MEMORANDUM

EPC
Substitute to
Agenda Item No. 2(A)

TO: Honorable Chairman Jean Monestime
and Members, Board of County Commissioners

DATE: August 27, 2015

FROM: R. A. Cuevas, Jr.
County Attorney

SUBJECT: Resolution directing the County Mayor to take all necessary actions to accomplish the acquisition of the property located at 413 NW 3rd Street, Miami, Florida at market value as established by appraisal; authorizing the conveyance of said property along with the adjoining County-owned property located at 401 NW 3rd Street, Miami, Florida to Dade Heritage Trust, Inc., a Florida not for profit corporation, at no cost, pursuant to section 125.379, Florida Statutes, for the construction of affordable housing and requiring the restoration of a historic cottage located thereon

This item differs from the original in that it 1) requires the affordable housing to be maintained solely for the elderly, 2) extends the completion date on the affordable housing to ten years, and 3) authorizes the use of the historical home on the property for public purposes related to affordable housing in the interim period prior to completion of the construction of the affordable housing.

The accompanying resolution was prepared and placed on the agenda at the request of Prime Sponsor Commissioner Bruno A. Barreiro.

R. A. Cuevas, Jr.
County Attorney

RAC/smm

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MEMORANDUM

(Revised)

TO: Honorable Chairman Jean Monestime
and Members, Board of County Commissioners

DATE: October 6, 2015

FROM: R. A. Cuevas, Jr.
County Attorney

SUBJECT: Agenda Item No.

Please note any items checked.

_____ **"3-Day Rule" for committees applicable if raised**

_____ **6 weeks required between first reading and public hearing**

_____ **4 weeks notification to municipal officials required prior to public hearing**

_____ **Decreases revenues or increases expenditures without balancing budget**

_____ **Budget required**

_____ **Statement of fiscal impact required**

_____ **Ordinance creating a new board requires detailed County Mayor's report for public hearing**

_____ **No committee review**

_____ **Applicable legislation requires more than a majority vote (i.e., 2/3's ____, 3/5's ____, unanimous _____) to approve**

_____ **Current information regarding funding source, index code and available balance, and available capacity (if debt is contemplated) required**

Approved _____ Mayor Agenda Item No.
Veto _____
Override _____

RESOLUTION NO. _____

RESOLUTION DIRECTING THE COUNTY MAYOR OR THE COUNTY MAYOR'S DESIGNEE TO TAKE ALL NECESSARY ACTIONS TO ACCOMPLISH THE ACQUISITION OF THE PROPERTY LOCATED AT 413 NW 3RD STREET, MIAMI, FLORIDA AT MARKET VALUE AS ESTABLISHED BY APPRAISAL; AUTHORIZING THE CONVEYANCE OF SAID PROPERTY ALONG WITH THE ADJOINING COUNTY-OWNED PROPERTY LOCATED AT 401 NW 3RD STREET, MIAMI, FLORIDA TO DADE HERITAGE TRUST, INC., A FLORIDA NOT FOR PROFIT CORPORATION, AT NO COST, PURSUANT TO SECTION 125.379, FLORIDA STATUTES, FOR THE CONSTRUCTION OF AFFORDABLE HOUSING AND REQUIRING THE RESTORATION OF A HISTORIC COTTAGE LOCATED THEREON; DECLARING THE COUNTY-OWNED PROPERTY AND THE ADJOINING PROPERTY AFTER ITS ACQUISITION AS SURPLUS; AUTHORIZING THE CHAIRPERSON OR VICE-CHAIRPERSON OF THE BOARD TO EXECUTE A COUNTY DEED ON BEHALF OF MIAMI-DADE COUNTY; DIRECTING THE COUNTY MAYOR OR THE COUNTY MAYOR'S DESIGNEE (1) TO REVISE THE COUNTY'S INVENTORY LIST OF AFFORDABLE HOUSING SITES TO INCLUDE SUCH PROPERTIES, (2) TO TAKE ALL ACTIONS NECESSARY TO ACCOMPLISH THE CONVEYANCE OF SAID PROPERTIES, AND TO ENFORCE THE PROVISIONS SET FORTH IN THE COUNTY DEEDS, (3) TO ENSURE THE PLACEMENT OF PROPER SIGNAGE ON SUCH PROPERTIES, AND (4) TO PROVIDE A STATUS REPORT REGARDING THE ACQUISITION WITHIN 120 DAYS; AND AUTHORIZING USE OF FUNDS FROM GRANT FROM BUILDING BETTER COMMUNITIES GENERAL OBLIGATION BOND PROGRAM PROJECT NO. 249 – "PRESERVATION OF AFFORDABLE HOUSING UNITS AND EXPANSION OF HOME OWNERSHIP"

WHEREAS, pursuant to Resolution No. R-487-02, the County accepted the conveyance of a property located in District 5 at 401 N.W. 3rd Street, Miami, folio number 01-0109-000-1270, improved with a historical wood frame cottage constructed in 1925 (the "County Property"); and

WHEREAS, in 2005, the County Property was declared as surplus and conveyed to Save-A-House, Inc. for renovation and future use as a community resource center and affordable housing, and including a reverter provision in the event that compliance with these requirements did not occur in the requisite timeframes; and

WHEREAS, Save-A-House, Inc. failed to renovate the historical home as required, and on May 8, 2012, the County Property was conveyed back to the County after the County exercised the reverter provision; and

WHEREAS, the County currently pays approximately $510.00 per year to maintain the County Property; and

WHEREAS, Dade Heritage Trust, Inc. ("Dade Heritage") is a Florida not for profit corporation with a mission to preserve the County's architectural and cultural heritage through advocacy, education, and restoration; and

WHEREAS, Dade Heritage has submitted to this Board an application, a copy of which is attached hereto as Exhibit "A," requesting that the County convey the County Property to the Dade Heritage at no cost, and advising that Dade Heritage will partner with Green Mills Group, LLC, an affordable housing developer, in order to accomplish the dual goal of developing rental affordable housing for the low-income elderly households, and preserving the historic cottage by incorporating the use of same into the affordable housing project; and

WHEREAS, the historical home located on the County Property is currently in a state of disrepair, and the Dade Heritage has estimated that a minimum of $250,000.00 will be required to restore and preserve same; and

WHEREAS, Dade Heritage seeks to utilize the adjacent vacant property located at 413 NW 3rd Street, Miami, folio number 01-0109-000-1260 (the "Adjoining Property"), in order to

assemble the properties and maximize the number of potential affordable housing units to be developed, while ensuring the renovation and preservation of the historic cottage; and

WHEREAS, the market value of the County Property as set forth in the Property Appraiser's website is $63,817.00, and the market value of the Adjoining Property as set forth in the County Appraiser's website is $127,500.00; and

WHEREAS, Dade Heritage is willing to commit to expending $250,000.00 in connection with the renovation, restoration, and preservation of the historic cottage; and

WHEREAS, it is necessary to perform due diligence on the Adjoining Property prior to its purchase, including an appraisal, title work (including lien searches) and an environmental assessment; and

WHEREAS, the purchase of the Adjoining Property would be funded with funds from the District 5 grant/allocation from Project No. 249 – "Preservation of Affordable Housing Units and Expansion of Home Ownership" of the Building Better Communities General Obligation Bond Program; and

WHEREAS, pursuant to Administrative Order No. 8-4, Miami-Dade Internal Services Department has announced the availability of the County Property to all County departments to determine if they are interested in the County Property, and no County departments have expressed an interest in the County Property; and

WHEREAS, the conveyance for the construction of affordable housing would promote community interest and welfare and serve the best interests of the County; and

WHEREAS, Section 125.379, Florida Statutes, requires each county to prepare an inventory list at least every three years of all real property that is appropriate for use as affordable housing and further allows the governing body of the County to revise the inventory list upon conclusion of a public hearing held before the governing body; and

WHEREAS, the County Property has not yet been included on the County's inventory list of affordable housing sites ("Affordable Housing Inventory List") as required by Section 125.379, Florida Statutes; and

WHEREAS, the Board desires to include the County Property on the Affordable Housing Inventory List, desires to include the Adjoining Property on the Affordable Housing Inventory List after acquisition, and finds that the Properties are appropriate for use as affordable housing; and

WHEREAS, the Properties would be conveyed to Dade Heritage pursuant to a County deed in substantially the form attached as Exhibit "B" (the "County Deed") including deed restrictions requiring that the Properties be maintained as affordable elderly housing [[~~, or in the alternative, affordable housing for elderly and low-income households~~]][1], requiring the >>renovation of the House within five years and<< completion of the construction of the affordable housing project within [[~~five~~]] >>10<< years and including milestones to be satisfied prior to such date, and additionally including a reverter provision; and

WHEREAS, Dade Heritage has advised the County that in order for Dade Heritage to obtain tax credits, Florida Housing Finance Corporation may require the replacement of the reverter provision and deed restrictions with a Declaration of Restrictive Covenants, which would include the deed restrictions but remove the reverter provision; and

WHEREAS, Dade Heritage has requested that the County include language in the County Deed permitting the County Mayor or the County Mayor's designee to remove the reverter and to replace the deed restrictions with a Declaration of Restrictive Covenants in order to ensure that the intent of this Board will continue to be met; and

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[1] The differences between the substitute and the original item are indicated as follows: Words stricken through and/or [[double bracketed]] shall be deleted, words underscored and/or >>double arrowed<< are added.

WHEREAS, Dade Heritage also has represented to the County that the inclusion of the afore-mentioned language in the County Deed should be sufficient to satisfy the Florida Housing Finance Corporation's low income tax credit requirements; and

WHEREAS, this Board has reviewed and is satisfied with the information on the County Property, which is required by Resolution No. R-376-11 and which is attached hereto as Exhibit "C" and incorporated by reference,

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF MIAMI-DADE COUNTY, FLORIDA, that:

Section 1. The foregoing recitals are incorporated in this resolution and are approved.

Section 2. This Board directs the County Mayor or the County Mayor's designee, to perform all necessary due diligence within 90 days from the effective date of this Resolution, including title work, environmental assessments, and any other evaluation which is necessary in his or her discretion to confirm that there are no issues impacting the County's intended purchase or conveyance, to identify and negotiate any liens on the Adjoining Property, and to procure an appraisal of the market value of the Adjoining Property.

Section 3. This Board directs the County Mayor or the County Mayor's designee to present a status report to this Board within 120 days of the effective date of this resolution, including any issues precluding or impacting the acquisition of the Adjoining Property, and shall place the completed report on an agenda of the Board pursuant to Ordinance No. 14-65. The Board further authorizes the County Mayor or the County Mayor's designee to proceed with the purchase of the Adjoining Property at appraised value if no issues are found which preclude the purchase after due diligence is completed. If any issues are found precluding or impacting the purchase of the Adjoining Property, then such issues shall be reported to the Board in the manner set forth herein, and the conveyance of the County Property will not proceed until further Board

action occurs. In the event that the County Mayor or the County Mayor's designee is unable to purchase the Adjoining Property from its property owner, then such issue shall be reported to the Board in the manner set forth herein, and the conveyance of the County Property will not proceed until further Board action occurs.

Section 4. This Board declares the County Property and the Adjoining Property, after its acquisition, as surplus, and directs the County Mayor or the County Mayor's designee to revise the County's inventory list of affordable housing sites to include the County Property and the Adjoining Property after its acquisition.

Section 5. If the Adjoining Property is purchased in accordance with the conditions set forth in Section 3, this Board hereby approves the conveyance at no cost of the County Property and the Adjoining Property to Dade Heritage pursuant to Section 125.379, Florida Statutes, for development as an affordable senior housing project, including no less than 50 units to be rented to low-income elderly households within [[~~five~~]]>>10<< years of the effective date of the conveyance. Dade Heritage shall be required, as a condition of the County Deed, to restore and renovate the historical cottage located on the County Property at a cost of no less than $250,000.00 >>within five years of the effective date of the conveyance<<. This Board authorizes the Chairperson or Vice-Chairperson of the Board to execute a County Deed in substantially the form attached hereto and made a part hereof as Exhibit "B," and authorizes the County Mayor or County Mayor's designee to take all actions necessary to effectuate this conveyance. In order to renovate the House and to develop the affordable housing described herein, Dade Heritage may lease the County Property and the Adjoining Property to Green Mills Holdings LLC or an affiliate thereof, subject to the County Deed restrictions.

[[~~**Section 6.** In the event that Dade Heritage is unable to construct affordable housing solely for the elderly due to circumstances beyond Dade Heritage's control and provides a~~

~~written request to the County to develop a mix of affordable housing for both low-income elderly households and other low-income households, the County Mayor or the County Mayor's designee is delegated the authority to provide written consent to Dade Heritage to construct affordable rental housing for low-income elderly households and other low-income families. Prior to providing such written consent to Dade Heritage, and no later than 45 days from Dade Heritage's written request, the County Mayor or the County Mayor's designee shall report same to this Board, and shall place the completed report on an agenda of the Board pursuant to Ordinance No. 14-65.~~]]

Section >>6<<[[~~7~~]]. In the event that Florida Housing Finance Corporation requires that the County Deed restrictions be replaced and that the reverter provision be removed in order for Dade Heritage to receive tax credits, the County Mayor or the County Mayor's designee, in his or her sole discretion, is authorized to replace the Deed Restrictions with a Declaration of Restrictive Covenants, and to remove the reverter, but only upon delivery of satisfactory written documentation by Dade Heritage that such removal and replacement is required by Florida Housing Finance Corporation in order for Dade Heritage to receive the tax credits. In the event that the County Mayor or the County Mayor's designee determines that such covenant is required, and that as a result of the execution of such instrument or covenant the County Deed needs to be corrected, this Board authorizes the Chairperson or Vice-Chairperson to execute a corrective County Deed in a form approved by the County Attorney's Office, and further authorizes the County Mayor or the County Mayor's designee to take all actions necessary to effectuate the removal of the reverter and the replacement of such deed restrictions with such covenant.

Section >>7<<[[~~8~~]]. This Board further directs the County Mayor or County Mayor's designee to appoint County staff to monitor compliance with the terms of this conveyance, and to

enforce the provisions of the County Deed and any subsequent Declaration of Restrictive Covenants.

Section >>8<<[[9]]. This Board directs the County Mayor or the County Mayor's designee to ensure that proper signage is placed on the County Property and Adjoining Property identifying the County's name and the name of the district commissioner.

Section >>9<<[[~~10~~]]. The Board directs the County Mayor or the County Mayor's designee, pursuant to Resolution No. R-974-09, to record in the public records the instrument(s) of reserving or creating a real property interest in favor of the County, including but not limited to all deeds and any Declaration of Restrictive Covenants and shall provide a copy of such recorded instrument(s) to the Clerk of the Board within 30 days of execution. The Board directs the Clerk of the Board, pursuant to Resolution No. R-974-09, to attach and permanently store a recorded copy of any instrument(s) provided in accordance herewith together with this resolution.

The Prime Sponsor of the foregoing resolution is Commissioner Bruno A. Barreiro. It was offered by Commissioner , who moved its adoption. The motion was seconded by Commissioner and upon being put to a vote, the vote was as follows:

Jean Monestime, Chairman
Esteban L. Bovo, Jr., Vice Chairman

Bruno A. Barreiro	Daniella Levine Cava
Jose "Pepe" Diaz	Audrey M. Edmonson
Sally A. Heyman	Barbara J. Jordan
Dennis C. Moss	Rebeca Sosa
Sen. Javier D. Souto	Xavier L. Suarez
Juan C. Zapata	

The Chairperson thereupon declared the resolution duly passed and adopted this 6th day of October, 2015. This resolution shall become effective upon the earlier of (1) 10 days after the date of its adoption unless vetoed by the County Mayor, and if vetoed, shall become effective only upon an override by this Board, or (2) approval by the County Mayor of this Resolution and the filing of this approval with the Clerk of the Board.

MIAMI-DADE COUNTY, FLORIDA
BY ITS BOARD OF
COUNTY COMMISSIONERS

HARVEY RUVIN, CLERK

By:_____
Deputy Clerk

Approved by County Attorney as
to form and legal sufficiency.

Debra Herman
Terrence A. Smith

EXHIBIT "A"

2014-2015 OFFICERS

PRESIDENT
Brian Alonso

FIRST VICE PRESIDENT
Venny Torre

SECOND VICE PRESIDENT
Judy Pruitt

TREASURER
Todd Tragash

ASSISTANT TREASURER
Vinson Richter

SECRETARY
Dolly MacIntyre

AT LARGE
Enid C. Pinkney
Megan Kelly

PAST PRESIDENT
Olga Vieira

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Alex Adams
Marcia Anderson
Federico Fernandez
Robert Flicker
Joseph Furst
Ruth Jacobs
Albert Menendez
Edmund Parnes
Lois Randall
Susan Shelley
Scott Silver
Sandra Suarez
Lilian Walby

ADVISORS
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Gary Held
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Jorge Hernandez
Sallye Jude
Penny Lambeth
Nancy Liebman
Bruce Matheson
Thomas J. Matkov
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George Neary
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Arva Moore Parks
Rafael Penalver
Elizabeth Plater-Zyberk
Jeanette Poole
Norah Schaefer
Don Slesnick II
Herb Sosa
Ellen Uguccioni
Mary Young

CEO
Becky Roper Matkov

VIA EMAIL

November 26th, 2014

Miami-Dade County Board of County Commission
c/o Debra Herman, Assistant County Attorney
111 NW 1st Street, Suite 2810
Miami, FL 33128

RE: Letter of Intent
County Owned Property Acquisition (401 NW 3 ST)

Dear Board Members,

We are pleased to present this Letter of Intent and welcome the opportunity to work in collaboration with Miami-Dade County. We share your goal of preserving Miami's history while creating new attractive and affordable housing for the elderly. This letter will outline in general terms the intent of the Dade Heritage Trust ("DHT" or its assigns) to acquire the county owned parcel located on 401 NW 3 ST from Miami-Dade County (the "County") for the purpose of restoring the existing cottage and building new affordable housing for the elderly.

Background:
Miami-Dade County currently owns parcel folio #01-0109-000-1270 and is in in the process of acquiring the adjacent parcel folio #01-0109-000-1260, (collectively the "Property"). Miami-Dade County wishes to encourage the restoration of the cottage located on the Property and the development of additional affordable housing for the elderly. The Dade Heritage Trust is a non-profit organization in the State of Florida whose mission is to preserve Miami-Dade County's architectural, cultural and environmental heritage through advocacy, education and restoration. The DHT has entered into a letter of intent with an affordable housing developer, Green Mills Group, LLC ("GM").

Property Acquisition:
DHT wishes to acquire the Property from Miami-Dade County. The Purchase Price shall be Ten Dollars and 00/100 Dollars ($10.00). The closing shall take place as soon permissible by the County.

Historic Preservation:
With the aide of various historic preservation grants, private donations or subsidies, DHT will restore and relocate the cottage on the Property. The exact location and timing of the work shall be coordinated between DHT, GM and the County and is subject to the availability of funding.

Development Plan:
DHT shall work with GM to develop affordable housing for the elderly. The number of residential units shall be based on the maximum permitted by the zoning code and which is financially feasible utilizing available financing sources, anticipated to be at least 50 residential units. GM will apply for County, State and Federal incentives to assists the overall project and will pursue Low Income Housing Tax Credits ("LIHTCs") or other alternative financing sources, making applications in the soonest available Request for which the Property can compete for funding.

190 SE 12th Terrace Miami, FL 33131 | Phone (305) 358.9572 | Fax (305) 358.1162
dadeheritage@dht.comcastbiz.net | www.dadeheritagetrust.org

Property Operations / Ownership:
As is customary with LIHTC financed affordable housing, if and when sufficient housing subsidies are procured, the property and the adjoining assemblage shall be owned by a single purpose entity (the "SPE"). GM shall be the manager of the SPE and shall be responsible for all property operations. The DHT shall have the right to use the restored cottage in perpetuity and in accordance with applicable laws. The specific use of the cottage shall be stipulated by a separate agreement between the DHT and the SPE owner.

Thank you for considering this letter of Intent. We look forward to working with the County on this important development.

Sincerely,

Brian C. Alonso
President, Dade Heritage Trust

EXHIBIT "B"

Instrument prepared by and returned to:
Debra Herman
Assistant County Attorney
111 N.W. 1st Street, Suite 2810
Miami, Florida 33128

Folio Nos. 01-0109-000-1270
01-0109-000-1260

COUNTY DEED

THIS DEED, made this _____day of _____, 2015 by **MIAMI-DADE COUNTY, a Political Subdivision of the State of Florida**, (hereinafter "County"), whose address is: Stephen P. Clark Center, 111 N.W. 1 Street, Miami, Florida 33128-1963, and **DADE HERITAGE TRUST, INC., a Florida not for profit corporation**, whose address is 190 S.E. 12th Terrace, Miami, Florida 33131.

***WITNESSETH*:**

That the County, for and in consideration of the sum of Ten Dollars and No/100 ($10.00) to it in hand paid by Dade Heritage Trust, Inc., receipt whereof is hereby acknowledged, has granted, bargained, and sold to Dade Heritage Trust, Inc., its successors and assigns (collectively "Dade Heritage"), the following described land lying and being in Miami-Dade County, Florida (hereinafter the "Properties"):

Lot 25, Block 90 North City of Miami, according to the Plat thereof, recorded in Plat Book B, Page 41, of the Public Records of Miami-Dade County, Florida

Lot 24, Block 90 North City of Miami, according to the Plat thereof, recorded in Plat Book B, Page 41, or the Public Records of Miami-Dade County, Florida

THIS CONVEYANCE IS SUBJECT TO all zoning, rules, regulations and ordinances and other prohibitions imposed by any governmental authority with jurisdiction over the Properties; existing public purpose utility and government easements and rights of way and other matters of record; taxes for the year of closing and subsequent years and the following restrictions:

1. That the Properties shall be developed with no less than 50 units of elderly affordable housing, as elderly is defined in Section 420.530, Florida Statutes. Dade Heritage shall rent such housing to low-income elderly households whose income ranges between 30% to 80% of Area Median Income (AMI) as determined by the United States Department of Housing and Urban Development for Miami-Dade County. [[~~In the event that Dade Heritage is unable to develop the 50 units solely as elderly affordable housing for low-income households, Dade Heritage shall provide a written~~

~~request to the County to develop a mix of affordable housing for both low-income elderly households and other low-income households. The County Mayor, or the Mayor's designee, in his or her sole and absolute discretion, is authorized to approve or deny such request (in writing) after providing written notification to the Miami-Dade County Board of County Commissioners.~~]]

2. That Dade Heritage shall restore and renovate the house currently located on Lot 25, Block 90 (the "House") at a cost of no less than $250,000.00, which shall solely be utilized as part of the affordable housing project for public purposes. >>During the interim period, if any, after completion of the renovation of the House and prior to the completion of the affordable housing, the House may be used for public purposes related to the affordable housing.<<

3. That Dade Heritage shall obtain all applicable land use and zoning approvals necessary for [[~~construction of the affordable housing and~~]] restoration of the House, within four (4) years of the recording of this deed.

4. That Dade Heritage shall [[~~commence vertical construction of the affordable housing (defined as physical structures actually being constructed in the Properties pursuant to applicable permits) and shall~~]] commence renovation of the House, within four (4) years of the recording of this deed. Notwithstanding this provision, Dade Heritage shall forthwith take all actions necessary to ensure the structural integrity and safety of the House.

5. That Dade Heritage shall substantially complete [[~~construction of the affordable housing and~~]] renovation of the House within five (5) years of the recording of this deed. Such completion shall be evidenced by one or more temporary or permanent certificates of occupancy (or their equivalent). >>Dade Heritage shall substantially complete construction of the affordable housing within ten (10) years of the recording of this deed. Such completion shall be evidenced by one or more temporary or permanent certificates of occupancy (or their equivalent).<<

6. That the Properties shall remain affordable for a period of no less than thirty (30) years from the date the housing is completed and rented to low-income elderly households [[~~or in the alternative low-income elderly households and other low-income households~~]].

7. That Dade Heritage shall not assign, lease, or transfer its interest in the Properties or in this Deed absent consent of the Miami-Dade County Board of County Commissioners, with the exception of any lease to low-income elderly households [[~~or in the alternative low-income elderly households and other low-income households~~]]. Additionally, Dade Heritage may lease the Property to Green Mills Holdings, LLC or an affiliate thereof for the purpose of renovating the House and developing the affordable housing described herein; provided however that any such lease shall be subject to, and in accordance with, the deed restrictions set forth herein, and shall terminate in the event that Dade Heritage, upon written notification from the

County, fails to cure such default and title to the subject Properties reverts to the County, at the option of the County, as set forth in paragraph 9 herein. A copy of such lease shall be provided to the County.

8. That Dade Heritage shall pay any applicable real estate taxes and assessments on the Properties or any part thereof when due. Dade Heritage shall not suffer any levy or attachment to be made, or any material or mechanic's lien, or any unauthorized encumbrance or lien to attach.

9. If in the reasonable discretion of the County, one or more of the Properties ceases to be used solely for the purpose set forth herein by Dade Heritage, or if Dade Heritage fails to construct the affordable housing or renovate the House, as described herein in the manner and within the timeframe set forth in herein, or if Dade Heritage ceases to exist prior to construction of the affordable housing rental units or renovation of the House, or if any timeframe herein is not complied with, including but not limited to obtaining land use and zoning approvals, commencing vertical construction of affordable housing and House renovation, or substantially completing construction of affordable housing and House renovation, or if any term of this County Deed is not complied with, the County shall provide written notice of same to Dade Heritage. Dade Heritage shall correct or cure the default/violation within (30) days of written notification of the default by the County, as determined in the sole discretion of the County. If Dade Heritage fails to remedy the default within thirty (30) days, title to the subject Properties shall revert to the County, at the option of the County upon written notice of such failure to remedy the default. In the event of such reverter, Dade Heritage shall immediately deed such Properties back to the County, and the County shall have the right to immediate possession of such Properties, with any and all improvements thereon, at no cost to the County. The effectiveness of the reverter shall take place immediately upon notice being provided by the County, regardless of the deed back to the County by Dade Heritage. The County retains a reversionary interest in the Properties, which right may be exercised by the County in accordance with this Deed. Upon such reversion, the County may file a Notice of Reversion evidencing same in the public records of Miami-Dade County.

10. All conditions and restrictions set forth herein shall run with the land, and shall be binding on any subsequent successors, assigns, transferees, and lessees, of any interest, in whole or in part, in the Properties.

Upon receiving proof of compliance with all of the Deed restrictions listed above, to be determined in the sole discretion of the Mayor or the Mayor's designee, the County shall furnish Dade Heritage with an appropriate instrument acknowledging satisfaction of all Deed restrictions listed above. Such satisfaction of Deed restrictions shall be in a form recordable in the Office of the Clerk of the Circuit Court of Miami-Dade County, Florida. Notwithstanding the foregoing, upon the closing of any construction loan or equity investment with respect to the affordable housing, Dade Heritage may request and the County Mayor or the County Mayor's designee may provide such instrument prior to the satisfaction of the restrictions herein if Dade Heritage delivers to the County a Declaration of Restrictive Covenants imposing the restrictions required by paragraphs 1 through 6 hereof, in addition to the requirement regarding County approval of

certain assignments, leases or transfers described in paragraph 7 above, but only if such instrument or covenant is required by Florida Housing Finance Corporation in order for Dade Heritage to obtain tax credits. Dade Heritage shall provide written documentation of such requirement to the County, and the County shall determine whether such instrument or covenant is so required, to be determined in the County's sole discretion.

This grant conveys only the interest of the Miami-Dade County and its Board of County Commissioners in the Properties herein described and shall not be deemed to warrant the title or to represent any state of facts concerning the same.

IN WITNESS WHEREOF Miami-Dade County has caused these presents to be executed in its name by its Board of County Commissioners acting by the Chairperson of the Board, the day and year aforesaid.

(OFFICIAL SEAL)

ATTEST:

HARVEY RUVIN, CLERK

MIAMI-DADE COUNTY, FLORIDA
BY ITS BOARD OF
COUNTY COMMISSIONERS

By: _____
Deputy Clerk

By: _____
Jean Monestime, Chairman

Approved for legal sufficiency:

By:_____
Debra Herman
Assistant County Attorney

The foregoing was authorized by Resolution No. R-_____ approved by the Board of County Commissioners of Miami-Dade County, Florida, on the _____ day of _____, 2015.

EXHIBIT " C "

INFORMATION REQUIRED BY RESOLUTION R 376-11

	Folio	Address	District	Available to Convey	Legal Description	County Deed	CDBG Funds	2014 Assessment Value	Surplused	Annual County Maintenance Cost
1	01-0109-000-1270	401 NW 3 Street	5	Yes	Lot 25, Block 90 North City of Miami, according to the Plat thereof, recorded in Plat Book B, Page 41, of the Public Records of Miami-Dade County, Florida.	Warranty Deed 7-17-02		$63,817	No	$510

Total Assessment Value **$63,817**

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