

PETITION
BY
PINEY-Z, LTD.
TO
TALLAHASSEE CITY COMMISSION
TO ESTABLISH
PINEY-Z COMMUNITY DEVELOPMENT DISTRICT
April 9, 1997

Prepared & Submitted by:

Robert E. Maloney, Jr.
Counsel for Piney-Z, Ltd.
7118 Beech Ridge Trail
Tallahassee, FL 32312
(904) 668-8500

PETITION
BY
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TO
TALLAHASSEE CITY COMMISSION
TO ESTABLISH
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Petitioner, PINEY-Z, LTD., a Florida Limited Partnership, petitions the Tallahassee City Commission (hereinafter referred to as "the Commission"), on behalf of the City of Tallahassee (hereinafter referred to as "Tallahassee"), pursuant to the exclusive and uniform method for the establishment of a community development district as provided in Chapter 190, Florida Statutes, as amended, to adopt an ordinance to establish the Piney-Z Community Development District and to designate the land area for which the district would manage and finance basic service delivery, and, further, states as follows:

1. Petitioner is a Florida Limited Partnership, whose general partner is PROACTIVE TECHNOLOGIES, INC., a Delaware corporation, authorized to do and doing business in the State of Florida, with its principal place of business being located at 7118 Beech Ridge Trail, Tallahassee, FL 32312.

2. The area of land to be served by the District is approximately 345.56 acres. A map showing the location of the land area to be served by the District is attached as Exhibit "A".

3. All of the land to be included in the proposed District lies within the city of Tallahassee.

4. The metes and bounds legal description for Piney-Z Community Development District is attached as Exhibit "B".

5. Section 190.005(2), as amended, provides for the exclusive and uniform method for establishment of a community development district of less than 1,000 acres in size located entirely within a municipality.

6. Section 190.005(2)(e) provides that if all of the land in the area of the proposed district is within the territorial limits of a municipal corporation, the petition requesting establishment of the community development district shall be filed with that

municipal corporation.

7. Petitioner, Piney-Z, Ltd., is the owner of 100% of the real property to be included within the District. A copy of the Deed is attached as Exhibit "C".

8. The owner consents to the establishment of the District pursuant to the document attached as Exhibit "D".

9. The five persons designated to serve as the initial members of the Board of Supervisors of the District, who shall serve in that office until replaced by elected members as provided by law, are set forth in Exhibit "E".

10. The proposed name of the District is Piney-Z Community Development District.

11. There are no major trunk water mains, sewer, and septic outfalls currently in existence on the property to be served by the District.

12. The proposed timetables and related estimates of costs for the improvements to be constructed by the District is based upon data attached as Exhibit "F".

13. A rezoning application for the property within the District to establish a planned unit development, filed under separate cover, is incorporated herein by reference.

14. The preliminary statement of estimated regulatory costs is attached hereto as Exhibit "G".

15. The District will obtain an Assignment of the Petitioner's rights as Developer under the Piney-Z Farms Development Agreement dated August 28, 1996 and recorded September 18, 1996 at O.R. Book 1943, Page 0955, of the Public Records of Leon County, Florida, similar in form to that attached as Exhibit "H", or through some other interlocal agreement.

16. The District, if established, is required to follow all applicable procedures and reporting rules required by municipal governments under Florida Statutes, including, but not limited to, the election of a Board of Supervisors, the bidding and awarding of contracts, public notice and hearing of all anticipated actions of the District.

17. Once established, the District will be accountable to the State of Florida for its activities and finances through an annual independent audit of its operations as

established by law.

18. Other than one-time administrative costs involved in reviewing this Petition, which the Petitioner agrees to pay, the residents of Tallahassee not residing within the boundaries of the District will not incur any additional costs for the granting of this Petition.

19. At the option of the City of Tallahassee, the District will terminate at the sooner of: November 1, 2019, or thirty (30) days after final payment is made on any bond liability of the District, and, if and when elected to terminate by the City, the improvements and the underlying duties will be transferred to the Piney-Z Homeowner's Association.

WHEREFORE, the Petitioner respectfully prays that the City of Tallahassee:

1. Schedule a public hearing to consider this Petition within 45 days after the date of filing pursuant to the requirements of the uniform procedures set forth in Section 190.005(2), Florida Statutes, and
2. Grant the Petition to adopt an ordinance to establish the District and designate the land area to be served by the District, pursuant to Section 190.005(2), Florida Statutes, as amended..

Respectfully submitted, this 9th Day of April, 1997.

PINEY-Z, LTD., a Florida Limited Partnership

By:  _____

PROACTIVE TECHNOLOGIES, INC., a
Delaware corporation licensed to do business
in the State of Florida,
Its: General Partner
MARK A. CONNER, President

PETITION
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PINEY-Z, LTD.
TALLAHASSEE CITY COMMISSION
TO ESTABLISH
PINEY Z COMMUNITY DEVELOPMENT DISTRICT

April 9, 1997

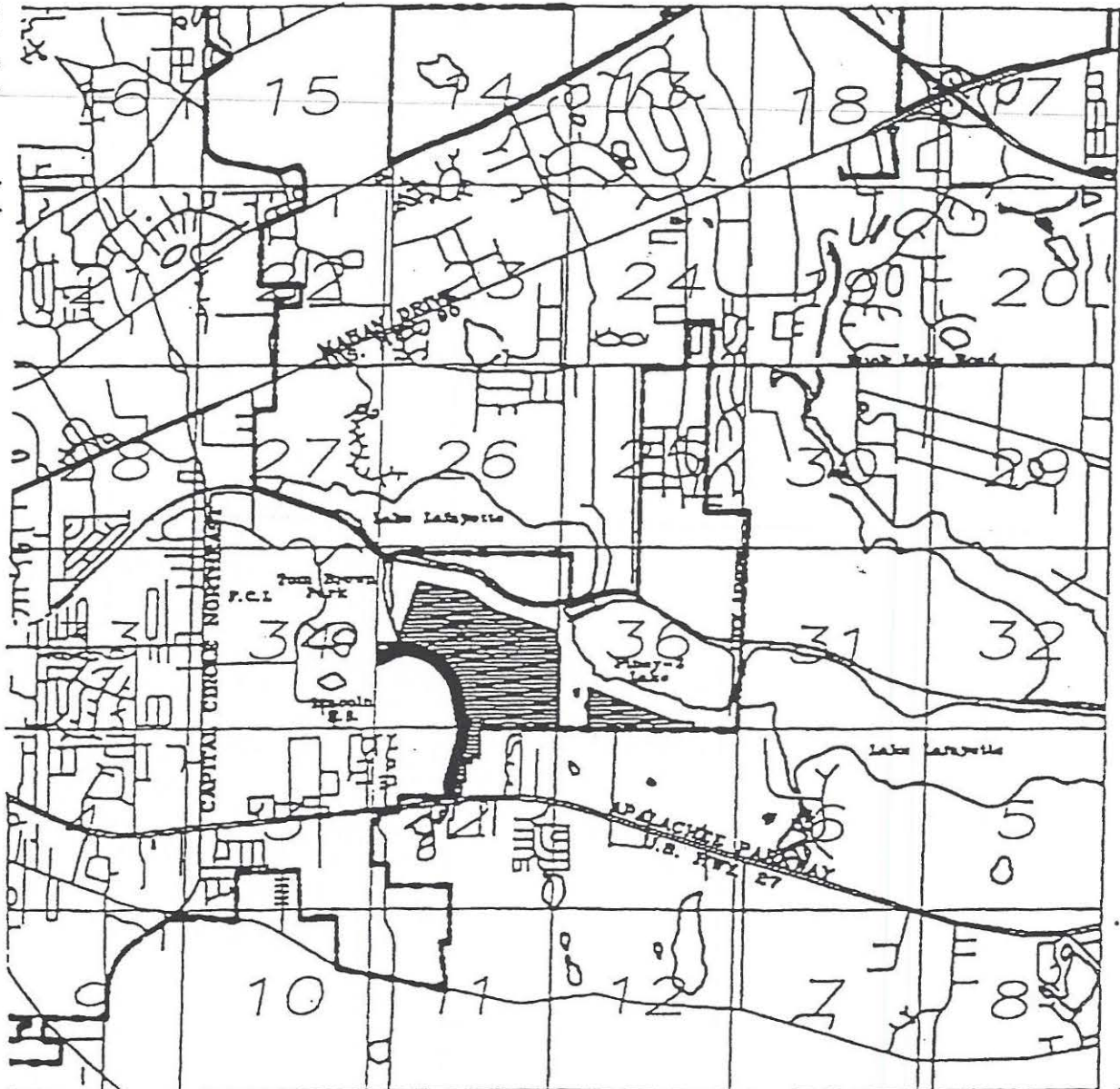
EXHIBIT LIST

<u>EXHIBIT</u>	<u>DESCRIPTION</u>	<u># OF PAGES</u>
"A"	LOCATION/VICINITY MAP	2
"B"	METES AND BOUNDS DESCRIPTION	2
"C"	DEED	3
"D"	OWNER'S CONSENT	1
"E"	LIST OF BOARD OF SUPERVISORS	1
"F"	CONSTRUCTION TIMETABLE AND ESTIMATES OF COSTS OF IMPROVEMENTS	1
"G"	PRELIMINARY STATEMENT OF ESTIMATED REGULATORY COSTS	7
"H"	ASSIGNMENT OF PINEY-Z FARMS DEVELOPMENT AGREEMENT	2

EXHIBIT "A"

PINEY-Z PLANTATION PUD

GENERAL LOCATION MAP

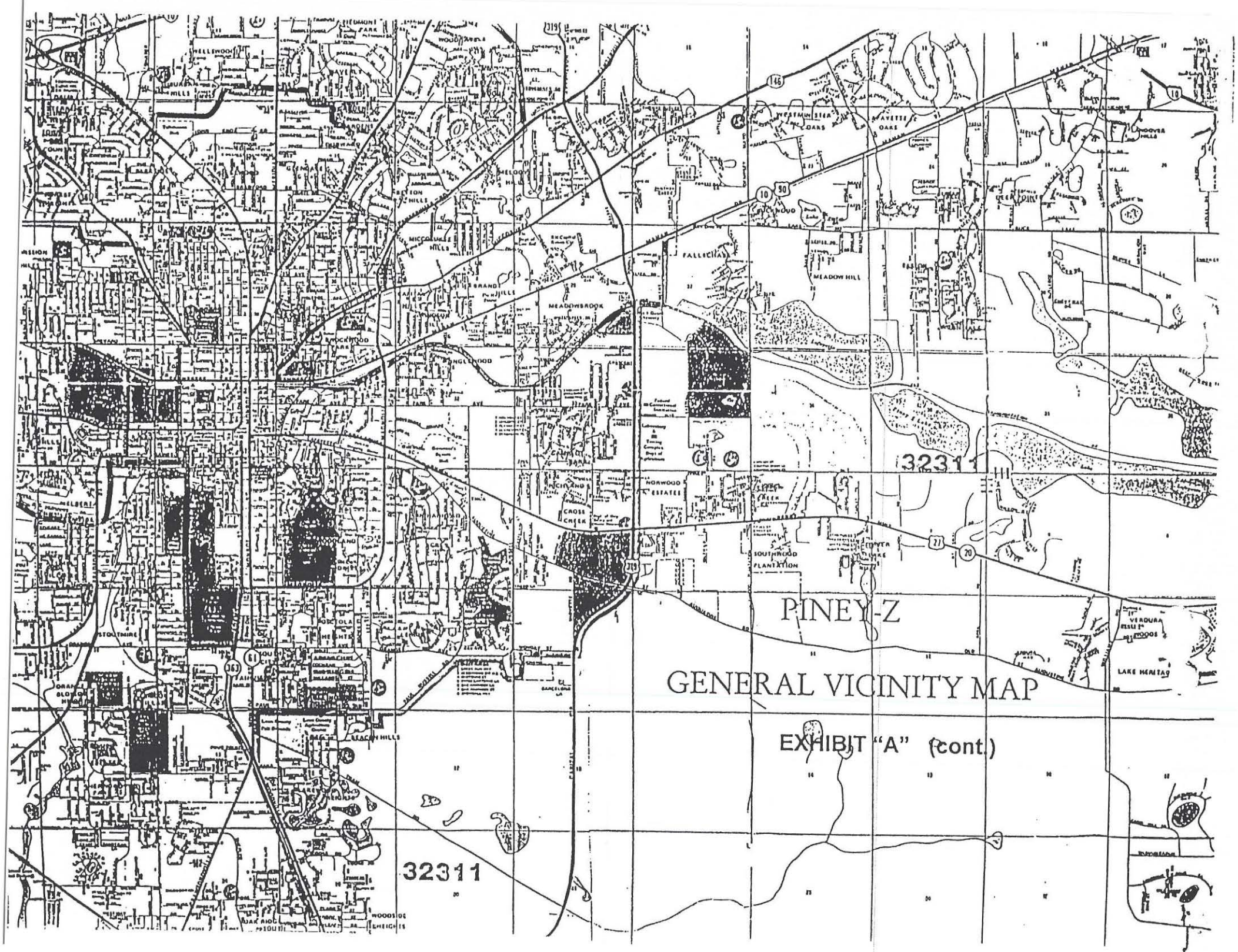


GRAPHIC SCALE

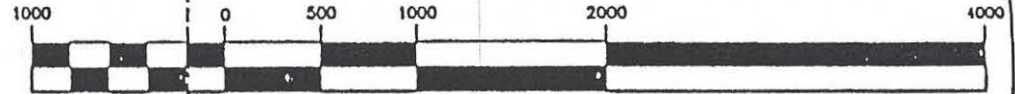


(IN MILES)
1 inch = 1 MILE





GRAPHIC SCALE



(IN FEET)

1 inch = 1000 ft.

LEGEND

- EXISTING DRIVE TO BE PRESERVED
- PROPOSED PEDESTRIAN AND BICYCLE PATH

TOTAL SITE AREA = 389.88 Ac. +-

345.56 Ac. +-

APPROXIMATE LOCATION OF
PEDESTRIAN/BIKE PATH EXTENSION

EXISTING DRIVE
TO BE PRESERVED

44.32 Ac. +-

EXHIBIT 1
SKETCH OF PROPERTY BOUNDARY
THIS IS NOT A SURVEY

MR

MOORE, BASS AND BIBLER, INC.

EXHIBIT

PLANNING • ENGINEERING DESIGN • ENVIRONMENTAL PERMITTING

CALHOUN STREET • TALLAHASSEE, FLORIDA 32301 • 904-222-3678

APALACHEE PKWY S.R. 20 U.S. 27 PERRY HWY

Δ = 18°48'36"
R = 1800.00'
L = 590.94'

N85°34'05"E
521.73'

S00°12'53"W 321.13'

N89°47'05"W 70.00'

S00°12'53"W 84.14'

S89°53'09"W 181.20'

S00°32'31"W 172.15'

N89°35'10"W 200.00'

N157°41'E
905.49'

N112°9'4"W
777.15'

Δ = 26°43'55"
R = 1500.00'
L = 699.84'

N89°30'48"W
2643.72'

TOWNSHIP 1 NORTH

TOWNSHIP 1 SOUTH

S.W. CORNER
SECTION 36, T-1-N, R-1-E
LEON COUNTY, FLORIDA.
1" AXLE

S89°59'42"W
3101.24'

N89°59'42"E
850.95'

S01°17'08"E 188.04'

S83°35'57"E
573.88'

S69°54'34"E
911.81'

S69°54'47"E
1778.78'

N00°00'18"W
1176.36'

S00°23'03"E
2576.26'

S06°59'15"E
342.79'

S28°37'43"E
134.73'

S71°55'17"E
1729.94'

S71°14'32"E
208.00'

S55°33'24"E
941.17'

S78°01'34"E
1455.21'

N18°39'56"E
1890.63'

S88°40'03"E
545.12'

S01°19'57"W
610.06'

Δ = 48°33'10"
R = 850.00'
L = 720.30'

Δ = 36°36'52"
R = 650.00'
L = 415.38'

34 35
3 2
S.W. CORNER
SECTION 35, T-1-N, R-1-E
LEON COUNTY, FLORIDA
TERRA COTTA MONUMENT

EXHIBIT "B"

PINEY-Z PLANTATION PUD 345.56 Acres, more or less

Commence at a terra cotta monument marking the Southwest corner of Section 35, Township 1 North, Range 1 East, Leon County, Florida, and thence run North 01 degrees 19 minutes 57 seconds West along the Section Line 1839.30 feet to a point on the Southerly boundary of the proposed 300-foot wide right of way of the extension of Conner Boulevard for the POINT OF BEGINNING. From said POINT OF BEGINNING continue North 01 degrees 19 minutes 57 seconds West along the Section Line 610.06 feet, thence run South 88 degrees 40 minutes 03 seconds East 545.12 feet, thence run North 18 degrees 39 minutes 56 seconds East 1890.63 feet, thence run South 78 degrees 01 minutes 34 seconds East 1455.21 feet, thence run South 55 degrees 33 minutes 24 seconds East 941.17 feet, thence run South 71 degrees 14 minutes 32 seconds East 208.00 feet, thence run South 71 degrees 55 minutes 17 seconds East 1729.94 feet, thence run South 06 degrees 59 minutes 15 seconds East 342.79 feet, thence run South 28 degrees 37 minutes 43 seconds East 134.73 feet, thence run South 00 degrees 23 minutes 03 seconds East 2376.43 feet to the South Boundary of Section 36, Township 1 North, Range 1 East, Leon County, Florida, thence run North 89 degrees 30 minutes 48 seconds West along the South Boundary of said Sections 36 and 35 a distance of 2283.52 feet, thence run South 00 degrees 22 minutes 34 seconds West 817.44 feet, thence run North 89 degrees 35 minutes 19 seconds West 200.00 feet, thence run South 00 degrees 32 minutes 31 seconds West 172.15 feet, thence run South 89 degrees 53 minutes 09 seconds West 181.20 feet, thence run South 00 degrees 12 minutes 53 seconds West 523.23 feet, thence run North 89 degrees 47 minutes 05 seconds West 165.64 feet, thence run South 00 degrees 12 minutes 53 seconds East 84.14 feet, thence run South 89 degrees 47 minutes 05 seconds East 70.00 feet, thence run South 00 degrees 12 minutes 53 seconds West 321.13 feet to the Northerly right of way boundary of State Road No. 20 (Apalachee Parkway, U.S. Highway 27, or Perry Highway), thence run South 85 degrees 34 minutes 05 seconds West along said Northerly right of way boundary 521.73 feet to the West boundary of the proposed extension of Doyle Conner Boulevard (300 foot wide right of way), said point lying on a curve concave to the Easterly, thence run Northerly along said proposed right of way curve with a radius of 1800.00 feet, through a central angle of 18 degrees 48 minutes 37 seconds, for an arc distance of 590.94 feet (the chord of said arc being North 05 degrees 49 minutes 53 seconds East 588.28 feet), thence run North 15 degrees 14 minutes 11 seconds East along said proposed right of way boundary 905.49 feet to a point of curve to the left, thence along said proposed right of way boundary curve with a radius of 1500.00 feet, through a central angle of 26 degrees 43 minutes 55 seconds, for an arc distance of 699.84 feet, thence run North 11 degrees 29 minutes 44 seconds West 777.15 feet to a point of curve to the left, thence run along said proposed right of way boundary curve with a radius of 1500.00 feet, through a central angle of 65 degrees 14 minutes 02 seconds, for an arc distance of 1707.82 feet to a point of compound curve, thence run along said proposed right of way boundary curve with a

EXHIBIT "B" (cont.)

radius of 850.00 feet, through a central angle of 48 degrees 33 minutes 10 seconds, for an arc distance of 720.30 feet to a point of reverse curve, thence run along said proposed right of way boundary curve with a radius of 650.00 feet, through a central angle of 36 degrees 36 minutes 52 seconds, for an arc distance of 415.38 feet to the POINT OF BEGINNING, containing 345.56 acres, more or less.

EXHIBIT "C"

This Instrument Prepared by & return to:
 Name: W. Crit Smith, Esq.
 Susan S. Thompson, Esq.
 Frank S. Shaw, III, Esq.
 Address: 3520 Thomarville Rd,
 4th Floor
 Tallahassee, FL 32308
 963162JLD

OR 1979PG0051

0006350

RECORDED IN THE PUBLIC
RECORDS OF LEON CO. FLA

JAN 27 9 01 AM '97

DAVE LANG
CLERK CIRCUIT COURT
LEON COUNTY, FLORIDA

Parcel I.D. #: 11-35-20-003-0000

SPACE ABOVE THIS LINE FOR PROCESSING DATA

SPACE ABOVE THIS LINE FOR RECORDING DATA

CORRECTIVE WARRANTY DEED

THIS WARRANTY DEED Made the 24th day of January 1997
A.D. 1996 by

GRACE II. DANSBY, FKA GRACE II. GIBSON, JOINED BY HER HUSBAND SIERRILL A. DANSBY

hereinafter called the grantor, to

PINEY-Z, LTD., A FLORIDA LIMITED PARTNERSHIP

whose post office address is 7118 BEECH RIDGE TRAIL, TALLAHASSEE, FL 32312

hereinafter called the grantee:

(Wherever used herein the terms "grantor" and "grantee" include all the parties to this instrument and the heirs, legal representatives and assigns of individuals, and the successors and assigns of corporations)

Witnesseth: That the grantor, for and in consideration of the sum of \$10.00 and other valuable considerations, receipt whereof is hereby acknowledged, hereby grants, bargains, sell, alien, remises, releases, conveys and confirms unto the grantee all that certain land situate in Leon County, State of Florida, viz:

SEE EXHIBIT "A" ATTACHED HERETO AND BY REFERENCE MADE A PART HEREOF.

THIS IS A CORRECTIVE DEED, BEING RECORDED FOR THE SOLE PURPOSE OF REFLECTING DELIVERY, SUBSEQUENT TO THE FILING OF THE LIMITED PARTNERSHIP, GRANTEE WITH THE SECRETARY OF STATE, STATE OF FLORIDA.

Subject to taxes for the year 1996 and subsequent years, restrictions, reservations, covenants and encumbrances of record, if any.

Together, with all the tenements, hereditaments and appurtenances thereto belonging or in anywise appertaining.

To Have and to Hold, the same in fee simple forever.

And the grantor hereby covenants with said grantee that the grantor is lawfully seized of said land in fee simple; that the grantor has good right and lawful authority to sell and convey said land, and hereby warrants the title to said land and will defend the same against the lawful claims of all persons whomsoever, and that said land is free of all encumbrances, except taxes accruing subsequent to December 31, 1995.

In Witness Whereof, the said grantor has signed and sealed these presents the day and year first above written.

Signed, sealed and delivered in the presence of:

Rebecca G. Maloney
 Witness Signature

Rebecca G. Maloney
 Printed Witness Signature

Ann F. Dechman
 Witness Signature

Ann F. Dechman
 Printed Witness Signature

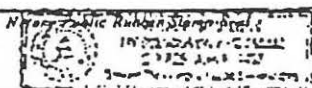
State of Florida
 County of Leon

Grace II. Dansby LS.
 GRACE II. DANSBY
 Address:
 3800 APALACHEE PARKWAY, TALLAHASSEE, FL 32311-4117

Sierrill A. Dansby LS.
 SIERRILL A. DANSBY
 Address: 3800 APALACHEE PARKWAY, TALLAHASSEE, FL 32311-4117

I hereby Certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared GRACE II. DANSBY FKA GRACE II. GIBSON, JOINED BY HER HUSBAND SIERRILL A. DANSBY who has/have produced

as identification or who is/are personally known to me and they did not take an oath.

Witness my hand and official seal in the County and State last aforesaid this 24th day of January A.D. 1997

Ann F. Dechman
 Notary Signature
Ann F. Dechman

Exhibit "A"

02:1070P0052

PINEX-2, Parcel 2 (unrecorded):

A parcel of land located in Section 35, Township 1 North, Range 1 East, Section 36, Township 1 North, Range 1 East and Section 2, Township 1 South, Range 1 East, Leon County, Florida being more particularly described as follows:

Begin at the Southwest corner of said Section 36, Township 1 North, Range 1 East and run North 89 degrees 30 minutes 48 seconds West along the South boundary of said Section 35 a distance of 2261.71 feet, thence run South 00 degrees 22 minutes 34 seconds West 817.37 feet, thence run North 89 degrees 35 minutes 19 seconds West 200.00 feet, thence run South 00 degrees 32 minutes 31 seconds West 172.15 feet, thence run South 89 degrees 53 minutes 09 seconds West 181.20 feet, thence run South 00 degrees 12 minutes 53 seconds West 523.23 feet, thence run North 89 degrees 47 minutes 05 seconds West 165.64 feet, thence run South 00 degrees 12 minutes 53 seconds West 84.14 feet, thence run South 89 degrees 47 minutes 05 seconds East 70.00 feet, thence run South 00 degrees 12 minutes 53 seconds West 321.13 feet to the Northerly right-of-way boundary of State Road No. 20 (U.S. Highway 77), thence run South 85 degrees 34 minutes 03 seconds West along said right-of-way boundary 521.72 feet, thence run Northerly, Northwesterly and Westerly along said right-of-way boundary the following six (6) courses: Northerly along a curve concave to the Easterly with a radius of 1800.00 feet through a central angle of 18 degrees 48 minutes 37 seconds for an arc distance of 590.94 feet, chord being North 05 degrees 49 minutes 53 seconds East 588.28 feet, North 15 degrees 14 minutes 11 seconds East 905.49 feet to a point of curve to the left with a radius of 1500.00 feet through a central angle of 26 degrees 43 minutes 55 seconds for an arc distance of 699.84 feet, chord being North 01 degrees 52 minutes 14 seconds East 693.51 feet to a point of tangency, North 11 degrees 29 minutes 44 seconds West 777.15 feet to a point of curve to the left with a radius of 1500.00 feet through a central angle of 77 degrees 10 minutes 19 seconds for an arc distance of 2020.36 feet, chord being North 50 degrees 04 minutes 53 seconds West 1871.07 feet to a point of tangency, North 88 degrees 40 minutes 03 seconds West 760.13 feet, to the West boundary line of said Section 35, thence run North 01 degrees 19 minutes 57 seconds East along said West line 300.00 feet, thence leaving said West line run South 88 degrees 40 minutes 03 seconds East 545.12 feet, thence run North 18 degrees 33 minutes 52 seconds East 1890.63 feet, thence run South 78 degrees 01 minutes 34 seconds East 1455.21 feet, thence run South 55 degrees 33 minutes 24 seconds East 941.17 feet, thence run South 71 degrees 14 minutes 32 seconds East 208.00 feet, thence run South 71 degrees 55 minutes 17 seconds East 1729.94 feet, thence run South 06 degrees 59 minutes 15 seconds East 342.79 feet, thence run South 28 minutes 37 seconds 43 seconds East 134.73 feet crossing the East boundary of said Section 35, thence run South 00 degrees 23 minutes 03 seconds East 2176.26 feet to the South boundary of said Section 36, thence run South 89 degrees 59 minutes 42 seconds West along said South boundary of Section 36 a distance of 21.81 feet to the POINT OF BEGINNING containing 342.37 acres, more or less.

SUBJECT TO an ingress/egress easement (easement 1) described as follows: (City of Tallahassee Legal Description)

Commence at the Southwest corner of Section 35, Township 1 North, Range 1 East, Leon County, Florida; thence run along the West line of said Section 35, North 01 degrees 19 minutes 57 seconds East 1820.59 feet to the POINT OF BEGINNING. From said POINT OF BEGINNING thence continue along the West boundary of said Section 35, North 01 degrees 19 minutes 57 seconds East 228.70 feet to the Northeast corner of that parcel, (Leon County School Board) described in Official Record Book 548, Page 162 of the Public Records of Leon County, Florida, also being the Southeast corner of Tom Brown Park described in Official Records Book; thence continue North 01 degrees 19 minutes 57 seconds East along the West boundary of said Section 35, a distance of 400.06 feet, thence leaving said West boundary, South 88 degrees 40 minutes 03 seconds East 50.00 feet, thence South 01 degrees 19 minutes 57 seconds West along a line 50 feet East of and parallel with the West line of said Section 35, a distance of 628.78 feet, thence North 88 degrees 40 minutes 03 seconds West 50.00 feet to the POINT OF BEGINNING containing 31,438 square feet (0.722 of an acre) more or less and lying in Section 35, Township 1 North, Range 1 East, Leon County, Florida.

EXHIBIT "D"

CONSENT

TO

ESTABLISH DISTRICT

Piney-Z, Ltd., a Florida limited partnership, by and through its general partner, Proactive Technologies, Inc., a Delaware corporation, licensed to do business in the State of Florida, is owner of that certain property described in the Petition filed by Piney-Z, Ltd, for the Piney-Z Community Development District.

Piney-Z, Ltd., by the authorized representative whose signature appears below, hereby authorizes the establishment of the Piney-Z Community Development District for the property described within its Petition.

PINEY-Z, LTD.,
A Florida limited partnership

By: _____



Proactive Technologies, Inc.,
A Delaware corporation
authorized to do business in the
State of Florida,
Its: General Partner
Mark A. Conner, President

EXHIBIT "E"

**BOARD OF SUPERVISORS
PINEY-Z COMMUNITY DEVELOPMENT DISTRICT**

The following Florida residents hereby agree to serve as supervisors of the Piney-Z Community Development District and agree to serve in that office until replaced by members as forth under Florida law.

<i>Name</i>	<i>Address</i>
Mark A. Conner	2500 Deer Lake Circle Tallahassee, FL 32312
Anne F. Dechman	2995 Candlestick Drive Tallahassee, FL 32308
Joe Humphrey	2105 Ellicott Drive Tallahassee, FL 32312
Clifford Lamb	4002 Bradforville Road Tallahassee, FL 32308
Susan Thompson	8518 Congressional Drive Tallahassee, FL 32312

EXHIBIT "F"

Piney-Z Community Development District

PRELIMINARY SCHEDULE

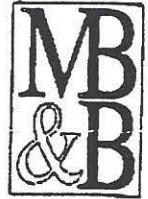
**Construction to commence by July, 1997
Completion of improvements by July, 1999**

EXHIBIT "F" (CON),

REVISED: 3/24/97

MOORE, BASS AND BIBLER, INC.

LAND USE PLANNING - ENGINEERING DESIGN - ENVIRONMENTAL PERMITTING



Job Name: **PINEY-Z**
Job No.: **417.006**
Date: **3/18/97**
Revised: **3/20/97**

ENGINEER'S PRELIMINARY COST OPINION**SUMMATION OF COSTS**

Streets and Drainage	\$5,823,352.75
Water	\$538,941.75
Sewer	\$1,077,883.50
Sub-Total	\$7,440,178.00
60 Percent of Doyle Conner Blvd. Road and Drainage Cost	\$2,239,356.85
100 Percent of Doyle Conner Blvd. On-Site Utility Cost	\$427,920.75
Total	\$10,107,455.60

Note: The construction cost estimate above are not factored for inflation.

EXHIBIT G

STATEMENT OF ESTIMATED REGULATORY COSTS

1.0 Introduction

1.1 Purpose and Scope

This statement of estimated regulatory costs (SERC) supports the petition to form the Piney-Z Community Development District. As a new CDD, the limitations on the scope of this SERC are explicitly set out in Section 190.002(2)(d), F.S. (governing CDDs) as follows:

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

1.2 The Piney-Z Community Development District

The proposed District is coterminous with the boundaries of Piney-Z, a proposed development in Tallahassee, Florida. Piney-Z is a 345.56 acre community consisting of 790 dwelling units and 80,000 square feet of community-serving commercial space.

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

A CDD is not a substitute for the local, general purpose, government unit, i.e., the City or County in which the CDD lies. A CDD does not have the permitting, zoning or police powers possessed by general purpose governments. A community development district is an alternative means of financing, constructing, operating and maintaining community infrastructure for planned developments, such as Piney-Z. The scope of this SERC is limited to evaluating the consequences of approving the proposal to form the Piney-Z Community Development District.

1.3 Requirements for Statement of Estimated Regulatory Costs

Section 120.541(2), F.S. (1996)., defines the elements, a statement of estimated regulatory costs must contain:

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

(b) A good faith estimate of the cost to the agency, and to any other state and local government entities, of implementing and enforcing the proposed rule, and any anticipated effect on state and local revenues.

(c) A good faith estimate of the transactional costs likely to be incurred by individuals and entities, including local governmental entities, required to comply with the requirements of the rule. As used in this paragraph, "transactional costs" are direct costs that are readily ascertainable based upon standard business practices, and including filing fees, the costs of obtaining a license, the costs of equipment required to be installed or used or procedures required to be employed in complying with the rule, additional operating costs incurred, and the cost of monitoring and report.

(d) An analysis of the impact on small businesses as defined by Section 288.03, F.S., and an analysis of the impact on small counties and small cities as defined by Section 120.52, F.S. (Leon County and the City of Tallahassee are not defined as a small county or city for purposes of this requirement).

(e) Any additional information that the agency determines may be useful.

(f) In the statement or revised statement, whichever applies, a description of any good faith written proposal submitted under paragraph (1) (a) and either a statement adopting the alternative or a statement of the reasons for rejecting the alternative in favor of the proposed rule."

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

The principal entities which are likely to be required to comply with the rule include the District, the State of Florida, Leon County and the City of Tallahassee. In addition, existing and future landowners in Piney-Z will also be affected by the establishment of the proposed District. As noted above, Piney-Z is designed to include 790 housing units and 80,000 square feet of commercial space.

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

3.1 Costs to Governmental Agencies of Implementing and Enforcing Rule

There will be minimal costs to State and local governments to implement the proposed rule forming the Pine-Z Community Development District. Since Piney-Z is under 1,000 acres and lies in the City of Tallahassee, it is the City alone which must evaluate and decide upon the proposed rule. The State has no roll in evaluating the proposed rule. However, the State will have some modest implementation costs relating to the various reports the CDD must file. These are described below. Leon County has no responsibilities in implementing the proposed rule.

Since Piney-Z is in Tallahassee, the City will examine the petition to form the district and decide upon the proposed rule. There will be staff costs for the review, the costs of a public hearing, and costs to the City Commission to consider the proposed rule.

These costs are modest for a number of reasons. First, review of the petition to form the CDD is limited by statute to the financial and operational aspects of the District, and they do not include analysis of the Piney-Z development project itself. Second, the petition itself provides most, if not all, of the information needed for a staff review. Third, local governments already possess the staff needed to conduct the review without the need for new staff. Fourth, there is no capital required to review the petition. Finally, local governments routinely process similar petitions for land uses and zoning changes which are far more complex than is the petition to form a CDD.

Furthermore, the developer has offered to offset the costs of review. Thus, the net cost to the City of Tallahassee to review the proposed rule is very small, if it exists at all.

As units of local government, CDDs must file all reports required by units of local government in Florida. These include, but are not necessarily limited to the following:

- (a) copies of each annual financial report for the previous year must be filed with the City, County and the Department of Banking and Finance no later than March, 31 of each year;
- (b) budgets for the upcoming fiscal year are the subject of public hearing, after proper newspaper notice, and are subject to review and optional comments by the City and County in which the CDD is located;

3.2 Impact on State and Local Revenues

Adoption of the proposed rule to approve the formation of the Piney-Z Community Development District will have no impact on State and local revenues. As noted above, the District's sole functions are outlined in Chapter 190, F.S. and relate strictly to the planning, financing, constructing, operating and maintaining community infrastructure and services to serve the Piney-Z community.

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

Transactional costs to the State and local agencies in reviewing the petition to form the District have been discussed above. Beyond those administrative costs, there will be no cost incurred by the State of Florida, any of its agencies, or local governments.

The Piney-Z Community Development District is designed to plan finance, and construct community infrastructure in provision of services to serve the Piney-Z community. The District will impose special assessments on properties within its boundaries to finance the infrastructure the District funds. The costs of operating and maintaining that infrastructure and associated community facilities are provided for under existing agreement with the City.

The total estimated construction cost for these facilities is \$10,108,000.. To provide a construction fund of this amount the District plans to issue approximately \$13,650,000 in special assessment revenue bonds. The difference between the construction amount and the total bond size is accounted for by various reserve accounts (debt services reserve and capitalized interest) and the cost of issuance.

Land owners in the District would be required to pay off this debt in 20 annual installments, in the form of special assessments levied and collected by the Leon County Tax Collector (the Tax Collector and Assessor are reimbursed for their expenses). However, as is the case in many CDDs, the landowner plans to make a substantial paydown of this debt at or before closing on the property. While not required to do so, landowners and developers in CDDs almost always paydown some, or all, of the debt encumbering properties prior to closings with end-user homeowners. This is because debt levels may otherwise be an obstacle to the sale of property in the District. It is expected that the developer of the Piney-Z community would paydown about 70% of the debt at closing leaving an average debt of \$5,000 per equivalent residential unit. At this level the annual special assessment for debt service would be \$400-\$500.

In addition to the special assessment for debt service, the District also plans to impose an annual levy of \$100 for District operations. This makes the total annual transactions costs about \$600 for those who purchase property in the District and benefit from the District's infrastructure and its services. The final assessment will be disclosed on a "not to exceed" basis to all prospective land buyers and homeowners, as required by law.

In considering the costs which must be paid by those affected by the proposed rule to establish the Piney-Z Community Development District, two points are important. First, unlike the rules which affect most other situations, 100% of the costs which would be funded by the District (in this case construction and maintenance of roadways, utility lines, and drainage systems) would have to be incurred in any event. These costs are not peculiar to the formation of the District. If the District does not provide these facilities and services, the developer would borrow money, construct the facilities, and raise the prices for its real estate products to cover these costs. In the case of Piney Z, the District will construct facilities and dedicate these to the City to own and maintain. The point is that these costs exist in any event.

Second, State law requires that prospective property owners be notified that these District levies exist. Anyone purchasing property subject to the District's levies does so voluntarily and with full information. Thus, those who are subject to the transactional costs of the proposed rule choose, voluntarily, to be governed by the rule.

5.0 An analysis of the impact on small businesses as defined by Section 288.03, F.S., and an analysis of the impact on small counties and small cities as defined by Section 120.52, F.S.

Approval of the petition to form the Piney-Z Community Development District will have only incidental or a positive impact on small businesses. The District must operate according to Florida's "sunshine" laws, and the District must take bids for the goods and services it will purchase. As a result, small businesses will be better able to compete for District business serving the lands to be included within the District. The approval of the District is not expected to have any impact on small counties and cities as defined in Section 120.52, F.S. Leon County is not a small county and Tallahassee is not a small city as defined.

6.0 Any additional useful information.

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

EXHIBIT "H"

ASSIGNMENT OF PINEY-Z FARMS DEVELOPMENT AGREEMENT

THIS ASSIGNMENT AGREEMENT(hereinafter "Assignment Agreement"), made this _____ day of _____, 1997, by and between PINEY-Z, LTD., a Florida limited partnership, (hereinafter "Assignor") and PINEY-Z COMMUNITY DEVELOPMENT DISTRICT, a Florida Community Development District, created under Florida Statutes Chapter 190, (hereinafter "Assignee").

WITNESSETH

WHEREAS, Assignor has entered into a Piney-Z Farms Development Agreement with the City of Tallahassee, on August 28, 1996, and recorded at O.R. Book 1943, Page 0955 of the Public Records of Leon County (hereinafter "Development Agreement").

WHEREAS, Assignor is the developer of the Piney-Z Plantation, which consists of approximately 790 units, in less than 1,000 acres within the city limits of the City of Tallahassee.

WHEREAS, Assignor, on April_____, 1997, filed a Petition under Florida Statutes Chapter 190 to create Assignee, for the purpose of creating a special-purpose government to perform urban community development services to the owners in the Piney-Z Plantation.

WHEREAS, Assignor desires to assign its interest, benefits, rights, duties and obligations it has in the Development Agreement to Assignee.

NOW, THEREFORE, in consideration of the sum of Ten Dollars and other good and valuable consideration, the receipt and sufficiency of which is hereby accepted and acknowledged, it is agreed between the parties as follows:

- 1.) Assignor does hereby sell, transfer, and assign to Assignee, its successors and assigns, all of the right, title, duties, benefits, obligations, and interest of Assignor in and to the Piney-Z Farms Development Agreement dated August 26, 1996 and recorded at O.R. Book 1943, Page 0955 of the Public Records of Leon County.
- 2.) Assignee agrees to abide by all the terms and conditions of the above referenced Development Agreement.

IN WITNESS WHEREOF, Assignor and Assignee have caused these presents to be executed the day above written.

"ASSIGNOR"

PINEY-Z, LTD.,
a Florida limited partnership

"ASSIGNEE"

**PINEY-Z COMMUNITY DEVELOPMENT
DISTRICT**

BOARD OF SUPERVISORS

By: _____
PROACTIVE TECHNOLOGIES, INC.
a Delaware corporation, licensed to
do business in the State of Florida
Its: General Partner
MARK A. CONNER, President

By: _____
Mark A. Conner

By: _____
Anne F. Dechman

By: _____
Joe Humphrey

By: _____
Clifford Lamb

By: _____
Susan S. Thompson

ORDINANCE 97-____

AN ORDINANCE OF THE CITY OF TALLAHASSEE, FLORIDA,
ESTABLISHING A COMMUNITY DEVELOPMENT DISTRICT OVER
THE REAL PROPERTY LEGALLY DESCRIBED IN EXHIBIT "A" TO
THIS ORDINANCE COMPRISING 345.56+/- ACRES; NAMING THE
INITIAL MEMBERS OF THE BOARD OF SUPERVISORS OF THE
DISTRICT, ESTABLISHING THE NAME OF THE DISTRICT AS THE
PINEY-Z COMMUNITY DEVELOPMENT DISTRICT; DESIGNATING
THE POWERS OF THE DISTRICT; PROVIDING FOR SEVERABILITY;
PROVIDING FOR CONFLICT; PROVIDING FOR AN EFFECTIVE
DATE.

WHEREAS, the Florida Legislature created and amended Chapter 190, Florida Statutes to provide an alternative method to finance and manage basic services for community development; and

WHEREAS, PINEY-Z, Ltd. ("Petitioner") has petitioned the City of Tallahassee to grant the establishment of the Piney-Z Community Development District (the "District"); and

WHEREAS, a public hearing has been conducted by the City of Tallahassee Commissioners in accordance with the requirements and procedures of Section 190.005(2), Florida Statutes; and

WHEREAS, the District created will comply with all applicable Florida State statutes and Tallahassee municipal ordinances; and

WHEREAS, the District will constitute a timely, efficient, effective, responsive and economic way to deliver community development services in the area thereby providing a solution to the City's planning, management and financing needs for delivery of capital infrastructure therein without overburdening the City and its taxpayers; and

WHEREAS, the creation of the District is not inconsistent with any applicable element or portion of the state comprehensive plan or the local comprehensive plan; and

WHEREAS, the area of land within the District is of sufficient size, is sufficiently compact, and is sufficiently contiguous to be developable as one functional interrelated community; and

WHEREAS, the creation of the District is the best alternative available for

delivering the community development services and facilities to the area that will be served by the District; and

WHEREAS, the proposed services and facilities to be provided by the District will not be incompatible with the capacity and uses of existing local and regional community development services to the community; and

WHEREAS, the City of Tallahassee Commissioners have considered the record of the public hearing and has decided that the establishment of the Piney-Z Community Development District is the best alternative means to provide certain basic services to the community; and

WHEREAS, the City of Tallahassee Commissioners find that the Piney-Z Community Development District shall have the general powers described in Section 190.011, Florida Statutes, and that it is in the public interest of all the citizens of the City of Tallahassee that the District have such general powers; and

WHEREAS, the City of Tallahassee Commissioners find that the Piney-Z Community Development District shall have the special powers described in Sections 190.012, and 190.013, Florida Statutes, and that it is in the public interest of all the citizens of Tallahassee that the District have such special powers.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY OF TALLAHASSEE COMMISSIONERS THAT:

Section 1. The Petition to establish the Piney-Z Community Development District over the real property described in Exhibit "A" attached hereto, which was filed by Piney-Z, Ltd., on , 1997, and which Petition is on file at the Office of the City Clerk, is hereby granted.

Section 2. The external boundaries of the District shall be as depicted on the location map attached hereto and incorporated herein as Exhibit "B".

Section 3. The initial members of the Board of Supervisors shall be as follows:

Mark A. Conner
Anne F. Dechman
Joe Humphrey

Clifford Lamb
Susan Thompson

Section 4. The name of the District shall be the "Piney-Z Community Development District".

Section 5. The District is created for the purposes set forth in Chapter 190, Florida Statutes.

Section 6. The City of Tallahassee Commissioners hereby grant to the Piney-Z Community Development District all general powers authorized pursuant to Section 190.011, Florida Statutes, and hereby finds that it is in the public interest of all citizens of the City of Tallahassee to grant such general powers.

Section 7. The City of Tallahassee Commissioners hereby grant to the Piney-Z Community Development District all special powers authorized pursuant to Sections 190.012, and 190.013, Florida Statutes, and hereby finds that it is in the public interest of all citizens of the City of Tallahassee to grant such special powers.

Section 8. Pursuant to Section 190.005(2)(d), Florida Statutes, the charter for the Piney-Z Community Development District shall be Sections 190.006 through 190.041, Florida Statutes.

Section 9. If any clause, or any other part of application of this ordinance shall be held in any court of competent jurisdiction to be unconstitutional or invalid, such unconstitutional or invalid part of application shall be considered as eliminated and so not affecting the validity of the remaining portions or applications which shall remain in full force and effect.

Section 10. All sections or parts of sections of the Code of Ordinances, all ordinances or parts thereof and all resolutions or parts thereof in conflict herewith are hereby repealed to the extent of such conflict.

Section 11. This ordinance shall take effect, upon filing with the Department of State, per Section 125.66, Florida Statutes.

ADOPTED BY THE COMMISSIONERS OF THE CITY OF TALLAHASSEE, FLORIDA, this _____ day of _____, 1997.

CITY OF TALLAHASSEE, FLORIDA

BY: _____

Scott Maddox
MAYOR

ATTEST:

CITY TREASURER/CLERK

Approved as to form and correctness:

James English, City Attorney

Attachments: Exhibit "A"
 Exhibit "B"