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John Keene
Clerk Of Courts
Clay County, FL

EAGLE HARBOR DECLARATION OF RESTRICTIONS

This Declaration ("Declaration") is made this 1 day of November, 1993, by EAGLE HARBOR AT FLEMING ISLAND JOINT VENTURE, a Florida joint venture, whose address is 5000 U.S. Highway 17 South, Orange Park, Florida 32073-9977 ("Developer") and Champion Realty Corporation (Florida), a Delaware corporation, Two Greenspoint Plaza, Suite 800, 16825 Northchase Drive, Houston, Texas 77060-6095 ("Champion") (Developer and Champion are collectively referred to as the "Declarant"), with respect to certain property owned by Declarant in Clay County, Florida and described hereinafter.

WITNESSETH THAT:

WHEREAS, Eagle Harbor consists of approximately 1,135 acres located in Clay County, Florida, which Declarant is developing for various uses. Eagle Harbor is a part of The Crossings at Fleming Island ("Crossings") which is approximately 2575 acres. Champion owns all land in the Crossings except for Eagle Harbor and land conveyed to Clay County;

WHEREAS, the real property described on Exhibit A attached hereto is to be used to construct a shopping center thereon ("Shopping Center Property");

WHEREAS, the Developer has entered into a Purchase and Sale Agreement for the sale of a portion of the Shopping Center Property dated July 10, 1992, as amended by that Amendment to Purchase and Sale Agreement dated July 8, 1993 and that Second Amendment to Purchase and Sale Agreement dated NOVEMBER 1, 1993 (together the "Contract") calling for the sale of the Shopping Center Property to Faison-Fleming Island Limited Partnership, a Florida limited partnership ("Faison"); and

WHEREAS, Declarant and Faison wish to provide an orderly and comprehensive framework for the development and use of the land within Eagle Harbor;

NOW, THEREFORE, Declarant hereby declares that the property described on Exhibit B attached hereto ("Property") shall be held, used and conveyed subject to the following restrictions, covenants, limitations and conditions, which shall run with the Property and shall be binding on all parties having any right, title, or interest in the Property or any portion thereof, their heirs, successors and assigns:

1. Use Restrictions. The Property shall not be used as a food store (including without limitation a convenience store), drug store, department store (i.e. Beall's, Stein Mart, etc.) or discount store (i.e. Wal-Mart, K-Mart, etc.) or for any use described on Exhibit C which is attached hereto and incorporated herein by this reference.

THIS INSTRUMENT PREPARED BY
AND SHOULD BE RETURNED TO:
EMERSON M. LOTZIA, Attorney
200 LAURA STREET
JACKSONVILLE, FLORIDA 32202

2. Brokerage Restriction. No residential or commercial real estate brokerage operation shall exist on the Property without prior consent of Faison, its successors and assigns, which consent may be unreasonably withheld.

3. Duration of Restriction.

(a) The restriction in Section 1 of this Declaration is to run with the land and be binding on all parties and all persons claiming under them for a period beginning on the date hereof and ending at the earlier of (i) five (5) years from the date of the Declaration, which five-year period may be extended for the same period of time as the option set forth in Section 10.19 of the Contract is extended pursuant to either Section 10.19(a) or 10.19(g) of the Contract, (ii) the dates that are two and one-half (2 1/2), three (3) or four (4) years from the date of this Declaration in the event that the option to purchase certain real property contained in Section 10.19 of the Contract, which real property is described on Exhibit "D" attached hereto, is terminated on such dates, in each case, under Section 10.19(e) of the Contract; or (iii) November 1, 2006.

(b) The restriction in Section 2 of this Declaration shall run for fifteen (15) years from the date hereof.

4. Enforcement. Enforcement shall be by proceedings at law or in equity against any person or persons violating or attempting to violate any covenant either to restrain violation or recover damages. Equitable remedies shall include, but are not limited to, specific performance of the terms of this Declaration. Such action may be brought by the fee simple owners of the real property described on Exhibit A or B attached hereto.

5. Amendment and Termination. This Declaration may not be amended without the consent and joinder of Faison. However, only Faison is necessary to amend, modify or terminate this Declaration and no other tenant, owner or any person having an interest in the lands described in Exhibits A and B is required or has any right to join in or consent to any such amendment, modification or termination.

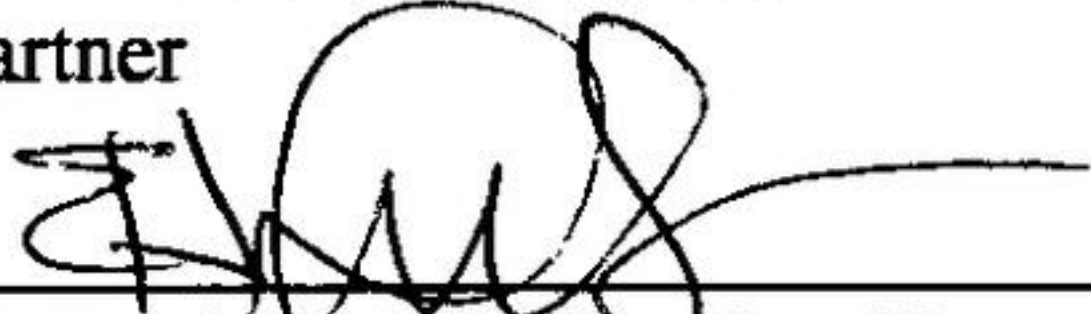
6. Cross Termination. If the restriction against a commercial and/or residential real estate brokerage operation contained in the Special Warranty Deed dated of even date herewith between Developer and Faison is terminated, the restriction in Section 2 is terminated.

Signed, Sealed and Delivered
in the presence of:

EAGLE HARBOR AT FLEMING ISLAND JOINT
VENTURE, a Florida joint venture

BY: NORTHWEST CROSSINGS CORPORATION,
General Partner


Print Name: Richard W. Hawthorne

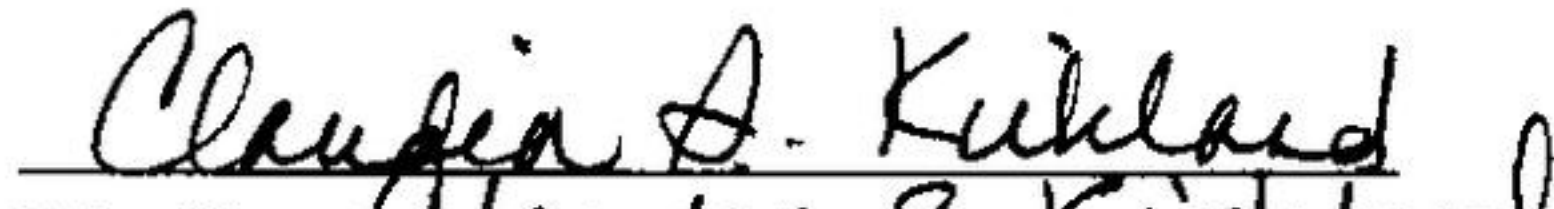
By: 
E. H. Daniels, III, Vice President


Print Name: Claudia S. Kirkland

BY: EAST WEST PARTNERS OF JACKSON-
VILLE, LIMITED PARTNERSHIP,
General Partner

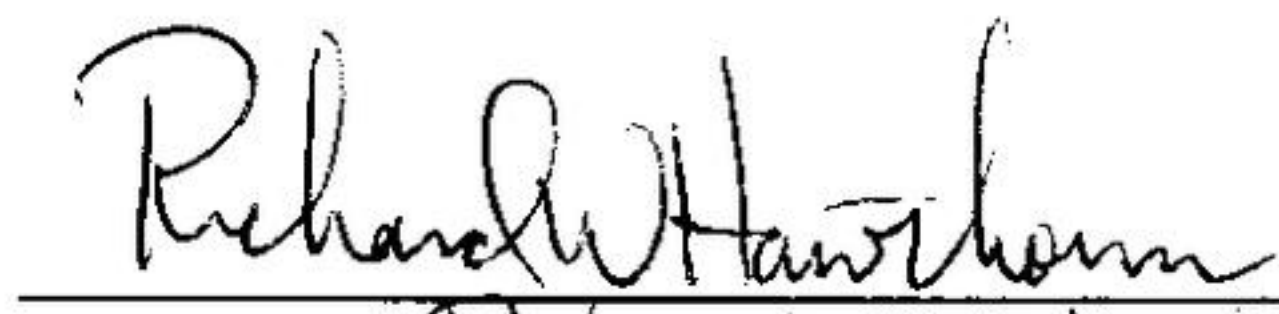

Print Name: Richard W. Hawthorne

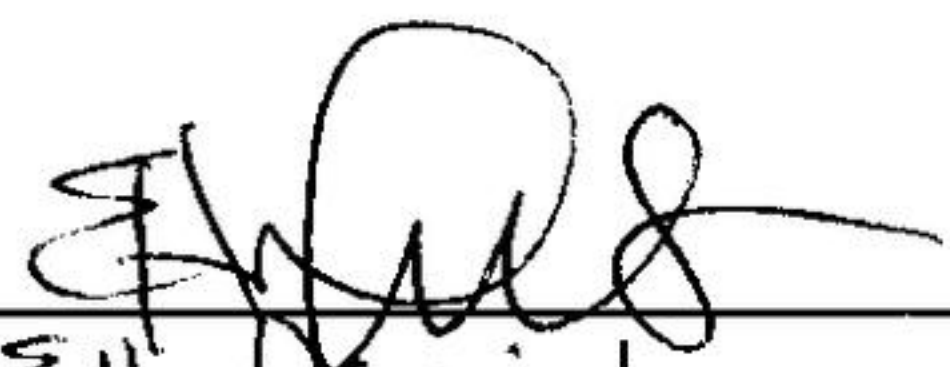
By: EAST WEST PARTNERS OF
JACKSONVILLE, INC., Sole
General Partner


Print Name: Claudia S. Kirkland

By: 
Roger S. Arrowsmith, Vice
President

CHAMPION REALTY CORPORATION
(FLORIDA)


Print Name: Richard W. Hawthorne

By: 
E. H. Daniels


Print Name: Claudia S. Kirkland

Its Vice President

STATE OF Florida
COUNTY OF Duval

The foregoing instrument was acknowledged before me this 1 day of November, 1993 by E. H. Daniels, III, Vice President of Northwest Crossings Corporation, a Delaware corporation, as General Partner of Eagle Harbor at Fleming Island Joint Venture, a Florida joint venture, on behalf of said corporation which is acting on behalf of said joint venture. He produced his Texas drivers license for identification and did not take an oath.

{Notary Seal must be affixed}

Claudia A. Kirkland
Signature of Notary
Claudia S. Kirkland
Name of Notary (Typed, Printed or Stamped)
Commission Number (if not legible on seal): CC317269
My Commission Expires (if not legible on seal): 9.19.97

STATE OF Florida
COUNTY OF Duval

The foregoing instrument was acknowledged before me this 1 day of November, 1993 by Roger S. Arrowsmith, Vice President of East West Partners of Jacksonville, Inc., a Virginia corporation, as General Partner of East West Partners of Jacksonville, Limited Partnership, a Virginia limited partnership, as General Partner of Eagle Harbor at Fleming Island Joint Venture, a Florida joint venture, on behalf of said corporation which is acting on behalf of said limited partnership, which is acting on behalf of said joint venture. He produced a FL drivers license for identification and did not take an oath.

{Notary Seal must be affixed}

Claudia A. Kirkland
Signature of Notary
Claudia S. Kirkland
Name of Notary (Typed, Printed or Stamped)
Commission Number (if not legible on seal): CC317269
My Commission Expires (if not legible on seal): 9.19.97

STATE OF Florida
COUNTY OF Duval

The foregoing instrument was acknowledged before me this 1 day of November, 1993 by E.H. Daniels III as vice President of Champion Realty Corporation, a Florida corporation, on behalf of said corporation. He produced his Texas drivers license for identification and did not take an oath.

{Notary Seal must be affixed}

Claudia S. Kirkland
Signature of Notary

Claudia S. Kirkland
Name of Notary (Typed, Printed or Stamped)

Commission Number (if not legible on seal): CC 317269

My Commission Expires (if not legible on seal): 9.19.97

EXHIBIT LIST

EXHIBIT "A"	SHOPPING CENTER PROPERTY
EXHIBIT "B"	PROPERTY
EXHIBIT "C"	PROPERTY USE DEFINITION
EXHIBIT "D"	OPTION PROPERTY

PARCEL "A"

A PORTION OF SECTION 33, TOWNSHIP 4 SOUTH, RANGE 26 EAST, CLAY COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: COMMENCE AT THE SOUTHWEST CORNER OF SAID SECTION 33; THENCE ON THE WEST LINE OF SAID SECTION NORTH 00 DEGREES 26 MINUTES 27 SECONDS WEST 50.00 FEET TO THE NORTH RIGHT-OF-WAY LINE OF COUNTY ROAD NO. C-220 (A 100 RIGHT-OF-WAY AS NOW ESTABLISHED); THENCE ON LAST SAID LINE NORTH 89 DEGREES 36 MINUTES 48 SECONDS EAST 73.33 FEET; THENCE NORTH 00 DEGREES 23 MINUTES 55 SECONDS WEST 259.90 FEET TO THE POINT OF BEGINNING; THENCE CONTINUE NORTH 00 DEGREES 23 MINUTES 55 SECONDS WEST 204.22 FEET; THENCE NORTHERLY ON THE ARC OF A CURVE CONCAVE TO THE EASTERLY AND HAVING A RADIUS OF 425.00 FEET, RUN A CHORD DISTANCE OF 155.58 FEET, THE BEARING OF SAID CHORD BEING NORTH 10 DEGREES 08 MINUTES 54 SECONDS EAST; THENCE NORTH 20 DEGREES 41 MINUTES 43 SECONDS EAST 262.81 FEET; THENCE EASTERLY ON THE ARC OF A CURVE CONCAVE TO THE NORTHERLY AND HAVING A RADIUS OF 1675.00 FEET, RUN A CHORD DISTANCE OF 934.10 FEET, THE BEARING OF SAID CHORD BEING NORTH 87 DEGREES 36 MINUTES 25 SECONDS EAST; THENCE SOUTH 00 DEGREES 23 MINUTES 12 SECONDS EAST 337.23 FEET; THENCE SOUTH 89 DEGREES 36 MINUTES 48 SECONDS WEST 39.40 FEET; THENCE SOUTH 00 DEGREES 23 MINUTES 12 SECONDS EAST 307.73 FEET; THENCE SOUTH 88 DEGREES 44 MINUTES 58 SECONDS EAST 216.54 FEET; THENCE SOUTH 89 DEGREES 55 MINUTES 18 SECONDS EAST 225.74 FEET; THENCE SOUTH 00 DEGREES 30 MINUTES 08 SECONDS EAST 24.00 FEET; THENCE NORTH 89 DEGREES 25 MINUTES 33 SECONDS EAST 27.99 FEET; THENCE EASTERLY ON THE ARC OF A CURVE CONCAVE TO THE NORTHERLY AND HAVING A RADIUS OF 29.90 FEET, RUN A CHORD DISTANCE OF 21.86 FEET, THE BEARING OF SAID CHORD BEING NORTH 67 DEGREES 59 MINUTES 14 SECONDS EAST; THENCE NORTH 46 DEGREES 37 MINUTES 14 SECONDS EAST 75.29 FEET; THENCE NORTHEASTERLY ON THE ARC OF A CURVE CONCAVE TO THE SOUTHEASTERLY AND HAVING A RADIUS OF 30.00 FEET, RUN A CHORD DISTANCE OF 18.38 FEET, THE BEARING OF SAID CHORD BEING NORTH 64 DEGREES 27 MINUTES 23 SECONDS EAST; THENCE NORTH 82 DEGREES 17 MINUTES 32 SECONDS EAST 70.25 FEET; THENCE NORTHEASTERLY ON THE ARC OF A CURVE CONCAVE TO THE NORTHWESTERLY AND HAVING A RADIUS OF 30.00 FEET, RUN A CHORD DISTANCE OF 27.54 FEET, THE BEARING OF SAID CHORD BEING NORTH 54 DEGREES 58 MINUTES 23 SECONDS EAST; THENCE NORTH 27 DEGREES 39 MINUTES 13 SECONDS EAST 201.02 FEET; THENCE SOUTH 73 DEGREES 03 MINUTES 19 SECONDS EAST 58.77 FEET; THENCE SOUTH 88 DEGREES 57 MINUTES 20 SECONDS EAST 30.27 FEET; THENCE NORTH 88 DEGREES 30 MINUTES 52 SECONDS EAST 28.44 FEET; THENCE SOUTH 66 DEGREES 41 MINUTES 04 SECONDS EAST 43.42 FEET; THENCE SOUTH 59 DEGREES 33 MINUTES 34 SECONDS EAST 8.30 FEET TO THE WESTERLY RIGHT-OF-WAY LINE OF U.S. HIGHWAY NO. 17 (STATE ROAD NO. 15); THENCE RUN THE FOLLOWING 2 COURSES ALONG LAST SAID LINE: 1) SOUTH 03 DEGREES 02 MINUTES 29 SECONDS WEST 378.09 FEET; 2) SOUTHERLY ON THE ARC OF A CURVE CONCAVE TO THE WESTERLY AND HAVING A RADIUS OF 75.00 FEET, RUN A CHORD DISTANCE OF 12.65 FEET, THE BEARING OF SAID CHORD BEING SOUTH 07 DEGREES 52 MINUTES 40 SECONDS WEST; THENCE SOUTH 89 DEGREES 36 MINUTES 48 SECONDS WEST 466.61 FEET; THENCE WESTERLY ON THE ARC OF A CURVE CONCAVE TO THE NORTHERLY AND HAVING A RADIUS OF 11324.00 FEET, RUN A CHORD DISTANCE OF 685.82 FEET, THE BEARING OF SAID CHORD BEING NORTH 88 DEGREES 39 MINUTES 05 SECONDS WEST; THENCE WESTERLY ON THE ARC OF A CURVE CONCAVE TO THE SOUTHERLY AND HAVING A RADIUS OF 11576.00 FEET, RUN A CHORD DISTANCE OF 115.51 FEET, THE BEARING OF SAID CHORD BEING NORTH 87 DEGREES 12 MINUTES 07 SECONDS WEST; THENCE NORTH 00 DEGREES 23 MINUTES 12 SECONDS WEST 160.18 FEET; THENCE NORTH 88 DEGREES 43 MINUTES 21 SECONDS WEST 495.70 FEET; THENCE SOUTH 89 DEGREES 40 MINUTES 02 SECONDS WEST 140.46 FEET TO THE POINT OF BEGINNING, BEING 20.022 ACRES, MORE OR LESS, IN AREA.

EXHIBIT

A

A

SKETCH SHOWING

✓ PARCEL "20-A"

A PORTION OF SECTION 32, TOWNSHIP 4 SOUTH, RANGE 26 EAST, CLAY COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:
COMMENCE AT THE SOUTHEAST CORNER OF SAID SECTION 32; THENCE ON THE EAST LINE OF SAID SECTION RUN NORTH 00 DEGREES 26 MINUTES 27 SECONDS WEST 50.00 FEET TO THE NORTH RIGHT-OF-WAY LINE OF COUNTY ROAD NO. C-220, (A 100 FOOT RIGHT-OF-WAY AS NOW ESTABLISHED); THENCE ON LAST SAID LINE RUN THE FOLLOWING 2 COURSES: 1) SOUTH 89 DEGREES 36 MINUTES 48 SECONDS WEST 71.67 FEET TO THE POINT OF BEGINNING; 2) SOUTH 89 DEGREES 36 MINUTES 48 SECONDS WEST 1309.34 FEET; THENCE NORTH 35 DEGREES 46 MINUTES 11 SECONDS EAST 123.85 FEET; THENCE NORTH 89 DEGREES 36 MINUTES 48 SECONDS EAST 1236.25 FEET; THENCE SOUTH 00 DEGREES 23 MINUTES 55 SECONDS EAST 100.00 FEET TO THE POINT OF BEGINNING, BEING 2.922 ACRES, MORE OR LESS, IN AREA.

✓ PARCEL "20-B"

A PORTION OF SECTIONS 32 & 33, TOWNSHIP 4 SOUTH, RANGE 26 EAST, CLAY COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:
COMMENCE AT THE SOUTHEAST CORNER OF SAID SECTION 32; THENCE ON THE EAST LINE THEREOF RUN NORTH 00 DEGREES 26 MINUTES 27 SECONDS WEST 50.00 FEET TO THE NORTH RIGHT-OF-WAY LINE OF COUNTY ROAD NO. C-220, (A 100 FOOT RIGHT-OF-WAY AS NOW, ESTABLISHED); THENCE ON LAST SAID LINE SOUTH 89 DEGREES 36 MINUTES 48 SECONDS WEST 71.67 FEET; THENCE NORTH 00 DEGREES 23 MINUTES 55 SECONDS WEST 100.00 FEET TO THE POINT OF BEGINNING; THENCE CONTINUE NORTH 00 DEGREES 23 MINUTES 55 SECONDS WEST 364.09 FEET; THENCE NORTHERLY ON THE ARC OF A CURVE CONCAVE TO THE EASTERLY AND HAVING A RADIUS OF 570.00 FEET, RUN A CHORD DISTANCE OF 208.67 FEET, THE BEARING ~~OF SAID~~ CHORD BEING NORTH 10 DEGREES 08 MINUTES 54 SECONDS EAST; THENCE NORTH 20 DEGREES 41 MINUTES 43 SECONDS EAST 256.63 FEET; THENCE WESTERLY ON THE ARC OF A CURVE CONCAVE TO THE NORTHERLY AND HAVING A RADIUS OF 1670.00 FEET, RUN A CHORD DISTANCE OF 183.43 FEET, THE BEARING OF SAID CHORD BEING NORTH 68 DEGREES 05 MINUTES 01 SECOND WEST; THENCE SOUTH 32 DEGREES 36 MINUTES 57 SECONDS WEST 107.08 FEET; THENCE NORTH 82 DEGREES 01 MINUTE 34 SECONDS WEST 381.87 FEET; THENCE SOUTH 57 DEGREES 30 MINUTES 21 SECONDS WEST 293.31 FEET; THENCE SOUTH 36 DEGREES 31 MINUTES 03 SECONDS WEST 588.89 FEET; THENCE SOUTH 35 DEGREES 46 MINUTES 11 SECONDS WEST 269.05 FEET; THENCE NORTH 89 DEGREES 36 MINUTES 48 SECONDS EAST 1236.25 FEET TO THE POINT OF BEGINNING, BEING 18.016 ACRES, MORE OR LESS, IN AREA.

FOR: EAST WEST PARTNERS, INC.

DATE: AUGUST 4, 1993

EXHIBIT B

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PARCEL "23"

A PART OF SECTION 33, TOWNSHIP 4 SOUTH, RANGE 26 EAST, CLAY COUNTY, FLORIDA; AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:
BEGIN AT THE SOUTHWEST CORNER OF PETERS CREEK AS RECORDED IN PLAT BOOK 18, PAGES 60 THRU 64, OF THE PUBLIC RECORDS OF SAID COUNTY; THENCE NORTH 89 DEGREES 38 MINUTES 28 SECONDS EAST ALONG THE SOUTHERLY LINE OF SAID PETERS CREEK, 383.29 FEET; THENCE SOUTH 00 DEGREES 14 MINUTES 55 SECONDS EAST 1268.49 FEET TO THE NORTH RIGHT-OF-WAY LINE OF COUNTY ROAD NO. C-15-A; THENCE SOUTH 89 DEGREES 36 MINUTES 06 SECONDS WEST ALONG LAST SAID LINE, 381.29 FEET TO THE POINT OF A CURVE TO THE RIGHT, SAID CURVE BEING CONCAVE NORTHEASTERLY AND HAVING A RADIUS OF 75.00 FEET; THENCE NORTHWESTERLY ALONG AND AROUND SAID CURVE AN ARC DISTANCE OF 122.31 FEET TO THE POINT OF TANGENCY OF SAID CURVE, SAID POINT BEING ON THE EASTERLY RIGHT-OF-WAY LINE OF U.S. HIGHWAY NO. 17 (STATE ROAD NO. 15), THE AFORE-MENTIONED ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 43 DEGREES 40 MINUTES 43 SECONDS WEST 109.20 FEET; THENCE NORTH 03 DEGREES 02 MINUTES 29 SECONDS EAST ALONG THE EASTERLY RIGHT-OF-WAY LINE OF U.S. HIGHWAY NO. 17 A DISTANCE OF 728.50 FEET TO THE POINT OF A CURVE TO THE RIGHT, SAID CURVE BEING CONCAVE EASTERLY AND HAVING A RADIUS OF 22,850.31 FEET; THENCE CONTINUE ALONG SAID EASTERLY RIGHT-OF-WAY, ALONG AND AROUND SAID CURVE AN ARC DISTANCE OF 463.21 FEET TO THE POINT OF BEGINNING, SAID ARC BEING SUBTENDED BY A CHORD BEARING AND DISTANCE OF NORTH 03 DEGREES 37 MINUTES 19 SECONDS EAST 463.20 FEET, CONTAINING 12.31 ACRES, MORE OR LESS.

EXHIBIT**B**

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PARCEL "25A"

A PARCEL OF LAND SITUATED IN SECTIONS 4 & 5, TOWNSHIP 5 SOUTH, RANGE 26 EAST, CLAY COUNTY, FLORIDA; SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: COMMENCE AT THE NORTHWEST CORNER OF SAID SECTION 5; THENCE ON THE NORTH LINE THEREOF NORTH 89 DEGREES 52 MINUTES 02 SECONDS EAST 1330.95 FEET; THENCE SOUTH 04 DEGREES 23 MINUTES 00 SECONDS WEST 52.09 FEET TO THE SOUTHERLY LINE OF COUNTY ROAD NO. C-220; THENCE ON LAST SAID LINE RUN THE FOLLOWING 3 COURSES: 1) NORTH 89 DEGREES 57 MINUTES 02 SECONDS EAST 2710.88 FEET; 2) NORTH 89 DEGREES 36 MINUTES 48 SECONDS EAST 602.29 FEET TO THE POINT OF BEGINNING; 3) CONTINUE NORTH 89 DEGREES 36 MINUTES 48 SECONDS EAST 723.18 FEET; THENCE SOUTH 00 DEGREES 23 MINUTES 54 SECONDS EAST 721.01 FEET; THENCE SOUTHERLY ON THE ARC OF A CURVE CONCAVE TO THE WESTERLY AND HAVING A RADIUS OF 725.00 FEET, RUN A CHORD DISTANCE OF 269.86 FEET, THE BEARING OF SAID CHORD BEING SOUTH 10 DEGREES 19 MINUTES 39 SECONDS WEST; THENCE SOUTH 21 DEGREES 03 MINUTES 12 SECONDS WEST 168.21 FEET; THENCE NORTH 65 DEGREES 53 MINUTES 36 SECONDS WEST 246.14 FEET; THENCE NORTHWESTERLY ON THE ARC OF A CURVE CONCAVE TO THE NORTHEASTERLY AND HAVING A RADIUS OF 1365.00 FEET, RUN A CHORD DISTANCE OF 233.29 FEET, THE BEARING OF SAID CHORD BEING NORTH 60 DEGREES 59 MINUTES 28 SECONDS WEST; THENCE NORTH 56 DEGREES 05 MINUTES 21 SECONDS WEST 219.26 FEET; THENCE NORTH 00 DEGREES 37 MINUTES 16 SECONDS WEST 276.69 FEET; THENCE NORTH 87 DEGREES 13 MINUTES 37 SECONDS EAST 12.93 FEET; THENCE SOUTH 25 DEGREES 08 MINUTES 44 SECONDS EAST 26.36 FEET; THENCE SOUTH 31 DEGREES 42 MINUTES 08 SECONDS EAST 22.84 FEET; THENCE SOUTH 44 DEGREES 19 MINUTES 25 SECONDS EAST 21.13 FEET; THENCE SOUTH 55 DEGREES 49 MINUTES 10 SECONDS EAST 18.93 FEET; THENCE SOUTH 69 DEGREES 05 MINUTES 27 SECONDS EAST 27.28 FEET; THENCE NORTH 87 DEGREES 37 MINUTES 49 SECONDS EAST 124.24 FEET; THENCE NORTH 65 DEGREES 06 MINUTES 59 SECONDS EAST 113.87 FEET; THENCE NORTH 40 DEGREES 35 MINUTES 47 SECONDS EAST 143.25 FEET; THENCE NORTH 22 DEGREES 00 MINUTES 11 SECONDS EAST 92.90 FEET; THENCE NORTH 05 DEGREES 24 MINUTES 32 SECONDS WEST 53.82 FEET; THENCE NORTH 15 DEGREES 28 MINUTES 32 SECONDS WEST 34.96 FEET; THENCE NORTH 37 DEGREES 55 MINUTES 41 SECONDS WEST 42.90 FEET; THENCE NORTH 59 DEGREES 46 MINUTES 44 SECONDS WEST 32.89 FEET; THENCE NORTH 79 DEGREES 54 MINUTES 44 SECONDS WEST 37.03 FEET; THENCE SOUTH 89 DEGREES 25 MINUTES 07 SECONDS WEST 345.22 FEET; THENCE NORTH 00 DEGREES 37 MINUTES 16 SECONDS WEST 215.48 FEET TO THE POINT OF BEGINNING, BEING 12.962 ACRES, MORE OR LESS, IN AREA.

EXHIBIT B

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PARCEL "32"

A PARCEL OF LAND SITUATED IN SECTION 4, TOWNSHIP 5 SOUTH, RANGE 26 EAST, CLAY COUNTY, FLORIDA; SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: COMMENCE AT THE NORTHWEST CORNER OF SECTION 5, TOWNSHIP 5 SOUTH, RANGE 26 EAST; THENCE ON THE NORTH LINE THEREOF NORTH 89 DEGREES 52 MINUTES 02 SECONDS EAST 1330.95 FEET; THENCE SOUTH 04 DEGREES 23 MINUTES 00 SECONDS WEST 52.09 FEET TO THE SOUTHERLY LINE OF COUNTY ROAD NO. C-220; THENCE ON LAST SAID LINE RUN THE FOLLOWING 2 COURSES: 1) NORTH 89 DEGREES 57 MINUTES 02 SECONDS EAST 2710.88 FEET; 2) NORTH 89 DEGREES 36 MINUTES 48 SECONDS EAST 1475.47 FEET TO THE POINT OF BEGINNING; THENCE SOUTH 00 DEGREES 23 MINUTES 54 SECONDS EAST 720.98 FEET; THENCE SOUTHERLY ON THE ARC OF A CURVE CONCAVE TO THE WESTERLY AND HAVING A RADIUS OF 875.00 FEET, RUN A CHORD DISTANCE OF 325.69 FEET, THE BEARING OF SAID CHORD BEING SOUTH 10 DEGREES 19 MINUTES 39 SECONDS WEST; THENCE SOUTH 21 DEGREES 03 MINUTES 12 SECONDS WEST 161.19 FEET; THENCE SOUTH 65 DEGREES 53 MINUTES 36 SECONDS EAST 77.56 FEET; THENCE EASTERLY ON THE ARC OF A CURVE CONCAVE TO THE NORTHERLY AND HAVING A RADIUS OF 1350.00 FEET, RUN A CHORD DISTANCE OF 520.19 FEET, THE BEARING OF SAID CHORD BEING SOUTH 77 DEGREES 00 MINUTES 06 SECONDS EAST; THENCE SOUTH 88 DEGREES 06 MINUTES 36 SECONDS EAST 497.99 FEET; THENCE EASTERLY ON THE ARC OF A CURVE CONCAVE TO THE SOUTHERLY AND HAVING A RADIUS OF 825.00 FEET, RUN A CHORD DISTANCE OF 467.68 FEET, THE BEARING OF SAID CHORD BEING SOUTH 71 DEGREES 38 MINUTES 39 SECONDS EAST; THENCE SOUTH 55 DEGREES 10 MINUTES 43 SECONDS EAST 164.73 FEET; THENCE SOUTHEASTERLY ON THE ARC OF A CURVE CONCAVE TO THE NORTHEASTERLY AND HAVING A RADIUS OF 500.00 FEET, RUN A CHORD DISTANCE OF 277.18 FEET TO THE WESTERLY LINE OF U.S. HIGHWAY NO. 17, (STATE ROAD NO. 15), THE BEARING OF SAID CHORD BEING SOUTH 71 DEGREES 16 MINUTES 13 SECONDS EAST; THENCE ON LAST SAID LINE RUN THE FOLLOWING 2 COURSES: 1) NORTH 03 DEGREES 01 MINUTE 55 SECONDS EAST 1622.83 FEET; 2) NORTHERLY ON THE ARC OF A CURVE CONCAVE TO THE WESTERLY AND HAVING A RADIUS OF 75.00 FEET, A CHORD DISTANCE OF 38.22 FEET, THE BEARING OF SAID CHORD BEING NORTH 11 DEGREES 43 MINUTES 46 SECONDS WEST; THENCE SOUTH 89 DEGREES 36 MINUTES 48 SECONDS WEST 446.82 FEET; THENCE WESTERLY ON THE ARC OF A CURVE CONCAVE TO THE NORTHERLY AND HAVING A RADIUS OF 11524.00 FEET, RUN A CHORD DISTANCE OF 697.93 FEET, THE BEARING OF SAID CHORD BEING NORTH 88 DEGREES 39 MINUTES 05 SECONDS WEST; THENCE WESTERLY ON THE ARC OF A CURVE CONCAVE TO THE SOUTHERLY AND HAVING A RADIUS OF 11376.00 FEET, RUN A CHORD DISTANCE OF 688.97 FEET, THE BEARING OF SAID CHORD BEING NORTH 88 DEGREES 39 MINUTES 05 SECONDS WEST; THENCE SOUTH 89 DEGREES 36 MINUTES 48 SECONDS WEST 50.45 FEET TO THE POINT OF BEGINNING, BEING 59.82 ACRES, MORE OR LESS, IN AREA.

OR BOOK 1477 PAGE 2025

EXHIBIT B

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OR BOOK

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PAGE 2026

MICROFILMED FROM POOR DOCUMENT

DATE: AUGUST 17, 1993

EXHIBIT B
5 of 5

RESTRICTED USES

- (1) Facilities for the production of eyeglasses, hearing aids, dentures, prosthetic appliances and similar products in conjunction with a professional service being rendered at the time if the gross floor area shall not exceed six thousand square feet.
- (2) Retail outlets for sale of food and drugs, paint with no outside storage, hardware with no outside storage, cards, ice cream and/or yogurt, home furnishings, book store, carpet and tile, shoes, and home decorating store, wearing apparel, toys, sundries and notions, books and stationery, leather goods and luggage, video (sales and rentals), jewelry (including watch repair but not pawnshops), art, cameras or photographic supplies (including camera repair), sporting goods, hobby shops and pet shop (but not animal boarding kennels), musical instruments, television and radio (including repair incidental to sales), florist or gift shops, delicatessens, bakeshops (but not wholesale bakeries), drugs and similar products (including such stores as Walmart and K-Mart).
- (3) Service establishments such as barber or beauty shops, shoe repair shops, restaurants (without drive-in or drive-thru facilities), interior decorators, self-service laundries or dry cleaners, tailors or dressmakers, laundry or dry cleaning pickup stations.
- (4) Banks and financial institutions, travel agencies and similar uses.
- (5) An establishment or facility which includes the retail sale of liquor, beer or wine in sealed containers for off-premises consumption.
- (6) Filling stations for gasoline, diesel fuel or gasohol.
- (7) An establishment or facility which includes the retail sale of liquor, beer or wine for on-premises consumption.
- (8) An establishment or facility which includes the retail sale of alcoholic beverages including liquor, beer or wine for on-premises consumption, in conjunction with the service of food which is ordered from a menu and prepared or served for pay for consumption on-premises.
- (9) Those establishments or businesses listed on Schedules 1 through 3 of Exhibit K.

EXHIBITC

A PORTION OF SECTION 33, TOWNSHIP 4 SOUTH, RANGE 26 EAST, CLAY COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: COMMENCE AT THE SOUTHWEST CORNER OF SAID SECTION 33; THENCE ON THE WEST LINE OF SAID SECTION NORTH 00 DEGREES 26 MINUTES 27 SECONDS WEST 50.00 FEET TO THE NORTH RIGHT-OF-WAY LINE OF COUNTY ROAD NO. C-220 (A 100 RIGHT-OF-WAY AS NOW ESTABLISHED); THENCE ON LAST SAID LINE NORTH 89 DEGREES 36 MINUTES 48 SECONDS EAST 73.33 FEET; THENCE NORTH 00 DEGREES 23 MINUTES 55 SECONDS WEST 464.12 FEET; THENCE NORTHERLY ON THE ARC OF A CURVE CONCAVE TO THE EASTERLY AND HAVING A RADIUS OF 425.00 FEET, RUN A CHORD DISTANCE OF 155.58 FEET, THE BEARING OF SAID CHORD BEING NORTH 10 DEGREES 08 MINUTES 54 SECONDS EAST; THENCE NORTH 20 DEGREES 41 MINUTES 43 SECONDS EAST 262.81 FEET; THENCE EASTERLY ON THE ARC OF A CURVE CONCAVE TO THE NORTHERLY AND HAVING A RADIUS OF 1675.00 FEET, RUN A CHORD DISTANCE OF 934.10 FEET TO THE POINT OF BEGINNING, THE BEARING OF SAID CHORD BEING NORTH 87 DEGREES 36 MINUTES 25 SECONDS EAST; THENCE SOUTH 00 DEGREES 23 MINUTES 12 SECONDS EAST 337.23 FEET; THENCE SOUTH 89 DEGREES 36 MINUTES 48 SECONDS WEST 39.40 FEET; THENCE SOUTH 00 DEGREES 23 MINUTES 12 SECONDS EAST 307.73 FEET; THENCE SOUTH 88 DEGREES 44 MINUTES 58 SECONDS EAST 216.54 FEET; THENCE SOUTH 89 DEGREES 55 MINUTES 18 SECONDS EAST 225.74 FEET; THENCE SOUTH 00 DEGREES 30 MINUTES 08 SECONDS EAST 24.00 FEET; THENCE NORTH 89 DEGREES 25 MINUTES 33 SECONDS EAST 27.99 FEET; THENCE EASTERLY ON THE ARC OF A CURVE CONCAVE TO THE NORTHERLY AND HAVING A RADIUS OF 29.90 FEET, RUN A CHORD DISTANCE OF 21.86 FEET, THE BEARING OF SAID CHORD BEING NORTH 67 DEGREES 59 MINUTES 14 SECONDS EAST; THENCE NORTH 46 DEGREES 37 MINUTES 14 SECONDS EAST 75.29 FEET; THENCE NORTHEASTERLY ON THE ARC OF A CURVE CONCAVE TO THE SOUTHEASTERLY AND HAVING A RADIUS OF 30.00 FEET, RUN A CHORD DISTANCE OF 18.38 FEET, THE BEARING OF SAID CHORD BEING NORTH 64 DEGREES 27 MINUTES 23 SECONDS EAST; THENCE NORTH 82 DEGREES 17 MINUTES 32 SECONDS EAST 70.25 FEET; THENCE NORTHEASTERLY ON THE ARC OF A CURVE CONCAVE TO THE NORTHWESTERLY AND HAVING A RADIUS OF 30.00 FEET, RUN A CHORD DISTANCE OF 27.54 FEET, THE BEARING OF SAID CHORD BEING NORTH 54 DEGREES 58 MINUTES 23 SECONDS EAST; THENCE NORTH 27 DEGREES 39 MINUTES 13 SECONDS EAST 201.02 FEET; THENCE SOUTH 73 DEGREES 03 MINUTES 19 SECONDS EAST 58.77 FEET; THENCE SOUTH 88 DEGREES 57 MINUTES 20 SECONDS EAST 30.27 FEET; THENCE NORTH 88 DEGREES 30 MINUTES 52 SECONDS EAST 28.44 FEET; THENCE SOUTH 66 DEGREES 41 MINUTES 04 SECONDS EAST 43.42 FEET; THENCE SOUTH 59 DEGREES 33 MINUTES 34 SECONDS EAST 8.30 FEET TO THE WESTERLY RIGHT-OF-WAY LINE OF U.S. HIGHWAY NO. 17 (STATE ROAD NO. 15); THENCE RUN THE FOLLOWING 2 COURSES ALONG LAST SAID LINE: 1) NORTH 03 DEGREES 02 MINUTES 29 SECONDS EAST 371.45 FEET; 2) NORTHERLY ON THE ARC OF A CURVE CONCAVE TO THE EASTERLY AND HAVING A RADIUS OF 23050.31 FEET, RUN A CHORD DISTANCE OF 285.89 FEET, THE BEARING OF SAID CHORD BEING NORTH 03 DEGREES 23 MINUTES 48 SECONDS EAST; THENCE SOUTH 89 DEGREES 38 MINUTES 25 SECONDS WEST 218.08 FEET; THENCE WESTERLY ON THE ARC OF A CURVE CONCAVE TO THE SOUTHERLY AND HAVING A RADIUS OF 1000.00 FEET, RUN A CHORD DISTANCE OF 468.38 FEET, THE BEARING OF SAID CHORD BEING SOUTH 76 DEGREES 05 MINUTES 47 SECONDS WEST; THENCE SOUTHWESTERLY ON THE ARC OF A CURVE CONCAVE TO THE NORTHWESTERLY AND HAVING A RADIUS OF 1675.00 FEET, RUN A CHORD DISTANCE OF 258.87 FEET TO THE POINT OF BEGINNING, THE BEARING OF SAID CHORD BEING SOUTH 66 DEGREES 59 MINUTES 03 SECONDS WEST, BEING 15.241 ACRES, MORE OR LESS, IN AREA.

EXHIBIT D

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D

PARCEL "B2"

A PORTION OF SECTION 33, TOWNSHIP 4 SOUTH, RANGE 26 EAST, CLAY COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: COMMENCE AT THE SOUTHWEST CORNER OF SAID SECTION 33; THENCE ON THE WEST LINE OF SAID SECTION NORTH 00 DEGREES 26 MINUTES 27 SECONDS WEST 50.00 FEET TO THE NORTH RIGHT-OF-WAY LINE OF COUNTY ROAD NO. C-220 (A 100 RIGHT-OF-WAY AS NOW ESTABLISHED); THENCE ON LAST SAID LINE NORTH 89 DEGREES 36 MINUTES 48 SECONDS EAST 73.33 FEET; THENCE NORTH 00 DEGREES 23 MINUTES 55 SECONDS WEST 100.00 FEET TO THE POINT OF BEGINNING; THENCE NORTH 89 DEGREES 36 MINUTES 48 SECONDS EAST 50.48 FEET; THENCE EASTERLY ON THE ARC OF A CURVE CONCAVE TO THE SOUTHERLY AND HAVING A RADIUS OF 11576.00 FEET, RUN A CHORD DISTANCE OF 585.62 FEET, THE BEARING OF SAID CHORD BEING SOUTH 88 DEGREES 56 MINUTES 14 SECONDS EAST; THENCE NORTH 00 DEGREES 23 MINUTES 12 SECONDS WEST 160.18 FEET; THENCE NORTH 88 DEGREES 43 MINUTES 21 SECONDS WEST 495.70 FEET; THENCE SOUTH 89 DEGREES 40 MINUTES 02 SECONDS WEST 140.46 FEET; THENCE SOUTH 00 DEGREES 23 MINUTES 55 SECONDS EAST 159.90 FEET TO THE POINT OF BEGINNING, BEING 2.317 ACRES, MORE OR LESS, IN AREA.

EXHIBIT D

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