





## REIMBURSEMENT AGREEMENT

**THIS AGREEMENT**, made and entered into this \_\_\_\_\_ day of \_\_\_\_\_, 2008, by and between **PALM BEACH COUNTY**, a subdivision of the State of Florida, hereinafter referred to as "County," and West Palm Beach Florida, CPDC Ltd, Limited Partnership, State of Florida, hereinafter referred to as "Property Owner."

### WITNESSETH

**WHEREAS**, Property Owner has recently completed certain utility improvements in connection with Project #WUD 03-163; and

**WHEREAS**, Property Owner, at the request of the County, replaced approximately 680 feet of asbestos cement pipe ("Existing Pipeline") with ductile iron pipe ("New Pipeline"), as depicted in **Exhibit "A"**, which is attached hereto and incorporated herein; and

**WHEREAS**, in addition to the construction of the New Pipeline, Property Owner conducted certain tasks necessary to abandon the Existing Pipeline; and

**WHEREAS**, Property Owner was not required to install the New Pipeline or abandon the Existing Pipeline as part of Project # 03-163; and

**WHEREAS**, the New Pipeline has been constructed, inspected, tested, approved, and ownership of the New Pipeline has been transferred to the County, and the Existing Pipeline has been properly abandoned and said abandonment has been approved by the County; and

**WHEREAS**, as the New Pipeline replaced the older, technologically-outdated Existing Pipeline, the County has benefitted from the construction of the New Pipeline and abandonment of the Existing Pipeline; and

**WHEREAS**, in exchange for the benefit the County has received from the construction of the New Pipeline and abandonment of the Existing Pipeline, the County wishes to reimburse Property Owner the amount of \$45,406.00; and

**WHEREAS**, Property Owner agrees to accept the amount of \$45,406.00 as full reimbursement for all claims related to the construction of the New Pipeline and abandonment of the Existing Pipeline.

**NOW, THEREFORE**, for and in consideration of these premises, the mutual undertakings and agreements herein contained and assumed, Property Owner and County hereby covenant and agree as follows:

1. The foregoing statements are true and correct and are incorporated herein by specific reference.
2. The County shall reimburse Property Owner the amount of \$45,406.00 as full compensation for the construction of the New Pipeline and abandonment of the Existing Pipeline. The County shall make this reimbursement after final acceptance of the New Pipeline and final acceptance of the abandonment of the Existing Pipeline.
3. Property Owner for itself and its successors, assigns, predecessors, affiliated entities, directors, officers, employees, principals, agents and servants, hereby releases, acquits, and forever discharges any and all claims it may have against the County, its departments, divisions, elected officials and employees, for any additional payments or credits related to the construction of the New Pipeline and abandonment of the Existing Pipeline.

[THE REST OF THIS PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, Property Owner and County have executed or have caused this Agreement to be duly executed in several counterparts, each of which counterpart shall be considered an original executed copy of this Agreement.

ATTEST:

SHARON R. BOCK, CLERK  
AND COMPTROLLER

PALM BEACH COUNTY, FLORIDA  
BY ITS BOARD OF COUNTY  
COMMISSIONERS

By: \_\_\_\_\_  
Deputy Clerk

By: \_\_\_\_\_  
Addie L. Greene, Chairperson  
Chair *AGM*

[SEAL]

APPROVED AS TO FORM AND LEGAL  
SUFFICIENCY

By: \_\_\_\_\_  
County Attorney

APPROVED AS TO TERMS AND CONDITIONS

By: \_\_\_\_\_  
Department Director

*West Palm Beach Fla, CPDC Ltd  
by its Agent Commercial Projects  
Management Corporation*  
**PROPERTY OWNER**

WITNESSES:

*Cindy Adams*  
\_\_\_\_\_

CINDY ADAMS  
Type or Print Name

*Claire Roche*  
\_\_\_\_\_

Claire Roche  
Type or Print Name

By: \_\_\_\_\_  
Signature  
VP  
Title  
CHRISTOPHER GAVRELIS  
Typed or Printed Name

[ Corporate Seal ]

NOTARY CERTIFICATE

STATE OF *Louisiana*  
COUNTY *Parish of St. Bernard*

The foregoing instrument was acknowledged before me this *27th* day of *August*, 200*8* by *Christopher D. Gavrelis* as identification. He/she is personally known to me or has produced

*Deborah P. Travis*  
Signature of Notary

Deborah P. Travis  
Typed, Printed, or Stamped Name  
of Notary

Notary Public *62599*  
Serial Number

Deborah P. Travis, Notary Public  
Notary ID No.: 62599  
My Commission Expires: At Death







*September 29, 2008*

**VIA DHL**

Peter Van Rens, P.E.  
*Vice-President*  
Kimley-Horn and Associates, Inc.  
601 21st Street, Suite 300  
Vero Beach, FL 32960

Re: Authorization

Dear Peter:

Enclosed is an executed resolution of Commercial Property Realty Trust LLC's Board of Directors authorizing Commercial Properties Management Corporation to execute any documents in conjunction with Palm Beach County Project #WUD 03-163. Chris Gavrelis is Vice-President of Commercial Properties Management Corporation.

Please contact me if you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to read "RNS", is written over a light-colored background.

Renee' G. N. Skinner  
*Development Director*

RESOLUTION OF THE BOARD OF DIRECTORS  
OF  
COMMERCIAL PROPERTIES REALTY TRUST LLC

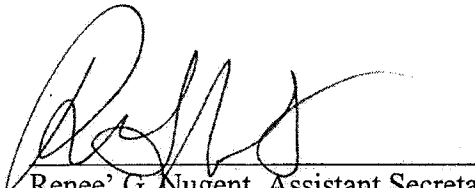
At a duly called meeting of the Board of Directors of Commercial Properties Realty Trust LLC, a Maryland limited liability company (the "Company") held in Baton Rouge, Louisiana on September 29, 2008, at which a quorum was present, the following resolution was duly presented, voted on and adopted:

BE IT RESOLVED, that the Board of Directors of the Company, in its capacity as sole general member of CPDC Properties, L.P., a Delaware limited partnership and the sole member of West Palm Beach, Fla., CPDC Ltd., a Florida limited partnership, authorizes Commercial Properties Management Corporation to act as Authorized Agent and to sign any documents or agreements with Palm Beach County related to Project #WUD 03-163.

CERTIFICATE

I, Renee' G. Nugent, Assistant Secretary of Commercial Properties Realty Trust LLC do hereby certify that the foregoing resolution of the Board of Directors of the Company was duly presented, voted on and adopted at a duly called meeting September 29, 2008, at which a quorum was present and voting at the time the resolution was adopted, and that the foregoing resolution has not been rescinded, revoked or amended and is in full force and effect.

Baton Rouge, Louisiana this 29 day of September, 2008.

  
\_\_\_\_\_  
Renee' G. Nugent, Assistant Secretary





Kimley-Horn  
and Associates, Inc.

May 22, 2008  
047923000 - agency

Brian Shields, Director  
Palm Beach County  
Water Utilities Department Engineering  
8100 Forest Hill  
West Palm Beach, FL 33413  
(561) 493-6122

■  
Suite 300  
601 21st Street  
Vero Beach, Florida  
32960

RE: **Project # WUD 03-163**  
Polo Grounds Mall  
Area 01, Sec. 6, Twp, 44, Rge 42

Dear Mr. Shields:

When construction began at the above referenced project, it was discovered that the existing water main was an asbestos cement pipe. As you will recall, Commercial Properties Development, Inc. was requested to replace approximately 680 ft. of this pipe with ductile iron pipe and PBCWUD would help defray the cost (see attached). This line replacement is beneficial to the center and surrounding community. The line has been constructed, inspected, tested, approved and accepted by PBCWUD and DEP. We have attached an Opinion of Probable Cost for the amount of \$45,406 (as agreed to by you at our meeting on 4/7/08) utilizing \$58 per LF, which would include fittings and other miscellaneous items, and \$9 LF for grouting the asbestos pipe. This is consistent with costs PBCWUD pays for their projects. We respectfully request reimbursement of \$45,406 of cost related to this work (see attached).

In Adam's absence and in consideration of our upcoming request for C.O., will you please confirm your assent to Contract Management for the credit to be applied towards the future meters.

Thank you for your time and diligent attention to this important project. Please feel free to contact us at (772) 794-4073 with any questions or comments.

Sincerely,

KIMLEY-HORN AND ASSOCIATES, INC.

Peter J. Van Rens, P.E.

cc: Barry Tillman  
Steve Mills

Enclosures: One (1) copy of Opinion of Probable Cost  
One (1) copy of Pipe Replacement Exhibit

■  
TEL 772 562 7981  
FAX 772 562 9689

KIMLEY-HORN AND ASSOCIATES, INC.

601 21st Street, Suite 300  
VERO BEACH, FLORIDA 32960  
(772) 562-7981

5/22/2008

Polo Grounds Mall, West Palm Beach

KHA JOB NO. 047923000

**Opinion of Probable Cost for 10" water main replacement**

Description	Quantities	Unit	Cost	Value
10" water line	682	L.F.	\$58.00	\$39,556.00
Grout 10" Asbestos Main	650	L.F.	\$9.00	\$5,850.00
Total Water line:				\$45,406.00



Peter J. Van Rens, P.E.

No. 55553

Date: May 22, 2008

CA 00000696

The Engineer has no control over the cost of labor, materials, equipment, or over the Contractor's methods of determining prices or over competitive bidding or market conditions. Opinions of probable costs provided herein are based on the information known to Engineer at this time and represent only the Engineer's judgment as a design professional familiar with the construction industry. The Engineer cannot and does not guarantee that proposals, bids, or actual construction costs will not vary from its opinions of probable costs.



Kimley-Horn  
and Associates, Inc.

July 2, 2008  
047475000

■  
Suite 300  
601 21st Street  
Vero Beach, Florida  
32960

Adam Galicki  
Palm Beach County Water Utilities  
8100 Forest Hill Blvd.  
West Palm Beach, FL 33413

**Re: ASBESTOS WATER MAIN ABANDONMENT  
ENGINEER'S CERTIFICATE  
Polo Grounds Mall  
PBCWUD # 03-163**

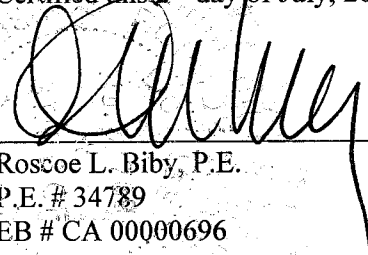
Dear Mr. Galicki:

This is to certify to the best of my knowledge and belief, based on observations of those under my direction, that the 10" asbestos water main was grouted as requested by Palm Beach County Water Utility District as part of the utility improvements for the Polo Grounds Shopping Center.

Sincerely,

KIMLEY-HORN AND ASSOCIATES, INC.

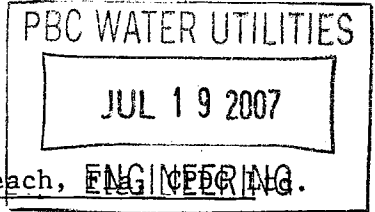
Certified this 2<sup>nd</sup> day of July, 2008



\_\_\_\_\_  
Roscoe L. Biby, P.E.  
P.E. # 34789  
EB # CA 00000696

■  
TEL 772 562 7981  
FAX 772 562 9689

SDA #  
Prepared by and Return to:  
Palm Beach County Water Utilities Department  
P.O. Box 16097  
West Palm Beach, Florida 33416-6097



**BILL OF SALE**

*Know All Men hv These Presents*, that West Palm Beach, ~~ENGINEERING~~.  
located at 5630 Bankers Ave. Baton Rouge, LA 70808 is hereinafter referred to as "Property Owner", for and  
in consideration of the sum of Ten Dollars lawful money of the United States, received from Palm Beach County c/o  
Water Utilities Department, P.O. Box 16097, West Palm Beach, Florida 33416-6097, hereinafter referred to as  
"County", the receipt whereof is hereby acknowledged, has granted, bargained, sold, transferred and delivered, and  
by these presents does grant, bargain, sell, transfer and deliver to the County its administrators and assigns, the  
following goods and chattels:

Potable Water, Wastewater, and/or Reclaimed Water Facilities consisting of those components set forth on "Attachment  
To Bill of Sale" attached hereto and made a part hereof, all as is, where is, and located within the Project herein described  
as:

Polo Grounds Mall

*To Have and to Hold* the same unto the County, its administrators and assigns forever.

AND Property Owner for itself and its heirs, executors and administrators, covenant to and with the County its  
administrators and assigns, that Property Owner is the lawful owner of the said goods and chattels; that said goods  
and chattels are free from all encumbrances; that Property Owner has good right to sell the same aforesaid, and that  
Property Owner will warrant and defend the sale of the said property, goods and chattels hereby made, to the  
County, its administrators and assigns against the lawful claims and demands of all persons whomsoever.

*In Witness Whereof*, the Property Owner has hereunto set its hand and affixed its seal on this 14<sup>th</sup> day of  
May, 20 07.

**WITNESSES:**

Signed, sealed and delivered  
in presence of:

*Richele D. Rome*  
Witness Signature  
Richele D. Rome

*Renee Nugent*  
Print Name

Witness Signature

Renee' Nugent  
(SEAL)Print Name

**PROPERTY OWNER**  
West Palm Beach, Fla. CPDC, Ltd.

BY *C. Cammack Morton*

Signature  
C. Cammack Morton, President  
Print Name (and Title if applicable)

Signature  
Print Name (and Title if applicable)

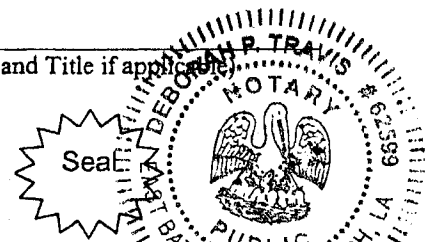
**NOTARY CERTIFICATE**

State of Louisiana  
~~County of~~ Parish of East Baton Rouge

The foregoing instrument was acknowledged before me this 14<sup>th</sup> day of May, 2007, by  
C. Cammack Morton and \_\_\_\_\_ who is/are personally known  
to me or who has produced \_\_\_\_\_ as identification.

My commission expires: At Death

*Deborah P. Travis*  
Notary Signature  
Deborah P. Travis #62599  
Typed, Printed or Stamped Name of Notary



SDA #  
Prepared by and Return to:  
Palm Beach County Water Utilities Department  
P.O. Box 16097  
West Palm Beach, Florida 33416-6097

**ATTACHMENT TO BILL OF SALE  
COST DOCUMENTATION FOR FACILITIES DEDICATED TO  
PALM BEACH COUNTY**

Polo Grounds Mall  
PROJECT NAME

\_\_\_\_\_  
S.D.A. NUMBER

\_\_\_\_\_  
Parcel/Plat

05-14-07  
Bill of Sale Date

\_\_\_\_\_  
Phase

03-163  
WUD Number

**Potable Water Distribution System**

Including Mains, Valves, Fittings & Hydrants, and All Appurtenances, Water Services up to Meter, Fire lines up to Double Detector Check Valve Assembly

\$ 110,000.00

**Wastewater Collection System**

Including Utility Owned Force and/or Gravity Mains, Valves, Fittings, Air Release Valves, Manholes, and All Appurtenances, Sewer Services including Clean Outs up to Limit of Palm Beach County Water Utilities Department Maintenance Responsibility.

\$ 5,500.00

**Wastewater Pumping Station**

Complete, Including All Appurtenances; Installed per P.B.C.W.U.D. Standards  
(If Owned and Operated by Palm Beach County Water Utilities Department i.e., not private).

Lift Station Number(s) \_\_\_\_\_

\$ N/A

Emergency Generator Serial Number(s) \_\_\_\_\_

\$ N/A

**Reclaimed Water Distribution System**

Including Mains, Valves, Fittings and All Appurtenances, Reclaimed Water Services up to the meter.

\$ N/A

**TOTAL VALUE OF CONTRIBUTED ASSETS**

\$ 110,000.00  
~~115,500.00~~

**Note:** Prices must include all material and labor for facilities as installed and shown on accepted "Record Drawings."

Certified By:

West Palm Beach, Fla. CPDC, LTd.

\_\_\_\_\_  
Contractor

BY:   
Property Owner

\_\_\_\_\_  
Print Name

C. Cammack Morton, President  
Print Name

Date: \_\_\_\_\_

Date: May 14, 2007

WOD 03-163

SDA #

Prepared by and Return to:  
Palm Beach County Water Utilities Department  
P.O. Box 16097  
West Palm Beach, Florida 33416-6097

PROPERTY OWNER'S NO LIEN AFFIDAVIT

STATE OF ~~FLORIDA~~ Louisiana )  
 ) SS.  
~~COUNTY OF PALM BEACH~~ )  
Parish of East Baton Rouge

PERSONALLY APPEARED BEFORE ME, the undersigned authority, (PROPERTY OWNER) who, being by me first duly sworn, on oath deposes and says:

1. That he/she is the Property Owner (NAME) West Palm Beach, Fla. CPDC, Ltd. of the (PROJECT NAME) Polo Grounds Mall
2. That to the best of Affiant's knowledge and belief all labor and materials furnished and used in connection with the construction of the Potable Water, Wastewater, and/or Reclaimed Water Facilities for said Project which were installed within the "dedicated roadways" and "utility easements" have been paid in full.
3. That Affiant, to the best of his/her knowledge and belief, does not know of any person or corporation who has or claims to have any lien for said labor performed or materials furnished.
4. Affiant makes this Affidavit to induce Palm Beach County to accept a Bill of Sale for said potable water, wastewater and reclaimed water facilities.
5. Affiant has the lawful right to execute this Property Owner's No Lien Affidavit.

AFFIANT FURTHER SAITH NAUGHT.

WITNESSES:

Signed, sealed and delivered in the presence of:

Richele D. Rome  
Witness Signature  
Richele D. Rome  
Print Name  
Renee Nugent  
Witness Signature  
Renee Nugent  
Print Name

PROPERTY OWNER

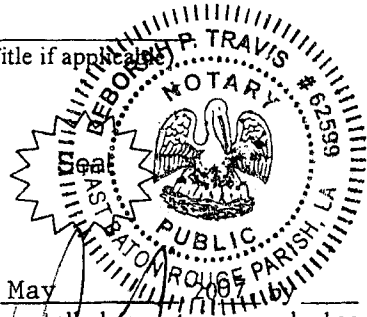
C. Cammack Morton  
Signature  
C. Cammack Morton, President  
Print Name (and Title if applicable)  
  
\_\_\_\_\_  
Signature  
C. Cammack Morton  
Print Name (and Title if applicable)

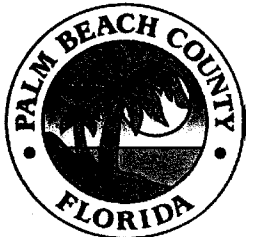
NOTARY CERTIFICATE

STATE OF ~~FLORIDA~~ Louisiana  
~~COUNTY OF PALM BEACH~~ Parish of East Baton Rouge

The foregoing instrument was acknowledged before me this 14th day of May, 2006, by C. Cammack Morton and \_\_\_\_\_ who is/are personally known to me or who has produced \_\_\_\_\_ as identification.  
My Commission Expires: At Death

Deborah P. Travis  
Notary Signature  
Deborah P. Travis  
Typed, Printed or Stamped Name of Notary

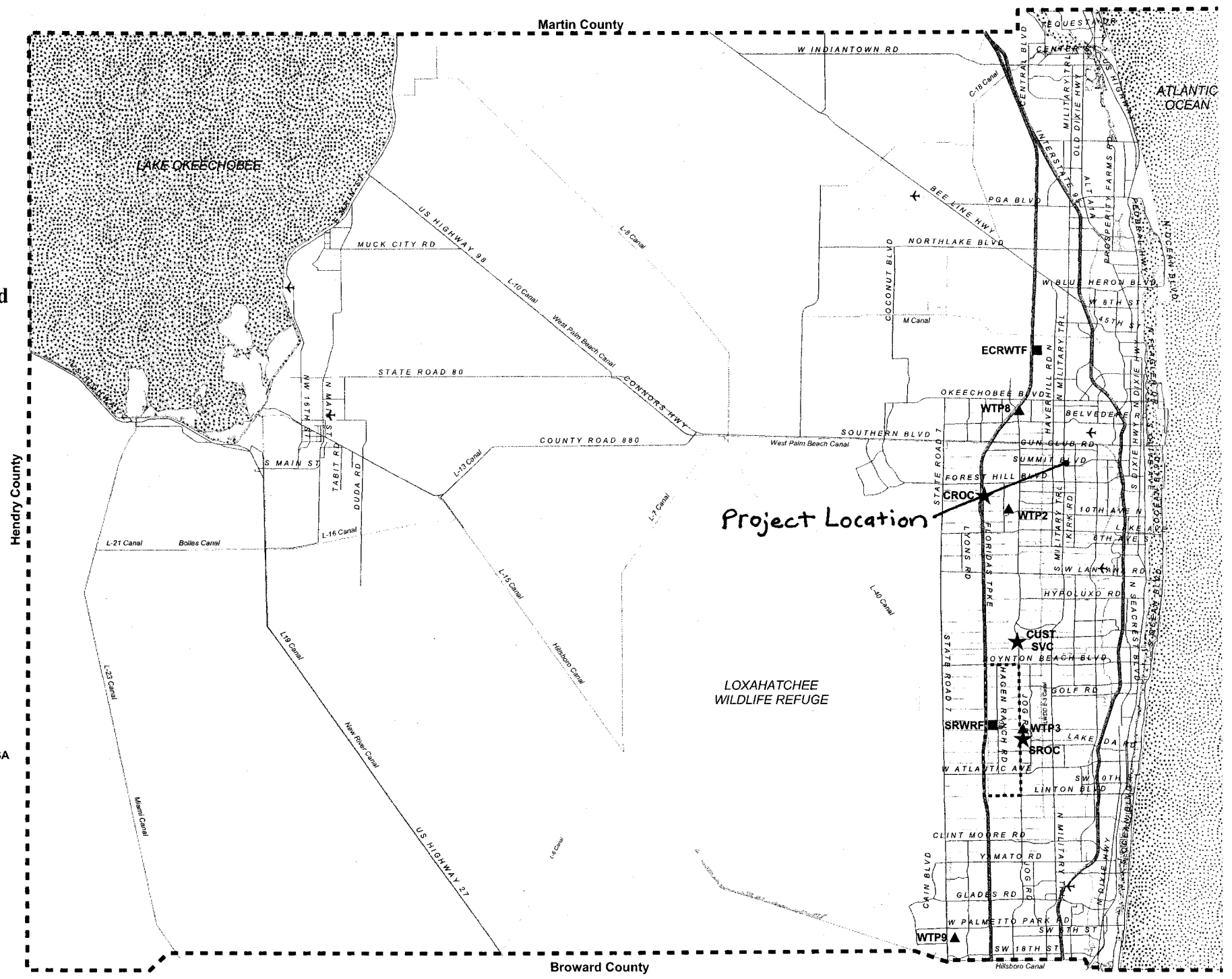




**Palm Beach County  
Water Utilities  
Service Area (SA) and  
Major Facilities**

Attachment 6

- Legend**
- P.B.C.W.U.D. SA
  - MANDATORY RECLAIMED SA
  - - - COUNTY LIMITS
  - ★ Administration
  - Water Reclamation Plant
  - ▲ Water Treatment Plant
  - ⊙ Wetlands



Project Location