

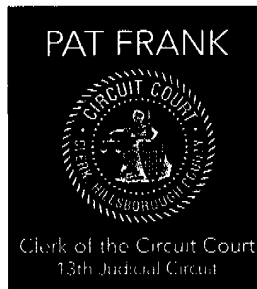
DRI #242

R10-004

**ORIGINAL
RESOLUTION
R10-004**

**FILED WITH
Mosaic Fertilizer LLC
(Formerly Cargill Fertilizer Inc)**

**NOPC 10-0027
DRI #242
(Formerly DRI #76)**



January 22, 2010

CHARLES GAUTHIER CHIEF
STATE OF FLORIDA DEPARTMENT
OF COMMUNITY AFFAIRS
BUREAU OF STATE PLANNING
2555 SHUMARD OAK BLVD
TALLAHASSEE FL 32399-2100

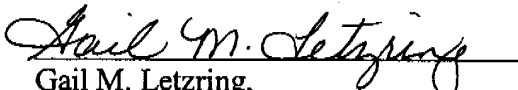
Re: Resolution No. R10-004 – Amended and Restated Development Order for Mosaic Fertilizer, LLC (Formerly Cargill Fertilizer, Inc.) DRI #242 (fka DRI #76)

Dear Mr. Gauthier:

Attached is a certified original of referenced resolution, which was adopted by the Hillsborough County Board of County Commissioners on January 12, 2010.

We are providing this original for your files.

Sincerely,

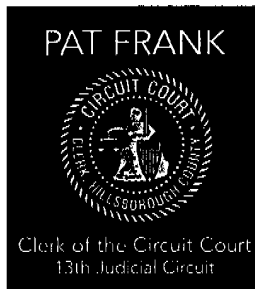

Gail M. Letzring,
Manager, BOCC Records

bam

Certified Mail Receipt # 7003 3110 0004 4683 0394

Attachment

cc: Board files (orig.)
John Meyer, Tampa Bay Regional Planning Council (orig. ltr.)
Tim Butts, AICP, Engelhardt, Hammer & Associates (orig. ltr.)
Nancy Y. Takemori, Assistant County Attorney
John Healey, Senior Planner, Planning and Growth Management
Sandra Davidson, County Attorney's Office
Christopher Weiss, Property Appraiser's Office
Mary Mahoney, Management and Budget



January 22, 2010

JOHN MEYER DRI COORDINATOR
TAMPA BAY REGIONAL PLANNING COUNCIL
4000 GATEWAY CENTER BLVD SUITE 100
PINELLAS PARK FL 33782

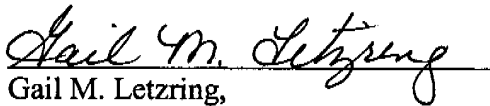
Re: Resolution No. R10-004 – Amended and Restated Development Order for Mosaic Fertilizer, LLC (Formerly Cargill Fertilizer, Inc.) DRI #242 (fka DRI #76)

Dear Mr. Meyer:

Attached is a certified original of referenced resolution, which was adopted by the Hillsborough County Board of County Commissioners on January 12, 2010.

We are providing this original for your files.

Sincerely,

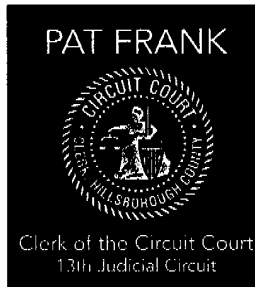

Gail M. Letzring,
Manager, BOCC Records

bam

Certified Mail Receipt # 7003 3110 0004 4683 0400

Attachment

cc: Board files (orig.)
Charles Gauthier, Chief, DCA Bureau of State Planning (orig. ltr.)
Tim Butts, AICP, Engelhardt, Hammer & Associates (orig. ltr.)
Nancy Y. Takemori, Assistant County Attorney
John Healey, Senior Planner, Planning and Growth Management
Sandra Davidson, County Attorney's Office
Christopher Weiss, Property Appraiser's Office
Mary Mahoney, Management and Budget



January 22, 2010

TIM BUTTS AICP
ENGELHARDT HAMMER & K ASSOCIATES
4343 ANCHOR PLAZA PARKWAY #220
TAMPA FL 33634

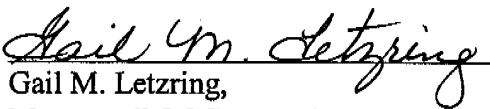
Re: Resolution No. R10-004 – Amended and Restated Development Order for Mosaic Fertilizer, LLC (Formerly Cargill Fertilizer, Inc.) DRI #242 (fka DRI #76)

Dear Mr. Butts:

Attached is a certified original of referenced resolution, which was adopted by the Hillsborough County Board of County Commissioners on January 12, 2010.

We are providing this original for your files.

Sincerely,


Gail M. Letzring,
Manager, BOCC Records

bam

Certified Mail Receipt # 7003 3110 0004 4683 0417

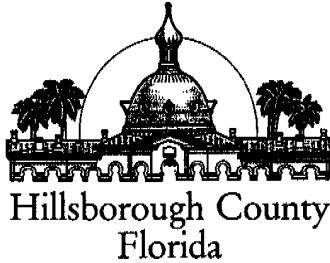
Attachment

cc: Board files (orig.)
Charles Gauthier, Chief, DCA Bureau of State Planning (orig. ltr.)
John Meyer, Tampa Bay Regional Planning Council (orig. ltr.)
Nancy Y. Takemori, Assistant County Attorney
John Healey, Senior Planner, Planning and Growth Management
Sandra Davidson, County Attorney's Office
Christopher Weiss, Property Appraiser's Office
Mary Mahoney, Management and Budget

Office of the County Attorney

BOARD OF COUNTY COMMISSIONERS

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Rose V. Ferlita
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Kevin White




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Christine M. Beck
Robert E. Brazel
Hank Ennis
Mary Helen Farris
Susan J. Fernandez
Sheree C. Fish
Adam J. Gormly
Jennie Granahan Tarr

MEMORANDUM

To: Mildred Dixon, BOCC Records

From: Nancy Y. Takemori, Assistant County Attorney 

Date: January 21, 2010

Subject: Mosaic Fertilizer, LLC, Amended and Restated Development Order
for DRI No. 242 (formerly DRI No. 76) – Chairman's Signature

Please find attached 3 originals of the Amended and Restated Development Order for the Mosaic Fertilizer, LLC Development of Regional Impact as approved by the Board of County Commissioners on January 12, 2010. According to Rule 9J-2.025, Florida Administrative Code, the Order must be rendered to the State Department of Community Affairs (Department of State Planning), the Tampa Bay Regional Planning Council, and the developer within thirty (30) days from the BOCC meeting date. The Development Order must be certified by the clerk as a being a complete and accurate copy of the approved Development Order. Please transmit an original Order to each of the entities referenced above. The developer's copy may be sent to the developer's representative, Tim Butts, AICP, Engelhardt, Hammer & Associates, 4343 Anchor Plaza Parkway, Suite 220, Tampa, Florida 33634.

Please contact me should you have any questions.

NYT/pww

Attachment

cc: John Healey, Executive Planner, Planning & Growth Management Department
Tim Butts, AICP, Engelhardt, Hammer & Associates

RECEIVED
2010 JAN 21 A 9 45
CLERK TO
THE BOARD (A)

G:\Real Property & Development\Takemori\DRI\Mosaic Fertilizer\DRI memo to Mildred Dixon Mosaic amended & restated DO NOPC approved .doc

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Post Office Box 1110 · Tampa, Florida 33601
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An Affirmative Action/Equal Opportunity Employer

AMENDED AND RESTATED DEVELOPMENT ORDER
FOR DRI NO. 242 (formerly DRI NO. 76)

RESOLUTION No. R10-004

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, ISSUING AN AMENDED AND RESTATED DEVELOPMENT ORDER FOR DRI NO. 242.

Upon motion by Commissioner White, seconded by Commissioner Norman, the following Resolution was adopted by a vote of 7 to 0, Commissioner(s) _____ voting "no".

WHEREAS, on August 20, 1984, the Board of County Commissioners ("BOCC") adopted a Resolution (80-73) approving development of regional impact ("DRI") Petition No. 76 and thereby establishing the development order for a phosphogypsum stack for Mosaic Fertilizer, LLC, ("Mosaic" or "Developer"; formerly Cargill Fertilizer, Inc. and formerly Gardinier, Inc.) and also rezoning the property to CU 83-6; and

WHEREAS, on August 24, 1993, the BOCC approved an amendment to DRI No. 76 by adopting Resolution (R93-0172), changing the permitted height of the phosphogypsum stack from 100 feet to 200 feet, requiring bi-annual Visual Monitoring Program reports, providing that the development order remain in effect until December 31, 2015 and providing that the development shall not be subject to down-zoning or intensity reduction prior to December 31, 2010; and

WHEREAS, on June 13, 2000, the BOCC granted a Substantial Deviation Development Order ("SDDO") (Resolution No. 00-111) through a Consolidated Development Application ("CDA"), pursuant to the Ecosystem Management Team ("EMT") permitting process, which constituted an Application for Development Approval ("ADA"); thus, establishing DRI No. 242 and authorizing expansion of the existing gypsum stack by 50 feet in height (to 250 feet); extension of the facility operating life to December 31, 2042; relocation of cooling ponds; and

rerouting of Archie Creek; and

WHEREAS, on October 25th, 2005, the BOCC approved an amendment to DRI No. 242 by adopting Resolution (R05-0243), adding a condition requiring the Developer to submit annually a Water Management Plan by April 1st of each year; and

WHEREAS, the Florida Department of Environmental Protection ("DEP") and the Hillsborough County Environmental Protection Commission ("EPC") have requested that the Developer reduce the water levels within the Gypsum Stack/Process Water system and ponds; and

WHEREAS, on October 12, 2009 Mosaic filed an application for a Notice of Proposed Change ("NOPC") with the Hillsborough County Board of County Commissioners (the "BOCC") to the previously approved Development of Regional Impact ("DRI") #242 known as the "Riverview Gypsum Stack", in accordance with Subsection 380.06(19) Florida Statutes ("F.S."), as amended; and

WHEREAS, Mosaic seeks to construct a process water loading station on the Gypsum Stack site and transport the process water off-site for treatment; and

WHEREAS, the public notice requirements of Section 380.06, F.S., and the Hillsborough County Land Development Code, as amended, have been satisfied; and

WHEREAS, the BOCC has received and considered the reports and recommendations of Tampa Bay Regional Planning Council, the Hillsborough County Planning and Growth Management Department, and other state, regional and local government agencies; and

WHEREAS, the BOCC has solicited, received and considered the reports, comments, testimony, documents and evidence presented by the Developer and interested citizens.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS DAY OF January 12, 2010, THAT THE NOTICE OF PROPOSED CHANGE APPLICATION TO DRI NO. 242 SUBMITTED BY THE DEVELOPER IS HEREBY APPROVED WITH CONDITIONS, SAID APPROVAL BEING BASED UPON THE FOLLOWING FINDINGS OF FACT AND CONCLUSIONS OF LAW:

I. FINDINGS OF FACT

A. The purpose of this Amended and Restated Development Order is to approve the construction of a process water loading station on the Gypsum Stack site and allow the transportation of the process water off-site, and revise the Master Development Plan (Map H-1) to indicate the loading station. The proposed amendment does not include changes to approved land uses, does not change the buildout or project phasing schedule of any phase of the approved development, and does not increase the boundary limits of the approved DRI. The geographic boundary of DRI No. 242 is depicted in Figure H-1, the Master Development Plan, and is attached hereto and incorporated herein as **Exhibit A**.

B. The Developer's authorized agent for this project is Jeff Stewart, 8813 Highway 41, South, Riverview, Florida 33569.

C. The real property which is the subject of the NOPC is legally described in **Exhibit B**, attached hereto and incorporated herein by reference. The project area includes, more or less, 1,282.7 acres, the extent of DRI No. 242. All lands affected by this NOPC are under the ownership and control of the Developer.

D. The proposed changes approved herein do not result in any new or additional regional impacts.

II. CONCLUSIONS OF LAW

A. The proposed amendment does not constitute a "substantial deviation" to the approved Development Order for DRI No. 242.

B. The Development Order for DRI No. 242, as amended hereby, does not unreasonably interfere with the achievement of the objectives of the State Comprehensive Plan applicable to the area and is consistent with the Comprehensive Plan of Hillsborough County and with the LDC.

C. All applicable statutory and regulatory procedures have been adhered to.

D. Nothing contained in the Amended and Restated Development Order shall limit or modify the rights originally approved by the Development Order for DRI No. 242 or the protection afforded under Subsection 163.3176(8), Florida Statutes.

E. The Developer shall record a Notice of Adoption of this Resolution in accordance with Section 380.06(15), Florida Statutes.

F. Within (30) days after adoption, a certified copy of this Resolution together with all exhibits hereto shall be transmitted by the Ex Officio Clerk to the Board of County Commissioners by certified mail or other delivery service for which a receipt as proof of service is required, to the state land planning agency, the Tampa Bay Regional Planning Council, and other recipients in accordance with Section 380.06, Florida Statutes.

G. Based on the above findings of fact, the Board of County Commissioners hereby approves the construction of a process water loading station and the transportation of the process water off-site.

III. GENERAL PROVISIONS

A. This Resolution shall constitute the DRI Development Order of Hillsborough County adopted in response to the ADA for the Developer's Phosphogypsum Stack System Expansion DRI and as amended by subsequent Resolutions.

B. The above stated recitals, findings of fact and conclusions of law are incorporated into and by this reference made a part of this DRI Development Order.

C. The legal description of the property set forth in **Exhibit B** is hereby incorporated into and by reference made a part of this DRI Development Order.

D. All provisions contained within the ADA are incorporated herein by this reference and shall be considered conditions of this DRI Development Order, unless inconsistent with the terms and conditions hereof, in which case the terms and conditions of this DRI Development Order shall control.

E. Unless otherwise provided for in this DRI Development Order, the definitions contained in Chapter 380, F.S., shall govern and apply hereto.

F. This DRI Development Order shall be binding upon the Developer and its assignees or successors in interest, including any entity which may assume any of the responsibilities imposed on the Developer by this DRI Development Order or any subsequent owner(s) of the property. The restoration obligations identified in this DRI Development Order as obligations of the Developer shall be binding on the Developer's successors in interest or assigns.

G. It is understood that any reference herein to any specific individual or governmental agency shall be construed to include any future instrumentality which may be created or designated as successor in interest to, or which otherwise possesses any of the powers and duties of such individual, branch of government or governmental agency.

H. In the event any portion of this DRI Development Order shall be found to be unenforceable by a court of competent jurisdiction, and if the Developer and the County mutually agree that the deletion of such provision(s) does not affect the overall intent (nor materially impair the benefits negotiated by each party hereunder), then, in that event, the remainder of this DRI Development Order shall remain in full force and effect.

I. Whenever this DRI Development Order provides for or otherwise necessitates

reviews or determinations of any kind subsequent to its issuance, the right to review, unless specifically provided otherwise, shall include all directly affected local governmental agencies and departments as are or may be designated by the BOCC to review developments as set forth under applicable laws and rules governing developments of regional impact.

J. In each instance in this DRI Development Order where the Developer is responsible for ongoing maintenance obligations, the Developer may, upon prior written consent of the Hillsborough County Administrator (the "Administrator"), in his sole judgment and discretion, transfer any or all of its maintenance responsibilities to an appropriate private or public body authorized to perform such responsibilities.

K. Proposed development activity that constitutes a substantial deviation from the terms or conditions of this DRI Development Order under the terms of Section 380.06(19)(b), F.S., as it may be subsequently amended or superseded, or other proposed changes to the approved DRI which are determined to be substantial deviations pursuant to the criteria and procedure of Section 380.06(19), F.S., as it may be subsequently amended or superseded, shall result in further DRI review pursuant to Chapter 380.06, F.S., as it may be subsequently amended or superseded.

L. The Administrator, or the Administrator's designee, shall be responsible for monitoring and assuring compliance with all terms and conditions of this DRI Development Order. For purposes of this condition, the Administrator may rely upon or utilize information supplied by any Hillsborough County department or any of the applicable federal, state or local agencies having particular responsibility over the area or subject involved. The Administrator shall report to the BOCC any findings of deviation from the terms and conditions of this DRI Development Order. In the event of a deviation, the Administrator may recommend that the BOCC establish a hearing to consider such deviations. Any development activity constituting a change from the approved development plan shall also be reviewed, where appropriate, pursuant to the provisions of the Hillsborough County Land Development Code.

M. The Developer shall file an annual report in accordance with Section 380.06(18), F.S., and Rule 9J-2.025, F.A.C., (1995). The report shall be submitted on the DCA DRI Annual Report Form adopted for such purposes. Such report shall be due on the anniversary of the date of adoption of this DRI Development Order until such time as all terms and conditions of this DRI Development Order are satisfied. Such report shall be submitted to all statutorily required governmental agencies including, without limitation, the County, EPC, DCA, DEP, and TBRPC. The annual report shall be submitted to the BOCC for review. The BOCC shall review the report for compliance with the terms and conditions of this DRI Development Order. The Developer shall be notified of any BOCC hearing wherein such report is to be reviewed. The receipt and review of such annual report by the BOCC shall not be considered a substitute or a waiver of any terms or conditions of this DRI Development Order. This report shall contain:

1. The information required by DCA to be included in the annual report, which information is described in Rule 9J-2.025, F.A.C. (1995);
2. A statement setting forth the name(s) and address(es) of any assignee or successor in interest to the Developer in this DRI Development Order;
3. A copy of the most recent proof or evidence of financial responsibility supplied by the Developer to DEP in accordance with Chapter 62-673, F.A.C.; and
4. Any other reporting specifically required in this DRI Development Order.
5. In addition to the requirements contained above, the annual report shall:
(a) identify each of the environmental studies and monitoring programs which were conducted during the preceding year; (b) state the results of those studies; (c) state whether the studies show a violation of any applicable local, state or federal standard for the protection of the public health, safety, welfare, or environment; (d) identify any significant fluctuations (as defined by EPC) in the monitoring data; (e) state whether any notices of violations or enforcement

proceedings have been brought against the Developer by any local, state, or federal agency during the preceding year; and (f) state whether the studies or monitoring programs show the existence of a health or environmental hazard. The annual report shall be submitted to the County, EPC, DEP, TBRPC, DCA and the Progress Village Civic Council.

N. The buildout date for the Stack Expansion is December 31, 2037, and this DRI Development Order shall expire on December 31, 2042, or upon written approval of the closure of the Stack Expansion by DEP pursuant to Chapter 62-673, F.A.C. (whichever occurs later). The Developer shall commence development of the Stack Expansion no later than January 1, 2005, provided that the Developer has timely received all necessary, final and nonappealable permits to do so. In the event that the Developer has not timely received all necessary, final and nonappealable permits to commence development of the Stack Expansion on or before January 1, 2005, for any reason beyond the Developer's control, then the development of the Stack Expansion shall commence within sixty (60) days after receipt of all necessary, final and nonappealable permits to do so.

O. The Stack Expansion approved hereby shall not be subject to down-zoning, or intensity reduction until January 1, 2038, unless the local government can demonstrate that substantial changes in the conditions underlying the approval of this DRI Development Order have occurred, or that this DRI Development Order was based on substantially inaccurate information provided by the Developer, or that the change is clearly established by local government to be essential to the public health, safety, or welfare.

P. Any headings contained in this DRI Development Order are for informational purposes only and shall not be construed as limiting or defining any term or condition contained in this DRI Development Order.

Q. All actions tied to the effective date of this DRI Development Order shall be tolled during any period this DRI Development Order may be on appeal pursuant to Section 380.07, F.S., or subject to any other judicial or administrative challenge, and during the

pendency of administrative or judicial proceedings related to any permits necessary or required for the Stack Expansion.

R. Within thirty (30) days after adoption, a certified copy of this Resolution, together with all exhibits hereto, shall be transmitted by the ex officio Clerk to the BOCC by certified mail to DCA, TBRPC, and the Developer.

S. Notice of the adoption of this DRI Development Order shall be recorded by the Developer in accordance with the provisions of Section 380.06(15)(f), F.S.

T. In connection with all regulatory permits required in the future for the Stack Expansion, the Developer shall be required to comply with all laws, rules and regulations in effect at the time the Developer submits complete and sufficient permit application(s). However, except as expressly otherwise provided for herein, the laws, rules and regulations in effect as of the effective date of this DRI Development Order shall be deemed to be the applicable laws, rules and regulations for the purpose of interpreting all other terms contained in this DRI Development Order, and the Developer shall retain its rights under Section 163.3167(8), F.S. (1999).

U. Nothing in this DRI Development Order shall be interpreted as an implication or requirement for any governmental agency to issue any or all permits required by the Developer in connection with the Stack Expansion or the restoration activities identified herein.

V. In addition to the conditions contained herein, the Developer shall comply with all applicable local, state, and federal rules, standards, and regulations, including, but not limited to, the requirements of the EPC, DEP, Florida Department of Health (DOH) and U.S. Environmental Protection Agency (EPA).

W. The Developer has certified that full and complete copies of the ADA have been delivered to all persons required by law pursuant to the "Developer's Affidavit," attached hereto as **Exhibit C** and incorporated herein by this reference.

IV. SPECIFIC CONDITIONS

A. Construction and Operation of the Stack Expansion

1. Contingency Plan

The contingency plan, prepared in accordance with Rule 62-672.850, F.A.C. (Unplanned Releases) and included in the ADA, is incorporated by reference herein and made a part hereof.

2. Monitoring of Closed Stack (West of Highway 41)

Yearly site visits will be conducted by representatives of the County and EPC, and by other regulatory agencies as appropriate, to monitor Development Order implementation, and verify that the Developer has successfully provided an adequate program for superficial erosion and runoff from the gypsum stack to adjoining properties or areas outside the slurry walls, and that an adequate vegetative cover on the sides of the stack has been maintained, as committed in the ADA. In the event that a healthy vegetative cover is not evident, the Developer shall immediately take whatever mitigative measures are necessary to meet this commitment.

3. Water Quality

a. The construction and subsequent operation of the Stack Expansion shall adhere to all applicable regulatory and permitting requirements as to water quality; provided, however, any exceedances of applicable water quality standards that existed prior to the Stack Expansion shall not be construed as a violation of this DRI Development Order.

b. The Developer shall implement a groundwater monitoring program consistent with DEP Phosphogypsum Management Wastewater Permit #FL0000761. The number and location of the monitoring wells and the scope of the monitoring program shall be subject to approval by the EPC and DEP. At a minimum, the monitoring program shall satisfy the DEP requirements in section 62-522.600, F.A.C. The monitoring program shall continue until EPC and DEP agree that the project no longer poses a threat to groundwater.

c. The Developer shall implement a remedial action plan in the event contamination (i) not existing prior to commencement of the Stack Expansion, (ii) resulting from the Stack Expansion, and (iii) in excess of applicable water quality standards, is detected and confirmed in the surface water or in the groundwater outside a permitted zone of discharge.

d. The Developer shall coordinate with DEP and SWFWMD (within the scope of their permitting review/approval authority) to ensure that the Stack Expansion does not cause any violation of the water quality standards applicable to the Lower Alafia River.

e. There shall be no unpermitted surface discharge of any process water (acidic waste) from the proposed project.

f. All acidic water collected by the underdrain system (toe drain) shall be transferred to the company's cooling ponds for recirculation.

g. The leachate collection system shall be maintained as a permanent part of the facility throughout the life of the Stack Expansion. Following the closure of the stack, the leachate collection system shall be monitored quarterly to ensure that the leachate is not building up within the stack. The monitoring program shall continue until the EPC determines that

leachate is no longer being generated and all of the leachate has been removed from the stack.

4. Installation of Liner System for the Stack Expansion

a. The Developer shall design and construct the Liner System (as described in the ADA) in accordance with Chapter 62-673, F.A.C., and in a manner such that a continuous Liner System shall be maintained under the Stack Expansion. In addition, the Developer will increase the liner thickness to an 80 mil liner on the 70 acre expansion area, the existing 238 acre cooling pond area, and the section of Archie Creek within the Stack Expansion. Furthermore, after the existing 238 acre cooling pond is emptied and the protective layer removed, the Developer will determine the actual thickness and hydraulic conductivity of the underlying compacted clay liner. The Developer will demonstrate to DEP and EPC that, to a 95% confidence level, the existing compacted clay liner will provide a performance equivalent to or better than that of an 18 inch thick compacted clay liner with a hydraulic conductivity of 1.0×10^{-7} cm/sec as required by Chapter 62-673, F.A.C., for a geomembrane-compacted clay composite liner. If the equivalency of the existing compacted clay liner cannot be demonstrated, the Developer will provide an alternate composite liner design incorporating the existing compacted clay liner, the proposed 80-mil geomembrane liner, and a layer of compacted and/or sedimented gypsum at least 24 inches thick. The Developer will demonstrate that the gypsum-geomembrane-clay composite liner will provide a performance equivalent to or better than the liner design standards contained in Chapter 62-673, F.A.C., assuming the geomembrane liner is only 60-mil thick.

b. A minimum of 30 days prior to the initial installation of the liner, DEP and EPC shall be advised of the dates on which the Liner System installation will begin so that DEP and the EPC may perform site

inspections if desired.

5. Dewatering

In conjunction with the permitting of each construction sequence of the Stack Expansion, the Developer shall identify the locations of all dewatering activities. A final plan for disposition of groundwater withdrawals during dewatering and a water quality monitoring program shall be developed for all dewatering activities. If off-site discharge from dewatering activities is necessary, the discharge water quality shall meet applicable Ch. 62-302, F.A.C., surface water quality standards. Additionally, appropriate measures shall be taken to ensure that wetlands outside of the applicable construction sequence footprint are not adversely impacted by dewatering operations, unless authorized by those governmental agencies with permit approval authority in the appropriate permitting process.

6. Floodplain Mitigation

Floodplain mitigation to offset floodplain impacts shall be provided prior to expansion into floodplain areas. Adequate floodplain mitigation or other corrective measures shall be provided so that no adverse impacts to offsite areas from flows and levels will result from storm events up to and including a 100-year, 24-hour design storm event.

7. Surface Water Monitoring

a. Two surface water monitoring stations shall be installed in North Canal and in Archie Creek, during and following construction of the proposed project. Each stream will have a monitoring station located upstream and one located downstream from the project site.

b. The monitoring program for these stations shall be subject to approval by the EPC, DEP and TBRPC. The monitoring program shall include tests for all appropriate water quality parameters, including radium and gross alpha. The data collected in the monitoring program shall be submitted to EPC, DEP, and DOH.

8. Air Monitoring

a. In conjunction with the operation of the Stack Expansion, the Developer shall install and operate two ambient air dust samplers and radon monitors with co-located meteorological stations based on the recommendations of the EPC Air Program. These monitoring stations will be located at the Progress Village Middle School and Gibsonton Elementary School. Installation of these monitoring stations is contingent upon EPC providing consultation on the operation of the stations, and providing the required calibration and auditing to assure quality data. If ambient air quality (including radon) monitoring demonstrates that emissions from the Stack Expansion cause a violation of applicable standards adopted by the EPA, DEP, or EPC, the Developer shall take such actions as may be required by the above-named agencies to mitigate the situation.

b. The Developer shall use best management practices during construction to control sediment and erosion from all disturbed areas until those areas are stabilized.

c. As part of the odor reduction NEB, the Developer will complete an analysis of the effectiveness of odor treatment/control options, and will commit to the selection and installation of the most effective odor abatement system within one year following final project approval. In addition, the Developer will also commit to the continued operation of the

odor abatement system (which may include source reduction), and quantification of the effectiveness of the odor abatement process, to be included in the annual report.

d. Within six months following final project approval, the Developer shall complete stabilization of the gypsum stack access road to reduce dust generation by service vehicles. Stabilization shall be accomplished using coarse gravel or any other equivalent method, subject to approval by the EPC Air Program.

e. The Developer shall conduct all engineering design, permitting and construction activities necessary to modify the existing number 8 and number 9 sulfuric acid production plants in order to accommodate reduced emission limits within 3 years following final project approval. The project will result in improved process efficiencies needed to accommodate reduction of SO₂ emission limits from 4.0 lb/ton acid produced to 3.5 lb/ton (24 hour average).

9. Long-Term Maintenance

The Developer shall provide long-term maintenance for the Stack Expansion site until the proposed gypsum stack is closed. Among other things, the Developer shall: maintain a fence around the perimeter of the entire site; provide adequate security guards to prevent trespassing; maintain grass or other vegetation on the stack; and maintain trees, shrubs, or other plants around the site in accordance with its buffering and visual management programs.

10. Water Use/Reuse

The Developer shall continue on an ongoing basis to evaluate ways to (a) maximize the reuse of wastewater from Hillsborough County, the City of Tampa, or other sources, and (b) implement other innovative

approaches to reduce consumptive water use that may become feasible over the life of the project, each in a manner consistent with any applicable environmental/water use permitting, remediation and other groundwater protection requirements.

The Developer shall use reclaimed water when it is available from Hillsborough County in a quantity of at least 1 million gallons per day (pd) and which is of acceptable quality. The Developer shall be required to construct, at the Developer's sole expense, the necessary infrastructure to connect to the nearest County transmission line, as detailed herein. The Developer shall connect within one year of written notice from the County that service is, or will be, available. At the County's sole discretion, an Aquifer Storage Reservoir (ASR) transmission line may be built by the County from its South County reclaimed water transmission line in 78th Street, along Riverview Drive to a point east of U.S. 41. In this event, the Developer shall be solely responsible for designing, constructing, permitting and obtaining right-of-way for the infrastructure necessary to connect the Riverview plant to the ASR line. However, should the County elect not to build said line, then the line shall be designed and constructed by the Developer from 78th Street along Riverview Drive to a point west of U.S. 41 at the Developer's expense, and the County shall be responsible for obtaining all necessary permits and rights-of-way for same.

11. If feasible and permittable, the Developer shall provide water from Lithia/Buckhorn Springs to the County for the purpose of cycle testing the ASR wells on the Cargill Park site, if the cycle testing occurs prior to the transmission main construction.

12. VISUAL MANAGEMENT PROGRAM

Within one year after the issuance of the Development Order, the Developer shall submit a detailed written plan for extension of its visual management program. At a minimum, this plan shall include: (a) the specific details concerning the location, types and numbers of trees and shrubs which will be planted around the Existing Stack and the Stack Expansion site; (b) the specific details concerning the plan to plant grass and other vegetation on the stack; (c) the time frames in which these programs will be started and completed; and (d) the criteria that will be utilized when determining whether the programs have been successful. This plan shall be subject to approval by PGMD and EPC. The tree and shrub planting programs for the Stack Expansion site shall be started, and whenever reasonably possible, fully completed before any gypsum is stored on the Stack Expansion site. If at any time the trees and other vegetation fail to provide an adequate visual buffer between the gypsum stack and off-site areas, as determined by the PGMD and EPC, the Developer shall submit supplemental plans for approval by the PGMD and EPC. Biennial monitoring reports regarding the tree and shrub planting program were initiated on October 1, 1993, and will continue to be submitted to PGMD. The content of the monitoring report shall include the minimum requirements referenced above. The Developer shall commit to working with any affected property owner that responds negatively to said property owner's view of the project site on an individual basis, and will provide on-site remedies/plantings, where appropriate.

13. Closure of Stack Expansion

- a. The Developer shall submit to the appropriate governmental agencies a detailed closure plan for the Stack Expansion in accordance

with Chapter 62-673, F.A.C. The plan shall be subject to approval by those governmental agencies with permit approval authority in the appropriate permitting process.

b. The Stack Expansion shall be closed consistent with the requirements of Chapter 62-673, F.A.C., or successor requirements.

c. The Developer shall demonstrate financial responsibility for the long-term monitoring, security, and closure of the stack to the County in the same manner provided by Rule 62-673.640, F.A.C., or successor requirements.

Monitoring

d. The Developer shall conduct environmental studies and monitoring programs for radon, particulates (dust), air quality, surface water quality, ground water quality, and stormwater quality in accordance with the conditions contained in this development order. These programs shall be subject to approval by the EPC and DEP. The Developer shall provide copies of its monitoring data to the EPC, DEP, DOH, and EPA, as directed by the respective agencies.

1. If these studies show that the Developer's activities: (a) violate any applicable local, state, or federal standard for the protection of human health or the environment; or (b) constitute a hazard to the public health, safety, or welfare; or (c) significantly differ from the representations made by the Developer in the ADA, then the Board may hold a public hearing to evaluate these matters.

2. After conducting the public hearing, the Board may require the Developer to immediately take all necessary and appropriate steps to comply with applicable standards, and/or eliminate the

hazard, and/or comply with this Development Order, as provided by section 380.11, F.S.

14. If the BOCC, through a duly noticed public hearing, finds the Developer to be in non-compliance with this Development Order and no good faith effort is being made by the Developer to bring the project into compliance, the BOCC reserves the right to order all stacking operations to cease.

15. Activities proposed by the Developer shall be conducted in a manner that does not cause violations of state water quality standards pursuant to Chapter 1-5, Water Pollution, Rules of the Environmental Protection Commission of Hillsborough County. The Developer shall implement best management practices (BMP) for erosion and a pollution control plan to prevent violation of state water quality standards.

16. The EPC must be notified in advance of any proposed construction dewatering. If dewatering activity is likely to result in offsite discharge or sediment/turbidity transport into wetlands or surface waters, a written dewatering plan must be submitted to and approved by EPC.

17. As-built certification by a registered professional engineer must be submitted within 30 days after completion of an authorized construction activity.

18. Should any other regulatory agency require changes to any of the project's design/engineering systems, the Developer shall notify EPC of the changes prior to implementation.

19. The Developer shall notify EPC in writing within 30 days of any sale, conveyance, or other transfer of ownership or control of any mitigation and/or restoration parcels, or the real property at which said parcels are located.

20. The Developer shall provide EPC with proof of financial responsibility to ensure proper and successful completion of the mitigation and NEB plans. Financial responsibility may be established and assured by a number of methods, including but not limited to: performance bond, irrevocable letter of credit, deposit of cash or cash equivalent into an escrow account, corporate guarantee, or as provided by Chapter 62-673, F.A.C.

21. All mitigation and NEB (restoration, creation and enhancement projects) monitoring and maintenance must continue until all EPC permit release criteria have been successfully met, at which time a certificate of completion will be issued. If permit release criteria cannot be met, reconstruction of the site design may be necessary to achieve functioning wetlands.

22. The Developer shall notify EPC in writing within 30 days of any change in agents designated in the CDA.

23. On-site relocation shall be the method of mitigation for impacts to gopher tortoises.

24. The Developer shall provide waterfowl habitat to offset the loss of the cooling ponds as habitat.

25. The Developer shall be committed to increase minority hiring specifically in the Progress Village Community. In each reporting year, as part of the Annual Report, the Developer shall identify the status of their minority hiring from Progress Village; and shall identify their actions and programs undertaken to recruit minority employees from the Progress Village Community.

26. Submit annually a Water Management Plan containing at a minimum: detailed water balance, process water reduction program, inventory predictions for the next 3 years (average & extreme rainfall conditions), and significant

changes in the facility's watershed. This plan shall be submitted by April 1st of each year.

27. The Developer is approved to construct a water loading station (not exceeding 3 acres in size) located at the southwest corner of the site, north of the relocated Archie Creek and adjacent to Old US 41 (as shown on the General Site Plan, Map H-1, attached as **Exhibit A**). Process water may be transported off-site to Mosaic's New Wales facility located in Polk County using either the Northern Route or the Southern Route, as indicated in the table below. No trucks used for this purpose (loaded or unloaded) may use Madison Avenue, Progress Boulevard, Bloomingdale Boulevard, or CR 640 (Lithia Pinecrest Road) west of CR 39. The number of trucks leaving the site shall not exceed an average of 200 in a 24-hour period.

Process Water Truck Routes

<u>Link</u>	<u>From</u>	<u>To</u>
<u>Northern Route</u>		
<u>US 41</u>	<u>Old US 41</u>	<u>SR 60</u>
<u>SR 60</u>	<u>US 41</u>	<u>CR 39</u>
<u>CR 39</u>	<u>SR 60</u>	<u>Lithia Pinecrest Road</u>
<u>Lithia Pinecrest Road</u>	<u>CR 39</u>	<u>Polk County</u>
<u>Southern Route</u>		
<u>US 41</u>	<u>Old US 41</u>	<u>Big Bend Road</u>
<u>Big Bend Road</u>	<u>US 41</u>	<u>US 301</u>
<u>US 301</u>	<u>Big Bend Rd</u>	<u>CR 672</u>
<u>CR 672</u>	<u>US 301</u>	<u>CR 39</u>
<u>CR 39</u>	<u>CR 672</u>	<u>Lithia Pinecrest Road</u>
<u>Lithia Pinecrest Road</u>	<u>CR 39</u>	<u>Polk County</u>

B. Compensation - Net Ecosystem Benefits ("NEB'S")

1. General Description

The Developer shall mitigate for all permitted wetland and upland impacts in accordance with all applicable local, state and federal rules, regulations and ordinances. In addition, the Developer has proposed a number of projects and programs as compensation for project impacts that go beyond normal permit requirements. Implementation of these programs and projects will achieve a "Net Ecosystem Benefit", as defined by DEP, in accordance with the requirements of the Team Permitting process. The mechanisms to ensure implementation of the Developer's (and/or successors) commitments are provided in the Development Order conditions set forth in this section.

2. Habitat Restoration, Management & Preservation

Exhibit D, attached hereto and incorporated herein by reference, depicts the areas addressed in this section.

a. Restoration, Management & Monitoring Plans

An Integrated Land Management Plan (ILMP) shall be the primary process for the regulatory review, permitting, management and monitoring of those Developer lands affected by or contained within all buffer, mitigation and restoration lands (Affected Properties), as outlined in this Development Order. It shall also serve as a management plan and tool for other Developer land holdings not included as mitigation or restoration lands for the Stack Expansion project. The ILMP shall be developed as a Geographic Information System (GIS) based database management system that will provide the ability to implement, manage and adapt the initial restoration, management and monitoring plans for all Affected

Properties on a continuous and cost effective basis. The GIS elements shall include all physical site features, individual and regional maps, and proposed and final restoration plan areas, and shall provide the ability to update each mitigation, restoration or related plan as the mitigation and/or restoration plans are implemented. **Exhibit E**, attached hereto and incorporated herein by reference, contains the total acreage, mitigation acreage, and NEB acreage for the Affected Lands, as well as acreage of other Developer land holdings to be included in the ILMP.

The ILMP shall be provided to DEP, FWCC, EPC, the Corps, the County and SWFWMD (referred to hereinafter as the "Restoration Reviewing Agencies") for review and comment. All comments from the above Restoration Reviewing Agencies shall be provided to the Developer and DEP. The DEP shall coordinate the review of the ILMP, including but not limited to, collection and consolidation of the Restoration Reviewing Agency's comments, transmittal of such comments to the Developer and providing documentation that the ILMP has been approved by the Restoration Reviewing Agencies. The County shall not issue a Natural Resource Permit until such time as the ILMP has been approved by the Restoration Reviewing Agencies. Pursuant to the authority granted to FWCC, the initial ILMP shall be subject to FWCC's letter approval as to the wild animal, fresh water aquatic species, and habitat aspects of the ILMP.

The ILMP shall be submitted as part of the Natural Resource Permit approval process and shall be consistent with all applicable Development Order conditions and permit requirements and shall include, at a minimum, the following items:

- 1) Preliminary restoration, adaptive management and monitoring plans for the Affected Properties consistent with all applicable Development Order conditions and permit requirements;

- 2) Preliminary management and monitoring plans for the other Developer lands outlined in **Exhibit F**;
- 3) A detailed discussion and implementation timeline outlining the steps the Developer will undertake to develop and obtain final approval from the Restoration Reviewing Agencies of the Site Specific Land Management Plans (SSLMP) for the Affected Properties and other Developer lands, within 1 year from the effective date of this Development Order;
- 4) A detailed discussion and timeline outlining monitoring and reporting activities for the ILMP/SSLMP to be undertaken for the Affected Properties and other Developer lands consistent with applicable Development Order conditions
- 5) A detailed discussion of the success criteria for the preservation, enhancement and/or restoration of the Affected Properties.

The Developer shall, at its sole cost and expense, complete in full the preservation, enhancement, and/or restoration obligations contained in the ILMP. The ILMP and SSLMP shall be "adaptive" plans, and, therefore, subject to modification with the consent of both the Developer and the Restoration Reviewing Agencies.

The approved SSLMP shall be submitted with the first DRI Annual Report. All restoration activities and restoration monitoring occurring within a 12-month period ending 60 days prior to the anniversary date of the Development Order effective date shall be summarized in the DRI Annual Report. Restoration and monitoring summaries in the Annual Reports shall be cumulative in nature to provide a means for identifying trends and tracking the

progress of the restoration effort. Monitoring shall be conducted in accordance with the ILMP. Monitoring Reports shall be submitted to the Restoration Reviewing Agencies with the Annual Reports.

Restoration summaries in the Annual Reports shall be reviewed and commented upon by the Restoration Reviewing Agencies. Together with the Developer, this group shall make recommendations for modifications to the restoration program, as indicated by site conditions and monitoring results. For a period of ten (10) years from the date of permit issuance, the Developer shall meet with the Restoration Reviewing Agencies at least 30 days prior to the submittal of each Annual Report. The purpose of this meeting shall be to review the Restoration Summaries in the Annual Report, discuss the progress of the restoration effort, and recommend modifications to the program, if necessary. A copy of the draft Restoration Summaries shall be provided to the Restoration Reviewing Agencies at least 60 days prior to the submittal of the Annual Report. Recommendations made during the review meeting shall be addressed in the Restoration Summaries within the Annual Report. After the annual meeting, the Developer shall finalize and submit the Annual Report. A summary of the previous year's recommendations shall comprise one section of the subsequent year's Annual Report to provide historical perspective.

The ILMP/SSLMP shall include a program for inventorying target wildlife, as such wildlife is defined by the Restoration Reviewing Agencies.

The ILMP and SSLMP shall be posted on the Developer's website.

The failure of the Developer to comply with these commitments and requirements as described in this Section IV regarding the ILMP/SSLMP, shall subject the Stack Expansion to a substantial deviation determination pursuant to Section 380.06, F.S.

b. Stack Buffer Management & Protection Plan

The 313 acres surrounding the Existing Stack and Stack Expansion area shall be managed to restore and maintain native habitat and wildlife values. Management shall include, but not be limited to, the removal of exotics, the preservation of native trees and the planting of native trees in open land areas. Specific management activities shall be developed through the ILMP/SSLMP. Restoration activities shall be completed within 5 years from the effective date of the Development Order, unless extended pursuant to Section IV B.2.h below.

c. Giants Camp Shoreline Restoration

The Giants Camp Shoreline Restoration Project is approximately 2 acres and is located on the south banks of the Alafia River, west of U.S. Highway 41. The Developer shall remove existing pilings, docks and other structures, and exotic plants such as the Brazilian Peppers, to encourage mangrove rejuvenation. Areas removed of exotics shall be replaced with native vegetation. The specifics of the land management and monitoring plan will be developed through the ILMP/SSLMP. Restoration activities shall be completed within 5 years from the effective date of the Development Order, unless extended pursuant to Section IV. B.2.h below.

d. North Parcel Restoration

The area includes North Parcels West A and West B. The project area totals approximately 282.8 acres, which includes West A (123.9 acres) and West

B (158.9 acres). This area is located north of the Riverview Plant facility, bordered to the east by U.S. Highway 41, to the north by the CSX Tampa Port Authority mitigation area, and to the west by Hillsborough Bay.

Restoration activities on West A shall include, but not be limited to, exotic species vegetation eradication, native species replanting, habitat creation, and reestablishment of a fresh water pond. The final restoration, management and monitoring plan shall be developed within one year from receipt of development approval through the ILMP process. Restoration activities shall be completed within 5 years from the effective date of the Development Order, unless extended pursuant to Section IV.B.2.h below.

Restoration activities on West B shall include, but not be limited to, exotic species vegetation eradication, native species replanting and habitat creation. Restoration activities shall be completed within 5 years from the effective date of the Development Order, unless extended pursuant to Section IV.B.2.h below.

e. Kitchen Habitat

This proposed Kitchen Seagrass Protection Program is within the Bullfrog Creek Aquatic Preserve Resource Protection Area (APRPA), as identified in the Bullfrog Creek Management Plan prepared by the National Audubon Society (NAS). This area is located south of Developer's South Parcel and on the eastern side of Hillsborough Bay. None of the Kitchen area is owned or controlled by Developer. This area represents a significant portion of shoreline salt marsh, isolated islands, oyster beds, re-colonizing sea grasses, and a large part of the surrounding estuarine system.

The "Kitchen Plan" currently developed through the collaborative effort of the Hillsborough County ELAP Program, SWFWMD-SWIM Program. Alafia River Basin Board, Tampa Bay Estuary Program, and local citizens, indicates portions of seagrass within the Kitchen area where propeller scarring of re-colonizing seagrasses is limiting their expansion. The Developer shall coordinate

with the above Kitchen Plan group members and with NAS, the City of Tampa Bay Studies Program, and the Tampa Port Authority, on the design of a channel marker and offshore signage program. The Developer shall provide funding necessary for the design, construction and installation of the channel markers and offshore signage as defined in the Kitchen Plan. The ongoing maintenance and management of these navigational aids will be the responsibility of the appropriate governmental agency or environmental organization. The planning portion of the channel marker and offshore signage program shall be completed within six months of the receipt of the development approvals and permits for the Stack Expansion. The subsequent design, construction and installation shall be completed within one year of the receipt of development approvals and permits for the Kitchen Plan, subject to any time delays required for obtaining any and all necessary permit approvals.

In addition, the Developer shall make a capital contribution of \$12,000 toward the Beach Park element of the Kitchen Plan. Said capital contribution shall be transferred to the appropriate agency or organization within 30 days of the receipt of all development approvals and permits for the Stack Expansion, and the completion of the planning phase for the capital projects to be included within the Kitchen Plan by the participating agency.

f. Archie Creek Restoration

As described in the ADA, Archie Creek is being rerouted to accommodate the Stack Expansion project. The majority of the habitat creation associated with the project will be used to satisfy wetland mitigation requirements (47.3 acres) associated with the Stack Expansion. A total of 2.2 acres of created wetland, 18.0 acres of enhanced wetlands, and 54.8 acres of preserved upland (or 159.9 debits for the Corps.), are available for consideration as an NEB after compensatory mitigation is provided.

The preserved upland habitat portion of the project shall be addressed through the Stack Buffer Management and Protection Plan.

The relocated Archie Creek system shall be managed by the Developer to maintain the created wetlands as discussed in the wetland compensation section. The management plan shall be developed and included in the ILMP.

Activities to enhance the remnant stream system shall include, but not be limited to: removal of existing culverts (under old road) at three locations and restoration of a natural cross section; hand digging where appropriate to remove sediment (high point) and snagging to improve flood handling capacity and reestablish the stream natural profile; removal of exotic plants (mostly Brazilian pepper) and other dense vegetation that choke the stream bed; provision of a hydraulic connection point between the new Archie Creek and the remnant system to compensate for the loss of watershed to rehydrate the wetlands; restoring the hydroperiod for the remnant system by creating stepback water in the new channel and a control weir in the overflow ditch via the Riverview culvert. These activities shall occur concurrent with the Archie Creek relocation. The remnant stream shall be maintained pursuant to the ILMP. A monitoring plan will be developed within the ILMP.

Restoration activities shall be completed within 5 years from the effective date of the Development Order, unless extended pursuant to Section IV.B.2.h.

g. North Parcel East (f/k/a CSX Parcel)

North Parcel consists of parcels A and B. Parcel A is the subject of this Development Order condition. Parcel B is designated as mitigation for other future projects and is not part of this project. The restoration site (Parcel A) is approximately 12.8 acres. The site is bounded by U.S. 41 to the east, on the west by the CSX Railroad right of way, to the north by old U.S. Highway 41 A, and to

the south by Delaney Creek. Restoration activities on the site shall include, but not be limited to, the eradication of exotic species, planting of native material and the creation of habitat.

This NEB is intended to restore and improve the valuable ecosystem and upland and wetland habitat areas these parcels represent. A final restoration, management and monitoring plan shall be completed within one year from receipt of development approvals. Restoration activities shall be completed within 5 years from the effective date of the Development Order, unless extended pursuant to Section IV.B.2.h. The land management plan shall follow the general principles outlined in the ILMP including mapping, exotics removal, prescribed burns, and native plant installations.

h. Extension of Restoration Deadlines

The five (5) year deadline for completion of restoration activities may be extended upon approval of the Restoration Reviewing Agencies. Any request for an extension shall be made by the Developer during the required restoration review meetings, as specified in Section IV.B.2.a, that are to occur prior to the submittal of the Annual Report. Any extension approval granted by the Restoration Reviewing Agencies shall be reported in the Annual Report.

i. Future Land Use Changes

The Developer shall apply, within 30 days from Development Order approval, for a Comprehensive Plan Future Land Use Map Amendment to reclassify the parcels identified in **Exhibit F** into the "Natural Preservation" Future Land Use Map category .

j. Permanent Preservation

The Developer shall protect in perpetuity the Affected Properties through the recording of a Declaration of Restrictions. Such Declaration of Restrictions

will be recorded in the Public Records of Hillsborough County, Florida, and will grant reasonable enforcement rights to the County, EPC, DEP and DCA. The Declaration of Restrictions will run with the land and provide ongoing protection for the natural systems to be dedicated, enhanced, restored, improved, and otherwise provided by the Developer as part of the NEB's for this project. A Declaration of Restrictions will be developed for each of the affected NEB properties in order to provide for the specific restrictions and/or allowable land uses based on that property's specific restoration and adaptive land management plans. Individual Declarations of Restriction will be recorded for North Parcel West A, North Parcel West B and North Parcel East A, using a Form Declaration substantially similar to that attached as **Exhibit G**, within 30 days of approval of this Development Order.

Individual Declarations of Restriction will be recorded for the stack buffer area and the Archie Creek restoration area, using a Form Declaration substantially similar to that attached as **Exhibit H**, within one (1) year of the issuance date of the Environmental Resource Permit (ERP).

Each of these Declarations will be subject to amendment based on the completion of the specific restoration and adaptive management planning process (as defined herein). Such amendments will reflect the findings and results of the restoration and adaptive management process, and all proposed amendments shall be subject to the review and approval of the appropriate reviewing agencies. This amendment process is intended to allow the results of the restoration and management plans to be integrated, when such results shall provide more defined specific restrictions and land uses.

The Developer shall be permitted to propose alternative mechanisms of achieving the preservation of each property prior to the recording of each Declaration of Restrictions. Permission shall be provided so long as the alternative mechanism provides no less preservation than that provided by the Declaration of Restrictions, and is consistent with the requirements of the Natural

Preservation future land use designation. Such alternative mechanisms can include, but are not limited to, donation of fee or less than fee interest, and/or donation or sale of a conservation easement to a qualified organization or government agency as defined by Florida Statute. Any such alternative mechanism shall also be subject to approval by the County, EPC, DEP and DCA.

3. Infill and Adjoining Lands Management

The purpose of this project is to improve the overall effectiveness, efficiency and cost effectiveness of restoration and mitigation projects within the affected project area by coordinating the Developer's restoration, management and monitoring plan with adjoining property owners. Several of Developer's proposed NEB land restoration areas, including North Parcel West A, West B and East A, adjoin other proposed or existing restoration and/or Mitigation areas such as the Tampa Port Authority's Pendula Point restoration area and Hillsborough County's existing mitigation areas. These efforts shall include the review of the adjoining proposed restoration management and monitoring plans in conjunction with the Developer's for coordination of restoration methodologies, natural species planting regimes and ongoing management plans. The review, coordination and determination of compatibility of the plans shall be completed within one year from the effective date of the Development Order.

4. Air Quality

a. Odor Reduction

The Developer has been investigating odor issues, including evaluations of meteorological conditions, plant operations and raw materials relative to plant odors. As a result of these studies, the Developer has identified the process water system as the primary source of potentially objectionable odors. It has also been determined that odor levels experienced by the surrounding community from the process water system are highly variable and transient, and are loosely dependent on meteorological conditions.

The Developer shall complete an analysis of the effectiveness of several odor treatment/control options. The options to be compared shall include odor masking agents, odor neutralization chemicals, chlorine gas treatment, hydrogen peroxide treatment, activated carbon treatment, reactor air sparging, and chlorine dioxide treatment, source reduction, or a combination of the above.

Potential treatment options will first be evaluated for technical feasibility. Laboratory and/or bench-scale tests will then be conducted to evaluate effectiveness for process water odor control. Odor abatement effectiveness shall be measured by odor panel comparisons. Additional considerations shall include chemical handling safety, compatibility with processing operations, and option costs for system operation and maintenance. The Developer shall select and install the most effective odor abatement system within one year following the adoption of the Development Order. The Developer shall also commit to the continued operation of the odor abatement system (which may include source reduction), and quantification of the effectiveness of the odor abatement process with an annual update being submitted to the EPC Air Program.

b. Dust Monitoring

The Developer shall develop and implement a dust emission and monitoring program and initiation of specific dust control measures. Specifically, in addition to current dust reduction activities (paving of frequently traveled and parking areas, vegetation on non-traffic areas if possible, operation of water trucks on non-routine traveled areas [construction sites], operation of an industrial vacuum vehicle for all paved areas, and dust control systems on marine vessel loading operations), the Developer shall stabilize the routine access roads to the active phosphogypsum stack to reduce any dust emanation, and shall implement a program of routine watering of the top of the active stack dike roads during drought conditions. The dust monitoring sampling program shall be completed in Progress Village northeast of the

phosphogypsum stack, in the Riverview area south of the phosphogypsum stack, and along 78th Street east of the phosphogypsum stack, by October 1, 2000. The sampling information shall be furnished in a timely manner to the EPC, upon request, to assist the EPC in the investigation of any fugitive dust complaints. Required dust reduction measures shall begin with 30 days from the effective date of the Development Order.

c. Air Emissions

The Developer shall reduce permitted emissions from their Sulfuric Acid Plants number eight (8) and nine (9) from 4.0 lb/ton to 3.5 lbs. SO₂ per ton (24 hour average) of acid produced within 3 years from the effective date of the Development Order. The Developer shall conduct all engineering design, permitting and construction activities necessary to modify the existing number 8 and number 9 sulfuric acid production plants to accommodate reduced emission limits. The option selected to achieve these reductions will be dependent on engineering evaluations and receiving appropriate permits.

5. Gibsonton Drive

The site is located at the intersection of US 41 and Gibsonton Drive. The site has historically not been maintained, and as a result, this overgrown area has generated community concerns. Concerned Citizens for Gibsonton and the PWG have recommended that the Developer implement the removal of overgrown vegetation, remove trash, and implement periodic maintenance. The Development Order acknowledges that the Developer completed a clean-up of the site on January 21, 2000. The Developer shall complete a passive park plan in cooperation and coordination with the Hillsborough County Parks and Recreation Department, contingent upon the County's and the Community's desire to utilize this parcel as a public facility. Conceptual park planning shall occur within one year of the effective date of the Development Order, subject to the desire by the County and community to participate in a passive park plan. If

requested, the property shall be donated to the Hillsborough County Parks and Recreation Department or other qualified organization subject to terms and conditions to be determined. Until such time as conveyed to another party, the Developer shall conduct site inspections with annual reporting in the ILMP annual report.

6. Greenways

The Developer shall participate in the development of a conceptual plan for the Southcoast Greenway portion of the Hillsborough Greenway Master Plan, as adopted by the BOCC in May 1995. This plan shall include two elements: (a) conceptual corridor planning from MacKay Bay to the Little Manatee River; and (b) a comprehensive feasibility analysis from Madison Avenue south to Bullfrog Creek. The feasibility analysis shall include specific routing alternatives, existing land use and cover, parcel information, natural systems impact analysis, and determination of appropriate recreational uses with preliminary cost estimates for the design and construction of the preferred alternative. Siting of the trail corridor shall be subject to a final agreement between the Developer, the County, and other appropriate agencies. The results of the feasibility analysis and the selection of the preferred corridor shall be verified with the ILMP to ensure consistency. Preliminary design and planning associated with the feasibility analysis shall be the responsibility of the Developer. Final planning, design, permitting, acquisition (where required), construction, and maintenance will be the responsibility of the County or its designated representative. Upon final selection of the corridor through Developer's landholdings, the Developer shall apply for a Comprehensive Plan Future Land Use Map Amendment to reclassify the parcels identified into the "Natural Preservation" Future Land Use Map category. The Developer shall also record an easement or donate property, with public liability protection for the Developer, with the County or other appropriate state agency, local government agency, or qualified organization. The feasibility analysis shall be completed within one year from the effective date of the Development Order.

7. Progress Village Community Garden

The Developer shall, within 60 days from the effective date of the Development Order, provide the Progress Village Civic Association with a letter of commitment to establish a community garden. The association will, in turn, submit a letter of acceptance to the Developer indicating its desire for a community garden and accepting responsibility for its maintenance. This 1 acre area of community land will be modeled from the Palm River P.O.I.N.T. Community Garden. A wildlife survey shall be performed on this upland site prior to any site alteration. This survey shall be submitted to the FWCC for review and comment. Based on this information, the final plan shall be submitted to the appropriate agencies for approval. The Developer shall design the garden area, make site preparations, install a 6 foot high chain linked boundary fence and flag, and identify each garden plot. The Developer shall provide the irrigation piping to each plot terminated with a hose bib and a manual shut-off valve. The source of irrigation water will be coordinated with the community. The Developer shall either provide a tie-in to the County water system or install a shallow well depending on the most acceptable alternative. The Developer shall fund the design and construction phases of this project. In addition, the Developer shall offer a community training program which will include subjects such as agricultural water management, proper environmental fertilizer use, and community awareness. Pursuant to discussions with the Progress Village Civic Association, it has been determined that a suitable alternative site may be available on County park property located within the community. The use of this parcel shall be contingent upon the Developer gaining approval from the appropriate County agencies. The protection mechanism for the affected parcel shall be a land lease with the current property owner or an agreement with Hillsborough County for the park parcel.

Following receipt of the acceptance letter, the Developer shall submit a status report and a timeline for completion, not to exceed six months after the effective date of the Development Order. The garden shall be constructed with all amenities within one year of the effective date of the Development Order. The maintenance and ongoing management of the garden will be the responsibility of the community.

8. South Parcel Environmental Education Center

The Developer shall provide an Education Center at or near its South Parcel land holdings for the purpose of viewing the natural systems of this restored mangrove area, the wildlife using this area, and the Alafia Banks Sanctuary. The Developer shall construct an observation deck on an elevated portion of its South Parcel. A covered platform shall be constructed that will be available to local schools or other educational groups as an observation area for viewing the natural flora and fauna of this estuarine area. The center will be used as a teaching center to educate school children and the public about the values of protecting and restoring Tampa Bay. Access to this area will be from Highway 41 south of the Alafia River. The structure shall be fully maintained by the Developer. This structure shall be designed and submitted for approval to the required agencies within 6 months of the effective date of the Development Order. The construction will be completed within 12 months of the issuance of all required permits.

9. Public Education And Outreach

a. Contribute to the Recreation Center at Gardenville

The community of Gibsonton has been working with the Hillsborough County Parks and Recreation Department to design a total renovation project for the Gardenville Center. This project includes the construction of a new gymnasium building and re-constructed ball field. The Developer shall commit to a component of the capital funding requirements up to \$20,000, based on project funding needs and other available sources of capital. This contribution shall be made available within 60 days of the effective date of the Development Order, provided that the Hillsborough County Parks Department has obtained facility construction permits for the renovations. If the Parks Department has not obtained the permits within 60 days of the effective date of the Development Order, the \$20,000 shall be paid within 60 days of permit approval for the renovations.

b. Science Camp

The Hillsborough County School system develops extracurricular programs on an ongoing basis. One such program has been targeted for Gibsonton Elementary School. The planning for a Science Camp was initiated earlier in 1999 and began with the first session on November 4, 1999. The Developer has not only sponsored the after school activity designed to increase the math and science skills of the students, but also has developed a mentoring support system with its employees to be available during the entire camp to assist in this program. The Developer has contributed \$10,000 to continue their sponsorship of this group.

c. Establish an Environmental Section at the Riverview Library

The Librarian at Riverview Library has determined that there are needs for reading materials that cover a broad range of topics, and is in the process of developing a list of materials most requested by the community. The Developer shall donate \$10,000 to the Riverview Library for establishment of an environmental section in the library, which will focus on the phosphate industry, the Alafia River basin area, and various environmental issues. Developer shall make payment to the library within 60 days of the effective date of the Development Order.

d. Create a Library Resource Room

At the outset of the project, Developer established a room in its main office at its Riverview facility to provide resources to the public. While the information in this room is continually updated for this project, it also includes many volumes of background information for the fertilizer industry. A video library includes taped information as well as the recorded Public Working Group meetings held during 1999. This resource room shall be maintained by the Developer through December 31, 2007.

e. Educational Opportunities for Air Quality Monitoring

The Developer shall install and operate two ambient air dust samplers with co-located meteorological stations based on the recommendations of the EPC Air Program. These monitoring stations will be located at the Progress Village Middle School and Gibsonton Elementary School. Installation of these monitoring stations is contingent upon EPC providing consultation on the operation of the stations, and providing the required calibration and auditing to assure quality data.

The Developer shall coordinate with EPC on making such improvements as EPC deems necessary in order to improve the two existing current air monitoring systems within the area. The Developer shall provide a one-time capital contribution (not to exceed \$10,000.00) to support the improvement of EPC air quality monitors at their current locations.

10. Flooding Issues for North Archie Creek

The Developer shall coordinate with the County to provide improvements to the drainage of North Archie Creek as it flows through Developer's property. As a part of researching the drainage patterns from the east side of 78th Street to the Hillsborough Bay, the Developer shall coordinate all system designs with the Stormwater Section of PGMD. Proper design of the North Archie Creek flowway shall be a part of this review.

11. Water Quality

Assist Hillsborough County Community College with Benthos Study in Archie Creek (Before and After).

A research project proposal has been developed by the Hillsborough County Community College to study water quality parameters in the Archie Creek flowway as it currently flows from 78th Street to Hillsborough Bay. Developer shall provide the funding for this study on an incremental basis as portions of the study are completed by the University of Tampa and Hillsborough County Community College. The Phase I

portion of the study will provide information that will establish a baseline for the current conditions in Archie Creek. The Phase II portion of the study will begin upon completion of the restoration project. As the re-directed flowway is placed in full service, the sampling stations used for the development of baseline data will be re-sampled, and several new stations will be added to the new flowway to better determine the water quality conditions in the restored channel. Phase I of the study will be conducted for nine (9) months after the effective date of the Development Order and will be completed prior to the re-direction of Archie Creek flow. Phase II will be initiated after the restored Archie Creek has stabilized and will be conducted for twelve (12) months. Results will be reported in the first Annual Report which follows the completion of the sampling period.

Installation of Continuous Water Quality Monitoring Equipment at South Archie Creek and North Archie Creek

The Developer shall fund and install two continuous water quality monitors located at the mouth of the South and North Archie Creeks, and shall operate and maintain these monitors for one year after installation. The ownership, operation and maintenance of these monitors will be transferred to the appropriate agency after the one year time period. The continuous monitors will measure parameters defined by the DEP and EPC within the established budget. An effort shall be made to provide real time data. The Developer shall provide funding not to exceed \$75,000. The Developer shall have the monitors installed within one year of the effective date of the Development Order and receipt of all necessary permits.

C. Archaeological & Historical

The discovery of any historical or archaeological resources shall be reported to the Florida Division of Historical Resources, and the disposition of such resources shall be determined in cooperation with the Division of Historical Resources and Hillsborough County.

**STATE OF FLORIDA
COUNTY OF HILLSBOROUGH**

I, PAT FRANK, Clerk of the Circuit Court and Ex Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its regular meeting of January 12, 2010, as the same appears of record in Minute Book 404 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 21st day of January, 2010.

PAT FRANK, CLERK

By: Michele OK. Ditt
Deputy Clerk

APPROVED BY COUNTY ATTORNEY

By: [Signature]
Assistant County Attorney
Approved as to form and legal sufficiency



Exhibits

A – Map H-1

B – Legal Description

C – Developer's Affidavit

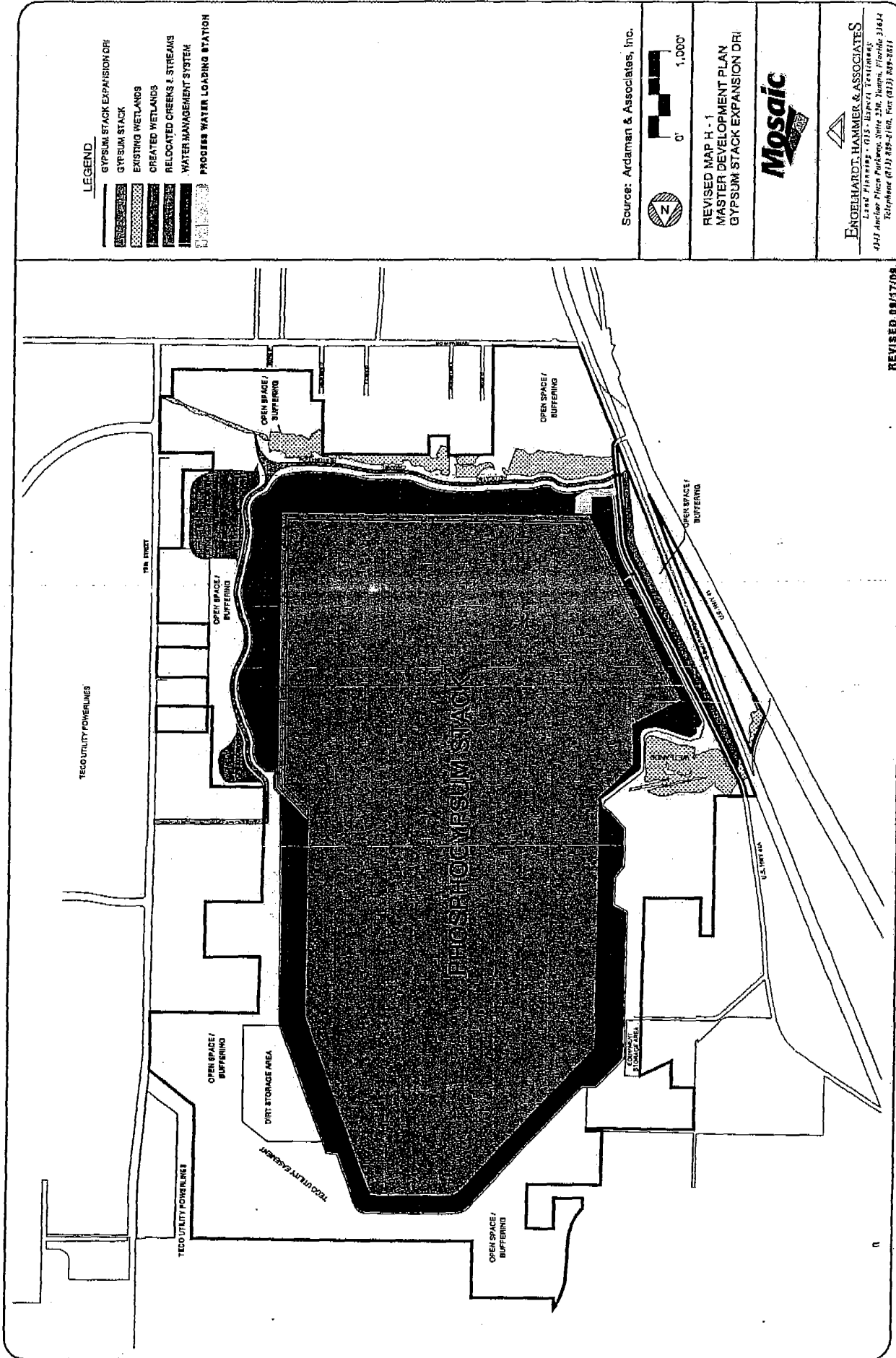
D – Habitat Restoration Plan

E – Restoration Acreage

F – Preliminary Management and Monitoring Plan

G – Form Declaration

H – Form Declaration



LEGEND

- GYPSUM STACK EXPANSION DR
- GYPSUM STACK
- EXISTING WETLANDS
- CREATED WETLANDS
- RELOCATED CREEKS & STREAMS
- WATER MANAGEMENT SYSTEM
- PROCESS WATER LOADING STATION

Source: Arcaman & Associates, Inc.



REVISED MAP H-1
MASTER DEVELOPMENT PLAN
GYPSUM STACK EXPANSION DR



ENGELHARDT, HAMMER & ASSOCIATES
Land Planning - GIS - Survey - Testimony
4113 Anchor Place Parkway, Suite 250, Tampa, Florida 33614
Telephone (813) 839-2100, Fax (813) 839-2811

REVISED 08/17/04

Exhibit B
MOSAIC PHOSPHOGYPSUM STACK SYSTEM EXPANSION
DRI #242
LEGAL DESCRIPTION

DESCRIPTION (Section 14, Township 30 South, Range 19 East)

Commence at the Northeast corner of Section 14, Township 30 South, Range 19 East, thence run South 1356.28 feet and West 40.0 feet to the Point of Beginning; thence South 316.0 feet; thence West, 599.5 feet; thence North 316.0 feet; thence East, 599.5 feet to the Point of Beginning; Lot beginning 40.0 feet West and 348.28 feet North of the Southeast corner of the Northeast 1/4 of Section 14, Township 30 South, Range 19 East, and run West 598.9 feet; thence North 316.0 feet; thence East 599.2 feet; thence South 316.0 feet to the Point of Beginning; Tract beginning 40.0 feet West and 30.0 feet North of the Southeast corner of the Northeast 1/4 of Section 14, Township 30 South, Range 19 East; thence West, 598.6 feet; thence North 318.52 feet; thence East, 598.9 feet; thence South, 318.28 feet to the Point of Beginning; Lot begins 701.0 feet West and 30.0 feet South of the Northeast corner of the Northeast 1/4 of the Northeast 1/4 of Section 14, Township 30 South, Range 19 East, Hillsborough County, Florida, for a Point of Beginning; thence extends West 600.0 feet; thence South 634.0 feet; thence East 600.0 feet; thence runs North 634.0 feet to the Point of Beginning; and the North 30.0 feet of the West 630.0 feet of the East 1301.0 feet of the Northeast 1/4 of the Northeast 1/4; and the West 30.0 feet of the West 60.0 feet of the East 701.0 feet of the South 318.28 feet of the North 348.28 feet of the Northeast 1/4 of the Northeast 1/4 of Section 14, Township 30 South, Range 19 East, Hillsborough County, Florida, being further described as follows: Commence at the Northeast corner of the Northeast 1/4 of the Northeast 1/4 of Section 14, Township 30 South, Range 19 East, Hillsborough County, Florida, thence N89°15'03"W, along the North boundary of said Northeast 1/4 of the Northeast 1/4, a distance of 671.0 for a Point of Beginning; thence S00°10'47"W, a distance of 348.28 feet; thence N89°15'21"W, a distance of 30.0 feet; thence S00°10'46"W, a distance of 316.24 feet; thence 89°15'53"W, a distance of 600.0 feet to a point 30.0 feet East of the West boundary of said Northeast 1/4 of the Northeast 1/4; thence N00°10'49"E, 30.0 feet from and parallel to said West boundary, a distance of 664.52 feet to a point on the North boundary of said Northeast 1/4 of the Northeast 1/4; thence S89°15'03"E along said North boundary, a distance of 630.0 feet to the Point of Beginning, all lying and being in Section 14, Township 30 South, Range 19 East, Hillsborough County, Florida; Begin at the Northeast corner of Section 14, Township 30 South, Range 19 East, Hillsborough County, Florida; and run West, 40.0 feet; thence South along the West right of way line of 78th Street, 589.28 feet for a Point Beginning; thence run West, 600.47 feet; thence South 75.0 feet; thence East 600.4 feet to the West right of way line of 78th Street; thence North along the West right of way line of said Street; 75.0 feet to the Point of Beginning; Commencing at the Northeast corner of the Northeast 1/4 of the Northeast 1/4 of Section 14, Township 30 South, Range 19 East, Hillsborough County, Florida; hence run West, 40.0 feet; thence run South, 664.28 feet for a Point of Beginning; thence run West, 600.4 feet; thence run South, 316.0 feet; thence run East, 600.1 feet; thence run North 316.0 feet to the Point of Beginning; Commencing at the Northeast corner of the Northeast 1/4 of the Northeast 1/4 of Section 14 Township 30 South, Range 19 East, Hillsborough County, Florida, and extend West along the Section Line, 1301. feet; thence South, 664.77 feet for a Point of Beginning; thence extend East, 600.0 feet; thence South 316.0 feet; thence West, 600.0 feet; thence North 316.0 feet to the Point of Beginning; The Northwest 1/4 and the Northwest 1/4 of the Northeast 1/4 and the Southwest 1/4 of the Northeast 1/4 and west 690.0 feet of the Southeast 1/4 of the Northeast 1/4 and the West 690.0 feet of the South 346.0 feet of the Northeast 1/4 of the Northeast 1/4 and the North 30.0 feet of the South 694.28 feet of the East 639.2 feet of the Southeast 1/4 of the Northeast 1/4, Less the East 40.0 feet thereof, all in Section 14, Township 30 South, Range 19 East, Hillsborough County, Florida. Lots 25 through 68, EXCEPT Lots 37 through 44 and LESS the West 20.0 feet of Lot 32, all in Sunshine Acres Subdivision, as recorded in Plat Book 27, Page 118, Public Records of Hillsborough County, Florida; Together with those parcels shown as streets on said plat, designated as Floranna Street; Warren Street; that part of Hobson Street lying West of the East boundary of Lot 57; that part of Gordon Street lying West of East boundary of Lots 36 and 45; and that part of Moore Street lying North of the South boundary of Lots 28 and 29; Together with the East 572.50 feet of the Northeast 1/4 of the Southwest 1/4 of Section 14, Township 30 South, Range 19 East, Hillsborough County, Florida. The North 1/2 of the Southwest 1/4 of Section 14, Township 30 South, Range 19 East, Hillsborough County, Florida, Less the east 572.5 feet thereof. All of the Southwest 1/4 of the Southwest 1/4 of Section 14, Township 30 South, Range 19 East, Hillsborough County, Florida, Less right of way for railroad and for State Road. AND The North 326.5 feet of Lot 2, Lot 3, Less the South 296.5 feet thereof; Lot 4, Less the South 296.5 feet thereof; Lots 14 to 24, inclusive; Lot 38; Less the East 280.0 feet thereof; Lot 39, Less the East 280.0 feet thereof; Lot 40, Less the East 280.0 feet thereof; Lot 41, Less the East 280.0 feet thereof; Lot 42, Less the East 280.0 feet thereof; Lot 43, Less the South 1/2 of the East 282.0 and Less the North 1/2 of the east 280.0 feet thereof; Lots 44; all in Sunshine Acres, Section 14, Township 30 South, Range 19 East, Hillsborough County, Florida. AND Beginning at a point 820.0 feet West of the Southeast corner of the Southwest 1/4 of Section 14, Township 30 South, Range 19 East, Hillsborough County, Florida, thence run North 1148.0 feet for Point of Beginning;

thence run East 225.0 feet; thence North 500.0 feet; thence West 225.0 feet; thence South 500.0 feet to the Point of Beginning; Less the West 25.0 feet for Public right of way. AND Tract beginning 572.5 feet West and 1098.0 feet North of the Southeast corner of the Southwest 1/4 and run North 50.0 feet West 247.5 feet, South 50.0 Feet and east 247.5 feet to Point of Beginning; Less West 25.0 feet for road in Section 14, Township 30 South, Range 19 East, Hillsborough County, Florida; all the above described lands being in Section 14, Township 30 South, Range 19 East, Hillsborough County, Florida

DESCRIPTION (Section 15, Township 30 South, Range 19 East)

All that part of Section 15, Township 30 South, Range 19 East lying easterly of the easterly right of way line of U.S. Highway No. 41 (State Road No. 45), Less right of way for County Road and CSX Railroad right of way, LESS and EXCEPT that part bound on the west side by the Easterly right of way line of U.S. Highway No. 41, bound on the east side by the Westerly right of way line of C.S.X. Railroad, bound on the south by C.S.X. spur line into Cargill's East Tampa Plant, bound on the north by the north boundary line of said Section 15.

DESCRIPTION (Section 2, Township 30 South, Range 19 East)

That part of the West 1/2 of Tract 12 and that part of Tract 13 lying east of Delaney Creek right of way and Tract 14 in the Southwest 1/4 of Section 2, Township 30 South, Range 19 East, Hillsborough County, Florida, according to the plat of South Tampa, recorded in Plat Book 6, Page 3, Public Records of Hillsborough County, Florida.

DESCRIPTION (Section 10, Township 30 South, Range 19 East)

That part of the East 1/2 of the Southeast 1/4 lying West of Tract 7, 10 and 15 in the Southeast 1/4; Tracts 15 and 16 in the Southeast 1/4; the East 1/2 of Tract 8 in the Southeast 1/4; Tracts 9 and 16 in the Northeast 1/4, Less the East 198.0 feet of the West 396.0 feet of the North 330.0 feet of said Tract 9; Tract 1, the West 1/2 of Tract 8 and Tracts 9 and 10 in the Southeast 1/4; and that part of Tract 15 in the Northeast 1/4 lying north of North Canal, Less the West 227.86 feet thereof and that part of Tract 10 in the Northeast 1/4 lying north of North Canal, Less the South 88.53 feet of the West 227.86 feet thereof; the East 202.24 feet of the East 1/2 of Tract 8 in the Northeast 1/4 of said Section 10; the East 198.0 feet of the West 396.0 feet of the North 330.0 feet of Tract 9 in the Northeast 1/4 of said Section 10. The South half of the road or street along the North side of said Tract 10, and the road or street between the West 1/2 of said Tracts 8 and 9, as portrayed on the plat of South Tampa recorded in Plat Book 6, Page 3, Hillsborough County, Florida, (the same having been vacated and closed by resolution of the Board of County Commissioners dated May 8, 1974, filed June 12, 1974, Official Records Book 2901, Page 648, Hillsborough County, Florida); all lying and being in Section 10, Township 30 South, Range 19 East, Hillsborough County, Florida; according to the plat of South Tampa, recorded in Plat Book 6, Page 3, Hillsborough County, Florida.

DESCRIPTION (Section 11, Township 30 South, Range 19 East)

The North 2/5 of Tract 1, all of Tracts 4, 5 and 12 in the Southwest 1/4; Tract 5 in the Northwest 1/4; Tract 7 in the Southwest 1/4; the South 3/5 of Tract 1 in the Southwest 1/4; Tracts 3, 6, 8, 9, 10, 11, 14, 15 and 16 in the Southwest 1/4; Tract 13 in the Southwest 1/4; the roads or streets between said Tracts 6 and 11, and between said Tracts 8 and 9 and between Tracts 10 and 11 and between said Tracts 14 and 15, as portrayed on the plat of South Tampa, recorded in Plat Book 6, Page 3, Hillsborough County, Florida (the same having been vacated and closed as shown by resolutions of the Board of County Commissioners dated May 8, 1974, filed June 12, 1974, Official Records Book 2901, Page 648, Hillsborough County, Florida); all lying and being in Section 11, Township 30 South, Range 19 East, Hillsborough County, Florida; according to the plat of South Tampa, recorded in Plat Book 6, Page 3, Hillsborough County, Florida.

AND

Tracts 1 to 16 (both inclusive) in the Northeast 1/4 (being all of the tracts in said Northeast 1/4 according to said plat); Tracts 1, 2 and 3 and Tracts 6 to 16 (both inclusive) in the Northwest 1/4 (being all of the tracts in said Northwest 1/4 according to said plat Except Tracts 4 and 5); Tract 2 in the Southwest 1/4; The West 1/2 of the Southeast 1/4 and the Southwest 1/4 of the Northeast 1/4 of the Southeast 1/4; all of the roads and streets in the North 1/2 of said Section 11, and the road or street adjoining the North side of Tract 2 in the Southwest 1/4 of said Section 11, as portrayed on the plat of South Tampa recorded in Plat Book 6, Page 3, Hillsborough County, Florida (the same having been vacated and closed as shown by resolution of the Board of County Commissioners dated November 20, 1959, filed December 4, 1959, Official Records Book 416, page 176, Hillsborough County, Florida); according to the plat of South Tampa, recorded in Plat Book 6, Page 3, Hillsborough County, Florida; The North 150.0 feet of the East 1/2 of Tract 4 in the Northwest 1/4 of Section 11, Township 30 South, Range 19 East; The West 1/2 of Tract 4 in the Northwest 1/4, Less the South 150.0 feet of the West 1/2 of Tract 4 in the Northwest 1/4, Less Delaney Creek right of way. Less all that part lying east and north of the west and south right of way line of a 200 foot Tampa Electric Transmission line right of way, in the Northeast 1/4 of said Section 11.

EXHIBIT C

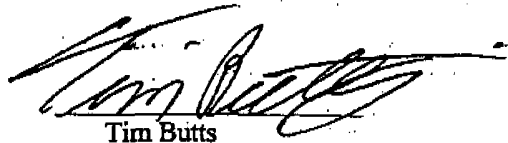
DEVELOPER'S AFFIDAVIT

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

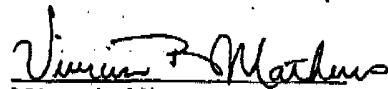
Before me, the undersigned authority, personally appeared Tim Butts to me well known, who being first duly sworn, says upon oath as follows:

1. He is a consultant for Mosaic Fertilizer, LLC, which has filed its Application for a Notice of Proposed Change (NOPC) to a Previously Approved Development of Regional Impact ("Application").
2. The aforementioned Application was filed with Hillsborough County, the State Department of Community Affairs and the Tampa Bay Regional Planning Council as required by law.



Tim Butts

Sworn to and subscribed before me this 16 day of Dec., 2009 by Tim Butts who is personally known to me.



Notary Public

VIVIAN B. MATHEWS

Notary Public, State of Florida

My comm. exp. Oct. 31, 2010

Comm. No. DD 607639

(Print, Type or Stamp)

My Commission Expires:

NEB PROJECT LOCATIONS

Exhibit D

PRSY



Not to Scale

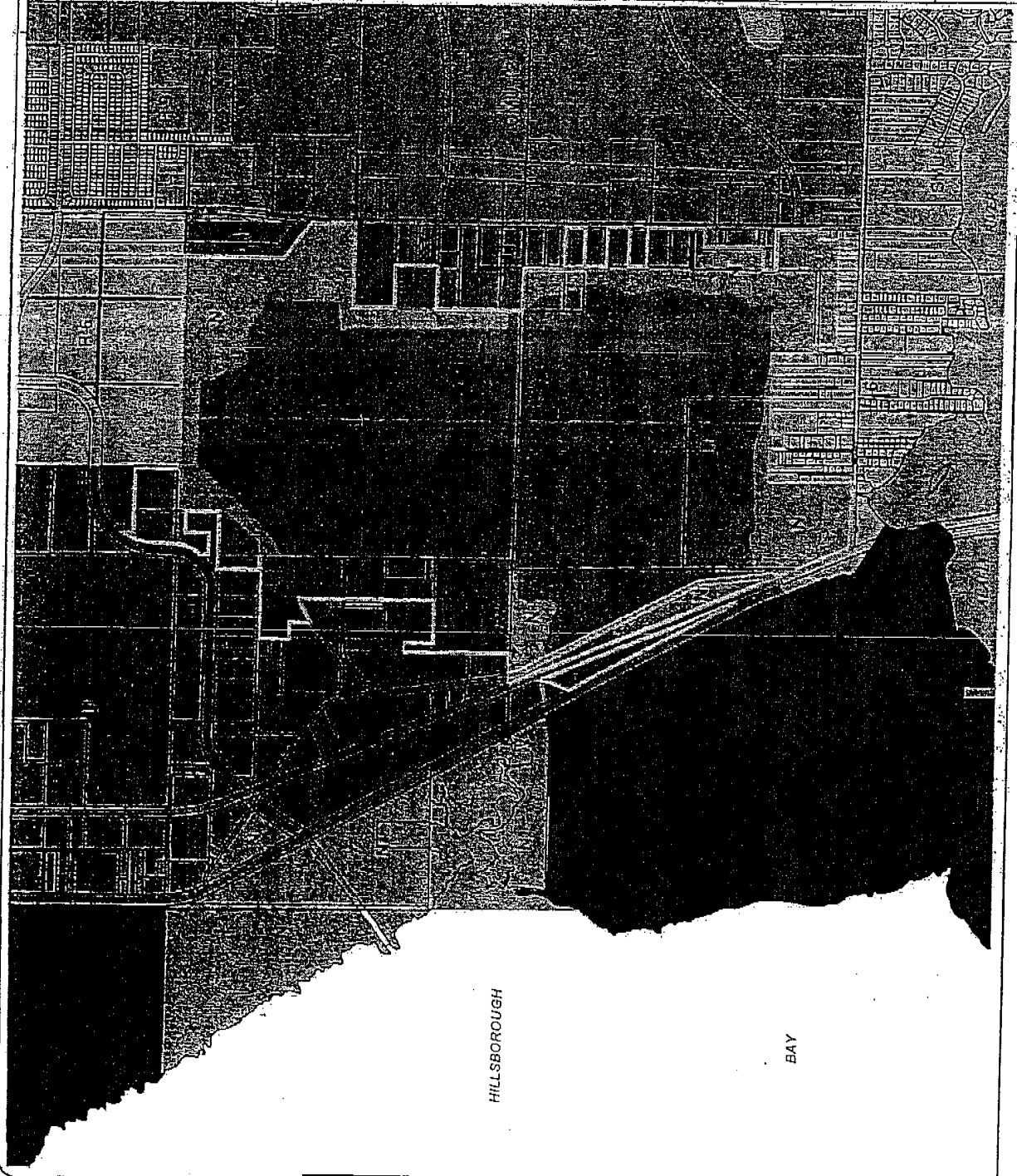
Figure 8a-1



Exhibit E

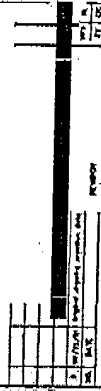
INTEGRATED LAND MANAGEMENT CHART

PARCEL	TOTAL ACREAGE	MITIGATION ACREAGE	NEB ACREAGE	OTHER PARCELS
North Parcel West A	123.9		123.9	
North Parcel West B	158.9		158.9	
North Parcel East A	12.8		12.8	
North Parcel East B	60.1			60.1
Archie Creek Restoration	49.5	47.3	2.2	
South Parcel	483.8			483.8
River Grove	26.0			26.0
Bayside Shoreline	24.1			24.1
Buckhorn Springs	139.7			139.7
Lithia Springs	165.8			165.8
Stack Buffer Area	312.6		312.6	
Gibson Drive	1.5		1.5	
Total	1558.7	47.3	611.9	889.5



LEGEND

- Gypsum Stack ORI
- CMU-12, Community Mixed Use
- HI - Heavy Industrial
- U - Ught Industrial
- N - NBtural Preservation
- RES-6, Residential
- RES-9, Residential
- Water



Cargill Fertilizer, Inc.
Visual Management Plan
Exhibit F

FUTURE LAND USE MAP

JOHN HANCOCK & ASSOCIATES, INC.
1000 PLYMOUTH STREET
Salem, New Hampshire 03071
Telephone: 603-883-1831, Fax: 603-883-1832

Exhibit G

This document prepared by
Roger Sims
Holland & Knight LLP
P.O. Box 1526
Orlando, Florida 32802-1526

DECLARATION OF RESTRICTIONS - North Parcels

Cargill Fertilizer, Inc. ("Cargill"), a Delaware corporation and the owner of the land more particularly described in Schedule A annexed hereto and made a part hereof by reference (the "Property") [Legal for NEB Parcels West A, West B, and East A], hereby imposes permanent restrictions on the uses permitted on the Property and declares that from and after the date of execution hereof, the Property shall be used only as an environmental preservation area, consistent with the findings and conditions contained in the Development Order approved by Hillsborough County, Florida on June 13, 2000 (the "Development Order") and the conditions hereof. The Development Order and related environmental permits (the "Permits") were reviewed by Hillsborough County, a political subdivision of the State of Florida, the Environmental Protection Commission of Hillsborough County, Southwest Florida Water Management District, the Florida Department of Environmental Protection, the Florida Fish and Wildlife Conservation Commission, Tampa Bay Regional Planning Council, the U.S. Army Corps of Engineers, the U.S. Environmental Protection Agency, and the U.S. Fish and Wildlife Service (hereafter,

the "Reviewing Agencies"), as a function of the ecosystem management / team permitting process authorized in sections 403.075 and 403.0752, Florida Statutes. The Development Order and the Permits authorize the expansion of the phosphogypsum storage system at the Cargill Riverview facilities (the "Expansion"). Various Net Ecosystem Benefit ("NEB") projects associated with the Expansion are incorporated in the Development Order and the Permits as conditions for development.

Cargill hereby agrees and declares that only the following uses shall be permitted upon the Property, in furtherance of the NEB's described above:

1. Protection, restoration or enhancement of wetlands and surface water conveyances to facilitate the improvement of water quality and quantity of water flow into the Lower Alafia River or Tampa Bay and to assure the restoration and/or enhancement of uplands in a manner so as to improve the overall function of the NEB areas, as provided in the Development Order and the Permits, including but not limited to:
 - Eradication and removal, to the extent practical and feasible, of exotic vegetation which has infested portions of the Property;
 - Blocking of existing drainage ditches;
 - Replanting, habitat creation, and restoration of freshwater areas;
 - Prescribed burns;
 - Such other activities deemed appropriate or necessary by the Reviewing Agencies; provided, however, that all Reviewing Agencies shall be notified of such other activity at least 30 days prior to initiation, and the activity shall not proceed over the objection of any Reviewing Agency submitted in writing to the owner and the approving agency within 30

days of receipt of notice.

2. Mitigation and remediation of impacts of uses of adjoining lands owned by Cargill.
3. Access by duly authorized agents of the Reviewing Agencies, for the sole purpose of verifying that the Property is being used in a manner consistent with this Declaration of Restrictions; provided, however, such access shall be granted only after prior written notice to the owner of the Property, and only if the duly authorized agent or representative requesting access is also accompanied by an employee or representative of the owner of the Property. The owner of the Property agrees to make a representative available to accompany the designated agent. No such access shall be permitted that interferes unreasonably with authorized uses of adjacent properties.

The covenants and restrictions contained in this Declaration of Restrictions shall be binding upon all successive owners of the Property and shall run with the title to the Property. Hillsborough County, a political subdivision of the State of Florida, The Environmental Protection Commission of Hillsborough County, the Florida Department of Environmental Protection and the Florida Department of Community Affairs shall have the authority to enforce the terms hereof and the sole remedy for enforcement of the terms hereof shall be injunctive relief to enjoin a use or uses of the Property prohibited by this Declaration of Restrictions.

In witness whereof, the foregoing Declaration of Restrictions has been
executed this ____ day of _____, _____, by the duly authorized representative of
Cargill Fertilizer, Inc., a Delaware corporation, as owner of the Property.

WITNESSES:

CARGILL FERTILIZER, INC.

By: _____

Name: _____

(Print or Type)

Title: Vice President

Name: _____

(Print or Type)

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this ____ day of _____, _____, by _____, as Vice President of Cargill Fertilizer, Inc., a Delaware corporation, on behalf of the corporation. _____, is personally known to me or has produced his/her driver's license no. _____ or _____ as identification.

(Signature)

(Printed Name)

(NOTARIAL SEAL)

NOTARY PUBLIC, STATE OF
FLORIDA

(Commission Expiration Date)

(Serial Number, If Any)

ORL1 #557137 v2

Exhibit H
Part 1 of 2

This document prepared by
Roger Sims
Holland & Knight LLP
P.O. Box 1526
Orlando, Florida 32802-1526

DECLARATION OF RESTRICTIONS - Stack Buffer Area

Cargill Fertilizer, Inc. ("Cargill"), a Delaware corporation and the owner of the land more particularly described in Schedule A annexed hereto and made a part hereof by reference (the "Property") [Legal for NEB stack buffer area] , hereby imposes permanent restrictions on the uses permitted on the Property and declares that from and after the date of execution hereof, the Property shall be used only as an open space natural preservation area, consistent with the findings and conditions contained in the Development Order approved by Hillsborough County, Florida on June 13, 2000 (the "Development Order") and the conditions hereof. The Development Order and related environmental permits (the "Permits") were reviewed by Hillsborough County, a political subdivision of the State of Florida, the Environmental Protection Commission of Hillsborough County, Southwest Florida Water Management District, the Florida Department of Environmental Protection, the Florida Fish and Wildlife Conservation Commission, Tampa Bay Regional Planning Council, the U.S. Army Corps of Engineers, the U.S. Environmental Protection Agency, and the U.S. Fish and Wildlife Service (hereafter, the "Reviewing Agencies"), as a function of the ecosystem management / team permitting process authorized in sections 403.075 and 403.0752, Florida Statutes. The Development Order and the Permits authorize the expansion of

the phosphogypsum storage system at the Cargill Riverview facilities (the "Expansion"). Various Net Ecosystem Benefit ("NEB") projects associated with the Expansion are incorporated in the Development Order and the Permits as conditions for development.

Cargill hereby agrees and declares that only the following uses shall be permitted upon the Property, in furtherance of the NEB's described above:

1. Protection, restoration or enhancement of visual buffering, and management to restore and maintain native habitat and wildlife values on the Property, as provided in the Development Order and the Permits, including but not limited to:
 - Protection of all native trees within the buffer area;
 - Planting of additional native trees in areas of open land use;
 - Eradication and removal, to the extent practical and feasible, of exotic vegetation which has infested portions of the Property;
 - Such other activities deemed appropriate or necessary by the Reviewing Agencies; provided, however, that all Reviewing Agencies shall be notified of such other activity at least 30 days prior to initiation, and the activity shall not proceed over the objection of any Reviewing Agency submitted in writing to the owner and the approving agency within 30 days of receipt of notice.
2. Mitigation and remediation of impacts of uses of adjoining lands owned by Cargill.
3. Access by duly authorized agents of the Reviewing Agencies, for the sole purpose of verifying that the Property is being used in a manner consistent with this Declaration of Restrictions; provided, however, such access shall

By: _____

Name: _____

(Print or Type)

Title: Vice President

Name: _____

(Print or Type)

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this ____ day of _____, by _____, as Vice President of Cargill Fertilizer, Inc., a Delaware corporation, on behalf of the corporation. _____ is personally known to me or has produced his/her driver's license no. _____ or _____ as identification.

(Signature)

(Printed Name)

(NOTARIAL SEAL)

NOTARY PUBLIC, STATE OF
FLORIDA

(Commission Expiration Date)

(Serial Number, If Any)

Exhibit H
Part 2 of 2

This document prepared by
Roger Sims
Holland & Knight LLP
P.O. Box 1526
Orlando, Florida 32802-1526

DECLARATION OF RESTRICTIONS - Archie Creek Restoration

Cargill Fertilizer, Inc. ("Cargill"), a Delaware corporation and the owner of the land more particularly described in Schedule A annexed hereto and made a part hereof by reference (the "Property") [Legal for Archie Creek area as restored], hereby imposes permanent restrictions on the uses permitted on the Property and declares that from and after the date of execution hereof, the Property shall be used only as a restored wetland system preservation area, consistent with the findings and conditions contained in the Development Order approved by Hillsborough County, Florida on June 13, 2000 (the "Development Order") and the conditions hereof. The Development Order and related environmental permits (the "Permits") were reviewed by Hillsborough County, a political subdivision of the State of Florida, the Environmental Protection Commission of Hillsborough County, Southwest Florida Water Management District, the Florida Department of Environmental Protection, the Florida Fish and Wildlife Conservation Commission, Tampa Bay Regional Planning Council, the U.S. Army Corps of Engineers, the U.S. Environmental Protection Agency, and the U.S. Fish and Wildlife Service (hereafter, the "Reviewing Agencies"), as a function of the ecosystem management / team permitting process authorized in sections 403.075 and 403.0752, Florida Statutes. The Development

Order and the Permits authorize the expansion of the phosphogypsum storage system at the Cargill Riverview facilities (the "Expansion"). Various Net Ecosystem Benefit ("NEB") projects associated with the Expansion are incorporated in the Development Order and the Permits as conditions for development.

Cargill hereby agrees and declares that only the following uses shall be permitted upon the Property, in furtherance of the NEB's described above:

1. Preservation and maintenance of restored wetlands and surface water conveyances, as provided in the Development Order and the Permits, including but not limited to:

- Eradication and removal, to the extent practical and feasible, of exotic vegetation which may infest the restored wetlands and surface water conveyances;
- Installation, maintenance, and access to water quality monitoring equipment;
- Repair of surface water management facilities and conveyances, including removal of sediments and obstructions to flow;
- Such other activities deemed appropriate or necessary by the Reviewing Agencies; provided, however, that all Reviewing Agencies shall be notified of such other activity at least 30 days prior to initiation, and the activity shall not proceed over the objection of any Reviewing Agency submitted in writing to the owner and the approving agency within 30 days of receipt of notice.

2. Mitigation and remediation of impacts of uses of adjoining lands owned by Cargill.

3. Access by duly authorized agents of the Reviewing Agencies, for the sole purpose of verifying that the Property is being used in a manner consistent with this Declaration of Restrictions; provided, however, such access shall be granted only after prior written notice to the owner of the Property, and only if the duly authorized agent or representative requesting access is also accompanied by an employee or representative of the owner of the Property. The owner of the Property agrees to make a representative available to accompany the designated agent. No such access shall be permitted that interferes unreasonably with authorized uses of adjacent properties.

The covenants and restrictions contained in this Declaration of Restrictions shall be binding upon all successive owners of the Property and shall run with the title to the Property. Hillsborough County, a political subdivision of the State of Florida, The Environmental Protection Commission of Hillsborough County, the Florida Department of Environmental Protection and the Florida Department of Community Affairs shall have the authority to enforce the terms hereof and the sole remedy for enforcement of the terms hereof shall be injunctive relief to enjoin a use or uses of the Property prohibited by this Declaration of Restrictions.

In witness whereof, the foregoing Declaration of Restrictions has been executed this ____ day of _____, _____, by the duly authorized representative of Cargill Fertilizer, Inc., a Delaware corporation, as owner of the Property.

WITNESSES:

CARGILL FERTILIZER, INC.

By: _____

Name: _____

(Print or Type)

Title: Vice President

Name: _____

(Print or Type)

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this ____ day of _____, _____, by _____, as Vice President of Cargill Fertilizer, Inc., a Delaware corporation, on behalf of the corporation. _____, is personally known to me or has produced his/her driver's license no. _____

or _____ as identification.

(Signature)

(Printed Name)

(NOTARIAL SEAL)

NOTARY PUBLIC, STATE OF
FLORIDA

(Commission Expiration Date)

(Serial Number, If Any)

ORL1 #557251 v2

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- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

1. Article Addressed to:

CHARLES GAUTHIER CHIEF
STATE OF FLORIDA DEPARTMENT
OF COMMUNITY AFFAIRS
BUREAU OF STATE PLANNING
2555 SHUMARD OAK BLVD
TALLAHASSEE FL 32399-2100

Please Return Receipt

2. Article Number

(Transfer from service label)

COMPLETE THIS SECTION ON DELIVERY

A. Signature

X

☐ Agent☐ Addressee

B. Received by (Printed Name)

C. Date of Delivery

D. Is delivery address different from item 1?

☐ Yes

If YES, enter delivery address below:

☐ No

3. Service Type

☒ Certified Mail☐ Express Mail☐ Registered☐ Return Receipt for Merchandise☐ Insured Mail☐ C.O.D.

4. Restricted Delivery? (Extra Fee)

☐ Yes

7003 3110 0004 4683 0394

PS Form 3811, February 2004

Domestic Return Receipt

102595-02-M-1540

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(Endorsement Required)

Total Postage & Fees

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Sent To

Street, Apt. No.,
or PO Box No.

City, State, ZIP+4

CHARLES GAUTHIER CHIEF
STATE OF FLORIDA DEPARTMENT
OF COMMUNITY AFFAIRS
BUREAU OF STATE PLANNING
2555 SHUMARD OAK BLVD
TALLAHASSEE FL 32399-2100

PS Form 3800, June 2002

See Reverse for Instructions

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- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

1. Article Addressed to:

JOHN MEYER DRI COORDINATOR
TAMPA BAY REGIONAL PLANNING COUNCIL
4000 GATEWAY CENTER BLVD SUITE 100
PINELLAS PARK FL 33782

** Please Return Receipt **

2. Article Number
(Transfer from service label)

7003 3110 0004 4683 0400

PS Form 3811, February 2004

Domestic Return Receipt

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☐ Agent☐ Addressee

B. Received by (Printed Name)

C. Date of Delivery

D. Is delivery address different from item 1? ☐ YesIf YES, enter delivery address below: ☐ No

3. Service Type

☒ Certified Mail☐ Express Mail☐ Registered☐ Return Receipt for Merchandise☐ Insured Mail☐ C.O.D.

4. Restricted Delivery? (Extra Fee)

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Certified Fee

Return Receipt Fee
(Endorsement Required)Restricted Delivery Fee
(Endorsement Required)

Total Postage & Fees \$

Postmark
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Sent To

Street, Apt.
or PO Box N
City, State, ZIP

JOHN MEYER DRI COORDINATOR
TAMPA BAY REGIONAL PLANNING COUNCIL
4000 GATEWAY CENTER BLVD SUITE 100
PINELLAS PARK FL 33782

PS Form 3800, June 2002

See Reverse for Instructions

SENDER: COMPLETE THIS SECTION

- Complete items 1, 2, and 3. Also complete Item 4 if Restricted Delivery is desired.
- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

1. Article Addressed to:

TIM BUTTS AICP
ENGELHARDT HAMMER & ASSOCIATES
4343 ANCHOR PLAZA PARKWAY #220
TAMPA FL 33634

** Please Return Receipt **

2. Article Number
(Transfer from service label)

7003 3110 0004 4683 0417

PS Form 3811, February 2004

Domestic Return Receipt

102595-02-M-1540

COMPLETE THIS SECTION ON DELIVERY

A. Signature

X

☐ Agent
☐ Addressee

B. Received by (Printed Name)

C. Date of Delivery

D. Is delivery address different from item 1? ☐ Yes
If YES, enter delivery address below: ☐ No

3. Service Type

☒ Certified Mail ☐ Express Mail
☐ Registered ☐ Return Receipt for Merchandise
☐ Insured Mail ☐ C.O.D.

4. Restricted Delivery? (Extra Fee) ☐ Yes

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OFFICIAL USE

Postage \$

Certified Fee

Return Receipt Fee
(Endorsement Required)

Restricted Delivery Fee
(Endorsement Required)

Total Postage & Fees \$

Postmark
Here

Sent To

TIM BUTTS AICP

Street, Apt. No.
or PO Box No.

ENGELHARDT HAMMER & ASSOCIATES

City, State, Zip

4343 ANCHOR PLAZA PARKWAY #220

TAMPA FL 33634

PS Form 3800, June 2002

See Reverse for Instructions