owners. For example, if Affiant is an officer of a corporation or partnership that is wholly or partially owned by another entity, such as a corporation, Affiant must identify the other entity, its address, and the individual owners of the other entity. Disclosure does not apply to an individual's or entity's interest in any entity registered with the Federal Securities Exchange Commission or registered pursuant to Chapter 517, Florida Statutes, whose interest is for sale to the general public.

1. Itzhak Ezratti, having an address of 1600 Sawgrass Corporate Parkway, Suite 400, Sunrise, Florida 33323.
2. Maya Ezratti-Rosenblum, individually and/or through trusts for her interests, having an address of 1600 Sawgrass Corporate Parkway, Suite 400, Sunrise, Florida 33323.
3. Misha Ezratti, individually and/or through trusts for his interests, having an address of 1600 Sawgrass Corporate Parkway, Suite 400, Sunrise, Florida 33323.
4. Maxie Ezratti, individually and/or through trusts for her interests, having an address of 1600 Sawgrass Corporate Parkway, Suite 400, Sunrise, Florida 33323.

DISCLOSURE OF OWNERSHIP INTERESTS – PROPERTY

[TO BE COMPLETED AND EXECUTED BY THE PROPERTY OWNER(S) FOR EACH APPLICATION FOR COMPREHENSIVE PLAN AMENDMENT OR DEVELOPMENT ORDER]

TO: PALM BEACH COUNTY PLANNING, ZONING AND BUILDING EXECUTIVE DIRECTOR, OR HIS OR HER OFFICIALLY DESIGNATED REPRESENTATIVE

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, this day personally appeared Lionel Gray, hereinafter referred to as "Affiant," who being by me first duly sworn, under oath, deposes and states as follows:

1. Affiant is the individual or President *[position - e.g., president, partner, trustee]* of One Mile Properties, LLC, a Florida Limited Liability Corporation *[name and type of entity - e.g., ABC Corporation, XYZ Limited Partnership]* that holds an ownership interest in real property legally described on the attached Exhibit "A" (the "Property"). The Property is the subject of an application for Comprehensive Plan amendment or Development Order approval with Palm Beach County.

Affiant's address is:

One Mile Properties, LLC
15321 One Mile Road
Delray Beach, FL 33446

2. Attached hereto as Exhibit "B" is a complete listing of the names and addresses of every person or entity having a five percent or greater interest in the Property. Disclosure does not apply to an individual's or entity's interest in any entity registered with the Federal Securities Exchange Commission or registered pursuant to Chapter 517, Florida Statutes, whose interest is for sale to the general public.
3. Affiant acknowledges that this Affidavit is given to comply with Palm Beach County policy, and will be relied upon by Palm Beach County in its review of application for Comprehensive Plan amendment or Development Order approval affecting the Property. Affiant further acknowledges that he or she is authorized to execute this Disclosure of Ownership Interests on behalf of any and all individuals or entities holding a five percent or greater interest in the Property.
4. Affiant further acknowledges that he or she shall by affidavit amend this disclosure to reflect any changes to ownership interests in the Property that may occur before the date of final public hearing on the application for Comprehensive Plan amendment or Development Order approval.

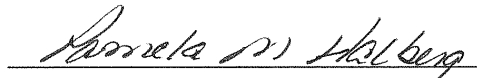
- 5. Affiant further states that Affiant is familiar with the nature of an oath and with the penalties provided by the laws of the State of Florida for falsely swearing to statements under oath.
- 6. Under penalty of perjury, Affiant declares that Affiant has examined this Affidavit and to the best of Affiant's knowledge and belief it is true, correct, and complete.

FURTHER AFFIANT SAYETH NAUGHT.

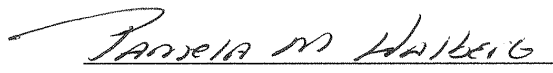


 Lionel Gray, Affiant

The foregoing instrument was acknowledged before me this 10 day of FEB, 2012, by Lionel Gray, the President of One Mile Properties, LLC, [] who is personally known to me or [] who has produced _____ as identification and who did take an oath.



 Notary Public



 (Print Notary Name)

NOTARY PUBLIC

State of Florida at Large

My Commission Expires: June 5, 2014

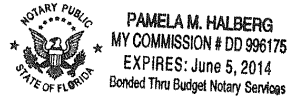


EXHIBIT "A"

PROPERTY

All of Tract 'Y' of "Canyon Lakes Preserve Area No. 5" according to the Plat thereof, as recorded in Plat Book 101, Pages 173 through 175 of the Public Records of Palm Beach County, Florida.

EXHIBIT "B"

DISCLOSURE OF OWNERSHIP INTERESTS - PROPERTY

Affiant must identify all entities and individuals owning five percent or more ownership interest in the Property. Affiant must identify individual owners. For example, if Affiant is an officer of a corporation or partnership that is wholly or partially owned by another entity, such as a corporation, Affiant must identify the other entity, its address, and the individual owners of the other entity. Disclosure does not apply to an individual's or entity's interest in any entity registered with the Federal Securities Exchange Commission or registered pursuant to Chapter 517, Florida Statutes, whose interest is for sale to the general public.

| Name | Address | Ownership Interest |
|-------------|---|--------------------|
| Lionel Gray | 15321 One Mile Road Delray Beach, FL 33446 | 100% |
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DISCLOSURE OF OWNERSHIP INTERESTS - APPLICANT

TO: PALM BEACH COUNTY PLANNING, ZONING AND BUILDING EXECUTIVE DIRECTOR, OR HIS OR HER OFFICIALLY DESIGNATED REPRESENTATIVE

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, this day personally appeared N. Maria Menendez, hereinafter referred to as "Affiant," as the Vice President of Delray Beach Associates I, LLC, a Florida limited liability company, who being by me first duly sworn, under oath, deposes and states as follows:

1. Affiant is the Vice President of Delray Beach Associates I, LLC, a Florida limited company (the "Applicant"). Applicant seeks Comprehensive Plan amendment or Development Order approval for the real property legally described on the attached Exhibit "A" (collectively, the "Property").
2. Affiant's address is 1600 Sawgrass Corporate Parkway, Suite 400, Sunrise, Florida 33323.
3. Attached hereto as Exhibit "B" is a complete listing of the names and addresses of every person or entity having a five percent or greater interest in the Applicant. Disclosure does not apply to an individual's or entity's interest in any entity registered with the Federal Securities Exchange Commission or registered pursuant to Chapter 517, Florida Statutes, whose interest is for sale to the general public.
4. Affiant acknowledges that this Affidavit is given to comply with Palm Beach County policy, and will be relied upon by Palm Beach County in its review of Applicant's application for Comprehensive Plan amendment or Development Order approval. Affiant further acknowledges that he or she is authorized to execute this Disclosure of Ownership Interests on behalf of the Applicant.
5. Affiant further acknowledges that he or she shall by affidavit amend this disclosure to reflect any changes to ownership interests in the Applicant that may occur before the date of final public hearing on the application for Comprehensive Plan amendment or Development Order approval.
6. Affiant further states that Affiant is familiar with the nature of an oath and with the penalties provided by the laws of the State of Florida for falsely swearing to statements under oath.

7. Under penalty of perjury, Affiant declares that Affiant has examined this Affidavit and, to the best of Affiant's knowledge and belief, it is true, correct, and complete.

FURTHER AFFIANT SAYETH NAUGHT.

N. Maria Menendez

N. Maria Menendez, as the Vice President of Delray Beach Associates I, LLC, a Florida limited liability company

The foregoing instrument was acknowledged before me this 14 day of February, 2012, by N. Maria Menendez, as the Vice President of Delray Beach Associates I, LLC, a Florida limited liability company, [X] who is personally known to me or [] who has produced _____ as identification and who did take an oath.

Paola Cameron

Notary Public

Paola Cameron

(Print Notary Name)

NOTARY PUBLIC
State of Florida at Large
My Commission Expires: _____



Paola Cameron
COMMISSION # DD983531
EXPIRES: JUN. 25, 2014
WWW.AARONNOTARY.com

EXHIBIT "A"**PROPERTY**

DESCRIPTION: VALENCIA ASSEMBLAGE – DEVELOPMENT PARCEL

BEING A PORTION OF TRACT "Y", CANYON LAKES PRESERVE AREA NO. 5, AS RECORDED IN PLAT BOOK 101, PAGES 173 THROUGH 175, A PORTION OF TRACT A-1 AND TRACT C, CANYON ISLES PRESERVE PLAT ONE, AS RECORDED IN PLAT BOOK 104, PAGES 139 AND 140, A PORTION OF TRACT "A-1", TRACT "A-2" AND TRACT "B", CANYON SPRINGS PRESERVE PLAT NO. 2, AS RECORDED IN PLAT BOOK 107, PAGES 105 THROUGH 107 AND A PORTION OF TRACT "A", CANYON SPRINGS PRESERVE PLAT NO. 5, AS RECORDED IN PLAT BOOK 107, PAGES 112 THROUGH 114, ALL OF THE PUBLIC RECORDS OF PALM BEACH COUNTY, FLORIDA TOGETHER WITH A PORTION OF ACME DAIRY ROAD RIGHT-OF-WAY ACCORDING TO OFFICIAL RECORDS BOOK 7542, PAGE 1239 AND OFFICIAL RECORDS BOOK 18673, PAGE 7 AND A PORTION OF A ROAD, DYKE AND DITCH RESERVATION 30 FEET IN WIDTH, LYING BETWEEN TRACTS 9, 24, 41, 56 AND TRACTS 8, 25, 40 AND 57, BLOCK 63 ACCORDING TO PALM BEACH FARMS COMPANY PLAT NO. 3, AS RECORDED IN PLAT BOOL 2, PAGES 45 THROUGH 54, ALL OF SAID PUBLIC RECORDS OF PALM BEACH COUNTY, FLORIDA AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE SOUTHWEST CORNER OF SAID TRACT "Y", CANYON LAKES PRESERVE AREA NO. 5; THENCE NORTH 00°23'30" WEST ALONG THE BOUNDARY LINE OF SAID TRACT "Y", A DISTANCE OF 1,335.00 FEET; THENCE SOUTH 89°36'30" WEST ALONG THE BOUNDARY LINE OF SAID TRACT "Y", A DISTANCE OF 860.03 FEET; THENCE NORTH 00°23'30" WEST ALONG A LINE 100.00 FEET EAST OF (AS MEASURED AT RIGHT ANGLES TO) AND PARALLEL WITH THE WEST LINE OF SAID TRACT "Y", A DISTANCE OF 1,305.00 FEET; THENCE NORTH 89°36'30" EAST ALONG THE NORTH LINE OF SAID TRACT "Y", A DISTANCE OF 2,495.08 FEET; THENCE SOUTH 00°23'29" EAST ALONG THE EAST LINE OF SAID TRACT "Y", A DISTANCE OF 5.64 FEET; THENCE NORTH 89°36'30" EAST ALONG THE NORTH LINE OF SAID TRACTS "A-1" AND "A-2", SAID CANYON SPRINGS PRESERVE PLAT NO. 2, AND THEIR WESTERLY EXTENSION, A DISTANCE OF 374.97 FEET; THENCE ALONG THE NORTH BOUNDARY OF SAID TRACT "A-1", CANYON SPRINGS PRESERVE PLAT NO. 2 FOR THE FOLLOWING EIGHT (8) DESCRIBED COURSES, SOUTH 00°26'28" EAST, A DISTANCE OF 0.36 FEET; THENCE NORTH 89°36'30" EAST, A DISTANCE OF 660.00 FEET; THENCE NORTH 00°26'28" WEST, A DISTANCE OF 0.36 FEET; THENCE NORTH 89°36'30" EAST, A DISTANCE OF 660.00 FEET; THENCE SOUTH 00°26'28" EAST, A DISTANCE OF 0.36 FEET; THENCE NORTH 89°36'30" EAST, A DISTANCE OF 330.00 FEET; THENCE NORTH 00°26'28" WEST, A DISTANCE OF 0.36 FEET; THENCE NORTH 89°36'30" EAST, A DISTANCE OF 29.66 FEET; THENCE DEPARTING SAID NORTH LINE, SOUTH 00°26'28" EAST ALONG A LINE 300.34 FEET WESTERLY OF (AS MEASURED AT RIGHT ANGLES TO) AND PARALLEL WITH THE EAST LINE OF SAID TRACT "A-1", CANYON SPRINGS PRESERVE PLAT NO. 2, A DISTANCE OF 1,813.86 FEET; THENCE SOUTH 49°54'03" WEST, A DISTANCE OF 198.17 FEET; THENCE NORTH 82°55'09" WEST, A DISTANCE OF 496.45 FEET; THENCE SOUTH 26°34'43" WEST, A DISTANCE OF 437.90 FEET; THENCE SOUTH 39°07'46" WEST, A DISTANCE OF 321.79 FEET, TO A POINT OF INTERSECTION WITH A NON-TANGENT CURVE, CONCAVE SOUTHERLY, HAVING A RADIUS OF 2,160.00 FEET, WHOSE RADIUS POINT BEARS SOUTH 09°57'30" EAST FROM SAID POINT AND A CENTRAL ANGLE OF 09°03'36"; THENCE WESTERLY, ALONG THE SOUTH LINE OF SAID TRACT A-I, CANYON ISLES PRESERVE PLAT ONE FOR THE FOLLOWING TWO (2) DESCRIBED COURSES AND ALONG THE ARC OF SAID CURVE TO THE LEFT, A DISTANCE OF 341.55 FEET, TO A POINT OF REVERSE CURVATURE WITH A CURVE, CONCAVE NORTHERLY, HAVING A RADIUS OF 2,040.00 FEET AND A CENTRAL ANGLE OF 03°34'26"; THENCE WESTERLY, ALONG THE ARC OF SAID CURVE TO THE RIGHT, A DISTANCE OF 127.25 FEET, TO A POINT OF INTERSECTION WITH A NON-TANGENT LINE; THENCE SOUTH 89°36'30" WEST ALONG THE SOUTH LINE OF SAID TRACT A-I, CANYON ISLES PRESERVE PLAT ONE AND ALONG THE SOUTH LINE OF SAID TRACT "Y", CANYON LAKES PRESERVE AREA NO. 5, A DISTANCE OF 2,190.49 FEET TO THE POINT OF BEGINNING.

TOGETHER WITH THE FOLLOWING DESCRIBED PARCEL OF LAND:

COMMENCE AT THE SOUTHEAST CORNER OF SAID TRACT "A", CANYON SPRINGS PRESERVE PLAT NO. 5; THENCE SOUTH 89°36'30" WEST ALONG THE SOUTH LINE OF SAID TRACT "A", A DISTANCE OF 300.01 FEET TO THE POINT OF BEGINNING; THENCE ALONG THE BOUNDARY OF SAID TRACT "A" FOR THE FOLLOWING SEVEN (7) DESCRIBED COURSES, SOUTH 89°36'30" WEST, A DISTANCE OF 1,767.35 FEET, TO A POINT OF INTERSECTION WITH A NON-TANGENT CURVE, CONCAVE SOUTHEASTERLY, HAVING A RADIUS OF 1,560.00 FEET, WHOSE RADIUS POINT BEARS SOUTH 60°29'59" EAST FROM SAID POINT AND A CENTRAL ANGLE OF 16°40'42"; THENCE NORTHEASTERLY, ALONG THE ARC OF SAID CURVE TO THE RIGHT, A DISTANCE OF 454.10 FEET, TO A POINT OF REVERSE CURVATURE WITH A CURVE, CONCAVE NORTHWESTERLY, HAVING A RADIUS OF 1,740.00 FEET AND A CENTRAL ANGLE OF 22°01'29"; THENCE NORTHEASTERLY, ALONG THE ARC OF SAID CURVE TO THE LEFT, A DISTANCE OF 668.86 FEET, TO A POINT OF REVERSE CURVATURE WITH A CURVE, CONCAVE SOUTHEASTERLY, HAVING A RADIUS OF 32.00 FEET AND A CENTRAL ANGLE OF 47°19'17"; THENCE NORTHEASTERLY, ALONG THE ARC OF SAID CURVE TO THE RIGHT, A DISTANCE OF 26.43 FEET, TO A POINT OF REVERSE CURVATURE WITH A CURVE, CONCAVE WESTERLY, HAVING A RADIUS OF 77.00 FEET AND A CENTRAL ANGLE OF 100°02'46"; THENCE NORTHERLY, ALONG THE ARC OF SAID CURVE TO THE LEFT, A DISTANCE OF 134.45 FEET, TO A POINT OF REVERSE CURVATURE WITH A CURVE, CONCAVE EASTERLY, HAVING A RADIUS OF 32.00 FEET AND A CENTRAL ANGLE OF 47°19'17"; THENCE NORTHERLY, ALONG THE ARC OF SAID CURVE TO THE RIGHT, A DISTANCE OF 26.43 FEET, TO A POINT OF REVERSE CURVATURE WITH A CURVE, CONCAVE WESTERLY, HAVING A RADIUS OF 1,740.00 FEET AND A CENTRAL ANGLE OF 08°02'08"; THENCE NORTHERLY, ALONG THE ARC OF SAID CURVE TO THE LEFT, A DISTANCE OF 244.03 FEET; THENCE LEAVING SAID BOUNDARY LINE, NORTH 89°36'32" EAST, A DISTANCE OF 975.00 FEET; THENCE SOUTH 00°26'28" EAST ALONG A LINE 300.01 FEET WESTERLY OF (AS MEASURED AT RIGHT ANGLES TO) AND PARALLEL WITH THE EAST LINE OF SAID TRACT "A", CANYON SPRINGS PRESERVE PLAT NO. 5, A DISTANCE OF 1,283.88 FEET TO THE POINT OF BEGINNING.

CONTAINING 272.119 ACRES, MORE OR LESS.

EXHIBIT "B"**DISCLOSURE OF OWNERSHIP INTERESTS IN APPLICANT**

Affiant must identify all entities and individuals owning five percent or more ownership interest in Applicant's corporation, partnership or other principal, if any. Affiant must identify individual owners. For example, if Affiant is the officer of a corporation or partnership that is wholly or partially owned by another entity, such as a corporation, Affiant must identify the other entity, its address, and the individual owners of the other entity. Disclosure does not apply to an individual's or entity's interest in any entity registered with the Federal Securities Exchange Commission or registered pursuant to Chapter 517, Florida Statutes, whose interest is for sale to the general public.

1. Itzhak Ezratti, having an address of 1600 Sawgrass Corporate Parkway, Suite 400, Sunrise, Florida 33323.

2. Maya Ezratti-Rosenblum, individually and/or through trusts for her interests, having an address of 1600 Sawgrass Corporate Parkway, Suite 400, Sunrise, Florida 33323.

3. Misha Ezratti, individually and/or through trusts for his interests, having an address of 1600 Sawgrass Corporate Parkway, Suite 400, Sunrise, Florida 33323.

4. Maxie Ezratti, individually and/or through trusts for her interests, having an address of 1600 Sawgrass Corporate Parkway, Suite 400, Sunrise, Florida 33323.

5. AmFin Financial Corporation (f/k/a AmTrust Financial Corporation) having an address of 25700 Science Park Drive, Landmark Center, Suite 365, Beachwood, Ohio 44122, a debtor under Bankruptcy Case No. 09-21323 pending in the United States Bankruptcy Court for the Northern District of Ohio, through its wholly owned subsidiary, Amtrust Real Estate Investments, Inc.

DISCLOSURE OF OWNERSHIP INTERESTS – PROPERTY

TO: PALM BEACH COUNTY PLANNING, ZONING AND BUILDING EXECUTIVE
DIRECTOR, OR HIS OR HER OFFICIALLY DESIGNATED REPRESENTATIVE

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, this day personally appeared MICHAEL MORTON
as MEMBER of Ravello LLC, a limited liability company, hereinafter referred
to as "Affiant," who being by me first duly sworn, under oath, deposes and states as
follows:

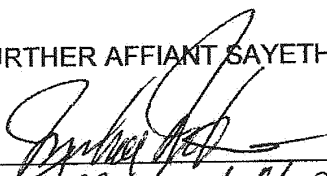
1. Affiant is a MEMBER of Ravello LLC, a limited liability company, that holds an ownership interest in real property legally described on the attached Exhibit "A" (the "Property"). The Property is the subject of an application for Comprehensive Plan amendment or Development Order approval with Palm Beach County.
2. Affiant's address is: 1001 Yamato Road, Suite 307
Boca Raton, FL 33431
3. Attached hereto as Exhibit "B" is a complete listing of the names and addresses of every person or entity having a five percent or greater interest in the Property. Disclosure does not apply to an individual's or entity's interest in any entity registered with the Federal Securities Exchange Commission or registered pursuant to Chapter 517, Florida Statutes, whose interest is for sale to the general public.
4. Affiant acknowledges that this Affidavit is given to comply with Palm Beach County policy, and will be relied upon by Palm Beach County in its review of application for Comprehensive Plan amendment or Development Order approval affecting the Property. Affiant further acknowledges that he or she is authorized to execute this Disclosure of Ownership Interests on behalf of any and all individuals or entities holding a five percent or greater interest in the Property.
5. Affiant further acknowledges that he or she shall by affidavit amend this disclosure to reflect any changes to ownership interests in the Property that may occur before the

date of final public hearing on the application for Comprehensive Plan amendment or Development Order approval.

6. Affiant further states that Affiant is familiar with the nature of an oath and with the penalties provided by the laws of the State of Florida for falsely swearing to statements under oath.

7. Under penalty of perjury, Affiant declares that Affiant has examined this Affidavit and to the best of Affiant's knowledge and belief it is true, correct, and complete.

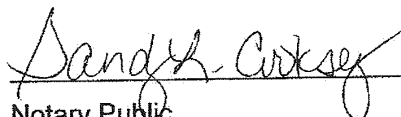
FURTHER AFFIANT SAYETH NAUGHT.



Michael Morton Affiant
(Print Affiant Name)

The foregoing instrument was acknowledged before me this 5th day of June, 2012, by Michael Morton, [] who is personally known to me or [] who has produced _____ as identification and who did take an oath.





Notary Public

(Print Notary Name)

NOTARY PUBLIC

State of Florida at Large

My Commission Expires: _____

EXHIBIT "A"

PROPERTY

DESCRIPTION: VALENCIA ASSEMBLAGES PRESERVE NO. 13 (Ravello Parcel)

A PARCEL OF LAND IN THE NORTHEAST 1/4 OF SECTION 1, TOWNSHIP 46 SOUTH, RANGE 41 EAST, PALM BEACH COUNTY, FLORIDA, ALSO BEING A PORTION OF A PARCEL DELINEATED ON THE ADAIR & BRADY, INC., SURVEY DRAWING NO. FP-1298, AS REVISED IN 1996, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHEAST CORNER OF SAID SECTION 1 AS MARKED BY AN 8" ROUND CONCRETE MONUMENT WITH A DISK INSCRIBED "PRECISE SURVEY CITY OF WEST PALM BEACH" AS SET BY BROCKWAY, WEBER & BROCKWAY; THENCE SOUTH 00° 54' 39" EAST (STATE PLANE GRID BEARING DATUM) ALONG THE EAST LINE OF SAID SECTION 1, A DISTANCE OF 2037.63 FEET TO AN IRON ROD; THENCE SOUTH 89° 28' 27" WEST, 250.09 FEET TO THE POINT OF BEGINNING; THENCE SOUTH 01° 10' 57" EAST ALONG THE WEST LINE OF STATE ROAD NO. 7, BEING THAT CERTAIN PARCEL NO. 106 CONVEYED TO THE STATE OF FLORIDA DEPARTMENT OF TRANSPORTATION BY THAT CERTAIN AGREED ORDER OF TAKING, DATED OCTOBER 23, 1998, RECORDED OCTOBER 27, 1998, IN OFFICIAL RECORDS BOOK 10715, PAGE 323, AS AMENDED IN OFFICIAL RECORDS BOOK 11572, PAGE 1097, PUBLIC RECORDS OF PALM BEACH COUNTY, FLORIDA, 261.83 FEET; THENCE SOUTH 89° 28' 27" WEST, 1167.26 FEET; THENCE NORTH 01° 05' 22" WEST ALONG THE EAST LINE OF TRACT "A", CANYON SPRINGS PRESERVE PLAT NO. 4, AS RECORDED IN PLAT BOOK 107, PAGES 110 AND 111, SAID PUBLIC RECORDS, 261.83 FEET; THENCE NORTH 89° 28' 27" EAST, 1166.83 FEET TO THE POINT OF BEGINNING.

CONTAINING 7.014 ACRES MORE OR LESS.

EXHIBIT "B"

DISCLOSURE OF OWNERSHIP INTERESTS - PROPERTY

Affiant must identify all entities and individuals owning five percent or more ownership interest in the Property. Affiant must identify individual owners. For example, if Affiant is an officer of a corporation or partnership that is wholly or partially owned by another entity, such as a corporation, Affiant must identify the other entity, its address, and the individual owners of the other entity. Disclosure does not apply to an individual's or entity's interest in any entity registered with the Federal Securities Exchange Commission or registered pursuant to Chapter 517, Florida Statutes, whose interest is for sale to the general public.

Name

Address

| | | |
|----------------|----------------------|------------------|
| Michael Morton | 7574 Playa Vista Way | Deerway Beach FL |
| Tobey Morton | 7574 Playa Vista Way | Deerway Beach FL |
| Bruce Morton | 100 Yamato Road | Deerway Beach FL |
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COBWRA

COALITION OF BOYNTON WEST
RESIDENTIAL ASSOCIATIONS
• P.O. BOX 740814, BOYNTON BEACH, FL 33474-0814 •

• SERVING WEST BOYNTON SINCE 1981 •
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April 20, 2012

Mr. Kevin Ratterree
GL Homes, Suite 400
1600 Sawgrass Corporate Parkway
Sunrise, FL 33323

Dear Kevin:

Regarding:

- (1) Amestoy DOA, Control No: 2005-0162; Application No: DOA-2012-00379
- (2) Canyon Lakes DOA, Control No: 2002-0067; Application No: DOA/PDD 2012-00380
- (3) Canyon Isles DOA, Control No: 2002-0068; Application No: DOA/PDD-2012-00382
- (4) Canyon Springs DOA, Control No: 2001-0069; Application No: DOA/PDD-2012-0383
- (5) Valencia Assemblage DOA, Control No: 2004-0369; Application No: ZV/DOA02012-00384
- (6) Amestoy Rezoning (Charter School), Control No: 2012-0090; Application No: Z-2012-00385
- (7) Gray Rezoning, Control No: 2012-0147; Application No: Z-2012-0622
- (8) Charter School – Conditional Use (Class A), Control No: 2012-0090; Application No: CA-2012-0389

This is my last official act as President of COBWRA, courtesy of President Stuart Caine.

At the COBWRA Delegates meeting on April 18, 2012, the Delegates voted overwhelmingly with only 3 Nay votes to recommend approval of all 8 requests as presented with no conditions.

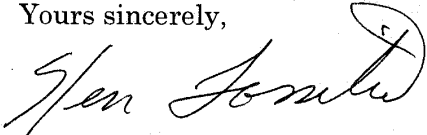
Thank you for explaining the proposals to the Delegates. I am certain the presentation helped many to understand the concepts better. COBWRA deeply appreciates GL Homes taking the lead to come forward with this scenario and for making an unrestricted site available for the Charter Schools.

• ABERDEEN • ALDEN RIDGE • AVALON ESTATES • BANYAN SPRINGS • BAY ESTATES • BELLAGGIO • BELLA VERDE • BENT TREE GARDENS WEST • BENT TREE VILLAS EAST • BENT TREE VILLAS WEST • BILTMORE TERRACE • BOYNTON OASIS • BOYNTON WATERS • BRIGHTON LAKES • CANYON ISLES • CANYON LAKES • CASCADE LAKES • COBBLESTONE CREEK • COCOA PINE ESTATES • COLONIAL ESTATES • CORAL LAKES • CORONADO ESTATES • COUNTRY FAIR • COUNTRY GREENS • CYPRESS CREEK • DELRAY DUNES • FAIRMONT PLACE • GRANDE PALMS • GREEN CAY VILLAGE • GREENTREE VILLAS • GROVE ISLE • HAMPTON LAKES • INDIAN SPRING • JAMAICA BAY • JOURNEY'S END • LAKE CHARLESTON • LAKERIDGE AT WESTCHESTER • LAKERIDGE FALLS • LAKERIDGE GREENS • LAKES OF WESTCHESTER • LANTERN KEY • LE CHALET • LEXINGTON LAKES • LIMETREE • MADISON LAKES • MAJESTIC ISLES • MELROSE PARK • MIRROR LAKES • MIZNER FALLS • NORTHPOINTE AT WESTCHESTER • NORTHREE • OAKWOOD LAKES • PALLADIUM • PALM CHASE • PALM CHASE LAKES • PALM ISLES • PALM ISLES WEST • PALM SHORES AT GABLES END • PINE TREE COUNTRY CLUB ESTATES • PINE TREE VILLAGE • PIPERS GLEN ESTATES • PLATINA • PONTE VECCHIO • PONTE VECCHIO WEST • PRESTWICK • QUAIL RIDGE • RAINBOW LAKES • RIVERMILL • ROYAL LAKES • SAN MARCO AT WESTCHESTER • SANDHURST • SAVANNAH ESTATES • STARLIGHT COVE • SUN VALLEY • SUN VALLEY EAST • TARA ESTATES • THE CASCADES • THE CLUB AT INDIAN LAKES • THE ENCLAVE AT WESTCHESTER • THE GROVE AT BOYNTON BEACH • TIVOLI LAKES • TIVOLI RESERVE • TUSCANY BAY • VALENCIA ISLES • VALENCIA LAKES • VALENCIA POINTE • VALENCIA SHORES • VENETIAN ISLES • VILLAGGIO • VILLAS OF PINE TREE • WYNDSONG ESTATES • WYNDSONG ISLE ESTATES (92 MEMBER COMMUNITIES AS OF MAY 15, 2011)

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It has been my pleasure to work with you these past three years and we thank you for your cooperation and helpful support.

Yours sincerely,

A handwritten signature in cursive script, appearing to read "Ken Lassiter". The signature is written in black ink and is positioned above the printed name.

Kenneth T. Lassiter
Now Immediate Past President

CC: The Honorable Burt Aaronson, Commissioner, District 5
Mrs. Barbara Alterman, Director PBC Planning Zoning & Building
Mrs. Karen Brill, Palm Beach County School Board, District 3
Mr. Jon P. MacGillis, Director, Zoning, PZ&B
Mrs. Carol Glasser, Zoning Division, PZ&B