

Prepared By and Return To:

J. D. Collins
3840 Crown Point Road, Suite A
Jacksonville, FL 32257

DECLARATION OF CONSERVATION EASEMENT

THIS DECLARATION made this 3rd day of January, 2008, by Baymeadows North, L.L.C., a Florida Limited Liability Corporation ("Grantor"), and the ST. JOHNS RIVER WATER MANAGEMENT DISTRICT ("Grantee");

W I T N E S S E T H

WHEREAS, Grantor is the owner of all of the real property shown and described on the legal description and map attached as Exhibit "A" in Duval County, Florida, attached hereto and made a part hereof (the Property); and

WHEREAS, Grantee is an agency qualified to receive dedication of the interest granted herein pursuant to Section 704.06, Florida Statutes, and has required execution of this Conservation Easement as a condition of that certain St. Johns River Water Management District Permit(s) #4-031-106054-1, and that certain U.S. Army Corps of Engineers Permit #SAJ-2006-1035-BAL issued to the Grantor as such permit may be amended from time to time.

WHEREAS, Grantor, for itself and its successors in title, desires to protect and preserve portions of the Property and prevent construction from occurring on portions of the Property so as to provide for the continued presence of wetland vegetative species and wildlife habitat in perpetuity.

NOW THEREFORE, in consideration of the covenants contained hereinbelow, in accordance with Section 704.06, Florida Statutes, Grantor for itself and its successors in title, does hereby create and establish a perpetual Conservation Easement on, over under and across the Property ("Conservation Easement Area (SJRWMD)") to constitute a servitude upon the conservation easement property for the purpose of accomplishing the above-stated intent of Grantor and it is agreed that:

1. The above representations are true and correct.

2. By this Declaration of Conservation Easement, Grantor hereby covenants, for itself, its successors in title and assigns, that the Easement Property shall be retained in its natural, scenic, open or wooded conditions and, subject to the rights reserved herein by Grantor, hereby prohibits or limits the following activity in, or about the Easement Property:

a. Construction or placing of buildings, roads, signs, billboards, or other advertising, utilities, or other structures on or above the ground other than those structures authorized by the permit. Elevated boardwalks, hiking trails and camping areas will be permitted as long as they do not involve any of the prohibited uses listed below.

b. Dumping or placing of soil or other substance or material as landfill, or dumping or placing of trash, waste, or hazardous materials.

c. Removal or destruction of live trees, shrubs, or other vegetation, except for exotic species.

d. Excavation, dredging, or removal of loam, gravel, soil, rock or other material substance in such manner as to affect

the surface.

e. Surface use except for purposes that permit the land or water area to remain predominately in its natural condition.

f. Activities detrimental to drainage, flood control, water conservation, erosion control, soil conservation, or fish and wildlife habitat preservation.

g. Acts or uses detrimental to such retention of land or water areas.

h. Acts or uses detrimental to the preservation of the structural integrity or physical appearance of sites or properties of historical, architectural, archeological, or cultural significance.

3. Grantor hereby reserves the right to perform any work on the Property specifically authorized by the Permit or which may be authorized by any future Grantee or Army Corps of Engineers permit.

4. Grantor hereby reserves and excepts unto itself and its personal representatives, heirs, successors and assigns, all rights accruing from its ownership of the Easement Property including the right to engage in or permit or invite others to engage in all uses of the Easement Property that are not expressly prohibited herein and are not inconsistent with the purpose of this Easement.

5. This Declaration of Conservation Easement shall constitute a "conservation easement" as defined in Section 704.06, Florida Statutes (2001), except that reserved rights shall be permitted as described herein.

6. This Easement may be enforced by the Grantee or its successor agency and Army Corps of Engineers by injunctive relief and other appropriate available remedies. Any costs incurred by the Grantee or its successor agency in enforcing this Easement, including reasonable attorney's fees and costs of restoration necessitated by a violation, shall be borne by the then record owner of the portion of the Easement Property involved in the enforcement. Any forbearance on behalf of the Grantee and Army Corps of Engineers to exercise its rights in the event of a violation shall not be deemed or construed to be a waiver of the Grantee's and Army Corps of Engineer's rights hereunder in the event of any subsequent violation. Grantee's and Army Corps of Engineer's staff may enter the Easement Property in a reasonable manner and at reasonable times to ensure compliance with this Easement. Prior to entering any fenced areas, Grantee's staff will notify Grantor. Access is granted to allow the permittee or authorized representatives of the permittee, to implement corrective actions as directed by the U.S. Army Corps of Engineers.

7. This Declaration of Conservation Easement shall run with the Easement Property and shall be binding upon and inure to the benefit of Grantor, Grantee, and their respective successors and assigns, and may not be amended without prior approval of the Grantee and Army Corps of Engineers.

8. This Declaration of Conservation Easement shall become effective upon the date it is recorded in the public records of Duval County, Florida.

IN WITNESS WHEREOF, the Grantor has caused this instrument to be executed all as of the day and year first above written.

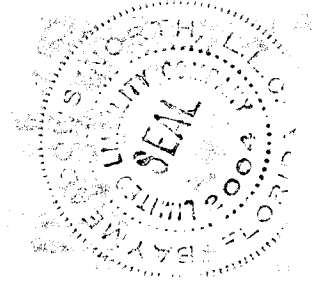
Signed, sealed and delivered in the presence of:

Baymeadows North, L.L.C.

Beverly J. Holland
Witness Beverly J. Holland

By J. Daniel Collins
J. Daniel Collins
President of
The Collins Group, Inc.
As Manager

Katheryn E. Hyde
Witness Katheryn E. Hyde



STATE OF FLORIDA
COUNTY OF Duval

I HEREBY CERTIFY that on this 3rd day of January, 2008, before me personally appeared J. Daniel Collins, the President of The Collins Group, Inc., Manager of Baymeadows North, L.L.C., a Florida Limited Liability Corporation, to me known to be the person described in and who executed the foregoing instrument on behalf of the corporation.

WITNESS my hand and official seal in the County and State last aforesaid, the day and year last aforesaid.

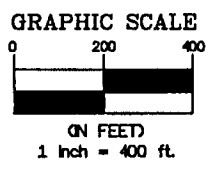
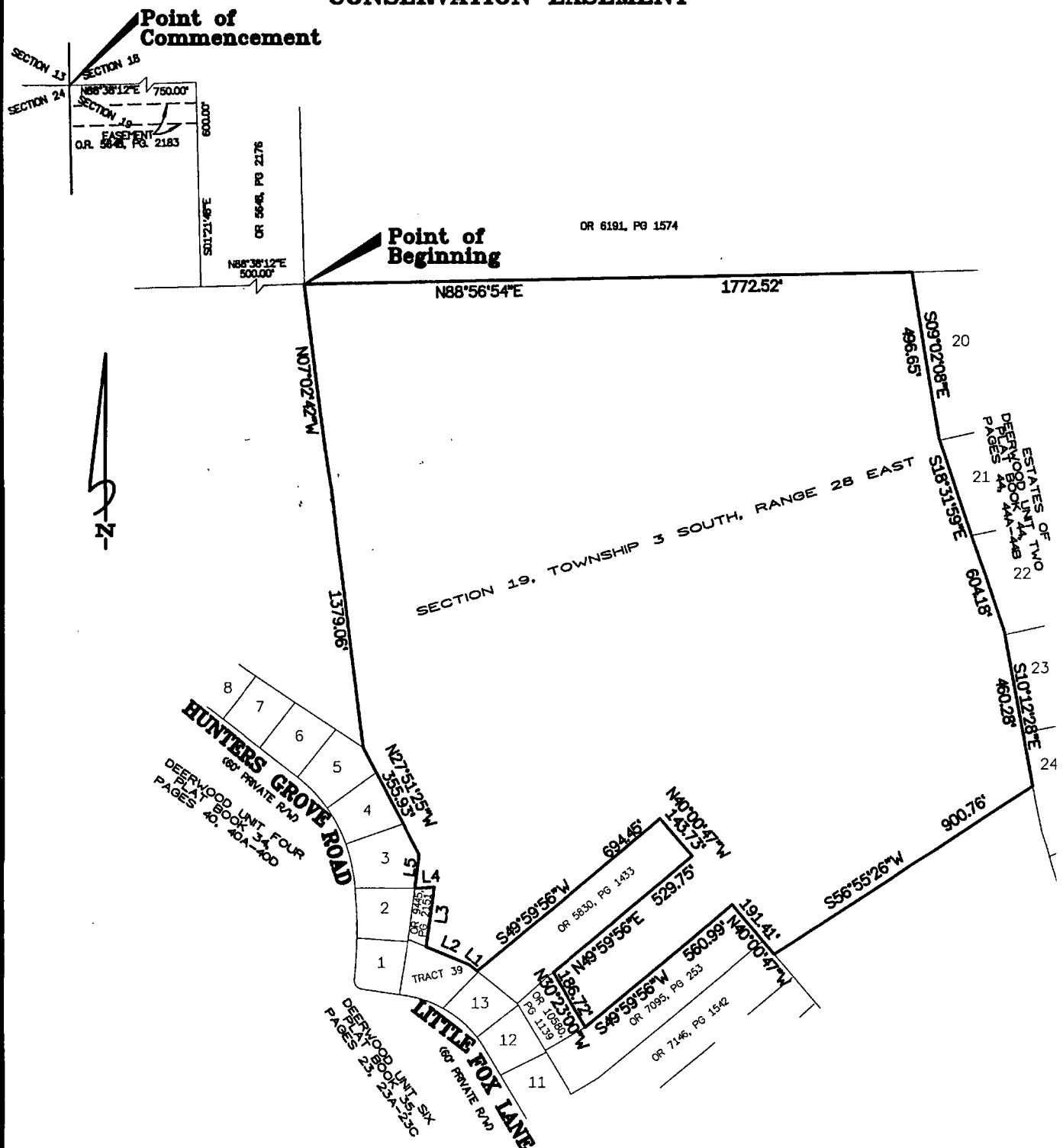


Beverly J. Holland
Notary Public, State of Florida
At Large
My Commission Expires: 4-16-09

MAP SHOWING

EXHIBIT "A" 1 of 2

CONSERVATION EASEMENT



NUM	BEARING	DISTANCE
L1	N50°25'54\"W	28.72'
L2	N66°54'47\"W	136.70'
L3	N07°33'43\"E	175.31'
L4	S87°15'59\"W	56.00'
L5	N07°33'43\"E	98.61'

AMENDED: 5-29-07 TO REVISE BOUNDARY OF OFFSITE PARCEL (2007-951)

DRAFTER: JMS/MMS JOB No. 2006-2088

UNLESS IT BEARS THE SIGNATURE AND THE ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER THIS DRAWING, SKETCH, PLAT OR MAP IS FOR INFORMATIONAL PURPOSES ONLY AND IS NOT VALID.

UNLESS OTHERWISE SHOWN AND STATED HEREON, THIS MAP OR SURVEY MEETS THE MINIMUM TECHNICAL STANDARDS SET FORTH BY THE FLORIDA BOARD OF PROFESSIONAL SURVEYORS & MAPPERS, IN CHAPTER 81017-6, FLORIDA ADMINISTRATIVE CODE, PURSUANT TO SECTION 472.027, FLORIDA STATUTES, AND DOES NOT NECESSARILY MEET ANY OTHER NATIONAL OR REGIONAL STANDARDS.

DATE DECEMBER 12 2006
SCALE 1" = 400'
CHECKED BY: *[Signature]*

Clary & Associates, Inc.
PROFESSIONAL LAND SURVEYORS
3830 CROWN POINT ROAD, SUITE 200
JACKSONVILLE, FLORIDA 32218
(904) 260-2703
[Signature]
GREGORY B. CLARY, P.L.S. CERT. NO. 3377



- LEGEND**
- R/W = RIGHT-OF-WAY
 - PC = POINT OF CURVATURE
 - PT = POINT OF TANGENCY
 - OR = OFFICIAL RECORDS
 - PB = PLAT BOOK
 - PG(S) = PAGE(S)
 - L = ARC LENGTH
 - T = TANGENT
 - R = RADIUS
 - CH = CHORD
 - Δ = DELTA

MAP SHOWING EXHIBIT "A" 2 of 2

A PORTION OF SECTION 19, TOWNSHIP 3 SOUTH, RANGE 28 EAST, DUVAL COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE NORTHWEST CORNER OF SAID SECTION 19; THENCE NORTH 88°38'12" EAST, ALONG THE NORTHERLY LINE OF SAID SECTION 19, A DISTANCE OF 750.00 FEET TO THE WESTERLY LINE OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS 5648, PAGE 2176, OF THE CURRENT PUBLIC RECORDS OF SAID COUNTY; THENCE SOUTH 01°21'48" EAST, ALONG LAST SAID LINE, 600.00 FEET TO THE SOUTHERLY LINE OF LAST SAID LANDS; THENCE NORTH 88°38'12" EAST, ALONG LAST SAID LINE, 500.00 FEET TO THE SOUTHERLY LINE OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS 6191, PAGE 1574 OF SAID CURRENT PUBLIC RECORDS AND THE POINT OF BEGINNING; THENCE CONTINUE NORTH 88°56'54" EAST, ALONG LAST SAID LINE, 1772.52 FEET TO THE WESTERLY LINE OF THE PLAT OF ESTATES OF DEERWOOD UNIT TWO, RECORDED IN PLAT BOOK 44, PAGES 44, 44A THROUGH 44B, INCLUSIVE OF SAID CURRENT PUBLIC RECORDS; THENCE SOUTHEASTERLY ALONG LAST SAID LINE, RUN THE FOLLOWING THREE (3) COURSES AND DISTANCES; COURSE NO. 1: SOUTH 09°02'08" EAST, 496.65 FEET; COURSE NO. 2: SOUTH 18°31'59" EAST, 604.18 FEET; COURSE NO. 3: SOUTH 10°12'28" EAST, 460.28 FEET; THENCE SOUTH 56°55'26" WEST, 900.76 FEET TO THE NORTHEASTERLY LINE OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS 7146, PAGE 1542, OF SAID CURRENT PUBLIC RECORDS; THENCE NORTH 40°00'47" WEST, ALONG LAST SAID LINE, AND ALONG THE NORTHEASTERLY LINE OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS 7095, PAGE 253, OF SAID CURRENT PUBLIC RECORDS, 191.41 FEET, TO THE NORTHWESTERLY LINE OF SAID LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS 7095, PAGE 253; THENCE SOUTH 49°59'56" WEST, ALONG LAST SAID LINE, 560.99 FEET TO THE NORTHEASTERLY LINE OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS 10580, PAGE 1139, OF SAID CURRENT PUBLIC RECORDS; THENCE NORTH 30°23'00" WEST, ALONG LAST SAID LINE, 186.72 FEET TO THE SOUTHEASTERLY LINE OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS 5830, PAGE 1433, OF SAID CURRENT PUBLIC RECORDS; THENCE NORTH 49°59'56" EAST, ALONG LAST SAID LINE, 529.75 FEET TO THE NORTHEASTERLY LINE OF LAST SAID LANDS; THENCE NORTH 40°00'47" WEST, ALONG LAST SAID LINE, 143.73 FEET TO THE NORTHWESTERLY LINE OF SAID LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS 5830, PAGE 1433; THENCE SOUTH 49°59'56" WEST, ALONG LAST SAID LINE, 694.45 FEET TO THE NORTHERLY LINE OF TRACT 39, AS SHOWN ON THE PLAT OF DEERWOOD UNIT SIX, RECORDED IN PLAT BOOK 35, PAGES 23, 23A THROUGH 23C, INCLUSIVE OF SAID CURRENT PUBLIC RECORDS; THENCE NORTH 50°25'54" WEST, ALONG LAST SAID LINE, 28.72 FEET; THENCE NORTH 66°54'47" WEST, CONTINUING ALONG LAST SAID LINE, 136.70 FEET TO THE EASTERLY LINE OF THOSE LANDS DESCRIBED AND RECORDED IN OFFICIAL RECORDS 9445, PAGE 2151, OF SAID CURRENT PUBLIC RECORDS; THENCE NORTH 07°33'43" EAST, ALONG LAST SAID LINE, 175.31 FEET TO THE NORTHERLY LINE OF LAST SAID LANDS; THENCE SOUTH 87°15'59" WEST, ALONG LAST SAID LINE, 56.00 FEET TO THE EASTERLY LINE OF THE PLAT OF DEERWOOD UNIT FOUR, RECORDED IN PLAT BOOK 34, PAGES 40, 40A THROUGH 40D, INCLUSIVE OF SAID CURRENT PUBLIC RECORDS; THENCE NORTHEASTERLY AND NORTHWESTERLY, ALONG LAST SAID LINE, RUN THE FOLLOWING TWO (2) COURSES AND DISTANCES; COURSE NO. 1: NORTH 07°33'43" EAST, 98.61 FEET; COURSE NO. 2: NORTH 27°51'25" WEST, 355.93 FEET; THENCE NORTH 07°02'42" WEST, 1379.06 FEET TO THE POINT OF BEGINNING.

CONTAINING: 78.53 ACRES, MORE OR LESS.

FOR: THE COLLINS GROUP, INC.

GENERAL NOTES

1. BEARINGS SHOWN HEREON ARE BASED ON THE NORTHERLY LINE OF SECTION 19 AS N88°38'12"E.
2. THIS MAP DOES NOT REPRESENT A BOUNDARY SURVEY.
3. THIS MAP WAS MADE WITHOUT THE BENEFIT OF AN ABSTRACT TITLE, THEREFORE, THERE COULD BE ADDITIONAL EASEMENTS, COVENANTS AND RESTRICTIONS OR OTHER MATTERS OF PUBLIC RECORD THAT MAY OR MAY NOT AFFECT THIS PARCEL.
4. THIS DRAWING MAY HAVE BEEN ENLARGED OR REDUCED FROM THE ORIGINAL. UTILIZE THE GRAPHIC SCALE AS SHOWN.

AMENDED: 5-29-07 TO REVISE BOUNDARY OF OFFSITE PARCEL (2007-951)

DRAFTER: JMS/YMS

JOB No. 2006-2088

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DATE DECEMBER 12 2006

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CHECKED BY: [Signature]

GREGORY B. CLARY, P.L.S. CERT. NO. 3377