

MEMORANDUM

Agenda Item No. 8(F)(1)

TO: Honorable Chairman Oliver G. Gilbert, III
and Members, Board of County Commissioners

DATE: November 7, 2023

FROM: Geri Bonzon-Keenan
County Attorney

SUBJECT: Resolution authorizing an amendment to the Declaration of Restrictions applicable to the property located at 27505 SW 132 Avenue and identified by Folio Number 30-6935-000-0400 ("Property") extending the deadline by which the owner, Amazon.com Services, LLC, a Delaware limited liability company, must complete the project and create necessary jobs by 12 months; authorizing the County Mayor to execute the amendment, to exercise all rights conferred therein, and to take all actions necessary to effectuate same

The accompanying resolution was prepared by the Internal Services Department and placed on the agenda at the request of Prime Sponsor Commissioner Kionne L. McGhee.


Geri Bonzon-Keenan
County Attorney

GBK/gh


MDC001

Memorandum



Date: November 7, 2023

To: Honorable Chairman Oliver G. Gilbert, III
and Members, Board of County Commissioners

From: Daniella Levine Cava
Mayor 

Subject: Resolution Authorizing the Execution of an Amendment to the Declaration of Restrictions for the Property Conveyed to Amazon.com Services, LLC for Economic Development Purposes and Located at 27505 SW 132 Avenue, Homestead, Florida 33032

Executive Summary

This item seeks approval from the Board of County Commissioners (Board) to extend the deadlines set forth in the Declaration of Restrictions applicable to the property located at 27505 SW 132 Avenue, and identified by Folio No. 30-6935-000-0400 (Property), which was conveyed to Amazon.com Services, LLC (Amazon) for economic development purposes pursuant to Section 125.045, Florida Statutes, as authorized by Resolution No. R-655-20.

Approval of this Amendment to the Declaration of Restrictions is beneficial as Amazon has clearly demonstrated its commitment to the community and project by investing over \$129,000,000 in capital on the Property. Amazon has endured delays due to “various macroeconomic issues such as industry-wide supply chain challenges and inflationary pressures that have impacted not only this site but Amazon’s entire network of facilities.” A twelve-month extension is requested to avoid future amendments in the event of unanticipated changes in the economy.

Based on the foregoing, the Amendment is recommended as being in the best interest of the County, particularly in light of the substantial investment which already has been made by Amazon. The proposed terms and conditions set forth in the Amendment continue to satisfy economic development purposes while ensuring that the development proceeds notwithstanding current market conditions.

Recommendation

It is recommended that the Board adopt the attached Resolution authorizing the execution of the First Amendment to the Declaration of Restrictions (Amendment) for the Property to extend the deadlines set forth therein by one year. The Amendment is attached to the Resolution as Attachment 1.

Scope

The Property is located in Commission District 9, which is represented by Commissioner Kionne L. McGhee.

Delegation of Authority

The resolution authorizes the County Mayor or the County Mayor’s designee to execute the Amendment, which will extend the deadlines set forth in the Declaration of Restrictions by one year.

Fiscal Impact/Funding Source

There is no direct fiscal impact to the County resulting from this Amendment. However, the Amendment will extend the deadline by which Amazon must substantially complete the project and create 325 full-time jobs, which will delay the economic development benefits to the community for a maximum of one year.

Track Record/Monitor

To date, Amazon has complied with the various restrictions set forth in the Declaration of Restrictions. Jessica Gutierrez, Real Estate Officer of the Internal Services Department’s Real Estate Development Division, oversees Amazon’s compliance with the Declaration of Restrictions.

Background

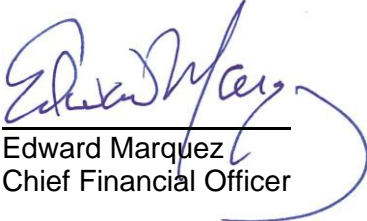
On July 8, 2020, the Board approved Resolution No. R-655-20 for the Property (formerly having an address of 13200 SW 272 Street, Miami, FL 33032 and identified by Folio Nos. 30-6935-000-0400 and 30- 6935-000-0061) to be sold to Amazon for economic development purposes pursuant to Section 125.045, Florida Statutes. The property was sold to Amazon for the appraised market value of \$22,056,853 pursuant to a deed dated September 14, 2020, and recorded in Official Records Book 32015, Page 4918.

The conveyance of the Property to Amazon was subject to Amazon’s continued compliance with various restrictions set forth in the Declaration of Restrictions which, among other requirements and restrictions: (i) requires the use of the Property for the development and operation of a distribution building of no less than 1,000,000 square feet with associated office space, and warehouse space, to be used to receive, store, assemble, ship, distribute, prepare, sell, and serve as pick-up/drop-off location for products, materials, food, grocery, and liquor items, and ancillary uses; (ii) requires Amazon to invest \$80,000,000 into the Property in connection with the Project, to include soft costs and construction costs; (iii) requires Amazon to substantially complete the Project no later than September 18, 2023 (Completion Deadline); (iv) and requires the creation of a minimum of 325 full-time or full-time equivalent permanent jobs with an average annual salary of no less than the greater of \$32,000 or the then current Living Wage (Job Requirement).

To date, Amazon has complied with the various restrictions set forth in the Declaration of Restrictions and has incurred over \$129,000,000 in capital investments into the Property. The facility was granted a Temporary Certificate of Occupancy on June 21, 2022, but has not yet been fully equipped with all necessary equipment and furnishings to commence operations of the distribution facility.

On April 26, 2023, Amazon submitted a request to extend the Completion Deadline and the related Job Requirement by twelve months, indicating that the project has been delayed due to “various macroeconomic issues such as industry-wide supply chain challenges and inflationary pressures that have impacted not only this site but Amazon’s entire network of facilities.” Amazon specified that they are actively procuring the necessary equipment and anticipate its installation by Spring 2024, but has requested additional months to avoid future amendments in the event of unanticipated changes in the economy.

The commencement date of the Declaration, as of the date of recordation, is September 18, 2020. The proposed Amendment attached as Attachment 1 to the Resolution amends the definition of Effective Date by twelve months to September 18, 2021, resulting in the extension of the obligations, milestones, and terms of the Declaration. The Completion Deadline and associated Job Requirement deadline are thereby extended to September 18, 2024, while also extending the term for which Amazon must continue to comply with the Declaration of Restrictions to a total of a twenty-one-year period.


Edward Marquez
Chief Financial Officer



MEMORANDUM
(Revised)

TO: Honorable Chairman Oliver G. Gilbert, III
and Members, Board of County Commissioners

DATE: November 7, 2023

FROM: 
Gen Bonzon-Keenan
County Attorney

SUBJECT: Agenda Item No. 8(F)(1)

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
- Statement of social equity 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 present ____, 2/3 membership ____, 3/5's ____, unanimous ____, CDMP 7 vote requirement per 2-116.1(3)(h) or (4)(c) ____, CDMP 2/3 vote requirement per 2-116.1(3)(h) or (4)(c) ____, or CDMP 9 vote requirement per 2-116.1(4)(c)(2) ____) to approve
- Current information regarding funding source, index code and available balance, and available capacity (if debt is contemplated) required

Approved _____ Mayor
Veto _____
Override _____

Agenda Item No. 8(F)(1)
11-7-23

RESOLUTION NO. _____

RESOLUTION AUTHORIZING AN AMENDMENT TO THE DECLARATION OF RESTRICTIONS APPLICABLE TO THE PROPERTY LOCATED AT 27505 SW 132 AVENUE AND IDENTIFIED BY FOLIO NUMBER 30-6935-000-0400 (“PROPERTY”) EXTENDING THE DEADLINE BY WHICH THE OWNER, AMAZON.COM SERVICES, LLC, A DELAWARE LIMITED LIABILITY COMPANY, MUST COMPLETE THE PROJECT AND CREATE NECESSARY JOBS BY 12 MONTHS; AUTHORIZING THE COUNTY MAYOR OR COUNTY MAYOR’S DESIGNEE TO EXECUTE THE AMENDMENT, TO EXERCISE ALL RIGHTS CONFERRED THEREIN, AND TO TAKE ALL ACTIONS NECESSARY TO EFFECTUATE SAME

WHEREAS, this Board desires to accomplish the purposes outlined in the accompanying Mayor’s memorandum, a copy of which is incorporated herein,

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

Section 1. This Board incorporates and approves the foregoing recitals, the exhibits to this resolution, and the accompanying Mayor’s memorandum as if fully set forth herein.

Section 2. This Board hereby approves the terms of, and authorizes the execution by, the County Mayor or County Mayor’s designee of the First Amendment to Declaration of Restrictions with Amazon.com Services, LLC for the property located at 27505 SW 132 Avenue, and identified by Folio No. 30-6935-000-0400 in substantially the form attached hereto, and further authorizes the County Mayor or County Mayor’s designee to exercise all rights conferred in the Declaration as amended, and to take all actions necessary to effectuate same.

Section 3. Pursuant to Resolution No. R-974-09, this Board: (a) directs the County Mayor or County Mayor's designee to record the First Amendment to Declaration of Restrictions in the Public Records of Miami-Dade County and to provide a recorded copy of the instrument to the Clerk of the Board within 30 days of execution of said instrument; and (b) directs the Clerk of the Board to attach and permanently store a recorded copy of the instrument together with this resolution. This Board further directs the County Mayor or County Mayor's designee to provide a copy of this First Amendment to Declaration of Restrictions to the Property Appraiser within 30 days of the effective date of this resolution.

The foregoing resolution 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:

Oliver G. Gilbert, III, Chairman	
Anthony Rodríguez, Vice Chairman	
Marleine Bastien	Juan Carlos Bermudez
Kevin Marino Cabrera	Sen. René García
Roberto J. Gonzalez	Keon Hardemon
Danielle Cohen Higgins	Eileen Higgins
Kionne L. McGhee	Raquel A. Regalado
Micky Steinberg	

The Chairperson thereupon declared this resolution duly passed and adopted this 7th day of November, 2023. 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

JUAN FERNANDEZ-BARQUIN, CLERK

By: _____
Deputy Clerk

Approved by County Attorney as
to form and legal sufficiency.

MRP

Monica Rizo Perez

Attachment 1

This instrument to be returned to:
Internal Services Department
Real Estate Development Division
Miami-Dade County
111 N.W. 1st Street, 24th Floor
Miami, Florida 33128

Folio Number: 30-6935-000-0400 (formerly 30-6935-000-0400 and 30-6935-000-0061)
(Space reserved for Clerk)

FIRST AMENDMENT TO DECLARATION OF RESTRICTIONS

THIS FIRST AMENDMENT TO DECLARATION OF RESTRICTIONS (the “**First Amendment**” or “**Amendment**”) is made this _____ day of _____, 2023 (the “**Amendment Effective Date**”), by and between **Miami-Dade County** (“**County**”), a political subdivision of the State of Florida, and **Amazon.com Services LLC**, a Delaware limited liability company (“**Owner**”).

WHEREAS, the County previously conveyed to Owner the real property located in Unincorporated Miami-Dade County, Florida as legally described in Exhibit “A” attached hereto and made a part hereof (“**Property**”);

WHEREAS, in connection with the conveyance of the Property, the County and Owner executed a Declaration of Restrictions (“**Declaration**”) dated September 14, 2020 and recorded on September 18, 2020, in the public records of Miami-Dade County, Florida at Official Records Book 32105 and Page 4921;

WHEREAS, the dates and milestones set forth in the Declaration currently run from September 18, 2020, the date of recordation and commencement date of the Declaration, defined in the Declaration as the “**Effective Date**”; and

WHEREAS, the County and Owner desire to amend the Declaration to extend such dates, as well as the term of the Declaration, by one year, which the parties agree is most easily accomplished by redefining the term Effective Date, to encompass and reflect all such extensions,

NOW, THEREFORE, in consideration of good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged and of the mutual benefits, covenants and agreements herein expressed, the County and Owner incorporate the foregoing recitals, and hereby agree as follows:

Section 1. Amendment to Declaration. Section 2 of the Declaration is hereby amended to revise the defined term “**Effective Date**” within the Declaration from September 18, 2020 to September 18, 2021 as follows:

2. Permitted Use of the Property. During the time period beginning on September 18, 2020, the recordation and commencement date of the Declaration, extending through September 18, 2021 (the “**Effective Date**”), and expiring twenty (20) years from the Effective Date (collectively the “**Term**” which encompasses twenty one (21) years), the Property shall solely be used for the development, construction and operation of a distribution facility to be comprised of a distribution building of no less than 1,000,000 square feet with associated office space, warehouse space, infrastructure and parking (the “**Improvements**”), to be used to receive, store, assemble, ship, distribute, prepare, sell, and serve as pick-up/drop-off location for products, materials, food, grocery, and liquor items, and ancillary uses related thereto (the “**Permitted Uses**”) and collectively, (the “**Project**”).

Section 2. Construction of Amendment. Except as expressly modified and amended by this First Amendment, the Declaration shall be and remain unmodified and in full force and effect in accordance with its terms and shall constitute the legal, valid, binding and enforceable obligations to the parties. To the extent that any provision herein shall be deemed to conflict (after reasonable construction of the provisions in order to effectuate their terms) with terms considered to remain effective in the Declaration, then the terms of this Amendment shall be controlling.

Section 3. Binding Effect. This Amendment shall be binding upon and shall inure to the benefit of the Parties and each of their respective heirs, successors, successors-in-title, and assigns.

IN WITNESS WHEREOF, the representatives of Owner have caused this First Amendment to be executed by their respective and duly authorized representative, and they intend to be legally bound hereby to all of the terms and conditions of the Declaration and First Amendment.

Amazon.com Services LLC
a Delaware limited liability company

Witness/Attest:

By:

Witness/Attest:

By: _____

Title: _____

STATE OF _____

COUNTY OF _____

I HEREBY CERTIFY, that on this ___ day of _____, 20___, before me, an officer duly authorized to administer oaths and take acknowledgments, appeared _____, [] in person or [] via online notarization, who is personally known to me, or proven, by producing the following identification: _____, to be the _____ of _____, an existing Limited Liability Company under the laws of the State of _____, and whose name the forgoing instrument is executed and said officer severally acknowledged before me that he executed said instrument acting under the authority duly vested by said corporation and its Corporate Seal is affixed thereto.

WITNESS my hand and official Seal at _____, in the County and State aforesaid, on this, the ___ day of _____, 20___.

Notary Public

Print Name

NOTARY SEAL / STAMP

Notary Public, State of _____

My Commission expires: _____

MIAMI-DADE COUNTY, FLORIDA,
a political subdivision of the State of Florida by its
Board of County Commissioners

By: _____

Name: _____

Title: _____

Date: _____

ATTEST:

JUAN FERNANDEZ-BARQUIN, CLERK

By: _____
Deputy Clerk

APPROVED AS TO FORM AND LEGAL SUFFICIENCY

By: _____

Name: _____

Title: Assistant County Attorney

EXHIBIT "A"

LEGAL DESCRIPTION OF PROPERTY

A PORTION OF THE SOUTHEAST 1/4 OF SECTION 35, TOWNSHIP 56 SOUTH, RANGE 39 EAST, MIAMI-DADE COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHEAST CORNER OF SAID SECTION 35; THENCE NORTH 00°45'41" WEST ON THE EAST LINE OF SAID SOUTHEAST 1/4 OF SECTION 35 FOR 575.07 FEET; THENCE SOUTH 89°16'28" WEST 50.00 FEET TO THE POINT OF BEGINNING; THENCE CONTINUE SOUTH 89°16'28" WEST 2,640.09 FEET TO A POINT ON THE WEST LINE OF SAID SOUTHEAST 1/4 OF SECTION 35; THENCE NORTH 00°50'30" WEST ON SAID WEST LINE 2,050.03 FEET; THENCE NORTH 89°11'29" EAST 35.00 FEET TO THE BEGINNING OF A CIRCULAR NON-TANGENT CURVE CONCAVE SOUTHEASTERLY, THE RADIUS POINT OF WHICH BEARS NORTH 89°09'30" EAST; THENCE NORTHEASTERLY ON THE ARC OF SAID CURVE TO THE RIGHT, WITH A RADIUS OF 25.00 FEET, A CENTRAL ANGLE OF 90°02'03", FOR AN ARC DISTANCE OF 39.28 FEET TO A POINT OF TANGENCY ON THE SOUTH RIGHT-OF-WAY LINE OF SOUTHWEST 272ND STREET, BEING A LINE 35.00 FEET SOUTH OF AND PARALLEL TO THE NORTH LINE OF SAID SOUTHEAST 1/4 OF SECTION 35; THENCE NORTH 89°11'32" EAST ON SAID SOUTH RIGHT-OF-WAY LINE AND SAID PARALLEL LINE 949.76 FEET TO THE NORTHWEST CORNER OF TRACT "A", FEDEX GROUND FACILITY, ACCORDING TO THE PLAT THEREOF, AS RECORDED IN PLAT BOOK 172, PAGE 36, OF THE PUBLIC RECORDS OF SAID COUNTY; THENCE SOUTH 00°48'42" EAST ON THE WEST LINE OF SAID TRACT "A", AND CONTINUING ON THE WEST LINE OF TRACT "B" OF SAID PLAT, 1,308.43 FEET TO THE SOUTHWEST CORNER OF SAID TRACT "B"; THENCE NORTH 89°14'03" EAST ON THE SOUTH LINE OF SAID TRACT "B", BEING THE NORTH LINE OF THE SOUTH 1/2 OF SAID SOUTHEAST 1/4 OF SECTION 35, FOR 1,632.06 FEET TO THE SOUTHEAST CORNER OF SAID TRACT "B", A POINT ON THE WEST RIGHT-OF-WAY LINE OF SOUTHWEST 127TH AVENUE, ALSO BEING A LINE PARALLEL TO AND 50.00 FEET WEST OF THE AFOREMENTIONED EAST LINE OF THE SOUTHEAST 1/4 OF SECTION 35; THENCE SOUTH 00°45'41" EAST ON SAID WEST RIGHT-OF-WAY LINE AND SAID PARALLEL LINE 769.21 FEET TO THE POINT OF BEGINNING.

SAID LANDS SITUATE, LYING AND BEING IN MIAMI-DADE COUNTY, FLORIDA. CONTAINING 3,348,134 SQUARE FEET (76.8626 ACRES) MORE OR LESS.