

Lee County Board of County Commissioners
Agenda Item Summary

DATE CRITICAL
Blue Sheet No. 20040002

1. **REQUESTED MOTION:**

ACTION REQUESTED: Adopt a Resolution supporting the establishment of the Arborwood Community Development District by the Florida Land and Water Adjudicatory Commission.

WHY ACTION IS NECESSARY: A Resolution adopted by the BOCC is the only means of expressing support or objection to the granting of a petition to establish a UCDD of greater than 1,000 acres.

WHAT ACTION ACCOMPLISHES: Supports the creation of an independent special district that will provide an alternative method to manage and finance basic services within the community development district.

2. **DEPARTMENTAL CATEGORY:**
COMMISSION DISTRICT

9:30

3. **MEETING DATE:**

01-27-2004

4. **AGENDA:**

- CONSENT
- ADMINISTRATIVE
- APPEALS
- PUBLIC
- WALK ON
- TIME REQUIRED:**
5 Minutes

5. **REQUIREMENT/PURPOSE:**
(Specify)

- STATUTE 195.005(1)(c)
- ORDINANCE
- ADMIN. CODE
- OTHER

6. **REQUESTOR OF INFORMATION:**

- A. COMMISSIONER
- B. DEPARTMENT County Attorney
- C. DIVISION Land Use
- BY: Dawn E. Perry-Lehnert
Dawn E. Perry-Lehnert
Asst. County Attorney

7. **BACKGROUND:** Worthington Holdings Southwest, LLC has petitioned the Florida Land and Water Adjudicatory Commission (FLWAC) to adopt a rule to establish a Uniform Community Development District (UCDD) in accordance with the Uniform Community Development District Act of Florida Chapter 190, Florida Statutes. Under Section 190.005(1), the exclusive method for establishing a community development district encompassing 1,000 acres or more is through rule adoption by the FLWAC. This section also provides the County with an opportunity to consider the petition at a public hearing and to adopt a resolution in support or objection to the FLWAC grant of the petition.

(continued on next page)

8. **MANAGEMENT RECOMMENDATIONS:**

9. **RECOMMENDED APPROVAL:**

A Department Director	B Purchasing or Contracts	C Human Resources	D Other	E County Attorney	F Budget Services				G County Manager
N/A	N/A	N/A	N/A	<i>Worthington</i>	OA	OM	RISK	GC	<i>000</i>
				<i>Conner</i>	<i>RK/1</i>	<i>1/18/04</i>	<i>1/17/04</i>	<i>1/17/04</i>	<i>1-8-04</i>

10. **COMMISSION ACTION:**

- APPROVED
- DENIED
- DEFERRED
- OTHER

CO. ATTY.
FORWARDED
TO CO. ADMIN.
1/16/04 12PM

RECEIVED BY
COUNTY ADMIN: *RK*
1/16/04
4:15 pm 567
COUNTY ADMIN
FORWARDED TO: *OS*
1/16/04

A community development district is a local unit of special purpose government created for the purpose of performing those specialized and limited functions authorized by the Act concerning the delivery of urban community development services. The Act provides an alternative streamlined method for financing the construction, maintenance and operation of major infrastructures necessary for community development. Once a community development district has been established, it serves as an infrastructure management tool that ultimately relieves the financial burden on existing County taxpayers to provide urban services to the landowners in the district.

The proposed Arborwood CDD encompasses approximately 2,479.13 acres and is located within the City of Fort Myers (Sections 2, 3, 10, 11, 12, 13, 14, 15 and 23, Township 45 South, Range 25 East). The community development district property is bounded on the west by I-75 and the Airport Woods development; on the north by Colonial Country Club and Sun City; on the east by Gateway; and on the south by Airside Plaza, Southwest Regional Commerce and Trade Center, various undeveloped parcels and Daniels Parkway.

If the FLWAC grants the Petition, the Arborwood Community Development District will be established with the power to finance, plan, establish, acquire, construct or re-construct, enlarge or extend, equip, operate and maintain systems and facilities for the following basic infrastructure: water management; water supplies; sewer and waste water management; bridges or culverts; district roads; and other projects within and outside the district boundary for which a development order may be issued. Additional powers may be requested in the future.

Creation of the Arborwood Community Development District does not constitute a development order within the meaning of F.S. Chapter 380. All City of Fort Myers planning, environmental, and land development laws and regulations will apply to the development of land within the proposed Arborwood District. And, the District can take no action that is inconsistent with the applicable regulations.

Lee County Division of Planning has reviewed the Petition and backup materials in light of the six factors set forth in F.S. Section 190.005(1)(e). A copy of staff's analysis relating to each of these factors is attached to this Blue Sheet. As a result of their review the Division of Planning recommends that the Board adopt a resolution to be presented to the FLWAC in its consideration of the Petition to establish the Arborwood Community Development District.

Attachments:

- Division of Planning, Staff Analysis dated January 5, 2004
- Petition, Exhibits and Attachments (available for review at Lee Cares)
- Proposed Resolution in support of establishing the Arborwood Community Development District

PLANNING DIVISION
M E M O R A N D U M



to: Dawn Lehnert, Assistant County Attorney
from: Paul O'Connor, AICP, Director of Planning
subject: Arborwood UCDD
date: January 5, 2004

2004 JAN -5 AM 8:49
RECEIVED BY
LEE CO. ATTORNEY

Planning staff has completed its review of the petition to establish the Arborwood Uniform Community Development District. Attached is the staff report being issued by the Lee County Division of Planning recommending a resolution in support of the UCDD.

Planning staff is requesting that notice of any scheduled hearings or meetings concerning this petition be forwarded to us.

RESOLUTION NO. _____

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF LEE COUNTY, FLORIDA, IN SUPPORT OF WORTHINGTON HOLDINGS SOUTHWEST, L.L.C.'s PETITION TO ESTABLISH THE ARBORWOOD COMMUNITY DEVELOPMENT DISTRICT; AND TO AUTHORIZE THE COUNTY MANAGER AND COUNTY ATTORNEY TO TAKE PROPER AND REASONABLE ACTION NECESSARY TO SUPPORT THE PETITION.

WHEREAS, Chapter 190, Florida Statutes, provides for establishment of a Uniform Community Development District pursuant to rulemaking triggered by petition to the Governor and Cabinet sitting as the Florida Land and Water Adjudicatory Commission (FLAWAC); and

WHEREAS, Worthington Holdings Southwest, L.L.C. has petitioned the Governor and Cabinet to establish a community development district in Lee County, within the City of Fort Myers, on lands generally described as follows:

The district is bounded on the West by I-75 and the Airport Woods development; bounded on the North by Colonial Country Club and Sun City; bounded on the East by Gateway; and bounded on the South by Airside Plaza, the Southwest Regional Commerce and trade center and undeveloped parcels, and comprises 2,479 acres more or less.

WHEREAS, establishment of the proposed district government does not, and by law may not, affect the rights, authority and duty of Lee County or the City Of Fort Myers to regulate land use and growth on the above-referenced property; and

WHEREAS, subsequent to the filing of the petition with the Governor and Cabinet on November 17, 2003, Worthington Holdings Southwest, L.L.C., on November 18, 2003 submitted the petition to Lee County for its review, along with a processing fee of \$15,000,00; and

WHEREAS, under Section 190.005(1)(c), Florida Statutes, Lee County may notice and conduct an optional hearing on what position, if any, to take on the establishment petition; and

WHEREAS, the exercise of its power and functions by a community development

district government must by law comply with, not function inconsistent with, must be compatible with, and subject to, all laws, policies, regulations and ordinances governing the existing and future use of the land on which the proposed district will be established, as provided in Chapter 190, Florida Statutes; and

WHEREAS, the exercise of the board of supervisors of the general and special powers of a community development district is subject to all procedural requirements including noticed meetings, government-in-the-sunshine, ethics and conflicts of interest, and various limitations on the powers, functions and duties of the district; and

WHEREAS, the adoption of this Resolution of Support, will not under any circumstances, prejudice or preempt any land use decisions currently in effect or to be decided in the future by Lee County or the City of Fort Myers.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF LEE COUNTY, that, having considered and reviewed the subject Petition and the representatives and acknowledgments of Worthington Holdings Southwest, L.L.C., its representatives and counsel, and after noticed public hearing on the matter, the Board finds and determines:

- (1) that establishment of the proposed community development district in this particular instance is in the best interest of Lee County and its citizens;
- (2) is in the best interests of the citizens of Lee County to support the establishment of the proposed district provided the rule establishing the District includes a provision reading substantially similar to the following:

Any and all agreement for the sale of property within the boundaries of the Arborwood Community Development District must include the disclosure statement required in Section 190.048, Florida Statutes, for the initial sale of the property. This requirement applies to the initial seller of the property as well as all subsequent sellers, successors and assigns for the life of the Arborwood Community Development District; and

- (3) that it is in the best interest of the County, and its citizens, and the Board so instructs the County Manager and County Attorney, to take such actions as are proper and reasonable to support the proposed district establishment and to take steps to file this Resolution in the record of the rulemaking process.

This Resolution adopted after motion, second and majority vote favoring same.

DATED: _____, 2004.

ATTEST:


BOARD OF COUNTY COMMISSIONERS
LEE COUNTY, FLORIDA

Charlie Green, Clerk

By: _____
, Chairman

APPROVED as to form and
legal sufficiency:

Office of County Attorney



ANALYSIS OF
THE ARBORWOOD
PETITION TO ESTABLISH A
UNIFORM COMMUNITY
DEVELOPMENT DISTRICT

Prepared for
BOARD OF COUNTY COMMISSIONERS

by
LEE COUNTY DIVISION OF PLANNING

January 5, 2004

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INTRODUCTION

Worthington Holdings Southwest, L.L.C. has petitioned the Florida Land and Water Adjudicatory Commission to adopt a rule establishing a Uniform Community Development District (UCDD) and to designate the land area within which the UCDD may manage and finance basic infrastructure systems, facilities and services pursuant to the Uniform Community Development District Act of Florida, Chapter 190, Florida Statutes and Rule 42-1, Florida Administrative Code. The Uniform Community Development District Act was originally adopted in 1980. The act sets forth the procedure for the establishment of such a district, the district's powers and duties for public improvements and community facilities, and additional special powers that the district, after its establishment, may petition for.

If approved the district will be granted the power to finance, fund, plan, establish, acquire, construct or reconstruct, enlarge or extend, equip, operate, and maintain systems and facilities for the following basic infrastructure: water management; water supply, sewer, and waste water management; bridges or culverts; district roads; and other projects inside or outside the district boundary for which a Development Order is issued.

BACKGROUND

Worthington Holdings Southwest, L.L.C., hereafter called "Petitioner", is a Florida limited liability company with its principal place of business located at 9240 Marketplace Road, Suite 2, Fort Myers, Florida, 33912 and whose manager is Jeff Darragh.

The Petitioner has petitioned the Florida Land and Water Adjudicatory Commission to adopt a rule establishing a Uniform Community Development District pursuant to the Uniform Community Development District Act of Florida, Chapter 190, Florida Statutes. The act sets forth the procedure for the establishment of such a district and the district's powers and duties.

F.S. 190.005(1) sets forth the "exclusive and uniform method for the establishment of a community development district with a size of 1,000 acres or more." This establishment "shall be pursuant to a rule, adopted under chapter 120 by the Florida Land and Water Adjudicatory Commission, granting a petition for the establishment of a community development district."

The Petitioner proposes to establish a Uniform Community Development District on approximately two thousand four hundred and seventy-nine (2,479±) acres of land located in Lee County, Florida within the City of Fort Myers city limits and lying within Sections 2, 3, 10, 11, 12, 13, 14, 15, and 23, Township 45 South, Range 25 East. A map showing the land area to be served by the District is attached as Exhibit 1 to the petition and a metes and bounds description of the external boundaries of the District is set forth in Exhibit 2 to the petition. The land area is bounded on the West by I-75 and the Airport Woods

development, on the North by Colonial Country Club and Sun City, on the East by Gateway, and on the South by Airside Plaza, the Southwest Regional Commerce and Trade Center, and undeveloped parcels. There are no parcels within the external boundaries of the proposed District that are excluded from the District.

Adopting the rule and granting the petition would authorize the district, through its board of supervisors, to manage and finance certain basic infrastructure for the benefit of the landowners in the community. This infrastructure, or basic systems, facilities and services, under Section 190.012(1), F.S., includes four basic types: water supply; sewers and wastewater management; water control and management (drainage); and, roads, bridges and streetlights, as well as "other projects" as specified under Section 190.012(1)(f), Florida Statutes.

In order to provide the basic systems, facilities and services, the district has certain management and financing powers. However, these powers may be exercised only if the district complies with certain strict and detailed procedural requirements. These include: ethics in government; disclosure; conflict of interest requirements; noticed meetings; government-in-the-sunshine conduct; accounting and reporting requirements to various local and state agencies; consultants competitive negotiations procedures; competitive bidding procedures; and others. In addition to complying with these many procedural requirements, the district still may not manage and finance any of these services and facilities without a showing that development of the properties complies with all legitimate policies, constraints, authorities, controls or conditions on the development of the land, whether local, regional, state or federal in nature, and whether in the form of policies, laws, rules, regulations or ordinances. The district itself is not considered "development." Rather, the district is an alternative mechanism to assure the County and the landowners of the particular land in question that basic systems, facilities and services will be managed and financed in an efficient and economical way.

In order to provide these services, the district is also given certain eminent domain powers, within the very tight constraints summarized above, as well as the authority to require service charges, fees or taxes for the various services rendered, ranging from installation of capital facilities to long-term maintenance and repair. The district may also issue non-ad valorem special assessment bonds, revenue and other user bonds, and general obligation bonds. However, no general obligation bonds can be issued without a referendum and without a showing that it will not exceed 35 percent of the assessed valuation of the property within the district.

Any additional powers available to the district under s. 190.012(2) F.S., such as parks, fire prevention and control, security structures and so on, may not be exercised by the district without specific consent from the City of Fort Myers.

Accordingly, if the Florida Land and Water Adjudicatory Commission adopts a rule creating the district, the Arborwood Community Development District will then be an infrastructure management tool. This pinpointed responsibility can benefit the landowners with timely,

efficient, reliable and flexible services. It serves as a concurrency management tool for the County, the landowners, the developer and, ultimately, the residents. In addition, the district would be a financing tool providing financial incentives for long-range and high quality service benefits to initial and subsequent landowners without burdening Lee County or Fort Myers and its taxpayers.

THE PETITION

The statutes require that a petition be filed containing the following information:

- a metes and bounds description of the external boundaries of the district and the impact of the proposed district on property within the external boundaries of the district which is excluded from the district;
- the consent of the property owners;
- the designation of the initial members of the board of supervisors;
- the proposed name of the district;
- a map of the proposed district showing current major trunk water mains and sewer interceptors and outfalls if in existence;
- the proposed timetable and estimated cost of constructing the proposed services;
- the designation of the future general distribution, location, and extent of public and private uses of land; and,
- a statement of estimated regulatory costs.

Such a petition was received from the Petitioner by Lee County on November 18, 2003. In order to assist the Commission and its staff in reviewing the petition, supplemental materials were requested and were furnished by the Petitioner. The Petition and supplemental materials have been incorporated into this analysis. Planning staff's review of the petition finds the submittal to be sufficient.

FACTORS TO BE CONSIDERED

In accordance with F.S. Chapter 190, in addition to the record of the local hearing and any resolutions adopted by local general purpose governments, the Florida Land and Water Adjudicatory Commission is required to consider the following six factors in making a determination to grant or deny a petition for the establishment of a community development district:

1. Whether all statements contained within the petition have been found to be true and correct.
2. Whether the creation of the district is inconsistent with any applicable element or portion of the state comprehensive plan or of the effective local government comprehensive plan.
3. Whether the area of land within the proposed district is of sufficient size, is sufficiently compact, and is sufficiently contiguous to be developable as one functional interrelated community.
4. Whether the district is the best alternative available for delivering community development services and facilities to the area that will be served by the district.
5. Whether the community development services and facilities of the district will be incompatible with the capacity and uses of existing local and regional community development services and facilities.
6. Whether the area that will be served by the district is amenable to separate special-district government.

The obligation of the Florida Land and Water Adjudicatory Commission is to consider the six factors using the information in the petition and its attachments, any other documents and information that have been filed, including the expert documents, and any information presented before the commission at the public hearing. The key decisions to be made by the Land and Water Adjudicatory Commission in establishing a district is simply whether it is a reasonable thing to do in view of the six factors which the law requires the Florida Land and Water Adjudicatory Commission to analyze.

It should be noted that these factors are not specific criteria nor are they legal permit requirements or standards. Neither are they the basis for rendering any kind of final order or judgment. In accordance with F.S. s. 190.004(3), the creation of a community development district is not a development order within the meaning described in Chapter 380. All governmental planning, environmental, and land development laws, regulations, and ordinances apply to the development of the land within a community development district.

STAFF ANALYSIS OF FACTORS

Planning staff has reviewed the petition and accompanied materials. Following is staff's determination of the petition's applicability to each of the six factors.

Concerning Factor #1: Staff concludes that all statements contained within the petition are true and correct. This determination applies to the petition and all of its Exhibits.

Concerning petition Exhibit 7, staff agrees with the statement of estimated regulatory costs that there is no adverse impact on small businesses. In fact there could be positive impacts due to the opportunity for small businesses to bid on work within the district. Staff also concurs with the methodology employed in the statement of estimated regulatory costs.

Concerning Factor #2: Staff concludes that the creation and establishment of the district is not inconsistent with any applicable element or portion of the state comprehensive plan. In fact, the establishment of the district is affirmatively consistent with Section 187.201(21)(b)(2) F.S., which encourages restructuring political jurisdiction with the goal of greater efficiency. The subject property is in a state of flux regarding the effective local government comprehensive plan. The property has been annexed into the City of Fort Myers. The City is currently processing a comprehensive plan amendment for the subject property. In this interim time development of the property is governed by Lee Plan future land use categories. The Lee Plan designations are Airport Commerce, Rural and Wetland. While the proposed plan of development is not consistent with these Lee Plan designations, the formation of a Community Development district is not in itself inconsistent.

Concerning Factor #3: Planning staff has determined that the area of the land within the proposed district is of sufficient size, is sufficiently compact, and sufficiently contiguous to be developable as one functional interrelated community on the site.

Concerning Factor #4: Planning staff has reviewed the alternatives available for managing and financing those basic systems, facilities and services for the Arborwood development area and have concluded that the district is one of the best alternatives available for delivering services and facilities to the area.

Concerning Factor #5: Staff has reviewed the issue of the capacity and uses of any existing local and regional community development services and facilities. The establishment of the District will not create conflicts because it is anticipated by the petitioner that water and sewer utilities will be funded by the District and water and sewer will be provided by and operated and maintained by the City of Fort Myers.

Staff has determined that the community development services and facilities of the district will not be incompatible with the capacity and uses of the existing local and regional services and facilities that deal with community development.

Concerning Factor #6: Staff has reviewed the area in question and has determined that it is amenable to separate special district government.

ADDITIONAL ANALYSIS

As in previous reviews, staff has a concern that future purchasers of property or dwelling units within the proposed UCDD are aware that the property they are purchasing will be

subject to additional assessments for public services and facilities, beyond those taxes and assessments levied by local governments. Section 190.048, Florida Statutes, contains a provision that requires that a buyer of an "initial" parcel, or the buyer of an "initial" residential unit within a UCDD be notified that the property or dwelling unit being purchased is subject to special assessments from the district. Second and third buyers of property or dwelling units, however, would not be notified that the property is subject to these special assessments. Staff believes that all future purchasers of property within a UCDD should be made aware that they will be subject to additional district assessments. Staff therefore recommends that the disclosure statement provided in Section 190.048, Florida Statutes apply to all subsequent sales within the UCDD, and not just to the initial sale. Staff recommends the inclusion of the following language in the resolution supporting the proposed district:

Any and all agreements for the sale of property within the boundaries of the Arborwood Community Development District must include the disclosure statement required in Section 190.048, Florida Statutes, for the initial sale of the property. This requirement applies to the initial seller of the property as well as all subsequent sellers, successors and assigns for the life of the Arborwood Community Development District.

RECOMMENDATION

Planning staff recommends that the Board of County Commissioners adopt a resolution supporting the petition to establish the Arborwood Uniform Community Development District in accordance with Section 190.005(1)(f), F.S. Additionally, that any approval by the Florida Land and Water Adjudicatory Commission include the following requirement:

Any and all agreements for the sale of property within the boundaries of the Arborwood Community Development District must include the disclosure statement required in Section 190.048, Florida Statutes, for the initial sale of the property. This requirement applies to the initial seller of the property as well as all subsequent sellers, successors and assigns for the life of the Arborwood Community Development District.

**PETITION TO ESTABLISH
THE ARBORWOOD COMMUNITY
DEVELOPMENT DISTRICT**

Submitted By:

**Jonathan T. Johnson
Florida Bar No. 986460
Chasity H. O'Steen
Florida Bar No. 659681
123 South Calhoun Street
Post Office Box 6526
Tallahassee, FL 32314
(850) 222-7500 (telephone)
(850) 224-8551 (facsimile)
Attorney for Petitioner**

ADD 2003-00178

RECEIVED
DEC 04 2003

ZONING COUNTER

BEFORE THE FLORIDA LAND AND
WATER ADJUDICATORY COMMISSION

IN RE: A Rule to Establish)
the Arborwood)
Community Development District)
_____)

Case No. _____

**PETITION TO ESTABLISH THE ARBORWOOD COMMUNITY
DEVELOPMENT DISTRICT**

Petitioner, Worthington Holdings Southwest, L.L.C. (hereinafter "Petitioner"), hereby petitions the Florida Land and Water Adjudicatory Commission, pursuant to the "Uniform Community Development District Act of 1980," Chapter 190, Florida Statutes, and Chapter 42-1, Florida Administrative Code, to establish a Community Development District ("CDD" or "District") with respect to the land described herein. In support of this Petition, Petitioner states as follows:

1. Location and Size. The proposed CDD is located entirely within the municipal limits of Ft. Myers, Florida and contains approximately 2,479.13 acres. **Exhibit 1** depicts the general location of the project. The metes and bounds description of the external boundaries of the proposed District is set forth in **Composite Exhibit 2**.

2. Excluded Parcels. There are no out-parcels located within the external boundaries of the proposed District that are to be excluded from the District.

3. Landowner Consent. Petitioner either owns or has written consent to establish the proposed District from the Landowners of 100% of the real property to be located within the proposed District. Documentation of ownership and consent to the establishment of a community development district by 100% of the real property owners is contained in **Exhibit 3**.

4. Name. The proposed name of the District to be established is the Arborwood Community Development District.

5. Initial Board Members. The five persons designated to serve as initial members of the Board of Supervisors of the proposed District are as follows:

Name: John Gnagey
Address: 9240 Marketplace Road, Suite 2
Fort Myers, Florida 33912

Name: Jeff Darragh
Address: 9240 Marketplace Road, Suite 2
Fort Myers, Florida 33912

Name: Glenn Cribbett
Address: 9240 Marketplace Road, Suite 2
Fort Myers, Florida 33912

Name: John Asher
Address: 9240 Marketplace Road, Suite 2
Fort Myers, Florida 33912

Name: Ron Zul
Address: 9240 Marketplace Road, Suite 2
Fort Myers, Florida 33912

All of the above listed persons are residents of the State of Florida and citizens of the United States of America.

6. Existing Land Uses. The existing land uses within and abutting the proposed District are depicted in **Exhibit 4**. Generally, the property is bounded on the west by Interstate 75, on the east by the Gateway P.U.D., and is south of the Sun City and Colonial Country Club developments and north of Daniels Parkway. The lands within the proposed District are undeveloped. The property has recently been annexed into the City of Fort Myers. It is currently zoned AG-2 and IL.

7. Future Land Uses. The future general distribution, location and extent of the public and private land uses proposed within the District are shown on **Exhibit 5**.

8. Major Water and Wastewater Facilities. There are no current major trunk water mains, sewer interceptors or outfalls within the boundaries of the proposed District. See Exhibit 6.

9. District Facilities and Services. Petitioner presently intends for the proposed District to participate in the construction of certain infrastructure improvements. **Exhibit 7** describes the type of facilities Petitioner presently expects the proposed District to finance, construct and install from approximately 2004 through 2006. The estimated costs of construction are also described in **Exhibit**

7. Actual construction timetables and expenditures will likely vary, due in part to the effects of future changes in the economic conditions upon costs such as labor, services, materials, interest rates and market conditions.

10. Statement of Estimated Regulatory Costs. **Exhibit 8** is the Statement of Estimated Regulatory Costs ("SERC"). The SERC is based upon presently available data. The data and methodology used in preparing the SERC accompany it.

11. Authorized Agent. The authorized agent of Petitioner is John Asher. See Exhibit 9 - Authorization of Agent. Copies of all correspondence and official notices should also be sent to:

Jonathan T. Johnson
HOPPING GREEN & SAMS, P.A.
123 South Calhoun Street
Post Office Box 6526
Tallahassee, FL 32314

12. Prior to the filing of this Petition, Petitioner submitted a copy of this Petition with Exhibits and paid the required filing fee of \$15,000.00 each to the City of Ft. Myers and to Lee County. These actions were undertaken in accordance with Section 190.005(1)(b), Florida Statutes.

13. This petition to establish the Arborwood Community Development District should be granted for the following reasons:

a. Establishment of the proposed District and all land uses and services planned within the proposed District are not inconsistent with applicable elements or portions of the effective State Comprehensive Plan or the local Comprehensive Plan.

b. The area of land within the proposed District is part of a planned community. It is of a sufficient size and is sufficiently compact and contiguous to be developed as one functional and interrelated community.

c. The establishment of the proposed District will prevent the general body of taxpayers in the City from bearing the burden for installation of the infrastructure and the maintenance of certain facilities within the development encompassed by the proposed District. The proposed District is the best alternative for delivering community development services and facilities to the proposed community without imposing an additional burden on the general population of the local general-purpose government. Establishment of the proposed District in conjunction with a comprehensively planned community, as proposed, allows for a more efficient use of resources.

d. The community development services and facilities of the proposed District will not be incompatible with the capacity and use of existing local and regional community development services and facilities. In addition, the establishment of the proposed District will provide a

perpetual entity capable of making reasonable provisions for the operation and maintenance of the proposed District services and facilities.

e. The area to be served by the proposed District is amenable to separate special-district government.

WHEREFORE, Petitioner respectfully requests the Florida Land and Water Adjudicatory Commission to:

a. Forward this Petition to the Division of Administrative Hearings, requesting that an Administrative Law Judge be appointed to conduct a hearing as required by Section 190.005(1)(d), Florida Statutes;

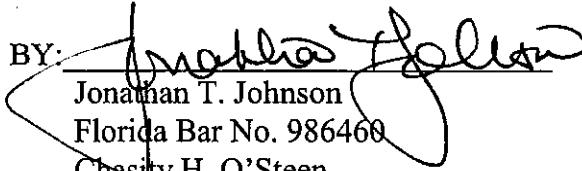
b. Receive a report and conclusion from the Administrative Law Judge as to whether the Petition satisfied the provisions of Section 190.005(1)(e), Florida Statutes; and

c. Adopt a rule pursuant to Chapters 120 and 190, Florida Statutes, granting this Petition and establishing the Arborwood Community Development District.

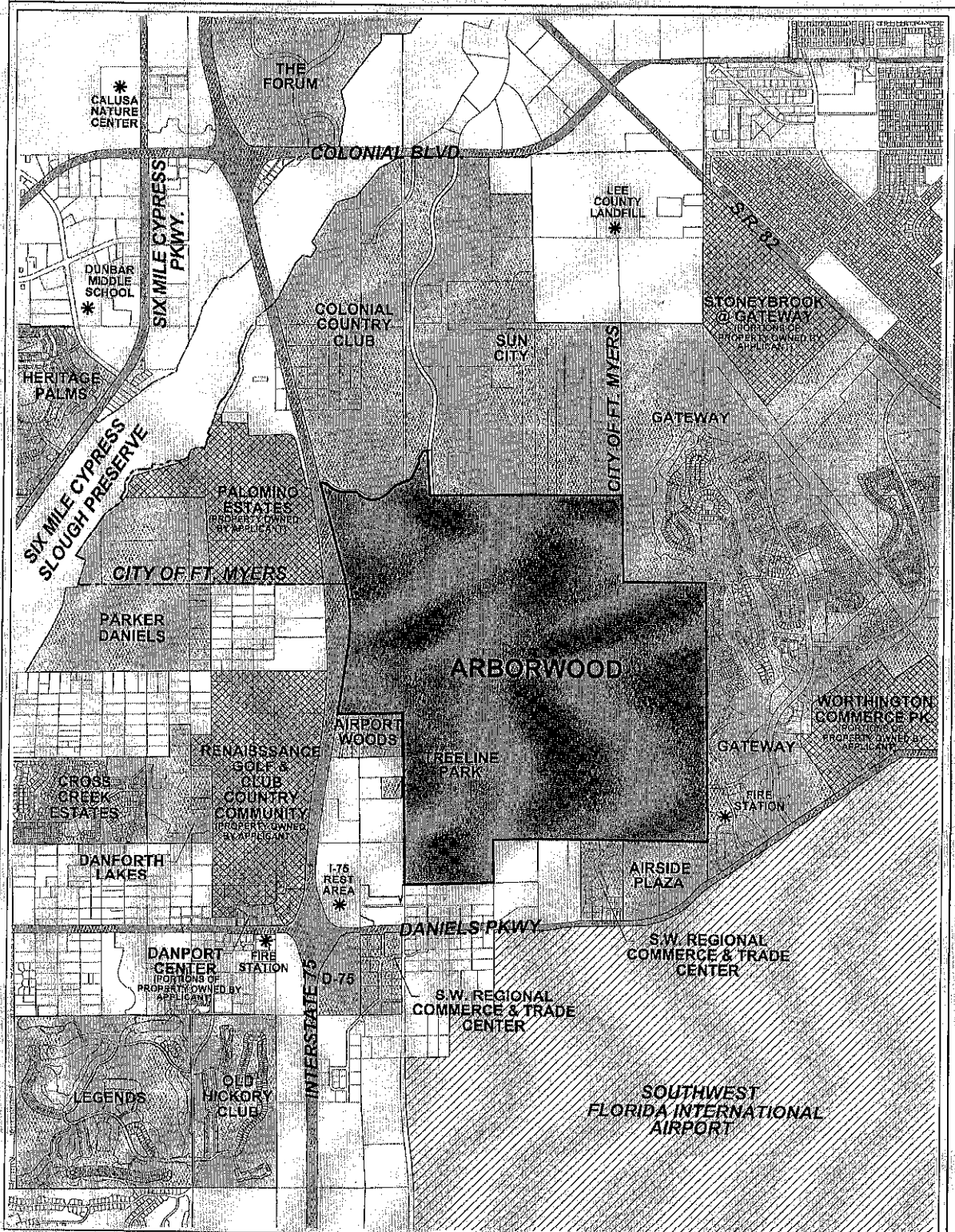
RESPECTFULLY SUBMITTED, this 17 day of November, 2003.

HOPPING GREEN & SAMS, P.A.

BY:



Jonathan T. Johnson
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Attorneys for Petitioner



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 and Surveyors, Inc. 10000 N. US Highway 1
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PREPARED FOR:
W WORTHINGTON COMMUNITIES
MEMBER OF



FILE #	6-0384-12
DATE	09/01/00 00:00:00
DATE	MAY 2005
SCALE	1"=500'
PREPARED BY	DMP/ML
CHECKED BY	CUNR
APPROVED BY	

EXHIBIT 1
ARBORWOOD CDD
LOCATION MAP

EXHIBIT 2A

Legal Description of Lands To Be Included Within The Proposed District, Including Lands Owned By The Gould Estate, Which Are Identified In Exhibit 2B

DESCRIPTION OF A PARCEL OF LAND LYING IN
SECTIONS 2, 3, 10, 11, 12, 13, 14, 15, & 23, TOWNSHIP 45 SOUTH RANGE 25 EAST,
LEE COUNTY, FLORIDA
(ARBORWOOD CDD 08-01-2003)

A PARCEL OF LAND LYING IN THE STATE OF FLORIDA, COUNTY OF LEE, LYING IN SECTIONS 2, 3, 10, 11, 12, 13, 14, 15, & 23, TOWNSHIP 45 SOUTH, RANGE 25 EAST, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHWEST CORNER OF SAID SECTION 12; THENCE N.89°55'59"E. ALONG THE NORTH LINE OF THE NORTHWEST QUARTER (NW 1/4) OF SAID SECTION 12 FOR 2593.44 FEET TO THE NORTHEAST CORNER OF THE NORTHWEST QUARTER (NW 1/4) OF SAID SECTION 12; THENCE CONTINUE N.89°55'59"E. ALONG THE NORTH LINE OF THE NORTHEAST QUARTER (NE 1/4) OF SAID SECTION 12 FOR 69.69 FEET; THENCE S.01°05'49"E. FOR 2646.14 FEET TO A POINT ON THE NORTH LINE OF THE SOUTHEAST QUARTER (SE 1/4) OF SAID SECTION 12; THENCE N.89°55'48"E. ALONG NORTH LINE OF THE SOUTHEAST QUARTER (SE 1/4) OF SAID SECTION 12 FOR 2524.41 FEET TO THE NORTHEAST CORNER OF THE SOUTHEAST QUARTER (SE 1/4) OF SAID SECTION 12; THENCE S.00°57'31"E. ALONG THE EAST LINE OF THE SOUTHEAST QUARTER (SE 1/4) OF SAID SECTION 12 FOR 2645.06 FEET TO THE SOUTHEAST CORNER OF SAID SECTION 12; THENCE S.00°40'57"E. ALONG THE EAST LINE OF THE NORTHEAST QUARTER (NE 1/4) OF SAID SECTION 13 FOR 2647.21 FEET TO THE SOUTHEAST CORNER OF THE NORTHEAST QUARTER (NE 1/4) OF SAID SECTION 13; THENCE S.00°53'05"E. ALONG THE EAST LINE OF THE SOUTHEAST QUARTER (SE 1/4) OF SAID SECTION 13 FOR 2644.11 FEET TO THE SOUTHEAST CORNER OF SAID SECTION 13; THENCE N.89°42'21"W. ALONG THE SOUTH LINE OF THE SOUTHEAST QUARTER (SE 1/4) OF SAID SECTION 13 FOR 2596.61 FEET TO THE SOUTHWEST CORNER OF THE SOUTHEAST QUARTER (SE 1/4) OF SAID SECTION 13; THENCE N.89°42'31"W. ALONG THE SOUTH LINE OF THE SOUTHWEST QUARTER (SW 1/4) OF SAID SECTION 13 FOR 2597.48 FEET TO THE SOUTHWEST CORNER OF SAID SECTION 13; THENCE S.88°09'06"W. ALONG THE SOUTH LINE OF SECTION 14 FOR 1353.20 FEET TO THE SOUTHWEST CORNER OF THE SOUTHEAST QUARTER (SE 1/4) OF THE SOUTHEAST QUARTER (SE 1/4) OF SAID SECTION 14; THENCE S.00°56'40"E. ALONG THE WEST LINE OF THE NORTHEAST QUARTER (NE 1/4) OF THE NORTHEAST QUARTER (NE 1/4) OF SECTION 23 FOR 1321.04 FEET TO THE SOUTHWEST CORNER OF THE NORTHEAST QUARTER (NE 1/4) OF THE NORTHEAST QUARTER (NE 1/4) OF SECTION 23; THENCE S.88°07'27"W. ALONG THE SOUTH LINE OF THE NORTHWEST QUARTER (NW 1/4) OF THE NORTHEAST QUARTER (NE 1/4) OF SECTION 23 FOR 1351.52 FEET TO THE SOUTHWEST CORNER OF THE NORTHWEST QUARTER (NW 1/4) OF THE NORTHEAST QUARTER (NE 1/4) OF SECTION 23; THENCE S.88°07'59"W. ALONG THE SOUTH LINE OF THE NORTHEAST QUARTER (NE 1/4) OF THE NORTHWEST QUARTER (NW 1/4) OF SECTION 23 FOR 1353.52 FEET TO THE SOUTHWEST CORNER OF THE NORTHEAST QUARTER (NE 1/4) OF THE NORTHWEST QUARTER (NW 1/4) OF SECTION 23; THENCE N.01°01'24"W. ALONG THE WEST LINE OF THE NORTHEAST QUARTER (NE 1/4) OF THE NORTHWEST QUARTER (NW 1/4) OF SECTION 23 FOR 909.59 FEET; THENCE N.13°29'05"E. FOR 98.76 FEET TO THE BEGINNING OF A CURVE TO THE LEFT HAVING A RADIUS OF 1262.50 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 14°33'33" FOR 320.81 FEET; THENCE N.01°04'28"W. FOR 2645.55 FEET TO A POINT ON THE NORTH LINE OF THE EAST HALF (E 1/2) OF THE SOUTHWEST QUARTER (SW 1/4) OF SAID SECTION 14; THENCE N.00°52'49"W. FOR 843.65 FEET; THENCE S.89°07'11"W. FOR 65.00 FEET TO A POINT ON THE WEST LINE OF THE SOUTHEAST QUARTER (SE 1/4) OF THE NORTHWEST QUARTER (NW 1/4) OF SAID SECTION 14; THENCE N.00°52'49"W. ALONG THE WEST LINE OF THE SOUTHEAST QUARTER (SE 1/4) OF THE NORTHWEST QUARTER (NW 1/4) OF SAID SECTION 14 FOR 477.57 FEET THE NORTHWEST CORNER OF THE SOUTHEAST QUARTER (SE 1/4) OF THE NORTHWEST QUARTER OF SAID SECTION 14; THENCE S.88°18'58"W. ALONG THE SOUTH LINE OF THE NORTHWEST QUARTER (NW 1/4) OF THE NORTHWEST QUARTER (NW 1/4) OF SECTION 14 FOR 1357.95 FEET TO THE SOUTHWEST CORNER OF THE NORTHWEST QUARTER (NW 1/4) OF THE NORTHWEST QUARTER (NW 1/4) OF SECTION 14; THENCE S.89°34'25"W. ALONG THE

SOUTH LINE OF THE NORTHEAST QUARTER (NE 1/4) OF THE NORTHEAST QUARTER (NE 1/4) OF SAID SECTION 15 FOR 640.89 FEET TO AN INTERSECTION WITH THE EAST RIGHT-OF-WAY LINE OF I-75; THENCE N.08°21'16"E. ALONG THE EAST RIGHT-OF-WAY LINE OF I-75 FOR 1925.01 FEET TO THE BEGINNING OF A CURVE TO THE LEFT HAVING A RADIUS OF 5891.58 FEET; THENCE NORTHWESTERLY ALONG SAID EAST RIGHT-OF-WAY LINE OF I-75 AND SAID CURVE THROUGH A CENTRAL ANGLE OF 23°11'09" FOR 2384.14 FEET; THENCE N.14°49'51"W. ALONG SAID EAST RIGHT-OF-WAY LINE OF I-75 FOR 2886.26 FEET TO AN INTERSECTION WITH THE CENTERLINE OF A WATER MANAGEMENT EASEMENT DESCRIBED IN OFFICIAL RECORD BOOK 2558, PAGE 2002, LEE COUNTY, FLORIDA; THENCE ALONG SAID CENTERLINE THE FOLLOWING COURSES; THENCE ALONG A CURVE TO THE RIGHT HAVING A RADIUS OF 230.00 FEET, THROUGH A CENTRAL ANGLE OF 63°11'11" FOR AN ARC DISTANCE OF 253.65 FEET, A CHORD BEARING OF S.75°49'31"E. A CHORD DISTANCE OF 240.99 FEET TO A POINT OF REVERSE CURVATURE; THENCE ALONG A CURVE TO THE LEFT HAVING A RADIUS OF 710.00 FEET, THROUGH A CENTRAL ANGLE OF 46°08'48" FOR 571.84 FEET; THENCE N.89°37'18"E. FOR 354.32 FEET; THENCE S.50°15'11"E. FOR 144.85 FEET TO THE BEGINNING OF A NON-TANGENT CURVE TO THE LEFT HAVING A RADIUS OF 600.00 FEET; THENCE ALONG SAID CURVE TO THE LEFT THROUGH A CENTRAL ANGLE OF 84°17'37" FOR 882.72 FEET, A CHORD BEARING OF N.87°36'01"E. A CHORD DISTANCE OF 805.24 FEET; THENCE N.45°27'12"E. FOR 398.60 FEET; THENCE N.67°03'34"E. FOR 478.36 FEET; THENCE N.34°14'49"E. FOR 127.19 FEET; THENCE N.23°40'29"E. FOR 475.63 FEET; THENCE N.06°52'49"W. FOR 109.55 FEET; THENCE N.36°30'44"E. FOR 109.13 FEET; THENCE N.20°42'13"E. FOR 118.75 FEET; THENCE N.60°38'04"E. FOR 92.29 FEET; THENCE N.74°41'42"E. FOR 85.73 FEET TO AN INTERSECTION WITH THE WESTERLY LINE OF TREELINE BOULEVARD; THENCE ALONG SAID WESTERLY LINE THE FOLLOWING COURSES; THENCE AROUND A CURVE TO THE LEFT, HAVING A RADIUS OF 2800.06 FEET THROUGH A CENTRAL ANGLE OF 05°12'07" AN ARC DISTANCE OF 254.22 FEET A CHORD BEARING OF S.01°14'59"E., A CHORD DISTANCE OF 254.14 FEET; THENCE S.03°51'03"E. FOR 959.31 FEET TO THE BEGINNING OF A CURVE TO THE RIGHT HAVING A RADIUS OF 2500.00 FEET; THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 04°28'22" FOR 195.16 FEET TO THE NORTH LINE OF THE NORTHWEST QUARTER (NW 1/4) OF SAID SECTION 11; THENCE N.89°04'48"E. ALONG THE NORTH LINE OF THE NORTHWEST QUARTER (NW 1/4) OF SAID SECTION 11 FOR 576.50 FEET TO THE NORTHEAST CORNER OF SAID NORTHWEST QUARTER OF SECTION 11; THENCE N.89°03'32"E. ALONG THE NORTH LINE OF THE NORTHEAST QUARTER (NE 1/4) OF SAID SECTION 11 FOR 2645.22 FEET TO THE POINT OF BEGINNING.

CONTAINING 2479.13 ACRES, MORE OR LESS.

SUBJECT TO EASEMENTS, RESTRICTIONS, RESERVATIONS AND RIGHTS-OF-WAY (RECORDED AND UNRECORDED, WRITTEN AND UNWRITTEN)

BEARINGS ARE BASED ON THE NORTH LINE OF SECTION 12 BEING N.89°55'59"E.

Certification for Description
Surveyor and Mapper in Responsible Charge:
Denis J. O'Connell, Jr., LS #5430
Community Engineering Services, Inc. LB #6572
8991 Daniels Center Drive, Suite 103
Fort Myers, FL 33912

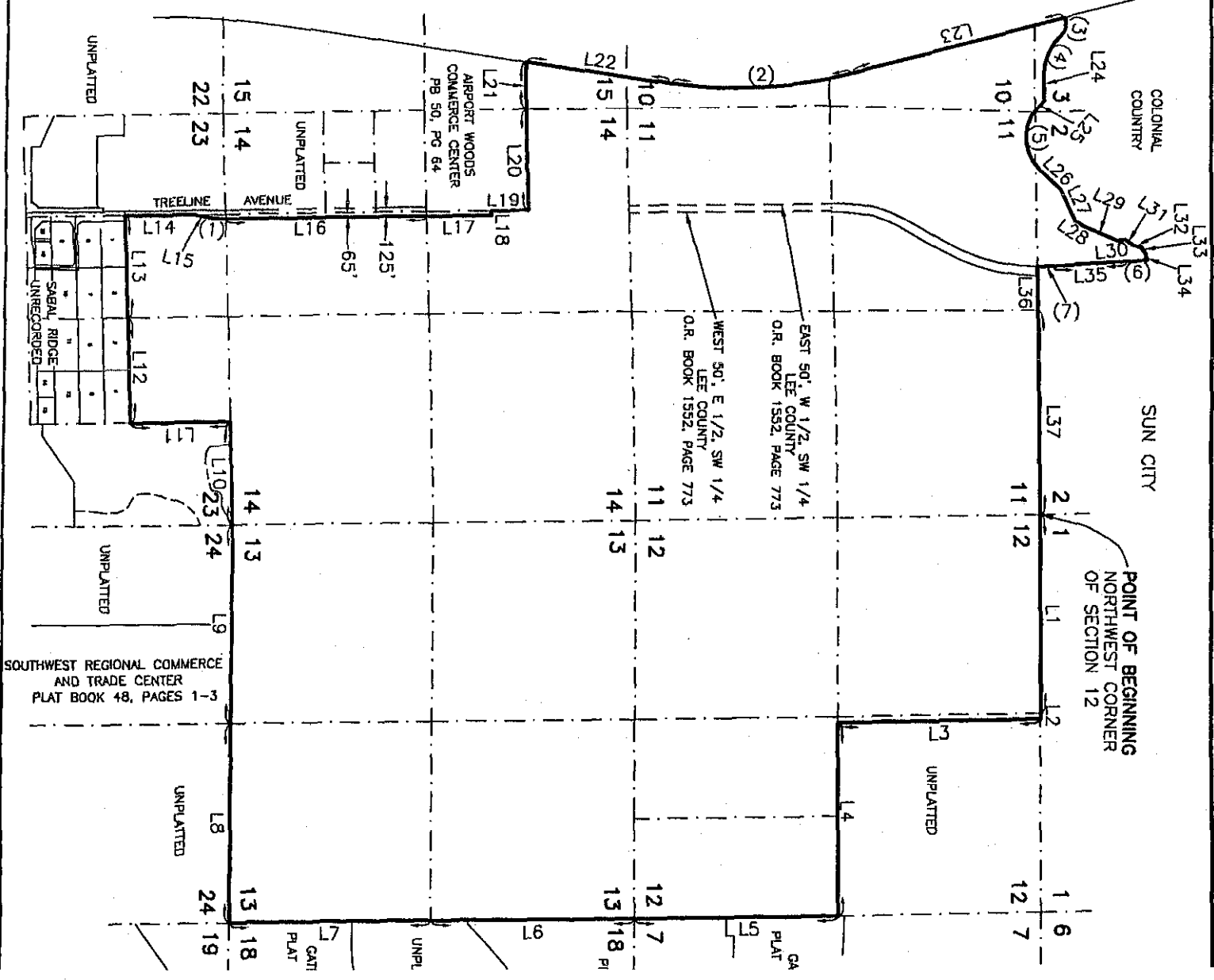
Signed: _____

Date: _____


08/02/03



INTERSTATE 75



COLONIAL COUNTRY

SUN CITY

POINT OF BEGINNING NORTHWEST CORNER OF SECTION 12

AIRPORT WOODS COMMERCE CENTER
PB 50, PG 84

EAST 50', W 1/2, SW 1/4
LEE COUNTY
O.R. BOOK 1552, PAGE 773

WEST 50', E 1/2, SW 1/4
LEE COUNTY
O.R. BOOK 1552, PAGE 773

SOUTHWEST REGIONAL COMMERCE AND TRADE CENTER
PLAT BOOK 48, PAGES 1-3

SABAL RIDGE
UNRECORDED

GA
PLAT

GAT
PLAT

UNPL

UNPLATTED

UNPLATTED

UNPLATTED

UNPLATTED

UNPLATTED

TREE LINE AVENUE

EXHIBIT 2B

OWNERSHIP DESIGNATION OF LANDS **TO BE INCLUDED WITHIN THE PROPOSED DISTRICT:**

Property owned by the Gould Estate and to be included within the boundaries of the proposed District may be referenced under the following Lee County Tax Collector Property Identification Numbers:

12-45-25-00-00006.0060 (Book 2702/Page 2550)

12-45-25-00-00006.0070 (Book 2702/Page 2550)

Consent and Joinder of Landowners
for Establishment of a Community Development District

The undersigned is the owner of certain lands portions of which are more fully described in Exhibit 2 to the Petition (the "Property").

The undersigned understands and acknowledges that Worthington Holdings Southwest, LLC ("Petitioner"), intends to submit a petition to establish a Community Development District in accordance with the provisions of Chapter 190 of the Florida Statutes.

As an owner of lands that are intended to constitute the Community Development District, the undersigned understands and acknowledges that pursuant to the provisions of Section 190.005, Florida Statutes, Petitioner is required to include the written consent to the establishment of the Community Development District of one hundred percent (100%) of the owners of the lands to be included within the Community Development District.

The undersigned hereby consents to the establishment of a Community Development District that will include the Property within the lands to be a part of the Community Development District and agrees to further execute any documentation necessary or convenient to evidence this consent and joinder during the application process for the establishment of the Community Development District.


The undersigned acknowledges that the consent will remain in full force and effect until the Community Development District is established or three years from the date hereof, which ever shall first occur. The undersigned further agrees that it will provide to the next purchaser or successor in interest of all or any portion of the Property a copy of this consent form and obtain, if requested by Petitioner, consent to establishment of the Community Development District in substantially this form.


The undersigned hereby represents and warrants that it has taken all actions and obtained all consents necessary to duly authorize the execution of this consent and joinder by the officer executing this instrument.

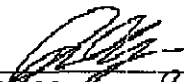
Executed this 4 day of Nov, 2003.

Witnessed:

Worthington Holdings Southwest, LLC


Print Name: Andrew Skiera


Print Name: John Stacey
Its: Vice President


Print Name: Barbara Gay

**Consent and Joinder of Landowners
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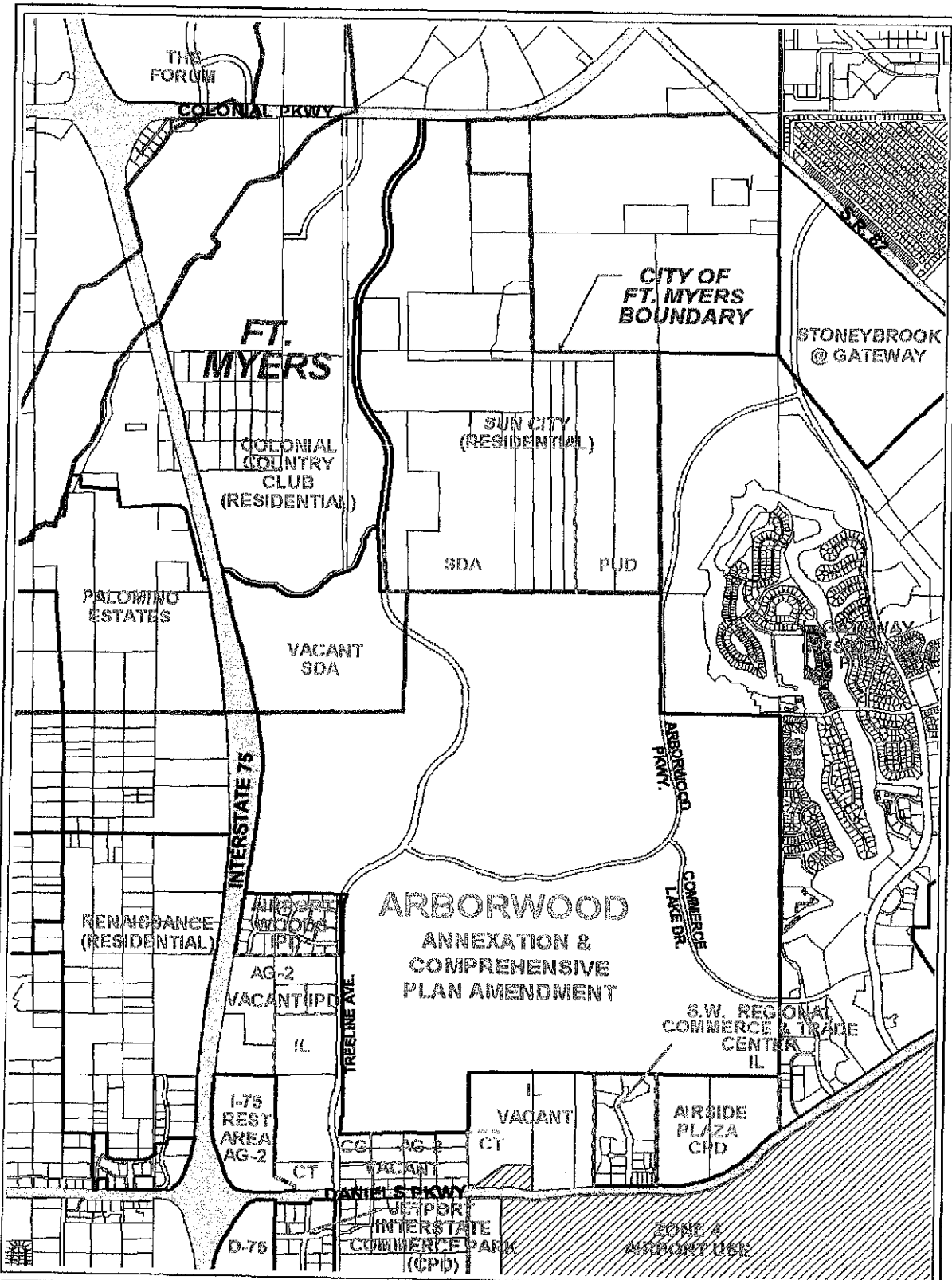
The undersigned acknowledges that the consent will remain in full force and effect until the Community Development District is established or three years from the date hereof, which ever shall first occur. The undersigned further agrees that it will provide to the next purchaser or successor in interest of all or any portion of the Property a copy of this consent form and obtain, if requested by Petitioner, a consent to establishment of the Community Development District in substantially this form.

The undersigned hereby represents and warrants that it has taken all actions and obtained all consents necessary to duly authorize the execution of this consent and joinder by the officer executing this instrument.

Executed this 28 day of October, 2003

By: _____

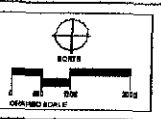
Anna Maria Ortiz, Personal Representative of the Gould Estate



PREPARED BY:
WilsonsMiller
 4011 Corporate Center, Fort Myers, FL 33907
 Phone: (941) 336-1100
 www.wilsonsml.com

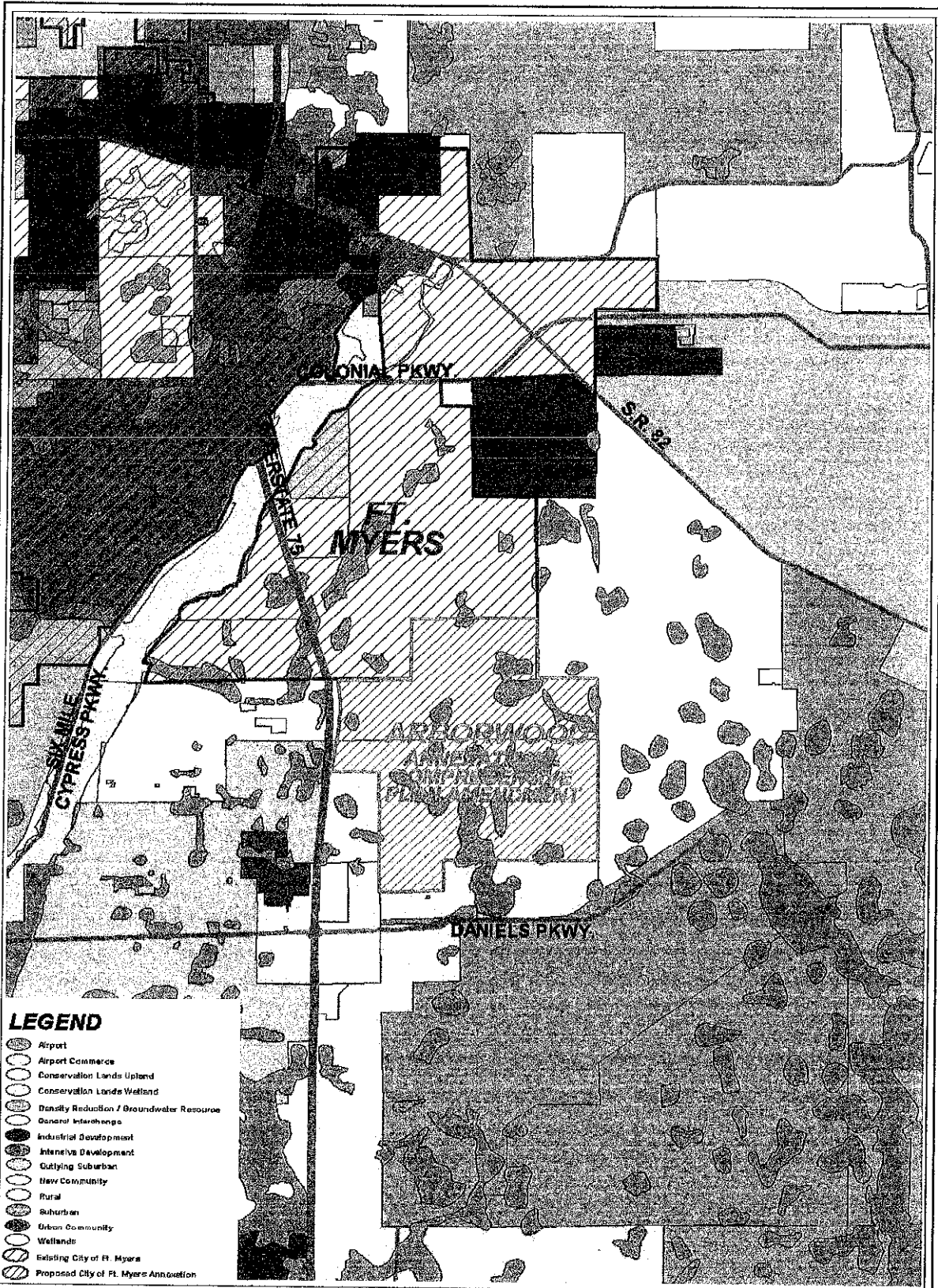
PREPARED FOR:
WORTHINGTON

LEGEND:
 AG-2 APPROXIMATE ZONE BOUNDARY WITH DESIGNATION



DATE	08/14/14
SCALE	AS SHOWN
PROJECT	ARBORWOOD
DRAWN BY	CHAD

EXHIBIT 4
ARBORWOOD CDD
EXISTING
LAND USE MAP

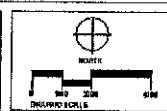


- LEGEND**
- Airport
 - Airport Commerce
 - Conservation Lands Upland
 - Conservation Lands Wetland
 - Density Reduction / Groundwater Resource
 - General Interchanges
 - Industrial Development
 - Intensive Development
 - Outlying Suburban
 - New Community
 - Rural
 - Suburban
 - Urban Community
 - Wetlands
 - Existing City of Ft. Myers
 - Proposed City of Ft. Myers Annexation

PREPARED BY:
WilsonMiller
CONSULTANTS IN PLANNING, ARCHITECTURE & ENGINEERING
 4011 Douglas Blvd. Suite 200, Ft. Myers, Florida 33906
 Phone: (888) 333-3376 Fax: (888) 333-3376
 www.wilsonmiller.com
 Multiple-Calendar of Entries: September 15, 2010 - 11:59 PM

PREPARED FOR:
W. WORTHINGTON
COMMUNITY DEVELOPMENT

GENERAL NOTES:

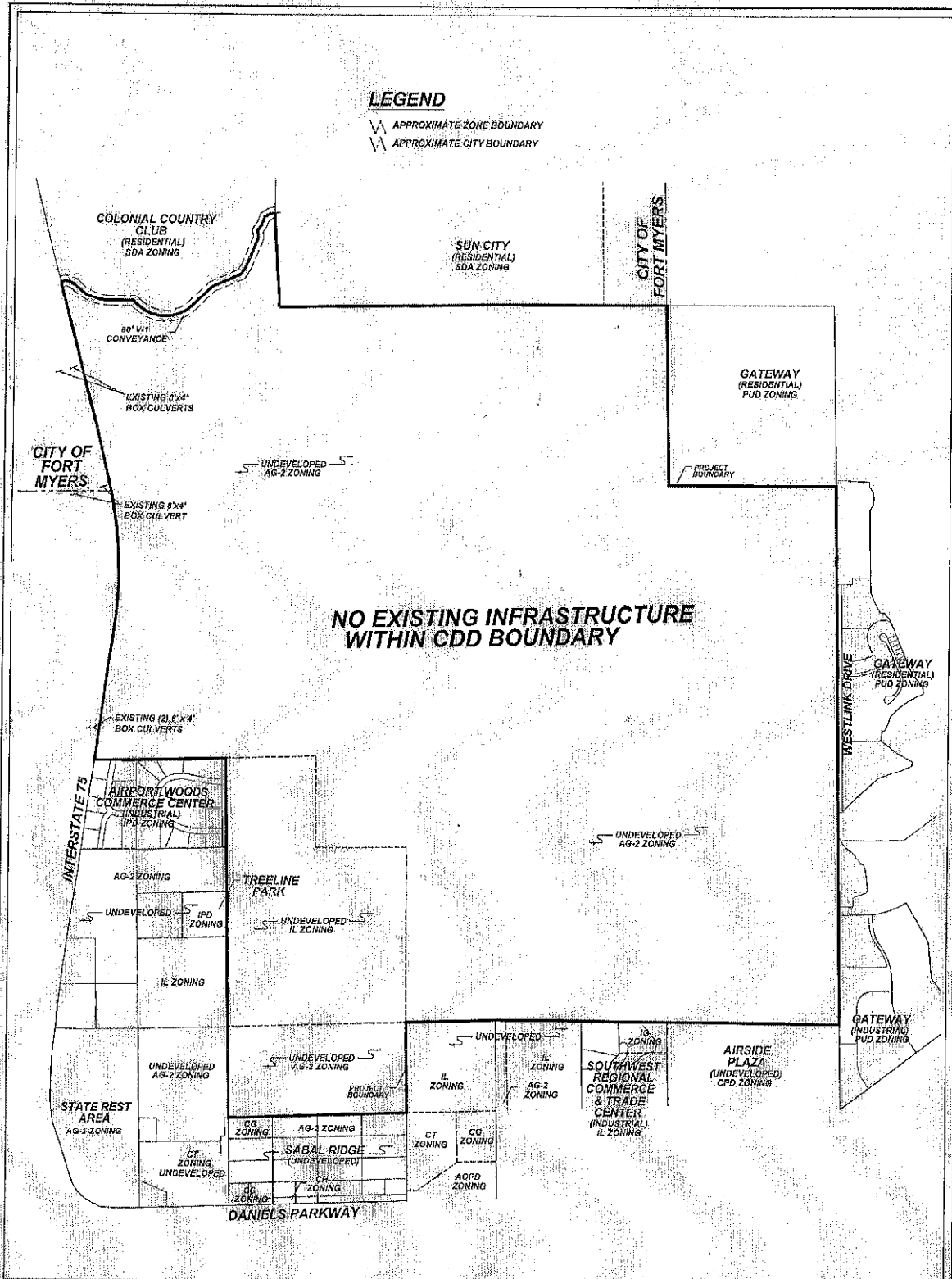


DATE: _____ DATE PREPARED: _____
 SCALE: _____ DRAWN BY: _____
 CHECKED BY: _____

**EXHIBIT 5
 ARBORWOOD CDD
 EXISTING FUTURE
 LAND USE MAP**

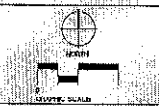
LEGEND

-  APPROXIMATE ZONE BOUNDARY
-  APPROXIMATE CITY BOUNDARY



PREPARED BY
Wilson Miller
 Surveyors & Engineers, Inc.
 10000 N. US Highway 1, Suite 100
 Fort Myers, FL 33907
 Phone: (813) 435-1100
 Fax: (813) 435-1101
 www.wilsonmiller.com

PREPARED FOR
WORTHINGTON COMMUNITIES



FILE #	PROJECT #
DATE	DATE
PREPARED BY	DATE
CHECKED BY	DATE
APPROVED BY	DATE

EXHIBIT 6
ARBORWOOD CDD
EXISTING INFRASTRUCTURE

ARBORWOOD COMMUNITY DEVELOPMENT DISTRICT

EXHIBIT 7

PROPOSED CONSTRUCTION COST ESTIMATES

<u>Description of Improvement</u>	<u>Estimated Costs</u>
Roadway	\$16,118,823
Water & Sewer Utilities	\$ 5,652,238
Stormwater Management	\$ 3,607,539
<u>Entranceway Improvements</u>	<u>\$ 1,000,000</u>
Total	<u>\$26,378,600</u>

EXHIBIT "8"

STATEMENT OF ESTIMATED REGULATORY COSTS

1.0 Introduction

1.1 Purpose and Scope

This Statement of Estimated Regulatory Costs ("SERC") supports the petition to form the **Arborwood Community Development District** ("District"). The proposed District comprises approximately 2,479.13 acres of land located in the municipal limits of Ft. Myers, in Lee County, Florida. The limitations on the scope of this SERC are explicitly set out in Section 190.002 (2) (d), F.S. (governing District formation or alteration) as follows:

"That the process of establishing such a district pursuant to uniform general law be fair and based only on factors material to managing and financing the service-delivery function of the district, so that any matter concerning permitting or planning of the development is not material or relevant." (Emphasis added)

1.2 Overview of the Arborwood Community Development District

The proposed District comprises approximately 2,479.13 acres within the City of Fort Myers, Florida (the "City"). The District is designed to provide community infrastructure, services and facilities along with certain ongoing operations and maintenance to the Arborwood development (the "Development" or "Arborwood"). Arborwood will be a mixed-use development.

The Development plan for the proposed lands within the District includes the construction of approximately 4,050 single family units, 2,450 multi-family units and 170,000 square feet of retail & office uses.

A Community Development District ("CDD") is an independent unit of special purpose local government authorized by Chapter 190, Florida Statutes, to plan, finance, construct, operate and maintain community-wide infrastructure in large, planned community developments. CDD's provide a "solution to the state's planning, management, and financing needs for delivery of capital infrastructure in order to service projected growth without overburdening other governments and their taxpayers." Section 190.002 (1)(a), F.S.

A CDD is not a substitute for the local, general purpose government unit, i.e., the county or city in which the CDD lies. A CDD does not have the permitting,

zoning or police powers possessed by general purpose governments. A community development district is an alternative means of financing, constructing, operating and maintaining community infrastructure for planned developments, such as Arborwood. The scope of this SERC is limited to evaluating the consequences of approving the proposal to establish the Arborwood Community Development District.

1.3 Requirements for Statement of Estimated Regulatory Costs

Section 120.541(2), F.S. (2003), defines the elements a statement of estimated regulatory costs must contain:

- (a) A good faith estimate of the number of individuals and entities likely to be required to comply with the rule, together with a general description of the types of individuals likely to be affected by the rule.
- (b) A good faith estimate of the cost to the agency, and to any other state and local government entities, of implementing and enforcing the proposed rule, and any anticipated effect on state or local revenues.
- (c) A good faith estimate of the transactional costs likely to be incurred by individuals and entities, including local governmental entities, required to comply with the requirements of the rule. As used in this paragraph, "transactional costs" are direct costs that are readily ascertainable based upon standard business practices, and include filing fees, the cost of obtaining a license, the cost of equipment required to be installed or used or procedures required to be employed in complying with the rule, additional operating costs incurred, and the cost of monitoring and reporting.
- (d) An analysis of the impact on small businesses as defined by s. 288.703, and an analysis of the impact on small counties and small cities as defined by s. 120.52. [Lee County is not defined as a small county for purposes of this requirement.]
- (e) Any additional information that the agency determines may be useful.
- (f) In the statement or revised statement, whichever applies, a description of any good faith written proposal submitted under paragraph (1)(a) and either a statement adopting the alternative or a statement of the reasons for rejecting the alternative in favor of the proposed rule.

2.0 A good faith estimate of the number of individuals and entities likely to be required to comply with the rule, together with a general description of the types of individuals likely to be affected by the rule.

As noted above, the Arborwood Development is an anticipated Planned Development Project designed for up to 6,500 total residential units. Formation of the District would put all of these households and the commercial development under the jurisdiction of the District. It is not anticipated that anyone outside the District would be affected by the rule creating the District, although the State of Florida, the City of Fort Myers and Lee County would be required to comply with the rule.

3.0 Good faith estimate of the cost to state and local government entities, of implementing and enforcing the proposed rule, and any anticipated effect on state and local revenues.

3.1 Costs to Governmental Agencies of Implementing and Enforcing Rule

State Government Entities

There will be only modest costs to various State governmental entities to implement and enforce the proposed formation of the District. The District as proposed is within the municipal limits of the City of Fort Myers and exceeds 1,000 acres, therefore the Florida Land and Water Adjudicatory Commission is the establishing entity under 190.005(1), F.S. The modest costs to various State entities to implement and enforce the proposed rule relate strictly to the receipt and processing of various reports that the proposed District is required to file with the State and its various entities. Appendix A lists the reporting requirements. The costs to those State agencies that will receive and process the District's reports are very small, because the District is only one of many governmental units that are required to submit the various reports. Therefore, the marginal cost of processing one additional set of reports is inconsequential. Additionally, pursuant to Section 189.427, F.S., the proposed District must pay an annual fee to the State of Florida Department of Community Affairs, which offsets such costs.

City of Fort Myers

The proposed land for the District is in the City of Fort Myers and consists of more than 1,000 acres. The City of Fort Myers and its staff may process, analyze, conduct a public hearing and vote upon the petition to establish the District. These activities will absorb some resources. The costs to review the record of the local hearing, the transcript of the hearing and the resolutions adopted by the

local general-purpose government will be offset by the filing fee required under Section 190.005 (1)(b), F.S.

These costs to the City are modest for a number of reasons. First, according to Chapter 190, F.S., review of the petition to establish the District does not include analysis of the project itself. Second, the petition itself provides much of the information needed for a staff review. Third, local governments already possess the staff needed to conduct the review without the need for new staff. Fourth, there is no capital required to review the petition. Fifth, the potential costs are offset by the required filing fee. Finally, local governments routinely process similar petitions for land uses and zoning charges that are far more complex than is the petition to establish a community development district.

The annual costs to the City of Fort Myers, because of the establishment of the District, are also very small. The proposed District is an independent unit of local government. The only annual costs the City faces are the minimal costs of receiving and reviewing the various reports that the District is required to provide to the City.

3.2 Impact on State and Local Revenues

Adoption of the proposed rule will have no negative impact on State and local revenues. The District is an independent unit of local government. It is designed to provide community facilities and services to serve the Arborwood development project. It has its own sources of revenue. No State or local subsidies are required or expected.

In this regard it is important to note that any debt obligations incurred by the District to construct its infrastructure, or for any other reason, are not debts of the State of Florida, Lee County, the City of Fort Myers or any unit of local government. In accordance with State law, debts of the District are strictly its own responsibility.

4.0 A good faith estimate of the transactional costs likely to be incurred by individuals and entities required to comply with the requirements of the Rule.

Table 1 provides an outline of the various facilities and services the proposed District may provide. The roadways and certain stormwater and mitigation facilities will be funded by the District. The District will also fund the water distribution and wastewater collection system, to be owned and maintained by the City.

**Table 1. Arborwood Community Development District
Proposed Facilities and Services**

FACILITY	FUNDED BY	O&M	OWNERSHIP
Roadways	CDD	Local Gov't	Local Gov't
Water/Sewer Utilities	CDD	CITY	CITY
Stormwater Management	CDD	CDD	CDD
Entranceway Improvements	CDD	CDD	CDD

CDD = Arborwood Community Development District; City = City of Fort Myers; County = Lee County; Local Gov't = City of Fort Myers or Lee County depending upon the roadway

The petitioner has estimated the design and development costs for providing the capital facilities as outlined in Table 1. The cost estimates are shown in Table 2 below. Total design and development costs for these facilities are estimated to be approximately \$26,378,600 million. The District may issue special assessment or other revenue bonds to fund the development of these facilities. These bonds would be repaid through non ad valorem assessments levied on all properties in the District that may benefit from the District's capital improvement program outlined in Table 2.

Prospective future landowners in the District may be required to pay non-ad valorem assessments levied by the District to secure the debt incurred through bond issuance. In addition to the levy of non-ad valorem assessments for debt service, the District may also impose a non-ad valorem assessment to fund the operations and maintenance of the District and its facilities and services. However, locating in the District by new residents is completely voluntary. So, ultimately, all owners and users of the affected property choose to accept the non-ad valorem assessments as a tradeoff for the numerous benefits and facilities that the District provides. In addition, state law requires all assessments levied by the District to be disclosed by the seller to all prospective purchasers of property within the District.

A CDD provides residents with the option of having higher levels of facilities and services financed through self-imposed charges. The District is an alternative means to finance necessary community services. District financing is no more expensive, and often less expensive, than the alternatives of a municipal service taxing unit (MSTU), a neighborhood association, City/County provision, or through developer equity and/or bank loans.

In considering these costs it shall be noted that occupants of the lands to be included within the District will receive three major classes of benefits.

First, those residents and businesses in the District will receive a higher level of public services and amenities sooner than would otherwise be the case.

Second, a CDD is a mechanism for assuring that the community services and amenities will be completed concurrently with development of lands within the District. This satisfies the revised growth management legislation, and it assures that growth pays for itself without undue burden on other consumers. Establishment of the District will ensure that these landowners pay for the provision of facilities, services and improvements to these lands.

Third, a CDD is the sole form of governance that allows District landowners, through landowner voting and ultimately electoral voting for resident elected boards, to determine the type, quality and expense of the District services they receive, provided they meet the County's overall requirements.

The cost impact on the ultimate landowners in the District is not the total cost for the District to provide infrastructure services and facilities. Instead, it is the incremental costs above what the landowners would have paid to install infrastructure via an alternative financing mechanism. Given the low cost of capital for a CDD, the cost impact to landowners is negligible. This incremental cost of the high quality infrastructure provided by the District is likely to be fairly low.

Table 2. Cost Estimate for District Facilities

CATEGORY	COST
Roadways	\$16,118,823
Water & Sewer Utilities	\$ 5,652,238
Stormwater Management	\$ 3,607,539
Entranceway Improvements	<u>\$ 1,000,000</u>
Total Estimated Costs for District Facilities	\$26,378,600

5.0 An analysis of the impact on small businesses as defined by Section 288.703, F.S., and an analysis of the impact on small counties and small cities as defined by Section 120.52, F.S.

There will be little impact on small businesses because of the formation of the District. If anything, the impact may be positive. This is because the District must competitively bid all of its contracts. This affords small businesses the opportunity to bid on District work.

The City of Fort Myers has an estimated population (not incarcerated) in 2003 that is greater than 10,000. Therefore the City is not defined as a "small" city according to Section 120.52, F.S. Lee County has an estimated population (not incarcerated) in 2003 that is greater than 75,000. Therefore the County is not defined as a "small" county according to Section 120.52, F.S.

6.0 Any additional useful information.

The analysis provided above is based on a straightforward application of economic theory, especially as it relates to tracking the incidence of regulatory costs and benefits. Inputs were received from the Developer's Engineer and other professionals associated with the Developer.

Prepared by: Severn Trent Environmental Services, Inc.

Florida Special District Handbook

APPENDIX A: REPORTING REQUIREMENTS AT A GLANCE

Submission Requirement	Statutory / Rule Reference	Applicable Special Districts	Due Date
AUDITOR GENERAL, LOCAL GOVERNMENT SECTION Room 401, Claude Pepper Building, 111 West Madison Street, Tallahassee, Florida 32399-1450			
Annual Financial Audit Report	Section 218.39, <i>F.S.</i> Chapter 10.550, <i>Rules of the Auditor General.</i> Handbook Section 2 - 4	<p>All special districts with either revenues or expenditures of more than \$100,000.00.</p> <p>All special districts with revenues or expenditures/expenses between \$50,000.00 and \$100,000.00 that have not been subjected to a financial audit for the two preceding fiscal years.</p> <p>A dependent special district that is a component unit of a county or municipality may provide for an annual financial audit by being included in the audit of that county or municipality. In such instances, that audit report must clearly state that the special district is a component unit of the county or municipality.</p>	Annually within 45 days after delivery of the audit report to the governmental entity, but no later than 12 months after fiscal year end. Two copies of the annual financial audit report must be submitted to the Auditor General.

Abbreviations: F.A.C. = Florida Administrative Code; F.S. = Florida Statutes

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Submission Requirement	Statutory / Rule Reference	Applicable Special Districts	Due Date
<i>DEPARTMENT OF COMMUNITY AFFAIRS, SPECIAL DISTRICT INFORMATION PROGRAM 2555 Shumard Oak Boulevard, Tallahassee, Florida 32399-2100</i>			
Creation Documents and Amendments, including Codified Act, if applicable	Section 189.418, <i>F.S.</i> Handbook Section 1 - 4	All special districts.	Within 30 days after adoption / approval.
Dissolution Documents	Section 189.4042, <i>F.S.</i> Handbook Section 1 - 4	All special districts.	Within 30 days of the dissolution effective date.
Merger Documents	Section 189.418, <i>F.S.</i> Section 189.4042, <i>F.S.</i> Handbook Section 1 - 4	All special districts.	Within 30 days of the merger's effective date.
Special District Map and Amendments	Section 189.418, <i>F.S.</i> Handbook Section 1 - 4	All special districts.	Within 30 days after adoption / approval.
Special District Fee Invoice (\$175.00) and Update Form	Section 189.427, <i>F.S.</i> Rule 9B-50.003, <i>F.A.C.</i> Handbook Section 1 - 3	All special districts.	Annually, by the due date on the Form (sent to all special districts around October 1).
Registered Agent and Office Initial Designation	Section 189.416, <i>F.S.</i> Section 189.418, <i>F.S.</i> Handbook Section 1 - 4	All special districts.	Within 30 days after the first governing board meeting.
Registered Agent and Office Changes	Section 189.416, <i>F.S.</i> Section 189.418, <i>F.S.</i> Handbook Section 1 - 4	All special districts.	Upon making the change.
Disclosure of Public Financing	Section 190.009, <i>F.S.</i>	All Community Development Districts.	At all times public financing is imposed.

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Submission Requirement	Statutory / Rule Reference	Applicable Special Districts	Due Date
<i>DEPARTMENT OF FINANCIAL SERVICES, BUREAU OF ACCOUNTING 200 East Gaines Street, Tallahassee, Florida 32399-0354</i>			
Annual Financial Report with a copy of the Annual Financial Audit Report attached, if required	Section 189.418, <i>F.S.</i> Section 218.31, <i>F.S.</i> Section 218.32, <i>F.S.</i> Handbook Section 2 - 3	All Housing Authorities; All independent special districts; All dependent special districts that are not component units of a local governmental entity.	Annually within 12 months of fiscal year end (9/30) and 45 days of audit completion. If no audit is required, file by April 30.
<i>DEPARTMENT OF FINANCIAL SERVICES, BUREAU OF COLLATERAL MANAGEMENT 200 East Gaines Street, Tallahassee, Florida 32399-0345</i>			
Public Depositor Annual Report to the Chief Financial Officer (Form DI4-1009)	Section 280.17, <i>F.S.</i> Section 4C-2.032, <i>F.A.C.</i> Handbook Section 3 - 5	All special districts.	Annually by November 30.
Proof of Authority to Execute Form DI4-1009	Section 4C-2.032, <i>F.A.C.</i> Handbook Section 3 - 5	All special districts.	Annually by November 30, attached to above report.
Public Deposit Identification and Acknowledgment Form (Form DI4-1295)	Section 4C-2.032, <i>F.A.C.</i> Handbook Section 3 - 5	All special districts.	Execute at the time of opening the account and keep on file. Submit only in case of default of the qualified public depository.

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<i>DEPARTMENT OF MANAGEMENT SERVICES, DIVISION OF RETIREMENT</i> Bureau of Local Retirement Systems, Cedars Executive Center, Building C, 2639-C North Monroe Street, Tallahassee, Florida 32399-1560			
Actuarial Impact Statement for Proposed Plan Amendments	Section 112.63, <i>F.S.</i> Rule Chapter 60T-1.001, <i>F.A.C.</i> Handbook Section 2 - 6	Any special district proposing benefit changes to its defined benefit retirement plan.	When considering plan changes.
Defined Contribution Report	Section 112.63, <i>F.S.</i> Rule Chapter 60T-1.004, <i>F.A.C.</i> Handbook Section 2 - 6	Special districts with defined contribution plans.	Within 60 days of the reporting period's ending date.
Actuarial Valuation Report	Section 112.63, <i>F.S.</i> Rule Chapter 60T-1, <i>F.A.C.</i> Handbook Section 2 - 6	Special districts with defined benefit retirement plans.	At least every three years, within 60 days of completion.
<i>DEPARTMENT OF REVENUE, PROPERTY TAX ADMINISTRATION PROGRAM, TRIM COMPLIANCE SECTION</i> P.O. Box 3000, Tallahassee, Florida 32315-3000			
Truth-in-Millage Form DR421	Section 200.068, <i>F.S.</i> Handbook Section 3 - 3	Special districts that can levy taxes but will not do so during the year.	Annually by November 1.
Truth-in-Millage Compliance Package Report	Section 200.068, <i>F.S.</i> Handbook Section 3 - 3	Special districts levying property taxes.	No later than 30 days following the adoption of the property tax levy ordinance/resolution.
<i>DEPARTMENT OF STATE</i> Division of Elections, Room L66, Collins Building, 107 West Gaines Street, Tallahassee, Florida 32399-0250			
Quarterly Gift Disclosure (Form 9)	112.3148, <i>F.S.</i> Handbook Section 3 - 1	Everyone required to file Form 1, receiving a gift worth over \$100.00, unless the person did not receive any gifts during the calendar quarter.	By the last day of the calendar quarter following any calendar quarter in which a reportable gift was received.

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Submission Requirement	Statutory / Rule Reference	Applicable Special Districts	Due Date
LEGISLATURE <i>PRESIDENT OF THE SENATE (Florida Capitol, Suite 409, Tallahassee, Florida 32399-1100)</i> <i>SPEAKER OF THE HOUSE OF REPRESENTATIVES (Florida Capitol, Suite 420, Tallahassee, Florida 32399-1300) and EACH APPROPRIATE STANDING COMMITTEE OF THE LEGISLATURE</i>			
Agency Rule Report	Section 120.74, F.S. Handbook Section 1 - 4	Certain Special Districts with adopted rules (see Handbook Section 1 - 4).	Initial by October 1, 1997, then by October 1 of every other year thereafter.
SPECIAL DISTRICT'S FINANCIAL RECORDS If requested, provide a copy to the Department of Financial Services, the Auditor General, and/or the Legislative Auditing Committee.			
Annual Financial Statements	Section 218.321, F.S. Handbook Section 2 - 2	All special districts that are not component units of a municipality or county.	Complete before completing the audit. If no audit is required, complete within 12 months after the end of the fiscal year.
SPECIAL DISTRICT'S GOVERNING BOARD MEETING MINUTE RECORDER			
Memorandum of Voting Conflict for County, Municipal, and Other Local Public Officers (Form 8B)	Section 112.3143, F.S. Handbook Section 3 - 1	Special District Local Officers with Voting Conflicts.	Within 15 days after the vote occurs.
SPECIAL DISTRICT'S GOVERNING BOARD MEMBERS (EACH MEMBER)			
Actuarial Valuation Report	See Department of Management Services, Division of Retirement.		
Annual Financial Audit Report	See Auditor General, Local Government Section.		

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Submission Requirement	Statutory / Rule Reference	Applicable Special Districts	Due Date
SPECIAL DISTRICT'S LOCAL GENERAL-PURPOSE GOVERNMENTS (PLANNING DEPARTMENT) Each one in which the Special District is Located			
Public Facilities Initial Report	Section 163.3191, F.S. Section 189.415(2), F.S. Rule Chapter 9J-33, F.A.C. Handbook Section 1 - 6	Independent special districts (See Handbook Section 1 - 6).	Within one year of the special district's creation.
Public Facilities Annual Notice of Any Changes	Section 163.3191, F.S. Section 189.415(2), F.S. Rule Chapter 9J-33, F.A.C. Handbook Section 1 - 6	Independent special districts (See Handbook Section 1 - 6).	Annually. Contact each local general-purpose government for the due date.
Public Facilities Updated Report	Section 189.415(2)(a), F.S. Rule Chapter 9J-33, F.A.C. Handbook Section 1 - 6 Appendix B	Independent special districts (See Handbook Section 1 - 6).	Every five years, at least 12 months before the due date that each local general-purpose government must submit its Report to the Department of Community Affairs. See Appendix B.
SPECIAL DISTRICT'S LOCAL GOVERNING AUTHORITY(IES) (if municipality, file at the place they designate; if county(ies), file with the (each) clerk of the board of county commissioners)			
Budget or Tax Levy	Section 189.418, F.S. Handbook Section 2 - 2	All special districts.	If requested, provide to the local governing authority within the district's boundaries.
Registered Agent and Office Initial Designation	Section 189.416, F.S. Section 189.418, F.S. Handbook Section 1 - 4	All special districts.	Within 30 days after the first governing board meeting.
Registered Agent and Office Changes	Section 189.416, F.S. Section 189.418, F.S. Handbook Section 1 - 4	All special districts.	Upon making the change.
Regular Public Meeting Schedule	Section 189.417, F.S. Section 189.418, F.S. Handbook Section 3 - 2	All special districts.	Quarterly, semiannually, or annually.

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Submission Requirement	Statutory / Rule Reference	Applicable Special Districts	Due Date
SPECIAL DISTRICT'S LOCAL LEGISLATIVE DELEGATION			
Draft Codified Charter as a Local Bill	Section 189.429, F.S. Handbook Section 1 - 4	Those with 12 or less Special Acts.	Submit next session if not yet completed.
		Those with 13 or More Special Acts.	2003 Legislative Session.
		Special Fire Control Districts.	2004 Legislative Session.
SPECIAL DISTRICT'S RESIDENTS AND PROSPECTIVE RESIDENTS AND RESIDENTIAL DEVELOPERS (GIVE SUFFICIENT NUMBER OF COPIES TO THE DEVELOPERS FOR DISTRIBUTION TO EACH PROSPECTIVE INITIAL PURCHASER OF PROPERTY)			
Disclosure of Public Financing	Section 190.009, F.S.	All Community Development Districts.	At all times public financing is imposed.
STATE BOARD OF ADMINISTRATION, FINANCIAL OPERATIONS 1801 Hermitage Boulevard, Suite 100, Tallahassee, Florida 32308			
Investment Pool Systems Input Documentation	Handbook Section 3 - 6	All special districts investing funds with the State Board of Administration or Local Government Trust Fund.	At the time of making any changes or updates to the account.
Resolution for Investment of Surplus Funds	Section 218.407, F.S. Handbook Section 3 - 6	All special districts investing funds with the State Board of Administration or Local Government Trust Fund.	At the time of investing surplus funds.

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Submission Requirement	Statutory / Rule Reference	Applicable Special Districts	Due Date
STATE BOARD OF ADMINISTRATION, DIVISION OF BOND FINANCE 1801 Hermitage Boulevard, Suite 200, P.O. Box 13300, Tallahassee, Florida 32317-3300			
Advance Notice of Bond Sale	Section 218.38, F.S. Handbook Section 2 - 5	All special districts as applicable.	Before selling certain general obligation bonds & revenue bonds or closing on any similar long-term debt instruments.
Bond Information Form/Bond Disclosure Form (BF2003/2004A & B)	Section 189.418, F.S. Section 218.38, F.S. Handbook Section 2 - 5	All special districts as applicable. New bond issues only.	Within 120 days after delivery of general obligation bonds and revenue bonds.
Bond Verification Form (BF2005)	Handbook Section 2 - 5	All special districts as applicable.	Within 45 days of the Division of Bond Finance's request.
Complaint for Validation of Bonds	Section 75.05(3), F.S. Handbook Section 2 - 5	All independent special districts.	At time court issues validation order.
Final Official Statement (Bonds)	Section 218.38, F.S. Handbook Section 2 - 5	All special districts as applicable.	Within 120 days after delivery of the bonds, if prepared.
IRS Form 8038 (Bonds)	Section 159.345(1), F.S. Section 159.475(1), F.S. Section 159.7055, F.S. Handbook Section 2 - 5	Special districts issuing Industrial Development or Research and Development Bonds.	Submit with the Bond Information Form & Official Statement, if any is published.

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Submission Requirement	Statutory / Rule Reference	Applicable Special Districts	Due Date
SUPERVISOR OF ELECTIONS (LOCAL) In the County of the Reporting Person's Permanent Residence			
Statement of Financial Interests (Form 1)	Section 112.3145, F.S. Handbook Section 3 - 1	All "special district local officers" appointed to a special district or special district's board.	Within 30 days of accepting the appointment, then every year thereafter by July 1.
		All "special district local officers" elected to a special district's board.	During the qualifying period, then every year thereafter by July 1.
Final Statement of Financial Interests (Form 1F)	Section 112.3145, F.S. Handbook Section 3 - 1	All "special district local officers" who are required to file Form 1 and are leaving a public position.	Within 60 days of leaving a public position.
Quarterly Client Disclosure (Form 2)	Section 112.3145(4), F.S. Handbook Section 3 - 1	Certain special district local officers, depending upon their position, business or interests (See Handbook Section 3 - 1).	No later than the last day of the calendar quarter following the calendar quarter during which the representation was made.
Annual Disclosure of Gifts from Governmental Entities and Direct Support Organizations and Honorarium Event Related Expenses (Form 10)	Section 112.3148, F.S. Section 112.3149, F.S. Handbook Section 3 - 1	All special district local officers who file Form 1 and who received a reportable gift or expense.	Annually by July 1.
Interest in Competitive Bid for Public Business (Form 3A)	Section 112.313(12)(e), F.S. Handbook Section 3 - 1	Certain special district local officers (See Handbook Section 3 - 1).	Before or at the time of the submission of the bid.

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Authorization of Agent

This letter shall serve as a designation of John Asher to act as agent for Worthington Holdings Southwest, LLC., with regard to any and all matters pertaining to the Petition to the Florida Land and Water Adjudicatory Commission to establish a Community Development District in pursuant to Chapter 190, Florida Statutes. This authorization shall remain in effect until revoked in writing.

Worthington Holdings

Southwest, LLC.

DATE: 7/28/03

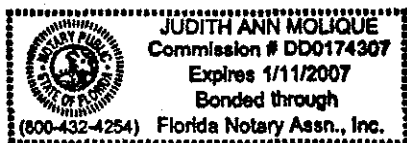
Askiera
Sec / Treas

STATE OF FL
COUNTY OF LEE

I hereby certify that on this day, before me, an officer duly authorized to take acknowledgments, personally appeared Andrea Skiera, Secretary/Treasurer of Worthington Holdings Southwest, LLC, who executed the foregoing instrument, acknowledged before me that he executed the same on behalf of the foregoing entity and was identified in the manner indicated below.

Witness my hand and official seal in the County of Lee and State of FL this 28 day of July, 2003.

Judith Ann Moliqne
Notary Public



Personally known: ✓

Produced Identification: _____

Type of Identification: _____

EXHIBIT 9 (continued)

Contact Information for Authorized Agent:

Mr. John P. Asher
9240 Marketplace Road, Suite 2
Fort Myers, Florida 33912