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IN THE CIRCUIT COURT OF THE FOURTH JUDICIAL CIRCUIT, IN AND FOR NASSAU COUNTY, FLORIDA

CASE NO.

RAYDIENT LLC (d/b/a RAYDIENT PLACES + PROPERTIES, LLC), WILDLIGHT LLC, RAYONIER EAST NASSAU TIMBER PROPERTIES I, LLC, RAYONIER EAST NASSAU TIMBER PROPERTIES II, LLC, RAYONIER EAST NASSAU TIMBER PROPERTIES III, LLC, RAYONIER EAST NASSAU TIMBER PROPERTIES IV, LLC, RAYONIER EAST NASSAU TIMBER PROPERTIES V, LLC, RAYONIER EAST NASSAU TIMBER PROPERTIES VI, LLC, RAYONIER EAST NASSAU TIMBER PROPERTIES VII, LLC, and RAYONIER TIMBER COMPANY NO. 1, INC.

Plaintiffs,

vs.

NASSAU COUNTY, FLORIDA, a political subdivision of the State of Florida,

Defendant.
_____/

COMPLAINT

Plaintiffs, Raydient LLC (d/b/a Raydient Places + Properties, LLC) ("Raydient"), Wildlight LLC, Rayonier East Nassau Timber Properties I, LLC, Rayonier East Nassau Timber Properties II, LLC, Rayonier East Nassau Timber Properties III, LLC, Rayonier East Nassau Timber Properties IV, LLC, Rayonier East Nassau Timber Properties V, LLC, Rayonier East Nassau Timber Properties VI, LLC, Rayonier East Nassau Timber Properties VII, LLC, and Rayonier Timber Company No. 1, Inc. (collectively, "Plaintiffs"), sue Defendant, Nassau County, Florida ("the County"), and in support thereof, state as follows:

Introduction

1. In 2016, Raydient commenced development of a master planned community known as "Wildlight" within the East Nassau Community Planning Area ("ENCPA"), a 24,000-acre sector plan in the County. The first phase of the Wildlight community consists of fewer than 600 gross acres, and is currently the only development in the ENCPA underway. Since commencement of development in 2016, more than $200 million in private capital investment has been made or announced within Wildlight, which is a promising start to achieve the ENCPA's stated policy objectives to support balanced economic development over time.

2. In connection with residential development in the County, developers are required by County regulations to donate land to the County that is necessary for the construction (by the County) of public community and regional parks. In addition to the County's regulations regarding the provision of land for parks, Raydient committed to donating even more land within the ENCPA in order to protect and manage more than 12,000 acres (or half of the ENCPA property) as a regionally significant Conservation Habitat Network ("CHN"), which will form interconnected wetlands, uplands and wildlife habitat. County regulations do not require developers to provide public community and regional park facilities, but only to donate the land required to site them.

3. The East Nassau Stewardship District (the "Stewardship District") is a limited purpose, independent special district that encompasses the ENCPA property. The Stewardship District was created by the Legislature in 2017 through the enactment of House Bill 1075 (commonly referred to as the "Stewardship District Bill"), which granted certain general and special powers to the local government entity, which it may choose to exercise through its board of directors. The Stewardship District Bill is attached as **Exhibit A**.

4. In recent years, the County has been under political pressure by County residents to provide community and regional park facilities, but admittedly has failed to institute sufficient countywide taxes and impact fees to fund this objective. Consequently, long after Raydient lawfully obtained development approvals for the ENCPA, after development commenced, and after Raydient and other developers have relied on such development approvals in order to invest capital, the County has attempted to retroactively exact more from Raydient in order to remedy its existing deficiencies. Specifically, during the approval process for the second DSAP within the ENCPA known as the Chester Road DSAP, the County coercively attempted to require Raydient and the Stewardship District to additionally fund millions of dollars for the construction and maintenance of public community and regional park facilities within the ENCPA – traditionally and legally a function of the County. This retroactive and *ad hoc* development exaction attempt substantially exceeds the County regulations that already require (1) dedication of the necessary land by ENCPA residential developers; and (2) payment of park and recreation impact fees by the residential developers to fund a proportionate share of the cost of additional facilities needed to serve new residential development.

5. Because the existing development approvals and County regulations do not obligate Raydient or the Stewardship District to fund, construct, and maintain County park facilities, and because the County failed to exact such obligations from Raydient during the approval process for the second DSAP, the County then proposed a November 2017 agreement (independent of existing or proposed development approvals) that attempted to retroactively exact from Raydient and/or the Stewardship District an obligation to fund, construct, and maintain County park facilities within the ENCPA. Not only did the proposed November 2017 agreement attempt to unlawfully obligate Raydient and the Stewardship District to fund and construct public parks and recreation facilities

beyond that required by law, but it also attempted to coerce such payment by unlawfully refusing to process any further development approvals.

6. When Raydient refused to accede to the November 2017 agreement, the County's position mutated to the specious claim that the Stewardship District Bill, not the various ENCPA development approvals, required Raydient and the Stewardship District to fund, construct, and maintain the ENCPA public community and regional facilities. The plain language of the Stewardship District Bill does not obligate Raydient or the Stewardship District to fund public recreational facilities, nor does it supersede, modify, or alter the existing development approvals or County regulations.

7. In the ordinary course of its industry activism, Raydient, along with other real estate industry groups, asked their elected representatives in the Florida Legislature to clarify the sector plan statute (Section 163.3245, Florida Statutes) to make clear, consistent with long-standing Florida common law, that local governments must treat mitigation for impacts arising from sector plans (like the ENCPA and others throughout Florida) in the same manner as impacts from non-sector plan projects; thus, a local government could not demand that a sector plan developer, like Raydient, pay more than its proportionate fair share requirements to mitigate for development impacts, unless such requirement is also required for every other development within its jurisdiction.

8. This apparently enraged the Nassau County Board of County Commissioners ("BCC"), who retaliated against Raydient and attempted to gain leverage on Raydient to re-negotiate the ENCPA approvals by mounting a smear campaign in the media to pressure Raydient into committing to funding county park facilities. When Raydient withstood this retaliatory pressure, the County resorted to adopting Ordinance No. 2018-32, which created an unlawful

municipal service taxing unit ("MSTU") within the ENCPA property (the "MSTU Ordinance"), as a thinly-veiled proxy for its attempted *ad hoc* exaction. The MSTU Ordinance seeks to impose a targeted, recreational facilities tax on the ENCPA lands owned almost exclusively by Plaintiffs.

9. Aside from being a masked (but nonetheless illegal) exaction, the MSTU Ordinance fails even if the MSTU label is indulged. The MSTU Ordinance impermissibly fails to restrict the use of funds generated from the proposed taxes to recreation services, maintenance, and facilities within the MSTU area only. Additionally, the MSTU Ordinance purports to provide countywide parks and recreation funded only by property owners within the ENCPA. In other words, the County could impermissibly divert proceeds generated from the MSTU to bail out and subsidize deficiencies outside the MSTU in other areas of the County.

10. When challenged to identify the grounds for its claim that Raydient has reneged on its alleged obligations, the County falsely asserted that Raydient and/or the Stewardship District are obligated to fund, construct, and maintain recreational facilities based on language in the Stewardship District Bill.

Jurisdiction and Venue

11. This court has jurisdiction over these claims pursuant to Section 86.011 and Section 26.012(2)(e), and (3), Florida Statutes, and Article V, Section 20(c)(3) of the Florida Constitution.

12. Venue is proper because the events giving rise to the claims asserted occurred in Nassau County, Florida and the actions complained of affect real property located in Nassau County, Florida.

13. All conditions precedent to bringing this action have been satisfied or have been waived.

14. Plaintiffs have retained counsel and have incurred attorneys' fees and expenses in bringing this claim.

The Parties

15. Plaintiff, Raydient LLC, is a Delaware limited liability company, with its principal place of business in Wildlight, Florida, that owns property within the ENCPA.

16. Plaintiff, Wildlight LLC, is a Delaware limited liability company, with its principal place of business in Wildlight, Florida, that owns property within the ENCPA.

17. Plaintiff, Rayonier East Nassau Timber Properties I, LLC ("Rayonier I"), is a Delaware limited liability company, with its principal place of business in Wildlight, Florida, that owns property within the ENCPA.

18. Plaintiff, Rayonier East Nassau Timber Properties II, LLC ("Rayonier II"), is a Delaware limited liability company, with its principal place of business in Wildlight, Florida, that owns property within the ENCPA.

19. Plaintiff, Rayonier East Nassau Timber Properties III, LLC ("Rayonier III"), is a Delaware limited liability company, with its principal place of business in Wildlight, Florida, that owns property within the ENCPA.

20. Plaintiff, Rayonier East Nassau Timber Properties IV, LLC ("Rayonier IV"), is a Delaware limited liability company, with its principal place of business in Wildlight, Florida, that owns property within the ENCPA.

21. Plaintiff, Rayonier East Nassau Timber Properties V, LLC ("Rayonier V"), is a Delaware limited liability company, with its principal place of business in Wildlight, Florida, that owns property within the ENCPA.

22. Plaintiff, Rayonier East Nassau Timber Properties VI, LLC ("Rayonier VI"), is a Delaware limited liability company, with its principal place of business in Wildlight, Florida, that owns property within the ENCPA.

23. Plaintiff, Rayonier East Nassau Timber Properties VII, LLC ("Rayonier VII"), is a Delaware limited liability company with its principal place of business in Wildlight, Florida, that owns property within the ENCPA.

24. Plaintiff, Rayonier Timber Company No. 1, Inc. ("Rayonier Timber"), is a Delaware corporation with its principal place of business in Wildlight, Florida, that owns property within the ENCPA.

25. The Plaintiffs collectively own more than 95% of the property within the ENCPA.

26. Defendant, Nassau County, Florida, is a political subdivision of the State of Florida.

GENERAL ALLEGATIONS

History of the ENCPA and its Related Development Approvals

27. In order to encourage balanced economic development, the County and Raydient started to work together in 2007 to create a framework, including development conditions, to guide a higher quality master planned community development and investment in the area referred to as the ENCPA, which is comprised of approximately 24,000 acres in Nassau County.

28. In 2011, the ENCPA was approved as a sector plan regulated by section 163.3245, Florida Statutes. Sector plans, like the ENCPA, support long-term projects that promote innovative planning principles and encourage planning for development, conservation, and agriculture purposes on a large scale. Sector plans encompass two levels – (i) the actual sector plan which is adopted into the local government comprehensive plan and (ii) multiple detailed

specific area plans ("DSAPs") that are adopted by the local government typically as a development order ("DO") and are similar to the former Development of Regional Impact Development Orders.

29. Consistent with the statutory requirements, the ENCPA Sector Plan regulatory policies and framework are set forth in the Nassau County Comprehensive Plan, including the permitted uses and entitlement of the ENCPA land with up to 24,000 residential units and 11 million square feet of nonresidential uses.

30. On June 24, 2013, the BCC approved the first DSAP DO, the ENCPA Employment Center DSAP Development Order ("Employment Center DSAP"), as subsequently modified. The Employment Center DSAP encompasses approximately 4,000 acres within the overall ENCPA and entitled development of 4,038 residential units and 7.1 million square feet of nonresidential uses. Raydient has only been able to obtain approval of this one DSAP due to the ongoing dispute with the County and its "demand" (made *after* the approval of the Employment Center DSAP) that Raydient fund *all* public community and regional parks within the ENCPA, which includes such parks in any subsequent DSAP.

31. In addition to the ENCPA Sector Plan and the Employment Center DSAP, the County also adopted other approvals applicable to the ENCPA.

32. On October 22, 2012, the County created Article 27 of the Nassau County Land Development Code ("LDC"), "Planned Development for East Nassau Community Planning Area (ENCPA-PD)", which provides for additional regulatory requirements for the ENCPA Sector Plan development consistent with section 163.3245, Florida Statutes, and typical local government zoning requirements.

33. On December 17, 2012, the ENCPA land was rezoned by Ordinance 2012-39 to a Planned Development for the ENCPA ("PD–ENCPA"), as subsequently clarified in 2015.

34. On June 24, 2013, the BCC adopted a related mobility fee agreement (which has subsequently been amended) to provide for the collection of a mobility fee from ENCPA development in order to fund certain transportation and mobility improvements to support and mitigate traffic impacts of the ENCPA development. On this same date, the BCC also approved the use of tax increment revenues to support and supplement the ENCPA mobility fee.

35. On May 13, 2015, the Employment Center DSAP Market Street PDP was approved by the County Planning Director (and subsequently amended), which consists of approximately 559 acres that are entitled for up to 917 residential units and 450,000 square feet of nonresidential units. This PDP is a subset of the Employment Center DSAP land, similar to a planned unit development-type zoning approval, and contains additional development standards.

36. The ENCPA development conditions are set forth in the Comprehensive Plan, LDC, individual DSAPs and PDPs, and the mobility fee agreement and related tax increment revenue ordinance.

Rayonier Plans to Move its Corporate Headquarters to the ENCPA

37. In 2014, Plaintiffs had three leased office spaces in Fernandina Beach and downtown Jacksonville. The company concluded it would be more efficient to consolidate these operations into a single, headquartered office space in Nassau County, Florida and desired to re-locate within the ENCPA to help spur economic development within the County consistent with the County's and Raydient's master plan for the area and overall goal of a diversified tax base.

38. In accordance with the plan, the headquarters were located in the heart of Wildlight, a planned mixed use area within the ENCPA Employment Center DSAP that contemplates a village that will cohesively bring together residential and nonresidential uses and anchor the new ENCPA development.

39. The Nassau County Economic Development Board planned to work with Raydient and others to recruit high-quality employers to create jobs and diversify the local economy.

Initial Discussions Regarding the Creation of a Stewardship District

40. On September 16, 2015, Raydient's representatives attended a meeting with the BCC to discuss the potential establishment of the Stewardship District. Stewardship districts are special legislative acts designed for long-term, large-scale development to provide a permanent administrative structure that may finance, construct, own, manage, and maintain certain public infrastructure.

41. The concept of the Stewardship District originated more than five years ago by Raydient. When the County was considering the approval of the Employment Center DSAP in 2012-2013, it became apparent to Raydient that a governance structure was necessary to address certain concerns because the County was unwilling to accept ownership and maintenance responsibilities (typical local government responsibilities) of (a) certain public neighborhood roadways; (b) the CHN; (c) stormwater management systems and (d) other various ENCPA public infrastructure services.

42. Thereafter, Raydient and the County discussed whether establishing a stewardship district made sense instead of creating a number of community development districts (CDDs). Given the magnitude of the project, it would have required a multitude of different CDDs which would be inefficient and cost prohibitive to operate and manage. Thus, the stewardship district concept became a more attractive and efficient solution.

43. At a September 16, 2015 hearing before the BCC, Raydient explained that the creation of the Stewardship District would not obligate the developer or the District to provide

basic county services, but rather, would serve as a mechanism, if the District so elected, to provide "*additions or enhancements*" to existing County provided services.

44. At the conclusion of the hearing, Raydient requested the County to provide a letter of non-objection to the proposed stewardship district legislation, and on September 30, 2015, the BCC issued its letter of non-objection. Subsequent to this BOCC meeting, the Stewardship District legislation was placed on hold for several months and revised, and as a result, the BCC approved another non-objection letter in November 2016.

Origin of the Dispute Over Funding of Public Recreation Facilities

45. On or about March 16, 2016, almost less than a year after the County had approved modifications to the Employment Center DSAP without any obligations to fund the construction and maintenance of public community and regional park facilities within the ENCPA, Raydient submitted to the County an application for the Chester Road DSAP (a/k/a DSAP 2), and negotiated with the County regarding associated applications including a PDP, an amendment to the mobility fee agreement, and a modification to the Sector Plan.

46. Disagreements arose between the County and Raydient regarding the Chester Road DSAP and associated applications regarding the planning and funding of ENCPA public facilities, including, specifically, community and regional parks and the County's attempt to require Raydient and the Stewardship District to fund, construct, and maintain these facilities.

47. Raydient and the County exchanged multiple DSAP DO drafts in an attempt to resolve the recreation and public facility funding issue throughout the remainder of 2016 and into the early months of 2017, but were unable to reach any resolution.

48. The County demanded that Raydient and/or the Stewardship District pay for the community and regional park facilities within the Chester Road DSAP as a condition of approving

the Chester Road DSAP. Raydient repeatedly advised the County that it had no lawful basis to impose such a development condition.

49. County regulations (codified in the County Comprehensive Plan and County Ordinance Code) only require residential developers to provide land for public community and regional parks and residential builders to pay promulgated parks and recreational facilities impact fees. There is no legal basis whatsoever for the County's *ad hoc* demand that Raydient or subsequent developers in the ENCPA fund, construct and maintain public community and regional parks.

The Legislature Creates an ENCPA Stewardship District

50. While the dispute over the Chester Road DSAP remained unresolved, and with the BCC already having issued its letter of non-objection to the creation of the Stewardship District, Raydient sought legislative approval for the Stewardship District, which would operate as a quasi-governmental entity for the ENCPA.

51. On February 27, 2017, Representative Cord Byrd filed House Bill 1075 to create the new district. The Florida Legislature passed the bill on May 4, 2017, and it became effective as Chapter 2017-206, Laws of Florida, when Governor Rick Scott signed the bill on June 6, 2017.

52. The Legislature granted the Stewardship District the *power* to provide, plan, implement, construct, maintain, and finance certain public infrastructure, facilities and/or services (e.g. parks, street lights, fire stations).

53. Significantly, however, the Legislature did not impose any *obligation* on the Stewardship District to exercise the powers with which it had been vested, and it did not relieve the County of its obligation to pay for and maintain community and regional park facilities within the ENCPA.

Continuing Efforts to Resolve the Dispute Over Funding of Public Facilities

54. After formation of the Stewardship District, the County continued to assert that Raydient and now the Stewardship District were required to construct and maintain, at their own expense, the ENCPA community and regional parks (and any other ENCPA public facilities). In the case of the Chester Road DSAP application, the County sought $13 million to $15 million from Raydient and the Stewardship District to fund and construct the proposed DSAP community and regional parks.

55. Raydient refused to yield to the County's demands. On June 15, 2017, after it had become clear that the County was going to continue its baseless demand that Raydient and/or the Stewardship District fund and construct the public facilities itself, Raydient withdrew its application for the approval of the Chester Road DSAP application.

56. In the months following the withdrawal of the Chester Road DSAP, representatives from the County and Raydient continued to have discussions to try to reach some resolution on the public facility issue and the Chester Road DSAP parks.

57. During one discussion on October 11, 2017, the County insisted that whatever cost might be agreed upon for construction of the ENCPA public facilities, Raydient, the Stewardship District, and other developers must bear that responsibility – not the County.

58. These discussions eventually came to a halt by the beginning of November 2017, when it became obvious that the County was not going to accept any responsibility to fund public facilities within the ENCPA, and instead would continue to try to coerce and publicly pressure Raydient and the Stewardship District to do so themselves.

The County Makes False Accusations about Raydient's Alleged Commitments

59. In an effort to further distract the public from the County's own self-created budgetary woes (as is discussed in more detail below), the County falsely claimed that Raydient had promised to fund the ENCPA public facilities. To the contrary, Raydient and the Stewardship District had only stated that they may later wish to "enhance" county-provided public facilities within the ENCPA to maintain the architectural theme, but never said they would pay for the entire construction and maintenance costs of the facilities, which were basic county functions. For example, Raydient previously indicated that if it wanted to have a fire station with an enhanced brick façade instead of the average stucco, it would cover the cost difference to make that enhancement.

60. Based on the plain language of House Bill 1075, the Stewardship District has the *power, but not the obligation,* to fund, maintain, and construct public infrastructure. The Stewardship District also has no obligation to mitigate ENCPA impacts.

61. Nevertheless, the County, who had previously admitted to a countywide deficiency in public parks and recreation, continued to make the unfounded claim that the creation of the Stewardship District altered the ENCPA land use approvals and County regulations as to level of service standards and public facilities. The County asserts that the Stewardship District Bill could somehow modify the ENCPA land use approvals and the County's Comprehensive Plan and regulations to require Raydient and the Stewardship District to fund, construct and maintain the public community and regional parks. This claim is unfounded and without merit. The Legislature's and Governor's approval of the Stewardship District Bill cannot arbitrarily modify local government ordinances, laws or regulations. Modifications to the County's Comprehensive Plan, regulations, and ENCPA approvals must follow specific local government and statutory

requirements, which may include landowner consent (which Raydient did not provide), application procedures, and public notices. None of these requirements were met to allow the Stewardship District Bill to modify *any* of the ENCPA approvals, the County's Comprehensive Plan, or its regulations.

62. The County also ignored that the Stewardship District Bill had not altered any of the County's own obligations to fund ENCPA public facilities, nor did it empower the County to withhold development approvals in order to coerce private payments for County obligations.

The County Threatens to Withhold Approvals Unless Raydient Agrees in Writing to Pay for Public Facilities

63. On November 15, 2017, well after the Stewardship District legislation had passed, the County sent Raydient a letter enclosing a proposed agreement intended to "*establish the funding responsibility of public recreation facilities*." Under the agreement, the County proposed that Raydient stipulate that "*[t]he public recreation improvements required within the ENCPA and the Stewardship District shall be the financial responsibility of Raydient and its successor, the Stewardship District, and Developer(s) within the ENCPA and the Stewardship District*." (emphasis added). A copy of the November 15, 2017 letter is attached as **Exhibit B**.

64. Through this proposed condition, not only did the County continue to insist Raydient should be forced to fund public recreation improvements (a position which had no legal basis), but conspicuously absent from the County's proposed agreement was any suggestion that the County should bear any obligation itself to fund public recreation improvements, as is required under the County's regulations. Because of the County's existing shortfalls in public facilities, the County sought to shirk its required funding obligations in the hopes it could coerce Raydient and the Stewardship District to serve as a bailout for other recreation deficiencies countywide.

65. The proposed agreement further required Raydient to stipulate to a "*financial payment*" to be tendered to the County for public recreation, and that "*in lieu of a financial payment*," Raydient, the Stewardship District and the developers within the ENCPA could construct the facilities based upon the County's approval.

66. In order to exert maximum pressure on Raydient, the County also made clear in its proposed agreement that it would refuse to process further proposals unless Raydient agreed to these financial conditions. Specifically, the County stated that "*Additional Preliminary Development Plans in the Detailed Specific Area Plan No. 1 or approval of Detailed Specific Area Plan No. 2 will not be considered by the County for approval until the execution and approval of the Memorandum of Understanding*." (emphasis added).

67. Neither Raydient nor the Stewardship District dignified this extortive demand with a response.

The County Explores Retaliatory Measures Against Raydient for Seeking Proposed Legislative Changes and for Refusing to Yield to the County's Coercive Tactics

68. On or around February 15, 2018, the County became aware that Raydient and other industry groups had proposed legislation that sought to codify common law standards in the context of sector plans (Section 163.3245, Fla. Statutes) without first conferring with the County. Senate Bill 324 and House Bill 697 had been originally filed on September 21, 2017 and November 14, 2017, respectively, to amend Section 163.31801, relating to impact fees. The proposed amendment codified the existing common law dual-rational nexus test that a local government must satisfy in order to impose impact fees on a developer.

69. Subsequently, on January 26, 2018, additional language was added to Senate Bill 324 and House Bill 697 that also amended Section 163.3245 governing sector plans. The proposed language (paragraphs (3) and (4)) clarified that local governments must impose development

mitigation requirements inside sector plans in the same manner as development outside sector plans, and it sought to require certain due dates for local government review of DSAPs.

70. On February 16, 2018, the BCC held a Special Meeting to discuss the proposed legislation. Angered by Rayonier's refusal to acquiesce to its attempted exaction of funding obligations for park facilities, as well as Raydient's participation in legislative efforts to curtail this type of government abuse, County officials openly explored their options to retaliate against Raydient.

71. For example, Chairman Pat Edwards posed the following question to County Office of Management and Budget ("OMB") Director, Justin Stankiewicz: "*Justin, is there a county financing option to ensure the ENCPA property owners pay for the infrastructure within the boundaries if Raydient doesn't do what they promised? Do we have an option*?" (emphasis added).

72. Director Stankiewicz responded in the affirmative, stating:

> *"Mr. Chairman and Commissioners, the answer to your question, yes. A municipal service tax unit could be established. Those of you that have been part of the budget for many years understand that we have that right now in the unincorporated areas of the county. Right now, we levy 1.6 mills with the unincorporated areas. You can set the specific boundaries to – for public capital outlay and public facilities can be established underneath the municipal service tax unit."*

73. Evidencing the County's refusal to take responsibility to provide basic government functions in the ENCPA and its attempts to put additional pressure on Raydient to foot the bill, Chairman Edwards stated, "*my concern is that we need to make those that are going to be there and those that are outside understand that we're going to do everything we can to collect the funds that we feel they need to pay for recreation and whatever else. We still should not put dollars into the ENCPA or Stewardship*."

74. Commissioner Stephen Kelley asked Mr. Stankiewicz, "*If we were to impose an MSTU, would that affect also the commercial properties out there?*" When Mr. Stankiewicz responded "yes," Commissioner Kelley replied, "*Okay – I just want to make sure we're not just talking residential. We're talking about everybody within the district*."

75. In an effort to chill the market for Plaintiffs, as the primary owner of property within the ENCPA, Commissioner Leeper asked whether the County could just record a notice with the clerk of court advising a prospective purchaser within the ENCPA "*that gets ready to close on a property, that something will show up that Nassau County has the right to impose some type of special assessment within the district?*" County Attorney Mullin responded, "*yes, you could do that. We will bring that back to you at the appropriate time*."

76. Commissioner Daniel Leeper went a step further and also inquired whether the ENCPA approvals could be eviscerated altogether: "*…[D]o we have any ability – do we have an option to rescind, if you will, the ENCPA*?"

77. Former County Manager, Shanea Jones, also provided her input to the BCC as to how they could maximize their leverage against Raydient and stated:

> *"…I think that you as a board have to, in my recommendation, take your first steps to protect the taxpayers that are outside the ENCPA. And especially at a time when most of that land is undeveloped but they are starting to build houses. So the public needs to know if they're going to purchase land in there, they need to be made aware that they may, <u>if Raydient doesn't live up to their end of the agreement, be taxed at a much higher rate than the rest of the County because that's really your only recourse to ensure that the facilities are provided that are needed and that the people outside don't pay for the inside</u>*."

(emphasis added).

78. After learning of the proposed legislation, all five members of the BCC traveled to Tallahassee to oppose it. On February 21, 2018, a day before the Senate Appropriations

Committee on Finance and Tax would consider the legislation, the BCC also published on the County's website a notice that stated:

> "CALLING NASSAU COUNTY RESIDENTS … Senate Bill 324 is being heard Thursday afternoon at the request of Raydient (Rayonier), which if approved will be DETRIMENTAL BY COSTING NASSAU COUNTY TAXPAYERS MILLIONS OF DOLLARS … Nassau County Board of County Commissioners hereby request that all citizens contact their senators immediately to OPPOSE THIS BILL (SB 324) unless amendments are made to protect Nassau County.

79. The following day, February 22, 2018, prior to the Senate Appropriations Committee meeting, Raydient, in an attempt to finally tell its side of the story, issued its own press release. Raydient also published a statement in a full page newspaper advertisement that read:

- A lot has been said about us recently by Nassau County staff and officials, and unfortunately a lot of it is untrue. We wanted to set the record straight with the facts below. I am also attaching a copy of the much-talked-about Senate Bill 324 in case you haven't yet seen it. We welcome the opportunity to discuss any of this further with you.

- According to Nassau County's policies, developers are required to contribute land for public community and regional parks and builders are required to pay recreational impact fees for park facilities to accommodate for the people that purchase in their communities.

- The ENCPA includes plans to allocate land for parks and recreation. At build out, we will have contributed 556 acres for public regional parks and 186 acres for community parks. Roughly 50% of the 24,000-acre ENCPA, including about 3,850 upland acres, will be set aside in a Conservation Habitat Network. The 3,850 acres alone is five times what the county's policies require in their Comprehensive Plan.

- Future residents of the ENCPA will be County taxpayers as well. It was never envisioned that the County could wash their hands of the responsibility to provide county services to these taxpayers.

- Today there are zero residents in Wildlight and the ENCPA, so we are not putting any pressure on the county's current parks and recreation needs.

- Since 2016, we have been offering to the county to pay for a Civic Facilities Study, which includes parks and recreation, to determine what needs will be generated by the development of the ENCPA.

- We believe the county is threatening to place an inequitable burden on our company by shifting the costs associated with growth outside the ENCPA onto Raydient and residents inside the ENCPA. We need to protect our company's interests and expect to be treated fairly. We expect Nassau County's policies to be enforced in the same way to all developers and landowners.

80. On February 27, 2018, the Florida Senate Appropriations Committee on Finance and Tax considered the proposed amendment. Raydient and County representatives attended and spoke at the meeting.

81. Senator Young, the sponsor of the bill, explained that sector plans should be treated equally in terms of developments outside of sector plans consistent with the concept set forth in the United States Supreme Court's decision of *Koontz v. St. John's River Management District*, 133 S. Ct. 2586 (2013): "[I]t is not sound public policy if a local government imposed one set of burdens on one type of development and does not impose equal or similar burdens on other developers." Senator Young further clarified the purpose of the bill, stating "if there is an ordinance that requires impact fees to be paid to offset the impacts of any development, that those impact fees and the ordinances implementing them should be applied equally."

82. County Attorney Mike Mullin then spoke and falsely asserted that the proposed legislation "eviscerates" the Stewardship District Bill, and if the legislation passed, it would cost the County about $25 to $50 million dollars. Neither Mr. Mullin nor anyone on behalf of the County provided any evidentiary support as to how the proposed legislation would supposedly "eviscerate" the Stewardship District Bill, nor how Mr. Mullin arrived at his calculation.

83. Attorney Gary Hunter, who represented the Florida Chamber and the Association of Florida Community Developers, responded to Mr. Mullin's claim and stated that "*I think clearly [Nassau County's] perception of what that local bill [the Stewardship District Bill] did last year is different than what it actually did*." Mr. Hunter explained that there was no "obligation" created

by the Stewardship District Bill, it just empowered the Stewardship District to do certain things if it so desired.

84. Mr. Hunter, who has extensive expertise in the creation of stewardship district bills throughout Florida, further clarified how stewardship districts function and stated, "*All those bills do is, they say here's the powers of this district. They don't obligate a district to do anything. The stewardship district then elects a board. The board then decides what powers, of the powers the legislature gives the district, to exercise*."

85. The Appropriations Subcommittee ultimately approved the amendment to remove proposed paragraphs (3) and (4) from Senate Bill 324, which resulted in the defeat of the proposed changes to the sector plan statute.

86. At a meeting the next day, February 23, 2018, BCC Commissioners publicly chastised Raydient, calling the proposed legislation to the sector plan statute a betrayal by a company they had long considered to be a partner. Commissioner Danny Leeper accused the company of being "*deceitful*."

87. Commissioner Justin Taylor stated: *"I think like many of you I'm still trying to pull the knife out of my back."* Clearly demonstrating the County's intention of exacting revenge on Raydient for its perceived betrayal, Commissioner Taylor threatened, "*So now the five commissioners up here are working together to do everything we can to affect Raydient and this development negatively*." (emphasis added).

The County's Next Steps to Retaliate Against Raydient

88. The 2018 Florida Legislature adjourned on March 9, 2018, without having passed either Senate Bill 324 or its companion House Bill 697. That left the impasse between the County

and Raydient unresolved and further bolstered the County's retaliatory accusations against Raydient.

89. At a March 12, 2018 BCC meeting, County Attorney Mullin reminded the BCC that Raydient had joined others in petitioning the Florida Legislature for a law that would attempt to modify the Sector Plan statute and he invited further discussion of potential counter measures against Raydient.

90. Commissioner Leeper stated, "*I don't think for a moment it's over. I think they'll keep going back and trying to break their promises to Nassau County, so I would like this Board to consider looking at the ENCPA, revisit the ENCPA, and some of the things that we've worked on their behalf.*"

91. On March 13, 2018, Raydient's general counsel, Mark Bridwell, sent a letter to County Attorney Mullin clarifying conditions of development within the ENCPA, and to respond to various statements by the County that mischaracterized Raydient's alleged commitments that were inconsistent with County regulations and County approved ENCPA documents and policies:

- Mr. Bridwell pointed out that "*the County staff recently began to demand that Raydient construct and fund all County public community and regional park improvements within the ENCPA. This is contrary to the County community and regional park facility requirements, including those applicable to the ENCPA, and approved Employment Center DSAP DO development conditions. As you know, the purpose of the County parks and recreational facilities impact fee is to provide a source of revenue to fund the construction or improvement of the county park system necessitated by growth.*"

92. It did not take long for the County to respond and take further retaliatory measures. The first action took the form of a County website[1] titled "BOCC Statement on Raydient/ENCPA" that went live on or about March 21, 2018, which criticized Raydient as reneging on alleged

[1] The website is located at http://www.nassaucountyfl.com/887/BOCC-Statement-on-RaydientENCPA.

commitments to the County. Some of the statements posted on the County's website included the following:

- *"Recently, disagreements between Raydient Places + Properties (the current name for Rayonier Inc.'s development subsidiary) and the Nassau County Board of County Commissioners (BOCC) have become very public with regards to the East Nassau Stewardship District (ENCPA). One of the issues at the forefront of this debate has been public recreation space, particularly who will fund the public recreation space contemplated within the ENCPA.*

- *In short, the BOCC believes Raydient and the ENCPA committed to not only providing the land for public recreation space inside of the ENCPA but also to fund any necessary construction for elements such as ball fields. Raydient, however, is asserting it was never under any obligation to fund such recreation space."*

93. The County continued its attempts to exert pressure on Raydient. In an April 20, 2018 email from OMB Director Stankiewicz to a Rayonier employee who was inquiring as to the status of the County's review of an ENCPA related document, Mr. Stankiewicz replied that the County was halting any ENCPA business before the County, which could have the effect of a moratorium on any Raydient or ENCPA matters before the County. Specifically Mr. Stankiewicz stated:

> *It has been the direction from the BOCC to staff that all communications are on hold until an open line of communication is established in the public between the Stewardship District, Raydient and the Board of County Commissioners. To date, there has been a refusal by members of the Stewardship District and Raydient to communicate or have a public discussion.*[2]

[2] Mr. Stankiewicz subsequently reviewed the requested document and provided comments via email on May 31, 2018, but no further communication was received from the County refuting the April 20, 2018 assertion. This was further evidence that the County had attempted to place pressure on Raydient in any available method so the County could try to avoid providing a basic governmental function – the provision of parks and recreation for its citizens.

94. On April 23, 2018, Raydient sent a letter to the County proposing a discussion between the parties facilitated by a third party neutral that would be open to the public. The County refused the proposal and at an April 23, 2018 BCC meeting, Chairman Edwards again falsely accused Raydient of breaking promises to fund construction of public recreation facilities.

95. At a May 14, 2018 BCC meeting, the County continued to disparage Raydient, alleging it was not keeping its alleged "commitments." As further retaliation for not acceding to the County's demands to provide more funding for public recreation facilities, the County explored the possibility of repealing the Stewardship District Bill, as well as imposing other retaliatory measures:

- Chairman Edwards advised County Attorney Mullin that he sent an email to inquire whether the BCC could rescind the Mobility Fee Subsidy ordinance and the Stewardship District Bill legislation.

- County Attorney Mullin responded that if the BCC made a determination that Raydient was not complying with the terms of the Stewardship District Bill, then the BCC could make a recommendation to Senator Bean and Representative Byrd to rescind it.

- County OMB Director Stankiewicz also stated at the May 14, 2018 meeting that he would work on drafting legislation to create an MSTU ordinance over the entire ENCPA, which would create a disproportionate tax burden on lands within the ENCPA, the vast majority of which are owned by Plaintiffs.

- Commissioner Kelley commented that with respect to the proposed MSTU ordinance, the County "*could impose a 5 millage tax right now, that anything constructed out there for the next 30 years, have a 5 millage tax on it, and that fund would be set there for recreation. Now, one of the advantages to that is, we're imposing the millage, we're collecting the money, we'll build the parks, we'll open it to the public*." (emphasis added).

- The BCC also voted to engage its outside law firm, Nabors Giblin, to research the ability to rescind a Mobility Fee Agreement Subsidy ordinance concerning the ENCPA.

96. At a June 11, 2018 BCC Special Meeting to discuss the Stewardship District and specifically recreation funding, Commissioner Kelley asked the BCC whether it was time to send a threatening letter to Raydient letting it know that "*we will be reviewing funding mechanisms available to us concerning the ENCPA? You need to let know that we're not sitting here waiting on them*."

97. The BCC also voted to authorize County OMB Director Stankiewicz to start drafting an MSTU ordinance.

98. Also at the July 2, 2018 meeting, the County discussed changes that would be necessary in the future to help fund all necessary County services. This included a discussion of potentially increasing the millage rate countywide, and potential revisions to development regulations and comprehensive plan provisions to address recreation.

99. Planning Director, Taco Pope, noted that "*What we looked at when we were reviewing our existing impact fee study, it didn't take into account the full cost valuation of our facilities. So we're going to see an – have an opportunity to set a higher impact fee for recreation*."

100. Mr. Pope also commented that the County was "*exploring some alternative and creative ways to address recreation on the local level*" that could be addressed to changes in the development and review process that may include constructing local parks as part of the basic infrastructure.

101. These statements by County officials acknowledged that constructing parks was not part of the County's development approval process when Raydient sought its approvals within the ENCPA, and that the County would have to seek to change their regulations in the future in order to require developers to be responsible for the construction of parks countywide.

102. During a July 18, 2018 BCC meeting when the discussion turned to Raydient, Chairman Edwards suggested that the BCC should meet with its outside counsel and "*whatever action we can take with regard to mobility fees and tax increment funding, I think that's what we should do*."

103. Recognizing the County's increased rhetoric against Raydient, Commissioner Kelley tried to caution his fellow commissioners against continuing down that path and stated, "*But we need to be very careful that any comments we say about our partners are said right here in the public eye so that we don't get accused of making disparaging comments about them, which might end up in some future litigation*."

The County Admits They "Failed as County Commissioners" to Properly Budget for Countywide Recreation Facilities

104. At a July 23, 2018 BCC meeting, the County acknowledged that it had not lived up to its own obligations to fund construction of park and recreational facilities throughout the County.

105. Chairman Edwards stated: "*We know that we're deficient in recreation and most everything in Nassau County is deficient in because we failed as county commissioners to go back and renew this*." (emphasis added).

106. County OMB Director Stankiewicz, however, acknowledged that it is improper to uniquely burden new development to cure existing deficiencies, stating: "*[Y]ou have deficiencies in your level of service . . . You can't increase your impact fees to make up your deficiencies. It's against the law . . . So the only way that we can make developers accountable is having to fix our deficiencies first. I know it sucks for taxpayers*."

107. At the July 30, 2018 BCC meeting, County Attorney Mullin addressed the County's existing recreation deficiency problem and stated, "… *the impact fees we charge are not keeping*

pace with development. Now we need to change that, but the law is when you have a deficiency that exists, you can't use impact fees to make up the difference. Don't ask me why, it's just the case law … But are we deficient in recreation? Yes, we are."

108. Notwithstanding these acknowledgements, however, on August 6, 2018, during a regular meeting of the Stewardship District Board, County OMB Director Stankiewicz signaled that the County would target the Stewardship District as a bailout to avoid having to increase countywide taxes regarding the existing countywide deficiencies. Mr. Stankiweicz stated: "*And specifically, we had multiple conversations with you guys about public recreation, and we knew that there's public recreation needs, not only for what you guys were bringing in as far as your growth, but also the additional needs that we already know that we had in the county. So we view this as an opportunity to get public funding for public needs as far as critical needs that we see today, not conservation, not things that we -- we'd like to have. These are things we need to have."*

109. On August 15, 2018, the County held a recreation workshop at its BCC meeting where the County brought in outside consultants to make a presentation and offer suggestions to address the County's recreation deficiencies in the future, which included a suggestion to update the County's recreation impact fees. One of the consultants suggested something more radical – that land developers also shoulder the cost of providing park facilities. He stated: "*[O]ne of our asks for you is we're interested in updating your land development regulations so we get more specific and more prescriptive, the same way that you tell developers how you want roads built in other facilities, we think local parks should be part of the infrastructure that they build for new development.*" The same consultant suggested the County's codes should be updated so the County exacts not only park land, but the obligation to build parks to the County's specifications. This consultant dialogue nothing but conceded that there is no such novel regulatory requirement

in place, and underscores the desperation around finding a politically expedient surrogate for countywide taxes for countywide facilities.

110. At the same meeting, County Attorney Mullin began sowing confusion about whether the Stewardship District was legally obligated to function as the County's bailout for recreation deficiencies, stating "*the reason the Stewardship District legislation was so important and represented to you what it was and how that would be a tool for your funding of public recreation in a large area, that's what makes that so important*."

111. That same day, the County sent a posturing letter to the Stewardship District reiterating the County's false contention that Raydient had agreed that the Stewardship District would fund park and recreational facilities and claimed the District has not met "*the commitments made by Rayonier and the Stewardship District representatives*."

112. On August 16, 2018, the Stewardship District held its regular meeting. The District's counsel, Jonathan Johnson, responded to the County's August 15, 2018 letter and its errant reading of the legislation, stating: "*It is not the intent of the Act and, nowhere is it stated in the Act that the District is a vehicle for imposing additional exactions or obligations upon real estate outside of the growth management process. Florida has a statutory process by which a landowner applies to the County for development approvals, ultimately receiving those approvals with certain price tags attached and the District is in place to implement the business decision; therefore, it is not the intention of the Act and nowhere is it stated that this District and its existence serves as a vehicle to now step beyond the growth manag*

The BCC Holds a Special Joint Meeting with Senator Bean and Representative Byrd

113. On September 17, 2018, the BCC hosted Senator Aaron Bean and Representative Cord Byrd at a meeting to give an overview of the history of the ENCPA and the ongoing dispute between the County and Raydient concerning whether Raydient had to shoulder the traditional County function of building and maintaining recreation facilities.

114. County Attorney Mullin complained that the legislative amendments proposed earlier in the year would have eliminated the County's claim that the Stewardship Bill can be read to obligate Raydient or the Stewardship District to build and maintain parks. He also quantified the asserted economic loss that would have resulted. Mr. Mullin reiterated, as he did during the legislative session, that "*if that amendment is approved, and the 1075 is vitiated and the minimum cost was about $52 million total for public parks to Nassau County*." Again, no one on behalf of the County provided any support for the alleged $52 million estimate.

115. Attorney Gary Hunter, who appeared on behalf of Rayonier, once again tried to dispel any confusion regarding what the Stewardship District Bill provided and what the proposed sector plan legislation sought to do: "*It said a local government in a sector plan can't impose obligations on that sector plan beyond the obligations that a sector plan is creating from the development occurring within in it. That's it … as a matter of law, without any of those words passing in legislation, that is the law*."

116. County Attorney Mullin agreed with Mr. Hunter's recitation of the law as it currently exists, and concurred that the law recited in the proposed impact fee legislation was accurate.

117. However, frustrated at not hearing what he wanted to hear about hopeful legal obligations upon Raydient, Commissioner Spicer threatened to rescind Raydient's lawful ENCPA

approvals in order to exact the desired park facilities funding, stating: *"I'm tired of kicking this can down the road. I think we need to rescind the whole thing and start all over again, myself*."

County Resorts to a Targeted "Tax" as a Thinly-Veiled Development Exaction

118. In September 2018, the County also announced it would consider adopting an ordinance establishing a Municipal Service Taxing Unit ("MSTU") to fund construction of the same recreation facilities, for which it had been coercing Raydient to fund as a condition of past or future land development approvals, the boundaries of which were co-extensive with the ENCPA.

119. The BCC was originally set to consider this proposed MSTU ordinance on September 10, 2018, but the Board decided to move consideration of the ordinance to September 19, 2018.

120. The BCC's consideration of the proposed MSTU ordinance at the September 19, 2018 was once again postponed, but the discussion was nonetheless revealing. Commissioner commentary admitted the impetus for the purposed MSTU ordinance was none other than the County's frustration over Raydient's refusal to accede to the County's *ad hoc* demand that Raydient undertake the County's obligation of building and maintaining public community and regional park facilities. For example, Commissioner Leeper stressed the importance of the County quickly retaliating for Raydient's stance, stating: "*I'm concerned. I'm concerned that we need to move swiftly in whatever actions we're going to take as a board . . . So after that meeting [on September 17] I started thinking about what actions we can take as a board. So what I'd like to request is can we put together a list of benefits that we have already agreed to, some benefits that maybe we can either take away, reduce, or modify, and also what it would take to implement some type of county board special assessment within that district*." He added, "*I think it's time to make a*

change, somehow get the attention that we're serious in this matter and we're going to do what we can to protect the citizens of this county."

121. County OMB Director Stankiewicz responded to Commissioner Leeper and said, "*Yes, Mr. Chairman, Commissioner Leeper. We have had talks, myself and Mr. Mullin, and we've drafted an MSTU ordinance that I think we'll be presenting to you*."

122. Consideration of the MSTU ordinance was postponed for consideration until the BCC's scheduled October 8, 2018 meeting.

123. Mr. Stankiewicz introduced the proposed ordinance at the October 8, 2018 meeting and stated, "*We all know, you know, with the legislative delegation meeting and 1075 being discussed, that wherever we fall in line with this park and recreation out in the Wildlight district [a subset of the ENCPA], we know there's going to be recreational needs. And so what this adoption tonight will do will give us a funding mechanism to assist either in the construction and/or the maintenance of the recreation needs of those 24,000 acres*."

124. The funding mechanism created by the MSTU will clearly force Plaintiffs (and their successors in interest) to disproportionately fund construction of the public community and regional park facilities notwithstanding that Plaintiffs are already obligated to fulfill the *only* lawful park and recreation requirements applicable to any residential developers and builders within the County – donate land for community and regional parks and pay the community and regional park and recreational facilities impact fees, respectively.

125. Under the County Comprehensive Plan, community parks are intended to serve several communities within a one to five mile radius and regional parks, by definition, serve residents across the entire County. The County Parks and Recreational Facilities Impact Fees Ordinance similarly defines the service radius of these two parks and further segregates the

community park service areas by district. The ENCPA is located within community park impact fee district 503, which boundary encompasses more land than the ENCPA.

126. The County's proposed MSTU ordinance not only forces Plaintiffs to currently fund community and regional parks and recreation facilities within the ENCPA, but also County obligations (and existing deficiencies) *beyond the ENCPA*. The proposed taxation area was limited to the 24,000 acres of the ENCPA, but the use of funds generated is not restricted to the ENCPA boundaries, or even community park impact fee district 503. This is particularly suspect given that the vast majority of the ENCPA area is currently undeveloped with no municipal services and the entire 24,000 acres only contains five occupied residences.

127. As Commissioner Kelley had requested at the prior BCC meeting on February 16, 2018, the MSTU ordinance would apply to all property types within the MSTU defined area, nonresidential and residential alike.

128. In Section 1 of the ordinance, entitled "Findings," the ordinance stated that its purpose is to fund recreation services, maintenance and facilities within the MSTU. However, the body of the ordinance imposed no such limitation, leaving the door open for the County to tax property owners in the MSTU and use the proceeds outside the MSTU area to address existing recreation deficiencies countywide as to regional parks and within district 503 as to community parks.

129. In addition, the County had repeatedly stressed throughout its dispute with Raydient that it wanted community and regional parks within the ENCPA to be accessible by the *general public throughout the County*, even though the tax imposed by the MSTU ordinance would only be borne by those owning property within the ENCPA—primarily, the Plaintiffs.

130. Mike Bell, Plaintiffs' representative, attended the October 8, 2018 hearing and voiced his objection to the proposed MSTU ordinance. Mr. Bell also submitted a letter of formal objection from Rayonier general counsel, Mark Bridwell, which set forth a host of legal objections to the proposed ordinance. A copy of Mr. Bridwell's objection letter is attached as **Exhibit C.**

131. During Mr. Bell's remarks, he noted that the public should be aware that as recently as September 24th, Chris Corr, the President of Raydient, offered to sit down one-on-one with Chairman Edwards to try to see if the sides could find some common ground to forge a path forward together, but that Chairman Edwards refused to meet with Mr. Corr.

132. Chairman Edwards felt the need to respond to Mr. Bell's remarks, which he characterized as "out of bounds," and stated he refused to meet with Raydient's President because the BCC had voted 5 to 0 to not have any contact with any Raydient representative except for in BCC chambers. Chairman Edwards was clearly still seething over the perceived betrayal in Raydient's earlier legislative efforts, indicating that he would retaliate by not approving anything in the future relating to Raydient or the Stewardship District, stating:

> *... This is my concerns, that I've been done once and it would be hard for me to go back and get another dose. So I would -- it's hard for me to say that I could ever approve anything or partner with them in any way. From my standpoint, my partnership with Raydient is over with. What the Board of County Commissioners does is what the Board of County Commissioners does. But what Mr. Bell just said, most of it, was patently a lie, and from my standpoint the bill that was passed, 1075, has a recreational that is clearly written and put in because I would not vote for the Stewardship unless it was added. And that was the only reason that I supported it because I would not vote for the Stewardship unless it was added. And that was the only reason that I supported it because it was an advantage for the residents of Nassau County in future years to help us in a deficient area. So my standpoint, I can't see me approving anything in future dates that has to do with the Stewardship and Mr. Bell meeting with them. So they need to pick another representative of the board if they want to meet.*"

133. The BCC ultimately enacted the MSTU Ordinance by a 5-0 vote. A copy of the MSTU Ordinance is attached as **Exhibit D.**

Raydient and the County Continue to Sharply Disagree About the Interpretation of the Stewardship District Bill

134. Shortly after the MSTU Ordinance was enacted, Raydient published a statement on its website titled, "*The Truth about Nassau County's dispute with Raydient*" (https://info.raydientplaces.com/thetruth), which aimed to dispel many of the myths being spread by the County regarding the ongoing dispute with Raydient or the funding for parks and recreation in the ENCPA.

135. Because the dispute continued to raise questions in the public arena, on October 11, 2018, the *Fernandina Observer* published an op-ed column written by Raydient Vice President Mike Bell, titled, *"A Simple Question for the Nassau County Board of Commission: Where's the Beef*?" The column responded to the County's false narrative that Raydient was not living up to its alleged "obligations" under the Stewardship District Bill. The bolded question at the end of the column requested the BCC, once and for all, to point to some concrete evidence that supported the County's assertions that Raydient was allegedly obligated to not only pay standard recreation impact fees and donate more than 700 acres of land for parks and recreation (which Raydient agreed to do), but also pay for the construction and maintenance of public recreation facilities in the ENCPA. The column is reproduced in full below:

> *A Simple Question for the Nassau County Board of Commission: Where's the Beef?*
>
> *For many months now, the Nassau County Board of County Commissioners ("BCC") has accused Raydient Places + Properties (Rayonier's wholly-owned real estate subsidiary) of reneging on an alleged agreement to construct and maintain all future public recreation facilities within the East Nassau Community Planning Area ("ENCPA"). To date, the County has been unable to point to any specific language in any development approval to support any of these assertions.*

Years ago, in the course of obtaining County approval for residential development within the ENCPA, Raydient agreed to contribute its proportionate fair share by donating hundreds of acres of land and paying standard recreational impact fees when the planned development occurs. Those obligations are not in dispute. Recently, however, under pressure to improve park facilities county-wide, the BCC and the County Attorney have tried to revise history and claim that Raydient also committed to construct and maintain the public recreation facilities to be placed on the donated park land. Yet, they cannot point to a single provision in any of the development approvals that committed Raydient to such an atypical and excessive demand.

The BCC has been peddling a false narrative in a public relations campaign to smear Raydient. It's time to set the record straight.

The County regulations and land use approvals applicable to the ENCPA are a matter of public record. Raydient never committed to fund the costs to construct and maintain the public recreation facilities or the entire costs associated with any public facilities within the ENCPA. Simply put, those are functions of the local government.

The County has previously admitted that it has done a poor job of planning and funding recreation parks and facilities throughout Nassau County. The only logical conclusion to be drawn from the County's recent tactics is that it now seeks to coerce Raydient to serve as its bailout.

We recognize that, as a result of the County's misinformation campaign, citizens are left thoroughly confused and are not sure what to believe.

Thus, the simple question to be posed to the BCC is what specific language in any of the development approvals requires Raydient to fund the construction and maintenance of future public recreation facilities within the ENCPA? If the County cannot answer this question, then what are we fighting about?

For those interested in learning more about the facts surrounding this dispute or would like to read Raydient's development approvals for themselves, we invite you to click on the following link: https://info.raydientplaces.com/the-truth-about-nassau-countys-dispute-with-raydient)

136. On October 22, 2018, at the BCC's regular meeting, County Attorney Mullin stated that he had spoken with each of the commissioners about their desire to respond to the two aforementioned documents published by Raydient. County Attorney Mullin then distributed a draft compilation of individual comments the commissioners had relayed to him in connection with

their response to the two Raydient documents, and requested the BCC to schedule a special meeting two days later to compile and finalize an official County response.

137. On October 24, 2018, the BCC held its Special Meeting and set forth its formal position. In response to Raydient's request that the County identify its evidentiary support for its assertions that Raydient was allegedly obligated to fund parks and recreation facilities within the ENCPA, the County pointed to and relied upon language within the Stewardship District Bill, which is embodied in House Bill 1075.

138. The County prepared a power point presentation that identified several quotes from House Bill 1075 that it contended supported its position. A copy of the power point presentation distributed at the meeting is attached as **Exhibit E.** However, none of the provisions the County cited in House Bill 1075 created any *obligation* by Raydient or the Stewardship District to fund the construction and maintenance of parks and recreation within the ENCPA.

139. For example, the County pointed to a clause in the Stewardship District Bill that partially reads, "*To provide public parks and public facilities for indoor and outdoor recreation, cultural, and educational uses.*" What the County neglected to mention, however, is that this clause appears in Section 7 titled "SPECIAL POWERS" under subsection (i). Section 7 reads as follows:

> *(7) SPECIAL POWERS.—The district shall have, and the board may exercise, the following special powers to implement its lawful and special purpose and to provide, pursuant to that purpose, systems, facilities, services, improvements, projects, works, and infrastructure, each of which constitutes a lawful public purpose when exercised pursuant to this charter, subject to, and not inconsistent with, general law regarding utility providers' interlocal, territorial, and service agreements, and the regulatory jurisdiction and permitting authority of all other applicable governmental bodies, agencies, and any special districts having authority with respect to any area included therein, and to plan, establish, acquire, construct or reconstruct, enlarge or extend, equip, operate, finance, fund, and maintain improvements, systems, facilities, services, works, projects,*

> *and infrastructure. Any or all of the following special powers are granted by this act in order to implement the special and limited purpose of the district:*

(emphasis added). Subsections (a) through (s) then enumerated the various "special powers" granted to the district *if* it chose to exercise them, including but not limited to, special powers relating to mass transit facilities, school buildings, parks and recreation, fire prevention and control (including fire stations), and mosquito control.

140. At one point during the October 24, 2018 meeting, Commissioner Leeper lashed out at Raydient and doubled-down on the County's reliance on the language in House Bill 1075, stating:

> *But what I find extremely odd is, they never reference House Bill 1075 in Mr. Bell's "Where's the Beef?" or "The Truth about the Dispute." They never mentioned 1075 because, I think the reason is, they wish not to keep the promises made to us and the taxpayers*
>
> …
>
> *what I would say to Mr. Bell, when he says, Where's the Beef?, how about reading – maybe re-reading House Bill 1075? Maybe that's the cow.*

141. Attorney Gary Hunter, who has extensive expertise in the creation of stewardship district bills throughout Florida, had previously explained to the County that House Bill 1075 does not "obligate" a district or a developer to do anything. The Legislature confers special powers to stewardship districts, the stewardship districts then elect a board, and the board decides which of those special powers, if any, they may elect to exercise. Despite Mr. Hunter's explanations, the County has continued to smear Raydient through false public statements claiming that it has failed to honor its obligations.

142. Either the County misunderstood the Stewardship District Bill, or the BCC has intentionally created the false impression to the public that the bill creates "obligations" that simply do not exist. Needless to say, *special powers*, as opposed to *obligations*, are completely different.

143. No language in House Bill 1075 creates any obligation on the part of Raydient or the Stewardship District to fund the construction or maintenance of parks and recreation facilities within the ENCPA that is above and beyond Raydient's previous agreement to donate more than 700 acres of land for recreation and residential developers' requirement to pay the County's standard recreation impact fees.

144. At the conclusion of the October 24, 2018 meeting, the County passed a motion 5 to 0 setting forth the County's official response to the Raydient documents, a copy of which is attached as **Exhibit F.**

145. On November 9, 2018, the County held a special BCC meeting at which its outside counsel, Nabors Giblin & Nickerson, gave a presentation regarding the County's potential options to address funding of public recreation facilities in the ENCPA.

146. During the meeting, Commissioner Kelley asked if the County could just rescind House Bill 1075: *"And that's why when I talk to constituents, can't you just admit that it's not working, perhaps we made a mistake, and hit the reset button and start this process all over again?"* The County's outside counsel responded that because House Bill 1075 created an independent special district, the only way the County could rescind it would be with consent from the landowners – in this case, the Plaintiffs.

147. Realizing that rescinding House Bill 1075 was not a realistic option, the County then inquired about potentially amending House Bill 1075 in an effort to force Raydient and the Stewardship District to honor their alleged obligations.

148. This new, alternative line of legislative attack also seemed questionable, and begged the question: Why would it be necessary to rescind or amend House Bill 1075 if the language in that document clearly set forth the alleged obligations of Raydient and the Stewardship District, as

the County has asserted? As it currently stands, the parties remain sharply divided on the interpretation of the language in the Stewardship District Bill.

COUNT I
Unconstitutional Monetary Exaction Burdening Plaintiffs' Fifth Amendment Rights

149. Plaintiffs re-allege and incorporate the allegations contained in paragraphs 1 through 148 as if fully set forth herein.

150. This is an action under Chapter 86, Florida Statutes, for declaratory and supplemental relief, seeking invalidation of the MSTU Ordinance because it impermissibly burdens Plaintiffs' Fifth Amendment right to refuse a demand for exaction of a monetary obligation in connection with land development. In short, the MSTU Ordinance is an illegal exaction masquerading as a tax.

151. In holding that attempted exactions of monetary obligations from land developers that lack either sufficient nexus or rough proportionality to the impacts of proposed development run afoul of the unconstitutional conditions doctrine, the United States Supreme Court left open the possibility that something labeled as a "tax" could impermissibly burden Fifth Amendment rights. ("We need not decide at precisely what point a land-use permitting charge denominated by the government as a "tax" becomes "so arbitrary . . . that it was not the exertion of taxation but a confiscation of property." *Koontz v. St. Johns River Water Mgmt. Dist.*, 570 U.S. 595, 617 (2013)). This case presents that unique scenario because the MSTU ordinance adopted by the County is no more than a "stand in" for a land use exaction. *Fitchburg Gas & Elec. Light Co. v. Dep't Of Pub. Utilities*, 467 Mass. 768, 780, 7 N.E.3d 1045, 1055 (2014).

152. The monetary obligation which the MSTU Ordinance purports to impose disproportionately burdens Plaintiffs' specifically defined real property and is a thinly-veiled

surrogate for the County's *ad hoc* demand for the very same monetary obligation as a condition of proceeding with land development.

153. The parks and recreation related development exactions to which Plaintiffs have already committed in the course of the ENCPA approval process (land donation and impact fees, according to all applicable County ordinances) will mitigate the impact of planned residential development with the ENCPA.

154. The County's *ad hoc* demand to re-negotiate Plaintiffs' existing sector plan approvals amounted to an attempted illegal exaction. Using the MSTU Ordinance as a proxy to enforce this demand does not alter its unconstitutional nature as an unconstitutional conditioning of Plaintiffs' Fifth Amendment right to just compensation.

155. The MSTU Ordinance forces Plaintiffs to fund (beyond the lawful exactions already proffered and committed), construction of facilities for community and regional parks the need for which has been generated by existing deficiencies outside the ENCPA and/or will be generated by recreational needs of the County at large which are not generated by Plaintiffs proposed development within the ENCPA.

156. Forcing Plaintiffs or their successors to fund (through the thinly-veiled and retaliatory MSTU Ordinance) construction and maintenance of regional park facilities to serve the entire County lacks a rational nexus to the impact of Raydient's proposed development within the ENCPA or any particular DSAP within the ENCPA.

157. Forcing Plaintiffs or their successors to fund (through the thinly-veiled and retaliatory MSTU Ordinance) construction and maintenance of community or regional park facilities to solve County-wide deficiencies that existed independently of Plaintiffs' proposed

future development within the ENCPA lacks a rational nexus to the impact of Raydient's proposed development within the ENCPA or any particular DSAP within the ENCPA.

158. Forcing Plaintiffs or their successors to fund (through the thinly-veiled and retaliatory MSTU Ordinance) construction and maintenance of regional park facilities to serve the entire County (outside the legislativey established service area for the ENCPA) lacks a rational nexus to the impact of Raydient's proposed development within the ENCPA or any particular DSAP within the ENCPA.

159. Forcing Plaintiffs or their successors to fund (through the thinly-veiled and retaliatory MSTU Ordinance) construction and maintenance of community or regional park facilities to solve County-wide deficiencies that existed independently of Plaintiffs' proposed future development within the ENCPA lacks rough proportionality to the impact of Raydient's proposed development within the ENCPA or any particular DSAP within the ENCPA.

160. Forcing Plaintiffs or their successors to fund (through the thinly-veiled and retaliatory MSTU Ordinance) construction and maintenance of regional park facilities to serve the entire County (outside the legislatively established service area for the ENCPA) lacks rough proportionality to the impact of Raydient's proposed development within the ENCPA or any particular DSAP within the ENCPA.

161. The MSTU Ordinance was adopted by the County as an attempt to overcome Plaintiffs' refusal to accede to the County's illegal *ad hoc* demand that Raydient fund the cure of existing countywide deficiencies by undertaking the obligation to construct and maintain County park facilities.

162. The economic impact (and potential chilling effect) posed by the MSTU Ordinance because of the purported double taxation of Plaintiffs and/or their successors for recreational

impacts (once through land donation and legislative impact fees and again through the subject MSTU Ordinance) places unconstitutional pressure on Plaintiffs' Fifth Amendment right not to be forced to provide, without compensation, public infrastructure beyond what is roughly proportional to the impacts of Plaintiffs's proposed development.

163. The County's prior threats that it would not consider development approvals within the ENCPA unless Plaintiffs accede to the demanded monetary exaction for construction and maintenance of park facilities also impermissibly burdens Plaintiffs' Fifth Amendment right not to be forced to provide, without just compensation, public infrastructure beyond what is roughly proportional to the impacts of Plaintiffs' proposed development.

WHEREFORE, Plaintiffs respectfully request that this Court (a) declare the MSTU Ordinance invalid as a de facto monetary exaction which impermissibly burdens Plaintiffs Fifth Amendment rights; (b) grant such other supplemental relief as the Court deems proper under Chapter 86, Florida Statutes; and (c) grant such other and further relief as the Court deems just and appropriate.

COUNT II
Action for Declaratory Relief
Unconstitutional Monetary Exaction Burdening Plaintiffs' Rights Under Article X, Section 6 of the Florida Constitution

164. Plaintiffs re-allege and incorporate the allegations contained in paragraphs 1 through 148 as if fully set forth herein.

165. This is an action under Chapter 86, Florida Statutes, for declaratory and supplemental relief, seeking invalidation of the MSTU Ordinance because it impermissibly burdens Plaintiffs' state constitutional rights, under Article X, Section 6 Fla. Const., to refuse a demand for exaction of a monetary obligation in connection with land development. In short, the MSTU Ordinance is an illegal exaction masquerading as a tax.

166. In holding that attempted exactions of monetary obligations from land developers that lack either sufficient nexus or rough proportionality to the impacts of proposed development run afoul of the unconstitutional conditions doctrine, the United States Supreme Court left open the possibility that something labeled as a "tax" could impermissibly burden Fifth Amendment rights. ("We need not decide at precisely what point a land-use permitting charge denominated by the government as a "tax" becomes "so arbitrary . . . that it was not the exertion of taxation but a confiscation of property." *Koontz v. St. Johns River Water Mgmt. Dist.*, 570 U.S. 595, 617 (2013)). This case presents that unique scenario because the MSTU Ordinance adopted by the County is no more than a "stand in" for a land use exaction. *Fitchburg Gas & Elec. Light Co. v. Dep't Of Pub. Utilities*, 467 Mass. 768, 780, 7 N.E.3d 1045, 1055 (2014).

167. The monetary obligation, which the MSTU Ordinance purports to impose, disproportionate burden Plaintiffs' specifically defined real property and is a thinly-veiled surrogate for the County's *ad hoc* demand for the very same monetary obligation as a condition of proceeding with land development.

168. The parks and recreation related development exactions to which Plaintiffs have already committed in the course of the ENCPA approval process (land donation and impact fees, according to all applicable County ordinances) will mitigate the impact of planned residential development with the ENCPA.

169. The County's *ad hoc* demand to re-negotiate Plaintiffs' existing sector plan approvals amounted to an attempted illegal exaction. Using the MSTU Ordinance as a proxy to enforce this demand does not alter its unconstitutional nature as an unconstitutional conditioning of Plaintiffs' state constitutional right to full compensation under Article X, Section 6, Fla. Const.

170. The MSTU Ordinance forces Plaintiffs to fund (beyond the lawful exactions already proffered and committed) construction of facilities for community and regional parks, the need for which has been generated by existing deficiencies outside the ENCPA and/or will be generated by recreational needs of the County at large, which are not generated by Plaintiffs' proposed development within the ENCPA.

171. Forcing Plaintiffs or their successors to fund (through the thinly-veiled and retaliatory MSTU Ordinance) construction and maintenance of regional park facilities to serve the entire County lacks a rational nexus to the impact of Raydient's proposed development within the ENCPA or any particular DSAP within the ENCPA.

172. Forcing Plaintiffs or their successors to fund (through the thinly-veiled and retaliatory MSTU Ordinance) construction and maintenance of community or regional park facilities to solve countywide deficiencies that existed independently of Plaintiffs' proposed future development within the ENCPA lacks a rational nexus to the impact of Raydient's proposed development within the ENCPA or any particular DSAP within the ENCPA.

173. Forcing Plaintiffs or their successors to fund (through the thinly-veiled and retaliatory MSTU Ordinance) construction and maintenance of regional park facilities to serve the entire County (outside the legislatively established service area for the ENCPA) lacks a rational nexus to the impact of Raydient's proposed development within the ENCPA or any particular DSAP within the ENCPA.

174. Forcing Plaintiffs or their successors to fund (through the thinly-veiled and retaliatory MSTU Ordinance) construction and maintenance of community or regional park facilities to solve countywide deficiencies that existed independently of Plaintiffs' proposed future

development within the ENCPA lacks rough proportionality to the impact of Raydient's proposed development within the ENCPA or any particular DSAP within the ENCPA.

175. Forcing Plaintiffs or their successors to fund (through the thinly-veiled and retaliatory MSTU Ordinance) construction and maintenance of regional park facilities to serve the entire County (outside the legislatively established service area for the ENCPA) lacks rough proportionality to the impact of Raydient's proposed development within the ENCPA or any particular DSAP within the ENCPA.

176. The MSTU Ordinance was adopted by the County as an attempt to overcome Plaintiffs' refusal to accede to the County's illegal *ad hoc* demand that Raydient fund the cure of existing countywide deficiencies by undertaking the obligation to construct and maintain County park facilities.

177. The economic impact (and potential chilling effect) posed by the MSTU Ordinance because of the purported double taxation of Plaintiffs and/or their successors for recreational impacts (once through land donation and legislative impact fees and again through the subject MSTU Ordinance) places unconstitutional pressure on state constitutional right not to be forced to provide, without full compensation, public infrastructure beyond what is roughly proportional to the impacts of Plaintiffs' proposed development.

178. The County's prior threats that it would not consider development approvals within the ENCPA unless Plaintiffs accede to the demanded monetary exaction for construction and maintenance of park facilities also impermissibly burdens Plaintiffs' Fifth Amendment right not to be forced to provide, without compensation, public infrastructure beyond what is roughly proportional to the impacts of Plaintiffs' proposed development.

WHEREFORE, Plaintiffs respectfully request that this Court (a) declare the MSTU Ordinance invalid as a de facto monetary exaction which impermissibly burdens Plaintiffs' rights under Article X, Section 6 Fla. Const; and (b) grant such other and further relief as the Court deems just and appropriate.

COUNT III
Action for Declaratory Relief that the MSTU Ordinance Violates Section 125.01(1), Florida Statutes and Should Be Declared Void

179. Plaintiffs reallege and incorporate the allegations contained in paragraphs 1 through 148 as if fully set forth herein.

180. County and municipal governments have historically dealt with the issue of "double taxation." Specifically, municipal residents argued that they not only paid municipal taxes for services provided to them by the municipality, but also paid county taxes so that the county could provide those same services to residents in unincorporated areas of the county. Essentially, residents within municipal boundaries unfairly carried the burden to pay for municipal services throughout the entire county and were taxed twice for the same services.

181. In 1974, the Florida Legislature addressed this "double taxation" issue by enacting Section 125.01(1)(q), Florida Statutes, which authorized counties to provide the same services that municipalities provided for their residents (municipal services) in designated unincorporated areas of the county receiving such municipal services by establishing mechanisms known as municipal service taxing units ("MSTU") and municipal service benefit units ("MSBU"). *Donnelly v. Marion County*, 851 So.2d 256, 260 (Fla. 5th DCA 2003).

182. Regardless of the funding mechanism used, section 125.01(1)(q), Florida Statutes, requires the County to designate a specific area of land as an MSTU or an MSBU, provide

municipal services *within such unit*, and use the funds generated by the residents within that designated unit to provide specified municipal services *within that unit only*.

183. Section 125.01(1)(q) sets out an extensive list of municipal-type services that a county may provide through MSTU's and MSBU's, such as fire protection, law enforcement, waste and sewage collection, and recreation services and facilities. The statute also sets out certain available mechanisms to fund those services – through service charges, special assessments, or taxes. Section 125.01(1) provides:

> (q) Establish . . . municipal service taxing or benefit units for any part or all of the unincorporated area of the county, within which may be provided fire protection; law enforcement; beach erosion control; recreation service and facilities; water; . . . and other essential facilities and municipal services from funds derived from service charges, special assessments, **or taxes within such unit only**.
>
> (r) Levy and collect taxes, both for county purposes and for the providing of municipal services within any municipal service taxing unit, and special assessments; . . .

(emphasis added).

184. Pursuant to Section 125.01(1)(q), both MSTU's and MSBU's require that the particular service (whether it is law enforcement, recreation, water, etc.) be provided *within the designated area of the municipal service unit* so that the recipients of the service are the only ones who pay for the service. *Donnelly*, 851 So.2d at 260.

185. The ENCPA comprises approximately 24,000 acres in unincorporated Nassau County of mostly undeveloped property that is owned almost entirely by Plaintiffs. Therefore, if the County creates any municipal service unit pursuant to Section 125.01(1), Fla. Stat., that *encompasses only the ENCPA property*, Florida law requires that the County must provide municipal services within that unit only, and may only use funds generated by the residents of the

ENCPA to provide municipal services only within its boundaries. The MSTU Ordinance enacted by the County fails to do so.

186. The County's enactment of the MSTU Ordinance, creating the ENCPA Recreation Municipal Service Taxing Unit, violates Section 125.01(1), Fla. Stat, and is contrary to the public policy underlying the purpose of municipal service units.

187. The self-serving findings in the MSTU Ordinance state that the purpose of the MSTU Ordinance is to fund recreation services, maintenance and facilities within the ENCPA. *See*, Section 1(C), Ordinance No. 2018-32. However, the BCC has repeatedly stressed the contrary – that not only must *public* parks and recreation facilities be provided within the ENCPA, but those parks should be open and serve all County residents (regardless of whether those residents live in the ENCPA, or are subject to the MSTU Ordinance). Requiring a singular, defined unit to pay for regional parks for the entire County violates Section 125.01(1), Florida Statutes.

188. The County has also openly admitted that it has failed to provide the required amount of public parks and recreation throughout the County. Commissioner Edwards stated at a budget meeting that "*We know that we're deficient in recreation and most everything in Nassau County is deficient ...*" The County intends to create public parks and recreation within only the ENCPA property to help solve its existing countywide parks and recreation deficiencies.

189. The BCC has also consistently proclaimed that taxpayers outside of the ENCPA should not be obligated to fund the required parks and recreation. While the MSTU Ordinance purports to provide funding for the *physical location* of parks and recreation within the boundaries of the ENCPA, the actual *municipal service* being funded through the MSTU Ordinance is provided to the entire County and not restricted to the confines of the ENCPA boundary. *See*

Section 4, Ordinance 2018-32. The Ordinance creates the precise inequity that the Florida Legislature sought to prohibit in connection with the creation of municipal service units.

190. Plaintiffs, who collectively own more than 95% of the land within the ENCPA, should not be disproportionately and unconstitutionally burdened with paying the full amount of County tax (just as every other taxpayer within the County) *in addition to* a supplemental tax for the costs of *countywide* parks and recreation needs. Property owners outside the ENCPA would not be obligated to fund those services, yet will still have full access to the parks and recreation facilities within the ENCPA. Further, it is undisputed that no parks or recreation services are currently being provided with the ENCPA.

191. The language of the MSTU Ordinance does not provide any limitations on the County's ability to use funds generated by the MSTU Ordinance to provide parks and recreation in other areas of the County. *See* Section 4(B), Ordinance No. 2018-32. In other words, the MSTU Ordinance enables the County to use funds generated by Plaintiffs to build parks and recreation in other areas of the County to address its existing deficiencies. Property owners within the ENCPA should not be disproportionately and unconstitutionally burdened with funding parks and recreation outside the ENCPA.

192. Thus, regardless of the funding mechanism, the MSTU Ordinance violates Section 125.01(1), Florida Statutes on its face because it is not limited to providing services provided within the unit and does not restrict the use of generated funds within that unit, but instead seeks to address a countywide deficiency in parks and recreation.

193. The BCC's enactment of the MSTU ordinance was arbitrary and unreasonable.

WHEREFORE, Plaintiffs respectfully request that the Court declare that the MSTU Ordinance violates Section 125.01(1), Florida Statutes, is arbitrary and unreasonable and therefore void, and grant such other and further relief as the Court deems just and appropriate.

COUNT IV
Action for Declaratory Relief that the MSTU Ordinance is Actually a "Special Assessment" Disguised as a Tax, and Should be Declared Void

194. Plaintiffs reallege and incorporate the allegations contained in paragraphs 1 through 148, and paragraphs 181 through 191 as if fully set forth herein.

195. Not only does the language of the MSTU Ordinance violate Section 125.01(1), but it actually unlawfully imposes an improper special assessment disguised as a tax. The distinction between an MSTU and an MSBU is based on the underlying funding mechanism for the municipal service provided within that unit; generally, a municipal service provided within an MSTU is funded by the levy of an ad valorem tax, while a municipal service provided within an MSBU is funded by the imposition of a "special assessment" or other service charge or fee (other than a tax).

196. The underlying funding mechanism of a municipal service unit must be identified in order to determine whether that funding is valid because different standards apply to the County's imposition of a special assessment versus its power to tax.

197. The mere title of the municipal service unit attempting to label it as a "tax" or "benefit" unit is not necessarily indicative of the underlying funding mechanism for the municipal service. For example, Florida courts have recognized that "counties are authorized by section 125.01(1)(q) to levy *special assessments* to fund certain services provided through a MSTU *or* MSBU." *Donnelly*, 851 So.2d at 260 (emphasis added). The authority to impose a special assessment or levy a tax cannot be broadened by semantics.

198. The MSTU Ordinance's findings purport to authorize ad valorem taxes on taxable real and personal property to fund recreation services, maintenance and facilities within the property subject to the MSTU Ordinance. However, the operative section of the MSTU Ordinance – Section 4 – states that the purpose of the tax is actually based on the "benefit" to property within the MSTU. Thus, when examined closer, the underlying funding mechanism which is based on benefit, is actually a "special assessment" masquerading as a tax.

199. "Special assessments" are used to fund services when that service will provide a special or peculiar benefit to the burdened property. *Collier County v. State*, 733 So.2d 1012, 1017 (Fla. 1999). To impose a valid special assessment within a municipal service unit, a county must satisfy a two-prong test: (1) the property burdened by the assessment derives a special benefit from the services provided; and (2) the assessment is fairly and reasonably apportioned among the properties that receive the benefit. *Id.* at 1017. On the other hand, a pure ad valorem tax is not subject to the benefit-nexus analysis.

200. In attempting to enact the MSTU Ordinance in accordance with the two-prong special assessment analysis: (1) the BCC found that funding recreation services through the MSTU Ordinance would benefit the ENCPA property; and (2) that the associated costs could be properly allocated between property inside the ENCPA and property outside the ENCPA. The MSTU Ordinance states:

> Section 1(D). The County has determined that certain costs associated with recreation service, maintenance and facilities <u>can be properly allocated between the ENCPA Recreation MSTU and the remaining areas in Nassau County not included within the ENCPA Recreation MSTU based upon the relative amounts of service provided within each area</u>.
>
> ***

> Section 4(A). The ENCPA Recreation MSTU is established for the provision of recreation services, maintenance and facilities and costs associated with these functions provided by or through Nassau County <u>for the benefit of the property or residents within the boundaries of the ENCPA Recreation MSTU</u>.

201. The BCC's statements when considering the enactment of the MSTU Ordinance also show that the BCC intended to impose a special assessment for the ENCPA property, not a tax. For example, Commissioner Leeper stated: "*what would it take to implement some type of county board <u>special assessment</u> within that district,*" to which OMB Director Stankiewicz responded, "*We have had talks, myself and Mr. Mullin, and we've drafted an <u>MSTU ordinance</u> that we'll be presenting to you.*" (emphasis added).

202. While the BCC attempts to label the funding of the MSTU Ordinance as an ad valorem tax, the BCC's reasoning and statements, as well as the actual language in the MSTU Ordinance, indicate that the underlying funding mechanism is, in reality, a special assessment based on purported "benefit" to property within the ENCPA. Therefore, the MSTU Ordinance is only valid if the special assessment satisfies the two-prong test, which it does not.

203. The MSTU Ordinance fails the first prong of the test because the ENCPA Recreation MSTU does not provide a special benefit to ENCPA property. Providing parks and recreation facilities and maintenance are routine county-government functions that are provided to *all* county residents. This is especially true in this case because the recreation facilities will be open to the public and not just the ENCPA residents. These general activities are a basic function of local government and do not provide a special benefit to ENCPA property. Further, because the MSTU Ordinance fails to limit the County's ability to use funds generated by the ENCPA Recreation MSTU to property within the ENCPA boundary (as required by law), any recreation services provided outside the ENCPA fail to provide a special benefit to the ENCPA.

204. The MSTU Ordinance also fails the second prong of the test because the County did not support its enactment with any evidence that the assessment is fairly and reasonably apportioned. The County does not currently have any plans to provide park and recreation facilities within the ENCPA, and has not completed any study to determine the costs associated with such facilities prior to enacting the MSTU Ordinance.

205. Additionally, the County has not performed any analysis as to any special benefit (which there is none) to be received by the ENCPA property (in comparison to non-ENCPA property) in order to fairly and reasonably apportion the special assessment in accordance with any special benefit.

206. Furthermore, there is no apportionment among property within the ENCPA. Pursuant to the County's Comprehensive Plan and its regulations, county parks and recreation are tied to residential growth. However, the MSTU Ordinance does not distinguish between residential property and nonresidential property in apportioning the funding for parks and recreation. In fact, when the MSTU Ordinance was being considered, Commissioner Kelley asked OMB Director Stankiewicz, "*would that affect also the commercial properties out there?*" When Mr. Stankiewicz responded "yes," Commissioner Kelley replied, "*Okay – I just want to make sure we're not just talking residential. We're talking about everybody within the district*."

207. Thus, there is no support for the BCC's conclusory statement in the MSTU Ordinance that the costs assessed can be properly allocated, nor have they been properly apportioned or allocated among the properties within the ENCPA (those purported to "benefit" from the recreation services) or the remaining areas in the County not included within the ENCPA.

208. In enacting the MSTU Ordinance, the County disguised an invalid *special assessment* as a tax in order to avoid satisfying the required two-prong test for a legal special assessment. The MSTU Ordinance fails to meet that test.

209. Therefore, the MSTU Ordinance imposes an unlawful special assessment, is arbitrary and unreasonable, and should therefore be declared void.

WHEREFORE, Plaintiffs respectfully request that the Court declare that the MSTU Ordinance imposes an unlawful special assessment on ENCPA property, and is therefore void, and grant such other and further relief as the Court deems just and appropriate.

COUNT V
Action for Declaratory Relief that Even if the MSTU Ordinance is Not Considered a "Special Assessment," it is an Unconstitutional Tax and Should be Declared Void.

210. Plaintiffs reallege and incorporate the allegations contained in paragraphs 1 through 148, and paragraphs 181 through 191 as if fully set forth herein.

211. If the MSTU Ordinance is construed as a tax rather than a special assessment, it is still unconstitutional and should be declared invalid.

212. The County's power to tax must be explicitly authorized by the Florida Constitution or general law and cannot be broadened by semantics. *See State v. City of Port Orange*, 650 So. 2d 1 (Fla. 1994).

213. The Florida Constitution provides that "[a] county *furnishing municipal services* may, to the extent authorized by law, levy additional taxes *within the limits fixed for municipal purposes*." Art. VII, s. 9(a), Florida Constitution (emphasis added).

214. The Florida Legislature has granted the County the power to levy and collect taxes "for the providing of *municipal services within any municipal service taxing unit*." Section 125.01(1)(r), Florida Statutes (emphasis added).

215. The MSTU Ordinance violates both the Florida Constitution and Florida Statutes because the County seeks to provide municipal services (recreation facilities, maintenance, and service) to the entire County by making these services available to all residents of the County, yet only tax the property within the ENCPA. Any *physical location* of parks and recreation within the area designated in the MSTU Ordinance does not satisfy the constitutional and statutory requirements. Because the parks and recreation are public and open to all residents, the actual *municipal service* being provided by the County (and funded by the MSTU Ordinance) is provided *countywide*, not simply within the MSTU boundaries.

216. Additionally, the MSTU Ordinance does not limit the BCC from using revenue generated by the ENCPA Recreation MSTU to provide parks and recreation facilities and services outside the ENCPA boundaries. The MSTU Ordinance's failure to ensure that the funds generated by the property owners within the ENCPA are restricted to be used *within* the ENCPA violates both Article VII, section 9(a) and Section 125.01(1)(r), Florida Statutes.

217. There are currently no recreational facilities or services rendered within the ENCPA. Currently, only five occupied residences exist within the ENCPA, and the remaining property is largely undeveloped timberland.

218. The MSTU Ordinance creates an unlawful tax because it violates Article VII, section 9(a) of the Florida Constitution and Section 125.01(1)(r) of the Florida Statutes.

219. Further, this unlawfully established tax violates Article VIII, section 1(h) of the Florida Constitution, which provides that:

> Property situate within municipalities shall not be subject to taxation for services rendered by the county exclusively for the benefit of the property or residents in unincorporated areas

220. Florida courts have held that an "exclusive" benefit should not be read to reach an absurd result; any benefit—no matter how slight—to the taxed property cannot be used to avoid this constitutional limitation. *City of St. Petersburg v. Briley, Wile & Associates, Inc.*, 239 So.2d 817, 822-23 (Fla. 1970). The burdened municipal property must receive some real or substantial benefit that is not merely illusory or inconsequential. *Id.*

221. The burdened ENCPA property currently has five occupied residences, with the majority of the property undeveloped, and is proposed as a mixed use project with residential and nonresidential uses. The Ordinance merely funds public parks and recreation facilities for the use and benefit of residents outside the ENCPA in all other areas of the County without providing any real or substantial benefit to the actual property being taxed.

222. The BCC enacted the MSTU Ordinance that forces Plaintiffs, as the primary property owners within the ENCPA, to pay taxes for recreation facilities and services that will be provided *countywide* and not limited to the boundaries of the ENCPA. Any claimed benefit to the ENCPA property is merely illusory or inconsequential, which renders the Ordinance unconstitutional and in violation of Section 125.01(1)(r), Florida Statutes.

WHEREFORE, Plaintiffs respectfully request that the Court declare that the Ordinance (1) violates Section 125.01(1)(r), Florida Statutes; (2) violates Article VII, section 9(a), Florida Constitution; and (3) violates Article VIII, section 1(h), Florida Constitution, and is therefore void, and requests the Court to enter such other and further relief as the Court deems just and appropriate.

COUNT VI
Action for Declaratory Relief That the Stewardship District Bill Does Not Obligate Either Raydient or the Stewardship District to Fund the Construction and Maintenance of Public Facilities Within the ENCPA

223. Plaintiffs reallege and incorporate the allegations contained in paragraphs 1 through 148 as if fully set forth herein.

224. The County has engaged in a long-running smear campaign falsely accusing Raydient and the Stewardship District of reneging on their alleged "obligations" to construct and maintain future public recreation facilities within the ENCPA.

225. Years ago, in the course of obtaining County approval for residential development within the ENCPA, Raydient agreed to contribute its proportionate fair share of impacts on the County's park and recreation system generated by the proposed residential development by donating more than 700 acres of land for parks and paying standard recreational impact fees. However, under pressure to improve park facilities countywide (a well-documented deficiency in the County due to its own admitted poor planning) the County has relentlessly tried to revise history and claim that Raydient is obligated to construct and maintain the public recreation facilities to be placed on the donated park land in the ENCPA.

226. In October 2018, after the County enacted its MSTU Ordinance in retaliation for Raydient's refusal to be forced into paying more than its proportionate fair share, Raydient published two documents setting the record straight in relation to the County's accusations. In one of the documents, an op-ed column published in the *Fernandina Observer*, Raydient invited the BCC to once and for all identify concrete evidence that supported the County's assertions that Raydient was allegedly obligated to not only pay standard recreation impact fees and donate hundreds of acres of land for parks and recreation (which Raydient agreed to do), but also pay for the construction and maintenance of public recreation facilities in the ENCPA.

227. On October 24, 2018, the BCC held a Special Meeting to address the recent Raydient statements. In response to Raydient's request that the County identify any evidentiary support for its assertions that Raydient was allegedly obligated to fund parks and recreation facilities within the ENCPA, the County pointed to and relied upon language within the Stewardship District Bill which is embodied in House Bill 1075.

228. The County identified several partial quotes throughout House Bill 1075 that it contended supported its position. However, none of the provisions the County cited in House Bill 1075 created any "obligation" by Raydient or the Stewardship District to fund the construction and maintenance of parks and recreation within the ENCPA.

229. The key clauses the County cited appear in Section 7 of the Stewardship District Bill titled "SPECIAL POWERS" under subsection (i), which the County neglected to point out to the public. Section 7 reads as follows:

> *(7) SPECIAL POWERS.—The district shall have, and the board may exercise, the following special powers to implement its lawful and special purpose and to provide, pursuant to that purpose, systems, facilities, services, improvements, projects, works, and infrastructure, each of which constitutes a lawful public purpose when exercised pursuant to this charter, subject to, and not inconsistent with, general law regarding utility providers' interlocal, territorial, and service agreements, and the regulatory jurisdiction and permitting authority of all other applicable governmental bodies, agencies, and any special districts having authority with respect to any area included therein, and to plan, establish, acquire, construct or reconstruct, enlarge or extend, equip, operate, finance, fund, and maintain improvements, systems, facilities, services, works, projects, and infrastructure. Any or all of the following special powers are granted by this act in order to implement the special and limited purpose of the district:*

(emphasis added). Subsections (a) through (s) then enumerated the various "special powers" granted to the district *if it chose to exercise them*, including but not limited to, special powers

relating to mass transit facilities, school buildings, parks and recreation, fire prevention and control (including fire stations), and mosquito control.

230. Raydient has consistently maintained its position that there is nothing in House Bill 1075 that creates any "obligation" on the part of Raydient or the Stewardship District to fund the construction or maintenance of parks and recreation facilities within the ENCPA, above and beyond Raydient's previous agreement to donate more than 700 acres of land for recreation and its agreement to pay the County's standard recreation impact fees. Put simply, *special powers*, as opposed to *obligations*, are completely different.

231. Attorney Gary Hunter, who has extensive expertise in the creation of stewardship district bills throughout Florida, had previously explained to the County that House Bill 1075 does not "obligate" a district or a developer to do anything, but merely cloaks them with special powers from the legislature if the district board elects to exercise them. Despite Mr. Hunter's explanations, the County has continued to disparage Raydient through false public statements claiming that it has failed to honor its alleged "obligations."

232. Either the County misunderstood the Stewardship District Bill, or has intentionally created the false impression to the public that the bill creates "obligations" that simply do not exist.

233. As such, there is a bona fide, actual, present, practical need for the Court to issue a declaration that neither Plaintiffs nor the Stewardship District has the "obligation" under the Stewardship District Bill (House Bill 1075) to construct and maintain public parks and recreation facilities within the ENCPA.

234. This declaration involves present, ascertained and ascertainable facts or present controversy as to a state of facts.

235. Some immunity power, privilege or right of Plaintiffs is dependent upon the facts or application of law to the facts.

236. The parties have or reasonably may have an actual, present, adverse and antagonistic interest in the subject matter, either in fact or in law.

237. The antagonistic and adverse interests relating to this action are all before the Court by proper process.

238. The relief sought in this action is not merely the giving of legal advice by the Court or the answer to questions propounded from curiosity.

239. As a matter of law and equity, Plaintiffs should be entitled to the relief requested herein.

WHEREFORE, Plaintiffs respectfully request that this Court (a) enter a declaratory judgment declaring that neither Plaintiffs nor the Stewardship District have an obligation under House Bill 1075 (the Stewardship District Bill) to provide for the construction and maintenance of parks and recreation facilities within the ENCPA, (b) grant such other supplemental relief as the Court deems proper under Chapter 86, Florida Statutes; and (c) grant such other and further relief as the Court deems just and appropriate.

Dated this 13th day of November, 2018.

Respectfully submitted,

/s/ *Christopher P. Benvenuto*
CHRISTOPHER P. BENVENUTO, ESQ.
Florida Bar No. 649201
AMY BRIGHAM BOULRIS, ESQ.
Florida Bar No. 772836
STACI M. REWIS, ESQ.
Florida Bar No. 811521
S. KAITLIN DEAN, ESQ.
Florida Bar No. 124973
GUNSTER, YOAKLEY & STEWART, P.A.

225 Water Street St. # 1750
Jacksonville, FL 32202
Telephone: 561-655-1980
Facsimile: 561-655-5677
Primary: cbenvenuto@gunster.com
Primary: aboulris@gunster.com
Primary: srewis@gunster.com
Primary: kdean@gunster.com
Secondary: dpeterson@gunster.com
Secondary: eservice@gunster.com

Exhibit A

CHAPTER 2017-206

Committee Substitute for
Committee Substitute for House Bill No. 1075

An act relating to Nassau County; creating the East Nassau Stewardship District; providing a short title; providing legislative findings and intent; providing definitions; stating legislative policy regarding creation of the district; establishing compliance with minimum requirements in s. 189.031(3), F.S., for creation of an independent special district; providing for creation and establishment of the district; establishing the legal boundaries of the district; providing for the jurisdiction and charter of the district; providing for a governing board and establishing membership criteria and election procedures; providing for board members' terms of office; providing for board meetings; providing for administrative duties of the board; providing a method for transition of the board from landowner control to control by the resident electors of the district; providing for a district manager and district personnel; providing for a district treasurer, selection of a public depository, and district budgets and financial reports; providing for the general powers of the district; providing for the special powers of the district to plan, finance, and provide community infrastructure and services within the district; providing for bonds; providing for borrowing; providing for future ad valorem taxation; providing for special assessments; providing for issuance of certificates of indebtedness; providing for tax liens; providing for competitive procurement; providing for fees and charges; providing for amendment to charter; providing for required notices to purchasers of residential units within the district; defining district public property; providing severability; providing for a referendum; providing an effective date.

Be It Enacted by the Legislature of the State of Florida:

Section 1. This act may be cited as the "East Nassau Stewardship District Act."

Section 2. Legislative findings and intent; definitions; policy.—

(1) LEGISLATIVE FINDINGS AND INTENT.—

(a) The extensive lands located wholly within Nassau County and covered by this act contain many opportunities for thoughtful, comprehensive, responsible, and consistent development over a long period.

(b) There is a need to use a special and limited purpose independent special district unit of local government for the East Nassau Stewardship District lands located within Nassau County and covered by this act to provide for a comprehensive and complete communities development approach, which will facilitate an integral relationship between transportation, land use, and urban design to provide for a diverse mix of housing and

regional employment and economic development opportunities, rather than fragmented development with underutilized infrastructure generally associated with urban sprawl.

(c) The establishment of a special and limited purpose independent special district for the East Nassau Stewardship District lands will allow the management of an integrated stormwater management system, an interconnected system of multi-use trails and pathways throughout the lands, which will reduce vehicle miles traveled, and a Conservation and Habitat Network ("CHN"), which will provide a network of environmentally sensitive, regionally significant natural resources and CHN areas that will provide for landscape connectivity and protection of significant natural resources.

(d) There is a considerably long period of time during which there is an inordinate burden on the initial landowners of these East Nassau Stewardship District lands, such that there is a need for flexible management, sequencing, timing, and financing of the various systems, facilities, and services to be provided to these lands, taking into consideration absorption rates, commercial viability, and related factors.

(e) While chapter 190, Florida Statutes, provides an opportunity for community development services and facilities to be provided by the establishment of community development districts in a manner that furthers the public interest, given the size of the East Nassau Stewardship District lands and the duration of development and that the East Nassau Stewardship District lands are designated as a sector plan pursuant to s. 163.3245, Florida Statutes, that must adhere to a long-term master plan set forth in Nassau County Comprehensive Plan Objective FL.13 and related policies, as may be amended, establishing multiple community development districts over these lands would result in an inefficient, duplicative, and needless proliferation of local special purpose government, contrary to the public interest and the Legislature's findings in chapter 190, Florida Statutes, as well as the comprehensive and complete communities development approach for the East Nassau Stewardship District lands. Instead, it is in the public interest that the long-range provision for, and management, financing, and long-term maintenance, upkeep, and operation of, services and facilities to be provided for ultimate development and conservation of the lands covered by this act be under one coordinated entity.

(f) Longer involvement of the initial landowner with regard to the provision of systems, facilities, and services for the East Nassau Stewardship District lands, coupled with the special and limited purpose of the district is in the public interest.

(g) The existence and use of such a special and limited purpose local government for the East Nassau Stewardship District lands, subject to the Nassau County comprehensive plan, will provide for a comprehensive and complete communities development approach to promote a sustainable and efficient land use pattern for the East Nassau Stewardship District lands

with long-term planning for conservation, development, and agriculture and silviculture on a large scale; protect the CHN; provide for the adequate mitigation of impacts and development of infrastructure in an orderly and timely manner; prevent the overburdening of the local general purpose government and the taxpayers; and provide an enhanced tax base and regional employment and economic development opportunities.

(h) The creation and establishment of the special district will encourage local government financial self-sufficiency in providing public facilities and in identifying and implementing physically sound, innovative, and cost-effective techniques to provide and finance public facilities while encouraging development, use, and coordination of capital improvement plans by all levels of government, in accordance with the goals of chapter 187, Florida Statutes.

(i) The creation and establishment of the special district will encourage and enhance cooperation among communities that have unique assets, irrespective of political boundaries, to bring the private and public sectors together for establishing an orderly and economically sound plan for current and future needs and growth.

(j) The creation and establishment of the special district is a legitimate alternative method available to manage, own, operate, construct, and finance capital infrastructure systems, facilities, and services.

(k) In order to be responsive to the critical timing required through the exercise of its special management functions, an independent special district requires financing of those functions, including bondable, lienable, and nonlienable revenue, with full and continuing public disclosure and accountability, funded by landowners, both present and future, and funded also by users of the systems, facilities, and services provided to the land area by the special district, without unduly burdening the taxpayers and citizens of the state, Nassau County, or any municipality therein.

(l) The special district created and established by this act shall not have or exercise any comprehensive planning, zoning, or development permitting power; the establishment of the special district shall not be considered a development order within the meaning of chapter 380, Florida Statutes; and all applicable planning and permitting laws, rules, regulations, and policies of Nassau County control the development of the land to be serviced by the special district.

(m) The creation by this act of the East Nassau Stewardship District is not inconsistent with the Nassau County comprehensive plan.

(n) It is the legislative intent and purpose that no debt or obligation of the special district constitute a burden on any local general-purpose government without its consent.

(2) DEFINITIONS.—As used in this act:

(a) "Ad valorem bonds" means bonds that are payable from the proceeds of ad valorem taxes levied on real and tangible personal property and that are generally referred to as general obligation bonds.

(b) "Assessable improvements" means, without limitation, any and all public improvements and community facilities that the district is empowered to provide in accordance with this act which provide a special benefit to property within the district.

(c) "Assessment bonds" means special obligations of the district which are payable solely from proceeds of the special assessments or benefit special assessments levied for assessable improvements, provided that, in lieu of issuing assessment bonds to fund the costs of assessable improvements, the district may issue revenue bonds for such purposes payable from assessments.

(d) "Assessments" means those nonmillage district assessments which include special assessments, benefit special assessments, and maintenance special assessments, and a nonmillage, non-ad valorem maintenance tax if authorized by general law.

(e) "East Nassau Stewardship District" means the unit of special and limited purpose local government created and chartered by this act and limited to the performance of those general and special powers authorized by its charter under this act, the boundaries of which are set forth by the act, the governing board of which is created and authorized to operate with legal existence by this act, and the purpose of which is as set forth in this act.

(f) "Benefit special assessments" are district assessments imposed, levied, and collected pursuant to the provisions of section 6(12)(b).

(g) "Board of supervisors" or "board" means the governing body of the district or, if such board has been abolished, the board, body, or commission assuming the principal functions thereof or to whom the powers given to the board by this act have been given by law.

(h) "Bond" includes "certificate," and the provisions that are applicable to bonds are equally applicable to certificates. The term "bond" includes any general obligation bond, assessment bond, refunding bond, revenue bond, and other such obligation in the nature of a bond as is provided for in this act.

(i) "Cost" or "costs," when used with reference to any project, includes, but is not limited to:

1. The expenses of determining the feasibility or practicability of acquisition, construction, or reconstruction.

2. The cost of surveys, estimates, plans, and specifications.

3. The cost of improvements.

4. Engineering, architectural, fiscal, and legal expenses and charges.

5. The cost of all labor, materials, machinery, and equipment.

6. The cost of all lands, properties, rights, easements, and franchises acquired.

7. Financing charges.

8. The creation of initial reserve and debt service funds.

9. Working capital.

10. Interest charges incurred or estimated to be incurred on money borrowed prior to and during construction and acquisition and for such reasonable period of time after completion of construction or acquisition as the board may determine.

11. The cost of issuance of bonds pursuant to this act, including advertisements and printing.

12. The cost of any bond or tax referendum held pursuant to this act and all other expenses of issuance of bonds.

13. The discount, if any, on the sale or exchange of bonds.

14. Administrative expenses.

15. Such other expenses as may be necessary or incidental to the acquisition, construction, or reconstruction of any project, or to the financing thereof, or to the development of any lands within the district.

16. Payments, contributions, dedications, and any other exactions required as a condition of receiving any governmental approval or permit necessary to accomplish any district purpose.

17. Any other expense or payment permitted by this act or allowable by law.

(j) "District" means the East Nassau Stewardship District.

(k) "District manager" means the manager of the district.

(l) "District roads" means highways, streets, roads, alleys, intersection improvements, sidewalks, crossings, landscaping, irrigation, signage, signalization, storm drains, bridges, multi-use trails, lighting and thoroughfares of all kinds.

(m) "General obligation bonds" means bonds which are secured by, or provide for their payment by, the pledge of the full faith and credit and taxing power of the district.

(n) "Governing board member" means any member of the board of supervisors.

(o) "Land development regulations" means those regulations of general-purpose local government, adopted under the Community Planning Act, codified as part II of chapter 163, Florida Statutes, to which the district is subject and as to which the district may not do anything that is inconsistent therewith. Land development regulations shall not mean specific management, engineering, planning, and other criteria and standards needed in the daily management, implementation, and provision by the district of systems, facilities, services, works, improvements, projects, or infrastructure, including design criteria and standards, so long as they remain subject to and are not inconsistent with the applicable land development regulations.

(p) "Landowner" means the owner of a freehold estate as it appears on the deed record, including a trustee, a private corporation, and an owner of a condominium unit. "Landowner" does not include a reversioner, remainderman, mortgagee, or any governmental entity, which shall not be counted and need not be notified of proceedings under this act. "Landowner" also means the owner of a ground lease from a governmental entity, which leasehold interest has a remaining term, excluding all renewal options, in excess of 50 years.

(q) "General-purpose local government" means a county, municipality, or consolidated city-county government.

(r) "Maintenance special assessments" are assessments imposed, levied, and collected pursuant to the provisions of section 6(12)(d).

(s) "Non-ad valorem assessment" means only those assessments which are not based upon millage and which can become a lien against a homestead as permitted in s. 4, Art. X of the State Constitution.

(t) "Powers" means powers used and exercised by the board of supervisors to accomplish the special and limited purpose of the district, including:

1. "General powers," which means those organizational and administrative powers of the district as provided in the charter in order to carry out its special and limited purpose as a local government public corporate body politic.

2. "Special powers," which means those powers enumerated by the district charter to implement its specialized systems, facilities, services, projects, improvements, and infrastructure and related functions in order to carry out its special and limited purposes.

3. Any other powers, authority, or functions set forth in this act.

(u) "Project" means any development, improvement, property, power, utility, facility, enterprise, service, system, works, or infrastructure now

existing or hereafter undertaken or established under the provisions of this act.

(v) "Qualified elector" means any person at least 18 years of age who is a citizen of the United States and a legal resident of the state and of the district and who registers to vote with the Supervisor of Elections of Nassau County and resides in Nassau County.

(w) "Refunding bonds" means bonds issued to refinance outstanding bonds of any type and the interest and redemption premium thereon. Refunding bonds may be issuable and payable in the same manner as refinanced bonds, except that no approval by the electorate shall be required unless required by the State Constitution.

(x) "Revenue bonds" means obligations of the district that are payable from revenues, including, but not limited to, special assessments and benefit special assessments, derived from sources other than ad valorem taxes on real or tangible personal property and that do not pledge the property, credit, or general tax revenue of the district.

(y) "Sewer system" means any plant, system, facility, or property, and additions, extensions, and improvements thereto at any future time constructed or acquired as part thereof, useful or necessary or having the present capacity for future use in connection with the collection, treatment, purification, or disposal of sewage, including, but not limited to, industrial wastes resulting from any process of industry, manufacture, trade, or business or from the development of any natural resource. "Sewer system" also includes treatment plants, pumping stations, lift stations, valves, force mains, intercepting sewers, laterals, pressure lines, mains, and all necessary appurtenances and equipment; all sewer mains, laterals, and other devices for the reception and collection of sewage from premises connected therewith; and all real and personal property and any interest therein, and rights, easements, and franchises of any nature relating to any such system and necessary or convenient for operation thereof.

(z) "Special assessments" means assessments as imposed, levied, and collected by the district for the costs of assessable improvements pursuant to the provisions of this act, chapter 170, Florida Statutes, and the additional authority under s. 197.3631, Florida Statutes, or other provisions of general law, which provide or authorize a supplemental means to impose, levy, or collect special assessments.

(aa) "Taxes" or "tax" means those levies and impositions of the board of supervisors that support and pay for government and the administration of law and that may be:

1. Ad valorem or property taxes based upon both the appraised value of property and millage, at a rate uniform within the jurisdiction; or

2. If and when authorized by general law, non-ad valorem maintenance taxes not based on millage that are used to maintain district systems, facilities, and services.

(bb) "Water system" means any plant, system, facility, or property, and any addition, extension, or improvement thereto at any future time constructed or acquired as a part thereof, useful, necessary, or having the present capacity for future use in connection with the development of sources, treatment, purification, or distribution of water. "Water system" also includes dams, reservoirs, storage tanks, mains, lines, valves, pumping stations, laterals, and pipes for the purpose of carrying water to the premises connected with such system, and all rights, easements, and franchises of any nature relating to any such system and necessary or convenient for the operation thereof.

(3) POLICY.—Based upon its findings, ascertainments, determinations, intent, purpose, and definitions, the Legislature states its policy expressly:

(a) The district and the district charter, with its general and special powers, as created in this act, are essential and the best alternative for the residential, commercial, office, hotel, industrial and other community uses, projects, or functions in the included portion of Nassau County consistent with the effective comprehensive plan, and designed to serve a lawful public purpose.

(b) The district, which is a local government and a political subdivision, is limited to its special purpose as expressed in this act, with the power to provide, plan, implement, construct, maintain, and finance as a local government management entity its systems, facilities, services, improvements, infrastructure, and projects and possessing financing powers to fund its management power over the long term and with sustained levels of high quality.

(c) The creation of the East Nassau Stewardship District by and pursuant to this act, and its exercise of its management and related financing powers to implement its limited, single, and special purpose, is not a development order and does not trigger or invoke any provision within the meaning of chapter 380, Florida Statutes, and all applicable governmental planning, environmental, and land development laws, regulations, rules, policies, and ordinances apply to all development of the land within the jurisdiction of the district as created by this act.

(d) The district shall operate and function subject to, and not inconsistent with, the applicable comprehensive plan of Nassau County and any applicable development orders (e.g. detailed specific area plan development orders), zoning regulations, and other land development regulations.

(e) The special and single purpose East Nassau Stewardship District shall not have the power of a general-purpose local government to adopt a

comprehensive plan or related land development regulation as those terms are defined in the Community Planning Act.

(f) This act may be amended, in whole or in part, only by special act of the Legislature. The board of supervisors of the district shall not ask the Legislature to amend this act without first obtaining resolution or official statement from Nassau County as required by s. 189.031(2)(e)4., Florida Statutes, for creation of a special district.

Section 3. Minimum charter requirements; creation and establishment; jurisdiction; construction; charter.—

(1) Pursuant to s. 189.031(3), Florida Statutes, the Legislature sets forth that the minimum requirements in paragraphs (a) through (o) have been met in the identified provisions of this act as follows:

(a) The purpose of the district is stated in the act in subsection (4) and in section 2(3).

(b) The powers, functions, and duties of the district regarding ad valorem taxation, bond issuance, other revenue-raising capabilities, budget preparation and approval, liens and foreclosure of liens, use of tax deeds and tax certificates as appropriate for non-ad valorem assessments, and contractual agreements are set forth in section 6.

(c) The provisions for methods for establishing the district are in this section.

(d) The methods for amending the charter of the district are set forth in section 2.

(e) The provisions for the membership and organization of the governing body and the establishment of a quorum are in section 5.

(f) The provisions regarding maximum compensation of each board member are in section 5.

(g) The provisions regarding the administrative duties of the governing body are found in sections 5 and 6.

(h) The provisions applicable to financial disclosure, noticing, and reporting requirements generally are set forth in sections 5 and 6.

(i) The provisions regarding procedures and requirements for issuing bonds are set forth in section 6.

(j) The provisions regarding elections or referenda and the qualifications of an elector of the district are in sections 2 and 5.

(k) The provisions regarding methods for financing the district are generally in section 6.

(l) Other than taxes levied for the payment of bonds and taxes levied for periods not longer than 2 years when authorized by vote of the electors of the district, the provisions for the authority to levy ad valorem tax and the authorized millage rate are in section 6.

(m) The provisions for the method or methods of collecting non-ad valorem assessments, fees, or service charges are in section 6.

(n) The provisions for planning requirements are in this section and section 6.

(o) The provisions for geographic boundary limitations of the district are set forth in sections 4 and 6.

(2) The East Nassau Stewardship District, which also may be referred to as the "stewardship district," "East Nassau Stewardship District," or "district," is created and incorporated as a public body corporate and politic, an independent special and limited purpose local government, an independent special district, under s. 189.031, Florida Statutes, and as defined in this act and in s. 189.012(3), Florida Statutes, in and for portions of Nassau County. Any amendments to chapter 190, Florida Statutes, after January 1, 2017, granting additional general powers, special powers, authorities, or projects to a community development district by amendment to its uniform charter, ss. 190.006-190.041, Florida Statutes, which are not inconsistent with the provisions of this act, shall constitute a general power, special power, authority, or function of the East Nassau Stewardship District. All notices for the enactment by the Legislature of this special act have been provided pursuant to the State Constitution, the Laws of Florida, and the Rules of the Florida House of Representatives and of the Florida Senate. No referendum subsequent to the effective date of this act is required as a condition of establishing the district. Therefore, the district, as created by this act, is established on the property described in this act.

(3) The territorial boundary of the district shall embrace and include all of that certain real property described in section 4.

(4) The jurisdiction of this district, in the exercise of its general and special powers, and in the carrying out of its special and limited purposes, is both within the external boundaries of the legal description of this district and extraterritorially when limited to, and as authorized expressly elsewhere in, the charter of the district as created in this act or applicable general law. This special and limited purpose district is created as a public body corporate and politic, and local government authority and power is limited by its charter, this act, and subject to the provisions of other general laws, including chapter 189, Florida Statutes, except that an inconsistent provision in this act shall control and the district has jurisdiction to perform such acts and exercise such authorities, functions, and powers as shall be necessary, convenient, incidental, proper, or reasonable for the implementation of its special and limited purpose regarding the sound planning, provision, acquisition, development, operation, maintenance, and related

financing of those public systems, facilities, services, improvements, projects, and infrastructure works as authorized herein, including those necessary and incidental thereto. The district shall exercise any of its powers extraterritorially within Nassau County upon execution of an interlocal agreement between the district and Nassau County consenting to the district's exercise of any of such powers within Nassau County or an applicable development order issued by Nassau County.

(5) The exclusive charter of the East Nassau Stewardship District is this act and, except as otherwise provided in subsection (2), may be amended only by special act of the Legislature.

Section 4. Legal description of the East Nassau Stewardship District.

LEGAL DESCRIPTION. The metes and bounds legal description of the District, within which there are no parcels of property owned by those who do not wish their property to be included within the District, includes the lands located within Parcels 1 - 11 as follows:

Parcel 1

A parcel of land, being a portion of Sections 25, 26, 34, 35, 36 and the John Frazier Grant, Section 39, Township 4 North, Range 26 East, Nassau County, Florida, and being more particularly described as follows:

Begin at the Southwest corner of Section 26, Township 4 North, Range 26 East, Nassau County, Florida; thence on the West line of said Section 26, N 00°30'18" W, a distance of 1648.49 feet to a point on the Mean High Water Line of the St. Mary's River said point being referred to as reference point "A"; thence departing said West line and on said Mean High Water Line of the St. Mary's River, Southeasterly a distance of 8022 feet more or less to a point on the Westerly limited Access Right of Way line of Interstate 95 (variable width limited Access Right of Way) said point having a tie line of, S 68°37'45" E, a distance of 7483.47 feet from said reference point "A"; thence departing said Mean High Water Line and on said Westerly limited Access Right of Way line for the next 3 courses, S 30°46'08" W, a distance of 280.03 feet; thence S 24°42'34" W, a distance of 1200.00 feet; thence S 20°45'44" W, a distance of 1895.61 feet to the Northeast corner of those lands described in Official Record Book 1998, Page 970 of the Public Records of Nassau County, Florida; thence departing said Westerly limited Access Right of Way line and on the Northerly and Westerly lines of said lands for the next 2 courses, N 65°17'05" W, a distance of 3081.32 feet; thence S 57°06'24" W, a distance of 1263.89 feet to a point on the Northeasterly Right of Way line of U. S. Highway No. 17 (variable width Right of Way); thence departing said Westerly line and on said Northeasterly Right of Way line, N 32°53'24" W, a distance of 1725.42 feet to the most Southerly corner of those lands described in Official Record Book 1867, Page 1885 of said Public Records; thence departing said Northeasterly Right of Way line and on

the Southerly, Westerly and Northerly lines for the next 5 courses, N 12°06'36" E, a distance of 70.71 feet; thence N 57°06'36" E, a distance of 214.00 feet; thence N 32°53'24" W, a distance of 495.00 feet; thence S 57°06'36" W, a distance of 214.00 feet; thence N 77°53'24" W, a distance of 70.71 feet to a point on the aforesaid Northeasterly Right of Way line; thence departing said Northerly line and on said Northeasterly Right of Way line, N 32°53'24" W, a distance of 1931.47 feet to a point on the North line of Section 34, Township 4 North, Range 26 East, Nassau County, Florida; thence departing said Northeasterly Right of Way line and on said North line, N 88°58'36" E, a distance of 531.78 feet to the Point of Beginning.

Parcel 2

A parcel of land, being a portion of Section 36 and the William Fox Grant, Section 38, Township 4 North, Range 26 East, and being a portion of Sections 32 and 33, Township 4 North, Range 27 East, and being a portion of Section 1 and the Charles Seton Grant, Section 37 and the William Fox Grant, Section 38 and the Heirs of E. Waterman Grant, Section 41, Township 3 North, Range 26 East, and being a portion of the William Hobkirk Grant, Section 41 and the William Hobkirk Grant and Thomas May Grant, Section 42 and the Thomas May Grant, Section 43, the Josiah Smith Grant, Section 44 and the Eugenia Brant Grant, Section 45 and the S. Cashen Grant, Section 46 and the Spicer S. Christopher Grant and J. Smith Grant, Section 47 and the Spicer S. Christopher Grant, Section 48 and the Charles Seton Grant, Section 49 and the Heirs of E. Waterman Mill Grant, Section 50 and the John W. Lowe Mill Grant, Section 51 and the John Wingate Grant, Section 53 and the W and J Lofton Grant, Section 54 and the W and J Lofton Grant, Section 55, Township 3 North, Range 27 East and being a portion of Section 37 and the John W. Lowe Mill Grant, Section 44, Township 3 North, Range 28 East, all in Nassau County, Florida and being more particularly described as follows:

Begin at the intersection of the Northeasterly Right-of-Way line of U.S. Highway No. 17 (a 137.50 foot Right-of-Way at this point) and the Easterly Right-of-Way line of Crandall Road (a 40 foot County Maintained Right-of-Way); thence on said Northeasterly Right-of-Way line for the next 3 courses, thence N 32°52'39" W, a distance 1680.52 feet; thence N 32°57'39" W, a distance 2740.76 feet; thence N 32°53'09" W, a distance 733.22 feet to the Southwest corner of those lands described in Official Record Book 611, Page 651 of the Public Records of Nassau County, Florida; thence departing said Northeasterly Right-of-Way line and on the Southerly line, Easterly line and Northerly line of said lands for the next 3 courses, N 57°06'51" E, a distance 415.00 feet; thence N 32°53'09" W, a distance 315.00 feet; thence S 57°06'51" W, a distance 415.00 feet to the Northwest corner of said lands said point also being on the aforesaid Northeasterly Right-of-Way line of U.S. Highway No. 17; thence departing said Northerly line and on said Northeasterly Right-of-Way line, N 32°53'09" W, a distance 4009.48 feet to the most

Southwesterly corner of those lands described in Official Record Book 44, Page 221 of said Public Records; thence departing said Northeasterly Right-of-Way line and on the Southerly line, Westerly line, Southerly line, Easterly line and on the Northwesterly prolongation thereof for the next 4 courses, thence N 57°06′51″ E, a distance 349.29 feet; thence S 32°53′09″ E, a distance 735.00 feet; thence N 57°06′51″ E, a distance 650.71 feet; thence N 32°53′09″ W, a distance 1832.50 feet to the Northeasterly corner of those lands described in Official Record Book 1415, Page 574 of said Public Records; thence departing said Northwesterly prolongation line and on the Northerly line of said lands, S 57°06′51″ W, a distance 1000.00 feet to the Northwesterly corner of said lands said point also being on the aforesaid Northeasterly Right-of-Way line of U.S. Highway No. 17; thence departing said Northerly line and on said Northeasterly Right-of-Way line for the next 6 courses, N 32°53′09″ W, a distance 693.03 feet; thence N 32°54′39″ W, a distance 534.04 feet; thence N 33°01′13″ E, a distance 164.28 feet; thence N 32°54′39″ W, a distance 695.00 feet; thence S 89°26′12″ W, a distance 177.55 feet; thence N 32°54′39″ W, a distance 2036.94 feet to the Southeast corner of those lands described in Official Record Book 1641, Page 1573 of said Public Records; thence departing said Northeasterly Right-of-Way line and on the Easterly line and on Northerly lines of said lands for the next 3 courses, N 24°41′55″ E, a distance 4517.43 feet; thence N 21°05′55″ W, a distance 658.43 feet; thence N 65°17′21″ W, a distance 1624.14 feet to a point on the Easterly limited Access Right of Way line of Interstate 95 (variable width limited Access Right of Way); thence departing said Northerly line and on said Easterly limited Access Right of Way line for the next 2 courses, N 24°42′34″ E, a distance 690.82 feet; thence N 31°16′11″ E, a distance 1059.18 feet to a point on the Mean High Water Line of the St. Mary's River said point being referred to as reference point "A"; thence departing said Easterly limited Access Right of Way line and on said Mean High Water Line, Southeasterly, a distance of 2951 feet more or less to a point on the Easterly line of the William Fox Grant, Section 38, Township 4 North, Range 26 East, Nassau County, Florida said point having a tie line of, S 51°34′50″ E, a distance of 2855.64 feet from said reference point "A"; thence departing said Mean High Water Line and on said Easterly line, S 33°27′43″ W, a distance 748.66 feet to a point on the North line of the Charles Seton Grant, Section 37, Township 3 North, Range 26 East, Nassau County, Florida; thence departing said Easterly line and on said North line, N 88°44′44″ E, a distance 513.75 feet to a point on the aforesaid Mean High Water Line of the St. Mary's River said point being referred to as reference point "B"; thence departing said North line and on said Mean High Water Line, Southeasterly, a distance of 5276 feet more or less to a point on said Mean High Water Line said point being referred to as reference point "C" said point having a tie line of, S 36°30′52″ E, a distance of 4828.26 feet from said reference point "B"; thence continue on said Mean High Water Line, Northeasterly, a distance of 7051 feet more or less to a point on the South line of Section 32, Township 4 North, Range 27 East, Nassau County, Florida, said point also being on said

Mean High Water Line said point being referred to as reference point "D" said point having a tie line of, N 49°38'32" E, a distance of 6131.74 feet from said reference point "C"; thence continue on said Mean High Water Line, Northeasterly a distance of 3218 feet more or less to a point on said Mean High Water Line said point being referred to as reference point "E" said point having a tie line of, N 59°42'40" E, a distance of 3066.75 feet from said reference point "D"; thence continue on said Mean High Water Line, Southeasterly and Northeasterly, a distance of 10,304 feet more or less to a point on said Mean High Water Line said point being referred to as reference point "F" said point having a tie line of, S 86°49'56" E, a distance of 6272.48 feet from said reference point "E"; thence continue on said Mean High Water Line, Southeasterly and Northeasterly, a distance of 9016 feet more or less to a point on said Mean High Water Line said point being referred to as reference point "G" said point having a tie line of, S 76°57'13" E, a distance of 6753.01 feet from said reference point "F"; thence continue on said Mean High Water Line, Southeasterly, a distance of 7683 feet more or less to the Northwest corner of those lands described in Official Record Book 1043, Page 181 of said Public Records said point also being on said Mean High Water Line said point having a tie line of, S 15°33'29" E, a distance of 5567.35 feet from said reference point "G"; thence departing said Mean High Water Line and on the Westerly line and Southerly line of said lands for the next 2 courses, S 02°30'20" E, a distance 677.00 feet; thence S 72°00'20" E, a distance 696.00 feet to the Southeast corner of said lands said point also being on the Easterly line of the William Hobkirk Grant and Thomas May Grant, Section 42, Township 3 North, Range 27 East, Nassau County, Florida; thence departing said Southerly line and on said Easterly line, S 43°59'40" W, a distance 2341.20 feet to the Northwesterly corner of the William Hobkirk Grant, Section 41, Township 3 North, Range 27 East, Nassau County, Florida; thence departing said Easterly line and on the Northerly line of said Section 41, S 46°58'42" E, a distance 3347.31 feet to the Northeasterly corner of said Section 41 said point also being the most Northerly corner of the Heirs of E. Waterman Mill Grant, Section 50, Township 3 North, Range 27 East, Nassau County, Florida; thence departing said Northerly line and on said Northerly line of Section 50, S 46°45'09" E, a distance 3141.05 feet; thence departing said Northerly line, S 43°07'50" W, a distance 47.78 feet to a point on the Southerly Right of Way line of Rose Bluff Road (66 foot Right of Way); thence on said Southerly Right of Way line, S 46°52'10" E, a distance 3672.22 feet to the Northwest corner of Creekside Unit I as recorded in Plat Book 6, Page 320 of the Public Records of Nassau County, Florida; thence departing said Southerly Right of Way line and on the Westerly line of said Creekside Unit I, S 43°56'29" W, a distance 922.51 feet to the Southwest corner of said Creekside Unit I; thence departing said Westerly line and on the Southerly of said Creekside Unit I and on the Southerly line of Creekside Unit II as recorded in Plat Book 7, Pages 32 and 33 of said Public Records and on the Southerly line of those lands described in Official Record Book 1699, Page 1781 of said Public Records, S 47°56'22"

E, a distance 2923.03 feet to the Northwest corner of said lands; thence departing said Southerly line and on the Northerly lines, Westerly lines, South line and East line of said lands for the next 7 courses, S 44°21′01″ W, a distance 248.94 feet; thence S 88°38′46″ W, a distance 550.24 feet; thence S 46°58′49″ E, a distance 307.88 feet; thence N 88°37′03″ E, a distance 237.76 feet; thence S 02°22′18″ W, a distance 473.95 feet; thence S 88°16′36″ E, a distance 450.33 feet; thence N 01°36′34″ E, a distance 711.99 feet to the Northeast corner of said lands said point also being on the aforesaid Southerly line of those lands described in Official Record Book 1699, Page 1781; thence departing said East line and on said Southerly line of those lands described in Official Record Book 631, Page 31 of said Public Records, S 47°56′22″ E, a distance 2961.43 feet to the Southeast corner of said lands; thence departing said Southerly line and on the Easterly line of said lands, N 38°10′15″ E, a distance 382.73 feet to a point on the Southerly County Maintained Right of Way line of Lee Road said point being on a curve, concave Northwest, having of radius 85.46 feet and a central angle of 28°44′32″; thence departing said Easterly line and on said Southerly County Maintained Right of Way line and on the arc of said curve for the next 4 courses, a distance of 42.87 feet said arc being subtended by a chord which bears N 69°54′46″ E, a distance of 42.42 feet to the curves end; thence N 53°02′00″ E, a distance 40.64 feet to the beginning of a curve, concave Southeast, having of radius 73.38 feet and a central angle of 36°59′17″; thence on the arc of said curve a distance of 47.37 feet said arc being subtended by a chord which bears N 75°22′46″ E, a distance of 46.55 feet to the curves end; thence S 71°13′20″ E, a distance 279.61 feet to the Northwest corner of those lands described in Official Record Book 631, Page 31 of the aforesaid Public Records; thence departing said Southerly County Maintained Right of Way line and on the Westerly line of said lands and the Southerly prolongation thereof, S 07°40′39″ W, a distance 1608.34 feet to the Southwest corner of those lands described in Official Record Book 802, Page 1281 of said Public Records; thence departing said Southerly prolongation line and on the Southerly line of said lands, S 82°19′01″ E, a distance 399.49 feet to a point on the Westerly Right of Way line of Chester Road (Variable Width Right of Way); thence departing said Southerly line and on said Westerly Right of Way line for the next 3 courses, S 07°40′57″ W, a distance 21.94 feet; thence S 07°43′19″ W, a distance 9134.66 feet; thence S 08°41′14″ W, a distance 747.21 feet to a point on the Northerly Right of Way line of Pages Dairy Road (100 foot Right of Way); thence departing said Westerly Right of Way line and on said Northerly Right of Way line for the next 8 courses, N 63°45′37″ W, a distance 1908.42 feet to the beginning of a curve, concave Northeast, having a radius of 1859.00 feet and a central angle of 13°19′52″; thence on the arc of said curve a distance of 432.54 feet said arc being subtended by a chord which bears N 57°05′41″ W, a distance of 431.57 feet to the curves end; thence N 50°25′45″ W, a distance 1077.81 feet; thence N 51°29′02″ W, a distance 1087.78 feet to the beginning of a curve, concave Southwest, having a radius of 5786.70 feet and a central angle of 12°04′58″; thence on the arc of said curve a distance of 1220.33

feet said arc being subtended by a chord which bears N 57°31'31" W, a distance of 1218.07 feet to the curves end; thence N 63°34'00" W, a distance 549.97 feet to the beginning of a curve, concave Southwest, having a radius of 2914.79 feet and a central angle of 11°37'45"; thence on the arc of said curve a distance of 591.61 feet said arc being subtended by a chord which bears N 69°22'53" W, a distance of 590.59 feet to the curves end; thence N 75°11'45" W, a distance 386.35 feet to the Southeast corner of Page Hill Unit 1, as recorded in Plat Book 6, Pages 237 and 238 of the Public Records of Nassau County, Florida; thence on the Easterly line of said Page Hill Unit 1 and on the Easterly line of Page Hill Unit 2, as recorded in Plat Book 6, Pages 318 and 319 of said Public Records and on the Easterly line of Page Hill Unit 3, as recorded in Plat Book 6, Pages 341 and 342 of said Public Records for the next 6 courses, thence N 15°14'52" E, a distance of 624.51 feet; thence N 31°18'20" E, a distance of 1600.42 feet; thence N 31°16'17" E, a distance of 1617.68 feet; thence N 31°18'20" E, a distance of 77.25 feet; thence N 31°14'20" E, a distance of 712.26 feet; thence N 15°00'35" E, a distance of 1945.10 feet to the Northeast corner of said Page Hill Unit 3, as recorded in Plat Book 6, Pages 341 and 342; thence departing said Easterly line and on the North line of said Page Hill Unit 3, S 89°08'26" W, a distance 1948.04 feet to the Northwest corner of said Page Hill Unit 3; thence departing said North line and on the Westerly line of said Page Hill Unit 3 and on the Westerly line of the aforesaid Page Hill Unit 2 and on the Westerly line of the aforesaid Page Hill Unit 1 for the next 7 courses, S 06°17'22" W, a distance 846.40 feet; thence S 15°13'56" W, a distance 1678.50 feet; thence S 15°14'27" W, a distance 1129.83 feet; thence N 80°46'29" W, a distance 416.31 feet; thence S 15°10'34" W, a distance 1155.32 feet; thence S 75°30'02" E, a distance 415.78 feet; thence S 15°05'25" W, a distance 1047.82 feet to a point on the aforesaid Northerly Right of Way line of Pages Dairy Road; thence departing said Westerly line and on said Northerly Right of Way line for the next 2 courses, N 75°11'45" W, a distance 135.69 feet; thence N 76°11'45" W, a distance 1105.99 feet to the beginning of a curve, concave Southerly, having a radius of 1004.93 feet and a central angle of 19°06'09"; thence on the arc of said curve a distance of 335.04 feet said arc being subtended by a chord which bears N 85°44'50" W, a distance of 333.49 feet to the Southeast corner of Yulee Hills as recorded in Plat Book 4, Page 31 of the aforesaid Public Records; thence departing said Northerly Right of Way line and on the Easterly line of said Yulee Hills, N 4°55'07" W, a distance 6150.59 feet to the Northeast corner of said Yulee Hills said point also being on the Easterly line of the Heirs of E. Waterman Mill Grant, Section 50, Township 3 North, Range 27 East, Nassau County, Florida. thence departing said Easterly line and on the Westerly line of Yulee Hills and also being on said Easterly line of Section 50, S 43°57'08" W, a distance 6123.00 feet to the Southwest corner of said Yulee Hills; thence departing said Westerly line and continuing on said Easterly line of Section 50, S 43°54'03" W, a distance 4814.17 feet to a point on the North Right of Way line of Pages Dairy Road (80 foot Right of Way) said point also being on a curve, concave

Southeast, having of radius 449.26 feet and a central angle of 1°13′25″; thence departing said Easterly line and on said North Right of Way line and on the arc of said curve a distance of 9.59 feet said arc being subtended by a chord which bears S 75°39′19″ W, a distance of 9.59 feet to a point on the North Right of Way line of Jefferson Street (75 foot Right of Way) as shown on North Yulee as recorded in Plat Book 2, Page 26 of the aforesaid Public Records; thence departing said North Right of Way line of Pages Dairy Road and on said North Right of Way line of Jefferson Street, N 89°26′08″ W, a distance 1639.13 feet to the Southeast corner of those lands described in Official Record Book 325, Page 159 of said Public Records; thence departing said North Right of Way line and on the Easterly line of said lands, N 28°15′16″ W, a distance 2192.02 feet to the Northeast corner of said lands said point also being on the Easterly line of those lands described in Official Record Book 1629, Page 1511 of said Public Records; thence departing said Easterly line and on said Easterly line of those lands described in Official Record Book 1629, Page 1511 and on the Easterly line of those lands described in Official Record Book 1974, Page 625 of said Public Records, N 44°18′02″ E, a distance 1176.85 feet to the Northeast corner of said lands; thence departing said Easterly line and on the Northerly line of said lands and the Northwesterly prolongation thereof, N 46°33′16″ W, a distance 4615.27 feet to the Northeast corner of those lands described in Official Record Book 1871, Page 1833 of said Public Records; thence departing said Northwesterly prolongation line and on the Westerly line and Southerly line of said lands for the next 2 courses, S 43°49′29″ W, a distance 2150.02 feet; thence S 46°10′48″ E, a distance 965.65 feet to the Northwest corner of those lands described in Official Record Book 1560, Page 1741 of said Public Records; thence departing said Southerly line and on the Westerly line of said lands, S 44°45′43″ W, a distance 784.92 feet to a point on the Northeasterly Right of Way line of U.S. Highway No. 17 (Variable Width Right of Way); thence departing said Westerly line and on said Northeasterly Right of Way line for the next 3 courses, N 45°55′39″ W, a distance 1717.93 feet to the beginning of a curve, concave Northeast, having a radius of 5629.65 feet and a central angle of 7°10′00″; thence on the arc of said curve a distance of 704.17 feet said arc being subtended by a chord which bears N 42°20′39″ W, a distance of 703.71 feet to the curves end; thence N 38°45′39″ W, a distance 2470.26 feet to a point on the Easterly line of those lands described in Official Record Book 1910, Page 1533 of the aforesaid Public Records; thence departing said Northeasterly Right of Way line and on said Easterly line and on the Northeasterly prolongation thereof, N 49°42′18″ E, a distance 446.92 feet to the Southwest corner of those lands described in Official Record Book 697, Page 547 of said Public Records; thence departing said Northeasterly prolongation line and on the Southerly line of said lands and on the Southeasterly prolongation thereof, S 45°06′08″ E, a distance 1089.00 feet to the Southeast corner of those lands described in Official Record Book 2056, Page 790 of said Public Records; thence departing said Southeasterly prolongation line and on the Easterly line of said lands and on the Northeasterly prolongation thereof, N 44°53′52″ E, a

distance 2046.00 feet to the Northeast corner of those lands described in Official Record Book 762, Page 958 of said Public Records; thence departing said Northeasterly prolongation line and on the Northerly line of said lands and on the Northwesterly prolongation thereof, N 45°06′08″ W, a distance 2178.00 feet to the Northwest corner of those lands described in Official Record Book 590, Page 920 of said Public Records; thence departing said Northwesterly prolongation line and on the Westerly line of said lands, S 44°53′52″ W, a distance 2046.00 feet to the Southwest corner of said lands; thence departing said Westerly line and on the Southerly line of said lands and on the Southeasterly prolongation thereof, S 45°06′08″ E, a distance 822.96 feet to a point on the Westerly line of those lands described in Official Record Book 1961, Page 1186 of said Public Records; thence departing said Southeasterly prolongation line and on the Westerly line of said lands and the Southwesterly prolongation thereof, S 50°46′31″ W, a distance 417.39 feet to a point on the aforesaid Northeasterly Right of Way line of U.S. Highway No. 17; thence departing said Southwesterly prolongation line and on said Northeasterly Right of Way line for the next 3 courses, N 38°45′39″ W, a distance 897.57 feet to the beginning of a curve, concave Northeast, having a radius of 5629.65 feet and a central angle of 5°53′00″; thence on the arc of said curve a distance of 578.07 feet said arc being subtended by a chord which bears N 35°49′09″ W, a distance of 577.82 feet to the curves end; thence N 32°52′39″ W, a distance 2569.25 feet to the Southeast corner of those lands described in Official Record Book 87, Page 429 of the aforesaid Public Records; thence departing said Northeasterly Right of Way line and on the Easterly line, Northerly line, and the Westerly line of said lands for the next 3 courses, N 57°07′21″ E, a distance 208.70 feet; thence N 32°52′39″ W, a distance 208.70 feet; thence S 57°07′21″ W, a distance 208.70 feet to a point on the aforesaid Northeasterly Right of Way line of U.S. Highway No. 17; thence departing said Westerly line and on said Northeasterly Right of Way line, N 32°52′39″ W, a distance 1163.92 feet to the Southeast corner of those lands described in Official Record Book 756, Page 587 of the aforesaid Public Records; thence departing said Northeasterly Right of Way line and on the Easterly line of said lands, N 57°07′21″ E, a distance 85.00 feet to the Southwest corner of those lands described in Official Record Book 309, Page 673 of said Public Records; thence departing said Easterly line and on the Southerly of said lands and on the Southeasterly prolongation thereof, S 54°09′58″ E, a distance 1053.12 feet to the Southeast corner of those lands described in Official Record Book 1131, Page 1698 of said Public Records; thence departing said Southeasterly prolongation line and on the Easterly line of said lands and on the Northeasterly prolongation thereof, N 57°00′06″ E, a distance 909.57 feet to the Northeast corner of those lands described in Official Record Book 1171, Page 330 of said Public Records; thence departing said Northeasterly prolongation line and on the Northerly line of said lands and on the Northwesterly prolongation thereof, N 32°52′44″ W, a distance 1651.85 feet to the Northwest corner of those lands described in Official Record Book 725, Page 172 of said Public Records; thence

departing said Northwesterly prolongation line and on the Westerly line of said lands, S 46°25'51" W, a distance 1401.20 feet to the Point of Beginning.

Together with:

Crandall Road as being described below:

Crandall Road

A parcel of land, being a portion of Sections 31, 32, 33 and the William Fox Grant, Township 4 North, Range 26 East, and being a portion of the Spicer S. Christopher Grant and J. Smith Grant, Section 47, the Spicer S. Christopher Grant, Section 48 and the Heirs of E. Waterman Mill Grant, Section 50, all in Township 3 North, Range 27 East, Nassau County, Florida and being more particularly described as follows:

Begin at the intersection of the Northeasterly Right-of-Way line of U.S. Highway No. 17 (a 137.50 foot Right-of-Way at this point) and the Easterly Right-of-Way line of Crandall Road (a 40 foot County Maintained Right-of-Way); thence on said Northeasterly Right-of-Way line, thence N 32°52'39" W, a distance 40.71 feet to a point on the Westerly Right-of-Way line of said Crandall Road; thence departing said Northeasterly Right-of-Way line and on said Westerly Right-of-Way line and on the Northerly Right-of-Way line and the Easterly Right-of-Way line of said Crandall Road for the next 29 courses, N 46°25'51" E, a distance of 481.84 feet; thence N 32°05'53" E, a distance of 2418.72 feet to the beginning of a curve, concave Northwest, having a radius of 980.00 feet and a central angle of 20°18'59"; thence on the arc of said curve a distance of 347.50 feet said arc being subtended by a chord which bears N 21°56'23" E, a distance of 345.68 feet to the curves end; thence N 11°46'53" E, a distance of 3953.5 feet; thence N 13°38'05" E, a distance of 600.31 feet; thence N 15°36'12" E, a distance of 2912.08 feet; thence N 16°05'53" E, a distance of 2532.7 feet; thence N 17°11'45" E, a distance of 3439.63 feet; thence N 16°50'41" E, a distance of 1216.59 feet; thence N 13°33'13" E, a distance of 248.97 feet; thence N 05°39'41" E, a distance of 496.30 feet; thence N 11°34'20" E, a distance of 209.7 feet to the beginning of a curve, concave Southeast, having a radius of 320.00 feet and a central angle of 28°06'20"; thence on the arc of said curve a distance of 156.97 feet said arc being subtended by a chord which bears N 25°37'30" E, a distance of 155.40 feet to the curves end; thence N 39°40'40" E, a distance of 158.24 feet; thence S 50°19'20" E, a distance of 40.00 feet; thence S 39°40'40" W, a distance of 158.24 feet to the beginning of a curve, concave Southeast, having a radius of 280.00 feet and a central angle of 28°06'20"; thence on the arc of said curve a distance of 137.35 feet said arc being subtended by a chord which bears S 25°37'30" W, a distance of 135.98 feet to the curves end; thence S 11°34'20" W, a distance of 207.64 feet; thence S 05°39'41" W, a distance of 496.99 feet; thence S 13°33'13" W, a distance of 252.88 feet; thence S 16°50'41" W, a distance of 1217.86 feet; thence S 17°11'45" W, a distance

of 3439.37 feet; thence S 16°05'53" W, a distance of 2532.14 feet; thence S 15°36'12" W, a distance of 2911.22 feet; thence S 13°38'05" W, a distance of 598.98 feet; thence S 11°46'53" W, a distance of 3952.85 feet to the beginning of a curve, concave Northwest, having a radius of 1020.00 feet and a central angle of 20°18'59"; thence on the arc of said curve a distance of 361.68 feet said arc being subtended by a chord which bears S 21°56'23" W, a distance of 359.79 feet to the curves end; thence S 32°05'53" W, a distance of 2423.75 feet; thence S 46°25'51" W, a distance of 494.42 feet to the Point of Beginning.

Less and Except:

Those lands described in Official Records Book 235, Page 149 and Official Records Book 609, Page 780 all of the Public Records of Nassau County, Florida.

Parcel 3

A parcel of land, being a portion of Sections 1, 2, 11 and the Heirs of E. Waterman Grant, Section 41, lying Northerly of County Road No. 108, Westerly of CSX Railroad Right-of-Way, and Easterly of Interstate I-95, Township 3 North, Range 26 East, Nassau County, Florida, and being more particularly described as follows:

Commence at the Southwest corner of said Section 1; thence on the South line of said Section 1, N 89°47'06" E, a distance of 397.04 feet to a point on the Southwesterly Right-of-Way line of CSX Railroad (a variable width Right-of-Way); said point also being the Point of Beginning; thence departing said South line and on said Southwesterly Right-of-Way line, N 32°54'39" W, a distance of 1660.86 feet, to the Southeast corner of those lands as described in Official Records 260, Page 357, of the Public Records of Nassau County, Florida; thence departing said Southwesterly Right-of-Way line and on the South line of said lands, S 89°14'18" W, a distance of 173.85 feet to a point the Southwest corner of said lands; thence departing said South line and on the West line of said lands, N 32°54'39" W, a distance of 500.00 feet to the Northwest corner of said lands; thence departing said West line and on the North line of said lands, N 89°14'18" E, a distance of 173.85 feet to a point on the aforesaid Southwesterly Right-of-Way line of CSX Railroad; thence departing said North line and on said Southwesterly Right-of-Way line, N 32°54'39" W, a distance of 890.93 feet to a point on the Northeasterly Right-of-Way line of Interstate I-95 (a variable width Limited Access Right-of-Way); thence departing said Southwesterly Right-of-Way and on said Northeasterly Right-of-Way line, for the next 3 courses; thence S 24°42'34" W, a distance of 1926.46 feet to the beginning of a curve, concave Easterly, having a radius of 6769.49 feet and a central angle of 41°19'33"; thence on the arc of said curve a distance of 4882.64 feet said arc being subtended by a chord which bears S 04°02'47" W, a distance of 4777.49 feet to the curves end; thence S 16°36'59" E, a distance of 531.21 feet to a point on the Northerly Right-

of-Way line of County Road No. 108 (a 80 foot Right-of-Way); thence departing said Northeasterly Right-of-Way line and on said Northerly Right-of-Way line for the next 2 courses; thence S 66°36'32" E, a distance of 589.65 feet; thence S 72°26'59" E, a distance of 6784.16 feet to the intersection of said Northerly Right-of-Way line and aforesaid Southwesterly Right-of-Way line of CSX Railroad; thence departing said Northerly Right-of-Way line and on said Southwesterly Right-of-Way line of CSX Railroad for the next 2 courses; N 32°53'09" W, a distance of 5384.64 feet; thence N 32°54'39" W, a distance of 2645.20 feet to the Point of Beginning.

Less and Except:

Those lands as described in Official Records 942, Page 384, Official Records 594, Page 1111, Official Records 883, Page 1590, Official Records 1567, Page 1597, Official Records 279, Page 615, (Official Records 1750, Page 132, Parcel 11) and (Official Records 1750, Page 132, Parcel 12)

Parcel 4

A parcel of land, being a portion of Sections 11, 14, 23 and the N. Wildes Grant, Section 39 and the Heirs of E. Waterman Grant, Section 41, Township 3 North, Range 26 East,

and being a portion of the Heirs of E. Waterman Mill Grant, Section 44 and the E. Waterman Mill Grant, Section 50 and the John Carr Grant, section 56, Township 3 North, Range 27 East, lying Southerly of County Road No. 108, Westerly of CSX Railroad, and Easterly of Interstate I-95, Nassau County, Florida, and being more particularly described as follows:

Commence at the Northwest corner of the Heirs of E. Waterman Grant, Section 41, Township 3 North, Range 26 East; thence on the West line of said Section 41, S 01°08'09" E, a distance of 5354.74 feet to a point on the Southerly Right-of-Way line of County Road No. 108 (a 80 foot Right-of-Way) and the Point of Beginning; thence departing said West line and on said Southerly Right-of-Way line, S 72°26'59" E, a distance of 4950.42 feet to point on the Southwesterly Right-of-Way line of CSX Railroad (a variable width Right-of-Way); thence departing said Southerly Right-of-Way line and on said Southwesterly Right-of-Way line for the next 3 courses, S 32°53'09" E, a distance of 1338.21 feet; thence S 32°57'39" E, a distance of 2740.73 feet; thence S 32°52'39" E, a distance of 1038.25 feet to the Northeast corner of those lands as described in Official Records 1232, Page 954, of the Public Records of Nassau County, Florida; thence departing said Southwesterly Right-of-Way line and on the Northerly line of said lands, S 57°07'21" W, a distance of 158.00 feet to the Northwest corner of said lands; thence departing said Northerly line and on the Westerly line of said lands, and on the Westerly line of those lands as described in Official Records 875, Page 1070, of said Public

Records, S 40°05'39" E, a distance of 320.00 feet to the Southwest corner of said lands; thence departing said Westerly line and on the Southerly line of said lands, N 57°07'21" E, a distance of 117.80 feet to a point on aforesaid Southwesterly Right-of-Way line of the CSX Railroad; thence departing said Southerly line and on said Southwesterly Right-of-Way line for the next 3 courses, S 32°52'39" E, a distance of 4678.98 feet to the beginning of a curve, concave Northeast, having a radius of 5967.15 feet and a central angle of 5°53'00"; thence on the arc of said curve a distance of 612.73 feet said arc being subtended by a chord which bears S 35°49'09" E, a distance of 612.46 feet to the curves end; thence S 38°45'39" E, a distance of 12456.99 feet to the Northeast corner of those lands described in Official Record Book 715, Page 1293 of the Public Records of Nassau County, Florida; thence departing said Southwesterly Right of Way line and on the North line of said lands, S 72°16'23" W, a distance of 1557.25 feet to the Northwest corner of said lands; thence departing said North line and on the Westerly of said lands the next 2 courses and on the Westerly line of those lands described in Official Record Book 1205, Page 1158 of said Public Records, thence S 13°25'59" W, a distance of 461.74 feet; thence S 11°04'43" E, a distance of 85.85 feet to the Southwest corner of said lands; thence departing said Westerly line and on the Southerly line of said lands, N 72°19'49" E, a distance of 44.42 feet to a point on the Westerly line of those lands described in Official Record Book 826, Page 1117 of said Public Records; thence departing said Southerly line and on said Westerly line for the next 2 courses, S 32°37'18" W, a distance of 48.23 feet; thence S 31°02'03" E, a distance of 30.01 feet to the Southwest corner of said lands; thence departing said Westerly line and on the Southerly line of said lands, N 72°18'45" E, a distance of 43.74 feet to the Northwest corner of those lands described in Official Record Book 1588, Page 1340 of said Public Records said point being on a curve, concave Northeast, having a radius of 457.48 feet and a central angle of 26°44'58"; thence on the Westerly line of said lands and the arc of said curve for the next 2 courses, a distance of 213.58 feet said arc being subtended by a chord which bears S 50°22'02" E, a distance of 211.65 feet to the curves end; thence S 69°51'30" E, a distance of 259.80 feet to the Southwest corner of said lands said point also being on the Northerly Right of way line of State Road No. 200 (A1A) (184 foot Right of Way); thence departing said Westerly line and on said Northerly Right of way line, S 76°05'01" W, a distance of 511.09 feet to the Southeast corner of those lands described in Official Record Book 142, Page 441 of the aforesaid Public Records; thence departing said Northerly Right of way line and on the East line of said lands, N 17°43'59" W, a distance of 206.66 feet to the Northeast corner of said lands; thence departing said East line and on the North line of said lands, S 72°16'01" W, a distance of 99.78 feet to the Northwest corner of said lands; thence departing said North line and on the West line of said lands, S 17°43'59" E, a distance of 200.00 feet to the Southwest corner of said lands said point also being on the aforesaid Northerly Right of Way line State Road No. 200 (A1A); thence departing said West line and on

said Northerly Right of Way line, S 76°05'01" W, a distance of 60.13 feet to the Southeast corner of Tax I.D. No. 44-2N-27-0000-0003-0080 of the Property Appraiser's Office of Nassau County, Florida; thence departing said Northerly Right of Way line and on the East line of Tax I.D. No. 44-2N-27-0000-0003-0080 and Tax I.D. No. 44-2N-27-0000-0003-0000 and Tax I.D. No. 44-2N-27-0000-0003-0010, N 17°43'59" W, a distance of 256.00 feet to the Northeast corner of said Tax I.D. No. 44-2N-27-0000-0003-0000; thence departing said East line and on the North line of said Tax I.D. No. 44-2N-27-0000-0003-0000 and Tax I.D. No. 44-2N-27-0000-0003-0030 and Tax I.D. No. 44-2N-27-0000-0006-0000, S 70°03'50" W, a distance of 522.00 feet to the Northwest corner of said Tax I.D. No. 44-2N-27-0000-0006-0000; thence departing said North line and on the West line of said Tax I.D. No. 44-2N-27-0000-0006-0000 and Tax I.D. No. 44-2N-27-0000-0008-0000, S 17°05'59" E, a distance of 201.00 feet to the Southeast corner of said Tax I.D. No. 44-2N-27-0000-0008-0000 said point also being on the aforesaid Northerly Right of Way line State Road No. 200 (A1A); thence departing said West line and on said Northerly Right of Way line for the next 3 courses, S 76°05'01" W, a distance of 2180.25 feet to the beginning of a curve, concave Southeast, having a radius of 17312.73 feet and a central angle of 3°46'03"; thence on the arc of said curve a distance of 1138.42 feet said arc being subtended by a chord which bears S 74°11'59" W, a distance of 1138.22 feet to the curves end; thence S 72°19'01" W, a distance of 5100.21 feet to the Southeast corner of those lands described in Official Record Book 408, Page 695 of the aforesaid Public Records; thence departing said Northerly Right of way line and on the Easterly line of said lands, N 17°40'59" W, a distance of 595.24 feet to the Northeast corner of said lands; thence departing said Easterly line and on the Northerly line of said lands and the Northerly line of those lands described in Official Record Book 1782, Page 1450 and Official Record Book 1484, Page 1762 of the said Public Records for the next 2 courses, S 72°15'36" W, a distance of 818.28 feet; thence S 89°00'37" W, a distance of 840.96 feet to a Northeast corner of last said lands; thence departing said Northerly line and on the Easterly line of said lands, N 16°36'59" W, a distance of 1241.54 feet to the most Northeast corner of said lands; thence departing said Easterly line and on the most Northerly line of said lands, S 73°23'30" W, a distance of 1172.26 feet to the Northwest corner of said lands said point being on the Easterly Limited Access Right of Way line of Interstate 95 (Variable Width Limited Access Right of Way); thence departing said most Northerly line and on said Easterly Limited Access Right of Way line for the next 3 courses, N 16°36'59" W, a distance of 13466.15 feet; thence N 73°23'01" E, a distance of 25.00 feet; thence N 16°36'59" W, a distance of 518.67 feet to a point on the South line of Henry Young Grant, Section 40, Township 3 North, Range 26 East, Nassau County, Florida; thence departing said Easterly Limited Access Right of Way line and on said South line, S 85°14'18" E, a distance of 2011.92 feet to the Southeast corner of said Section 40 said point also being on the East line of the N. Wildes Grant, Section 39, Township 3 North, Range 26 East, Nassau County, Florida; thence departing said South line and on said East line,

S 04°52′08″ W, a distance of 1450.42 feet to the Southwest corner of said Section 39; thence departing said East line and on the South line of said Section 39 and on the South line of N. Wildes Grant, Section 57, Township 3 North, Range 27 East, Nassau County, Florida, S 88°54′50″ E, a distance of 4785.65 feet to the Southeast corner of said Section 57; thence departing said South line and on the East line of said Section 57, N 04°00′16″ E, a distance of 3135.18 feet to the Northeast corner of said Section 57; thence departing said East line and on the North line of said Section 57, N 84°41′50″ W, a distance of 2194.99 feet to Northwest corner of said Section 57 said point also being the Northeast corner of the N. Wildes Grant, Section 39, Township 3 North, Range 26 East, Nassau County, Florida; thence departing said North line, and on the North line of said Section 39, N 85°35′46″ W, a distance of 2543.35 feet to the Northwest corner of said Section 39 said point also being the Northeast corner of the Henry Young Grant, Section 40, Township 3 North, Range 26 East; thence departing said North line and on the North line of said Section 40, N 85°07′42″ W, a distance of 2359.91 feet to a point on the Northeasterly Right-of-Way line of Interstate I-95 (a variable width Limited Access Right-of-Way); thence departing said North line and on said Northeasterly Right-of-Way line for the next 4 courses, N 16°36′59″ W, a distance of 1294.85 feet; thence S 73°23′01″ W, a distance of 261.65 feet; thence N 31°39′00″ W, a distance of 626.48 feet; thence N 16°36′59″ W, a distance of 6817.56 feet to a point on the Southerly Right-of-Way line of aforesaid County Road No. 108; thence departing said Northeasterly Right-of-Way line and on said Southerly Right-of-Way line for the next 2 courses, S 77°22′21″ E, a distance of 466.13 feet; thence S 72°26′59″ E, a distance of 1930.57 feet to the Point of Beginning.

Less and Except:

Those lands described in Official Records Book 1981, Page 109 (School Site) and Official Records Book 1981, Page 172 (90 foot Roadway Parcel "A" and 81 foot Roadway Parcel "B") all of the Public Records of Nassau County, Florida.

Also Less and Except:

Lot 1 as shown on Plat of Market Street Office Site as recorded in Plat Book 8, Pages 156 – 160 of the Public Records of Nassau County, Florida.

Parcel 5

A parcel of land, being a portion of Sections 6, 7 and the Heirs of E. Waterman Mill Grant, Section 44, Township 2 North, Range 27 East, Nassau County, Florida, and being more particularly described as follows:

Begin at the Southeast corner of Heirs of E. Waterman Mill Grant, Section 44, Township 2 North, Range 27 East, Nassau County, Florida; thence on the South line of said Section 44, S 88°51'21" W, a distance of 3142.74 feet to the Northeast corner of Section 6, Township 2 North, Range 27 East, Nassau County, Florida; thence departing said South line and on the East line of said Section 6, S 00°39'07" W, a distance of 973.20 feet to the Southeast corner of said Section 6 said point also being the Northeast corner of Section 7, Township 2 North, Range 27 East, Nassau County, Florida; thence departing said East line and on the East line of said Section 7, S 00°35'09" E, a distance of 570.02 feet to a point on the Northeasterly Right of Way line of William Burgess Boulevard (100 foot Right of Way) said point also being on a curve, concave Northeast, having a radius of 595.00 feet and a central angle of 47°04'42"; thence departing said East line and on said Northeasterly Right of Way line and on the arc of said curve for the next 8 courses a distance of 488.89 feet said arc being subtended by a chord which bears N 25°01'39" W, a distance of 475.26 feet to the curves end; thence N 01°29'18" W, a distance of 887.57 feet to the beginning of a curve, concave Southwest, having a radius of 450.00 feet and a central angle of 56°32'45"; thence on the arc of said curve a distance of 444.11 feet said arc being subtended by a chord which bears N 29°45'40" W, a distance of 426.30 feet to the curves end; thence N 58°02'03" W, a distance of 655.42 feet to the beginning of a curve, concave Southwest, having a radius of 725.00 feet and a central angle of 13°30'21"; thence on the arc of said curve a distance of 170.90 feet said arc being subtended by a chord which bears N 64°47'21" W, a distance of 170.50 feet to the curves end; thence N 71°32'24" W, a distance of 964.03 feet to the beginning of a curve, concave Northeast, having a radius of 255.32 feet and a central angle of 53°48'49"; thence on the arc of said curve a distance of 239.80 feet said arc being subtended by a chord which bears N 44°37'59" W, a distance of 231.09 feet to the curves end; thence N 17°43'35" W, a distance of 230.01 feet to a point on the Southerly Right of way line of State Road No. 200 (A1A) (184 foot Right of Way); thence departing said Northeasterly Right of Way line and said Southerly Right of way line N 72°19'01" E, a distance of 629.04 feet to the Northeast corner of those lands described in Official Record Book 235, Page 514 of the Public Records of Nassau County, Florida; thence departing said Southerly Right of way line and on the Westerly line of said lands, S 17°40'59" E, a distance of 800.00 feet to the Southeast corner of said lands; thence departing said Westerly line and on the Southerly line of said lands, N 72°19'01" E, a distance of 800.00 feet to the Southeast corner of said lands; thence departing said Southerly line and on the Easterly line of said lands, N 17°40'59" W, a distance of 800.00 feet to the Northeast corner of said lands said point being on the aforesaid Southerly Right of way line of State Road No. 200 (A1A); thence departing said Easterly line and on said Southerly Right of way line for the next 3 courses, N 72°19'01" E, a distance of 2918.12 feet to the beginning of a curve, concave Southeast, having a radius of 17128.73 feet; and a central angle of 03°46'00"; thence on the arc of said curve a distance of 1126.06 feet said arc being

subtended by a chord which bears N 74°12'01" E, a distance of 1125.85 feet to the curves end; thence N 76°05'01" E, a distance of 2201.73 feet to the Northwest corner of those lands described in Official Record Book 739, Page 1054 of the aforesaid Public Records; thence departing said Southerly Right of way line and on the West line of said lands and on the West line of Parcel No. 100-A as shown on Florida Department of Transportation Right of Way Map, Section No. 74060, State Road No. 200 (A1A), S 17°40'59" E, a distance of 517.51 feet to the Southwest corner of said Parcel 100-A; thence departing said West line and on the South line of said Parcel 100-A, N 72°11'36" E, a distance of 183.67 feet to the Northwest corner of Parcel 100-B of said Florida Department of Transportation Right of Way Map, Section No. 74060; thence departing said South line and on the West line of said Parcel 100-B, S 17°48'24" E, a distance of 73.85 feet to the Southwest corner of said Parcel 100-B; thence departing said West line and on the South line of said Parcel 100-B, N 72°11'36" E, a distance of 50.00 feet to the Southeast corner of said Parcel 100-B; thence departing said South line and on the East line of said Parcel 100-B, N 17°48'24" W, a distance of 73.85 feet to the Northeast corner of said Parcel 100-B said point also being on the aforesaid South line of Parcel 100-A; thence departing said East line and on said South line and on the Southerly and Easterly lines of said Parcel 100-A for the next 4 courses, N 72°11'36" E, a distance of 52.03 feet; thence N 42°10'12" E, a distance of 531.94 feet; thence N 13°54'59" W, a distance of 160.22 feet; thence N 76°05'01" E, a distance of 675.00 feet; thence N 13°54'59" W, a distance of 40.00 feet to the aforesaid Southerly Right of way line of State Road No. 200 (A1A); thence departing said Easterly line and on said Southerly Right of way line for the next 2 courses, N 76°05'01" E, a distance of 155.31 feet to the beginning of a curve, concave Northwest, having a radius of 1969.86 feet and a central angle of 04°58'03"; thence on the arc of said curve a distance of 170.79 feet said arc being subtended by a chord which bears N 73°36'00" E, a distance of 170.73 feet to a point on the Westerly Right of way line of Oak Tree Lane; thence departing said Southerly Right of way line and on said Westerly Right of way line, S 25°30'41" E, a distance of 53.14 feet to a point on the Easterly line of the aforesaid Section 44, of Heirs of E. Waterman Mill Grant; thence departing said Westerly Right of way line and on said Easterly line of said Section 44 for the next 6 courses, S 45°54'18" W, a distance of 1268.66 feet; thence S 42°41'32" W, a distance of 771.87 feet; thence N 86°46'11" W, a distance of 43.23 feet; thence S 03°05'38" W, a distance of 50.06 feet; thence S 43°57'52" W, a distance of 1279.55 feet; thence S 44°24'05" W, a distance of 1834.86 feet to the Point of Beginning.

Parcel 6

A parcel of land, being a portion of Sections 6 and 7 and the Heirs of E. Waterman Mill Grant, Section 44, Township 2 North, Range 27 East, Nassau County, Florida, and being more particularly described as follows:

Begin at the intersection of the Southerly Right of way line of State Road No. 200 (A1A) (184 foot Right of Way) with the Southwesterly Right of Way line of William Burgess Boulevard (100 foot Right of Way); thence on said Southwesterly Right of Way line for the next 8 courses, S 17°43'35" E, a distance of 230.08 feet to the beginning of a curve, concave Northeast, having a radius of 355.32 feet and a central angle of 53°48'49"; thence on the arc of said curve a distance of 333.73 feet said arc being subtended by a chord which bears S 44°37'59" E, a distance of 321.59 feet to the curves end; thence S 71°32'24" E, a distance of 964.03 feet to the beginning of a curve, concave Southwest, having a radius of 625.00 feet and a central angle of 13°30'21"; thence on the arc of said curve a distance of 147.33 feet said arc being subtended by a chord which bears S 64°47'13" E, a distance of 146.98 feet to the curves end; thence S 58°02'03" E, a distance of 655.42 feet to the beginning of a curve, concave Southwest, having a radius of 350.00 feet and a central angle of 56°32'45"; thence on the arc of said curve a distance of 345.42 feet said arc being subtended by a chord which bears S 29°45'40" E, a distance of 331.57 feet to the curves end; thence S 01°29'18" E, a distance of 887.57 feet to the beginning of a curve, concave Easterly, having a radius of 695.00 feet and a central angle of 3°40'38"; thence on the arc of said curve a distance of 44.61 feet said arc being subtended by a chord which bears S 03°19'37" E, a distance of 44.60 feet to a point on the Northeasterly line of those lands described in Official Record Book 936, Page 894 of the Public Records of Nassau County, Florida; thence departing said Southwesterly Right of Way line and on said Northeasterly line, N 67°40'22" W, a distance of 479.97 feet to the most Northeasterly corner of said lands said point also being on the South line of Section 6, Township 2 North, Range 27 East, Nassau County, Florida; thence departing said Northeasterly line and on the North line of said lands and on said South line of Section 6, S 89°40'42" W, a distance of 528.86 feet; thence departing said North line and said South line, N 00°06'22" W, a distance of 965.41 feet to a point on the North line of said Section 6; thence on said North line, S 89°20'06" W, a distance of 1071.37 feet to the Southeast corner of those lands described in Deed Book 81, Page 359 of the aforesaid Public Records; thence departing said North line and on the East line of said lands, N 00°39'54" W, a distance of 208.70 feet to the Northeast corner of said lands; thence departing said East line and on the North line of said lands, S 89°20'06" W, a distance of 208.70 feet to the Northwest corner of said lands said point also being the Northeast corner of those lands described in Official Record Book 513, Page 91 of said Public Records; thence departing said North line and on the Northerly line of said lands, S 69°45'17" W, a distance of 94.87 feet to the Northwest corner of said lands said point also being on the Easterly Right of Way line of Harper Chapel Road and being on a curve, concave Northeast, having a radius of 126.27 feet and a central angle of 10°58'25"; thence on the arc of said curve a distance of 24.18 feet said arc being subtended by a chord which bears N 23°10'12" W, a distance of 24.15 feet to the curves end; thence on said Easterly Right of Way line, N 17°40'59" W' a distance of, 923.94 feet to a point on

the aforesaid Southerly Right of way line of State Road No. 200 (A1A); thence departing said Easterly Right of Way line and on said Southerly Right of way line, N 72°19'01" E, a distance of 573.63 feet to the Point of Beginning.

Parcel 7

A parcel of land, being a portion of Section 12, Township 2 North, Range 26 East and being a portion of Sections 7 and 18, Township 2 North, Range 27 East, all in Nassau County, Florida, and being more particularly described as follows:

Begin at the Northwest corner of Section 7, Township 2 North, Range 27 East, Nassau County, Florida; thence on the North line of said Section 7, N 88°16'03" E, a distance of 1986.88 feet to the Northeast corner of the East ½ of the Northeast ¼ of the Northwest ¼ of said Section 7; thence departing said North line and on the East line of said East ½ of the Northeast ¼ of the Northwest ¼ of Section 7 and the Southerly prolongation of said East line, S 02°07'48" E, a distance of 2244.22 feet to the Southwest corner of those lands described in Official Record Book 936, Page 894 of the Public Records of Nassau County, Florida; thence departing said Southerly prolongation of East line and on the South line of said lands, N 88°02'22" E, a distance of 1654.64 feet to the Northwest corner of those lands described in Official Record Book 1376, Page 651 Well Site 1 of said Public Records; thence departing said South line and on the West line of said lands, S 01°57'38" E, a distance of 800.00 feet to the Southwest corner of said lands; thence departing said West line and on the South line of said lands, N 88°02'22" E, a distance of 800.00 feet to the Southeast corner of said lands; thence departing said South line and on the East line of said lands, N 01°57'38" W, a distance of 800.00 feet to the Northeast corner of said lands said point also being on the aforesaid South line of those lands described in Official Record Book 936, Page 894; thence departing said East line and on said South line, N 88°02'22" E, a distance of 742.77 feet to the Southeast corner of said lands said point also being on the East line of aforesaid Section 7; thence departing said South line and on said East line of Section 7, S 00°35'09" E, a distance of 98.31 feet to the Northeast corner of those lands described in Official Record Book 1376, Page 651 Well Site 2 of aforesaid Public Records; thence departing said East line and on the North line of said lands, S 89°24'51" W, a distance of 200.00 feet to the Northwest corner of said lands; thence departing said North line and on the West line of said lands, S 00°35'09" E, a distance of 200.00 feet to the Southwest corner of said lands; thence departing said West line and on the South line of said lands, N 89°24'51" E, a distance of 200.00 feet to the Southeast corner of said lands said point also being on the East line of aforesaid Section 7; thence departing said South line and on said East line of Section 7, S 00°35'09" E, a distance of 1487.09 feet to a point on the Northerly line of the Jno Uptergrove Grant, Section 45, Township 2 North, Range 27 East, Nassau County, Florida; thence departing said East line and on said Northerly line, S 67°24'50" W, a distance of 610.19 feet to the

Northwest corner of said Section 45; thence departing said Northerly line and on the Westerly line of said Section 45, S 22°35'10" E, a distance of 1511.79 feet to a point on the East line of Section 18, Township 2 North, Range 27 East, Nassau County, Florida; thence departing said Westerly line and on said East line, S 01°03'30" E, a distance of 2228.05 feet to the Northeast corner of those lands described in Official Record Book 1828, Page 47 of the aforesaid Public Records; thence departing said East line and on the North line of said lands, N 89°00'13" W, a distance of 34.73 feet to the Northwest corner of said lands; thence departing said North line and on the Westerly lines of said lands for the next 4 courses, S 00°58'51" W, a distance of 326.17 feet; thence S 18°22'50" W, a distance of 439.28 feet; thence S 00°24'30" W, a distance of 579.16 feet; thence S 10°13'00" E, a distance of 216.58 feet to a point on the Mean High Water Line of the Nassau River said point being referred to as reference point "A"; thence departing said Westerly line and on said Mean High Water Line of the Nassau River, Westerly and Northerly, a distance of 4797 feet more or less to a point being on the Mean High Water Line of Plummer Creek said point also being referred to as reference point "B" said point having a tie line of, N 57°04'14" W, a distance of 2799.23 feet from said reference point "A"; thence departing said Mean High Water Line of the Nassau River and on said Mean High Water Line of Plummer Creek, Westerly and Northerly a distance of 2852 feet more or less to a point said point having a tie line of, N 52°09'11" W, a distance of 1897.00 feet from said reference point "B"; thence continue on said Mean High Water Line of Plummer Creek, N 62°30'17" W, a distance of 268.44 feet to a point on the Easterly limited Access Right of Way line of Interstate 95 (variable width limited Access Right of Way) also said point being on a curve, concave Westerly, having a radius of 7789.44 feet and a central angle of 8°23'40"; thence departing said Mean High Water Line of Plummer Creek and on said Easterly limited Access Right of Way line and on the arc of said curve a distance of 1141.25 feet said arc being subtended by a chord which bears N 03°45'11" E, a distance of 1140.23 feet to the Southwest corner of those lands described in Official Record Book 364, Page 395 of the aforesaid Public Records; thence departing said Easterly limited Access Right of Way line and on the South line of said lands, N 89°14'13" E, a distance of 2893.20 feet to the Southeast corner of said lands; thence departing said South line and on the East line of said land, N 01°05'19" W, a distance of 1374.08 feet to the Northeast corner of said lands; thence departing said East line and on the North line of said lands, S 88°28'11" W, a distance of 1330.59 feet to the Southeast corner of those lands described in Official Record Book 1376, Page 651 Well Site 5 of aforesaid Public Records; thence departing said North line and on the East line of said lands, N 01°31'49" W, a distance of 200.00 feet to the Northeast corner of said lands; thence departing said East line and on the North line of said lands, S 88°28'11" W, a distance of 200.00 feet to the Northwest corner of said lands; thence departing said North line and on the West line of said lands, S 01°31'49" E, a distance of 200.00 feet to the Southwest corner of said lands said point also being on the North line of the aforesaid lands

described in Official Record Book 364, Page 395; thence departing said West line and on said North line S 88°28'11" W, a distance of 1462.62 feet to the Northwest corner of said lands said point also being on the aforesaid Easterly limited Access Right of Way line of Interstate 95 said point also being on a curve, concave Southwest, having a radius of 7789.44 feet and a central angle of 6°18'57"; thence departing said North line and on said Easterly limited Access Right of Way line and on the arc of said curve for the next 3 courses, a distance of 858.66 feet said arc being subtended by a chord which bears N 13°27'30" W, a distance of 858.23 feet to the curves end; thence N 16°36'59" W, a distance of 3196.48 feet; thence N 11°31'54" W, a distance of 74.27 feet to a point on the North line of Section 12, Township 2 North, Range 26 East, Nassau County, Florida; thence departing said Easterly limited Access Right of Way line and on said North line, N 89°14'31" E, a distance of 67.91 feet to the Point of Beginning.

Less and Except:

Those lands described in Official Records Book 1376, Page 651 (Well Sites 3and 4) of the Public Records of Nassau County, Florida.

Parcel 8

A parcel of land, being a portion of the John D. Vaughan Grant, Section 38, Township 2 North, Range 27 East and being a portion of the John Lowe Mill Grant, Section 51 and the John D. Vaughan Grant, Section 52, Township 3 North, Range 27 East, all in Nassau County, Florida and being more particularly described as follows:

Begin at the Point of Curvature of CSX Transportation System Railroad (former Seaboard Air Line Railway Company per Right of Way and Track Map, Baldwin Branch, Dated: June 30, 1918, Sheet VO4275, 120 foot Right of Way); thence on the Southerly Right of Way line of said CSX Transportation System Railroad and on a curve, concave Southerly, having radius of 2804.94 feet and a central angle of 26°12'02"; thence on the arc of said curve a distance of 1282.66 feet said arc being subtended by a chord which bears N 85°26'05" E, a distance of 1271.52 feet to the Northwest corner of those lands described in Official Records Book 1577, Page 1447, of the Public Records of Nassau County, Florida; thence departing said Southerly Right of Way line and on the Westerly of said lands, S 00°45'05" E, a distance of 51.15 feet to the Northwest corner of those lands described in Official Records Book 1231, Page 541, Parcel 3, of said Public Records; thence departing said Westerly line and on the Westerly line of said lands described in Official Records Book 1231, Page 541, Parcel 3, S 21°26'44" E, a distance of 1993.18 feet to the Southwest corner of said lands; thence departing said Westerly line, S 29°50'31" E, a distance of 864.91 feet to the Southwest corner of those lands described in Official Records Book 1626, Page 210, of said Public Records; thence S 35°51'31" E, a distance of 566.46 feet to the Northwest corner of those lands described in Official Records Book 1579, Page 453,

Parcel 2, of said Public Records; thence on the Westerly line of said lands and also being on the Westerly line of those lands described in Official Records Book 1671, Page 1626, of said Public Records, S 15°59′57″ E, a distance of 1375.26 feet to the Southwest corner of said lands described in Official Records Book 1671, Page 1626 said point also being on the Northerly Right of Way line of State Road No. 200 (per Florida Department of Transportation Right of Way Map, Section 74060-2503, a Variable Width Right of Way); thence departing said Westerly line and on said Northerly Right of Way line for the next 3 courses, N 84°44′02″ W, a distance of 1740.65 feet; thence N 81°09′27″ W, a distance of 400.78 feet; thence N 84°44′02″ W, a distance of 207.38 feet to a point on the Mean High Water Line of Lofton Creek said point being referred to as reference point "H"; thence departing said Northerly Right of Way line and on said Mean High Water Line, Northerly a distance of 7551 feet more or less to the Southeast corner of those lands described in Official Records Book 678, Page 699, Parcel C of aforesaid Public Records said point having a tie line of, N 20°34′22″ W, a distance of 3357.16 feet from said reference point "H"; thence departing said Mean High Water Line and on the Easterly line of said lands, N 24°03′26″ W, a distance of 717.45 feet to the Northeast corner of said lands said point also being on the aforesaid Mean High Water Line; thence departing said lands and on said Mean High Water Line, thence N 22°30′09″ E, a distance of 105.39 feet to a point on the aforesaid Southerly Right of Way line of CSX Transportation System Railroad; thence departing said Mean High Water Line and on said Southerly Right of Way line, N 72°20′04″ E, a distance of 660.65 feet to the Point of Beginning.

Parcel 9

A parcel of land, being a portion of Sections 25, 26, 36 and the John Frazier Grant, Section 39, Township 4 North, Range 26 East, Nassau County, Florida, and being more particularly described as follows:

Commence at the Southwest corner of Section 26, Township 4 North, Range 26 East, Nassau County, Florida; thence on the West line of said Section 26, N 00°30′18″ W, a distance of 1648.49 feet to a point on the Mean High Water Line of the St. Mary's River said point being referred to as reference point "A" and the Point of Beginning; thence departing said West line and on said Mean High Water Line of the St. Mary's River, Southeasterly a distance of 8022 feet more or less to a point on the Westerly Limited Access Right of Way line of Interstate 95 (variable width limited Access Right of Way) said point having a tie line of, S 68°37′45″ E, a distance of 7483.47 feet from said point being referred to as reference point "A" and the Point of Beginning; thence departing said Mean High Water Line and on said Westerly Limited Access Right of Way line for the next 2 courses, N 30°46′08″ E, a distance of 1027.28 feet; thence N 24°42′34″ E, a distance of 208.67 feet to a point on the South line of Section 25, Township 4 North, Range 26 East, Nassau County, Florida said point being referred to as reference point "B"; thence departing said Westerly Limited Access Right of Way line and on the

Northerly meander lines of Section 25, Township 4 North, Range 26 East, Nassau County, Florida, Northwesterly, a distance of 2344 feet more or less to a point on the Easterly line of the John Frazier Grant, Section 39, Township 4 North, Range 26 East, Nassau County, Florida said point being referred to as reference point "C" said point having a tie line of, N 27°35'34" W, a distance of 1874.93 feet from said point being referred to as reference point "B"; thence departing said Northerly meander line of Section 25 and on the Easterly line of said Section 39, N 36°04'58" E, a distance of 2323.66 feet to a point on the waters of the St. Mary's River said point being referred to as reference point "D"; thence departing said Easterly line and on said waters of the St. Mary's River, Northerly, a distance of 2089 feet more or less to a point said point having a tie line of, N 56°11'22" W, a distance of 1835.09 feet from said point being referred to as reference point "D"; thence departing said waters of the St. Mary's River, S 66°25'16" W, a distance of 1223.70 feet to the waters of the St. Mary's River said point being referred to as reference point "E"; thence on said waters of the St. Mary's River, Southerly and Westerly, a distance of 6791 feet more or less to the West line of the aforesaid Section 26 said point having a tie line of, S 81°13'49" W, a distance of 5513.84 feet from said point being referred to as reference point "E"; thence departing said waters of the St. Mary's River and on said West line, S 0°30'18" E, a distance of 1575.89 feet to the Point of Beginning.

Parcel 10

A parcel of land, being a portion of Section 36, Township 4 North, Range 26 East and being a portion of the Charles Seton Grant, Section 37, Township 3 North, Range 26 East and being a portion of the Spicer S. Christopher Grant, Section 48, the Charles Seton Grant, Section 49 and the he Heirs of E. Waterman Mill Grant, Section 50, Township 3 North, Range 27 East, Nassau County, Florida, and being more particularly described as follows:

Begin at the Southeast corner of Section 36, Township 4 North, Range 26 East, Nassau County, Florida; thence on the East line of Section 36, N 00°50'05" W, a distance of 3453.89 feet to a point on the waters of the St. Mary's River said point being referred to as reference point "E"; thence departing said East line and on said waters of the St. Mary's River, Northwesterly, a distance of 2241 feet more or less to a point on the North line of aforesaid Section 36 said point having a tie line of, N 33°02'08" W, a distance of 2109.99 feet from said point being referred to as reference point "E"; thence departing said waters of the St. Mary's River and on said North line, S 87°05'38" W, a distance of 1591.13 feet to a point on the Easterly Limited Access Right of Way line of Interstate 95 (Variable Width Right of Way); thence departing said North line and on said Easterly Limited Access Right of Way line for the next 3 courses, S 20°56'59" W, a distance of 1683.67 feet; thence S 24°42'34" W, a distance of 1200.00 feet; thence S 31°16'11" W, a distance of 148.73 feet to a point on the Mean High Water Line of the St. Mary's River said point being

referred to as reference point "A"; thence departing said Easterly Limited Access Right of Way line and on said Mean High Water Line, Southeasterly a distance of 2951 feet more or less to a point on the Easterly line of the William Fox Grant Section 38, Township 4 North, Range 26 East, Nassau County, Florida also said point being referred to as reference point "F" said point having a tie line of, S 51°34'50" E, a distance of 2855.64 feet from said point being referred to as reference point "A"; thence departing said the Mean High Water Line and on the said Easterly line of Section 38, S 33°27'43" W, a distance of 748.66 feet to a point on the South line of aforesaid Section 36; thence departing said Easterly line and on said South line, N 88°44'44" E, a distance of 513.75 feet to a point on the aforesaid Mean High Water Line of the St. Mary's River said point being referred to as reference point "B"; thence departing said South line and on said Mean High Water Line of the St. Mary's River, Southeasterly, a distance of 5276 feet more or less to a point on said Mean High Water Line said point being referred to as reference point "C" said point having a tie line of, S 36°30'52" E, a distance of 4828.26 feet from said reference point "B"; thence continue on said Mean High Water Line, Northeasterly, a distance of 7051 feet more or less to a point on the North line of Township 3 North, Range 26 East, Nassau County, Florida, said point also being on said Mean High Water Line said point being referred to as reference point "D" said point having a tie line of, N 49°38'32" E, a distance of 6131.74 feet from said reference point "C"; thence departing said Mean High Water Line of the St. Mary's River, Southwesterly and Northwesterly, a distance of 9133 more or less to the Point of Beginning said point having a tie line of, S 89°28'22" W, a distance of 5913.35 feet said tie line being the aforesaid North line of Township 3 North, Range 26 East, from said reference point "D";

Parcel 11

A parcel of land, being a portion of Section 34 and 35, Township 4 North, Range 27 East and being a portion of Section 2 and 3, Township 3 North, Range 27 East, all in Nassau County, Florida, and being more particularly described as follows:

Commence at the Northwest corner of those lands described in Official Record Book 1043, Page 181 of the Public Records of Nassau County, Florida; thence N 15°33'29" W, a distance of 5567.35 feet to the Mean High Water Line of the St. Mary's River said point being referred to as reference point "G" and the Point of Beginning; thence on said Mean High Water Line of the St. Mary's River, Westerly, a distance of 2526 feet more or less to a point being referred to as reference point "I" said point having a tie line of, N 84°33'29" W, a distance of 2256.91 feet from said point being referred to as reference point "G"; thence departing said Mean High Water Line of the St. Mary's River and on the waters of the St. Mary's River, Northerly, a distance of 1723 feet more or less to a point being referred to as reference point "J" said point having a tie line of, N 38°50'53" W, a distance of 2146.27 feet from said point being

referred to as reference point "G"; thence continue on said waters of the St. Mary's River, Easterly and Southerly, a distance of 6702 feet more or less to a point being referred to as reference point "K" said point having a tie line of, S 65°04'22" E, a distance of 5854.39 feet from said point being referred to as reference point "J" and said point having a tie line of, S 78°04'37" E, a distance of 4041.88 feet from said point being referred to as reference point "G"; thence departing said waters of the St. Mary's River and on the waters of Bells River, Northwesterly, a distance of 4558 feet more or less to a point being referred to as reference point "L" said point having a tie line of, S 24°12'34" W, a distance of 729.91 feet from said point being referred to as reference point "G"; thence departing said waters of Bells River and on the Mean High Water Line of Bells River and on the aforesaid Mean High Water Line of the St. Mary's River, Northerly, a distance of 1083 feet more or less the Point of Beginning.

Section 5. Board of supervisors; members and meetings; organization; powers; duties; terms of office; related election requirements.—

(1) The board of supervisors shall exercise the powers granted to the district pursuant to this act. The board shall consist of five members, each of whom shall hold office for a term of 4 years, as provided in this section, except as otherwise provided herein for initial board members, and until a successor is chosen and qualified. The members of the board must be residents of the state and citizens of the United States.

(2)(a) Within 90 days after the effective date of this act, there shall be held a meeting of the landowners of the district for the purpose of electing five supervisors for the district. Notice of the landowners' meeting shall be published once a week for 2 consecutive weeks in a newspaper that is in general circulation in the area of the district, the last day of such publication to be not fewer than 14 days or more than 28 days before the date of the election. The landowners, when assembled at such meeting, shall organize by electing a chair, who shall conduct the meeting. The chair may be any person present at the meeting. If the chair is a landowner or proxy holder of a landowner, he or she may nominate candidates and make and second motions. The landowners present at the meeting, in person or by proxy, shall constitute a quorum. At any landowners' meeting, 50 percent of the district acreage shall not be required to constitute a quorum, and each governing board member elected by landowners shall be elected by a majority of the acreage represented either by owner or proxy present and voting at said meeting.

(b) At such meeting, each landowner shall be entitled to cast one vote per acre of land owned by him or her and located within the district for each person to be elected. A landowner may vote in person or by proxy in writing. Each proxy must be signed by one of the legal owners of the property for which the vote is cast and must contain the typed or printed name of the individual who signed the proxy; the street address, legal description of the property, or tax parcel identification number; and the number of authorized votes. If the proxy authorizes more than one vote, each property must be

listed and the number of acres of each property must be included. The signature on a proxy need not be notarized. A fraction of an acre shall be treated as 1 acre, entitling the landowner to one vote with respect thereto. The three candidates receiving the highest number of votes shall each be elected for a term expiring November 17, 2020, and the two candidates receiving the next largest number of votes shall each be elected for a term expiring November 20, 2018, with the term of office for each successful candidate commencing upon election. The members of the first board elected by landowners shall serve their respective terms; however, the next election of board members shall be held on the first Tuesday after the first Monday in November 2018. Thereafter, there shall be an election by landowners for the district every 2 years on the first Tuesday after the first Monday in November, which shall be noticed pursuant to paragraph (a). The second and subsequent landowners' election shall be announced at a public meeting of the board at least 90 days before the date of the landowners' meeting and shall also be noticed pursuant to paragraph (a). Instructions on how all landowners may participate in the election, along with sample proxies, shall be provided during the board meeting that announces the landowners' meeting. Each supervisor elected in or after November 2018 shall serve a 4-year term.

(3)(a)1. The board may not exercise the ad valorem taxing power authorized by this act until such time as all members of the board are qualified electors who are elected by qualified electors of the district.

2.a. Regardless of whether the district has proposed to levy ad valorem taxes, board members shall begin being elected by qualified electors of the district as the district becomes populated with qualified electors. The transition shall occur such that the composition of the board, after the first general election following a trigger of the qualified elector population thresholds set forth below, shall be as follows:

(I) Once 9,000 qualified electors reside within the district, one governing board member shall be a person who is a qualified elector of the district and who was elected by the qualified electors, and four governing board members shall be persons who were elected by the landowners.

(II) Once 18,000 qualified electors reside within the district, two governing board members shall be persons who are qualified electors of the district and who were elected by the qualified electors, and three governing board members shall be persons elected by the landowners.

(III) Once 27,000 qualified electors reside within the district, three governing board members shall be persons who are qualified electors of the district and who were elected by the qualified electors, and two governing board members shall be persons who were elected by the landowners.

(IV) Once 36,000 qualified electors reside within the district, four governing board members shall be persons who are qualified electors of

the district and who were elected by the qualified electors, and one governing board member shall be a person who was elected by the landowners.

(V) Once 40,500 qualified electors reside within the district, all five governing board members shall be persons who are qualified electors of the district and who were elected by the qualified electors. In the event less than 40,500 qualified electors reside within the district, but the development of the district has completed the construction of 22,000 residential units or more, all five governing board members shall be persons who were elected by the qualified electors.

Nothing in this sub-subparagraph is intended to require an election prior to the expiration of an existing board member's term.

b. On or before June 1 of each election year, the board shall determine the number of qualified electors in the district as of the immediately preceding April 15. The board shall use and rely upon the official records maintained by the supervisor of elections and property appraiser or tax collector in Nassau County in making this determination. Such determination shall be made at a properly noticed meeting of the board and shall become a part of the official minutes of the district.

c. All governing board members elected by qualified electors shall be elected at large at an election occurring as provided in subsection (2) and this subsection.

d. All governing board members elected by qualified electors shall reside in the district.

e. Once the district qualifies to have any of its board members elected by the qualified electors of the district, the initial and all subsequent elections by the qualified electors of the district shall be held at the general election in November. The board shall adopt a resolution if necessary to implement this requirement. The transition process described herein is intended to be in lieu of the process set forth in s. 189.041, Florida Statutes.

(b) Elections of board members by qualified electors held pursuant to this subsection shall be nonpartisan and shall be conducted in the manner prescribed by law for holding general elections. Board members shall assume the office on the second Tuesday following their election.

(c) Candidates seeking election to office by qualified electors under this subsection shall conduct their campaigns in accordance with the provisions of chapter 106, Florida Statutes, and shall file qualifying papers and qualify for individual seats in accordance with s. 99.061, Florida Statutes.

(d) The supervisor of elections shall appoint the inspectors and clerks of elections, prepare and furnish the ballots, designate polling places, and canvass the returns of the election of board members by qualified electors. The county canvassing board shall declare and certify the results of the election.

(4) Members of the board, regardless of how elected, shall be public officers, shall be known as supervisors, and, upon entering into office, shall take and subscribe to the oath of office as prescribed by s. 876.05, Florida Statutes. Members of the board shall be subject to ethics and conflict of interest laws of the state that apply to all local public officers. They shall hold office for the terms for which they were elected or appointed and until their successors are chosen and qualified. If, during the term of office, a vacancy occurs, the remaining members of the board shall fill each vacancy by an appointment for the remainder of the unexpired term.

(5) Any elected member of the board of supervisors may be removed by the Governor for malfeasance, misfeasance, dishonesty, incompetency, or failure to perform the duties imposed upon him or her by this act, and any vacancies that may occur in such office for such reasons shall be filled by the Governor as soon as practicable.

(6) A majority of the members of the board constitutes a quorum for the purposes of conducting its business and exercising its powers and for all other purposes. Action taken by the district shall be upon a vote of a majority of the members present unless general law or a rule of the district requires a greater number.

(7) As soon as practicable after each election or appointment, the board shall organize by electing one of its members as chair and by electing a secretary, who need not be a member of the board, and such other officers as the board may deem necessary.

(8) The board shall keep a permanent record book entitled "Record of Proceedings of East Nassau Stewardship District," in which shall be recorded minutes of all meetings, resolutions, proceedings, certificates, bonds given by all employees, and any and all corporate acts. The record book and all other district records shall at reasonable times be opened to inspection in the same manner as state, county, and municipal records pursuant to chapter 119, Florida Statutes. The record book shall be kept at the office or other regular place of business maintained by the board in a designated location in Nassau County.

(9) Each supervisor shall not be entitled to receive compensation for his or her services; however, each supervisor shall receive travel and per diem expenses as set forth in s. 112.061, Florida Statutes.

(10) All meetings of the board shall be open to the public and governed by the provisions of chapter 286, Florida Statutes.

Section 6. Board of supervisors; general duties.—

(1) DISTRICT MANAGER AND EMPLOYEES.—The board shall employ and fix the compensation of a district manager, who shall have charge and supervision of the works of the district and shall be responsible for preserving and maintaining any improvement or facility constructed or

erected pursuant to the provisions of this act, for maintaining and operating the equipment owned by the district, and for performing such other duties as may be prescribed by the board. It shall not be a conflict of interest under chapter 112, Florida Statutes, for a board member, the district manager, or another employee of the district to be a stockholder, officer, or employee of a landowner. The district manager may hire or otherwise employ and terminate the employment of such other persons, including, without limitation, professional, supervisory, and clerical employees, as may be necessary and authorized by the board. The compensation and other conditions of employment of the officers and employees of the district shall be as provided by the board.

(2) TREASURER.—The board shall designate a person who is a resident of the state as treasurer of the district, who shall have charge of the funds of the district. Such funds shall be disbursed only upon the order of or pursuant to a resolution of the board by warrant or check countersigned by the treasurer and by such other person as may be authorized by the board. The board may give the treasurer such other or additional powers and duties as the board may deem appropriate and may fix his or her compensation. The board may require the treasurer to give a bond in such amount, on such terms, and with such sureties as may be deemed satisfactory to the board to secure the performance by the treasurer of his or her powers and duties. The financial records of the board shall be audited by an independent certified public accountant at least once a year.

(3) PUBLIC DEPOSITORY.—The board is authorized to select as a depository for its funds any qualified public depository as defined in s. 280.02, Florida Statutes, which meets all the requirements of chapter 280, Florida Statutes, and has been designated by the treasurer as a qualified public depository upon such terms and conditions as to the payment of interest by such depository upon the funds so deposited as the board may deem just and reasonable.

(4) BUDGET; REPORTS AND REVIEWS.—

(a) The district shall provide financial reports in such form and such manner as prescribed pursuant to this act and chapter 218, Florida Statutes.

(b) On or before July 15 of each year, the district manager shall prepare a proposed budget for the ensuing fiscal year to be submitted to the board for board approval. The proposed budget shall include at the direction of the board an estimate of all necessary expenditures of the district for the ensuing fiscal year and an estimate of income to the district from the taxes and assessments provided in this act. The board shall consider the proposed budget item by item and may either approve the budget as proposed by the district manager or modify the same in part or in whole. The board shall indicate its approval of the budget by resolution, which resolution shall provide for a hearing on the budget as approved. Notice of the hearing on the budget shall be published in a newspaper of general circulation in the area of the district once a week for two consecutive weeks, except that the first

publication shall be no fewer than 15 days prior to the date of the hearing. The notice shall further contain a designation of the day, time, and place of the public hearing. At the time and place designated in the notice, the board shall hear all objections to the budget as proposed and may make such changes as the board deems necessary. At the conclusion of the budget hearing, the board shall, by resolution, adopt the budget as finally approved by the board. The budget shall be adopted prior to October 1 of each year.

(c) At least 60 days prior to adoption, the board of supervisors of the district shall submit to the Board of County Commissioners of Nassau County, for purposes of disclosure and information only, the proposed annual budget for the ensuing fiscal year, and the board of county commissioners may submit written comments to the board of supervisors solely for the assistance and information of the board of supervisors of the district in adopting its annual district budget.

(d) The board of supervisors of the district shall submit annually a public facilities report to the Board of County Commissioners of Nassau County pursuant to Florida Statutes. The board of county commissioners may use and rely on the district's public facilities report in the preparation or revision of the Nassau County comprehensive plan.

(5) DISCLOSURE OF PUBLIC INFORMATION, WEB-BASED PUBLIC ACCESS.—The district shall take affirmative steps to provide for the full disclosure of information relating to the public financing and maintenance of improvements to real property undertaken by the district. Such information shall be made available to all existing residents and all prospective residents of the district. The district shall furnish each developer of a residential development within the district with sufficient copies of that information to provide each prospective initial purchaser of property in that development with a copy; and any developer of a residential development within the district, when required by law to provide a public offering statement, shall include a copy of such information relating to the public financing and maintenance of improvements in the public offering statement. The district shall file the disclosure documents required by this subsection and any amendments thereto in the property records of each county in which the district is located. By the end of the first full fiscal year of the district's creation, the district shall maintain an official Internet website in accordance with s. 189.069, Florida Statutes.

(6) GENERAL POWERS.—The district shall have, and the board may exercise, the following general powers:

(a) To sue and be sued in the name of the district; to adopt and use a seal and authorize the use of a facsimile thereof; to acquire, by purchase, gift, devise, or otherwise, and to dispose of, real and personal property, or any estate therein; and to make and execute contracts and other instruments necessary or convenient to the exercise of its powers.

(b) To apply for coverage of its employees under the Florida Retirement System in the same manner as if such employees were state employees, subject to necessary action by the district to pay employer contributions into the Florida Retirement System Trust Fund.

(c) To contract for the services of consultants to perform planning, engineering, legal, or other appropriate services of a professional nature. Such contracts shall be subject to public bidding or competitive negotiation requirements as set forth in general law applicable to independent special districts.

(d) To borrow money and accept gifts; to apply for and use grants or loans of money or other property from the United States, the state, a unit of local government, or any person for any district purposes and enter into agreements required in connection therewith; and to hold, use, and dispose of such moneys or property for any district purposes in accordance with the terms of the gift, grant, loan, or agreement relating thereto.

(e) To adopt and enforce rules and orders pursuant to the provisions of chapter 120, Florida Statutes, prescribing the powers, duties, and functions of the officers of the district; the conduct of the business of the district; the maintenance of records; and the form of certificates evidencing tax liens and all other documents and records of the district. The board may also adopt and enforce administrative rules with respect to any of the projects of the district and define the area to be included therein. The board may also adopt resolutions which may be necessary for the conduct of district business.

(f) To maintain an office at such place or places as the board of supervisors designates in Nassau County, and within the district when facilities are available.

(g) To hold, control, and acquire by donation, purchase, or condemnation, or dispose of, any public easements, dedications to public use, platted reservations for public purposes, or any reservations for those purposes authorized by this act and to make use of such easements, dedications, or reservations for the purposes authorized by this act.

(h) To lease as lessor or lessee to or from any person, firm, corporation, association, or body, public or private, any projects of the type that the district is authorized to undertake and facilities or property of any nature for the use of the district to carry out the purposes authorized by this act.

(i) To borrow money and issue bonds, certificates, warrants, notes, or other evidence of indebtedness as provided herein; to levy such taxes and assessments as may be authorized; and to charge, collect, and enforce fees and other user charges.

(j) To raise, by user charges or fees authorized by resolution of the board, amounts of money which are necessary for the conduct of district activities

and services and to enforce their receipt and collection in the manner prescribed by resolution not inconsistent with law.

(k) To exercise within the district, or beyond the district with prior approval by vote of a resolution of the governing body of the county if the taking will occur in an unincorporated area in that county, or the governing body of the city if the taking will occur in an incorporated area, the right and power of eminent domain, pursuant to the provisions of chapters 73 and 74, Florida Statutes, over any property within the state, except municipal, county, state, and federal property, for the uses and purpose of the district relating solely to water, sewer, district roads, and water management, specifically including, without limitation, the power for the taking of easements for the drainage of the land of one person over and through the land of another.

(l) To cooperate with, or contract with, other governmental agencies as may be necessary, convenient, incidental, or proper in connection with any of the powers, duties, or purposes authorized by this act.

(m) To assess and to impose upon lands in the district ad valorem taxes as provided by this act.

(n) If and when authorized by general law, to determine, order, levy, impose, collect, and enforce maintenance taxes.

(o) To determine, order, levy, impose, collect, and enforce assessments pursuant to this act and chapter 170, Florida Statutes, pursuant to authority granted in s. 197.3631, Florida Statutes, or pursuant to other provisions of general law that provide or authorize a supplemental means to order, levy, impose, or collect special assessments. Such special assessments, in the discretion of the district, may be collected and enforced pursuant to the provisions of ss. 197.3632 and 197.3635, Florida Statutes, and chapters 170 and 173, Florida Statutes, or as provided by this act, or by other means authorized by general law. The district may levy such special assessments for the purposes enumerated in this act and to pay special assessments imposed by Nassau County on lands within the district.

(p) To exercise such special powers and other express powers as may be authorized and granted by this act in the charter of the district, including powers as provided in any interlocal agreement entered into pursuant to chapter 163, Florida Statutes, or which shall be required or permitted to be undertaken by the district pursuant to any development order, including any detailed specific area plan development order, or any interlocal service agreement with Nassau County for fair-share capital construction funding for any certain capital facilities or systems required or the construction or dedication of right-of-way of any portion of the East Nassau Community Planning Area Mobility Network (as defined in the East Nassau Community Planning Area Mobility Fee Agreement), of the developer pursuant to any applicable development order or agreement.

(q) To exercise all of the powers necessary, convenient, incidental, or proper in connection with any other powers or duties or the special and limited purpose of the district authorized by this act.

The provisions of this subsection shall be construed liberally in order to carry out effectively the special and limited purpose of this act.

(7) SPECIAL POWERS.—The district shall have, and the board may exercise, the following special powers to implement its lawful and special purpose and to provide, pursuant to that purpose, systems, facilities, services, improvements, projects, works, and infrastructure, each of which constitutes a lawful public purpose when exercised pursuant to this charter, subject to, and not inconsistent with, general law regarding utility providers' interlocal, territorial, and service agreements, and the regulatory jurisdiction and permitting authority of all other applicable governmental bodies, agencies, and any special districts having authority with respect to any area included therein, and to plan, establish, acquire, construct or reconstruct, enlarge or extend, equip, operate, finance, fund, and maintain improvements, systems, facilities, services, works, projects, and infrastructure. Any or all of the following special powers are granted by this act in order to implement the special and limited purpose of the district:

(a) To provide water management and control for the lands within the district and to connect some or any of such facilities with roads and bridges. In the event that the board assumes the responsibility for providing water management and control for the district which is to be financed by benefit special assessments, the board shall adopt plans and assessments pursuant to law or may proceed to adopt water management and control plans, assess for benefits, and apportion and levy special assessments, as follows:

1. The board shall cause to be made by the district's engineer, or such other engineer or engineers as the board may employ for that purpose, complete and comprehensive water management and control plans for the lands located within the district that will be improved in any part or in whole by any system of facilities that may be outlined and adopted, and the engineer shall make a report in writing to the board with maps and profiles of said surveys and an estimate of the cost of carrying out and completing the plans.

2. Upon the completion of such plans, the board shall hold a hearing thereon to hear objections thereto, shall give notice of the time and place fixed for such hearing by publication once each week for 2 consecutive weeks in a newspaper of general circulation in the general area of the district, and shall permit the inspection of the plan at the office of the district by all persons interested. All objections to the plan shall be filed at or before the time fixed in the notice for the hearing and shall be in writing.

3. After the hearing, the board shall consider the proposed plan and any objections thereto and may modify, reject, or adopt the plan or continue the

hearing until a day certain for further consideration of the proposed plan or modifications thereof.

4. When the board approves a plan, a resolution shall be adopted and a certified copy thereof shall be filed in the office of the secretary and incorporated by him or her into the records of the district.

5. The water management and control plan may be altered in detail from time to time until the engineer's report pursuant to s. 298.301, Florida Statutes, is filed but not in such manner as to affect materially the conditions of its adoption. After the engineer's report has been filed, no alteration of the plan shall be made, except as provided by this act.

6. Within 20 days after the final adoption of the plan by the board, the board shall proceed pursuant to s. 298.301, Florida Statutes.

(b) To provide water supply, sewer, and wastewater management, reclamation, and reuse, or any combination thereof, and any irrigation systems, facilities, and services and to construct and operate connecting intercepting or outlet sewers and sewer mains and pipes and water mains, conduits, or pipelines in, along, and under any street, alley, highway, or other public place or ways, and to dispose of any effluent, residue, or other byproducts of such system or sewer system.

(c) To provide bridges, culverts, wildlife corridors, or road crossings that may be needed across any drain, ditch, canal, floodway, holding basin, excavation, public highway, tract, grade, fill, or cut and roadways over levees and embankments, and to construct any and all of such works and improvements across, through, or over any public right-of way, highway, grade, fill, or cut.

(d) To provide district roads equal to or exceeding the specifications of the county in which such district roads are located, and to provide street lights, including conditions of development approval for which specifications may sometimes be different than the normal specifications of the county. This special power includes, but is not limited to, roads, parkways, intersections, bridges, landscaping, hardscaping, irrigation, bicycle lanes, sidewalks, jogging paths, multi-use pathways/trails, street lighting, traffic signals, regulatory or informational signage, road striping, underground conduit, underground cable or fiber or wire installed pursuant to an agreement with or tariff of a retail provider of services, and all other customary elements of a functioning modern road system in general or as tied to the conditions of development approval for the area within the district, and parking facilities that are freestanding or that may be related to any innovative strategic intermodal system of transportation pursuant to applicable federal, state, and local law and ordinance.

(e) To provide buses, trolleys, rail access, mass transit facilities, transit shelters, ridesharing facilities and services, parking improvements, and related signage.

(f) To provide investigation and remediation costs associated with the cleanup of actual or perceived environmental contamination within the district under the supervision or direction of a competent governmental authority unless the covered costs benefit any person who is a landowner within the district and who caused or contributed to the contamination.

(g) To provide observation areas, mitigation areas, wetland creation areas, and wildlife habitat, including the maintenance of any plant or animal species, and any related interest in real or personal property, including the management, maintenance, and ownership of the Conservation and Habitat Network ("CHN").

(h) Using its general and special powers as set forth in this act, to provide any other project within or without the boundaries of the district when the project is the subject of an agreement between the district and the Board of County Commissioners of Nassau County or with any other applicable public or private entity, and is not inconsistent with the effective local comprehensive plans.

(i) To provide public parks and public facilities for indoor and outdoor recreational, cultural, and educational uses.

(j) To provide school buildings and related structures, which may be leased, sold, or donated to the school district, for use in the educational system when authorized by the district school board.

(k) To provide security, including, but not limited to, guardhouses, fences, gates, electronic intrusion-detection systems, and patrol cars, when authorized by proper governmental agencies; however, the district may not exercise any powers of a law enforcement agency but may contract with the appropriate local general-purpose government agencies for an increased level of such services within the district boundaries. Notwithstanding any provision of general law, the district may operate guardhouses for the limited purpose of providing security for the residents of the district and which serve a predominate public, as opposed to private, purpose. Such guardhouses shall be operated by the district or any other unit of local government pursuant to procedures designed to serve such security purposes as set forth in rules adopted by the board, from time to time, following the procedures set forth in chapter 120, Florida Statutes.

(l) To provide control and elimination of mosquitoes and other arthropods of public health importance.

(m) To enter into impact fee, mobility fee, or other similar credit agreements with Nassau County or a landowner developer and to sell or assign such credits, on such terms as the district deems appropriate.

(n) To provide buildings and structures for district offices, maintenance facilities, meeting facilities, town centers, or any other project authorized or granted by this act.

(o) To establish and create, at noticed meetings, such departments of the board of supervisors of the district, as well as committees, task forces, boards, or commissions, or other agencies under the supervision and control of the district, as from time to time the members of the board may deem necessary or desirable in the performance of the acts or other things necessary to exercise the board's general or special powers to implement an innovative project to carry out the special and limited purpose of the district as provided in this act and to delegate the exercise of its powers to such departments, boards, task forces, committees, or other agencies and such administrative duties and other powers as the board may deem necessary or desirable, but only if there is a set of expressed limitations for accountability, notice, and periodic written reporting to the board that shall retain the powers of the board.

(p) To provide sustainable or green infrastructure improvements, facilities, and services, including, but not limited to, recycling of natural resources, reduction of energy demands, development and generation of alternative or renewable energy sources and technologies, mitigation of urban heat islands, sequestration, capping or trading of carbon emissions or carbon emissions credits, LEED or Florida Green Building Coalition certification, and development of facilities and improvements for low-impact development and to enter into joint ventures, public-private partnerships, and other agreements and to grant such easements as may be necessary to accomplish the foregoing. Nothing herein shall authorize the district to provide electric service to retail customers or otherwise act to impair electric utility franchise agreements.

(q) To provide fire prevention and control, including fire stations, water mains and plugs, fire trucks, and other vehicles and equipment.

(r) To provide waste collection and disposal.

(s) To provide for the construction and operation of communications systems and related infrastructure for the carriage and distribution of communications services, and to enter into joint ventures, public-private partnerships, and other agreements and to grant such easements as may be necessary to accomplish the foregoing. Communications systems shall mean all facilities, buildings, equipment, items, and methods necessary or desirable in order to provide communications services, including, without limitation, wires, cables, conduits, wireless cell sites, computers, modems, satellite antennae sites, transmission facilities, network facilities, and appurtenant devices necessary and appropriate to support the provision of communications services. Communications services includes, without limitation, internet, voice telephone or similar services provided by voice over internet protocol, cable television, data transmission services, electronic security monitoring services, and multi-channel video programming distribution services.

The enumeration of special powers herein shall not be deemed exclusive or restrictive but shall be deemed to incorporate all powers express or implied

necessary or incident to carrying out such enumerated special powers, including also the general powers provided by this special act charter to the district to implement its single purpose. Further, the provisions of this subsection shall be construed liberally in order to carry out effectively the special and limited purpose of this district under this act. The exercise of the special powers described in paragraphs (i) and (k) shall be accomplished through an interlocal agreement between the district and Nassau County. The interlocal agreement will address the procedures, operation, and care of such facilities based upon county requirements.

(8) ISSUANCE OF BOND ANTICIPATION NOTES.—In addition to the other powers provided for in this act, and not in limitation thereof, the district shall have the power, at any time and from time to time after the issuance of any bonds of the district shall have been authorized, to borrow money for the purposes for which such bonds are to be issued in anticipation of the receipt of the proceeds of the sale of such bonds and to issue bond anticipation notes in a principal sum not in excess of the authorized maximum amount of such bond issue. Such notes shall be in such denomination or denominations, bear interest at such rate as the board may determine not to exceed the maximum rate allowed by general law, mature at such time or times not later than 5 years from the date of issuance, and be in such form and executed in such manner as the board shall prescribe. Such notes may be sold at either public or private sale or, if such notes shall be renewal notes, may be exchanged for notes then outstanding on such terms as the board shall determine. Such notes shall be paid from the proceeds of such bonds when issued. The board may, in its discretion, in lieu of retiring the notes by means of bonds, retire them by means of current revenues or from any taxes or assessments levied for the payment of such bonds, but, in such event, a like amount of the bonds authorized shall not be issued.

(9) BORROWING.—The district at any time may obtain loans, in such amount and on such terms and conditions as the board may approve, for the purpose of paying any of the expenses of the district or any costs incurred or that may be incurred in connection with any of the projects of the district, which loans shall bear interest as the board determines, not to exceed the maximum rate allowed by general law, and may be payable from and secured by a pledge of such funds, revenues, taxes, and assessments as the board may determine, subject, however, to the provisions contained in any proceeding under which bonds were theretofore issued and are then outstanding. For the purpose of defraying such costs and expenses, the district may issue negotiable notes, warrants, or other evidences of debt to be payable at such times and to bear such interest as the board may determine, not to exceed the maximum rate allowed by general law, and to be sold or discounted at such price or prices not less than 95 percent of par value and on such terms as the board may deem advisable. The board shall have the right to provide for the payment thereof by pledging the whole or any part of the funds, revenues, taxes, and assessments of the district or by covenanting to budget and appropriate from such funds. The approval of the electors

residing in the district shall not be necessary except when required by the State Constitution.

(10) BONDS.—

(a) Sale of bonds.—Bonds may be sold in blocks or installments at different times, or an entire issue or series may be sold at one time. Bonds may be sold at public or private sale after such advertisement, if any, as the board may deem advisable but not in any event at less than 90 percent of the par value thereof, together with accrued interest thereon. Bonds may be sold or exchanged for refunding bonds. Special assessment and revenue bonds may be delivered by the district as payment of the purchase price of any project or part thereof, or a combination of projects or parts thereof, or as the purchase price or exchange for any property, real, personal, or mixed, including franchises or services rendered by any contractor, engineer, or other person, all at one time or in blocks from time to time, in such manner and upon such terms as the board in its discretion shall determine. The price or prices for any bonds sold, exchanged, or delivered may be:

1. The money paid for the bonds.

2. The principal amount, plus accrued interest to the date of redemption or exchange, or outstanding obligations exchanged for refunding bonds.

3. In the case of special assessment or revenue bonds, the amount of any indebtedness to contractors or other persons paid with such bonds, or the fair value of any properties exchanged for the bonds, as determined by the board.

(b) Authorization and form of bonds.—Any general obligation bonds, special assessment bonds, or revenue bonds may be authorized by resolution or resolutions of the board which shall be adopted by a majority of all the members thereof then in office. Such resolution or resolutions may be adopted at the same meeting at which they are introduced and need not be published or posted. The board may, by resolution, authorize the issuance of bonds and fix the aggregate amount of bonds to be issued; the purpose or purposes for which the moneys derived therefrom shall be expended, including, but not limited to, payment of costs as defined in section 2(2)(i); the rate or rates of interest, not to exceed the maximum rate allowed by general law; the denomination of the bonds; whether or not the bonds are to be issued in one or more series; the date or dates of maturity, which shall not exceed 40 years from their respective dates of issuance; the medium of payment; the place or places within or without the state at which payment shall be made; registration privileges; redemption terms and privileges, whether with or without premium; the manner of execution; the form of the bonds, including any interest coupons to be attached thereto; the manner of execution of bonds and coupons; and any and all other terms, covenants, and conditions thereof and the establishment of revenue or other funds. Such authorizing resolution or resolutions may further provide for the contracts authorized by s. 159.825(1)(f) and (g), Florida Statutes, regardless of the tax treatment of such bonds being authorized, subject to the finding by the board

of a net saving to the district resulting by reason thereof. Such authorizing resolution may further provide that such bonds may be executed in accordance with the Registered Public Obligations Act, except that bonds not issued in registered form shall be valid if manually countersigned by an officer designated by appropriate resolution of the board. The seal of the district may be affixed, lithographed, engraved, or otherwise reproduced in facsimile on such bonds. In case any officer whose signature shall appear on any bonds or coupons shall cease to be such officer before the delivery of such bonds, such signature or facsimile shall nevertheless be valid and sufficient for all purposes the same as if he or she had remained in office until such delivery.

(c) Interim certificates; replacement certificates.—Pending the preparation of definitive bonds, the board may issue interim certificates or receipts or temporary bonds, in such form and with such provisions as the board may determine, exchangeable for definitive bonds when such bonds have been executed and are available for delivery. The board may also provide for the replacement of any bonds which become mutilated, lost, or destroyed.

(d) Negotiability of bonds.—Any bond issued under this act or any temporary bond, in the absence of an express recital on the face thereof that it is nonnegotiable, shall be fully negotiable and shall be and constitute a negotiable instrument within the meaning and for all purposes of the law merchant and the laws of the state.

(e) Defeasance.—The board may make such provision with respect to the defeasance of the right, title, and interest of the holders of any of the bonds and obligations of the district in any revenues, funds, or other properties by which such bonds are secured as the board deems appropriate and, without limitation on the foregoing, may provide that when such bonds or obligations become due and payable or shall have been called for redemption and the whole amount of the principal and interest and premium, if any, due and payable upon the bonds or obligations then outstanding shall be held in trust for such purpose, and provision shall also be made for paying all other sums payable in connection with such bonds or other obligations, then and in such event the right, title, and interest of the holders of the bonds in any revenues, funds, or other properties by which such bonds are secured shall thereupon cease, terminate, and become void; and the board may apply any surplus in any sinking fund established in connection with such bonds or obligations and all balances remaining in all other funds or accounts other than moneys held for the redemption or payment of the bonds or other obligations to any lawful purpose of the district as the board shall determine.

(f) Issuance of additional bonds.—If the proceeds of any bonds are less than the cost of completing the project in connection with which such bonds were issued, the board may authorize the issuance of additional bonds, upon such terms and conditions as the board may provide in the resolution authorizing the issuance thereof, but only in compliance with the resolution or other proceedings authorizing the issuance of the original bonds.

(g) Refunding bonds.—The district shall have the power to issue bonds to provide for the retirement or refunding of any bonds or obligations of the district that at the time of such issuance are or subsequent thereto become due and payable, or that at the time of issuance have been called or are, or will be, subject to call for redemption within 10 years thereafter, or the surrender of which can be procured from the holders thereof at prices satisfactory to the board. Refunding bonds may be issued at any time that in the judgment of the board such issuance will be advantageous to the district. No approval of the qualified electors residing in the district shall be required for the issuance of refunding bonds except in cases in which such approval is required by the State Constitution. The board may by resolution confer upon the holders of such refunding bonds all rights, powers, and remedies to which the holders would be entitled if they continued to be the owners and had possession of the bonds for the refinancing of which such refunding bonds are issued, including, but not limited to, the preservation of the lien of such bonds on the revenues of any project or on pledged funds, without extinguishment, impairment, or diminution thereof. The provisions of this act pertaining to bonds of the district shall, unless the context otherwise requires, govern the issuance of refunding bonds, the form and other details thereof, the rights of the holders thereof, and the duties of the board with respect to them.

(h) Revenue bonds.—

1. The district shall have the power to issue revenue bonds from time to time without limitation as to amount. Such revenue bonds may be secured by, or payable from, the gross or net pledge of the revenues to be derived from any project or combination of projects; from the rates, fees, or other charges to be collected from the users of any project or projects; from any revenue-producing undertaking or activity of the district; from special assessments; or from benefit special assessments; or from any other source or pledged security. Such bonds shall not constitute an indebtedness of the district, and the approval of the qualified electors shall not be required unless such bonds are additionally secured by the full faith and credit and taxing power of the district.

2. Any two or more projects may be combined and consolidated into a single project and may hereafter be operated and maintained as a single project. The revenue bonds authorized herein may be issued to finance any one or more of such projects, regardless of whether or not such projects have been combined and consolidated into a single project. If the board deems it advisable, the proceedings authorizing such revenue bonds may provide that the district may thereafter combine the projects then being financed or theretofore financed with other projects to be subsequently financed by the district and that revenue bonds to be thereafter issued by the district shall be on parity with the revenue bonds then being issued, all on such terms, conditions, and limitations as shall have been provided in the proceeding which authorized the original bonds.

(i) General obligation bonds.—

1. Subject to the limitations of this charter, the district shall have the power from time to time to issue general obligation bonds to finance or refinance capital projects or to refund outstanding bonds in an aggregate principal amount of bonds outstanding at any one time not in excess of 35 percent of the assessed value of the taxable property within the district as shown on the pertinent tax records at the time of the authorization of the general obligation bonds for which the full faith and credit of the district is pledged. Except for refunding bonds, no general obligation bonds shall be issued unless the bonds are issued to finance or refinance a capital project and the issuance has been approved at an election held in accordance with the requirements for such election as prescribed by the State Constitution. Such elections shall be called to be held in the district by the Board of County Commissioners of Nassau County upon the request of the board of the district. The expenses of calling and holding an election shall be at the expense of the district, and the district shall reimburse the county for any expenses incurred in calling or holding such election.

2. The district may pledge its full faith and credit for the payment of the principal and interest on such general obligation bonds and for any reserve funds provided therefor and may unconditionally and irrevocably pledge itself to levy ad valorem taxes on all taxable property in the district, to the extent necessary for the payment thereof, without limitation as to rate or amount.

3. If the board determines to issue general obligation bonds for more than one capital project, the approval of the issuance of the bonds for each and all such projects may be submitted to the electors on one and the same ballot. The failure of the electors to approve the issuance of bonds for any one or more capital projects shall not defeat the approval of bonds for any capital project which has been approved by the electors.

4. In arriving at the amount of general obligation bonds permitted to be outstanding at any one time pursuant to subparagraph 1., there shall not be included any general obligation bonds that are additionally secured by the pledge of:

a. Any assessments levied in an amount sufficient to pay the principal and interest on the general obligation bonds so additionally secured, which assessments have been equalized and confirmed by resolution of the board pursuant to this act or s. 170.08, Florida Statutes.

b. Water revenues, sewer revenues, or water and sewer revenues of the district to be derived from user fees in an amount sufficient to pay the principal and interest on the general obligation bonds so additionally secured.

c. Any combination of assessments and revenues described in sub-subparagraphs a. and b.

(j) Bonds as legal investment or security.—

1. Notwithstanding any provisions of any other law to the contrary, all bonds issued under the provisions of this act shall constitute legal investments for savings banks, banks, trust companies, insurance companies, executors, administrators, trustees, guardians, and other fiduciaries and for any board, body, agency, instrumentality, county, municipality, or other political subdivision of the state and shall be and constitute security which may be deposited by banks or trust companies as security for deposits of state, county, municipal, or other public funds or by insurance companies as required or voluntary statutory deposits.

2. Any bonds issued by the district shall be incontestable in the hands of bona fide purchasers or holders for value and shall not be invalid because of any irregularity or defect in the proceedings for the issue and sale thereof.

(k) Covenants.—Any resolution authorizing the issuance of bonds may contain such covenants as the board may deem advisable, and all such covenants shall constitute valid and legally binding and enforceable contracts between the district and the bondholders, regardless of the time of issuance thereof. Such covenants may include, without limitation, covenants concerning the disposition of the bond proceeds; the use and disposition of project revenues; the pledging of revenues, taxes, and assessments; the obligations of the district with respect to the operation of the project and the maintenance of adequate project revenues; the issuance of additional bonds; the appointment, powers, and duties of trustees and receivers; the acquisition of outstanding bonds and obligations; restrictions on the establishing of competing projects or facilities; restrictions on the sale or disposal of the assets and property of the district; the priority of assessment liens; the priority of claims by bondholders on the taxing power of the district; the maintenance of deposits to ensure the payment of revenues by users of district facilities and services; the discontinuance of district services by reason of delinquent payments; acceleration upon default; the execution of necessary instruments; the procedure for amending or abrogating covenants with the bondholders; and such other covenants as may be deemed necessary or desirable for the security of the bondholders.

(l) Validation proceedings.—The power of the district to issue bonds under the provisions of this act may be determined, and any of the bonds of the district maturing over a period of more than 5 years shall be validated and confirmed, by court decree, under the provisions of chapter 75, Florida Statutes, and laws amendatory thereof or supplementary thereto.

(m) Tax exemption.—To the extent allowed by general law, all bonds issued hereunder and interest paid thereon and all fees, charges, and other revenues derived by the district from the projects provided by this act are exempt from all taxes by the state or by any political subdivision, agency, or instrumentality thereof; however, any interest, income, or profits on debt obligations issued hereunder are not exempt from the tax imposed by chapter 220, Florida Statutes. Further, the district is not exempt from the provisions of chapter 212, Florida Statutes.

(n) Application of s. 189.051, Florida Statutes.—Bonds issued by the district shall meet the criteria set forth in s. 189.051, Florida Statutes.

(o) Act furnishes full authority for issuance of bonds.—This act constitutes full and complete authority for the issuance of bonds and the exercise of the powers of the district provided herein. No procedures or proceedings, publications, notices, consents, approvals, orders, acts, or things by the board, or any board, officer, commission, department, agency, or instrumentality of the district, other than those required by this act, shall be required to perform anything under this act, except that the issuance or sale of bonds pursuant to the provisions of this act shall comply with the general law requirements applicable to the issuance or sale of bonds by the district. Nothing in this act shall be construed to authorize the district to utilize bond proceeds to fund the ongoing operations of the district.

(p) Pledge by the state to the bondholders of the district.—The state pledges to the holders of any bonds issued under this act that it will not limit or alter the rights of the district to own, acquire, construct, reconstruct, improve, maintain, operate, or furnish the projects or to levy and collect the taxes, assessments, rentals, rates, fees, and other charges provided for herein and to fulfill the terms of any agreement made with the holders of such bonds or other obligations and that it will not in any way impair the rights or remedies of such holders.

(q) Default.—A default on the bonds or obligations of a district shall not constitute a debt or obligation of the state or any general-purpose local government or the state. In the event of a default or dissolution of the district, no local general-purpose government shall be required to assume the property of the district, the debts of the district, or the district's obligations to complete any infrastructure improvements or provide any services to the district. The provisions of s. 189.076(2), Florida Statutes, shall not apply to the district.

(11) TRUST AGREEMENTS.—Any issue of bonds shall be secured by a trust agreement by and between the district and a corporate trustee or trustees, which may be any trust company or bank having the powers of a trust company within or without the state. The resolution authorizing the issuance of the bonds or such trust agreement may pledge the revenues to be received from any projects of the district and may contain such provisions for protecting and enforcing the rights and remedies of the bondholders as the board may approve, including, without limitation, covenants setting forth the duties of the district in relation to: the acquisition, construction, reconstruction, improvement, maintenance, repair, operation, and insurance of any projects; the fixing and revising of the rates, fees, and charges; and the custody, safeguarding, and application of all moneys, and for the employment of consulting engineers in connection with such acquisition, construction, reconstruction, improvement, maintenance, repair, or operation. It shall be lawful for any bank or trust company within or without the state which may act as a depository of the proceeds of bonds or of revenues to furnish such indemnifying bonds or to pledge such securities as may be

required by the district. Such resolution or trust agreement may set forth the rights and remedies of the bondholders and of the trustee, if any, and may restrict the individual right of action by bondholders. The board may provide for the payment of proceeds of the sale of the bonds and the revenues of any project to such officer, board, or depository as it may designate for the custody thereof and may provide for the method of disbursement thereof with such safeguards and restrictions as it may determine. All expenses incurred in carrying out the provisions of such resolution or trust agreement may be treated as part of the cost of operation of the project to which such trust agreement pertains.

(12) AD VALOREM TAXES; ASSESSMENTS, BENEFIT SPECIAL ASSESSMENTS, MAINTENANCE SPECIAL ASSESSMENTS, AND SPECIAL ASSESSMENTS; MAINTENANCE TAXES.—

(a) Ad valorem taxes.—An elected board shall have the power to levy and assess an ad valorem tax on all the taxable property in the district to construct, operate, and maintain assessable improvements; to pay the principal of, and interest on, any general obligation bonds of the district; and to provide for any sinking or other funds established in connection with any such bonds. An ad valorem tax levied by the board for operating purposes, exclusive of debt service on bonds, shall not exceed 3 mills. The ad valorem tax provided for herein shall be in addition to county and all other ad valorem taxes provided for by law. Such tax shall be assessed, levied, and collected in the same manner and at the same time as county taxes. The levy of ad valorem taxes must be approved by referendum as required by Section 9 of Article VII of the State Constitution.

(b) Benefit special assessments.—The board annually shall determine, order, and levy the annual installment of the total benefit special assessments for bonds issued and related expenses to finance assessable improvements. These assessments may be due and collected during each year county taxes are due and collected, in which case such annual installment and levy shall be evidenced to and certified to the property appraiser by the board not later than August 31 of each year. Such assessment shall be entered by the property appraiser on the county tax rolls and shall be collected and enforced by the tax collector in the same manner and at the same time as county taxes, and the proceeds thereof shall be paid to the district. However, this subsection shall not prohibit the district in its discretion from using the method prescribed in either s. 197.3632 or chapter 173, Florida Statutes, for collecting and enforcing these assessments. Each annual installment of benefit special assessments shall be a lien on the property against which assessed until paid and shall be enforceable in like manner as county taxes. The amount of the assessment for the exercise of the district's powers under subsections (6) and (7) shall be determined by the board based upon a report of the district's engineer and assessed by the board upon such lands, which may be part or all of the lands within the district benefited by the improvement, apportioned between benefited lands in proportion to the benefits received by each tract of land. The board may, if it determines it is in the best interests of the district, set

forth in the proceedings initially levying such benefit special assessments or in subsequent proceedings a formula for the determination of an amount, which when paid by a taxpayer with respect to any tax parcel, shall constitute a prepayment of all future annual installments of such benefit special assessments and that the payment of which amount with respect to such tax parcel shall relieve and discharge such tax parcel of the lien of such benefit special assessments and any subsequent annual installment thereof. The board may provide further that upon delinquency in the payment of any annual installment of benefit special assessments, the prepayment amount of all future annual installments of benefit special assessments as determined in the preceding sentence shall be and become immediately due and payable together with such delinquent annual installment.

(c) Non-ad valorem maintenance taxes.—If and when authorized by general law, to maintain and to preserve the physical facilities and services constituting the works, improvements, or infrastructure owned by the district pursuant to this act, to repair and restore any one or more of them, when needed, and to defray the current expenses of the district, including any sum which may be required to pay state and county ad valorem taxes on any lands which may have been purchased and which are held by the district under the provisions of this act, the board of supervisors may, upon the completion of said systems, facilities, services, works, improvements, or infrastructure, in whole or in part, as may be certified to the board by the engineer of the board, levy annually a non-ad valorem and nonmillage tax upon each tract or parcel of land within the district, to be known as a "maintenance tax." This non-ad valorem maintenance tax shall be apportioned upon the basis of the net assessments of benefits assessed as accruing from the original construction and shall be evidenced to and certified by the board of supervisors of the district not later than June 1 of each year to the Nassau County property appraiser and shall be extended by the property appraiser on the tax roll of the property appraiser, as certified by the property appraiser to the tax collector, and collected by the tax collector on the merged collection roll of the tax collector in the same manner and at the same time as county ad valorem taxes, and the proceeds therefrom shall be paid to the district. This non-ad valorem maintenance tax shall be a lien until paid on the property against which assessed and enforceable in like manner and of the same dignity as county ad valorem taxes.

(d) Maintenance special assessments.—To maintain and preserve the facilities and projects of the district, the board may levy a maintenance special assessment. This assessment may be evidenced to and certified to the property appraiser by the board of supervisors not later than August 31 of each year and shall be entered by the property appraiser on the county tax rolls and shall be collected and enforced by the tax collector in the same manner and at the same time as county taxes, and the proceeds therefrom shall be paid to the district. However, this subsection shall not prohibit the district in its discretion from using the method prescribed in s. 197.363, s. 197.3631, or s. 197.3632, Florida Statutes, for collecting and enforcing these assessments. These maintenance special assessments shall be a lien on the

property against which assessed until paid and shall be enforceable in like manner as county taxes. The amount of the maintenance special assessment for the exercise of the district's powers under this section shall be determined by the board based upon a report of the district's engineer and assessed by the board upon such lands, which may be all of the lands within the district benefited by the maintenance thereof, apportioned between the benefited lands in proportion to the benefits received by each tract of land.

(e) Special assessments.—The board may levy and impose any special assessments pursuant to this subsection.

(f) Enforcement of taxes.—The collection and enforcement of all taxes levied by the district shall be at the same time and in like manner as county taxes, and the provisions of the laws of Florida relating to the sale of lands for unpaid and delinquent county taxes; the issuance, sale, and delivery of tax certificates for such unpaid and delinquent county taxes; the redemption thereof; the issuance to individuals of tax deeds based thereon; and all other procedures in connection therewith shall be applicable to the district to the same extent as if such statutory provisions were expressly set forth herein. All taxes shall be subject to the same discounts as county taxes.

(g) When unpaid tax is delinquent; penalty.—All taxes provided for in this act shall become delinquent and bear penalties on the amount of such taxes in the same manner as county taxes.

(h) Status of assessments.—Benefit special assessments, maintenance special assessments, and special assessments are hereby found and determined to be non-ad valorem assessments as defined by s. 197.3632, Florida Statutes. Maintenance taxes are non-ad valorem taxes and are not special assessments.

(i) Assessments constitute liens; collection.—Any and all assessments, including special assessments, benefit special assessments, and maintenance special assessments authorized by this section, and including special assessments as defined by section 2(2)(z) and granted and authorized by this subsection, and including maintenance taxes if authorized by general law, shall constitute a lien on the property against which assessed from the date of levy and imposition thereof until paid, coequal with the lien of state, county, municipal, and school board taxes. These assessments may be collected, at the district's discretion, under authority of s. 197.3631, Florida Statutes, by the tax collector pursuant to the provisions of ss. 197.3632 and 197.3635, Florida Statutes, or in accordance with other collection measures provided by law. In addition to, and not in limitation of, any powers otherwise set forth herein or in general law, these assessments may also be enforced pursuant to the provisions of chapter 173, Florida Statutes.

(j) Land owned by governmental entity.—Except as otherwise provided by law, no levy of ad valorem taxes or non-ad valorem assessments under this act or chapters 170 or 197, Florida Statutes, or otherwise, by a board of

the district, on property of a governmental entity that is subject to a ground lease as described in s. 190.003(14), Florida Statutes, shall constitute a lien or encumbrance on the underlying fee interest of such governmental entity. There shall be no levy of ad valorem taxes or non-ad valorem assessments under this act on property owned by the state or Nassau County.

(13) SPECIAL ASSESSMENTS.—

(a) As an alternative method to the levy and imposition of special assessments pursuant to chapter 170, Florida Statutes, pursuant to the authority of s. 197.3631, Florida Statutes, or pursuant to other provisions of general law, now or hereafter enacted, which provide a supplemental means or authority to impose, levy, and collect special assessments as otherwise authorized under this act, the board may levy and impose special assessments to finance the exercise of any of its powers permitted under this act using the following uniform procedures:

1. At a noticed meeting, the board of supervisors of the district may consider and review an engineer's report on the costs of the systems, facilities, and services to be provided, a preliminary special assessment methodology, and a preliminary roll based on acreage or platted lands, depending upon whether platting has occurred.

a. The special assessment methodology shall address and discuss and the board shall consider whether the systems, facilities, and services being contemplated will result in special benefits peculiar to the property, different in kind and degree than general benefits, as a logical connection between the systems, facilities, and services themselves and the property, and whether the duty to pay the special assessments by the property owners is apportioned in a manner that is fair and equitable and not in excess of the special benefit received. It shall be fair and equitable to designate a fixed proportion of the annual debt service, together with interest thereon, on the aggregate principal amount of bonds issued to finance such systems, facilities, and services which give rise to unique, special, and peculiar benefits to property of the same or similar characteristics under the special assessment methodology so long as such fixed proportion does not exceed the unique, special, and peculiar benefits enjoyed by such property from such systems, facilities, and services.

b. The engineer's cost report shall identify the nature of the proposed systems, facilities, and services, their location, a cost breakdown plus a total estimated cost, including cost of construction or reconstruction, labor, and materials, lands, property, rights, easements, franchises, or systems, facilities, and services to be acquired, cost of plans and specifications, surveys of estimates of costs and revenues, costs of engineering, legal, and other professional consultation services, and other expenses or costs necessary or incident to determining the feasibility or practicability of such construction, reconstruction, or acquisition, administrative expenses, relationship to the authority and power of the district in its charter, and such

other expenses or costs as may be necessary or incident to the financing to be authorized by the board of supervisors.

c. The preliminary special assessment roll will be in accordance with the assessment methodology as may be adopted by the board of supervisors; the special assessment roll shall be completed as promptly as possible and shall show the acreage, lots, lands, or plats assessed and the amount of the fairly and reasonably apportioned assessment based on special and peculiar benefit to the property, lot, parcel, or acreage of land; and, if the special assessment against such lot, parcel, acreage, or portion of land is to be paid in installments, the number of annual installments in which the special assessment is divided shall be entered into and shown upon the special assessment roll.

2. The board of supervisors of the district may determine and declare by an initial special assessment resolution to levy and assess the special assessments with respect to assessable improvements stating the nature of the systems, facilities, and services, improvements, projects, or infrastructure constituting such assessable improvements, the information in the engineer's cost report, the information in the special assessment methodology as determined by the board at the noticed meeting and referencing and incorporating as part of the resolution the engineer's cost report, the preliminary special assessment methodology, and the preliminary special assessment roll as referenced exhibits to the resolution by reference. If the board determines to declare and levy the special assessments by the initial special assessment resolution, the board shall also adopt and declare a notice resolution which shall provide and cause the initial special assessment resolution to be published once a week for a period of 2 weeks in newspapers of general circulation published in Nassau County and said board shall by the same resolution fix a time and place at which the owner or owners of the property to be assessed or any other persons interested therein may appear before said board and be heard as to the propriety and advisability of making such improvements, as to the costs thereof, as to the manner of payment therefor, and as to the amount thereof to be assessed against each property so improved. Thirty days' notice in writing of such time and place shall be given to such property owners. The notice shall include the amount of the special assessment and shall be served by mailing a copy to each assessed property owner at his or her last known address, the names and addresses of such property owners to be obtained from the record of the property appraiser of the county political subdivision in which the land is located or from such other sources as the district manager or engineer deems reliable, and proof of such mailing shall be made by the affidavit of the manager of the district or by the engineer, said proof to be filed with the district manager, provided that failure to mail said notice or notices shall not invalidate any of the proceedings hereunder. It is provided further that the last publication shall be at least 1 week prior to the date of the hearing on the final special assessment resolution. Said notice shall describe the general areas to be improved and advise all persons interested that the description of each property to be assessed and the amount to be assessed to each piece, parcel,

lot, or acre of property may be ascertained at the office of the manager of the district. Such service by publication shall be verified by the affidavit of the publisher and filed with the manager of the district. Moreover, the initial special assessment resolution with its attached, referenced, and incorporated engineer's cost report, preliminary special assessment methodology, and preliminary special assessment roll, along with the notice resolution, shall be available for public inspection at the office of the manager and the office of the engineer or any other office designated by the board of supervisors in the notice resolution. Notwithstanding the foregoing, the landowners of all of the property which is proposed to be assessed may give the district written notice of waiver of any notice and publication provided for in this subparagraph and such notice and publication shall not be required, provided, however, that any meeting of the board of supervisors to consider such resolution shall be a publicly noticed meeting.

3. At the time and place named in the noticed resolution as provided for in subparagraph 2., the board of supervisors of the district shall meet and hear testimony from affected property owners as to the propriety and advisability of making the systems, facilities, services, projects, works, improvements, or infrastructure and funding them with assessments referenced in the initial special assessment resolution on the property. Following the testimony and questions from the members of the board or any professional advisors to the district of the preparers of the engineer's cost report, the special assessment methodology, and the special assessment roll, the board of supervisors shall make a final decision on whether to levy and assess the particular special assessments. Thereafter, the board of supervisors shall meet as an equalizing board to hear and to consider any and all complaints as to the particular special assessments and shall adjust and equalize the special assessments to ensure proper assessment based on the benefit conferred on the property.

4. When so equalized and approved by resolution or ordinance by the board of supervisors, to be called the final special assessment resolution, a final special assessment roll shall be filed with the clerk of the board and such special assessment shall stand confirmed and remain legal, valid, and binding first liens on the property against which such special assessments are made until paid, equal in dignity to the first liens of ad valorem taxation of county and municipal governments and school boards. However, upon completion of the systems, facilities, service, project, improvement, works, or infrastructure, the district shall credit to each of the assessments the difference in the special assessment as originally made, approved, levied, assessed, and confirmed and the proportionate part of the actual cost of the improvement to be paid by the particular special assessments as finally determined upon the completion of the improvement; but in no event shall the final special assessment exceed the amount of the special and peculiar benefits as apportioned fairly and reasonably to the property from the system, facility, or service being provided as originally assessed. Promptly after such confirmation, the special assessment shall be recorded by the clerk of the district in the minutes of the proceedings of the district, and the

record of the lien in this set of minutes shall constitute prima facie evidence of its validity. The board of supervisors, in its sole discretion, may, by resolution grant a discount equal to all or a part of the payee's proportionate share of the cost of the project consisting of bond financing cost, such as capitalized interest, funded reserves, and bond discounts included in the estimated cost of the project, upon payment in full of any special assessments during such period prior to the time such financing costs are incurred as may be specified by the board of supervisors in such resolution.

5. District special assessments may be made payable in installments over no more than 40 years from the date of the payment of the first installment thereof and may bear interest at fixed or variable rates.

(b) Notwithstanding any provision of this act or chapter 170, Florida Statutes, that portion of s. 170.09, Florida Statutes, that provides that special assessments may be paid without interest at any time within 30 days after the improvement is completed and a resolution accepting the same has been adopted by the governing authority shall not be applicable to any district special assessments, whether imposed, levied, and collected pursuant to the provisions of this act or other provisions of Florida law, including, but not limited to, chapter 170, Florida Statutes.

(c) In addition, the district is authorized expressly in the exercise of its rulemaking power to adopt a rule or rules which provides or provide for notice, levy, imposition, equalization, and collection of assessments.

(14) ISSUANCE OF CERTIFICATES OF INDEBTEDNESS BASED ON ASSESSMENTS FOR ASSESSABLE IMPROVEMENTS; ASSESSMENT BONDS.—

(a) The board may, after any special assessments or benefit special assessments for assessable improvements are made, determined, and confirmed as provided in this act, issue certificates of indebtedness for the amount so assessed against the abutting property or property otherwise benefited, as the case may be, and separate certificates shall be issued against each part or parcel of land or property assessed, which certificates shall state the general nature of the improvement for which the assessment is made. The certificates shall be payable in annual installments in accordance with the installments of the special assessment for which they are issued. The board may determine the interest to be borne by such certificates, not to exceed the maximum rate allowed by general law, and may sell such certificates at either private or public sale and determine the form, manner of execution, and other details of such certificates. The certificates shall recite that they are payable only from the special assessments levied and collected from the part or parcel of land or property against which they are issued. The proceeds of such certificates may be pledged for the payment of principal of and interest on any revenue bonds or general obligation bonds issued to finance in whole or in part such assessable improvement, or, if not so pledged, may be used to pay the cost or part of the cost of such assessable improvements.

(b) The district may also issue assessment bonds, revenue bonds, or other obligations payable from a special fund into which such certificates of indebtedness referred to in paragraph (a) may be deposited or, if such certificates of indebtedness have not been issued, the district may assign to such special fund for the benefit of the holders of such assessment bonds or other obligations, or to a trustee for such bondholders, the assessment liens provided for in this act unless such certificates of indebtedness or assessment liens have been theretofore pledged for any bonds or other obligations authorized hereunder. In the event of the creation of such special fund and the issuance of such assessment bonds or other obligations, the proceeds of such certificates of indebtedness or assessment liens deposited therein shall be used only for the payment of the assessment bonds or other obligations issued as provided in this section. The district is authorized to covenant with the holders of such assessment bonds, revenue bonds, or other obligations that it will diligently and faithfully enforce and collect all the special assessments, and interest and penalties thereon, for which such certificates of indebtedness or assessment liens have been deposited in or assigned to such fund; to foreclose such assessment liens so assigned to such special fund or represented by the certificates of indebtedness deposited in the special fund, after such assessment liens have become delinquent, and deposit the proceeds derived from such foreclosure, including interest and penalties, in such special fund; and to make any other covenants deemed necessary or advisable in order to properly secure the holders of such assessment bonds or other obligations.

(c) The assessment bonds, revenue bonds, or other obligations issued pursuant to this section shall have such dates of issue and maturity as shall be deemed advisable by the board; however, the maturities of such assessment bonds or other obligations shall not be more than 2 years after the due date of the last installment which will be payable on any of the special assessments for which such assessment liens, or the certificates of indebtedness representing such assessment liens, are assigned to or deposited in such special fund.

(d) Such assessment bonds, revenue bonds, or other obligations issued under this section shall bear such interest as the board may determine, not to exceed the maximum rate allowed by general law, and shall be executed, shall have such provisions for redemption prior to maturity, shall be sold in the manner, and shall be subject to all of the applicable provisions contained in this act for revenue bonds, except as the same may be inconsistent with the provisions of this section.

(e) All assessment bonds, revenue bonds, or other obligations issued under the provisions of this section shall be, shall constitute, and shall have all the qualities and incidents of negotiable instruments under the law merchant and the laws of the state.

(15) TAX LIENS.—All taxes of the district provided for in this act, together with all penalties for default in the payment of the same and all costs in collecting the same, including a reasonable attorney fee fixed by the

court and taxed as a cost in the action brought to enforce payment, shall, from January 1 for each year the property is liable to assessment and until paid, constitute a lien of equal dignity with the liens for state and county taxes and other taxes of equal dignity with state and county taxes upon all the lands against which such taxes shall be levied. A sale of any of the real property within the district for state and county or other taxes shall not operate to relieve or release the property so sold from the lien for subsequent district taxes or installments of district taxes, which lien may be enforced against such property as though no such sale thereof had been made. In addition to, and not in limitation of, the preceding sentence, for purposes of s. 197.552, Florida Statutes, the lien of all special assessments levied by the district shall constitute a lien of record held by a municipal or county governmental unit. The provisions of ss. 194.171, 197.122, 197.333, and 197.432, Florida Statutes, shall be applicable to district taxes with the same force and effect as if such provisions were expressly set forth in this act.

(16) PAYMENT OF TAXES AND REDEMPTION OF TAX LIENS BY THE DISTRICT; SHARING IN PROCEEDS OF TAX SALE.—

(a) The district shall have the power and right to:

1. Pay any delinquent state, county, district, municipal, or other tax or assessment upon lands located wholly or partially within the boundaries of the district.

2. Redeem or purchase any tax sales certificates issued or sold on account of any state, county, district, municipal, or other taxes or assessments upon lands located wholly or partially within the boundaries of the district.

(b) Delinquent taxes paid, or tax sales certificates redeemed or purchased, by the district, together with all penalties for the default in payment of the same and all costs in collecting the same and a reasonable attorney fee, shall constitute a lien in favor of the district of equal dignity with the liens of state and county taxes and other taxes of equal dignity with state and county taxes upon all the real property against which the taxes were levied. The lien of the district may be foreclosed in the manner provided in this act.

(c) In any sale of land pursuant to s. 197.542, Florida Statutes, the district may certify to the clerk of the circuit court of the county holding such sale the amount of taxes due to the district upon the lands sought to be sold, and the district shall share in the disbursement of the sales proceeds in accordance with the provisions of this act and under the laws of the state.

(17) FORECLOSURE OF LIENS.—Any lien in favor of the district arising under this act may be foreclosed by the district by foreclosure proceedings in the name of the district in a court of competent jurisdiction as provided by general law in like manner as is provided in chapter 170 or chapter 173, Florida Statutes, and amendments thereto, and the provisions of those chapters shall be applicable to such proceedings with the same force

and effect as if those provisions were expressly set forth in this act. Any act required or authorized to be done by or on behalf of a municipality in foreclosure proceedings under chapter 170 or chapter 173, Florida Statutes, may be performed by such officer or agent of the district as the board of supervisors may designate. Such foreclosure proceedings may be brought at any time after the expiration of 1 year from the date any tax, or installment thereof, becomes delinquent; however, no lien shall be foreclosed against any political subdivision or agency of the state. Other legal remedies shall remain available.

(18) MANDATORY USE OF CERTAIN DISTRICT SYSTEMS, FACILITIES, AND SERVICES.—To the full extent permitted by law, the district shall require all lands, buildings, premises, persons, firms, and corporations within the district to use the facilities of the district.

(19) COMPETITIVE PROCUREMENT; BIDS; NEGOTIATIONS; RELATED PROVISIONS REQUIRED.—

(a) No contract shall be let by the board for any goods, supplies, or materials to be purchased when the amount thereof to be paid by the district shall exceed the amount provided in s. 287.017, Florida Statutes, for category four, unless notice of bids shall be advertised once in a newspaper in general circulation in Nassau County. Any board seeking to construct or improve a public building, structure, or other public works shall comply with the bidding procedures of s. 255.20, Florida Statutes, and other applicable general law. In each case, the bid of the lowest responsive and responsible bidder shall be accepted unless all bids are rejected because the bids are too high or the board determines it is in the best interests of the district to reject all bids. The board may require the bidders to furnish bond with a responsible surety to be approved by the board. Nothing in this subsection shall prevent the board from undertaking and performing the construction, operation, and maintenance of any project or facility authorized by this act by the employment of labor, material, and machinery.

(b) The provisions of the Consultants' Competitive Negotiation Act, s. 287.055, Florida Statutes, apply to contracts for engineering, architecture, landscape architecture, or registered surveying and mapping services let by the board.

(c) Contracts for maintenance services for any district facility or project shall be subject to competitive bidding requirements when the amount thereof to be paid by the district exceeds the amount provided in s. 287.017, Florida Statutes, for category four. The district shall adopt rules, policies, or procedures establishing competitive bidding procedures for maintenance services. Contracts for other services shall not be subject to competitive bidding unless the district adopts a rule, policy, or procedure applying competitive bidding procedures to said contracts. Nothing herein shall preclude the use of requests for proposal instead of invitations to bid as determined by the district to be in its best interest.

(20) FEES, RENTALS, AND CHARGES; PROCEDURE FOR ADOPTION AND MODIFICATIONS; MINIMUM REVENUE REQUIREMENTS.

(a) The district is authorized to prescribe, fix, establish, and collect rates, fees, rentals, or other charges, hereinafter sometimes referred to as "revenues," and to revise the same from time to time, for the systems, facilities, and services furnished by the district, within the limits of the district, including, but not limited to, recreational facilities, water management and control facilities, and water and sewer systems; to recover the costs of making connection with any district service, facility, or system; and to provide for reasonable penalties against any user or property for any such rates, fees, rentals, or other charges that are delinquent.

(b) No such rates, fees, rentals, or other charges for any of the facilities or services of the district shall be fixed until after a public hearing at which all the users of the proposed facility or services or owners, tenants, or occupants served or to be served thereby and all other interested persons shall have an opportunity to be heard concerning the proposed rates, fees, rentals, or other charges. Rates, fees, rentals, and other charges shall be adopted under the administrative rulemaking authority of the district, but shall not apply to district leases. Notice of such public hearing setting forth the proposed schedule or schedules of rates, fees, rentals, and other charges shall have been published in a newspaper of general circulation in Nassau County at least once and at least 10 days prior to such public hearing. The rulemaking hearing may be adjourned from time to time. After such hearing, such schedule or schedules, either as initially proposed or as modified or amended, may be finally adopted. A copy of the schedule or schedules of such rates, fees, rentals, or charges as finally adopted shall be kept on file in an office designated by the board and shall be open at all reasonable times to public inspection. The rates, fees, rentals, or charges so fixed for any class of users or property served shall be extended to cover any additional users or properties thereafter served which shall fall in the same class, without the necessity of any notice or hearing.

(c) Such rates, fees, rentals, and charges shall be just and equitable and uniform for users of the same class, and when appropriate may be based or computed either upon the amount of service furnished, upon the average number of persons residing or working in or otherwise occupying the premises served, or upon any other factor affecting the use of the facilities furnished, or upon any combination of the foregoing factors, as may be determined by the board on an equitable basis.

(d) The rates, fees, rentals, or other charges prescribed shall be such as will produce revenues, together with any other assessments, taxes, revenues, or funds available or pledged for such purpose, at least sufficient to provide for the items hereinafter listed, but not necessarily in the order stated:

1. To provide for all expenses of operation and maintenance of such facility or service.

2. To pay when due all bonds and interest thereon for the payment of which such revenues are, or shall have been, pledged or encumbered, including reserves for such purpose.

3. To provide for any other funds which may be required under the resolution or resolutions authorizing the issuance of bonds pursuant to this act.

(e) The board shall have the power to enter into contracts for the use of the projects of the district and with respect to the services, systems, and facilities furnished or to be furnished by the district.

(21) RECOVERY OF DELINQUENT CHARGES.—In the event that any rates, fees, rentals, charges, or delinquent penalties shall not be paid as and when due and shall be in default for 60 days or more, the unpaid balance thereof and all interest accrued thereon, together with reasonable attorney fees and costs, may be recovered by the district in a civil action.

(22) DISCONTINUANCE OF SERVICE.—In the event the fees, rentals, or other charges for district services or facilities are not paid when due, the board shall have the power, under such reasonable rules and regulations as the board may adopt, to discontinue and shut off services until such fees, rentals, or other charges, including interest, penalties, and charges for the shutting off and discontinuance and the restoration of such services are fully paid; and, for such purposes, the board may enter on any lands, waters, or premises of any person, firm, corporation, or body, public or private, within the district limits. Such delinquent fees, rentals, or other charges, together with interest, penalties, and charges for the shutting off and discontinuance and the restoration of such services and facilities and reasonable attorney fees and other expenses, may be recovered by the district, which may also enforce payment of such delinquent fees, rentals, or other charges by any other lawful method of enforcement.

(23) ENFORCEMENT AND PENALTIES.—The board or any aggrieved person may have recourse to such remedies in law and at equity as may be necessary to ensure compliance with the provisions of this act, including injunctive relief to enjoin or restrain any person violating the provisions of this act or any bylaws, resolutions, regulations, rules, codes, or orders adopted under this act. In case any building or structure is erected, constructed, reconstructed, altered, repaired, converted, or maintained, or any building, structure, land, or water is used, in violation of this act or of any code, order, resolution, or other regulation made under authority conferred by this act or under law, the board or any citizen residing in the district may institute any appropriate action or proceeding to prevent such unlawful erection, construction, reconstruction, alteration, repair, conversion, maintenance, or use; to restrain, correct, or avoid such violation; to prevent the occupancy of such building, structure, land, or water; and to prevent any illegal act, conduct, business, or use in or about such premises, land, or water.

(24) SUITS AGAINST THE DISTRICT.—Any suit or action brought or maintained against the district for damages arising out of tort, including, without limitation, any claim arising upon account of an act causing an injury or loss of property, personal injury, or death, shall be subject to the limitations provided in s. 768.28, Florida Statutes.

(25) EXEMPTION OF DISTRICT PROPERTY FROM EXECUTION.—All district property shall be exempt from levy and sale by virtue of an execution, and no execution or other judicial process shall issue against such property, nor shall any judgment against the district be a charge or lien on its property or revenues; however, nothing contained herein shall apply to or limit the rights of bondholders to pursue any remedy for the enforcement of any lien or pledge given by the district in connection with any of the bonds or obligations of the district.

(26) TERMINATION, CONTRACTION, OR EXPANSION OF DISTRICT.—

(a) The board of supervisors of the district shall not ask the Legislature to amend this act to expand or to contract the boundaries of the district without first obtaining a resolution or official statement from Nassau County as provided for in s. 189.031(2)(e)4., Florida Statutes.

(b) The district shall remain in existence until:

1. The district is terminated and dissolved pursuant to amendment to this act by the Legislature.

2. The district has become inactive pursuant to s. 189.062, Florida Statutes.

(27) INCLUSION OF TERRITORY.—The inclusion of any or all territory of the district within a municipality does not change, alter, or affect the boundary, territory, existence, or jurisdiction of the district.

(28) SALE OF REAL ESTATE WITHIN THE DISTRICT; REQUIRED DISCLOSURE TO PURCHASER.—Subsequent to the creation of this district under this act, each contract for the initial sale of a parcel of real property and each contract for the initial sale of a residential unit within the district shall include, immediately prior to the space reserved in the contract for the signature of the purchaser, the following disclosure statement in boldfaced and conspicuous type which is larger than the type in the remaining text of the contract: "THE EAST NASSAU STEWARDSHIP DISTRICT MAY IMPOSE AND LEVY TAXES OR ASSESSMENTS, OR BOTH TAXES AND ASSESSMENTS, ON THIS PROPERTY. THESE TAXES AND ASSESSMENTS PAY FOR THE CONSTRUCTION, OPERATION, AND MAINTENANCE COSTS OF CERTAIN PUBLIC SYSTEMS, FACILITIES, AND SERVICES OF THE DISTRICT AND ARE SET ANNUALLY BY THE GOVERNING BOARD OF THE DISTRICT. THESE TAXES AND ASSESSMENTS ARE IN ADDITION TO COUNTY

AND OTHER LOCAL GOVERNMENTAL TAXES AND ASSESSMENTS AND ALL OTHER TAXES AND ASSESSMENTS PROVIDED FOR BY LAW."

(29) NOTICE OF CREATION AND ESTABLISHMENT.—Within 30 days after the election of the first board of supervisors creating this district, the district shall cause to be recorded in the grantor-grantee index of the property records in Nassau County "Notice of Creation and Establishment of the East Nassau Stewardship District." The notice shall, at a minimum, include the legal description of the property covered by this act.

(30) DISTRICT PROPERTY PUBLIC; FEES.—Any system, facility, service, works, improvement, project, or other infrastructure owned by the district, or funded by federal tax exempt bonding issued by the district, is public; and the district by rule may regulate, and may impose reasonable charges or fees for, the use thereof but not to the extent that such regulation or imposition of such charges or fees constitutes denial of reasonable access.

Section 7. If any provision of this act is determined unconstitutional or otherwise determined invalid by a court of law, all the rest and remainder of the act shall remain in full force and effect as the law of this state.

Section 8. This act shall take effect upon becoming a law, except that the provisions of this act which authorize the levy of ad valorem taxation shall take effect only upon express approval by a majority vote of those qualified electors of the East Nassau Stewardship District, as required by Section 9 of Article VII of the State Constitution, voting in a referendum election held at such time as all members of the board are qualified electors who are elected by qualified electors of the district as provided in this act.

Approved by the Governor June 6, 2017.

Filed in Office Secretary of State June 6, 2017.

Exhibit B

NASSAU COUNTY
BOARD OF COUNTY COMMISSIONERS
96135 Nassau Place, Suite 6
Yulee, Florida 32097

November 15, 2017

Via Email to:
charles@raydientplaces.com

Mr. Charles Adams
Vice President, Community Development
1 Rayonier Road
Yulee, Florida 32097

Dear Charles:

Enclosed pleased find our "draft agreement".

As you may recall, in our meeting in October, there was a discussion about public recreation facilities. Jonathan Johnson, your counsel, indicated an agreement could be prepared that could address the funding.

This draft we believe, addresses public facilities, including recreation facilities. The proposed language tracks the discussion in October and other discussions, both telephonic and in person.

If you have changes, please provide these to me.

As we have said, we want to move forward with the public/private partnership and we believe this agreement accomplishes that goal.

Again, if you have changes or want to meet with Shanea and I, please provide changes and let us know about a meeting.

Sincerely,

Michael S. Mullin
County Attorney

MSM:jb

Enclosure

CC: Chris Corr, Senior Vice President, Real Estate chris.corr@rayonier.com
Shanea Jones, County Manager
Justin Stankiewicz, OMB Director/Assistant County Manager
Taco Pope, Director, Planning and Economic Opportunity Department
Doug McDowell, Strategic Planner
Jonathan Johnson, Esq.
Members, Board of County Commissioners

AGREEMENT

This Agreement ("Agreement") is entered into this _____ day of _____, 2017, by and between Raydient Places and Properties, LLC (hereinafter referred to as "Raydient"), the Nassau County Board of County Commissioners, a political subdivision of the State of Florida, and the East Nassau Stewardship District (hereinafter referred to as "Stewardship District").

1. WHEREAS, the ENCPA Sector Plan was planned as a public/private partnership; and

2. WHEREAS, the Board of County Commissioners, based on the public/private partnership, recommended approval to the Legislative Delegation, of the Stewardship District; and

3. WHEREAS, the Board of County Commissioners is desirous of continuing the public/private approach as it serves the best interest of the citizens of Nassau County; and

4. WHEREAS, the representatives of Raydient, the Stewardship District and the Board of County Commissioners staff have met many times in 2017 to address planning issues and public facility issues; and

5. WHEREAS, the representatives of Raydient, the Stewardship District and the Board of County Commissioners have commenced negotiations to develop a Memorandum of Understanding as to public facilities, including recreation, within the ENCPA/Stewardship District; and

6. WHEREAS, the Memorandum of Understanding is expected to generally identify areas for public facility improvements, including recreation and the type of facilities within the public areas; and

7. WHEREAS, the parties acknowledge that this Agreement, at a minimum, will establish the funding responsibility of public recreation facilities; and

8. WHEREAS, the parties, Raydient, the Board of County Commissioners, and the Stewardship District hereby agree and approve this Agreement.

1. The public recreation improvements required within the ENCPA and the Stewardship District shall be the financial responsibility of Raydient and its successor, the Stewardship District, and Developer(s) within the ENCPA and the Stewardship District.
2. The public recreation financial requirements for the facilities within the public recreation areas shall be based upon the County's Comprehensive Plan and the Memorandum of Understanding by and between Raydient, the Board of County Commissioners and the Stewardship District, as approved by the Board of County Commissioners.
3. The financial share for public recreation, once determined as set forth in paragraph 2, may be apportioned, by the parties, between Raydient, the Stewardship District and the Developer(s) and shall be tendered to the County. In lieu of a financial payment, Raydient, the Stewardship District and Developer(s) may construct the facilities based upon the approval by the County.
4. The Board of County Commissioners has the right to contribute recreation impact fees, collected both within and outside the boundaries of the ENCPA and Stewardship District for supplemental funding of public recreation. The Board of County Commissioners also has the right to seek grants with matching funds contributed by Raydient, the Stewardship District and Developer(s).
5. Additional Preliminary Development Plans in the Detailed Specific Area Plan No. 1 or approval of Detailed Specific Area Plan No. 2 will not be considered, by the County,

for approval until the execution and approval of the Memorandum of Understanding. Additional Detailed Specific Area Plans will not be considered, by the County, for approval until the public facilities study is complete and accepted by the Board of County Commissioners.

IN WITNESS WHEREOF, the parties this ____ day of _____, 2017 have caused this Agreement to be signed by their duly authorized representatives.

Nassau County,
Board of County Commissioners

_____
DANIEL B. LEEPER
Its: Chairman

ATTEST TO CHAIR SIGNATURE

_____
JOHN A. CRAWFORD
Its: Ex-Officio Clerk

Approved as to form and legal sufficiency:

_____
MICHAEL MULLIN

Accepted and Agreed to by on Behalf of Raydient Places and Properties, LLC

_____
Signature

_____
Print Name

_____
Officer

_____ Date
Witness Signature

_____ Date
Witness Print Name

Accepted and Agreed to by on Behalf of the East Nassau Stewardship District

_____	_____ Date _____
Signature	Witness Signature
_____	_____ Date _____
Print Name	Witness Print Name
_____	
Officer	

By executing this acceptance the above swears or affirms that they have the authority of the entities stated to sign this Agreement.

WITNESS my hand and official seal this ___ day of _____, 20__.

_____	
Signature of Notary Public State of Florida at Large	(NOTARY SEAL)
_____	
Print, Type or Stamp Name of Notary Public	

Exhibit C

Rayonier

Value From The Ground Up™

October 8, 2018

Corporate Headquarters
Law Department

Mark R. Bridwell
Vice President, General Counsel
and Corporate Secretary*

VIA HAND DELIVERY

Chairman Pat Edwards
Nassau County Board of County Commissioners
96135 Nassau Place, Suite 6
Yulee, Florida 32097

Dear Chairman Edwards:

There is an ordinance on today's agenda related to the establishment of a municipal service taxing unit ("MSTU" or "Ordinance"). The MSTU is being proposed to encompass only the East Nassau Community Planning Area ("ENCPA") project boundary in an effort to fund recreation services, maintenance and facilities. As you know, Raydient Places + Properties LLC (f/k/a TerraPointe LLC) and other related entities (collectively, "Raydient") own the vast majority of the property within the ENCPA and have a substantial interest in the ENCPA project. As such, Raydient would be directly affected by the MSTU and objects to the proposed MSTU Ordinance. Not only are there numerous legal issues with the proposed Ordinance, but there are several misstatements in the findings and provisions that are contained within the proposed Ordinance.

First, the County purports to establish the MSTU pursuant to powers of local self-government (home rule). This is not correct. The proposed MSTU is to fund recreational services, maintenance or facilities through the levy of ad valorem taxes. The power to tax is not a power of local self-government (home rule) as stated in Section 1(A) of the Ordinance. Taxes must be authorized by law, and cannot be broadened by semantics.

Second, the Ordinance claims its purpose is to fund recreation services, maintenance and facilities within the proposed MSTU. This is also false. There are no recreational facilities and no services being rendered within the proposed MSTU and none will be needed within its boundaries for the foreseeable future. The vast majority of the land in the proposed MSTU is privately owned, and at present, the proposed MSTU area has a total of exactly *two* residents. It is inconceivable how two residents could justify the implementation of the proposed MSTU.

Third, the Ordinance purports to determine that certain costs associated with recreation service maintenance and facilities can be properly allocated between the proposed MSTU and the remaining areas (outside the proposed MSTU) in the County based on relative levels of service. Again, this is inaccurate. There are currently no recreation services being provided on the ENCPA lands that will be contained within the proposed MSTU. Therefore, there is nothing to allocate. Certainly, there is nothing to support a finding that such allocation would be proper.

As the owner of the vast majority of the ENCPA land, Raydient is already legally obligated – as a condition to residential development – to make substantial contributions to

P: 904.321.5525 | Rayonier Inc.
F: 904.598.2264 | 1 Rayonier Way
www.rayonier.com | Wildlight, Florida 32097

* Admitted in GA only. Certified as Authorized House Counsel in Florida under Chapter 17, Rules Regulating the Florida Bar.

10/8/18 pm

ENCPA recreational facilities through the donation of land and the payment of recreational impact fees. This is the only legally appropriate and equitable method of funding prospective recreational facilities within the currently, largely undeveloped ENCPA lands.

Fourth, the Ordinance purports to create a restriction on the use of the funds derived from the proposed MSTU but does not do so properly. Section 4 of the Ordinance fails to contain any restriction that funds generated from ad valorem taxes within the proposed MSTU must be used for recreation services, maintenance, and facilities *within the MSTU only*. This is a fundamental error. Florida law requires that proceeds of the tax must be spent on services or facilities within the unit. Proceeds cannot be used to fund services outside the unit or to subsidize deficiencies elsewhere in the County.

Notwithstanding the above issues associated with the Ordinance, the fact remains that for years, the County has poorly planned and underfunded public facilities throughout Nassau County. The proposed MSTU seeks to have Raydient and its two residents act as a bailout for the County's fiscal mismanagement, and serve as a cure-all for its current budgetary woes relating to recreation facilities.

Raydient has consistently stated it will adhere to the County's recreation mitigation requirements contained in the ENCPA approvals and County regulations. This is why Raydient was and remains confused by the County's vociferous objections to the legislative clarification proposed during the 2018 Florida Legislative session regarding public facility mitigation standards within sector plans. Nassau County, who was the only county in the state to object to the proposed clarifying language, chose to publicly chastise Raydient and created the false narrative that Raydient was attempting to "renege" on its alleged prior commitments due to the proposed clarification to the sector plan statute. Raydient has repeatedly acknowledged that, as a condition to residential development within the ENCPA, it is obligated to donate land for recreation purposes and, in turn, builders in the project will pay the required recreational impact fees consistent with the law. However, it never previously agreed to fund the *entire costs* to construct and maintain the recreation facilities within the ENCPA or the *entire costs* associated with any public facilities within the ENCPA. The County's statements to the contrary are simply untrue and unsupported.

Raydient continues to move forward in achieving its common goal with the County of creating a high quality master planned community to optimize economic development. To date, more than $200 million in private capital investment has been made or announced within the Wildlight portion of the ENCPA. Raydient is also diligently working to help bring online nonresidential development that will assist the County in increasing and diversifying its tax base. Unfortunately, the County refuses to collaborate with Raydient or participate in a public facilitated meeting to reach this common goal and instead has directed its energy, resources, and taxpayer dollars, in making disparaging comments about Raydient, and attacking the ENCPA, all in an attempt to compensate for the County's own self-inflicted financial issues.

Chairman Pat Edwards
Nassau County Board of County Commissioners
October 8, 2018

In closing, Raydient reiterates that it objects to the proposed MSTU Ordinance and will expend all resources necessary to protect its substantial interest and collective vision for the success of the ENCPA.

Sincerely,

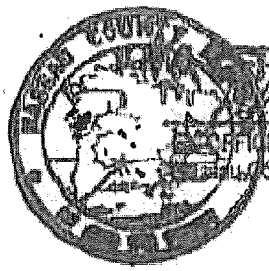
cc: Michael Mullin, County Attorney and Interim County Manager
Commissioner Stephen W. Kelley
Commissioner Daniel B. Leeper
Commissioner George V. Spicer
Commissioner Justin M. Taylor

Exhibit D

NASSAU COUNTY, FLORIDA

EAST NASSAU COMMUNITY PLANNING AREA
MUNICIPAL SERVICE TAXING UNIT

ADOPTED OCTOBER 8, 2018



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ORDINANCE NO. 2018- 32

AN ORDINANCE CREATING THE EAST NASSAU COMMUNITY PLANNING AREA (ENCPA) RECREATION MUNICIPAL SERVICE TAXING UNIT FOR THE ENTIRE AREA LYING IN THE 24,000-ACRE BOUNDARY OF THE EAST NASSAU COMMUNITY PLANNING AREA THAT IS LOCATED IN THE UNINCORPORATED AREA OF NASSAU COUNTY; DESCRIBING THE BOUNDARIES OF THE EAST NASSAU COUNTY PLANNING AREA MSTU; AUTHORIZING THE ANNUAL LEVY OF AD VALOREM TAXES TO PROVIDE RECREATION SERVICES, FACILITIES AND MAINTENANCE; AUTHORIZING A PLEDGE OF THE ENCPA MSTU AD VALOREM TAX REVENUES TO THE RETIREMENT OF DEBT AS PROVIDED BY GENERAL LAW; AND PROVIDING AN EFFECTIVE DATE.

BE IT ORDAINED BY THE BOARD OF COUNTY COMMISSIONERS OF NASSAU COUNTY, FLORIDA:

SECTION 1. FINDINGS. It is hereby ascertained, determined and declared that:

(A) Pursuant to Article VIII, Section I of the Florida Constitution, and Sections 125.01 and 125.66, Florida Statutes, the Board of County Commissioners (the "Board") of Nassau County, Florida (the "County"), has all powers of local self-government to perform county and municipal functions and to render services in a manner not inconsistent with general law and such power may be exercised by the enactment of county ordinances and resolutions.

(B) Section 125.01(1)(q), Florida Statutes, provides specific legislative authorization for counties to establish a municipal service taxing unit to fund recreation service and facilities and other essential municipal

and facilities within any part or all of the unincorporated area of the County and within the boundaries of a municipality if the municipality consents by ordinance to inclusion within the municipal service taxing unit.

(C) The purpose of this Ordinance is to create the East Nassau Community Planning Area Recreation Municipal Service Taxing Unit (the "ENCPA Recreation MSTU") to fund recreation services, maintenance and facilities within the MSTU as established in Section 2 hereof.

(D) The County has determined that certain costs associated with recreation service, maintenance and facilities can be properly allocated between the ENCPA Recreation MSTU and the remaining areas in Nassau County not included within the ENCPA Recreation MSTU based upon the relative amounts of service provided within each area.

(E) The County is required to include and fund the approved annual budget of the ENCPA Recreation MSTU within the County's annual budget.

(F) Pursuant to Section 200.065(5), Florida Statutes, the maximum millage rate the County can adopt, including any millage levied within a municipal service taxing unit, absent a minimum supermajority vote is the rolled-back rate based upon the amount of taxes which would have been levied in the prior year if the maximum millage rate had been adopted, as adjusted for change in the per capita Florida personal income.

SECTION 2. CREATION. The ENCPA Recreation Municipal Service Taxing Unit is hereby created as a new taxing unit which shall be coterminous with the 24,000-acre boundary of the East Nassau Community Planning Area lying in the unincorporated area of Nassau County, as set forth in Attachment

A and incorporated herein by reference.

SECTION 3. AUTHORIZATION OF AD VALOREM TAXES. The Board is hereby authorized to levy annual ad valorem taxes upon taxable real and personal property within the ENCPA Recreation MSTU beginning with the County budget for the fiscal year beginning October 1, 2019. The budget and millage rate for the ENCPA Recreation MSTU shall be approved and levied in the manner provided by general law for the levy of County ad valorem taxes.

SECTION 4. PURPOSE AND AUTHORIZATION OF EXPENDITURES.

(A) The ENCPA Recreation MSTU is established for the provision of recreation services, maintenance and facilities and costs associated with these functions provided by or through Nassau County for the benefit of the property or residents within the boundaries of the ENCPA Recreation MSTU.

(B) Revenues derived from ad valorem taxes levied within the ENCPA Recreation MSTU shall be used for the provision of recreation services, maintenance and facilities.

SECTION 5. BOND REFERENDUM. In the event the Board desires to pledge the MSTU's ad valorem tax to the retirement of debt issued for the purpose of financing recreation facilities, including, but not limited to land, improvements, and equipment, the Board shall cause a bond referendum election to be held in accordance with applicable provision of general law. Upon approval at referendum, the Board shall have all powers necessary to issue bonds in accordance with Florida law.

SECTION 6. CODIFICATION. It is the intention of the Board of County Commissioners of Nassau County, Florida, and it is hereby provided that the

provisions of this Ordinance shall become and be made a part of the Code of Ordinances of Nassau County, Florida, that the sections of this ordinance may be renumbered or realtered to accomplish such intention, and that the word "ordinance" may be changed to "section" or "article," or other appropriate designation.

SECTION 7. EFFECTIVE DATE. The Clerk shall file a certified copy of this Ordinance with the Department of State within ten days of its adoption. The Ordinance shall take effect immediately upon its filing with the Department of State.

DULY ENACTED this 8th day of October, 2018.

BOARD OF COUNTY COMMISSIONERS
OF NASSAU COUNTY, FLORIDA

PAT EDWARDS
Chairman

ATTEST:

By: _____
JOHN A. CRAWFORD
Ex-Officio Clerk

MES
10-01-18

APPROVED AS TO FORM BY THE
NASSAU COUNTY ATTORNEY:

By: _____
MICHAEL S. MULLIN
County Attorney

ATTACHMENT A

DESCRIPTION OF
EAST NASSAU COMMUNITY PLANNING AREA RECREATION
MUNICIPAL SERVICE TAXING UNIT

01-3N-26-0000-0001-0000
01-3N-26-0000-0001-0060
02-3N-26-0000-0001-0150
06-2N-27-0000-0001-0000
06-2N-27-0000-0001-0020
07-2N-27-0000-0001-0000
07-2N-27-0000-0005-0000
11-3N-26-0000-0001-0050
12-2N-26-0000-0001-0000
14-3N-26-0000-0001-0010
18-2N-27-0000-0001-0000
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Exhibit E

What does HB 1075/Stewardship District Bill provide for?

10/22/18
BB

- Page 4 - Lines 92-97

"Instead, it is in the public interest that the long-range provision for, and management, financing, and long-term maintenance, upkeep, and operation of, services and facilities to be provided for ultimate development and conservation of the lands covered by this act be under one coordinated entity."

- Page 5 - Lines 111-114

Provide for the adequate mitigation of impacts and development of infrastructure in an orderly and timely manner; prevent the overburdening of the local general purpose government and the taxpayers; and provide an enhanced tax base and regional employment and economic development opportunities.

- Page 5 - Lines 116-123

The creation and establishment of the special district will encourage local government financial self-sufficiency in providing public facilities and in identifying and implementing physically sound, innovative, and cost-effective techniques to provide and finance public facilities while encouraging development, use, and coordination of capital improvement plans by all levels of government, in accordance with the goals of Chapter 187, Florida Statutes.

- Page 92 - Lines 2283-2288

The board of supervisors of the district shall submit annually a public facilities report to the Board of County Commissioners of Nassau County pursuant to Florida Statutes. The board of county commissioners may use and rely on the district's public facilities report in the preparation or revision of the Nassau County comprehensive plan.

- Page 103 - Lines 2545-2546

To provide public parks and public facilities for indoor and outdoor recreational, cultural, and educational uses.

- Page 105 - Lines 2606-2608

To provide fire prevention and control, including fire stations, water mains and plugs, fire trucks, and other vehicles and equipment.

- Page 106 - Lines 2634-2637

Further, the provisions of this subsection shall be construed liberally in order to carry out effectively the special and limited purpose of this district under this act.

- Page 107 - Lines 2637-2641

The exercise of the special powers described in paragraphs (i) and (k) shall be accomplished through an interlocal agreement between the district and Nassau County. The interlocal agreement will address the procedures, operation, and care of such facilities based upon county requirements.

- "Growth pays for Growth" - additional infrastructure required by new growth is paid for entirely by the new growth and not the County and its existing residents.
- Stewardship Districts do not replace County services or taxes nor do they create any burden or obligation on taxpayers outside the District, the indebtedness of the District does not constitute a liability of the local government. The District can only assess its residents.
- All Nassau County laws, regulations, ordinances and permitting processes remain in place and will continue to control the development of lands within the proposed District.
- A Stewardship District provides one consolidated point of contact for Nassau County for dealing with enhanced services, interlocal agreements and mutual cooperation, shared use of facilities, etc.

Page 12

The District will finance infrastructure and enhancements for recreational purposes (e.g. parks & trails) using revenue bonds secured only by special assessments on the lands within the District. This ensures that the growth within these lands pays for itself and does not burden Nassau County or its taxpayers. District powers & assessments only apply to District residents e.g. Amelia Concourse & Amelia Walk. The Act provides that this debt cannot become the debt of the County.

Exhibit F

The County Commission's Response to Raydient/Rayonier, Inc.'s Document titled "The Truth About Nassau County's Dispute with Raydient/Rayonier, Inc." and Mike Bell's (Rayonier, Inc. Vice President of Public Affairs) "Where's the Beef":

- Neither documents are correct, and the Board would refer to the complete record from 2018 back to 2010 and the statements set forth herein and on the County website. In addition, refer to HB 1075 (Stewardship District Bill).

- The development known as the ENCPA was started as a public/private partnership with a mutual benefit. The impact of a 24,000 +/- acre sector plan on Nassau County is significant. It is significant from a public infrastructure perspective and planning perspective. The public impacts have been acknowledged by both public and private partners and it has been a joint planning effort up until 2017. Both partners were working together, until 2017, to address the public impacts. The private partner did not continue to openly cooperate in that effort.

- On May 12, 2014, Rayonier split into two separate entities: Rayonier Advanced Materials is the company which controls the mills and Rayonier, Inc., which controls the ENCPA. Rayonier, Inc.'s CEO is David Nunes. Raydient is the Rayonier, Inc. real estate division in charge of the ENCPA.

- The Stewardship District legislation (HB 1075) was prepared by Raydient/Rayonier, Inc. to assist with public and private impacts and assist in the planning. It was not created, as stated by Raydient, because the County was unwilling to accept ownership and maintenance for the vast majority of the public infrastructure.

- Check the information on the County's Website.

- Raydient/Rayonier, Inc.'s decision-makers, Mr. David Nunes (CEO, President of Rayonier, Inc., Director) Mr. Chris Corr (Sr. Vice President of Real Estate & Public Affairs, Raydient/Rayonier, Inc.) or Mr. Charles Adams (Vice President, Community Development, Raydient) and the Stewardship District Board

refuse to meet with the County Commissioners in an advertised public meeting in the public's board room to discuss parks and the commitments made regarding HB 1075 (Stewardship District Bill). The Board has sent approximately thirteen (13) letters inviting the decision-makers and the Stewardship District Board to the Board's meetings. The Board's letters did not include conditions as to speaking, etc.

- The only representatives from Raydient/Rayonier, Inc. that have attended a Board of County Commissioner meeting occurred on: (1) September 17, 2018, when Senator Aaron Bean and Representative Cord Byrd were present with the County Commission. The meeting was an advertised public meeting in the public's board room. The only Raydient/Rayonier, Inc. representative that appeared was their lobbyist (Gary Hunter of Hopping, Green & Sams) from Tallahassee who spoke and was afforded ample time to address the Board. Again, no decision makers from Raydient/Rayonier, Inc. attended. Their headquarters are located less than five miles away; and (2) Rayonier, Inc.'s in-house lobbyist, Mike Bell, appeared at a public meeting in the public's board room on October 8, 2018 to read a letter from Rayonier, Inc.'s General Counsel (Mark Bridwell) and immediately left the building.

- The County is not attempting to do anything illegal regarding public parks and there is nothing that supports that allegation made by Raydient/Rayonier, Inc.

- Raydient representatives made presentations (9/16/2015 and 11/28/2016) to the Board of County Commissioners and the presentations included "handouts". Their presentations were clear as to public parks and facilities. Based on the presentations, the Board voted to support HB 1075 (Stewardship District Bill). To view the presentation made by Raydient/Rayonier, Inc. representatives, on November 28, 2016 and the handout, see the County's website and the Clerk's website under "Watch Commission Meetings". Specifically, you will find the presentation by Charles Adams and Jonathan Johnson (Rayonier, Inc.'s Counsel from Tallahassee) at 1:21:25 on the "Video from Commissioners Meeting November 28, 2016" on the County's Website.

- There were six (6) drafts (2016) of HB 1075 (Stewardship District Bill) prepared and negotiated by Raydient and the Board of County Commissioners staff and both sides agreed on the final draft that was approved on November 28, 2016.

- The County insisted that public parks be included in HB 1075 (Stewardship District Bill) and Raydient/Rayonier, Inc. agreed. (See Page 103, Lines 2545-2546 of HB 1075, Stewardship District Bill).

- HB 1075 (Stewardship District Bill) is THE CONTRACT by and between the public and private entity that addresses the public impacts and funding. In addition, handouts and public presentations by Raydient/Rayonier, Inc. support that contract. (See HB 1075, the meetings on the County Website, Rayonier's handout provided on 11/28/2016 and Rayonier's handout presented to the Nassau County Legislative Delegation on 12/01/2016.)

- The County has <u>never</u> said Raydient/Rayonier, Inc. committed to pay for all public parks and recreational facilities inside the ENCPA nor has the County ever stated that Raydient/Rayonier, Inc. should pay for all public parks and recreational facilities.

- The County is not trying to "make up recreational deficits".

- The County <u>has always</u> said the funds for public parks would be from County impact fees (collected from within and without the Stewardship District), Grants, Stewardship District funds, developer contributions and Raydient/Rayonier, Inc. That has never been refuted by Raydient/Rayonier, Inc. In fact, their representatives have confirmed that in meetings and in public presentations.

- The legislation that Raydient/Rayonier, Inc. supported in the 2018 Legislative Session, Senate Bill 324 (2018) was designed to <u>kill</u> HB 1075 (Stewardship District Bill). The legislation was prepared by Raydient/Rayonier, Inc.'s lobbyist, Gary Hunter, (of Hopping, Green and Sams of Tallahassee) and he

addressed the Senate Appropriations Committee on behalf of Raydient/Rayonier, Inc. Raydient/Rayonier, Inc. never notified the County regarding Senate Bill 324 (2018).

- Senate Bill 324 (2018), if approved, was estimated to cost the taxpayers in excess of $30 million dollars.

- Contrary to the Raydient/Rayonier, Inc. information being distributed, the Florida Association of Counties worked with the Nassau County Board of County Commissioners to defeat the Amendment to Senate Bill 324 (2018).

- Senator Bean and Representative Byrd also worked to defeat the Amendment to Senate Bill 324 (2018).

- Raydient/Rayonier, Inc. stated in their press release "Where were the other 66 counties?" There are approximately 8 sector plans in the State of Florida and none addressed public parks in the same fashion as HB 1075 (Stewardship District Bill). The only sector plan affected was the one in Nassau County.

- The Senate Appropriations Committee (20 members), after hearing all the facts from both sides, rejected the Raydient/Rayonier, Inc. sponsored Amendment to Senate Bill 324 (2018) by a vote of 18-2.

- The Stewardship District created by HB 1075 (Stewardship District Bill) is comprised of five (5) Board members, three (3) of which work for Raydient/Rayonier, Inc.

- Rayonier, Inc. and Raydient, from the beginning of the public/private partnership in 2010, have always come to the County Commission Chambers and discussed the ENCPA. (See County Website) WHY NOT NOW?

- Raydient/Rayonier, Inc. representatives have met, over the years, individually, with County Commissioners and have made commitments, individually, as to its portion of funding for public parks.

- The Board of County Commissioners is prepared to meet with the decision-makers of Raydient/Rayonier, Inc. and the Stewardship District Board to address the public/private partnership and planning and public impacts and contributions.

- The Board of County Commissioners is prepared to provide ample time to Raydient/Rayonier, Inc. decision-makers and the Stewardship District Board to address the public/private partnership which involves a discussion of HB 1075 (Stewardship District Bill). The Board of County Commissioners believes that the meeting should also address future planning. The meeting should take place in the public's board room with all its recording devices and live streaming. In addition, restrictions would not be placed by the Board of County Commissioners on presentations. The public's business is conducted in the Commission Chambers and should be conducted in the Commission Chambers.

- The Board of County Commissioners' solutions are:

    - No legislative action by Raydient/Rayonier, Inc. or their lobbyists or agents to rescind HB 1075 (Stewardship District Bill) or sponsor or advocate for a bill that would accomplish the rescission of HB 1075 (Stewardship District Bill);
    - Provide accurate information based on the record;
    - Restoration of the public/private partnership;
    - Joint public meetings, in the Board of County Commission Chambers, between the Stewardship District Board and the decision-makers of Raydient/Rayonier, Inc. in the public arena without restrictions as currently suggested by the Stewardship Board and Raydient/Rayonier, Inc. representatives;
    - Restore the trust that started the public/private partnership;
    - Work, on behalf of all the citizens of Nassau County, to address the common issues and goals that can, and should, benefit the public/private partnership; and

- The Stewardship District Board and Raydient/Rayonier, Inc. cooperate and work together with the Board of County Commissioners to address the public impacts and public benefits.

- The Stewardship District benefits Nassau County taxpayers when the Stewardship District Board and Raydient/Rayonier, Inc. cooperate and work together to address the public impact and public benefits.

- Impact fees and taxes cannot fund the total number of public parks in a 24,000 +/- acre development. Initially the public/private partnership understood that and planned ways to address that. The Stewardship District was to be a major part of the funding of the public parks plus developers, contributions, including Raydient/Rayonier, Inc., county impact fees (both within and outside the ENCPA) and grant funds. The records, public statements and actions confirm that funding.

THE TRUTH ABOUT IMPACT FEES AND RECREATION

- The total amount of acreage to be provided by Raydient/Rayonier, Inc. based on the County Comprehensive Plan for regional and community parks would be approximately 810 +/- acres.

- Impact fee amounts are controlled by the Courts and consultants.

- Studies are required to set the amounts and the formulas are complicated.

- The County has had recreational impact fees since FY2004.

- The County has hired consultants to address the current recreational impact fees and expects to consider revisions to the current impact fees in 2019.

- As a public service the County did not collect impact fees during the recession for the following years: FY2008/2009; FY 2009/2010; FY2010/2011; FY2011/2012; and FY2012/2013. The County has been assessing and collecting impact fees beginning in the FY 2014/2015 forward.

- Single-family residence building permits issued during the time that no impact fees were collected:

2008	337
2009	194
2010	198
2011	257
2012	251
2013	450
TOTAL	**1,687**

- If impact fees had been collected, the total dollar amount would have been $983,521.00 (+/-). As an example, a baseball field costs $1,900,946.39. The Board did not significantly impair their ability to provide recreational funding by the suspension of impact fees.

Respectfully submitted by the Nassau County Board of County Commissioners on October 24, 2018 by a 5-0 vote.