

**PALM BEACH COUNTY
PLANNING, ZONING AND BUILDING DEPARTMENT
ZONING DIVISION**



Application No.: DOA/R-2009-03288
Control No.: 1981-00115
Applicant: Jays Intl. Corp dba Raymond Lee Jewelers - Jeffrey Josephson
Owners: Bell Palms Plaza LLC
Agent: Covelli Design Associates, Inc. - Jeff Evans
Telephone No.: (561) 910-0330
Project Manager: Carol Glasser, Site Planner II

Location: Southwest corner of Palmetto Park Road and Powerline Road (Raymond Lee Jewelers)

TITLE: a Development Order Amendment **REQUEST:** to add a Requested Use to the Master Plan
TITLE: a Requested Use **REQUEST:** to allow a Pawnshop

APPLICATION SUMMARY: Proposed is a Development Order Amendment (DOA) and a Requested Use for the Palms Plaza Shopping Center Parcel E of the Boca del Mar Planned Commercial Development (PCD). The 48.59-acre development was previously approved by the Board of County Commissioners (BCC) on July 28, 1981 as a Special Exception (SE) for a large scale community shopping center in excess of 50,000 square feet and a motel. No changes are proposed on Parcels A, B, C, or D. The applicant is requesting to modify the master plan in order to add a requested use for a pawnshop. No additional square footage is proposed for the pawnshop, as the use will utilize an existing commercial bay. The applicant proposes to offer pawn services limited to jewelry, jewels, and other similar items of value only and in conjunction with an existing 3,200 square foot retail jewelry store. The Final Site Plan dated January 9, 1989 indicates 68,410 square feet of retail, office, bank, and restaurant uses on 7.56 acres. The site plan also indicates 342 parking spaces and one access point from Powerline Road.

ISSUES SUMMARY:

o Project History

On July 28, 1981, the BCC approved a SE to allow a PCD, including a large scale community shopping center in excess of 50,000 square feet of total floor area and a motel on Tract 21 consisting of approximately 43.59 acres subject to 19 conditions of approval under Resolution R-81-926. Tract 21 is a portion of Boca del Mar No. 6 platted in Book 30 Pages 142, 143 on December 19, 1973. The summary staff report indicates the recommended conditions of approval addressed the phasing of the development in relation to roadway improvements, incorporation of pedestrian and bike-ways and significant site development related factors to improve the buffering/community appearance of the commercial center. Originally, Parcel E was approved for a 60,000 square foot hotel.

The BCC has approved additional resolutions pursuant to applications submitted by other parcels in Tract 21 as follows with the previous conditions of approval are carried forward: Resolution R-92-56 on January 7, 1992 for Parcel B to amend the site plan and increase square footage; Resolution R-93-2 on January 4, 1993 for Parcel D to allow a requested use for a nursing/convalescent facility (120 beds maximum); Resolution R-93-1539 on December 6, 1993 for Parcel D to amend a landscaping

condition of approval; Resolution R-94-779 on June 23, 1994 for Parcel C to increase square footage; Resolution R-98-304 for Parcel C on February 26, 1998 to reconfigure the site plan and add an access point; and, Resolution R-2009-0169 on January 29, 2009 for Parcel B to reconfigure the site plan and add square footage.

The application does not include a request for modification of conditions. Staff has reviewed the project file for Boca del Mar PCD (Control 81-115) and the prior resolutions to update the conditions by applicable parcel (Parcel A, B, C, D, or E) to carry forward with this application.

Master Plan:

Exhibit No. 3, the overall Master Plan for Petition 81-115 prepared by Richard E. Martin Associates, Architects and Land Planners, was certified as the Final Site Plan on July 15, 1981. A note dated July 2, 1984 indicates that the "#3 overall site plan is missing." Exhibit #3 submitted July 12, 1984 indicates that the original Master Plan was lost and to consider the July 12, 1984 submittal to be the Master Plan. A letter dated May 15, 1987 by John A. Lehner, Executive Director of Planning, Zoning and Building Department indicates that pursuant to a review of approvals, the original plan document approved by the Board was consistently treated as a Master Plan, with the more specific site plans for the various tracts approved by the Site Plan Review Committee. The letter further indicates that a review of Resolution R-81-926 reveals that multiple special exceptions were granted in a blanket approval over all parcels in Tract 21. Thus, the SE approval for the motel use was not limited to Parcel E. Therefore, staff has not administratively abandoned the motel use, which is not constructed, pursuant to this application for Parcel E. The Master Plan dated May 6, 1998 is noted as, "For Information Only." The PCD is constructed. Modifications to previously approved special exceptions for a PCD shall comply with the Multiple Use Planned Development (MUPD) section of the ULDC per 3.E.3.A.2.a. Pursuant to Article 3.E.1.D.1.C., the BCC shall approve a site plan for equivalent previously approved planned developments and requested uses.

Parcel E, Powerline Road Access Point

On September 15, 1987, Frank Palen, Zoning Director, determined that a BCC administrative inquiry for an additional access point from Powerline Road to Parcel E was not needed in accordance with the prior Code. For consistency with the Master Plan, staff will require the applicant to indicate the Powerline Road access to Parcel E on the Master Plan prior to final approval by the Development Review Officer (DRO). Construction of Palms Plaza at Boca del Mar under Building Permit No. B87032063 was completed in 1988. Engineering has added a condition for Parcel E only to resolve an existing site condition that the Powerline Road southbound right turn lane is partially on Parcel E.

o Pawnshop Requested Use

The applicant is requesting a Pawnshop use. The applicant's Justification Statement clearly seeks to limit the pawnshop use to remain compatible with neighboring uses. Per the Justification Statement, the applicant proposes the following restrictions be incorporated into a resolution of approval:

- Items subject to pawn brokerage will be limited to jewelry and jewels including diamonds, watches, sterling silver objects and other similar items of value.
- Merchandise within the showroom will not be specifically displayed and marketed as pawned merchandise.
- There will be no exterior signage relating to the pawn brokerage use.
- The pawn brokerage approval runs with the use, retail jewelry sales, not with the land and cannot be operated as a standalone pawn shop.

o Consistency with Comprehensive Plan

The Planning Division has reviewed the requests and determined that the requests are consistent with the site's Commercial High, with an underlying High Residential, 8 units per acre (CH/8) Future Land Use (FLU) designation.

o Compatibility with Surrounding Land Uses

To the north of Parcel E across an internal access drive is Parcel A of the Boca del Mar PCD with a CH/8 FLU and Commercial General (CG) Zoning District supporting 121,000 square feet of office, retail, and Type I and II restaurants. To the south of Parcel E across Boca del Mar Drive (80 feet in

width) is the Boca del Mar Planned Unit Development (PUD) (Control 84-152) with a HR-8 FLU designation and Agricultural Residential (AR) Zoning District supporting multifamily residential. To the east of Parcel E across Powerline Road (134 feet in width) is Harbour Town of Boca del Mar with a HR-8 FLU designation and AR Zoning District supporting multifamily residential. To the west of Parcel E across an internal access drive is Parcel B of the Boca del Mar PCD with a CH/8 FLU and CG Zoning District supporting 146,890 square feet of commercial uses including retail, financial institution, Type I and Type II restaurants.

The applicant proposes to co-locate the requested pawnshop use with an existing retail jewelry store on the western portion of Parcel E. The use will be separated from the south property line of Parcel E by 150 feet at the closest point, which is the rear of the store that is not utilized by customers. The applicant proposes that no changes including signage will be made to the exterior of the existing jewelry store. The proposed pawnshop use operated as proposed, co-located and in conjunction with an existing retail jewelry store does not have any additional traffic impact. The applicant has indicated agreement with a use limitation condition to be placed on the pawnshop use in their Justification Statement. Therefore, staff does not anticipate any incompatibility issues to arise from the requested pawnshop use subject to the recommended conditions of approval.

- o Traffic

No additional traffic will be generated as a result of this application.

- o Landscape/Buffering

Pursuant to Article 1.E.1.C.5, landscape plans approved as of the effective date of this Code (January 1, 2004) shall remain valid unless the development is amended or modified. The affected area of the amended or modified plans shall be subject to Article 7, Landscaping to the greatest extent possible. The site plan is internal to the structure. The affected area is internal to the two commercial bays supporting the existing retail jewelry store. No changes are proposed external to the existing retail jewelry store. Therefore, the landscape plan data as indicated on Final Site Plan Exhibit 39 dated January 9, 1989 remains valid.

The site plan indicates a 5-foot wide landscape strip along the north property line of Parcel E; a 10-foot wide minimum landscape strip along the south property line; a 15-foot minimum landscape strip along the east property line, a 20-foot wide landscape strip at the south portion of the west property line behind the proposed pawnshop use, and a landscape strip of varying widths along the remaining west property that is adjacent to the internal drive separating Parcel E and Parcel B. Canopy trees are required every 30 feet of perimeter property lines. Any dead or missing landscape materials noted during the Landscape Inspection prior to final approval by the Development Review Officer (DRO) will be subject to Code Enforcement as a separate building permit is not required to co-locate the pawnshop use with the existing retail jewelry store.

- o Signs

The applicant has submitted a Master Sign Plan (Figure 6) documenting the existing sign program. No additional signage is proposed for the pawnshop use. The applicant has indicated agreement to a use limitation condition to prohibit any signage for the pawnshop use in the applicant's Justification Statement.

- o Architectural Review

This application is not subject to Architectural Review.

- o Development Order Amendment – Changed Circumstances

The applicant states that the nature of the retail jewelry business has changed over the years with additional competition resulting in the need to offer clients additional service. The applicant states that the retail jewelry store must adapt and evolve in order to distinguish himself in the marketplace. A pawnshop use is identified as a requested use Table 3.E.1.B-21 – Planned Development District (PDD) Use Matrix in the Multiple Planned Use Development (MUPD) Zoning District. The Boca del

Mar PCD is reviewed under the Code requirements for a MUPD pursuant to Article 3.E.3.A.2. Pursuant to Article 3.E.1.B.4.a.4).a). Location of Requested Uses, the pawnshop requested use shall be shown on the site plan approved by the BCC (See Figure 5) and shall remain in the location shown. The Code requires a concurrent Development Order Amendment to add the pawnshop requested use "Pawnshop" to Parcel E of the Boca del Mar Master Plan (See Figure 4).

Staff has evaluated the standards listed under Article 2.B.2.B 1-9 and determined that there is a balance between the need of change and the potential impacts generated by this change; therefore, staff is recommending approval of the DOA request. Staff has also determined that any of the potential impact and incompatibility issues will be adequately addressed subject to the recommended conditions of approval as indicated in Exhibit C-1 and Exhibit C-2.

TABULAR DATA

	EXISTING	PROPOSED
Property Control Number(s)	Parcel E 00-42-47-28-01-021-0040 (retail, office bays, bank) 00-42-47-28-01-021-0060 (outparcel restaurant)	Same
Land Use Designation:	Commercial High, with an underlying High Residential , 8 units per acre (CH/8)	Same
Zoning District:	General Commercial (CG) with a SE for a PCD and a motel	Same
Tier:	Urban/Suburban	Same
Use:	Retail Sales, General Financial Institution Restaurant, Type 1, and II	Retail Sales, General Financial Institution Restaurant, Type I and II Pawnshop
Acreage:	7.56 acres	Same
Intensity:	68,410 square feet	Same
Parking:	342 spaces	Same
Access:	Two internal access points and one access point from Powerline Road	Same

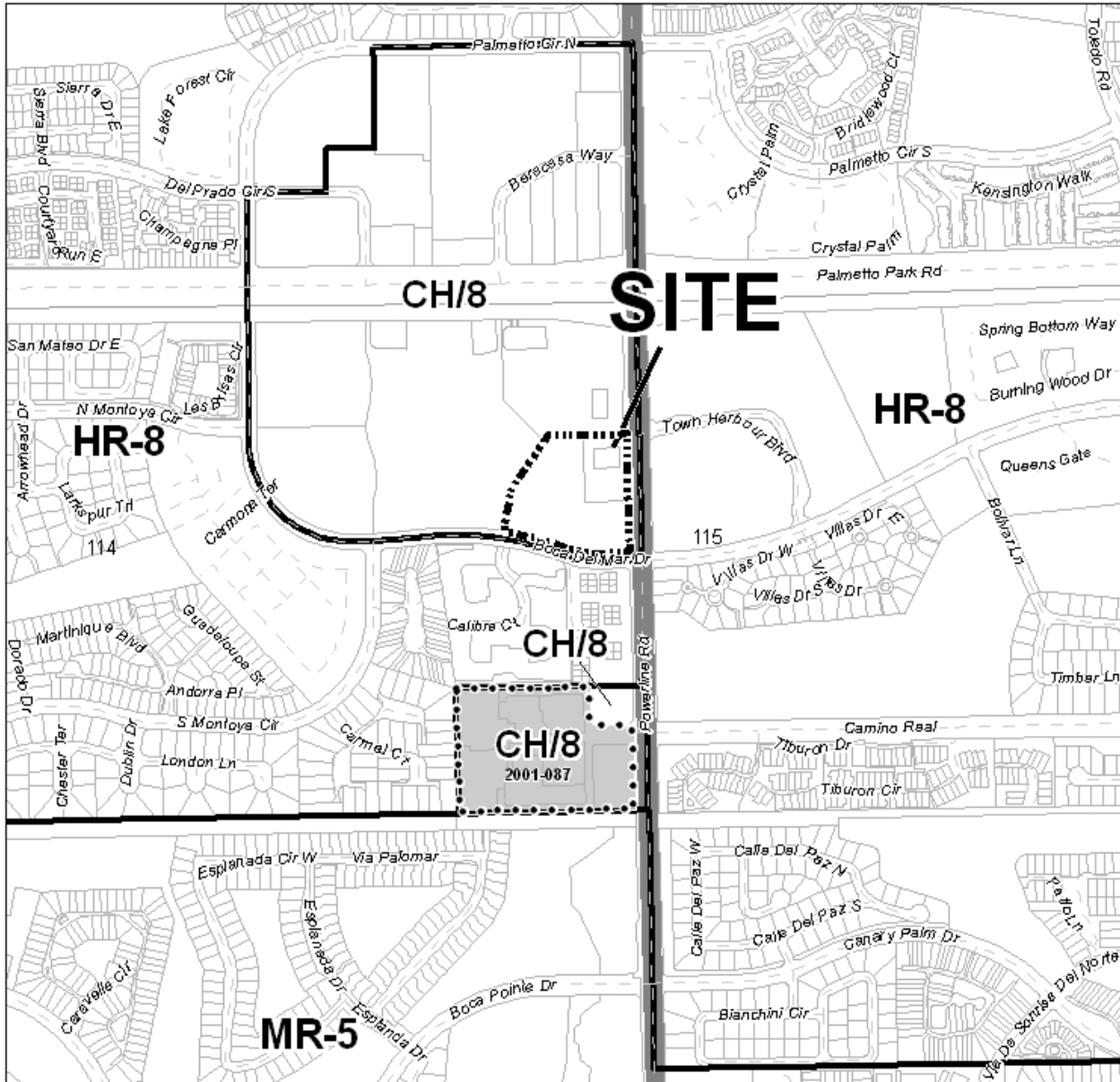
PUBLIC COMMENT SUMMARY: At the time of publication, staff had received 2 contacts from the public in opposition to the pawnshop use. One contact indicated a pawnshop is not needed in the neighborhood (residential area with kids around). Boca Del Mar Improvement Association, Inc did not indicate a reason for the opposition.

RECOMMENDATION: Staff recommends approval of the requests subject to 47 Conditions of Approval indicated in Exhibit C-1 and 3 Conditions of Approval as indicated in Exhibit C-2.

MOTION: To recommend approval of a Development Order Amendment to add a Requested Use to the Master Plan subject to the Conditions of Approval as indicated in Exhibit C-1.

MOTION: To recommend approval of a Requested Use to allow a Pawnshop subject to the Conditions of Approval as indicated in Exhibit C-2.

PALM BEACH COUNTY PLANNING DIVISION SITE LOCATION AND LAND USE

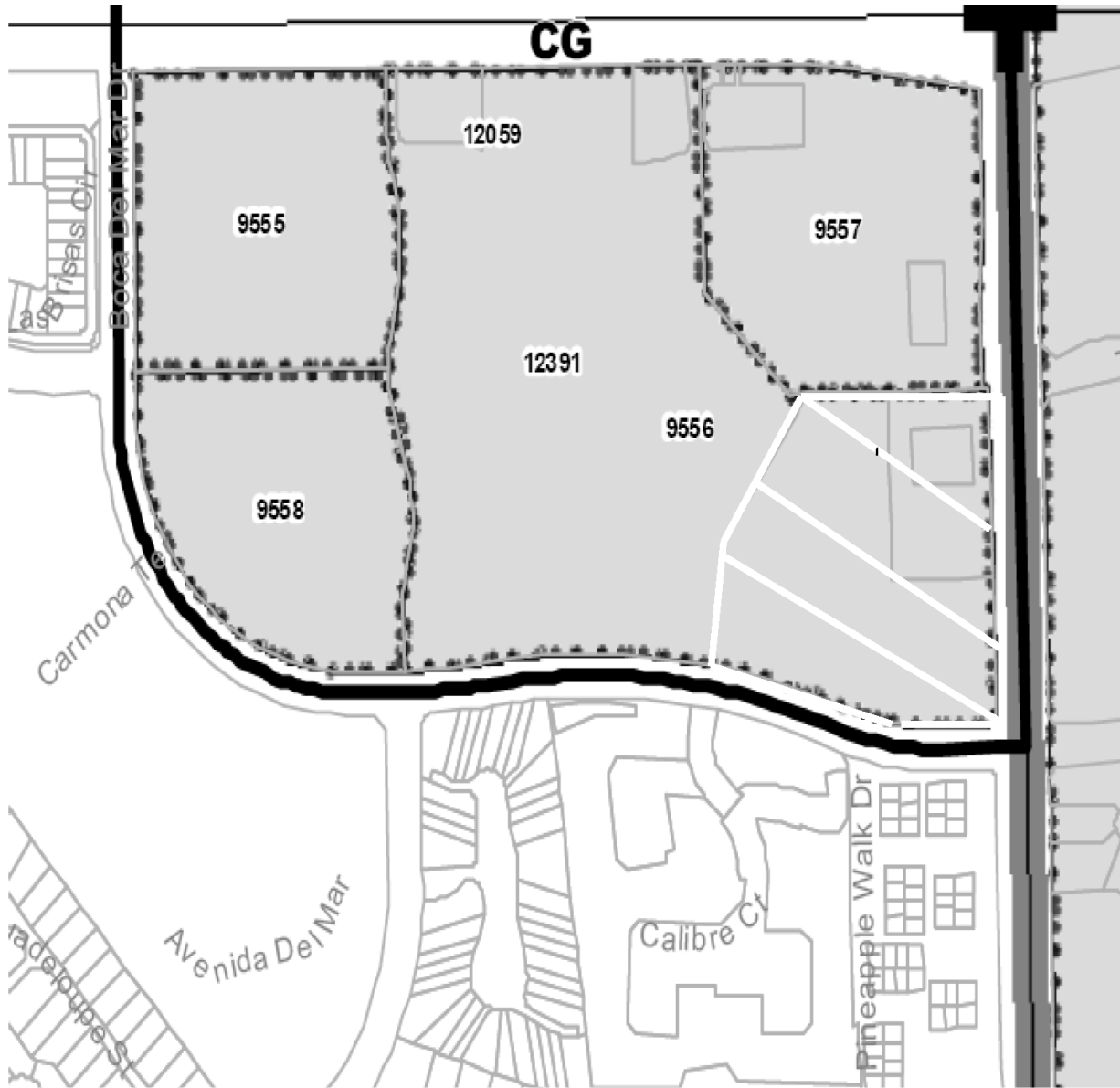


Application Number:	<u>DOA/R-2009-3288</u>
Control Number:	<u>1981-115</u>
Land Use Atlas Page:	<u>114</u>
Date:	<u>09/23/2009</u>



Figure 1 Land Use Atlas Map

PALM BEACH COUNTY ZONING QUAD/VICINITY SKETCH



Application No. 2009-3288
Zoning Quad 54



Figure 2 Zoning Quad Map



<p>ZONING APPLICATION Control 1981-00115 (DOA/R-2009-3288)</p>	<p>PROJECT NAME Raymond Lee Jewelers</p>
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<p>Planning, Zoning and Building Department - GIS</p> <p>2300 N. Jog Road West Palm Beach, FL 334011 (561) 233-5000 pzmap@co.palm-beach.fl.us www.pbcgov.com/pzb</p>
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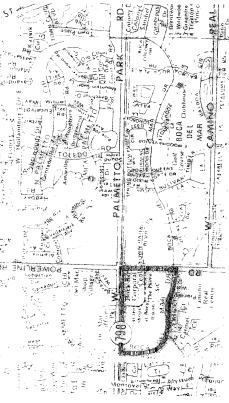
Figure 3 Aerial

Petition #
Professional Certification Ex #:
Professional Certification Ex #:
Date: Date:
Date: Date:



Scale 1" = 100' *0.00*

LOCATION MAP



SITE DATA

TOTAL AREA 48.59 AC.

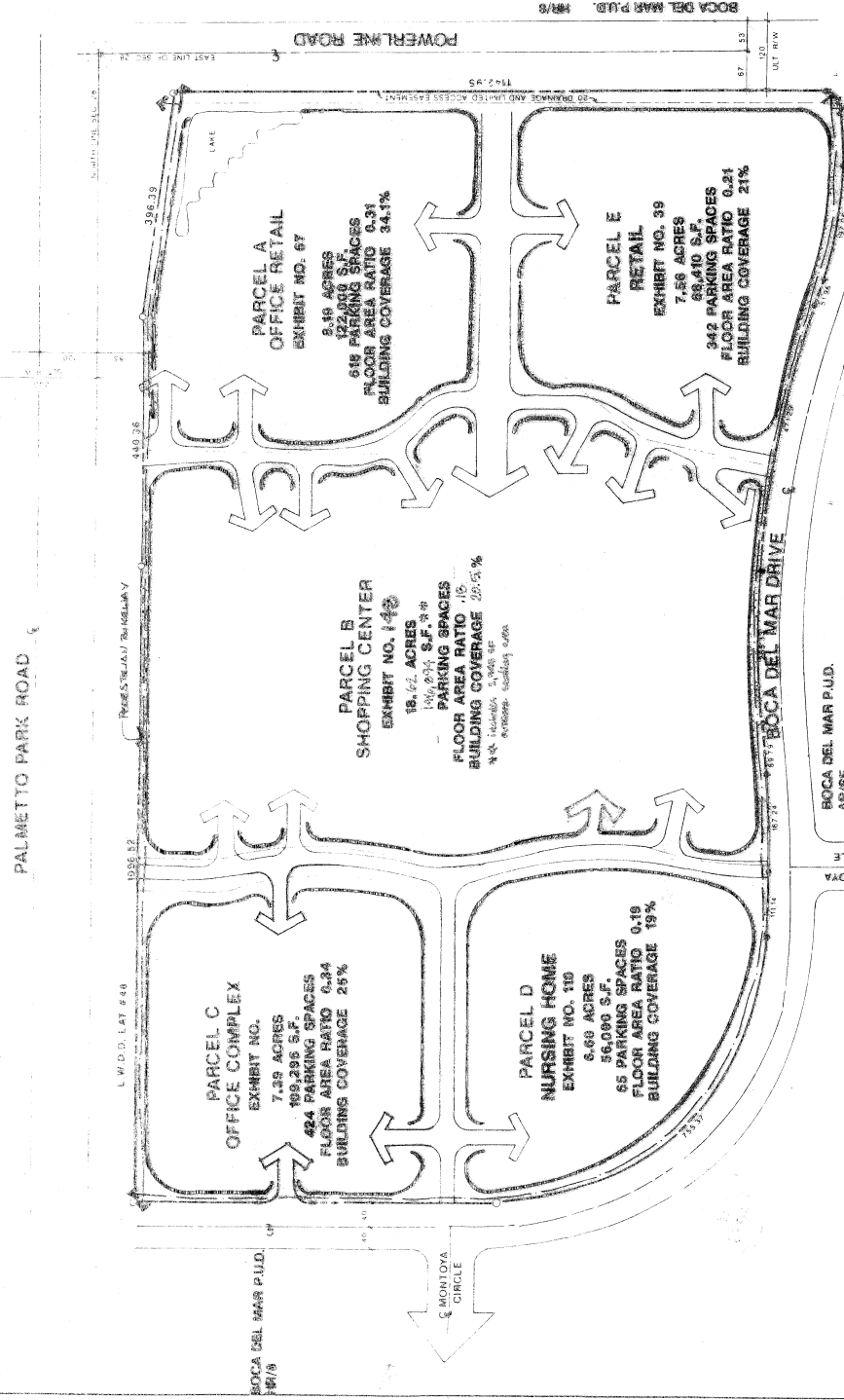
TOTAL BUILDING AREA
APPROVED BY BCC 6-26-81 490,180 S.F.
APPROVED BY BCC 1/27/87 952,160 S.F.

TOTAL OFFICE / RETAIL BUILDING AREA SITE PLANNED TO DATE
(PARCELS A, B, C AND E) 443,655 SQUARE FEET

TOTAL NURSING HOME BUILDING AREA SITE PLANNED TO DATE
(PARCEL D) 56,000 SQUARE FEET

PETITION NO. 03-11807
DATE SUBMITTED 8/2/97
EXHIBIT NO. 145
SUPERSEDED BY NO. 130

FINAL PLAN APPROVED AT
C/A/18/98
R/S/98



SEE CONDITIONS

COMMISSION REVIEW
Staff: [Signature]
Date: [Signature]
To resolve Parcel 'B' of the
Master Plan; higher density
than allowed by the site plan
and to allow for a 15% increase
in parking spaces.

PARCEL	PARCEL AREA	BUILDING COVERAGE	BUILDING COVERAGE TABULATION
A	8.49	18.2%	PARCEL AREA
B	18.42	25.5%	BUILDING AREA
C	7.39	26.5%	PARCEL AREA
D	6.68	20.2%	BUILDING AREA
E	7.66	20.2%	PARCEL AREA
TOTAL	48.64	20.2%	TOTAL

PROJECT NO. 0305-30

PARCEL	FACILITIES	FLOOR AREA
A	OFFICE	122,000 S.F.
B	SHOPPING CENTER	247,674 S.F.
C	OFFICE	199,298 S.F.
D	NURSING HOME	56,000 S.F.
E	RETAIL	85,410 S.F.
TOTAL		610,382 S.F.

Figure 4 Master Plan dated May 6, 1998
For Information Only

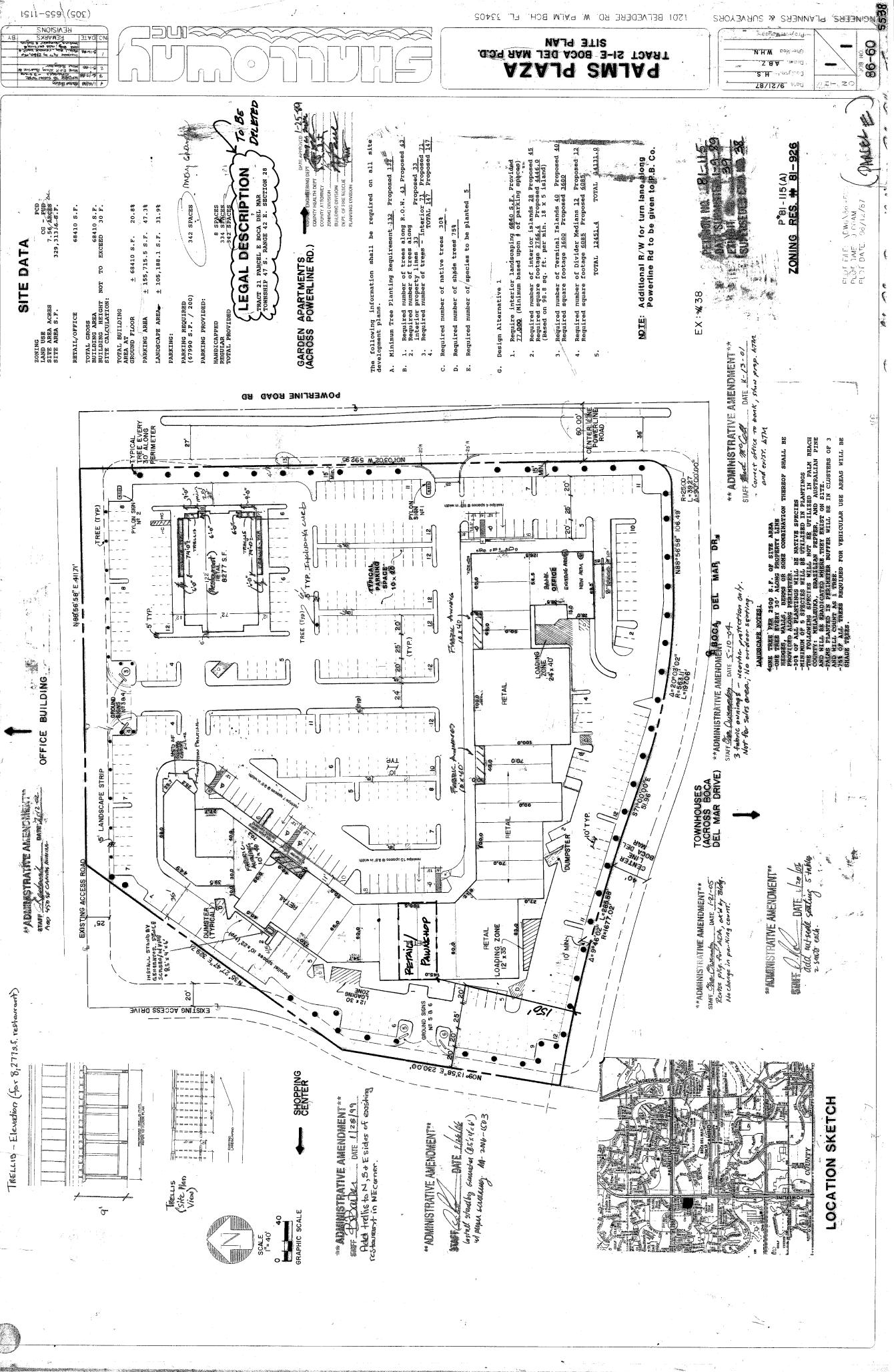


Figure 5 Preliminary Site Plan dated September 14, 2009
 Proposed Pawnshop Use is indicated co-located with an existing 3,200 square foot retail jewelry store

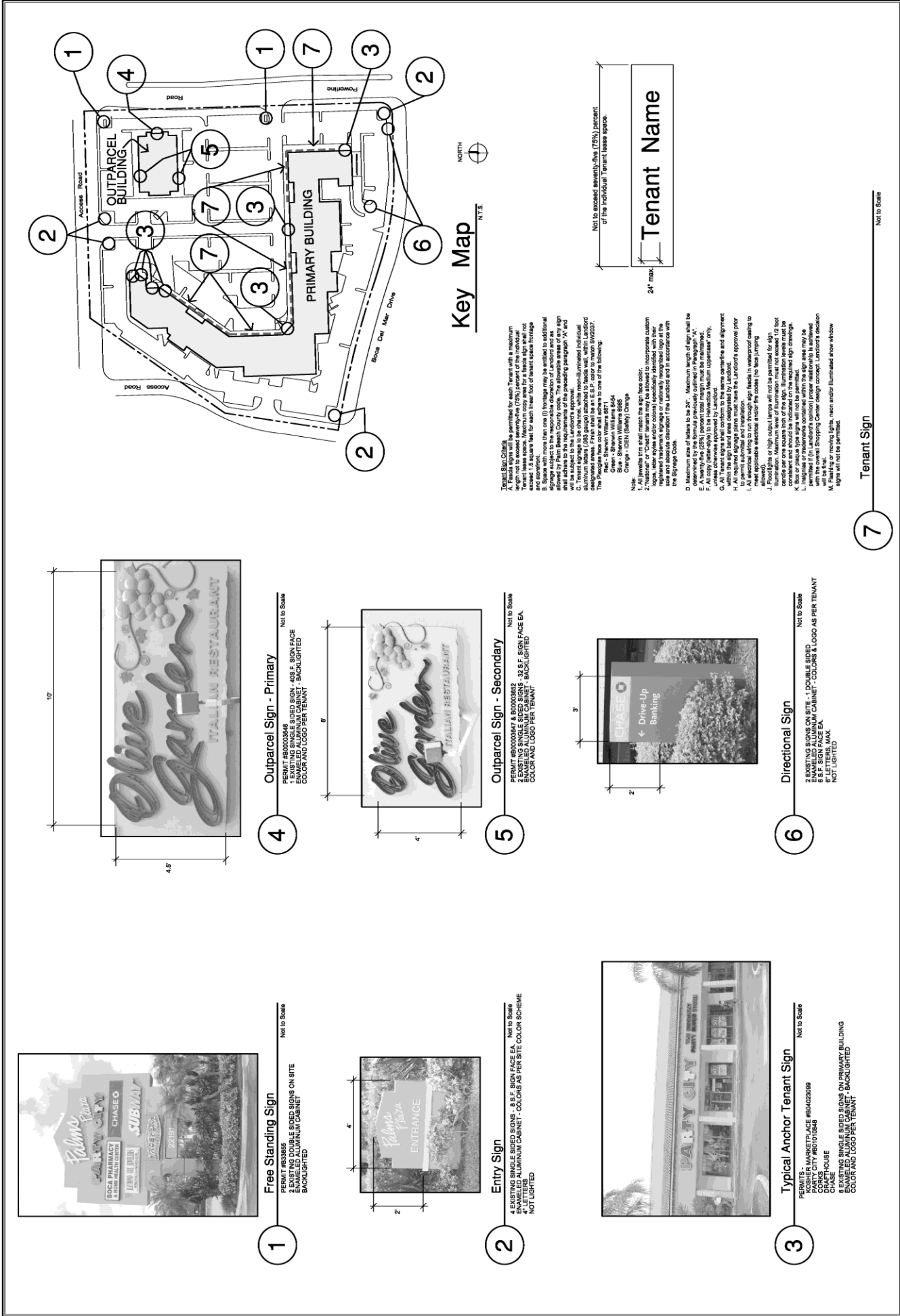


Figure 6 Master Sign Plan dated September 14, 2009

STAFF REVIEW AND ANALYSIS

PLANNING DIVISION COMMENTS:

FUTURE LAND USE (FLU) PLAN DESIGNATION: Commercial High with an underlying 8 units per acre (CH/8) FLU.

TIER: The subject site is in the Urban/Suburban Tier.

FUTURE ANNEXATION AREAS: The subject property is within the future annexation area of the City of Boca Raton.

INTERGOVERNMENTAL COORDINATION: The subject property is not located within one mile of any municipality.

CONSISTENCY WITH FUTURE LAND USE (FLU) PLAN DESIGNATION: The Planning Division has reviewed the request to add a requested use for a pawnshop use to the existing jewelry store with no physical changes to the site plan and has determined that this request is consistent with the site's CH/8 FLU designation.

SPECIAL OVERLAY DISTRICT/NEIGHBORHOOD PLAN/PLANNING STUDY AREA: The site is not located within any neighborhood plan or study area.

FINDINGS: The request is consistent with the CH/8 land use designation of the Palm Beach County Comprehensive Plan.

ENGINEERING COMMENTS:

This application is to allow pawn brokerage inside of an existing jewelry store. No changes to the site layout are proposed and no additional traffic will be generated as a result of this application.

PALM BEACH COUNTY HEALTH DEPARTMENT: No Staff Review Analysis

ENVIRONMENTAL RESOURCE MANAGEMENT COMMENTS:

VEGETATION PROTECTION: The site has been developed.

WELLFIELD PROTECTION ZONE: The parcel is not located with a Wellfield Protection Zone.

IRRIGATION CONSERVATION CONCERNS AND SURFACE WATER: All new installations of automatic irrigation systems shall be equipped with a water sensing device that will automatically discontinue irrigation during periods of rainfall pursuant to the Water and Irrigation Conservation Ordinance No. 93 3. Any non stormwater discharge or the maintenance or use of a connection that results in a non stormwater discharge to the stormwater system is prohibited pursuant to Palm Beach County Stormwater Pollution Prevention Ordinance No. 93 15.

ENVIRONMENTAL IMPACTS: There are no significant environmental issues associated with this petition beyond compliance with ULDC requirements.

OTHER:

FIRE PROTECTION: The Palm Beach County Department of Fire Rescue will provide fire protection.

SCHOOL IMPACTS: No Staff Review Analysis

PARKS AND RECREATION: No Staff Review Analysis

CONCURRENCY: The requests do not create additional impact on public facilities, and are exempt from Article 2.F. pursuant to Article 2.F.1.D.

WATER/SEWER PROVIDER: City of Boca Raton.

FINDING: The proposed Development Order Amendment and Requested Use comply with Article 2.F of the ULDC, Concurrency (Adequate Public Facility Standards).

FINDINGS:

Requested Uses and Development Order Amendments:

When considering a development order application for a requested use, or a development order amendment, the BCC and ZC shall consider standards 1 – 9 indicated below. A requested use or development order amendment which fails to meet any of these standards shall be deemed adverse to the public interest and shall not be approved. Staff has reviewed the request for compliance with the standards that are expressly established by Article 2.B.2.B and provides the following assessment:

1. **Consistency with the Plan** – *The proposed use and amendment is consistent with the purposes, goals, objectives and policies of the Plan, including standards for building and structural intensities and densities, and intensities of use.*

The Planning Division has reviewed the request to add a requested use for a pawnshop use to the existing jewelry store with no physical changes to the site plan and has determined that the requests are consistent with the site's CH/8 FLU designation of the Palm Beach County Comprehensive Plan.

2. **Consistency with the Code** - *The proposed use and amendment complies with all applicable standards and provisions of this Code for use, layout, function, and general development characteristics. The proposed use also complies with all applicable portions of Article 4.B, SUPPLEMENTARY USE STANDARDS.*

The pawnshop use meets all of the requirements of Article 4.B.1.A.97. Jeffrey Josephson, President of Jays International Corp. d/b/a Raymond Lee Jewelers (the applicant), is a licensed pawnbroker. License number PN2493. A pawnshop shall be separated from another pawnshop by a minimum of 2,000 feet. No licensed pawnbrokers are within 1 mile of the subject site pursuant to a records search by the Palm Beach County Tax Collector's Office. A pawnshop shall be setback a minimum of 150 feet from any property line abutting from a residential use. None of the property lines of Parcel E abut a residential use. The pawnshop location as designated on the Palms Plaza Preliminary Site Plan is 150 feet from the south property line. The south property line abuts the 80-foot wide Boca del Mar ROW. The pawnshop shall not be open to the public prior to 7:00 AM or later than 10:00 PM daily in accordance with the hours of operation requirements.

3. **Compatibility with Surrounding Uses** – *The proposed use and amendment is compatible and generally consistent with the uses and character of the land surrounding and in the vicinity of the land proposed for development.*

To the north of Parcel E across an internal access drive is Parcel A of the Boca del Mar PCD with a CH/8 FLU and Commercial General (CG) Zoning District supporting 121,000 square feet of office, retail, and Type I and II restaurants. To the south of Parcel E across Boca del Mar Drive (80 feet in width) is the Boca del Mar Planned Unit Development (PUD) (Control 84-152) with a HR-8 FLU designation and Agricultural Residential (AR) Zoning District supporting multifamily residential. To the east of Parcel E across Powerline Road (134 feet in width) is Harbour Town of Boca del Mar with a HR-8 FLU designation and AR Zoning District supporting multifamily residential. To the west of Parcel E across an internal access drive is Parcel B of the Boca del Mar PCD with a CH/8 FLU and CG Zoning District supporting 146,890 square feet of commercial uses including retail, financial institution, Type I and Type II restaurants.

The applicant proposes to co-locate the request pawnshop use with an existing retail jewelry store on the western portion of Parcel E. The use will be separated from the south property line of Parcel E by 150 feet at the closest point, which is the rear of the store that is not utilized by customers. The applicant proposes that no changes including signage will be made to the exterior of the existing jewelry store. The proposed pawnshop use operated as proposed, co-located and in conjunction with an existing retail jewelry store does not have any additional traffic impact. The applicant has indicated agreement with a use limitation condition to be placed on the pawnshop use in their Justification Statement. Therefore, staff does not anticipate any incompatibility issues to arise from the requested pawnshop use subject to the recommended conditions of approval.

4. **Design Minimizes Adverse Impact** – *The design of the proposed use minimizes adverse effects, including visual impact and intensity of the proposed use on adjacent lands.*

The pawnshop use will be co-located with an existing retail jewelry store. No additional intensity is proposed. The applicant does not propose any changes to the exterior of the existing retail jewelry store. No change to existing signage is proposed. No new signs are proposed. The Traffic Division has determined that there is no traffic impact. The amendment seeks to indicate the pawnshop requested use on the Master Plan in accordance with Article 3.E.1.B.4.a.4).a).

5. **Design Minimizes Environmental Impact** – *The proposed use and design minimizes environmental impacts, including, but not limited to, water, air, storm water management, wildlife, vegetation, wetlands and the natural functioning of the environment.*

The proposed pawnshop use is located within an existing structure. The proposed use and amendment to indicate the use on Parcel E of the Master Plan has no environmental impact.

6. **Development Patterns** – *The proposed use and amendment will result in a logical, orderly and timely development pattern.*

Boca del Mar PCD was approved by the BCC in 1981. Parcel E has been constructed since 1988. Parcel E is one of five parcels in the Boca del Mar PCD. All five parcels are now constructed. No increase in square footage is proposed. The pawnshop use is designed to blend in with the existing retail jewelry store. The established development pattern at Powerline Road and Boca del Mar Drive will not be affected by the use or amendment.

7. **Consistency with Neighborhood Plans** – *The proposed development and amendment is consistent with applicable neighborhood plans in accordance with BCC policy.*

The subject site is not within a neighborhood plan area.

8. **Adequate Public Facilities** – *The extent to which the proposed use complies with Art. 2. F, Concurrency.*

The proposed requested use for a pawnshop and a development order amendment to indicate the pawnshop use on Parcel E of the Master Plan does not create additional impact on public facilities, and are exempt from Article 2.F. pursuant to Article 2.F.1.D.

9. **Changed Conditions or Circumstances** – *There are demonstrated changed conditions or circumstances that necessitate a modification.*

The applicant indicates that the ability to offer loans to customers and hold their jewelry and other specified valuables as collateral is a needed service in the existing retail jewelry store. In the State of Florida, a pawnbroker's license is required to "pawn." Pawn is defined as any advancement of funds on the security of pledged goods on condition that the pledged goods are left in the possession of the pawnbroker for the duration of the pawn. The ULDC defines a "pawnshop" as the location at which a pawnbroker, as defined in F.S. 539.001, The Florida Pawnbroking Act does business. Thus, to offer the desired customer service, which the applicant has identified as a needed service in the area, the applicant must request a pawnshop use for the specific location on the site plan. The applicant must also request a Development Order Amendment to add the pawnshop requested use to Parcel E of the Master Plan in accordance with 3.E.1.B.4.a.4).a).

CONDITIONS OF APPROVAL

EXHIBIT C-1

Development Order Amendment

ALL PETITIONS

1. All Petitions Condition 1 of Resolution R-2009-0169, Control No. 81-115, which currently states:

All previous conditions of approval applicable to the subject property, as contained in Resolutions R-98-304, Petition No. 81-115(F), have been consolidated as contained herein. The petitioner shall comply with all previous conditions of approval and deadlines previously established by Section 5.8 of the ULDC and the Board of County Commissioners, unless expressly modified. (ONGOING: MONITORING-Zoning)

Is hereby amended to read:

All previous conditions of approval applicable to the subject property, as contained in Resolution R-2009-0169 (Control 81-115), have been consolidated as contained herein. The property owner shall comply with all previous conditions of approval and deadlines previously established by Article 2.E of the Unified Land Development Code (ULDC) and the Board of County Commissioners or Zoning Commission, unless expressly modified. (ONGOING: MONITORING - Zoning)

ALL PETITIONS-PARCEL B ONLY

2. Previous Condition All Petitions 2 of Resolution R-2009-0169, Control No. 81-115, which currently states:

Prior to site plan certification, the site plan shall be amended to indicate compliance with all minimum property development regulations and land development requirements of Palm Beach County.

Is hereby deleted. Reason: No longer applicable. Originally applicable to Parcel B only under Resolution R-92-56, which was subsequently amended pursuant to Application 2008-1523 approved by the BCC on January 29, 2009.

3. Development of the site is limited to the site design as approved by the Board of County Commissioners. The approved preliminary site plan is dated December 22, 2008. All modifications must be approved by the Board of County Commissioners unless the proposed changes are required to meet conditions of approval or are in accordance with the ULDC. (ONGOING: ZONING-Zoning) (Previous All Petitions Condition 3, Resolution R-2009-0169, Control No. 81-115)

ALL PETITIONS-PARCEL E ONLY

4. The approved Preliminary Site Plan is dated September 14, 2009. Modifications to the development order inconsistent with the conditions of approval, or changes to the uses or site design beyond the authority of the DRO as established in the ULDC, must be approved by the Board of County Commissioners or the Zoning Commission. (ONGOING: ZONING - Zoning)

ARCHITECTURAL REVIEW-PARCELS B, C, D ONLY

1. All air conditioning and mechanical equipment shall be screened from view on all sides. (ONGOING: ARCH REV - Bldg) (Previous Building and Site Design Condition 1 of Resolution R-2009-0169, Control No. 81-115)

ARCHITECTURAL REVIEW-PARCEL B ONLY

2. At time of submittal for final Development Review Officer (DRO) approval, the architectural elevations for building A,B,D and E as indicated on the site plan dated December 22, 2008 shall be submitted simultaneously with the site plan for final architectural review and approval. Elevations shall be designed to be consistent with Article 5.C of the ULDC and generally consistent with the elevations submitted by Marc Weiner and Associates and dated 11/14/2008. Development shall be consistent with the approved architectural elevations, the DRO approved site plan, all applicable

conditions of approval, and all ULDC requirements. (DRO: ARCH REVIEW - Zoning) (Previous Condition Architectural Review 1, Resolution R-2009-0169, Control No. 81-115)

3. Prior to final approval by the Development Review Officer (DRO), the site plan shall be revised to show a divider median between each drive thru lane of Building D2, and as follows:

- A. Minimum width of five (5) feet, excluding curb;
 - B. A planting area shall be provided at each end of the median and shall have a minimum five (5) feet by five (5) feet of planting area extended beyond the boundary of the overhead canopy;
 - C. One (1) palm tree with a minimum ten (10) feet of grey-wood and appropriate ground cover shall be installed in each planting area; and,
 - D. The remaining portion of the median shall be paved with decorative paving such as pre-cast concrete pavers, stamped concrete or any other materials acceptable to the Landscape Section.
- (DRO: ARCH REV - Zoning) (Previous Condition Architectural Review 2, Resolution R-2009-0169, Control No. 81-115)

ENGINEERING

1. Petitioner shall align the project's east entrance onto Palmetto Park road with the east entrance of Del Mar Shopping Village. (ENG) (Previous Condition No. E.1 of Resolution R-2009-0169, Control No. 81-115) [Note: COMPLETED]

2. Petitioner shall construct at the intersection of Palmetto Park Road and the project's east entrance:

- a. left turn lane east approach. (ENG) (Previous Condition No. E.2 of Resolution R-2009-0169, Control No. 81-115) [Note: COMPLETED]

3. Petitioner shall construct at the intersection of Palmetto Park Road and the project's west entrance:

- a. left turn lane east approach. (ENG) (Previous Condition No. E.3 of Resolution R-2009-0169, Control No. 81-115) [Note: COMPLETED]

4. Petitioner shall construct at the intersection of Palmetto Park Road and Boca Del Mar Drive:

- a. left turn lane north approach,
- b. right turn lane south approach, and
- c. left turn lane east approach. (ENG) (Previous Condition No. E.4 of Resolution R-2009-0169, Control No. 81-115) [Note: COMPLETED]

5. Petitioner shall align the project's west entrance onto Boca Del Mar Drive with Montoya Circle South. (ENG) (Previous Condition No. E.5 of Resolution R-2009-0169, Control No. 81-115) [Note: COMPLETED]

6. Petitioner shall construct at the intersection of Montoya Circle South and Boca Del Mar Drive:

- a. left turn lane west approach. (ENG) (Previous Condition No. E.6 of Resolution R-2009-0169, Control No. 81-115) [Note: COMPLETED]

7. Petitioner shall construct at the project's east entrance and Boca Del Mar Drive:

- a. left turn lane west approach. (ENG) (Previous Condition No. E.7 of Resolution R-2009-0169, Control No. 81-115) [Note: COMPLETED]

8. Petitioner shall align the project's north entrance onto Boca Del Mar Drive with Montoya Circle South. (ENG) (Previous Condition No. E.8 of Resolution R-2009-0169, Control No. 81-115) [Note: COMPLETED]

9. Petitioner shall construct at the project's north entrance and Boca Del Mar Drive:

- a. left turn lane north approach. (ENG) (Previous Condition No. E.9 of Resolution R-2009-0169, Control No. 81-115) [Note: COMPLETED]

10. Petitioner shall construct at the intersection of Boca Del Mar Drive and Powerline Road:

- a. left turn lane north approach,
- b. left turn lane south approach,
- c. right turn lane east approach,

d. left turn lane west approach, and
e. right turn lane west approach. (ENG) (Previous Condition No. E.10 of Resolution R-2009-0169, Control No. 81-115) [Note: COMPLETED]

11. Petitioner shall construct at the intersection of Powerline Road and the project's entrance road:
a. right turn lane north approach, and
b. left turn lane south approach. (ENG) (Previous Condition No. E.11 of Resolution R-2009-0169, Control No. 81-115) [Note: COMPLETED]

12. Petitioner shall construct at the intersection of Palmetto Park Road and Powerline Road:
a. right turn lane north approach,
b. dual left turn lanes north approach,
c. dual left turn lanes south approach,
d. dual left turn lanes east approach,
e. dual left turn lanes west approach, and
f. modification of the existing signal when warranted as determined by the County Engineer. (ENG) (Previous Condition No. E.12 of Resolution R-2009-0169, Control No. 81-115) [Note: COMPLETED]

13. Prior to the issuance of a certificate of occupancy for either Phase B (the shopping center) or Phase C (office complex) provide an additional two lane bridge over the Lake Worth Drainage District L-47 Canal on Powerline Road. Construction of this bridge shall commence 30 days after written notification by the County should the 4-laning of Powerline Road require it. (ENG) (Previous Condition No. E.13 of Resolution R-2009-0169, Control No. 81-115) [Note: COMPLETED]

14. Petitioner shall not be issued building permits for Phases A (the financial plaza), Phase D (an office complex), or Phase E (the hotel/motel) until Powerline Road is four laned from the Hillsboro Canal north to the Lake Worth Drainage District L-47 Canal. (ENG) (Previous Condition No. E.14 of Resolution R-2009-0169, Control No. 81-115) [Note: COMPLETED]

15. Petitioner shall contribute Two Hundred Thousand Dollars (\$200,000) to be paid at the time of the issuance of building permits on a square footage basis for Phases A, D and E as indicated on Exhibit No. 3 for this petition. This fee to be used in the implementation for Phase II of the area wide major thoroughfare road improvement program adopted by the County, OR for the four-laning of the Hillsboro Canal bridge on Powerline Road, at the County Engineer's discretion. (ENG - Impact Fee Coord) (Previous Condition No. E.15 of Resolution R-2009-0169, Control No. 81-115) [Note: COMPLETED]

16. The developer will take necessary precautions to insure there will be no pollutant run-off from this project to adjacent or nearby surface waters. (ONGOING: CODE ENF-Eng) (Previous Condition No. E.16 of Resolution R-2009-0169, Control No. 81-115)

17. Petitioner shall provide for a pedestrian/bikeway system integrated with the surrounding development. (ENG - Zoning) (Previous Condition No. E.17 of Resolution R-2009-0169, Control No. 81-115) [Note:COMPLETED]

18. Within thirty (30) days of this approval, the applicant shall enter into an agreement with Palm Beach County for the design and construction of roadway improvements as specified by the Board of County Commissioners. This resolution will become invalid unless said agreement is executed as specified above. (ENG) (Previous Condition No. E.18 of Resolution R-2009-0169, Control No. 81-115) [Note: COMPLETED]

19. The property owner shall pay a Fair Share Fee in the amount and manner required by the Fair Share Contribution for Road Improvements Ordinance" as it presently exists or as it may from time to time be amended. The Fair Share Fee for this project presently is \$32,670.00 (594 trips X \$55.00 per trip). (ENG - Impact Fee Coord) (Previous Condition No. E.19 of Resolution R-2009-0169, Control No. 81-115) [Note:COMPLETED]

20. The traffic control gates shown in the access drives on the east, south, and west sides of Parcel C as shown on the proposed site plan shall remain open between the hours of 7:00 AM to 7:00

PM. (ONGOING: ENGINEERING- Eng) (Previous Condition No. E.20 of Resolution R-2009-0169, Control No. 81-115)

21. The Property owner shall fund the restriping of Boca Del Mar Drive to include a 175 foot left turn lane storage lane on the south approach to the Palmetto Park Road intersection, a 125 foot two way left turn lane, and a 50 foot left lane into the west driveway plus any appropriate paved tapers. Funds for this work shall be provided to the County Engineer prior to June 1, 1998. Amount of the funding shall be approved by the County Engineer. (DATE: MONITORING - Eng) (Previous Condition No. E.21 of Resolution R-2009-0169, Control No. 81-115) [Note: COMPLETED Turn lanes have been restriped so condition can be marked complete.]

22. The developer shall install sod and irrigation on the south side of Palmetto Park Road from Boca Del Mar Drive to Montoya Circle South. The installation of the sod and irrigation is subject to Lake Worth Drainage District approval and will be completed prior to the final inspection for the new guard house on Boca Del Mar Drive. (CO: MONITORING -LWDD) (Previous Condition No. E.22 of Resolution R-2009-0169, Control No. 81-115) [Note: COMPLETED]

ENGINEERING-PARCEL E ONLY

23. Prior to final DRO approval, the property owner shall resolve the right of way issue along the west side of Powerline Road, north of Boca Del Mar Drive, where the existing southbound right turn lane is partially constructed on private property. The property owner shall submit documentation for the County Engineer to determine that the issue has been resolved. (DRO: ENGINEERING-Eng)

HEALTH

1. Water service is available therefore no potable water system will shall be permitted on the site. (ONGOING: HEALTH-Health) (Previous condition Health 1 of Resolution R-2009-169; Control 81-115)

2. Wastewater service is available, therefore no onsite septic system will be permitted. (ONGOING:HEALTH-Health) (Previous condition Health 2 of Resolution R-2009-169; Control 81-115)

LANDSCAPE - GENERAL

1. Condition Landscape General 1, Resolution R-2009-0169, Control No. 81-115, which currently states:

Prior to site plan certification, the petitioner shall revise the landscape tabular data on the site plan to reflect conformance to Landscape Code requirements and all landscape conditions of approval.

Is hereby deleted. REASON: Originally approved under Resolution R-92-56. Final Site Plan dated March 5, 1997 has been approved by the DRO.

LANDSCAPE - GENERAL-ONLY PARCELS C AND D

2. Prior to site plan certification, the petitioner shall provide tabular data on the site plan to reflect conformance to the landscape design standards for planned developments in Section 6.8.A.23.b.(7)(b) of the Palm Beach County Land Development Code and all landscape conditions of approval. (Previous Landscape General 2, Resolution R-2009-0169, Control No. 81-115) (DRO: ZONING-Zoning) [Completed]

LANDSCAPE - GENERAL-PARCELS C AND D ONLY

3. All trees required to be planted on site by this approval shall meet the following minimum standards at installation:

- a. Tree height: fourteen (14) feet.
- b. Trunk diameter: 3.5 inches measured 4.5 feet above grade.
- c. Canopy diameter: seven (7) feet. Diameter shall be determined by the average canopy radius at 3 points measured from the trunk to the outermost branch tip. Each radius shall measure at least 3.5 feet in length. (Previous Landscape General Condition 3 of Resolution R-2009-0169, Control No. 81-115) (ONGOING: LANDSCAPE - ZONING)

LANDSCAPE - GENERAL-PARCEL D ONLY - ALTERNATIVE LANDSCAPE BETTERMENT PLAN

4. The petitioner may submit, to the Development Review Committee for approval, an Alternative Landscape Betterment Plan (ALBP) to substitute for the condition of approval for landscaping requirements for parcel D only. At a minimum this ALBP shall demonstrate:

- a. The quality of plant material required by the applicable landscape and buffering conditions of approval is being utilized;
- b. The minimum specifications of all plant material sizes as indicated in the conditions of approval are utilized; and,
- c. That maximum spacing between planting groups does not exceed fifty (50) feet. (Previous Landscape Condition 6, Resolution R-2009-0169, Control No. 81-115) (ONGOING: LANDSCAPE - Zoning)

LANDSCAPE - INTERIOR-PARCEL B ONLY - BANK OUTPARCEL

5. The trees within the proposed parking area shall have a minimum of five (5) feet of clear trunk and a minimum seven (7) foot canopy spread. (Previous LANDSCAPING - INTERIOR Condition 7, Resolution R-2009-0169, Control No. 81-115) (ONGOING: LANDSCAPING - Landscaping)

6. Immediately upon planting, all trees within the proposed interior parking area shall be a minimum of fourteen (14) feet in height with a minimum diameter of three and one-half (3.5) inches measured at a point which is at least four and one-half (4.5) feet above existing grade level. (Previous LANDSCAPING INTERIOR Condition 7, Resolution R-2009-0169, Control No. 81-115) (ONGOING: LANDSCAPING - Landscaping)

LANDSCAPE - PERIMETER-PARCEL C AND D ONLY - ALONG BOCA DEL MAR DRIVE

7. Landscaping within the required buffer along Boca Del Mar Drive shall be installed pursuant to Section 6.8.A, Table 6.8-3, Type D perimeter landscape area of the Palm Beach County Land Development Code and shall be upgraded to include:

- a. A minimum twenty (20) foot wide landscape buffer strip.
- b. One (1) native canopy tree for every two hundred (200) square feet of landscape buffer area.
- c. Thirty (30) inch high shrub or hedge material for every one hundred fifty (150) square feet of landscape buffer area at installation, maintained at a minimum height of forty two (42) inches. (Previous Landscaping Condition 4, Resolution R-2009-0169, Control No. 81-115) (ONGOING: LANDSCAPE-Landscape)

LANDSCAPE - PERIMETER-PARCEL D ONLY - ALONG THE NORTH AND EAST PROPERTY LINES

8. Landscaping and buffering along the north and east property lines of Parcel D shall be upgraded to include:

- a. A minimum twenty (20) foot wide landscape buffer strip measured from the edge of pavement along the north property line and a minimum twenty-five (25) foot wide landscape buffer strip measured from the edge of pavement along the east property line.
- b. A six (6) foot high opaque berm, hedge or combination thereof. (Previous Landscape Condition 5, Resolution R-2009-0169, Control No. 81-115) (ONGOING: LANDSCAPE - Landscape)

PARKING

1. Condition Parking 1 of Resolution R-2009-0169, Control 81-115, which currently states,

Vehicle parking shall be limited to the parking areas designated on the approved site plan. No parking of vehicles shall be permitted in landscaped areas, right-of-way or interior drives.

Is hereby deleted. REASON: Code Requirement.

SIGNS

1. Previous Sign Condition 1 of Resolution R-2009-0169, Control No. 81-115, which currently states:

All on site signs shall comply with the Palm Beach County Sign Code and shall indicate principal uses only. No snipe signs, balloons, banners or other prohibited types of advertisement or signs shall be permitted on-site. (ONGOING: BLDG - Code Enf)

Is hereby deleted. REASON: Code Requirement. Per 8.A.1.C.1., Previously permitted signs that do not meet the current standards of the Code are nonconforming structures. Per 8.C.13., Snipe Signs are prohibited. Per 8.C.1., Banners, Streamers, Pennants are prohibited, and, Balloons are prohibited without a special permit.

2. Previous Sign Condition 2 of Resolution R-2009-0169, Control No. 81-115, which currently states:

If, prior to the issuance of a building permit for the project, the Sign Code is amended to be more restrictive than the conditions of approval, the regulations of the amended Sign Code shall supersede all sign-related conditions of approval.

Is hereby deleted. REASON: All Parcels have previously approved Final Site Plans and Article 8 Signage applies to all signs in unincorporated Palm Beach County unless exempted per 8.B1.-5. Previously permitted signs that do not meet the current Code are nonconforming structures subject to Article 1.F.3.

SIGNS-PARCEL C ONLY

3. Signage for Parcel C fronting on Boca Del Mar Drive shall be limited to one (1) entrywall sign with a maximum sign height, measured from finished grade to highest point of eight (8) feet and maximum sign face area per side of 60 square feet. (Previous Sign Condition 4, Resolution R-2009-0169, Control No. 81-115) (ONGOING: BLDG-Zoning)

SIGNS-PARCEL D ONLY

4. Signs for Parcel D shall be further limited and meet the following requirements:

- a. Maximum sign height, measured from crown of road - eight (8) feet;
- b. Maximum sign face area per side - 80 square feet;
- c. Maximum number of signs - one (1). (Previous Sign Condition 3, Resolution R-2009-0169, Control No. 81-115) (ONGOING: BLDG - Zoning)

SITE DESIGN-PARCEL D ONLY

1. Prior to certification of the site plan for Parcel D, the petitioner shall provide the following:

- a. The delineation of the required pedestrian/bikeway system integrated with the surrounding development.
- b. Surrounding land uses. (DRO: ZONING - Zoning) (Previous Building and Site Design Condition 2 Resolution R-2009-0169, Control No. 81-115)

SITE DESIGN-PARCELS B, C, D ONLY

2. Prior to site plan certification, receptacles for recycled material shall be designated on the site plan, located in the parking area or adjacent to the dumpster location. (Previous Building and Site Design Condition 3 of Resolution R-2009-0169, Control No. 81-115 (ONGOING: ZONING-Zoning)

SITE DESIGN-ONLY PARCELS B, C, D

3. All areas or receptacles for the storage and disposal of trash, garbage or vegetation, shall include the following:

- a. Be concealed behind a solid enclosure. The open end of the enclosure shall have an obscuring, opaque gate.
- b. All exterior sides of such enclosures, except the open end, shall be landscaped with thirty-six (36) inch high shrub and hedge material planted twenty-four (24) inches on center. (Previous Dumpster Condition 1 of Resolution R-2009-0169, Control No. 81-115) (ONGOING: ZONING - Bldg)

USE LIMITATIONS-PARCEL E ONLY

1. The Pawnshop use is limited to 3,200 square feet and is further limited pursuant to the applicant's Justification Statement as follows:

- a. No exterior signage containing the word, "pawn" is permitted;
- b. Shall be co-located with the jewelry retail use only (cannot be operated as a standalone pawnshop; and,
- c. Items subject to pawn brokerage are limited to jewelry and jewels including diamonds, watches, sterling silver objects and other similar items of value. (ONGOING: CODE ENF. - Zoning)

COMPLIANCE

1. In granting this approval, the Board of County Commissioners relied upon the oral and written representations of the property owner/applicant both on the record and as part of the application process. Deviations from or violation of these representations shall cause the approval to be presented to the Board of County Commissioners for review under the compliance condition of this approval. (ONGOING: MONITORING - Zoning)

2. Failure to comply with any of the conditions of approval for the subject property at any time may result in:

- a. The issuance of a stop work order; the issuance of a cease and desist order; the denial or revocation of a building permit; the denial or revocation of a Certificate of Occupancy (CO); the denial of any other permit, license or approval to any developer, owner, lessee, or user of the subject property; the revocation of any other permit, license or approval from any developer, owner, lessee, or user of the subject property; revocation of any concurrency; and/or
- b. The revocation of the Official Map Amendment, Conditional Use, Requested Use, Development Order Amendment, and/or any other zoning approval; and/or
- c. A requirement of the development to conform with the standards of the Unified Land Development Code (ULDC) at the time of the finding of non-compliance, or the addition or modification of conditions reasonably related to the failure to comply with existing conditions; and/or
- d. Referral to code enforcement; and/or
- e. Imposition of entitlement density or intensity.

Staff may be directed by the Executive Director of PZ&B or the Code Enforcement Special Master to schedule a Status Report before the body which approved the Official Zoning Map Amendment, Conditional Use, Requested Use, Development Order Amendment, and/or other zoning approval, in accordance with the provisions of Section 2.E of the ULDC, in response to any flagrant violation and/or continued violation of any condition of approval. (ONGOING: MONITORING - Zoning)

EXHIBIT C-2
Requested Use

USE LIMITATIONS

1. The Pawnshop use is limited to 3,200 square feet and is further limited pursuant to the applicant's Justification Statement as follows:

- a. No exterior signage containing the word, "pawn" is permitted;
- b. Shall be co-located with the jewelry retail use only (cannot be operated as a standalone pawnshop; and,
- c. Items subject to pawn brokerage are limited to jewelry and jewels including diamonds, watches, sterling silver objects and other similar items of value. (ONGOING: CODE ENF. - Zoning)

COMPLIANCE

1. In granting this approval, the Board of County Commissioners relied upon the oral and written representations of the property owner/applicant both on the record and as part of the application process. Deviations from or violation of these representations shall cause the approval to be presented to the Board of County Commissioners for review under the compliance condition of this approval. (ONGOING: MONITORING - Zoning)

2. Failure to comply with any of the conditions of approval for the subject property at any time may result in:

- a. The issuance of a stop work order; the issuance of a cease and desist order; the denial or revocation of a building permit; the denial or revocation of a Certificate of Occupancy (CO); the denial of any other permit, license or approval to any developer, owner, lessee, or user of the subject property; the revocation of any other permit, license or approval from any developer, owner, lessee, or user of the subject property; revocation of any concurrency; and/or
- b. The revocation of the Official Map Amendment, Conditional Use, Requested Use, Development Order Amendment, and/or any other zoning approval; and/or
- c. A requirement of the development to conform with the standards of the Unified Land Development Code (ULDC) at the time of the finding of non-compliance, or the addition or modification of conditions reasonably related to the failure to comply with existing conditions; and/or
- d. Referral to code enforcement; and/or
- e. Imposition of entitlement density or intensity.

Staff may be directed by the Executive Director of PZ&B or the Code Enforcement Special Master to schedule a Status Report before the body which approved the Official Zoning Map Amendment, Conditional Use, Requested Use, Development Order Amendment, and/or other zoning approval, in accordance with the provisions of Section 2.E of the ULDC, in response to any flagrant violation and/or continued violation of any condition of approval. (ONGOING: MONITORING - Zoning)

PALM BEACH COUNTY - ZONING DIVISION

FORM # 08

DISCLOSURE OF OWNERSHIP INTERESTS - APPLICANT

TO: PALM BEACH COUNTY PLANNING, ZONING AND BUILDING EXECUTIVE
DIRECTOR, OR HIS OR HER OFFICIALLY DESIGNATED REPRESENTATIVE

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, this day personally appeared
JEFFREY JOSEPHSON, hereinafter referred to as "Affiant,"
who being by me first duly sworn, under oath, deposes and states as follows:

1. Affiant is the individual or PRESIDENT
[position—e.g., president, partner, trustee] of JAYS INT'L GP [name and
type of entity—e.g., ABC Corporation, XYZ Limited Partnership], (hereinafter,
"Applicant"). Applicant seeks Comprehensive Plan amendment or Development Order
approval for real property legally described on the attached Exhibit "A" (the "Property").

2. Affiant's address is: 22191 Powerline Road, Suite 12B, Boca Raton, FL 33433

3. Attached hereto as Exhibit "B" is a complete listing of the names and
addresses of every person or entity having a five percent or greater interest in the
Applicant. Disclosure does not apply to an individual's or entity's interest in any entity
registered with the Federal Securities Exchange Commission or registered pursuant to
Chapter 517, Florida Statutes, whose interest is for sale to the general public.

4. Affiant acknowledges that this Affidavit is given to comply with Palm
Beach County policy, and will be relied upon by Palm Beach County in its review of
Applicant's application for Comprehensive Plan amendment or Development Order
approval. Affiant further acknowledges that he or she is authorized to execute this
Disclosure of Ownership Interests on behalf of the Applicant.

5. Affiant further acknowledges that he or she shall by affidavit amend this
disclosure to reflect any changes to ownership interests in the Applicant that may occur
before the date of final public hearing on the application for Comprehensive Plan
amendment or Development Order approval.

6. Affiant further states that Affiant is familiar with the nature of an oath and with the penalties provided by the laws of the State of Florida for falsely swearing to statements under oath.

7. Under penalty of perjury, Affiant declares that Affiant has examined this Affidavit and to the best of Affiant's knowledge and belief it is true, correct, and complete.

FURTHER AFFIANT SAYETH NAUGHT.

J. Josephson
JEFFREY JOSEPHSON Affiant
(Print Affiant Name)

The foregoing instrument was acknowledged before me this 26 day of June, 2009, by Jeffrey Josephson, [] who is personally known to me or [] who has produced FD Driv Lic. as identification and who did take an oath.

Notary Public

Denise Birnbach
(Print Notary Name)

NOTARY PUBLIC

State of Florida at Large

My Commission Expires: 1/24/10

Denise Birnbach

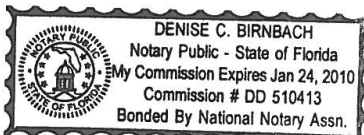


EXHIBIT "A"

PROPERTY

LEGAL DESCRIPTION:

A PARCEL OF LAND BEING A PORTION OF TRACT 21, P.U.D., BOCA DEL MAR NO. 6, ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK 30, PAGES 142 AND 143 OF THE PUBLIC RECORDS OF PALM BEACH COUNTY, FLORIDA; SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHEAST CORNER OF SAID TRACT 21; THENCE WITH A BEARING OF SOUTH 01 DEGREES 03 MINUTES 02 SECONDS EAST, ALONG THE EAST LINE OF TRACT 21, A DISTANCE OF 550.00 FEET TO THE POINT OF BEGINNING; THENCE CONTINUING WITH A BEARING OF SOUTH 01 DEGREES 03 MINUTES 02 SECONDS EAST, A DISTANCE OF 592.95 FEET TO A POINT OF CURVATURE; THENCE WITH A CURVE TO THE RIGHT, HAVING A RADIUS OF 25.00 FEET, AN ARC LENGTH OF 39.27 FEET TO A POINT; THENCE WITH A BEARING OF SOUTH 88 DEGREES 56 MINUTES 58 SECONDS WEST, A DISTANCE OF 106.49 FEET TO A POINT OF CURVATURE; THENCE WITH A CURVE TO THE RIGHT, HAVING A RADIUS OF 563.11 FEET, AN ARC LENGTH OF 197.06 FEET TO A POINT; THENCE WITH A BEARING OF NORTH 71 DEGREES 00 MINUTES 00 SECONDS WEST, A DISTANCE OF 51.96 FEET TO A POINT OF CURVATURE; THENCE WITH A CURVE TO THE LEFT, HAVING A RADIUS OF 1,677.02 FEET, AN ARC LENGTH OF 285.88 FEET TO A POINT, THE LAST SIX COURSES BEING COINCIDENT WITH THE EASTERLY AND SOUTHERLY BOUNDARY OF TRACT 21; THENCE RADially TO THE PRECEDING CURVE, WITH A BEARING OF NORTH 09 DEGREES 13 MINUTES 58 SECONDS EAST, A DISTANCE OF 230.00 FEET TO A POINT; THENCE WITH A BEARING OF NORTH 35 DEGREES 27 MINUTES 47 SECONDS EAST, A DISTANCE OF 329.71 FEET TO A POINT; THENCE WITH A BEARING OF NORTH 88 DEGREES 56 MINUTES 58 SECONDS EAST, A DISTANCE OF 411.71 FEET, MORE OR LESS, TO THE POINT OF BEGINNING.

EXHIBIT "B"

DISCLOSURE OF OWNERSHIP INTERESTS IN APPLICANT

Affiant must identify all entities and individuals owning five percent or more ownership interest in Applicant's corporation, partnership or other principal, if any. Affiant must identify individual owners. For example, if Affiant is the officer of a corporation or partnership that is wholly or partially owned by another entity, such as a corporation, Affiant must identify the other entity, its address, and the individual owners of the other entity. Disclosure does not apply to an individual's or entity's interest in any entity registered with the Federal Securities Exchange Commission or registered pursuant to Chapter 517, Florida Statutes, whose interest is for sale to the general public.

Name

Address

JEFFREY JOSEPHSON

2526 NW 52nd St, Boca Raton, FL 33486

LEE R JOSEPHSON

1380 SW 5th Ct, Boca Raton FL 33432

PALM BEACH COUNTY - ZONING DIVISION

FORM # 09

DISCLOSURE OF OWNERSHIP INTERESTS - PROPERTY

TO: PALM BEACH COUNTY PLANNING, ZONING AND BUILDING EXECUTIVE
DIRECTOR, OR HIS OR HER OFFICIALLY DESIGNATED REPRESENTATIVE

STATE OF ~~FLORIDA~~ North Carolina
COUNTY OF ~~PALM BEACH~~ Guilford

BEFORE ME, the undersigned authority, this day personally appeared
Jay D. Couch, hereinafter referred to as "Affiant," who
being by me first duly sworn, under oath, deposes and states as follows:

1. Affiant is the [] individual or [] Agent for Owner [position—
e.g., president, partner, trustee] of Bell Palms Plaza, LLC [name and type of
entity—e.g., ABC Corporation, XYZ Limited Partnership] that holds an ownership
interest in real property legally described on the attached Exhibit "A" (the "Property").
The Property is the subject of an application for Comprehensive Plan amendment or
Development Order approval with Palm Beach County.

2. Affiant's address is: 300 North Greene St.,
Suite 1000, Greensboro, NC 27401.

3. Attached hereto as Exhibit "B" is a complete listing of the names and
addresses of every person or entity having a five percent or greater interest in the
Property. Disclosure does not apply to an individual's or entity's interest in any entity
registered with the Federal Securities Exchange Commission or registered pursuant to
Chapter 517, Florida Statutes, whose interest is for sale to the general public.

4. Affiant acknowledges that this Affidavit is given to comply with Palm
Beach County policy, and will be relied upon by Palm Beach County in its review of
application for Comprehensive Plan amendment or Development Order approval
affecting the Property. Affiant further acknowledges that he or she is authorized to
execute this Disclosure of Ownership Interests on behalf of any and all individuals or
entities holding a five percent or greater interest in the Property.

5. Affiant further acknowledges that he or she shall by affidavit amend this
disclosure to reflect any changes to ownership interests in the Property that may occur
before the date of final public hearing on the application for Comprehensive Plan
amendment or Development Order approval.

Disclosure of Beneficial Interest Ownership form

Created 01/22/2007
Updated 01/31/2007

6. Affiant further states that Affiant is familiar with the nature of an oath and with the penalties provided by the laws of the State of Florida for falsely swearing to statements under oath.

7. Under penalty of perjury, Affiant declares that Affiant has examined this Affidavit and to the best of Affiant's knowledge and belief it is true, correct, and complete.

FURTHER AFFIANT SAYETH NAUGHT.

Jay D. Couch
Jay D. Couch, Affiant
(Print Affiant Name)

The foregoing instrument was acknowledged before me this 1st day of July, 2009, by Jay D. Couch, [] who is personally known to me or [] who has produced not as identification and who did not take an oath.

Julia M. Teeters
Notary Public

Julia M. Teeters
(Print Notary Name)

NOTARY PUBLIC
State of ~~Florida~~ at Large North Carolina
My Commission Expires: July 1, 2013

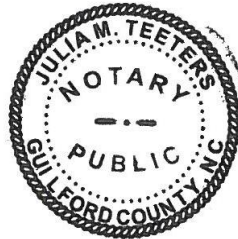


EXHIBIT "A"

PROPERTY

See Attached

EXHIBIT "A"

FEE PARCEL:

A PARCEL OF LAND BEING A PORTION OF TRACT 21, P.U.D., BOCA DEL MAR NO. 6, ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK 30, PAGES 142 AND 143, OF THE PUBLIC RECORDS OF PALM BEACH COUNTY, FLORIDA; SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHEAST CORNER OF SAID TRACT 21; THENCE WITH A BEARING OF SOUTH 01 DEGREES 03 MINUTES 02 SECONDS EAST, ALONG THE EAST LINE OF TRACT 21, A DISTANCE OF 550.00 FEET TO THE POINT OF BEGINNING; THENCE CONTINUING WITH A BEARING OF SOUTH 01 DEGREES 03 MINUTES 02 SECONDS EAST, A DISTANCE OF 592.95 FEET TO A POINT OF CURVATURE; THENCE WITH A CURVE TO THE RIGHT, HAVING A RADIUS OF 25.00 FEET, AN ARC LENGTH OF 39.27 FEET TO A POINT; THENCE WITH A BEARING OF SOUTH 88 DEGREES 56 MINUTES 58 SECONDS WEST, A DISTANCE OF 106.49 FEET TO A POINT OF CURVATURE; THENCE WITH A CURVE TO THE RIGHT, HAVING A RADIUS OF 563.11 FEET, AN ARC LENGTH OF 197.06 FEET TO A POINT; THENCE WITH A BEARING OF NORTH 71 DEGREES 00 MINUTES 00 SECONDS WEST, A DISTANCE OF 51.96 FEET TO A POINT OF CURVATURE; THENCE WITH A CURVE TO THE LEFT, HAVING A RADIUS OF 1,677.02 FEET, AN ARC LENGTH OF 285.88 FEET TO A POINT, THE LAST SIX COURSES BEING COINCIDENT WITH THE EASTERLY AND SOUTHERLY BOUNDARY OF TRACT 21; THENCE RADially TO THE PRECEDING CURVE, WITH A BEARING OF NORTH 09 DEGREES 13 MINUTES 58 SECONDS EAST A DISTANCE OF 230.00 FEET TO A POINT; THENCE WITH A BEARING OF NORTH 35 DEGREES 27 MINUTES 47 SECONDS EAST, A DISTANCE OF 329.71 FEET TO A POINT; THENCE WITH BEARING OF NORTH 88 DEGREES 56 MINUTES 58 SECONDS EAST, A DISTANCE OF 411.71 FEET, MORE OR LESS, TO THE POINT OF BEGINNING.

TOGETHER WITH AN EASEMENT FOR VEHICULAR AND PEDESTRIAN TRAFFIC AS CREATED BY RECIPROCAL LIMITED EASEMENT DATED AUGUST 18, 1988, AND RECORDED IN OFFICIAL RECORDS BOOK 5831, PAGE 593, AND RE-RECORDED IN OFFICIAL RECORDS BOOK 5950, PAGE 578, PUBLIC RECORDS OF PALM BEACH COUNTY, FLORIDA

ROADWAY EASEMENT:

TOGETHER WITH AN EASEMENT FOR INGRESS AND EGRESS AS CREATED BY AGREEMENT DATED JUNE 14, 1989, AND RECORDED JUNE 15, 1989, IN OFFICIAL RECORDS BOOK 6099, PAGE 1297, AS RE-RECORDED IN OFFICIAL RECORDS BOOK 6160, PAGE 1641, PUBLIC RECORDS OF PALM BEACH COUNTY, FLORIDA

PARKING SPACE EASEMENT

TOGETHER WITH AN EASEMENT FOR VEHICULAR PARKING AS CREATED BY EASEMENT AGREEMENT DATED FEBRUARY 10, 2004, AND RECORDED FEBRUARY 25, 2004, IN OFFICIAL RECORDS BOOK 16583, PAGE 791, PUBLIC RECORDS OF PALM BEACH COUNTY, FLORIDA

