




Interoffice Memorandum

SEE MINUTES
FOR MOTION
MAY 05 2015 NP/KH

AGENDA ITEM

April 9, 2015

TO: Mayor Teresa Jacobs
—AND—
Board of County Commissioners

FROM: Jon V. Weiss, P.E., Director 
Community, Environmental and Development
Services Department

**CONTACT PERSON: Alberto Vargas, MArch, Planning Manager
407 836-5354**

SUBJECT: May 5, 2015 — Consent Item
Termination of Developer's Agreement for Patterson Planned
Development

A Developer's Agreement was entered into between Walt Disney World Co. and Orange County dated May 24, 2000, to set forth certain terms, conditions and agreements between the parties as to the development of property owned by Walt Disney World Co.

An amendment to the Developer's Agreement was entered into among Orange County, Centex Homes, and Walt Disney World Co. dated November 7, 2005, for clarifying the respective obligations of Centex and Walt Disney World Co., and for the additional purpose of amending certain provisions of the Agreement.

A second amendment to the Developer's Agreement was entered into between Orange County and Timberlock Partners, LP dated February 12, 2013, to be consistent with the 2008, 2009, and 2011 amendments to the Patterson PD Land Use Plan pertaining to the development of the subject property.

Paragraph number 11 of the 2005 Amendment and paragraph number 7 of the Second Amendment to Developer's Agreement allow for termination of the Agreement in writing by mutual agreement of the parties. Timberlock Partners, LP and Walt Disney Parks and Resorts U.S., Inc. (f/k/a Walt Disney World Co.) have agreed to terminate the three-party Agreement, as documented in the attached Termination of Developer's Agreement.

The Developer's Agreement is no longer needed because the conditions in the agreement have been satisfied; the development program has changed (as reflected in

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substantial changes to the PD Land Use Plan), or are addressed by Conditions of Approval on the PD Land Use Plan.

ACTION REQUESTED: Adoption of Termination of Developer's Agreement by and between Orange County, Timberlock Partners, LP and Walt Disney Parks and Resorts U.S., Inc. District 1

JVW/AV/DK:rep

Attachment

This instrument prepared by and after recording return to:

Paul E. Rosenthal, Esq.
2605 Norfolk Road
Orlando, FL 32803

APPROVED
BY ORANGE COUNTY BOARD
OF COUNTY COMMISSIONERS
MAY 05 2015 NP/KH

----- (SPACE ABOVE THIS LINE FOR RECORDING DATA) -----

TERMINATION OF DEVELOPER’S AGREEMENT

THIS TERMINATION OF DEVELOPER’S AGREEMENT (this “**Termination**”) is made and entered into as of this _____ day of _____, 2015 (the “**Effective Date**”), by and between ORANGE COUNTY, a charter county and political subdivision of the State of Florida (“**County**”) TIMBERLOCK PARTNERS, LP, a Texas limited partnership (“**Developer**”), and WALT DISNEY PARKS AND RESORTS U.S., INC. (f/k/a/ WALT DISNEY WORLD CO.), a Florida corporation (“**Original Developer**”).

WITNESSETH:

WHEREAS, County and Original Developer previously entered into that certain Developer’s Agreement dated May 24, 2000, as recorded in the Official Records Book 6074, Page 2062, Public Records of Orange County, Florida (the “**Agreement**”), which Agreement pertains to and affects certain real property being particularly described on Exhibit “A” in the Agreement (the “**Total Property**”); and

WHEREAS, pursuant to Section 1 of the Agreement, Original Developer pursued a lot split for such real property (separating the wetlands from the developable area), and conveyed to CENTEX HOMES, a Nevada general partnership (“**Centex**”), the developable area, same being more particularly described on Exhibit “B” of the Amended Agreement defined below (the “**Subject Property**”); and

WHEREAS, County, Original Developer and Centex entered into that certain Amendment to Developer’s Agreement dated November 7, 2005 (the “**First Amendment**”), which First Amendment clarified the respective obligations of Original Developer and Centex; and

WHEREAS, Centex has conveyed the Subject Property to Developer by Special Warranty Deed dated June 25, 2008, as recorded in the Official Records Book 9718, Page 9153, Public Records of Orange County, Florida; and

WHEREAS, pursuant to that certain Assignment and Assumption of Development Rights dated June 25, 2008 between Centex and Developer, as recorded in the Official Records Book 9718, Page 9162, Public Records of Orange County, Florida (the “**Assignment and Assumption**”), Centex assigned to Developer all of its Development Rights (as defined in the Assignment and Assumption), including its rights under all agreements related to the Subject Property, and Developer accepted such assignment; and

WHEREAS, the County and Developer entered into that certain Second Amendment to

Developer's Agreement dated February 12, 2013, as recorded in the Official Records Book 10535, Page 6087, Public Records of Orange County, Florida the (the "Second Amendment"): and

WHEREAS, the County, Original Developer, and Developer (as successor to Centex pursuant to the Assignment and Assumption and as the current owner of the Subject Property) have agreed to terminate the Agreement, as amended, all as more particularly set forth herein below.

NOW, THEREFORE, in consideration of Ten Dollars (\$10) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and the covenants and conditions hereinafter set forth, County, Developer and Original Developer hereby covenant and agree as follows:

- 1. Recitals. The foregoing recitals are true and correct and are incorporated into this Termination by reference.
- 2. Termination. The Agreement, as amended, is hereby terminated, cancelled and rescinded in its entirety and is no longer of any force or effect. The parties hereto acknowledge and agree that the termination, cancellation and rescinding of the Agreement does not, is not intended to, and shall not be deemed to modify in any way or have any effect whatsoever on any agreement, document or other matter of record affect the Subject Property or any other agreement between or among any of the parties hereto (or their predecessors in interest with respect to the Subject Property). All references herein to the Agreement shall be deemed to refer to the Agreement as amended by the First Amendment and Second Amendment thereto.
- 3. Recording. This Termination shall be recorded in the public records of Orange County, Florida, at the expense of the Developer.

IN WITNESS WHEREOF, the parties have caused this Termination to be executed by their lawful representatives, hereunto duly authorized, on the dates set forth below.

Signed, sealed and delivered
In the presence of:

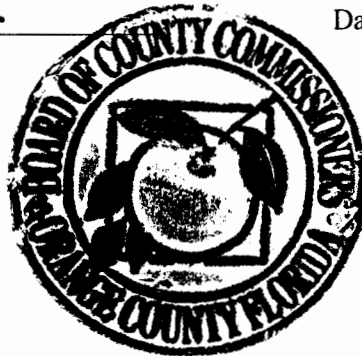
ORANGE COUNTY, FLORIDA

ATTEST: Martha O. Haynie, County
Comptroller, as Clerk of the Board of the
County Commissioners

By: Teresa Jacobs
Teresa Jacobs, Orange County Mayor

By: Jessica Moore
for Deputy Clerk

Date: May 6, 2015



WITNESSES:

Heather Goodman
Witness Signature
Printed Name: Heather Goodman

Phillip Chadis
Witness Signature
Printed Name: Phillip Chadis

TIMBERLOCK PARTNERS, LP,
a Texas limited partnership

By: 535 Realty, LLC,
a Texas limited liability company,
its General Partner

By: Ronald G. Gentzler
Ronald G. Gentzler, President

Date: 2-25, 2015

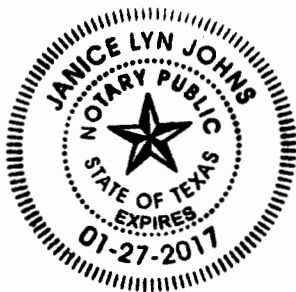
STATE OF ~~FLORIDA~~ TEXAS

COUNTY OF ~~ORANGE~~ MONTGOMERY

The foregoing instrument was acknowledged before me this 26th day of February, 2015 by Ronald Gentzler, President of 535 Realty, LLC, a Texas limited liability company, and General Partner of Timberlock Partners, LP, a Texas limited partnership, on behalf of the said corporation and general partnership. He [] is personally known to me, or [] has produced _____ as personal identification.

NOTARY STAMP

Janice L. Johns
Signature of Notary Public
Printed Name: JANICE L. JOHNS



WITNESSES:

WALT DISNEY PARKS AND RESORTS U.S.,
INC., a Florida corporation

Carolyn Bellino
Witness Signature
Printed Name: Carolyn Bellino

By: [Signature]
Name: JOHN C. BLITCH
Title: V-P

Debbie Davis
Witness Signature
Printed Name: Debbie Davis

Date: 1-28, 2015

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 28 day of January __, 2015 by John C. Blitch, the Vice President of WALT DISNEY PARKS AND RESORTS U.S., INC., a Florida corporation, on behalf of the said corporation. He [] is personally known to me, or [] has produced _____ as personal identification.

NOTARY STAMP

Carolyn Bellino
Signature of Notary Public
Printed Name: Carolyn Bellino

