

# Application No. 1

## Commission District 10 Community Council 10

### APPLICATION SUMMARY

Applicant/Representative:	CJUF III Flagler, LLC/Juan J. Mayol, Jr., Esq. and Hugo Arza, Esq.
Location:	North side of Flagler Street generally between NW 87 Avenue and NW 97 Avenue
Total Acreage	±39.51 Gross Acres (±36.27 Net Acres)
Requested Amendment to the CDMP:	Modify existing Declaration of Restrictions listed in the Restrictions Table in Appendix A of the CDMP Land Use Element to: <ol style="list-style-type: none"><li>1. Allow businesses on the application site to begin daily operations at 5:00 AM, rather than at 6:00 AM as currently allowed; and</li><li>2. Revise the "Modification, Amendment, Release" clause.</li></ol>
Amendment Type:	Standard
Existing Zoning/Site condition:	GU and BU-1A/Currently under construction

### RECOMMENDATIONS

Staff:	<b>TRANSMIT AND ADOPT</b> (February 25, 2014)
Westchester Community Council (10):	<b>TRANSMIT WITH CHANGE (<i>to allow only fitness facilities and food establishments on the application site to begin daily business operations at 5 am instead of 6 am</i>) And ADOPT</b> (March 18, 2014)
Planning Advisory Board (PAB) Acting as the Local Planning Agency:	<b>TRANSMIT With Change As Requested By The Applicant And ADOPT</b> (April 14, 2014).
Board of County Commissioners:	<b>TO BE DETERMINED</b> (May 21, 2014)
Final Action of Board of County Commissioners:	<b>TO BE DETERMINED</b> (October 1, 2014)

Staff recommends to **TRANSMIT AND ADOPT** the proposed Comprehensive Development Master Plan (CDMP) amendment seeking to modify the existing Declaration of Restrictions in the Restrictions Table in Appendix A of the CDMP Land Use Element, based on the following principal reasons.

**Principal Reasons for Recommendation:**

1. The Application seeks to modify a CDMP Declaration of Restrictions (covenant) to the effect that businesses located on the application site would be allowed to begin daily operations 1-hour earlier than currently allowed (see application site on Aerial Photo, page 1-3). The covenant subject of the modification request was accepted in May 2009 by the Miami-Dade Board of County Commissioners (Board) upon the Board's adoption of Application No. 8 filed in the April 2008 CDMP amendment Cycle (referred to herein as the '2009 Covenant'). The adopted April 2008 Application No. 8 redesignated the ±39-acre application site on the CDMP adopted 2020 and 2030 Land Use Plan (LUP) map from "Medium Density Residential (13 to 25 Dwelling Units/Acre)" and "Parks and Recreation" to "Business and Office" on ±35.06 gross acres and "Parks & Recreation" on ±4.36 gross acres (LUP map designations shown on 'CDMP Land Use' map, page 1-6). The 2009 Covenant restricts, among others, the start time of business operations on the site to no earlier than 6:00 AM, and the proposed covenant modification would allow a start time of 5:00 AM. The proposed covenant modification to change the hours of operations of businesses on the application site is consistent with the CDMP. Land Use Element Policy LU-4A requires hours of operations, among others, to be considered when evaluating compatibility among proximate land uses and would be appropriately addressed in more detail at the time of zoning approval.

The proposed change to the 2009 Covenant is presented in the "Modification of Declaration of Restrictions Recorded at Official Records Book 26921 at Page 1562" included in Appendix A on Pages 15 through 18 of this report. The 2009 Covenant is also presented in Appendix A on Pages 19 through 46 of this report.

2. Approval of the Application would not impact levels of service (LOS) for public services and facilities in the vicinity of the application site and would thereby not cause a violation in any LOS standards for such public services and facilities. The proposed covenant modification would not impact or change the maximum allowable development that could be built on the application site under its current "Business and Office" and "Park and Recreation" designations and would thereby not generate any impacts to public services and facilities.

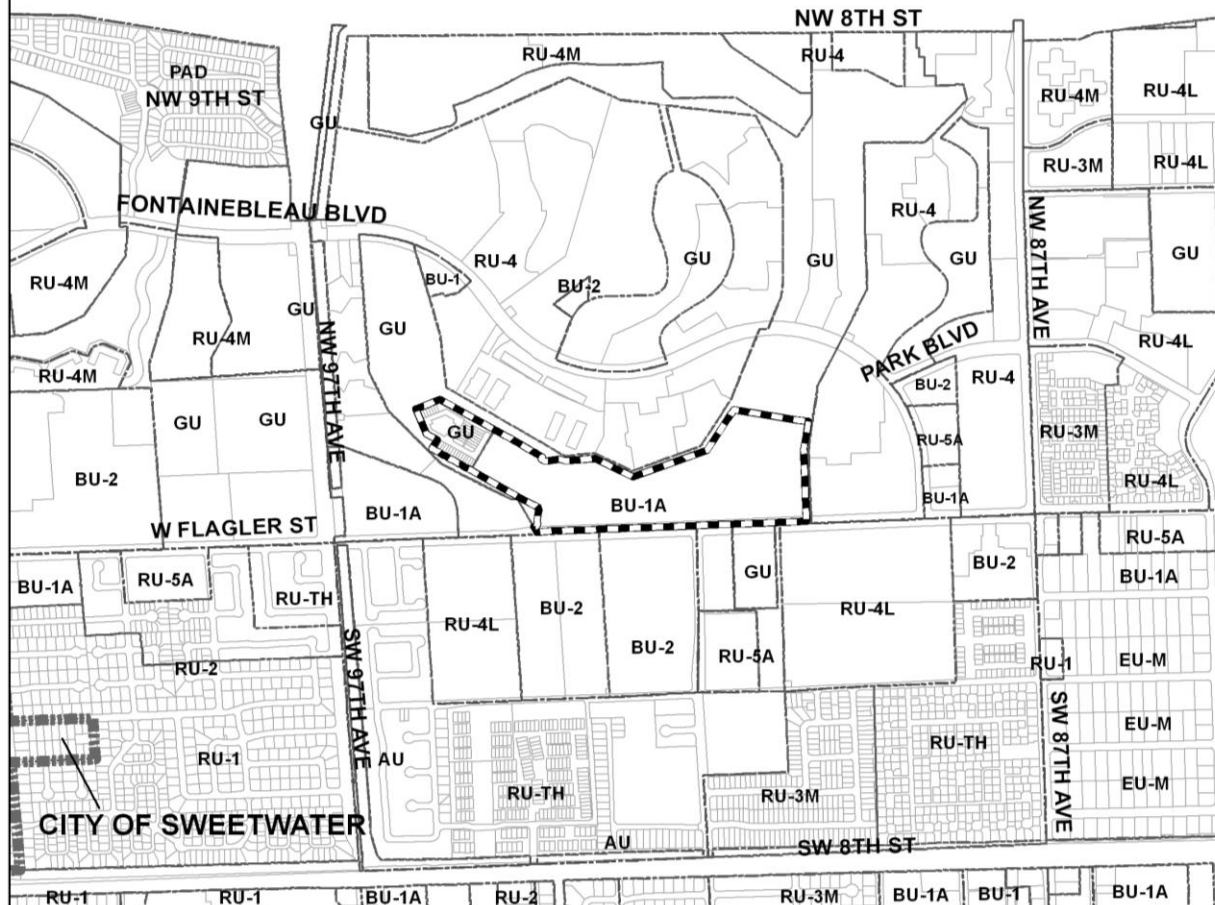
It should be noted that the maximum potential development that could be built on the application site is restricted to 240,000 square feet by the 2009 Covenant and, as mentioned above, this maximum potential development is not affected by the proposed covenant modification.

# APPLICATION NO. 1 AERIAL PHOTO





# APPLICATION 1 ZONING MAP



APPLICATION AREA



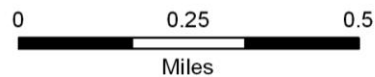
MUNICIPAL BOUNDARY

## ZONING DISTRICTS

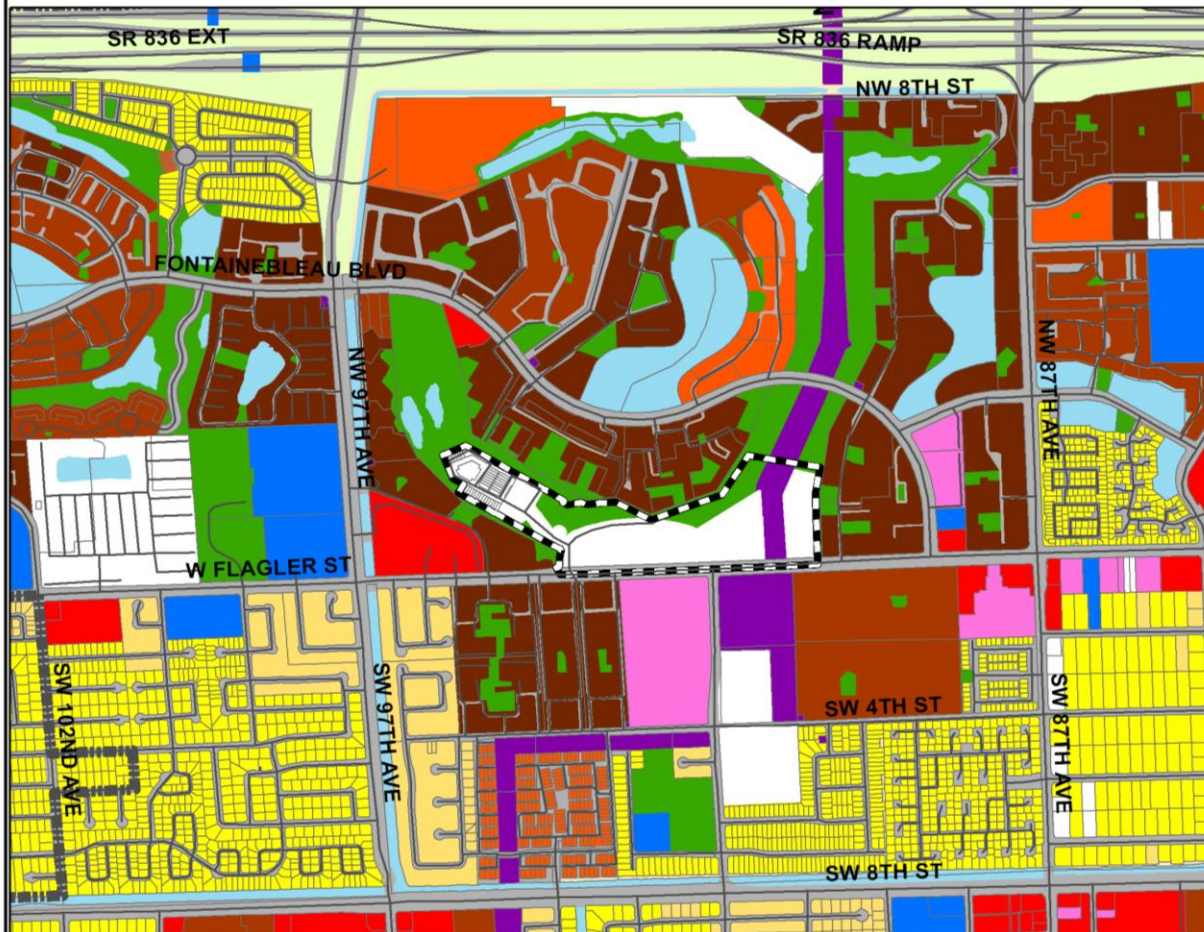
AU AGRICULTURAL / RESIDENTIAL 5 ACRES GROSS  
 BU-1 BUSINESS DISTRICTS, NEIGHBORHOOD  
 BU-1A BUSINESS DISTRICTS, LIMITED  
 BU-2 BUSINESS DISTRICTS, SPECIAL  
 EU-M ESTATES MODIFIED, MINIMUM LOT AREA 15,000 FT<sup>2</sup> NET  
 GU INTERIM DISTRICT  
 PAD PLANNED AREA DEVELOPMENT, 20 ACRES MINIMUM  
 RU-1 SINGLE-FAMILY RESIDENTIAL  
 RU-2 TWO-FAMILY RESIDENTIAL DISTRICT, 7,500 FT<sup>2</sup> NET  
 RU-3M MINIMUM APARTMENT HOUSE

RU-4 HIGH DENSITY APARTMENT HOUSE DISTRICT  
 RU-4L LIMITED APARTMENT HOUSE DISTRICT  
 RU-4M MODIFIED APARTMENT HOUSE  
 RU-5A SEMI-PROFESSIONAL OFFICE  
 RU-TH TOWNHOUSE

Source: Miami-Dade County  
 Department of Regulatory and Economic Resources  
 January 2014



# APPLICATION NO. 1 EXISTING LAND USE



APPLICATION AREA



MUNICIPAL BOUNDARY

## EXISTING LAND USE



SINGLE-FAMILY



TWO-FAMILY DUPLEXES



TOWNHOUSES



LOW-DENSITY MULTI-FAMILY



HIGH-DENSITY MULTI-FAMILY



COMMERCIAL, SHOPPING CENTERS



OFFICE



INSTITUTIONAL



COMMUNICATIONS, UTILITIES, TERMINALS



STREETS, ROADS, EXPRESSWAYS, RAMPS



STREETS, EXPRESSWAY



PARKS, PRESERVES, CONSERVATION AREAS

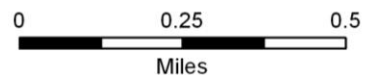


VACANT PRIVATELY OWNED, UNPROTECTED

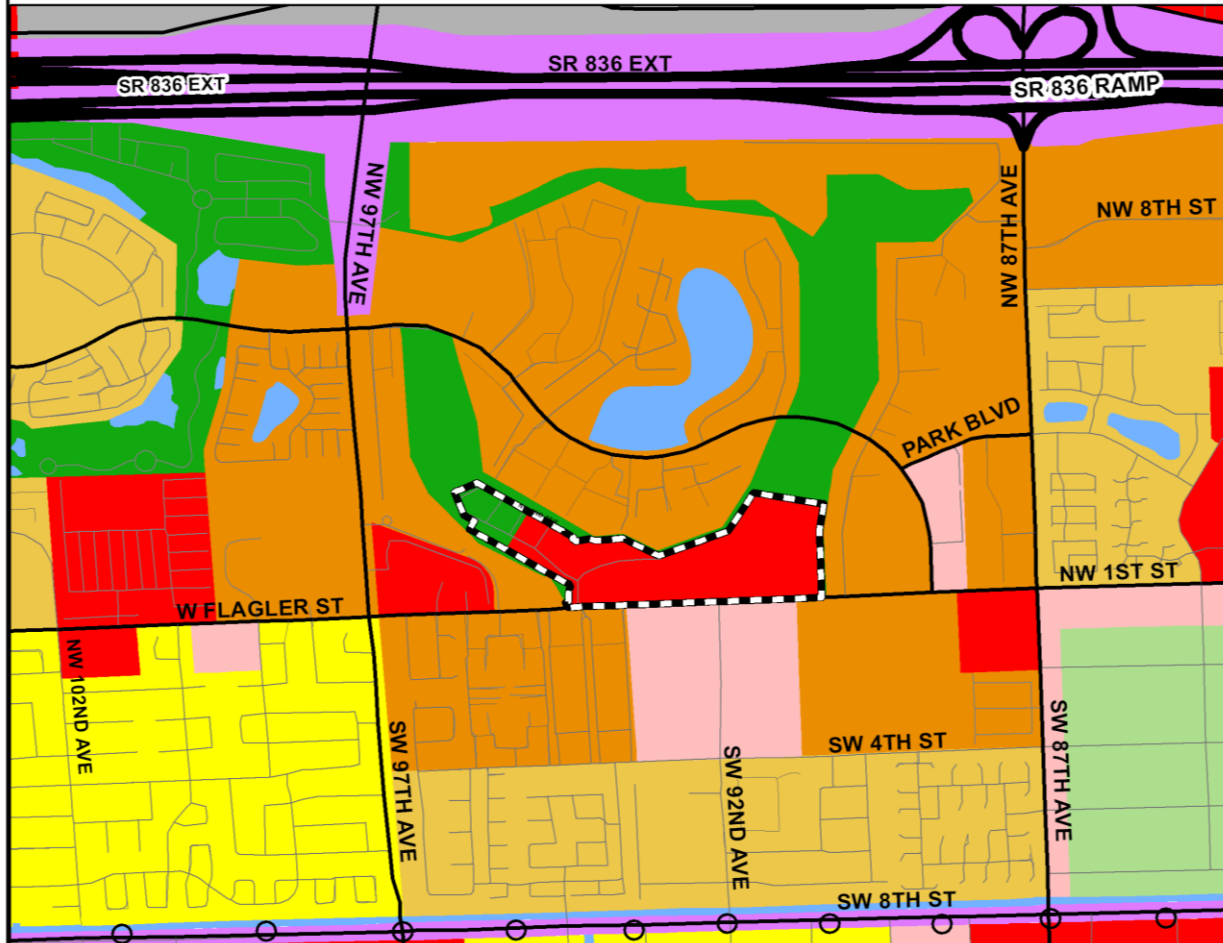


INLAND WATERS

Source: Miami-Dade County  
Department of Regulatory and Economic Resources  
January 2014



# APPLICATION NO. 1 CDMP LAND USE



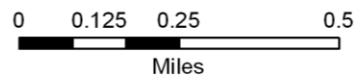
APPLICATION AREA

Source: Miami-Dade County  
Department of Regulatory and Economic Resources  
January 2014

## CDMP LAND USE

- ESTATE DENSITY (1-2.5 DU/AC)
- LOW DENSITY (2.5-6 DU/AC)
- LOW-MEDIUM DENSITY (6-13 DU/AC)
- MEDIUM DENSITY (13-25 DU/AC)
- INDUSTRIAL AND OFFICE
- BUSINESS AND OFFICE
- OFFICE/RESIDENTIAL
- PARKS AND RECREATION

- WATER
- TRANSPORTATION (ROW, RAIL, METRORAIL, ETC.)
- EXPRESSWAYS
- MAJOR ROADWAYS (3 OR MORE LANES)
- FUTURE RAPID TRANSIT



## **BACKGROUND**

The application site was a 152-acre property that was the subject site for Application No. Application No. 3 filed in the April 2004 Cycle of Applications to amend the Comprehensive Development Master Plan (CDMP). The applicant requested to redesignate the 152-acres on the Land Use Plan map from “Parks and Recreation” and “Medium Density Residential” to “Medium Density Residential.” The Miami-Dade Board of County Commissioners (Board) adopted this Application No. 3 with change and with acceptance of a proffered Declaration of Restrictions on May 9, 2005 (Ordinance No. 05-92).

On May 6, 2009, the Board adopted Application No. 8 (Ordinance No. 09-28) filed in the April 2008 Cycle of Applications. The CDMP land use designation on the property subject to Application No. 8 was changed from “Medium Density Residential (13-25 DU/Ac)” and “Parks and Recreation” to “Business and Office” on Parcel A (35.06 gross acres); and from “Medium Density Residential (13-25 DU/Ac)” to “Parks & Recreation” on Parcel B (4.36 gross acres). The Applicant proffered a Declaration of Restrictions (recorded June 29, 2009 in Book 26921, Pages 1562 to 1582 of Miami-Dade County Official Records) placing certain restrictions and conditions on the application site. The existing Declaration of Restrictions restricts businesses on the application site to operating from 6:00 am to 12:00 am Sundays through Thursdays, and from 6:00 am to 2:00 pm on Fridays and Saturdays. The Applicant seeks to change the hours of operations, to enable businesses on the application site to open operations at 5:00 am; an hour earlier than is currently permitted.

### Location

The property subject to the Declaration of Restrictions is a ±39.51 gross acres (±36.27 net) site located on the north side of West Flagler Street, between theoretical NW 90 and NW 94 Avenues, in unincorporated Miami-Dade County.

### Existing Land Use

The application site is primarily vacant (see ‘Aerial Photo’ on page 1-3 and ‘Existing Land Use’ on page 1-5 above) but is currently under development of 234,500 square feet of retail, in accordance with the site plan approved by the Miami-Dade Board of County Commissioners on April 19, 2012 (Resolution No. Z-11-12).

### Land Use Plan Map Designation

The application site is currently designated “Business and Office” and “Parks and Recreation” on the CDMP Adopted 2020 and 2030 LUP map (see ‘CDMP Land Use’ map on page 1-3 above). The “Business and Office” CDMP land use category allows the full range of sales and service activities. Included are retail, wholesale, personal and professional services, call centers, commercial and professional offices, hotels, motels, hospitals, medical buildings, nursing homes, entertainment and cultural facilities, amusements and commercial recreation establishments such as private commercial marinas. Light industrial uses are also permitted in the Business and Office category within an approved Employment Center.

### Zoning

The subject property is zoned to BU-1A (Limited Business District) and GU (Interim), as shown on the ‘Zoning Map’ on page 1-4. The purpose of the BU-1A Zoning District is to provide retail and service convenience facilities that satisfy the essential and frequent needs of the adjacent residential neighborhoods as well as the more specialized commercial facilities that may serve

several neighborhoods. Uses permitted in the GU Zoning District depend on the character of the neighborhood; otherwise EU-2 standards apply.

#### Zoning History

Miami-Dade County zoning districts and zoning code regulations were first created in 1938. Early records indicate that that subject property was initially zoned GU (Interim). On November 22, 2009, the Board of County Commissioners adopted Resolution No. Z-26-09 approving a zoning district boundary change, on the application site, from GU to BU-1A.

#### **Consistency with CDMP Goals, Objectives, Policies, Concepts and Guidelines**

The following CDMP goals, objectives, policies, concepts, and guidelines would be furthered if the proposed text amendment is approved:

- LU-4A. When evaluating compatibility among proximate land uses, the County shall consider such factors as noise, lighting, shadows, glare, vibration, odor, runoff, access, traffic, parking, height, bulk, scale of architectural elements, landscaping, hours of operation, buffering, and safety, as applicable.



# **APPENDIX A**

## **Amendment Application**

- Modification to Existing Declaration of Restrictions (Appendix Page 23)
- Existing Declaration of Restrictions (Appendix Page 27)

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**APPLICATION FOR A MODIFICATION OF  
DECLARATION OF RESTRICTIONS CONTAINED IN THE  
LAND USE ELEMENT OF THE MIAMI-DADE COUNTY  
COMPREHENSIVE DEVELOPMENT MASTER PLAN**

1. APPLICANT

CJUF III Flagler, LLC  
12000 Biscayne Boulevard, Suite 508  
North Miami, Florida 33181

2. APPLICANT'S REPRESENTATIVES

Juan J. Mayol, Jr., Esq.  
Hugo P. Arza, Esq.  
Holland & Knight LLP  
701 Brickell Avenue, Suite 3000  
Miami, Florida 33131  
(305) 374-8500  
(305) 789-7799 (fax)

2013 NOV - 8 P 12:46  
PLANNING & ZONING  
METROPOLITAN PLANNING SECT

By:   
Hugo P. Arza, Esq.

November 8, 2013  
Date

3. DESCRIPTION OF REQUESTED CHANGE

A. The following change to the Land Use Element is being requested:

1. Modification of Declaration of Restrictions contained in the Land Use Element table entitled "Restrictions Accepted by the Board of County Commissioners in Association with Land Use Plan Map Amendments". The Applicant requests a modification to that certain Declaration of Restrictions contained in the Land Use Element table entitled "Restrictions Accepted by the Board of County Commissioners in Association with Land Use Plan Map Amendments."
2. Modification of Declaration of Restrictions recorded in Official Records Book 26921 at Page 1562 of the Public Records of Miami-Dade County, Florida. The Applicant requests a modification to that certain Declaration of Restrictions recorded in Official Records Book 26921 at Page 1562 of the Public Records of Miami-Dade County, Florida.

B. Description of the Subject Area.

The subject property, which is legally described in Exhibit "A" (the "Property"), consists of approximately 39.51± gross acres (36.27± net acres) of land located in Section 4, Township 54, Range 40, in unincorporated Miami-Dade County. More specifically, the subject property is located on the northside of West Flagler Street at approximately 92<sup>nd</sup> Avenue, in unincorporated Miami-Dade County, Florida.

C. Acreage.

Subject Application Area: 39.51± gross acres (36.27± net acres)

Acreage Owned by Applicant: 35.14± gross acres (31.9± net acres)

D. Requested Change.

The Applicant seeks a modification to that certain Declaration of Restrictions contained in the Land Use Element table entitled "Restrictions Accepted by the Board of County Commissioners in Association with Land Use Plan Map Amendments" and as recorded in Official Records Book 26921 at Page 1562 of the Public Records of Miami-Dade County, Florida and, in turn, a modification to that certain Declaration of Restrictions contained in the Land Use Element table entitled "Restrictions Accepted by the Board of County Commissioners in Association with Land Use Plan Map Amendments."

4. REASONS FOR AMENDMENT

The intent of this application is to modify Section 8 of that certain Declaration of Restrictions, recorded in Official Records Book 26921 at Page 1562 of the Public Records of Miami-Dade County, Florida (the "Declaration") to amend the "Hours of Operation" on the Property to allow operations commencing at 5:00 a.m. daily. Section 8 of the Declaration currently allows operations to commence on the Property at 6:00 a.m. daily. A copy of the Declaration is attached hereto as Exhibit "C." The Applicant is seeking the approval of a modification of the Declaration in response to requests from tenants of the shopping center that is under construction who have requested the ability to open their stores at 5:00 a.m. on a daily basis to serve early-morning customers.

The Property is located on the northside of West Flagler Street at approximately 92<sup>nd</sup> Avenue, in unincorporated Miami-Dade County, Florida. The Property is under current site work and vertical development as an approximately 234,500 square foot shopping center. The Property abuts Medium Density and Parks and Recreation designated properties. Across West Flagler Street, an arterial corridor, are Office/Residential and Medium Density designated properties.

The Property was approved for a Land Use Plan amendment to "Business and Office" with the acceptance of the Declaration pursuant to Application No. 8 of the April 2008 Comprehensive Development Master Plan Amendment Cycle. Subsequently, the Property was rezoned to BU-1(A) and is currently under development in accordance with a site plan approved



and adopted by the Miami Dade County Board of County Commissioners in April 2012 pursuant to Resolution No. Z-11-12.

The proposed modification of the Declaration would allow for operations to commence daily at 5:00 a.m. as follows:

FROM:

"8. **Hours of Operation.** The hours of operation on the Property shall be restricted as follows:

Sunday thru Thursday: 6:00 am to 12:00 am  
Friday and Saturday: 6:00 am to 2:00 am"

TO:

"8. **Hours of Operation.** The hours of operation on the Property shall be restricted as follows:

Sunday thru Thursday: 5:00 am to 12:00 am  
Friday and Saturday: 5:00 am to 2:00 am"

Modifying the Declaration to provide an additional hour a day of operations will serve the community by providing greater services to the patrons of the proposed shopping center. The Property is located within Minor Statistical Area (MSA) 3.2. MSA 3.2 is generally bounded by U.S. 27 (Okeechobee Road) on the north, S.W. 8<sup>th</sup> Street on the south, and S.W. 177<sup>th</sup> Avenue (Krome Avenue) on the west. The population of MSA 3.2 is projected to increase 14% from 2010 to 2020, from 147,957 to 168,682 and an additional 16% to 196,142 by 2030. The Property is also in an area identified as "Fountainbleau" by the U.S. Census, which is generally the area between SW 8<sup>th</sup> Street and the SR 836 Extension and between SR 826 Extension and NW 117<sup>th</sup> Avenue. The 2010 Census estimated the total population of Fountainbleau as 59,764 residents. The area is historically under-retailed, particularly on West Flagler Street, and the development of the Property as a shopping center will help to serve the residents of the area who otherwise have to travel to Doral (across the SR 836 extension) for their shopping needs. The enhancement of the center by providing an extra hour each day of operations will only help to alleviate those needs of the local population.

Therefore, this application seeks the approval of the proposed modification language to permit an expanded residential use on the Property in furtherance of the implementation of the following CDMP policies:

OBJECTIVE LU-1: The location and configuration of Miami-Dade County's urban growth through the year 2025 shall emphasize concentration and intensification of development around centers of activity, development of well designed communities containing a variety of uses, housing types and public

services, renewal and rehabilitation of blighted areas, and contiguous urban expansion when warranted, rather than sprawl.

POLICY LU-1B: Major centers of activity, industrial complexes, regional shopping centers, large-scale office centers, and other concentrations of significant employment shall be the structuring elements of the metropolitan area and shall be sited on the basis of metropolitan-scale considerations at locations with good countywide, multi-modal accessibility.

POLICY LU-1C: Miami-Dade County shall give priority to infill development on vacant sites in currently urbanized areas, and redevelopment of substandard or underdeveloped environmentally suitable urban areas contiguous to existing urban development where all necessary urban services and facilities are projected to have capacity to accommodate additional demand.

POLICY LU-1D: In conducting its planning, regulatory, capital improvements and intergovernmental coordination activities, Miami-Dade County shall seek to facilitate the planning of residential areas as neighborhoods which include recreational, educational and other public facilities, houses of worship, and safe and convenient circulation of automotive, pedestrian and bicycle traffic.

OBJECTIVE LU-4: Miami-Dade County shall, by the year 2015, reduce the number of land uses, which are inconsistent with the uses designated on the LUP map and interpretative text, or with the character of the surrounding community.

POLICY LU-4A: When evaluating compatibility among proximate land uses, the County shall consider such factors as noise, lighting, shadows, glare, vibration, odor, runoff, access, traffic, parking, height, bulk, scale of architectural elements, landscaping, hours of operation, buffering, and safety, as applicable.

OBJECTIVE LU-7: Miami-Dade County shall require all new development and redevelopment in existing and planned transit corridors and urban centers to be planned and designed to promote transit-oriented development (TOD), and transit use, which mixes residential, retail, office, open space and public uses in a pedestrian-friendly environment that promotes the use of rapid transit services.

OBJECTIVE LU-8: Miami-Dade County shall maintain a process for periodic amendment to the Land Use Plan Map, consistent with the adopted Goals, Objectives and Policies of this Plan, which will provide that the Land Use Plan Map accommodates projected countywide growth.

OBJECTIVE LU-9: Miami-Dade County shall continue to maintain, update and enhance the Code of Miami-Dade County, administrative regulations and procedures, and special area planning program to ensure that future land use and development in Miami-Dade County is consistent with the CDMP, and to

promote better planned neighborhoods and communities and well designed buildings.

OBJECTIVE LU-10: Energy efficient development shall be accomplished through metropolitan land use patterns, site planning, landscaping, building design, and development of multi-modal transportation systems.

POLICY LU-10A: Miami-Dade County shall facilitate continuous urban development, infill, redevelopment of substandard or underdeveloped urban areas, high intensity activity centers, mass transit supportive development, and mixed use projects to support energy conservation.

Based on the foregoing, the Applicant believes that the approval of this application would be an appropriate amendment to the Land Use Element table entitled "Restrictions Accepted by the Board of County Commissioners in Association with Land Use Plan Map Amendments" and a benefit to the residents of the area.

5. ADDITIONAL MATERIAL SUBMITTED

Additional information will be supplied at a later date under separate cover as required.

Attachments: Legal Description of Subject Property – Exhibit "A"  
Location Map for Application – Exhibit "B"  
Draft Modification of Declaration of Restrictions instrument and Declaration of  
Restrictions recorded in ORB 26921, PG 1562 – Exhibit "C"  
Disclosure of Interest Form – Exhibit "D"  
Aerial Photograph – Exhibit "E"  
Section Sheet – Exhibit "F"

**EXHIBIT "A"**

**Legal Description of Subject Property:**



EXHIBIT "A"

**LEGAL DESCRIPTION: RETAIL TRACT**

ALL OF LOTS 1, 2, 3, 4, 5, 6, 7 AND 8, BLOCK 1, ALL OF TRACT "F", A PORTION OF LOTS 1, 2, 3, 4, 5, 6, 7, 8 AND 9, BLOCK 2, AND A PORTION OF TRACTS "D", "E", "G", "H", "L" AND "P" OF FONTAINEBLEAU EAST, ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK 168, PAGE 26 OF THE PUBLIC RECORDS OF MIAMI-DADE COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHEAST CORNER OF SAID TRACT "D" ON THE NORTH RIGHT-OF-WAY LINE OF WEST FLAGLER STREET; THENCE SOUTH 89°42'20" WEST ON THE SOUTH LINE OF SAID TRACT "D" AND ON SAID NORTH RIGHT-OF-WAY LINE 48.04 FEET TO THE POINT OF BEGINNING; THENCE NORTH 00°13'59" EAST 526.51 FEET; THENCE NORTH 11°29'59" EAST 221.83 FEET; THENCE NORTH 78°30'01" WEST 587.00 FEET; THENCE SOUTH 35°04'02" WEST 387.01 FEET; THENCE SOUTH 71°58'56" WEST 611.63 FEET; THENCE NORTH 61°07'09" WEST 328.68 FEET; THENCE SOUTH 87°21'52" WEST 233.71 FEET; THENCE NORTH 68°17'16" WEST 45.37 FEET; THENCE SOUTH 84°40'50" WEST 46.95 FEET; THENCE SOUTH 79°59'58" WEST 66.95 FEET; THENCE NORTH 57°56'58" WEST 37.64 FEET; THENCE NORTH 32°20'42" EAST 17.47 FEET; THENCE NORTH 56°53'49" WEST 407.67 FEET; THENCE SOUTH 33°06'11" WEST 361.01 FEET; THENCE SOUTH 57°56'58" EAST 184.68 FEET; THENCE SOUTH 57°21'44" EAST 392.56 FEET TO A POINT OF CURVATURE OF A CIRCULAR CURVE, CONCAVE SOUTHWESTERLY; THENCE SOUTHEASTERLY ON THE ARC OF SAID CURVE, WITH A RADIUS OF 25.00 FEET, A CENTRAL ANGLE OF 77°17'28" AND AN ARC DISTANCE OF 33.72 FEET TO A POINT OF REVERSE CURVATURE OF A CIRCULAR CURVE, CONCAVE EASTERLY; THENCE SOUTHERLY ON THE ARC OF SAID CURVE, WITH A RADIUS OF 230.00 FEET, A CENTRAL ANGLE OF 20°13'25" AND AN ARC DISTANCE OF 81.18 FEET TO A POINT OF TANGENCY; THENCE SOUTH 00°17'41" EAST 27.03 FEET TO A POINT OF CURVATURE OF A CIRCULAR CURVE, CONCAVE NORTHWESTERLY; THENCE SOUTHWESTERLY ON THE ARC OF SAID CURVE, WITH A RADIUS OF 25.00 FEET, A CENTRAL ANGLE OF 70°25'31" AND AN ARC DISTANCE OF 30.73 FEET TO THE MOST SOUTHERLY SOUTHWEST CORNER OF SAID FONTAINEBLEAU EAST, SAID POINT BEING ON THE NORTH RIGHT-OF-WAY LINE OF WEST FLAGLER STREET; THENCE NORTH 89°42'20" EAST ON THE SOUTH LINE OF TRACTS "E" AND "D" AND ON SAID NORTH RIGHT-OF-WAY LINE 2,103.19 FEET TO THE POINT OF BEGINNING.

SAID LANDS SITUATE, LYING AND BEING IN MIAMI-DADE COUNTY, FLORIDA CONTAINING 1,389,937 SQUARE FEET (31.9086 ACRES).

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EXHIBIT A



SKETCH AND LEGAL DESCRIPTION  
BY  
**PULICE LAND SURVEYORS, INC.**

5381 NOB HILL ROAD  
SUNRISE, FLORIDA 33351

TELEPHONE: (954) 572-1777 • FAX: (954) 572-1778  
E-MAIL: [surveys@pulicelandsurveyors.com](mailto:surveys@pulicelandsurveyors.com) CERTIFICATE OF AUTHORIZATION LB#3870



**LEGAL DESCRIPTION: ADDITIONAL PARK PARCEL TWO**

A PORTION OF TRACT 2 OF FONTAINEBLEAU PARK SUBDIVISION SECTION ONE ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK 90, PAGE 56 OF THE PUBLIC RECORDS OF MIAMI-DADE COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHWEST CORNER OF SAID TRACT 2 ON THE NORTH RIGHT-OF-WAY LINE OF WEST FLAGLER STREET; THENCE NORTH 89°42'20" EAST ON THE SOUTH LINE OF SAID TRACT 2 AND ON SAID NORTH RIGHT-OF-WAY LINE 712.25 FEET; THENCE NORTH 04°29'33" EAST, ON A LINE RADIAL TO THE NEXT DESCRIBED CURVE, 378.94 FEET TO THE POINT OF BEGINNING, A POINT ON THE ARC OF A CIRCULAR CURVE CONCAVE SOUTHERLY; THENCE EASTERLY ON THE ARC OF SAID CURVE, WITH A RADIUS OF 1,441.29 FEET AND A CENTRAL ANGLE OF 02°20'40" AN ARC DISTANCE OF 58.97 FEET; THENCE SOUTH 71°58'56" WEST 31.84 FEET; THENCE NORTH 61°07'09" WEST 32.44 FEET TO THE POINT OF BEGINNING.  
389 SQUARE FEET, 0.0089 ACRES.

**NOTES:**

- 1) BEARINGS ARE BASED ON THE SOUTH LINE OF TRACT 2 BEING N89°42'20"E.
- 2) THIS IS NOT A SKETCH OF SURVEY AND DOES NOT REPRESENT A FIELD SURVEY.
- 3) THIS SKETCH IS NOT VALID WITHOUT THE SIGNATURE AND ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER.
- 4) O.R.B. DENOTES: OFFICIAL RECORDS BOOK.

**FILE: SHOMA DEVELOPMENT**

**SCALE: N/A**

**ORDER NO.: 52160-3**

**DATE: 01/26/09**

**ADDITIONAL PARK PARCEL TWO**

**MIAMI-DADE COUNTY, FLORIDA**

**FOR: FONTAINEBLEAU EAST**

**SHEET 3 OF 3**

THIS DOCUMENT IS NEITHER FULL NOR  
COMPLETE WITHOUT SHEETS 1  
THROUGH 3 INCLUSIVE

EXHIBIT A



SKETCH AND LEGAL DESCRIPTION

BY

**PULICE LAND SURVEYORS, INC.**

5381 NOB HILL ROAD  
SUNRISE, FLORIDA 33351

TELEPHONE: (954) 572-1777 • FAX: (954) 572-1778

E-MAIL: [surveys@pulicelandsurveyors.com](mailto:surveys@pulicelandsurveyors.com) CERTIFICATE OF AUTHORIZATION LB#3870



**LEGAL DESCRIPTION: ADDITIONAL PARK PARCEL ONE**

A PORTION OF TRACT 2 OF FONTAINEBLEAU PARK SUBDIVISION SECTION ONE ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK 90, PAGE 56 OF THE PUBLIC RECORDS OF MIAMI-DADE COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHWEST CORNER OF SAID TRACT 2 ON THE NORTH RIGHT-OF-WAY LINE OF WEST FLAGLER STREET; THENCE ON THE SOUTHWESTERLY BOUNDARY OF SAID TRACT 2 THE FOLLOWING 3 COURSES AND DISTANCES: 1) NORTH 27°44'40" WEST 247.91 FEET; 2) SOUTH 89°42'20" WEST 50.00 FEET; 3) NORTH 60°02'14" WEST 389.97 FEET; THENCE NORTH 33°06'11" EAST 65.30 FEET TO THE POINT OF BEGINNING; THENCE CONTINUE NORTH 33°06'11" EAST 362.12 FEET; THENCE SOUTH 56°53'49" EAST 234.97 FEET; THENCE NORTH 32°03'03" EAST 12.89 FEET; THENCE NORTH 57°56'57" WEST 734.30 FEET; THENCE SOUTH 69°39'18" WEST 201.95 FEET; THENCE SOUTH 20°18'03" EAST 213.87 FEET; THENCE SOUTH 57°56'57" EAST 96.97 FEET; THENCE SOUTH 32°03'03" WEST 80.00 FEET; THENCE SOUTH 57°56'57" EAST 349.64 FEET TO THE POINT OF BEGINNING.  
CONTAINING 189,846 SQUARE FEET, 4.3583 ACRES.

**NOTES:**

- 1) BEARINGS ARE BASED ON THE SOUTH LINE OF TRACT 2 BEING N89°42'20"E.
- 2) THIS IS NOT A SKETCH OF SURVEY AND DOES NOT REPRESENT A FIELD SURVEY.
- 3) THIS SKETCH IS NOT VALID WITHOUT THE SIGNATURE AND ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER.
- 4) Δ DENOTES: CENTRAL ANGLE.
- 5) O.R.B. DENOTES: OFFICIAL RECORDS BOOK.

FILE: SHOMA DEVELOPMENT

SCALE: N/A

ORDER NO: 52015

DATE: 10/29/08; REV. 02/23/09

ADDITIONAL PARK PARCEL ONE

MIAMI-DADE COUNTY, FLORIDA

FOR: FONTAINEBLEAU EAST

**SHEET 3 OF 3**

THIS DOCUMENT IS NEITHER FULL NOR  
COMPLETE WITHOUT SHEETS 1  
THROUGH 3 INCLUSIVE

## EXHIBIT "B"

### LOCATION MAP FOR APPLICATION TO AMEND THE COMPREHENSIVE DEVELOPMENT MASTER PLAN

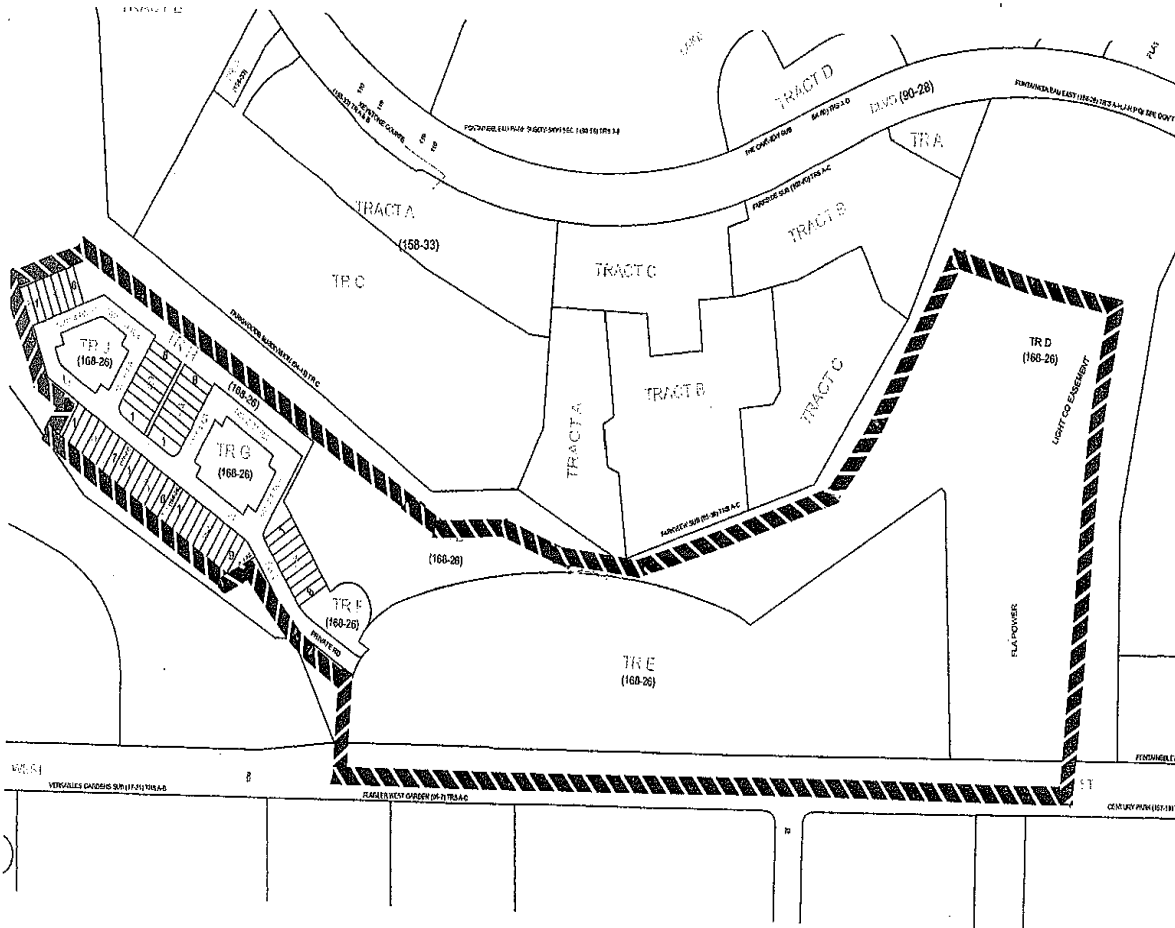
#### APPLICANT / REPRESENTATIVE

CJUF III Flagler, LLC / Hugo P. Arza, Esq.

#### DESCRIPTION OF SUBJECT AREA

The subject property, which is legally described in Exhibit "A" (the "Property"), consists of approximately 39.51± gross acres (36.27± net acres) of land located in Section 4, Township 54, Range 40, in unincorporated Miami-Dade County. More specifically, the subject property is located on the northside of West Flagler Street at approximately 92<sup>nd</sup> Avenue, in unincorporated Miami-Dade County, Florida.

#### LOCATION MAP





**EXHIBIT "C"**

**1) DRAFT Modification of Declaration of Restrictions instrument**

**2) Declaration of Restrictions recorded in Official Records Book 26921 at Page 1562 of the Public Records of Miami-Dade County, Florida.**

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This instrument was prepared by:

Name: Juan J. Mayol, Jr., Esq.  
Address: Holland & Knight LLP  
701 Brickell Avenue  
Suite 3000  
Miami, Florida 33131

(Space reserved for Clerk of Court)

**MODIFICATION OF DECLARATION OF RESTRICTIONS  
RECORDED AT OFFICIAL RECORDS BOOK 26921 AT PAGE 1562**

THIS MODIFICATION OF DECLARATION OF RESTRICTIONS is made this \_\_\_\_ day  
of \_\_\_\_\_, 201\_\_, by the undersigned (the "Owners"), in favor of Miami-Dade County,  
a political subdivision of the State of Florida (the "County").

**WITNESSETH:**

**WHEREAS**, the Owners hold fee simple title to that certain parcel of land located in  
unincorporated Miami-Dade County, Florida, which is more particularly described in the  
attached Exhibit "A" (the "Property"); and

**WHEREAS**, a Declaration of Restrictions (hereinafter referred to as the "Declaration")  
in favor of Miami-Dade County, was recorded in the Public Records of Miami-Dade County in  
Official Records Book 26921 at Page 1562, which placed certain restrictions and conditions on  
the development of the Property, a copy of which is attached as Exhibit "B";

**WHEREAS**, the Owners are aware of an application for an amendment to the Miami-  
Dade County Comprehensive Development Master Plan (the "CDMP") identified as Application  
No. \_\_\_\_ in the November 2013 Amendment Cycle (the "Application") for the purpose of  
modifying the Declaration;

**WHEREAS**, the Miami-Dade County Board of County Commissioners held a public

hearing on \_\_\_\_\_ wherein it adopted Ordinance No. \_\_\_\_\_ (the "Ordinance")  
to approve a modification to the Declaration;

**WHEREAS**, the Ordinance approved the modification of Section 8 of the Declaration as follows:

FROM:

"8. **Hours of Operation.** The hours of operation on the Property shall be restricted as follows:

Sunday thru Thursday: 6:00 am to 12:00 am  
Friday and Saturday: 6:00 am to 2:00 am"

TO:

"8. **Hours of Operation.** The hours of operation on the Property shall be restricted as follows:

Sunday thru Thursday: 5:00 am to 12:00 am  
Friday and Saturday: 5:00 am to 2:00 am"

**NOW, THEREFORE**, IN ORDER TO ASSURE Miami-Dade County that the representations made in the Application will be abided by, the Owners freely, voluntarily, and without duress, hereby agree as follows:

1. Section 8 of the Declaration now reads as follows:

"8. **Hours of Operation.** The hours of operation on the Property shall be restricted as follows:

Sunday thru Thursday: 5:00 am to 12:00 am  
Friday and Saturday: 5:00 am to 2:00 am"

2. Except as hereby amended, all other restrictions in the Declaration shall remain in full force and effect.



IN WITNESS WHEREOF, CJUF III Flagler, LLC, has caused these present to be signed  
in its name on this \_\_\_\_ day of \_\_\_\_\_, 201\_\_.

**WITNESSES:**

CJUF III Flagler, LLC,  
a Delaware limited liability company

\_\_\_\_\_  
Witness

By: HM Six Member, LLC,  
a Florida limited liability company, Sponsor Member

\_\_\_\_\_  
Printed Name

By: HM Six, LLC,  
a Florida limited liability company, Manager

\_\_\_\_\_  
Witness

By: \_\_\_\_\_  
Name: Eric Sheppard  
Title: Manager

\_\_\_\_\_  
Printed Name

STATE OF FLORIDA                    )  
  ) SS:  
COUNTY OF MIAMI-DADE         )

The foregoing instrument was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 201\_\_, by Eric Sheppard, as Manager of HM Six, LLC, a Florida limited liability company, as Manager of HM Six Member, LLC, a Florida limited liability company, as Sponsor Member of CJUF III Flagler, LLC, a Delaware limited liability company, on behalf of said company, who is personally known to me or has produced \_\_\_\_\_ as identification.

My Commission Expires:

\_\_\_\_\_  
Notary Public – State of Florida

\_\_\_\_\_  
Printed Name

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This instrument was prepared by:  
Name: Felix M. Lasarte, Esq.  
Address: The Lasarte Law Firm  
5835 Blue Lagoon Drive, Suite 100  
Miami, Florida 33126

CFN 2009R0469946  
OR Bk 26921 Pgs 1562 - 1582 (21pgs)  
RECORDED 06/29/2009 15:50:28  
HARVEY RUVIN, CLERK OF COURT  
MIAMI-DADE COUNTY, FLORIDA

2008 Cycle CDMP → to BU 1A for 31.9 acres  
to Parks for 4.37 acres (Now covered prop)  
A/40  
(Space reserved for Clerk)

#### DECLARATION OF RESTRICTIONS

*WHEREAS*, the undersigned, Fontainebleau Lakes, LLC (the "Owner"), holds the fee simple title to that certain parcel of land (hereinafter the "Property") located in Miami-Dade County, which is legally described as follows:

See Exhibit "A"

*WHEREAS*, the Owner has applied for an amendment to the Miami-Dade County Comprehensive Development Master Plan that is pending as Application No. 8 in the April 2008 Amendment Cycle (the "Application");

*WHEREAS*, the Application seeks to re-designate approximately 31.9 acres of the Property from "Medium Density Residential" and "Parks and Recreation" to "Business and Office" (see Exhibit "B") and approximately 4.37 acres of the Property from "Medium Density Residential" to "Parks and Recreation" (see Exhibit "C") on the Miami-Dade County Comprehensive Development Master Plan Future Land Use Plan Map ("LUP");

*NOW, THEREFORE, IN ORDER TO ASSURE* Miami-Dade County, Florida (the "County") that the representations made by the Owner during its consideration of the Application will be abided by the Owner freely, voluntarily, and without duress, Owner makes the following Declaration of Restrictions ("Declaration") covering and running with the Property:

(1) **Conceptual Site Plan.** Subject to approval through the zoning process, the Property will be developed in substantial conformity with the conceptual (bubble) site plan entitled "West Flagler Commercial Development," prepared by Leo A. Daly, signed and sealed the 2<sup>nd</sup> day of May, 2008 ("Conceptual Site Plan"), a copy of which is attached to this Declaration as Exhibit "D." Any application filed to rezone the Property shall be in substantial conformity with the Conceptual Site Plan. The Conceptual Site Plan merely sets forth the maximum number of square feet of the proposed buildings and the maximum height of those buildings, but it is not intended to show the exact location and orientation of the buildings, parking areas or other design features to be located on the Property. The Owner acknowledges that the future rezoning and development of the Property shall require one or more detailed site plan approvals by the County which will determine, among other things, the exact location of the buildings, size of the buildings, height of the buildings, facade of the buildings, elevation of the buildings, distribution of the buildings, orientation of the buildings, and other requirements for compliance with all applicable zoning, fire and public works review standards.

(2) **Square Footage.** The development of the Property shall not exceed a total of 240,000 square feet of retail space under the proposed "Business and Office" land use designation.

(3) **Prohibited Uses.** Upon final zoning approval to BU-1(A), residential uses and office buildings as referenced under Section 33-238(24) of the Code of Miami-Dade County (2009) shall be prohibited on the Property.

(4) **Permitted Uses.** The uses on the Property shall be limited to those uses permitted under the BU-1(A) zoning district and may include a public library or community center. The Notwithstanding any possible rezoning, the following BU-1(A) uses shall not be permitted:

- a. Donated Goods Center;
- b. Automobile Light Truck Sales;
- c. Automobile Service Stations;
- d. Motorcycle Sales and Repairs;
- e. Lawn Mower, Retail Sales and Service Centers;
- f. Open Air Theaters;
- g. Skating Rinks;
- h. Rental Truck Agencies;
- i. Dance Halls;
- j. Night Clubs;
- k. Adult Entertainment Establishments.

(5) **Public Library Option.** Owner shall afford the Miami-Dade County Public Library Department (Library Department) the first choice to lease any space located on the West side of the proposed Conceptual Site Plan. The space shall accommodate a neighborhood library between 7,500 square feet to 15,000 square feet and the space will have the necessary electrical outlets and data wiring, as required by the Library Department. The Library Department will have one year from the date of final approval of the Application, in which to select a site located on the West side of the Conceptual Plan. If the Library Department has not selected a site within one year of the approval of the Application, then the Owner shall not have any obligation or responsibilities under this section.

(6) **Maximum Height.** The maximum height permitted for the development of the Property shall be forty-five (45) feet and shall only be one (1) story in height.

(7) **Pedestrian Connectivity.** The Owner shall maintain a pedestrian pathway between the proposed commercial and existing neighboring residential areas that shall be

illuminated and landscaped to assure pedestrian connectivity throughout the proposed park adjacent to the Property.

(8) **Hours of Operation.** The hours of operation on the Property shall be restricted as follows:

Sunday thru Thursday: 6:00 am to 12:00 am

Friday and Saturday: 6:00 am to 2:00 am

(9) **Miscellaneous:**

A. **Covenant Running with the Land.** This Declaration of Restrictions on the part of Owner shall constitute a covenant running with the land and shall be recorded by the Owner, at Owner's expense, in the public records of Miami-Dade County, Florida, and shall remain in full force and effect and be binding upon Owner and their heirs, successors, and assigns until such time as the same is modified or released with the approval of the County. These restrictions, during their lifetime, shall be for the benefit of, and limitation upon, all present and future owners of the Property and for the public welfare.

B. **Term.** This Declaration of Restrictions is to run with the land and shall be binding on all parties and all persons claiming under it for a period of thirty (30) years from the date that this Declaration of Restrictions is recorded, after which time it shall be extended automatically for successive periods of ten (10) years each, unless an instrument signed by the then owner(s) of the Property has been recorded in the public records agreeing to change the covenant in whole, or in part, provided that the Declaration of Restrictions has first been modified or released by Miami-Dade County.

C. **Modification, Amendment, Release.** This Declaration of Restrictions may be modified, amended, or released as to the land herein described, or any portion thereof, by



a written instrument executed by the then fee simple owner(s) of the Property, including joinders of all mortgages, if any, provided that the same is also approved by the Board of County Commissioners of Miami-Dade County or such other successors governmental body having jurisdiction over the Property.

Any such modification, amendment or release shall be subject to the provisions governing amendments to Comprehensive Plans, as set forth in Chapter 163, Part II, Florida Statutes or successor legislation which may, from time to time, govern amendments to comprehensive plans (hereinafter "Chapter 163"). Such modification, amendment or release shall also be subject to the provisions governing amendments to comprehensive plans as set forth in Section 2-116.1 of the Code of Miami-Dade County, or successor regulation governing amendments to the Miami-Dade comprehensive plan. Notwithstanding anything in this paragraph, in the event that the Property is incorporated within a new municipality which amends, modifies, or declines to adopt the provisions of Section 2-116.1 of the Code of Miami-Dade County, then modifications, amendments or releases of this Declaration of Restrictions shall be subject to Chapter 163 and the provisions of such ordinances as may be adopted by such successor municipality for the adoption of amendments to its comprehensive plan; or, in the event that the successor municipality does not adopt such ordinances, subject to Chapter 163 and by the provisions for the adoption of zoning district boundary changes. Should this Declaration of Restrictions be so modified, amended or released, the Director of the Planning and Zoning Department or the executive officer of the successor of said Department, or in the absence of such director or executive officer by his/her assistant in charge of the office in his/her absence, shall forthwith execute a written instrument effectuating and acknowledging such modification, amendment or release.

In the event that there is a recorded property owners association covering any portion of the Property, said association may (in lieu of the signature or consent of the individual members or owners), on behalf of its members and in accordance with its articles of incorporation or bylaws, consent to any proposed modification, amendment, or release by a written instrument executed by the property owners association. Any consent made pursuant to a vote of the property owners association shall be evidenced by a written resolution of the property owners association and a certification executed by the secretary of the property owners association's board of directors affirming that the vote complied with the articles of incorporation and bylaws of the association.

Any modification, amendment, or release of this Declaration will require the consent of all the then owner(s) of the Property which will be evidenced by either a written resolution of a property owners association and/or a written instrument(s) executed by the individual property owner(s). In the event that one or several of the owners of the Property are not members of a recorded association, their consent to any modification, amendment, or release, is required, along with the consent of the recorded associations(s), and must be evidenced by an executed written instrument.

**D. Enforcement.** Enforcement shall be by action against any parties or person violating, or attempting to violate, the covenants. This enforcement provision shall be in addition to any other remedies available at law, in equity, or both.

**E. Election of Remedies.** All rights, remedies, and privileges granted herein shall be deemed to be cumulative and the exercise of any one or more shall neither be deemed to constitute an election of remedies, nor shall it preclude the party exercising the same from exercising such other additional rights, remedies or privileges.

**F. Severability.** Invalidation of any one of these covenants by judgment of Court shall not affect any of the other provisions which shall remain in full force and effect.

**G. Recording.** This Declaration of Restrictions shall be filed of record in the public records of Miami-Dade County, Florida at the cost of Owner following the adoption of the Application. This Declaration of Restrictions shall become effective immediately upon recordation. Notwithstanding the previous sentence, if any appeal is filed, and the disposition of such appeal results in the denial of the application, in its entirety, then this Declaration of Restrictions shall be null and void and of no further effect. Upon the disposition of an appeal that results in the denial of the Application, in its entirety, and upon written request, the Director of the Planning and Zoning Department or the executive officer of the successor of said department, or in the absence of such director or executive officer by his/her assistant in charge of the office in his/her absence, shall forthwith execute a written instrument, in recordable form, acknowledging that this Declaration of Restrictions is null and void and of no further effect.

**[Execution Pages to Follow]**

IN WITNESS WHEREOF, we have hereunto set our hands and seal this 29 day of -  
April, 2009.

WITNESSES:

Chantal Melendi  
Signature

Chantal Melendi  
Print Name

[Signature]  
Signature

ANTHONY BEYANCOU  
Print Name

Fontainebleau Lakes, LLC a Florida limited  
liability corporation

Masoud Shojace  
Name: President

STATE OF FLORIDA )

COUNTY OF MIAMI-DADE )

) ss:  
)

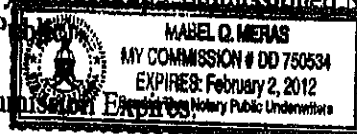
The foregoing instrument was acknowledged before me this 29 day of April 2009 by  
Masoud Shojace, President of Fontainebleau Lakes, LLC. He is personally known to me or  
produced \_\_\_\_\_ (type of identification) as identification.

NOTARY PUBLIC

[Signature]

(Print, Type or Stamp Commissioned Name of  
Notary Public)

My Commission Expires



**JOINDER BY MORTGAGEE  
CORPORATION**

The undersigned Bank of America, N.A., a national banking association, under that certain mortgage from Fontainebleau Lakes, LLC., a Florida limited liability company, recorded in Official Records Book 23887, Page 4607, of the Public Records of Miami-Dade County, Florida, as modified by Amended and Restated Mortgage, Assignment of Rents, Security Agreement and Fixture Filing recorded in Official Records Book 25863, at Page 3204; as modified by Mortgage Modification Agreement recorded in Official Records Book 26579, at Page 4573; and UCC-1 Financing Statement recorded in Official Records Book 23887, at Page 4658 and rerecorded in Official Records Book 24246, at Page 4053 in the Public Records of Miami-Dade County, Florida, covering all or a portion of the property described in the foregoing agreement, does hereby acknowledge that the terms of this agreement are and shall be binding upon the undersigned and its successors in title.

IN WITNESS WHEREOF these presents have been executed this 30 day of April, 2009.

**Witnesses**

**Signature**

**Print Name**

**Signature**

**Print Name**

**Bank of America, N.A., a national banking association**

**Name of Corporation**

**Address:**

13099 US HWY 41 SE 301 Floor  
FORT MYERS, FL 33907

**By:**

**Print Name:** Michael D. Bobain

**STATE OF FLORIDA  
COUNTY OF MIAMI-DADE**

The foregoing instrument was acknowledged before me by Michael D. Bobain, the Sr. Vice President of Bank of America, N.A., on behalf of Bank of America. He/She personally known to me or has produced \_\_\_\_\_, as identification.

Witness my signature and official seal this 30 day of April, 2009, in the County and State aforesaid.



Rebecca L. Helwig

**Notary Public-State of Florida**

Rebecca L. Helwig

**Print Name**

**My Commission Expires:** 7/1/10

**EXHIBIT "A"**

**Fontainebleau East:**

TRACTS 1, 2, 3, 4 AND 7, FONTAINBLEAU PARK SUBDIVISION SECTION ONE, ACCORDING TO THE PLAT THEREOF, AS RECORDED IN PLAT BOOK 90, AT PAGE 56, OF THE PUBLIC RECORDS OF DADE COUNTY, FLORIDA.

TOGETHER WITH:

A PORTION OF THE NORTHWEST 1/4 OF SECTION 4, TOWNSHIP 54 SOUTH, RANGE 40 EAST, MIAMI-DADE COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

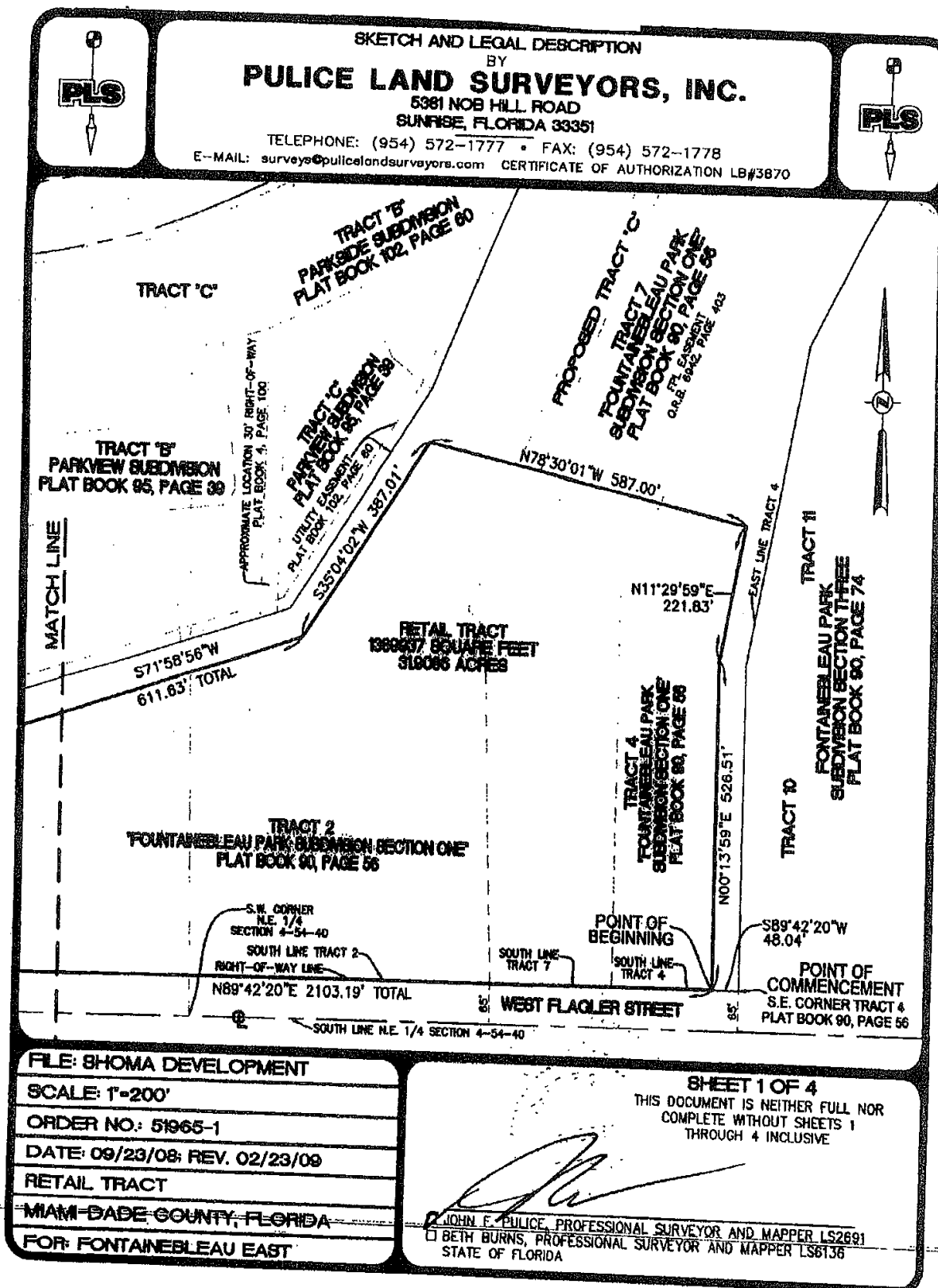
COMMENCE AT THE NORTHWEST CORNER OF SAID SECTION 4, TOWNSHIP 54 SOUTH, RANGE 40 EAST; THENCE RUN NORTH 89°58'50" EAST, ALONG THE NORTH LINE OF SAID SECTION 4 (ALSO BEING THE SOUTH LINE OF GOVERNMENT LOT 4) FOR A DISTANCE OF 95.06 FEET TO THE POINT OF BEGINNING OF PARCEL OF LAND HEREINAFTER TO BE DESCRIBED; THENCE CONTINUE NORTH 89°58'50" EAST ALONG LAST DESCRIBED COURSE FOR A DISTANCE OF 36.55 FEET TO A POINT OF INTERSECTION WITH THE WEST LINE OF TRACT "F" BLUE FONTAINE TRACT, ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK 140, AT PAGE 76, OF THE PUBLIC RECORDS OF DADE COUNTY, FLORIDA; THENCE RUN SOUTH 08°57'20" WEST, ALONG THE WEST LINE OF TRACT "F" FOR A DISTANCE OF 7.93 FEET TO A POINT; THENCE RUN SOUTH 02°06'50" EAST, ALONG SAID WEST LINE OF TRACT "F" FOR A DISTANCE OF 58.88 FEET TO THE SOUTHWEST CORNER OF SAID TRACT "F" (SAID POINT ALSO BEING A POINT OF INTERSECTION WITH THE NORTH RIGHT-OF-WAY LINE OF FONTAINEBLEAU BOULEVARD AS SHOWN ON PLAT OF FONTAINEBLEAU BOULEVARD PARK AND PARK BOULEVARD, ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK 90, AT PAGE 28, OF THE PUBLIC RECORDS OF DADE COUNTY, FLORIDA; THENCE RUN SOUTH 89°42'20" WEST, ALONG LAST DESCRIBED COURSE FOR A DISTANCE OF 35.02 FEET TO A POINT OF INTERSECTION WITH THE EAST RIGHT-OF-WAY LINE FOR CANAL AS SHOWN ON PLAT OF BLUE FONTAINE REPLAT, ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK 140, AT PAGE 2, OF THE PUBLIC RECORDS OF DADE COUNTY, FLORIDA; THENCE RUN NORTH 02°06'50" WEST, ALONG THE EAST RIGHT-OF-WAY LINE OF SAID CANAL FOR A DISTANCE OF 66.89 FEET TO A POINT OF INTERSECTION WITH THE NORTH LINE OF SAID SECTION 4 (SAID POINT ALSO BEING THE POINT OF BEGINNING). SAID PARCEL OF LAND LYING AND BEING SITUATED IN MIAMI-DADE COUNTY, FLORIDA.

TOGETHER WITH:

A PORTION OF GOVERNMENT LOT 4 BETWEEN TOWNSHIP 53 AND 54 SOUTH, RANGE 40 EAST, AS FOLLOWS: COMMENCING AT THE SOUTHEAST CORNER OF GOVERNMENT LOT 4; THENCE SOUTH 89°58'36" WEST 1490.13 FEET TO THE POINT OF BEGINNING; THENCE NORTH 01°53'09" EAST 1035.40 FEET; THENCE NORTH 87°00'00" WEST 160.03 FEET; THENCE SOUTH 01°53'09" WEST 1043.85 FEET; THENCE SOUTH 89°58'36" EAST 160.09 FEET TO THE POINT OF BEGINNING.

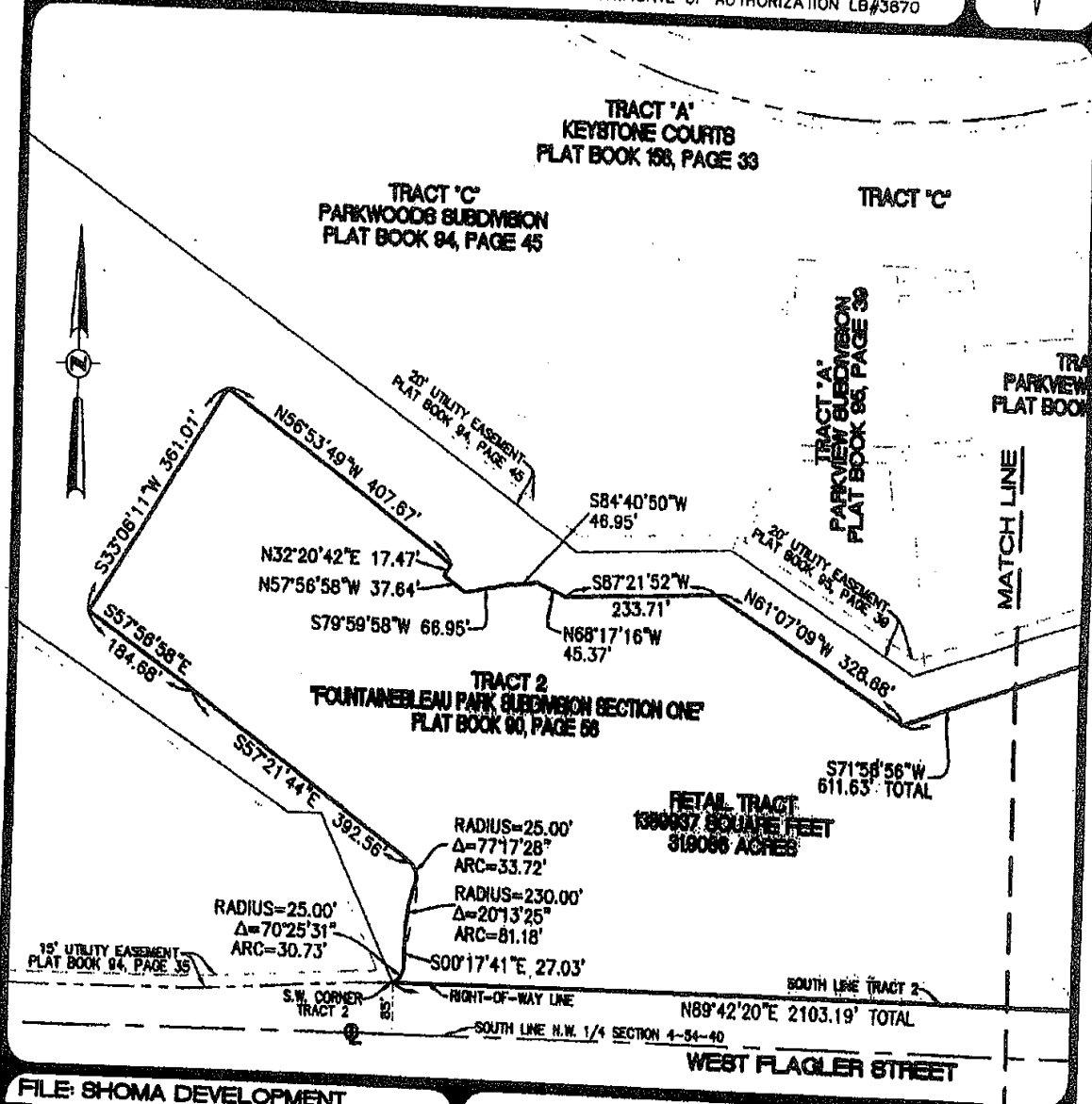


# EXHIBIT "B"





TELEPHONE: (954) 572-1777 • FAX: (954) 572-1778  
E-MAIL: [surveys@pulicelandsurveyors.com](mailto:surveys@pulicelandsurveyors.com) CERTIFICATE OF AUTHORIZATION LB#3870



FOR: FONTAINEBLEAU EAST

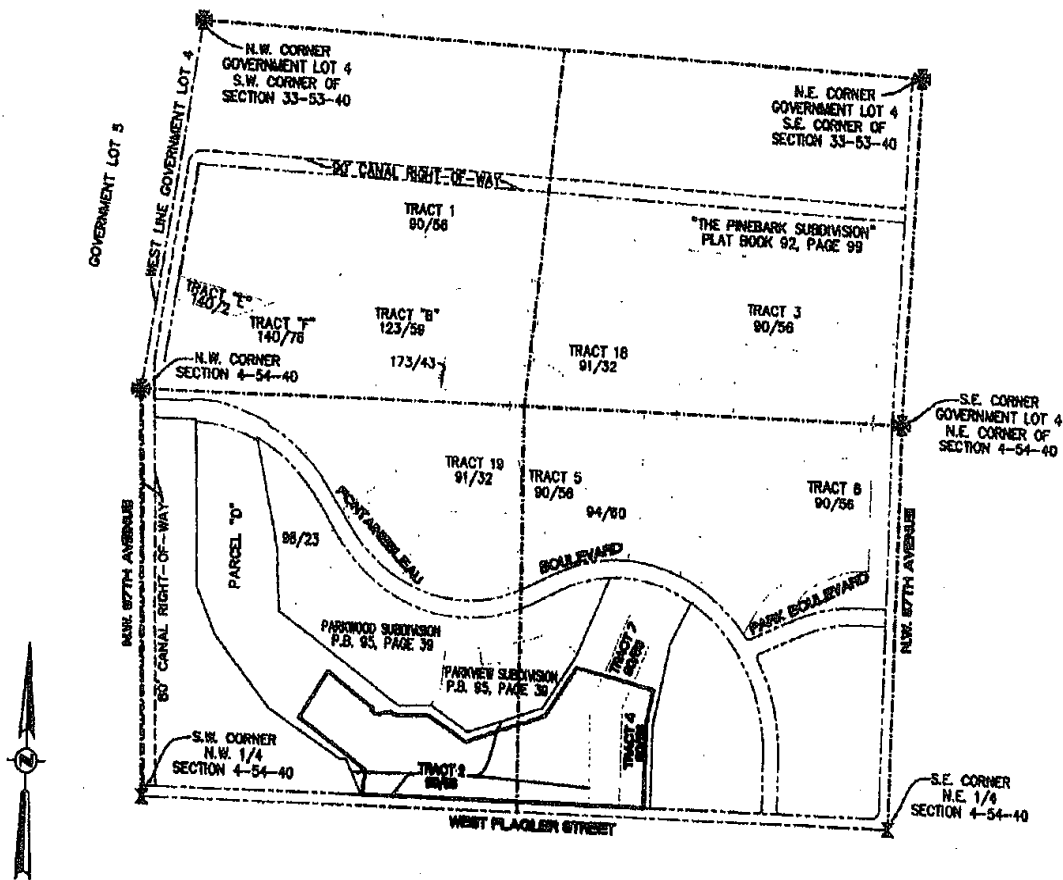
**SHEET 2 OF 4**  
THIS DOCUMENT IS NEITHER FULL NOR  
COMPLETE WITHOUT SHEETS 1  
THROUGH 4 INCLUSIVE



SKETCH AND LEGAL DESCRIPTION  
BY  
**PULICE LAND SURVEYORS, INC.**

5381 NOB HILL ROAD  
SUNRISE, FLORIDA 33351

TELEPHONE: (954) 572-1777 • FAX: (954) 572-1778  
E-MAIL: surveys@pulicelandsurveyors.com CERTIFICATE OF AUTHORIZATION LB#3870



FILE: SHOMA DEVELOPMENT

SCALE: 1"=1,000' (LOCATION MAP)

ORDER NO.: 51965-1

DATE: 09/23/08; REV. 02/23/09

RETAIL TRACT

MIAMI-DADE COUNTY, FLORIDA

FOR: FONTAINEBLEAU EAST

**SHEET 3 OF 4**

THIS DOCUMENT IS NEITHER FULL NOR  
COMPLETE WITHOUT SHEETS 1  
THROUGH 4 INCLUSIVE



SKETCH AND LEGAL DESCRIPTION  
BY  
**PULICE LAND SURVEYORS, INC.**

5381 NOB HILL ROAD  
SUNRISE, FLORIDA 33351

TELEPHONE: (954) 572-1777 • FAX: (954) 572-1778  
E-MAIL: [surveys@pulicelandsurveyors.com](mailto:surveys@pulicelandsurveyors.com) CERTIFICATE OF AUTHORIZATION LB#3870



**LEGAL DESCRIPTION: RETAIL TRACT**

A PORTION OF TRACTS 2, 4 AND 7 OF FONTAINEBLEAU PARK SUBDIVISION SECTION ONE  
ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK 90, PAGE 56 OF THE PUBLIC  
RECORDS OF MIAMI-DADE COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHEAST CORNER OF SAID TRACT 4 ON THE NORTH RIGHT-OF-WAY LINE  
OF WEST FLAGLER STREET; THENCE SOUTH 89°42'20" WEST ON THE SOUTH LINE OF SAID TRACT  
4 AND ON SAID NORTH RIGHT-OF-WAY LINE 48.04 FEET TO THE POINT OF BEGINNING; THENCE  
NORTH 00°13'59" EAST 526.51 FEET; THENCE NORTH 11°29'59" EAST 221.83 FEET; THENCE NORTH  
78°30'01" WEST 587.00 FEET; THENCE SOUTH 35°04'02" WEST 387.01 FEET; THENCE SOUTH  
71°58'56" WEST 611.63 FEET; THENCE NORTH 61°07'09" WEST 328.68 FEET; THENCE SOUTH  
87°21'52" WEST 233.71 FEET; THENCE NORTH 68°17'16" WEST 45.37 FEET; THENCE SOUTH  
84°40'50" WEST 46.95 FEET; THENCE SOUTH 79°59'58" WEST 66.95 FEET; THENCE NORTH  
57°56'58" WEST 37.64 FEET; THENCE NORTH 32°20'42" EAST 17.47 FEET; THENCE NORTH  
56°53'49" WEST 407.67 FEET; THENCE SOUTH 33°06'11" WEST 361.01 FEET; THENCE SOUTH  
57°56'58" EAST 184.68 FEET; THENCE SOUTH 57°21'44" EAST 392.56 FEET TO A POINT OF  
CURVATURE OF A CIRCULAR CURVE, CONCAVE SOUTHWESTERLY; THENCE SOUTHEASTERLY ON THE  
ARC OF SAID CURVE, WITH A RADIUS OF 25.00 FEET AND A CENTRAL ANGLE OF 77°17'28" AN  
ARC DISTANCE OF 33.72 FEET TO A POINT OF REVERSE CURVATURE OF A CIRCULAR CURVE,  
CONCAVE EASTERLY; THENCE SOUTHERLY ON THE ARC OF SAID CURVE, WITH A RADIUS OF  
230.00 FEET AND A CENTRAL ANGLE OF 20°13'25" AN ARC DISTANCE OF 81.18 FEET TO A POINT  
OF TANGENCY; THENCE SOUTH 00°17'41" EAST 27.03 FEET TO A POINT OF CURVATURE OF A  
CIRCULAR CURVE, CONCAVE NORTHWESTERLY; THENCE SOUTHWESTERLY ON THE ARC OF SAID  
CURVE, WITH A RADIUS OF 25.00 FEET AND A CENTRAL ANGLE OF 70°25'31" AN ARC DISTANCE  
OF 30.73 FEET TO THE SOUTHWEST CORNER OF SAID TRACT 2, BEING ON THE NORTH  
RIGHT-OF-WAY LINE OF WEST FLAGLER STREET; THENCE NORTH 89°42'20" EAST ON THE SOUTH  
LINE OF TRACTS 2, 7 AND 4 AND ON SAID NORTH RIGHT-OF-WAY LINE 2,103.19 FEET TO THE  
POINT OF BEGINNING.  
CONTAINING 1,389,937 SQUARE FEET, 31.9086 ACRES.

**NOTES:**

- 1) BEARINGS ARE BASED ON THE SOUTH LINE OF TRACT 2 BEING N89°42'20"E.
- 2) THIS IS NOT A SKETCH OF SURVEY AND DOES NOT REPRESENT A FIELD SURVEY.
- 3) THIS SKETCH IS NOT VALID WITHOUT THE SIGNATURE AND ORIGINAL RAISED SEAL OF A  
FLORIDA LICENSED SURVEYOR AND MAPPER.
- 4) Δ DENOTES: CENTRAL ANGLE.
- 5) O.R.B. DENOTES: OFFICIAL RECORDS BOOK.

FILE: SHOMA DEVELOPMENT

SCALE: N/A

ORDER NO: 51965-1

DATE 09/23/08; REV. 02/23/09

RETAIL TRACT

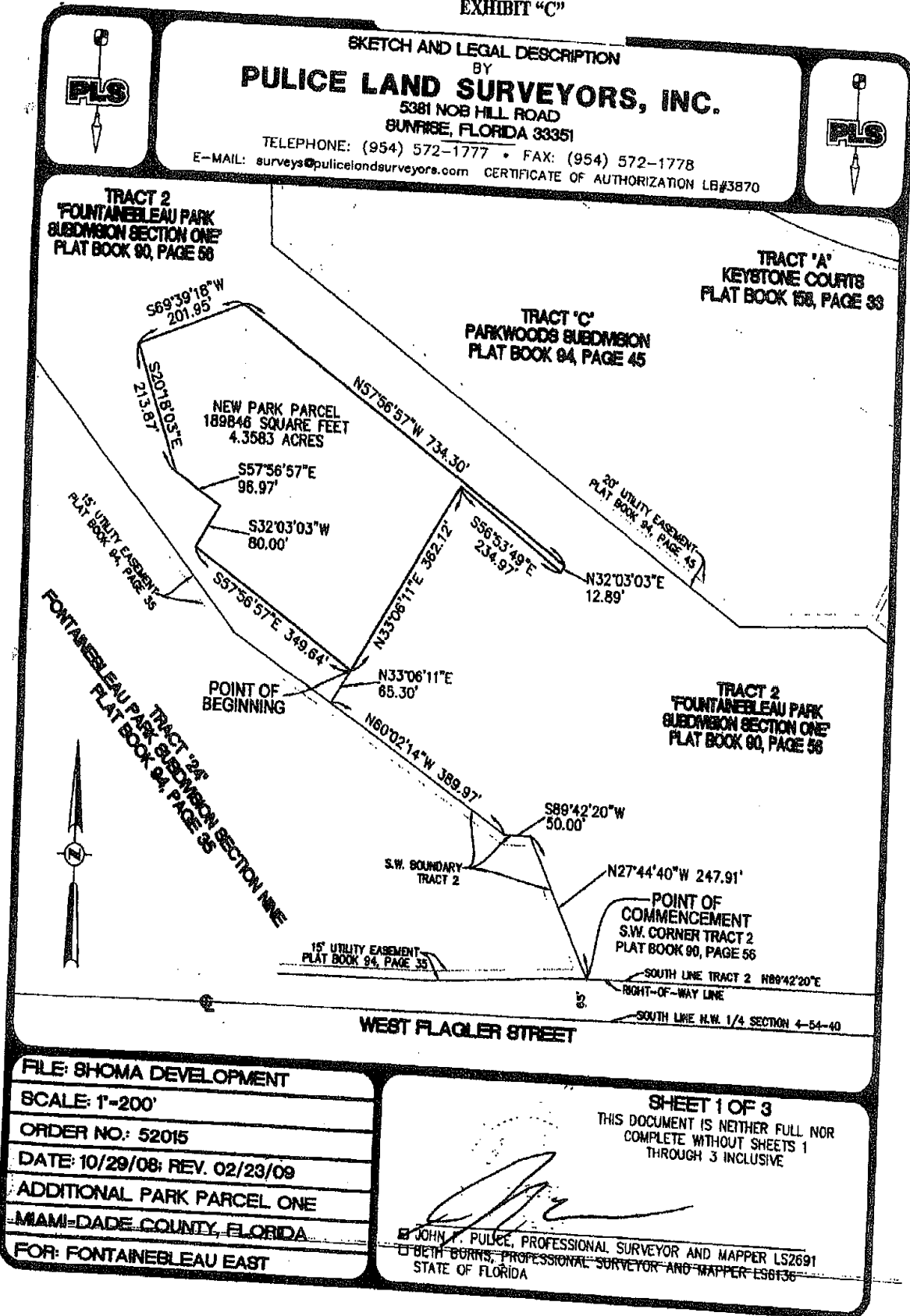
MIAMI-DADE COUNTY, FLORIDA

FOR: FONTAINEBLEAU EAST

**SHEET 4 OF 4**

THIS DOCUMENT IS NEITHER FULL NOR  
COMPLETE WITHOUT SHEETS 1  
THROUGH 4 INCLUSIVE

EXHIBIT "C"







SKETCH AND LEGAL DESCRIPTION  
BY  
**PULICE LAND SURVEYORS, INC.**

5381 NOB HILL ROAD  
SUNRISE, FLORIDA 33351

TELEPHONE: (954) 572-1777 • FAX: (954) 572-1778  
E-MAIL: [surveys@pulicelandsurveyors.com](mailto:surveys@pulicelandsurveyors.com) CERTIFICATE OF AUTHORIZATION LB#3870



**LEGAL DESCRIPTION: ADDITIONAL PARK PARCEL ONE**

A PORTION OF TRACT 2 OF FONTAINEBLEAU PARK SUBDIVISION SECTION ONE ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK 90, PAGE 56 OF THE PUBLIC RECORDS OF MIAMI-DADE COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHWEST CORNER OF SAID TRACT 2 ON THE NORTH RIGHT-OF-WAY LINE OF WEST FLAGLER STREET; THENCE ON THE SOUTHWESTERLY BOUNDARY OF SAID TRACT 2 THE FOLLOWING 3 COURSES AND DISTANCES: 1) NORTH 27°44'40" WEST 247.91 FEET; 2) SOUTH 89°42'20" WEST 50.00 FEET; 3) NORTH 60°02'14" WEST 389.97 FEET; THENCE NORTH 33°06'11" EAST 65.30 FEET TO THE POINT OF BEGINNING; THENCE CONTINUE NORTH 33°06'11" EAST 362.12 FEET; THENCE SOUTH 56°53'49" EAST 234.97 FEET; THENCE NORTH 32°03'03" EAST 12.89 FEET; THENCE NORTH 57°56'57" WEST 734.30 FEET; THENCE SOUTH 69°39'18" WEST 201.95 FEET; THENCE SOUTH 20°18'03" EAST 213.87 FEET; THENCE SOUTH 57°56'57" EAST 96.97 FEET; THENCE SOUTH 32°03'03" WEST 80.00 FEET; THENCE SOUTH 57°56'57" EAST 349.64 FEET TO THE POINT OF BEGINNING.  
CONTAINING 189,846 SQUARE FEET, 4.3583 ACRES.

**NOTES:**

- 1) BEARINGS ARE BASED ON THE SOUTH LINE OF TRACT 2 BEING N89°42'20"E.
- 2) THIS IS NOT A SKETCH OF SURVEY AND DOES NOT REPRESENT A FIELD SURVEY.
- 3) THIS SKETCH IS NOT VALID WITHOUT THE SIGNATURE AND ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER.
- 4) Δ DENOTES: CENTRAL ANGLE.
- 5) O.R.B. DENOTES: OFFICIAL RECORDS BOOK.

**FILE: SHOMA DEVELOPMENT**

**SCALE: N/A**

**ORDER NO: 52015**

**DATE: 10/29/08; REV. 02/23/09**

**ADDITIONAL PARK PARCEL ONE**

**MIAMI-DADE COUNTY, FLORIDA**

**FOR: FONTAINEBLEAU EAST**

**SHEET 3 OF 3**

THIS DOCUMENT IS NEITHER FULL NOR  
COMPLETE WITHOUT SHEETS 1  
THROUGH 3 INCLUSIVE

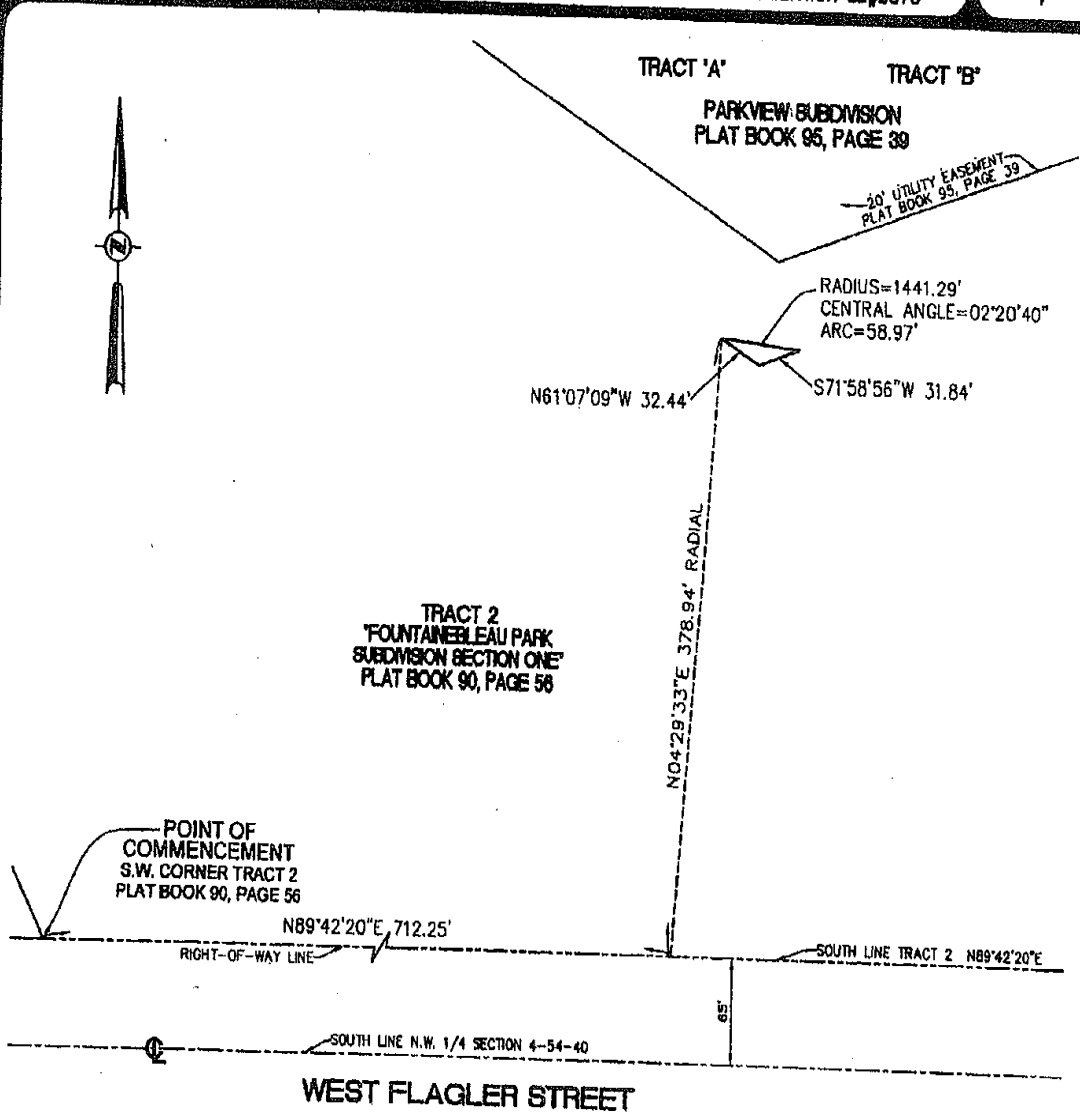




SKETCH AND LEGAL DESCRIPTION  
BY  
**PULICE LAND SURVEYORS, INC.**

5361 NOB HILL ROAD  
SUNRISE, FLORIDA 33351

TELEPHONE: (954) 572-1777 • FAX: (954) 572-1778  
E-MAIL: [surveys@pulicelandsurveyors.com](mailto:surveys@pulicelandsurveyors.com) CERTIFICATE OF AUTHORIZATION LB#3870



FILE: SHOMA DEVELOPMENT

SCALE: 1"=100'

ORDER NO: 52180-3

DATE: 01/26/09

ADDITIONAL PARK PARCEL TWO

MIAMI-DADE COUNTY, FLORIDA

FOR FONTAINEBLEAU EAST

**SHEET 1 OF 3**

THIS DOCUMENT IS NEITHER FULL NOR  
COMPLETE WITHOUT SHEETS 1  
THROUGH 3 INCLUSIVE

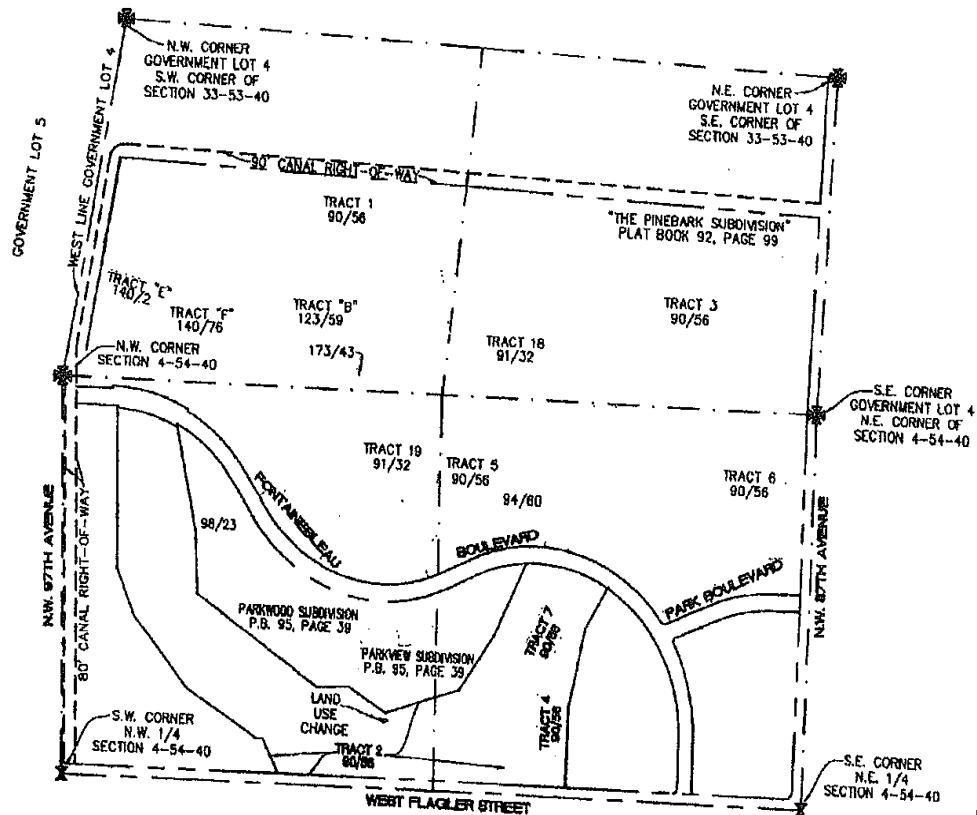
JOHN E. PULICE, PROFESSIONAL SURVEYOR AND MAPPER LS2691  
D. BETH BURNS, PROFESSIONAL SURVEYOR AND MAPPER LS6136  
STATE OF FLORIDA



SKETCH AND LEGAL DESCRIPTION  
BY  
**PULICE LAND SURVEYORS, INC.**

5381 NOB HILL ROAD  
SUNRISE, FLORIDA 33351

TELEPHONE: (954) 572-1777 • FAX: (954) 572-1778  
E-MAIL: [survey@pulficlandsurveyors.com](mailto:survey@pulficlandsurveyors.com) CERTIFICATE OF AUTHORIZATION LB#3870



**FILE 8HOMA DEVELOPMENT**

**SCALE: 1"=1,000' (LOCATION MAP)**

**ORDER NO.: 52160-3**

**DATE: 01/26/08**

**ADDITIONAL PARK PARCEL TWO**

**MIAMI-DADE COUNTY, FLORIDA**

**FOR: FONTAINEBLEAU EAST**

**SHEET 2 OF 3**

THIS DOCUMENT IS NEITHER FULL NOR  
COMPLETE WITHOUT SHEETS 1  
THROUGH 3 INCLUSIVE



SKETCH AND LEGAL DESCRIPTION  
BY

**PULICE LAND SURVEYORS, INC.**

5381 NOB HILL ROAD  
SUNRISE, FLORIDA 33351

TELEPHONE: (954) 572-1777 • FAX: (954) 572-1778

E-MAIL: [surveys@pulicelandsurveyors.com](mailto:surveys@pulicelandsurveyors.com) CERTIFICATE OF AUTHORIZATION LB#3870



**LEGAL DESCRIPTION: ADDITIONAL PARK PARCEL TWO**

A PORTION OF TRACT 2 OF FONTAINEBLEAU PARK SUBDIVISION SECTION ONE ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK 90, PAGE 56 OF THE PUBLIC RECORDS OF MIAMI-DADE COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHWEST CORNER OF SAID TRACT 2 ON THE NORTH RIGHT-OF-WAY LINE OF WEST FLAGLER STREET; THENCE NORTH  $89^{\circ}42'20''$  EAST ON THE SOUTH LINE OF SAID TRACT 2 AND ON SAID NORTH RIGHT-OF-WAY LINE 712.25 FEET; THENCE NORTH  $04^{\circ}29'33''$  EAST, ON A LINE RADIAL TO THE NEXT DESCRIBED CURVE, 378.94 FEET TO THE POINT OF BEGINNING, A POINT ON THE ARC OF A CIRCULAR CURVE CONCAVE SOUTHERLY; THENCE EASTERLY ON THE ARC OF SAID CURVE, WITH A RADIUS OF 1,441.29 FEET AND A CENTRAL ANGLE OF  $02^{\circ}20'40''$  AN ARC DISTANCE OF 58.97 FEET; THENCE SOUTH  $71^{\circ}58'56''$  WEST 31.84 FEET; THENCE NORTH  $61^{\circ}07'09''$  WEST 32.44 FEET TO THE POINT OF BEGINNING.  
389 SQUARE FEET, 0.0089 ACRES.

**NOTES:**

- 1) BEARINGS ARE BASED ON THE SOUTH LINE OF TRACT 2 BEING  $N89^{\circ}42'20''E$ .
- 2) THIS IS NOT A SKETCH OF SURVEY AND DOES NOT REPRESENT A FIELD SURVEY.
- 3) THIS SKETCH IS NOT VALID WITHOUT THE SIGNATURE AND ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER.
- 4) O.R.B. DENOTES: OFFICIAL RECORDS BOOK.

FILE: SHOMA DEVELOPMENT

SCALE: N/A

ORDER NO.: 52160-3

DATE: 01/26/08

ADDITIONAL PARK PARCEL TWO

MIAMI-DADE COUNTY, FLORIDA

FOR: FONTAINEBLEAU EAST

**SHEET 3 OF 3**

THIS DOCUMENT IS NEITHER FULL NOR  
COMPLETE WITHOUT SHEETS 1  
THROUGH 3 INCLUSIVE

LEO A DALY

FIN	SCORE/EXIT	AGE
1978, AREA 0, JENSEN received 10,000 lbs		3.4
1980, AREA 0, OFFICE		3.2
1981, AREA 0, OFFICE		4.3
1982, AREA 0, OFFICE		3.4
1983, AREA 0, OFFICE		4.0
1984, AREA 0, OFFICE		4.0
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2309, AREA 0, OFFICE		4.0
2310, AREA 0, OFFICE		4.0
2311, AREA 0, OFFICE		4.0
2312, AREA 0, OFFICE		4.0
2313, AREA 0, OFFICE		4.0
2314, AREA 0, OFFICE		4.0
2315, AREA 0, OFFICE		4.0
2316, AREA 0, OFFICE		4.0
2317, AREA 0, OFFICE		4.0
2318, AREA 0, OFFICE		4.0
2319, AREA 0, OFFICE		4.0
2320, AREA 0, OFFICE		4.0
2321, AREA 0, OFFICE		4.0
2322, AREA 0, OFFICE		4.0
2323, AREA 0, OFFICE		4.0
2324, AREA 0, OFFICE		4.0
2325, AREA 0, OFFICE		4.0
2326, AREA 0, OFFICE		4.0
2327, AREA 0, OFFICE		4.0
2328, AREA 0, OFFICE		4.0
2329, AREA 0, OFFICE		4.0
2330, AREA 0, OFFICE		4.0
2331, AREA 0, OFFICE		4.0
2332, AREA 0, OFFICE		4.0
2333, AREA 0, OFFICE		4.0
2334, AREA 0, OFFICE		4.0
2335, AREA 0, OFFICE		4.0
2336, AREA 0, OFFICE		4.0
2337, AREA 0, OFFICE		4.0
2338, AREA 0, OFFICE		4.0
2339, AREA 0, OFFICE		4.0
2340, AREA 0, OFFICE		4.0
2341, AREA 0, OFFICE		4.0
2342, AREA 0, OFFICE		4.0
2343, AREA 0, OFFICE		4.0
2344, AREA 0, OFFICE		4.0
2345, AREA 0, OFFICE		4.0
2346, AREA 0, OFFICE		4.0
2347, AREA 0, OFFICE		4.0
2348, AREA 0, OFFICE		4.0
2349, AREA 0, OFFICE		4.0
2350, AREA 0, OFFICE		4.0
2351, AREA 0, OFFICE		4.0
2352, AREA 0, OFFICE		4.0
2353, AREA 0, OFFICE		4.0
2354, AREA 0, OFFICE		4.0
2355, AREA 0, OFFICE		4.0
2356, AREA 0, OFFICE		4.0
2357, AREA 0, OFFICE		4.0
2358, AREA 0, OFFICE		4.0
2359, AREA 0, OFFICE		4.0
2360, AREA 0, OFFICE		4.0
2361, AREA 0, OFFICE		4.0
2362, AREA 0, OFFICE		4.0
2363, AREA 0, OFFICE		4.0
2364, AREA 0, OFFICE		4.

DATE OF JOB	TABLE PLAN
SCALE: 1/4" = 1'-0"	

## EXHIBIT "D"

### DISCLOSURE OF INTEREST

This form or a facsimile must be filed by all applicants having an ownership interest in any real property covered by an application to amend the Land Use Plan map. Submit this form with your application. Attach additional sheets where necessary.

**1. APPLICANT (S) NAME AND ADDRESS:**

**APPLICANT:** CJUF III Flagler, LLC, a Delaware limited liability company

12000 Biscayne Blvd., Suite 508

North Miami, Florida 33181

Use the above alphabetical designation for applicants in completing Sections 2 and 3, below.

**2. PROPERTY DESCRIPTION: Provide the following information for all properties in the application area in which the applicant has an interest. Complete information must be provided for each parcel.**

APPLICANT	OWNERS OF RECORD*	FOLIO NUMBERS	SIZE IN ACRES
CJUF III Flagler, LLC	CJUF III Flagler, LLC	See below	+/- 36.27 net acres
	Fontainebleau Lakes, LLC		+/- 39.51 gross acres

\*Fontainebleau Lakes, LLC owns +/- 4.37 acres (net and gross)(contained in numerous folios attached as list to this Disclosure) and CJUF III Flagler LLC owns +/- 31.9 Acres (net) (+/-35.04 acres gross) (folio 30-4004-084-0570)

**3. For each applicant, check the appropriate column to indicate the nature of the applicant's interest in the property identified in 2, above.**

APPLICANT	OWNER	CONTRACTOR FOR PURCHASE	LESSEE	OTHER (Attach Explanation)
	X	X		

**4. DISCLOSURE OF APPLICANT'S INTEREST: Complete all appropriate sections and indicate N/A for each section that is not applicable.**

- a. If the applicant is an individual (natural person) list the applicant and all other individual owners below and the percentage of interest held by each.

INDIVIDUAL'S NAME AND ADDRESS

PERCENTAGE OF INTEREST

- b. If the applicant is a **CORPORATION**, list the corporation's name, the name and address of the principal stockholders and the percentage of stock owned by each. [Note: where the principal officers or stockholders, consist of another corporation (s), trustee(s), partnership(s) or other similar entities, further disclosure shall be required which discloses the identity of the individual(s) (natural persons) having the ultimate ownership interest in the aforementioned entity.]

**CORPORATION NAME** CJUF III Flagler, LLC, a Delaware limited liability company

<u>NAME, ADDRESS, AND OFFICE ( if applicable)</u>	<u>PERCENTAGE OF STOCK</u>
CJUF III Flagler Member, LLC 2000 Avenue of the Stars, 11 <sup>th</sup> Floor Los Angeles, California	100% of preferred member interest

HM Six Member, LLC 12000 Biscayne Blvd., Suite 508 North Miami, Florida 33181	100% of preferred member interest
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See Attached Ownership Chart for Further Information

- c. If the applicant is a **TRUSTEE**, list the trustee's name, the name and address of the beneficiaries of the trust, and the percentage of interest held by each. [Note: where the beneficiary/beneficiaries consist of corporation(s), partnership(s), or other similar entities, further disclosure shall be required which discloses the identity of the individual (s) (natural persons) having the ultimate ownership interest in the aforementioned entity].

**TRUSTEES NAME:** \_\_\_\_\_

<u>BENEFICIARY'S NAME AND ADDRESS</u>	<u>PERCENTAGE OF INTEREST</u>
---------------------------------------	-------------------------------

- d. If the applicant is a **PARTNERSHIP** or **LIMITED PARTNERSHIP**, list the name of the partnership, the name and address of the principals of the partnership, including general and limited partners and the percentage of interest held by each partner. [Note: where the partner(s) consist of another partnership(s), corporation(s) trust(s) or other similar entities, further disclosure shall be required which discloses the identity of the individual(s) (natural persons) having the ultimate ownership interest in the aforementioned entity].

**PARTNERSHIP NAME:** \_\_\_\_\_

NAME AND ADDRESS OF PARTNERS

PERCENTAGE OF INTEREST

- e. If the applicant is party to a **CONTRACT FOR PURCHASE**, whether contingent on this application or not, and whether a Corporation, Trustee, or Partnership, list the names of the contract purchasers below, including the principal officers, stockholders, beneficiaries, or partners. [Note: where the principal officers, stockholders, beneficiaries, or partners consist of another corporation, trust, partnership, or other similar entities, further disclosure shall be required which discloses the identity of the individual(s) (natural persons) having the ultimate ownership interest in the aforementioned entity].

NAME AND ADDRESS

PERCENTAGE OF INTEREST

Date of Contract \_\_\_\_\_

If any contingency clause or contract terms involve additional parties, list all individuals or officers if a corporation, partnership, or trust.

5. **DISCLOSURE OF OWNER'S INTEREST:** Complete only if an entity other than the applicant is the owner of record as shown on 2.a., above.

- a. If the owner is an individual (natural person) list the applicant and all other individual owners below and the percentage of interest held by each.

INDIVIDUAL'S NAME AND ADDRESS

PERCENTAGE OF INTEREST

- b. If the owner is a **CORPORATION**, list the corporation's name, the name and address of the principal stockholders and the percentage of stock owned by each. [Note: where the principal officers or stockholders consist of another corporation(s), trustee(s) partnership(s) or other similar entities, further disclosure shall be required which discloses the identity of the individual(s) (natural persons) having the ultimate ownership interest in the aforementioned entity.]



**CORPORATION NAME:** Fontainebleau Lakes, LLC, a Florida Limited Liability Company

NAME, ADDRESS AND OFFICE (if applicable)

PERCENTAGE OF STOCK

3470 NW 82<sup>nd</sup> Avenue, Suite 988, Doral, Florida 33122

See attached chart

If the owner is a **TRUSTEE**, and list the trustee's name, the name and address of the beneficiaries of the trust and the percentage of interest held by each. [Note: where the beneficiary/beneficiaries consist of corporation(s), another trust(s), partnership(s) or other similar entities, further disclosure shall be required which discloses the identity of the individual(s) (natural persons) having the ultimate ownership interest in the aforementioned entity].

**TRUSTEE'S NAME:** \_\_\_\_\_

BENEFICIARY'S NAME AND ADDRESS

PERCENTAGE OF INTEREST

- c. If the owner is a **PARTNERSHIP** or **LIMITED PARTNERSHIP**, list the name of the partnership, the name and address of the principals of the partnership, including general and limited partners, and the percentage of interest held by each. [Note: where the partner(s) consist of another partnership(s), corporation(s) trust(s) or other similar entities, further disclosure shall be required which discloses the identity of the individual(s) (natural persons) having the ultimate ownership interest in the aforementioned entity].

**PARTNERSHIP NAME:** \_\_\_\_\_

NAME AND ADDRESS OF PARTNERS

PERCENTAGE OF OWNERSHIP

- d. If the owner is party to a **CONTRACT FOR PURCHASE**, whether contingent on this application or not, and whether a Corporation, Trustee, or Partnership, list the names of the contract purchasers below, including the principal officers, stockholders, beneficiaries, or partners. [Note: where the principal officers, stockholders, beneficiaries, or partners consist of another corporation, trust, partnership, or other similar entities, further disclosure shall be required which discloses the identity of the individual(s) (natural persons) having the ultimate ownership interest in the aforementioned entity].

NAME, ADDRESS AND OFFICE (if applicable)

PERCENTAGE OF INTEREST

Date of Contract \_\_\_\_\_

If any contingency clause or contract terms involve additional parties, list all individuals or officers, if a corporation, partnership, or trust

For any changes of ownership or changes in contracts for purchase subsequent to the date of the application, but prior to the date of the final public hearing, a supplemental disclosure of interest shall be filed.

The above is a full disclosure of all parties of interest in this application to the best of my knowledge and behalf.

CJUF III Flagler, LLC, a Delaware limited liability Company

By: HM Six Member, LLC, a Florida limited liability company,  
Sponsor Member

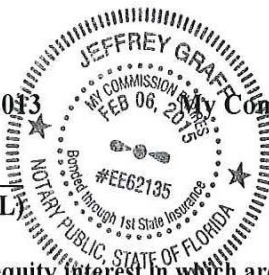
By: HM Six, LLC, a Florida limited liability company,  
Manager

By: [Signature]  
Name: Eric Sheppard  
Title: Manager

Sworn to and subscribed before me

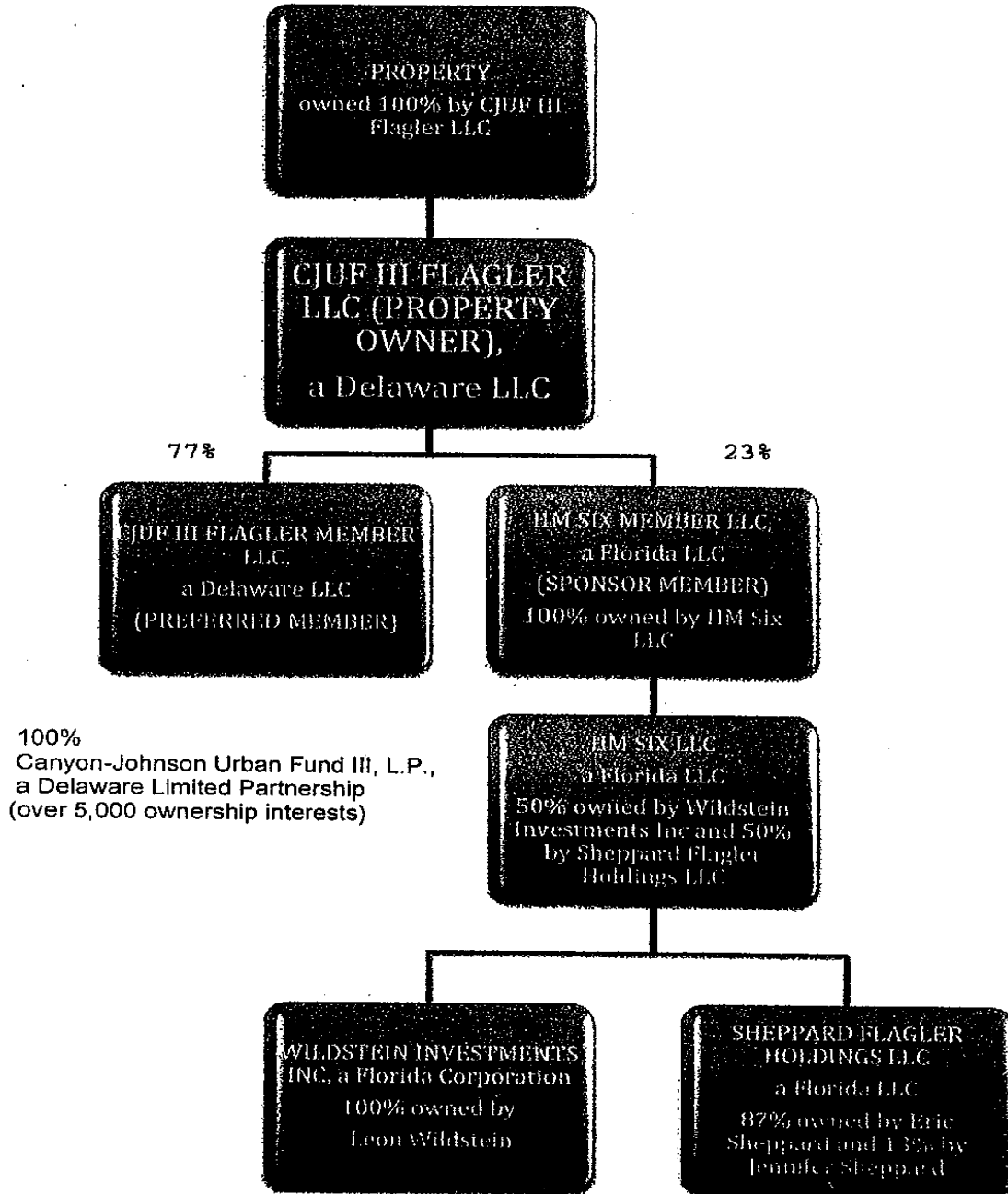
this 7<sup>th</sup> day of Nov, 2013, My Commission Expires: 2/6/2015

[Signature]  
Notary Public, State of Florida at Large (SEAL)



Disclosure shall not be required of any entity, the equity interest in which are regularly traded on an established securities market in the United States or other country; or pension funds or pension trusts of more than five thousand (5,000) ownership interests; any entity where ownership interests are held in a partnership, corporation or trust consisting of more FMGM than five thousand (5,000) separate interests including all interests at each level of ownership, and no one pension or entity holds more than a total of five (5) percent of the ownership interest in the partnership, corporation or trust; or of any entity, the ownership interest of which are held in a partnership, corporation or trust consisting of more than 5,000 separate interests and where no one person or entity holds more than a total of 5% of the ownership interest in the partnership, corporation or trust. Entities whose ownership interests are held in partnership, corporation, or trust consisting of more than five thousand (5,000) separate interests, including all interests at every level of ownership, shall only be required to disclose those ownership interest which exceed five (5) percent of the ownership interest in the partnership, corporation or trust.

# FLAGLER ORGANIZATION CHART



LA1 2444658v.1

**LIST OF FOLIO NUMBERS**

3040040840180  
3040040840190  
3040040840200  
3040040840210  
3040040840220  
3040040840230  
3040040840240  
3040040840250  
3040040840260  
3040040840270  
3040040840280  
3040040840290  
3040040840300  
3040040840310  
3040040840320  
3040040840330  
3040040840340  
3040040840350  
3040040840360  
3040040840370  
3040040840380  
3040040840390  
3040040840400  
3040040840410  
3040040840420  
3040040840430  
3040040840440  
3040040840450  
3040040840460  
3040040840470  
3040040840480  
3040040840490  
3040040840500  
3040040840510  
3040040840520  
3040040840590  
3040040840600  
3040040840610  
3040040840620  
3040040840630  
3040040840640  
3040040840650