

SECTIONAL LICENSE INFORMATION			
If the applicant is a corporation or other legal entity, enter the name as registered with the Secretary of State on the line below.			
Full Name of Applicant		Corporate Document # <u>M6000000289</u>	
BOYKIN MANAGEMENT COMPANY, LLC			
Trade Name (D/B/A) PINK SHELL BEACH RESORT AND SPA			
FEIN Number or Social Security Number* 341836174		Business Telephone Number 239-463-6181	
Location Address (Street and Number) 275 ESTERO BOULEVARD			
City FORT MYERS BEACH	County LEE	State FL	Zip Code 33931
Mailing Address (Street or P.O. Box) 45 W. PROSPECT AVE., GUILDHALL BLDG., #1500			
City CLEVELAND	State OH	Zip Code 44113	
Resident Agent/ Contact Person CT CORPORATION SYSTEM		Phone Number 954-473-5503	
Street Address 1200 SOUTH PINE ISLAND ROAD			
City PLANTATION	State FL	Zip Code 33324	
Current Business Name PINK SHELL BEACH RESORT AND SPA		Current License Number BEV4601997	
If this application is for the transfer of this license, is the transfer due to revocation proceedings? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
If yes, is there any personal relationship to the transferor? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
If yes, explain the relationship: _____ _____ _____			

F-131725-
4090/5

7006
F-155677

4090
F-179807

SECTION 4 - PARTNER OFFICER STOCKHOLDER PERSONAL INFORMATION						
This section is for the individual who is applying for a license to sell alcoholic beverages. It is to be completed by the individual unless it is a partnership or corporation.						
1.	Trade Name (D/B/A) <i>Boykin Management Company (d/b/a) DINK Shell Resort: SPA.</i>					
2.	Full Name <i>Gregory R. Smith</i>					
	Social Security No. [REDACTED]		Home Phone Number <i>440 937 3487</i>		Date of Birth <i>10/9/51</i>	
	Race <i>W</i>	Sex <i>M</i>	Height <i>5'8"</i>	Weight <i>165</i>	Eye Color <i>BRO</i>	Hair Color <i>BROWN</i>
3.	Are you a U.S. citizen? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If no, immigration card number or passport number:					
4.	Home Address (Street and Number) <i>33705 Vineyard Park</i>					
	City <i>Aurora</i>			State <i>OHIO</i>	Zip Code <i>44011</i>	
5.	Do you currently own or have an interest in any business selling alcoholic beverages, wholesale cigarette or tobacco products, or a bottle club? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If yes, provide the information requested below. The location address should include the city and state.					
	Trade Name (D/B/A)			License Number		
	Location Address					
6.	Have you ever had any type of alcoholic beverage, or bottle club license, or cigarette, or tobacco permit refused, revoked or suspended anywhere in the past 15 years? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If yes, provide the information requested below. The location address should include the city and state.					
	Trade Name (D/B/A)			License Number		
	Location Address					
7.	Have you been convicted of a felony or an offense involving alcoholic beverages anywhere? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If yes, provide the information requested below and provide a Certified Copy of the Arrest Disposition , as requested in the Application Requirements checklist.					
	Date		Location			
	Type of Offense					
8.	Have you ever been arrested or issued a notice to appear, or had any criminal charges filed against you within the past 15 years in any state of the United States or its territories? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If yes, provide the information requested below and a CERTIFIED COPY OF THE DISPOSITION. Attach additional sheet if necessary:					
	Date		Location			
	Type of Offense					

*4009
F-391 385*

9 Are you an official with State police powers granted by the Florida Legislature?
 Yes No
 If yes, provide details:

INDICATOR STATEMENT

"I swear under oath or affirmation under penalty of perjury as provided for in Sections 559.791, 562.45 and 837.06, Florida Statutes, that I have fully disclosed any and all parties financially and or contractually interested in this business and that the parties are disclosed in Section 12 of this application. I further swear or affirm that the foregoing information is true and correct."

STATE OF Ohio

COUNTY OF Cuyahoga Gregory B. Smith
 APPLICANT SIGNATURE

The foregoing was () Sworn to and Subscribed OR () Acknowledged Before me this 7th Day
 of September, 2006, By Gregory B. Smith who is () personally known
 to me OR () who produced _____

Annmaria Rogrove
 Notary Public Commission Expires: Cuyahoga County
 My Commission Expires, July 17, 2011

(ATTACH ADDITIONAL COPIES AS NECESSARY)

*** Social Security Number**

Under the Federal Privacy Act, disclosure of Social Security numbers is voluntary unless a Federal statute specifically requires it or allows states to collect the number. In this instance, disclosure of social security numbers is mandatory pursuant to Title 42 United States Code, Sections 653 and 654; and sections 409.2577, 409.2598, and 559.79, Florida Statutes. Social Security numbers are used to allow efficient screening of applicants and licensees by a Title IV-D child support agency to assure compliance with child support obligations. Social Security numbers must also be recorded on all professional and occupational license applications and are used for licensee identification pursuant to the Personal Responsibility and Work Opportunity Reconciliation Act of 1996 (Welfare Reform Act), 104 Pub.L.193, Sec. 317. The State of Florida is authorized to collect the social security number of licensees pursuant to the Social Security Act, 42 U.S.C. 405(c)(2)(C)(I). This information is used to identify licensees for tax administration purposes.

SECTION 1 - PARTNER, OFFICER, STOCKHOLDER PERSONAL INFORMATION					
This section applies to all partners, officers, stockholders, and directors of the company. It must be completed by the individual.					
1.	Trade Name (D/B/A) LUTKIN MANAGEMENT COMPANY (D/B/A) PINK SH-H RESORT & SPA				
2.	Full Name JOSEPH F. SMITH				
	Social Security Number	Home Phone Number	Date of Birth		
	[REDACTED]	440-930-8701	7-10-59		
	Race	Sex	Height	Weight	Eye Color
	W	M	5'11"	190	BLUE
					GRAY
3.	Are you a U.S. citizen? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If no, immigration card number or passport number:				
4.	Home Address (Street and Number) 328 MOONWOODS				
	City	State	Zip Code		
	AVON LAKE	OH	44012		
5.	Do you currently own or have an interest in any business selling alcoholic beverages, wholesale cigarette or tobacco products, or a bottle club? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If yes, provide the information requested below. The location address should include the city and state.				
	Trade Name (D/B/A)		License Number		
	Location Address				
6.	Have you ever had any type of alcoholic beverage, or bottle club license, or cigarette, or tobacco permit refused, revoked or suspended anywhere in the past 15 years? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If yes, provide the information requested below. The location address should include the city and state.				
	Trade Name (D/B/A)		License Number		
	Location Address				
7.	Have you been convicted of a felony or an offense involving alcoholic beverages anywhere? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If yes, provide the information requested below and provide a Certified Copy of the Arrest Disposition , as requested in the Application Requirements checklist.				
	Date	Location			
	Type of Offense				
8.	Have you ever been arrested or issued a notice to appear, or had any criminal charges filed against you within the past 15 years in any state of the United States or its territories? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If yes, provide the information requested below and a CERTIFIED COPY OF THE DISPOSITION . Attach additional sheet if necessary:				
	Date	Location			
	Type of Offense				

4009
F-391386

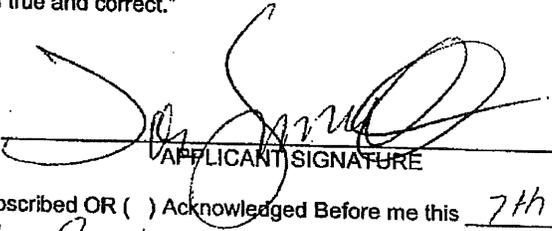
9 Are you an official with State police powers granted by the Florida Legislature?
 Yes No
 If yes, provide details:

NOTARIZATION STATEMENT

"I swear under oath or affirmation under penalty of perjury as provided for in Sections 559.791, 562.45 and 837.06, Florida Statutes, that I have fully disclosed any and all parties financially and or contractually interested in this business and that the parties are disclosed in Section 12 of this application. I further swear or affirm that the foregoing information is true and correct."

STATE OF Ohio

COUNTY OF Cuyahoga


 APPLICANT SIGNATURE

The foregoing was (Sworn to and Subscribed OR () Acknowledged Before me this 7th Day of September, 2006. By Joe Smith who is (personally known to me OR () who produced _____ as identification.

Annmarie Norgrove
 Notary Public, State of Ohio
 Commission Expires: Cuyahoga County
 My Commission Expires, July 17, 2011

(ATTACH ADDITIONAL COPIES AS NECESSARY)

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SECTION 4 - PARTNER, OFFICER, STOCKHOLDER PERSONAL INFORMATION						
This section must be completed for each applicant or person(s) directly connected with the business, unless they are current licensees.						
1.	Trade Name (D/B/A) Botkin Management (D/B/A) Pink Shell Resort SPA					
2.	Full Name GRANT L. SABROFF					
	Social Security Number*		Home Phone Number		Date of Birth	
	[REDACTED]		216/591-9189		12/9/61	
	Race	Sex	Height	Weight	Eye Color	Hair Color
	W	M	5'8"	160	Brown	Brown
3.	Are you a U.S. citizen? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If no, immigration card number or passport number:					
4.	Home Address (Street and Number) 25096 CARDINGTON DRIVE					
	City Beachwood				State OH	Zip Code 44122
5.	Do you currently own or have an interest in any business selling alcoholic beverages, wholesale cigarette or tobacco products, or a bottle club? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If yes, provide the information requested below. The location address should include the city and state.					
	Trade Name (D/B/A)			License Number		
	Location Address					
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	Date		Location			
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4009
F-391387

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STATE OF OHIO

COUNTY OF Cuyahoga

Grant Sabraff
 APPLICANT SIGNATURE

The foregoing was (Sworn to and Subscribed OR () Acknowledged Before me this 7th Day
 of September, 2006. By Grant Sabraff who is (personally known
 to me OR () who produced _____ as identification.

Annamarie Nongrove
 Notary Public

Commission Expires: Annamarie Nongrove
Notary Public, State of Ohio
Cuyahoga County

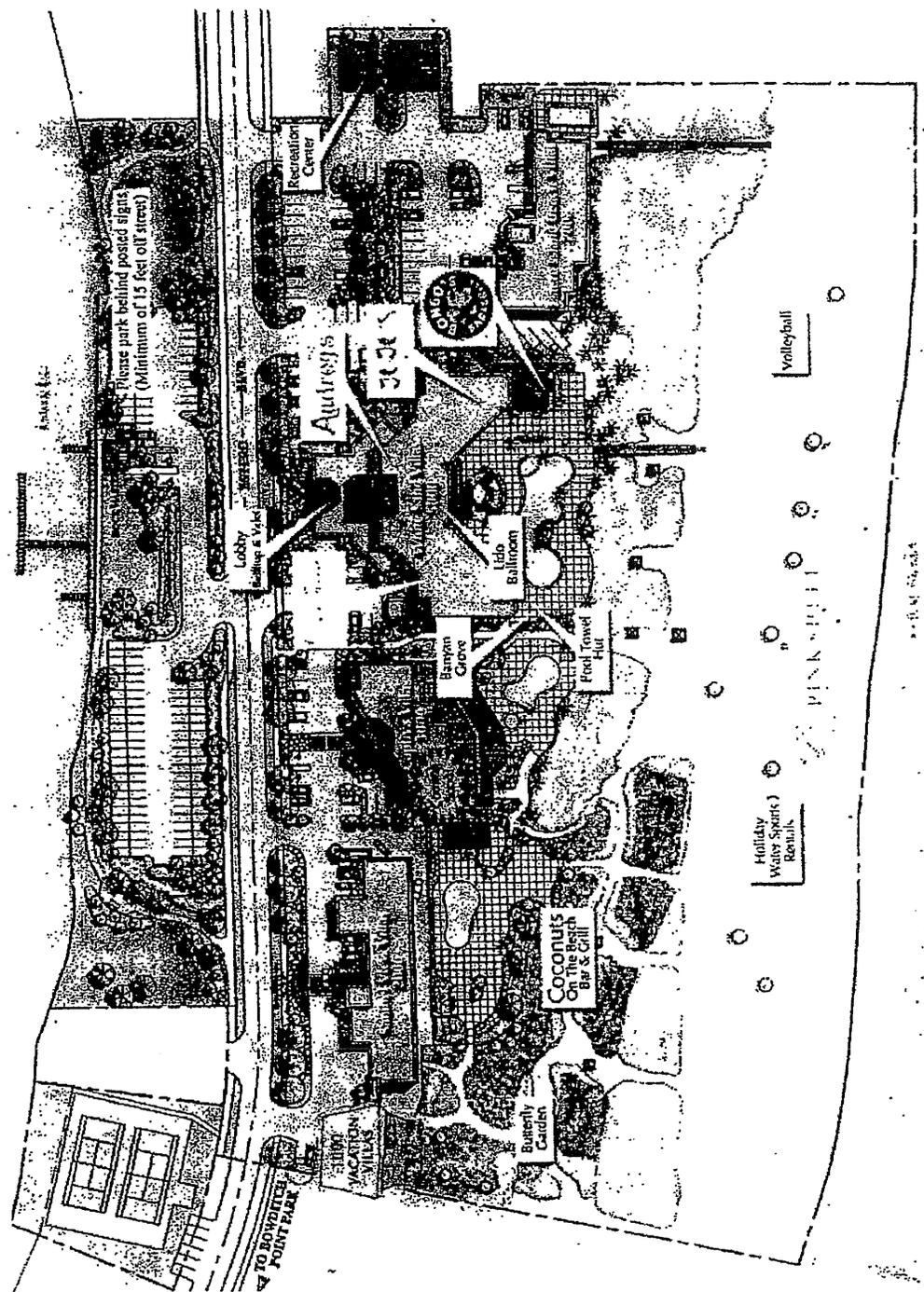
My Commission Expires, July 17, 2011

(ATTACH ADDITIONAL COPIES AS NECESSARY)

*** Social Security Number**

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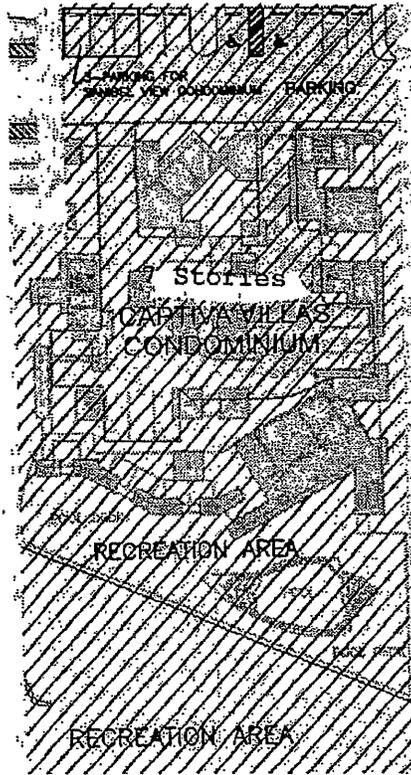
Trade Name (D/B/A) PINK SHELL BEACH RESORT AND SPA			
1.	Yes <input type="checkbox"/>	No <input checked="" type="checkbox"/>	Is the proposed premises movable or able to be moved?
2.	Yes <input type="checkbox"/>	No <input checked="" type="checkbox"/>	Is there any access through the premise to any area over which you do not have dominion and control?
3.	Neatly draw a floor plan of the premises in ink, including sidewalks and other outside areas which are contiguous to the premises, walls, doors, counters, sales areas, storage areas, restrooms, bar locations and any other specific areas which are part of the premises sought to be licensed. A multi-story building where the entire building is to be licensed must show each floor plan. No architectural drawings are accepted.		
ATTACHED SKETCH ON FILE WITH DIVISION			
DBPR Authorized Signature		Date	
<i>S. Willard</i>		<i>12/21/06</i>	
<input checked="" type="checkbox"/> Approved <input type="checkbox"/> Disapproved			
Comments			



11/11/2014

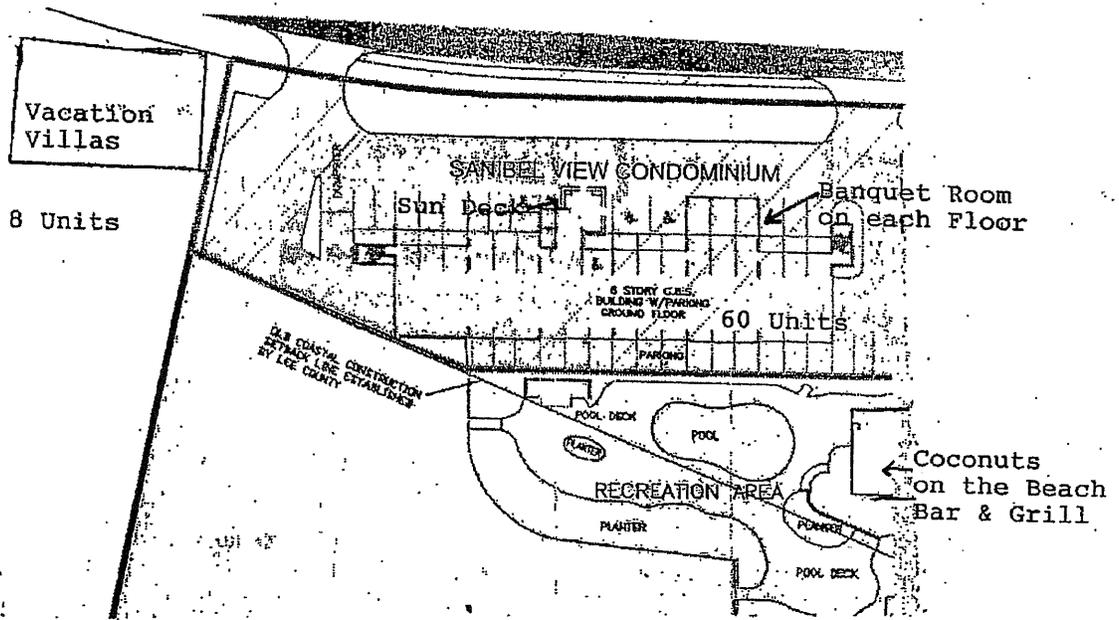
ATTACHMENT 2

Proposed
Jack's Seafood
& Grill

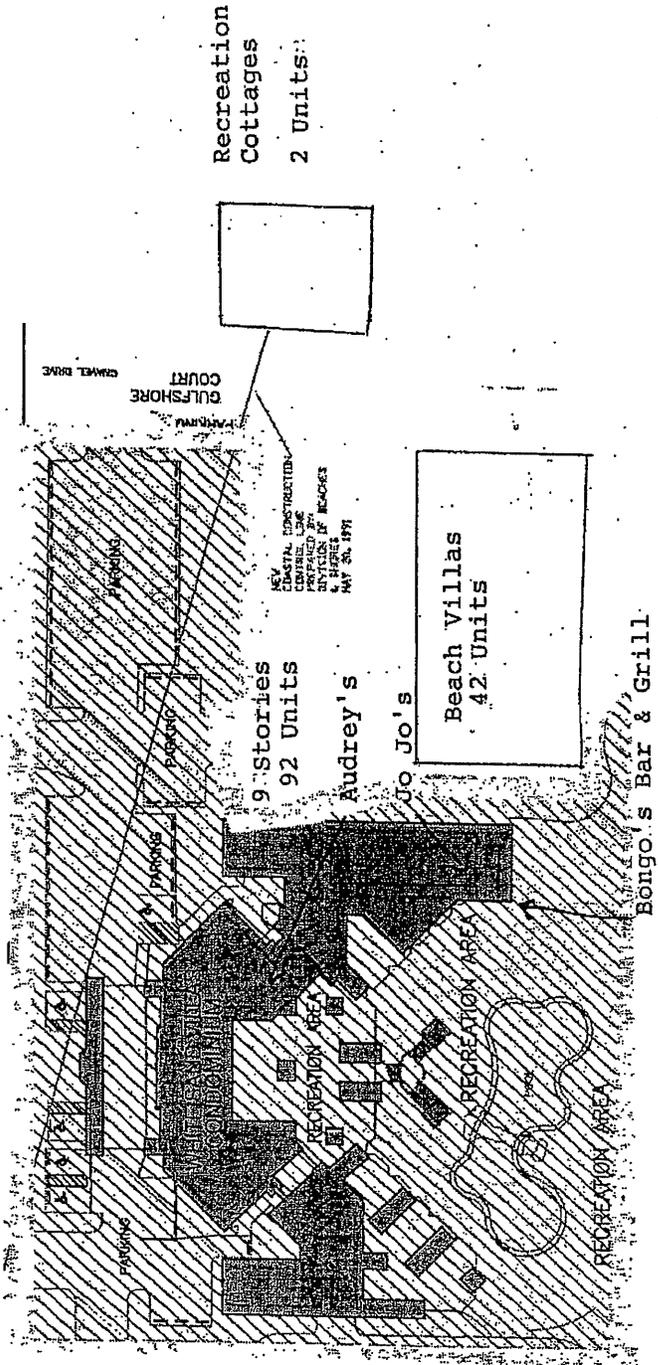


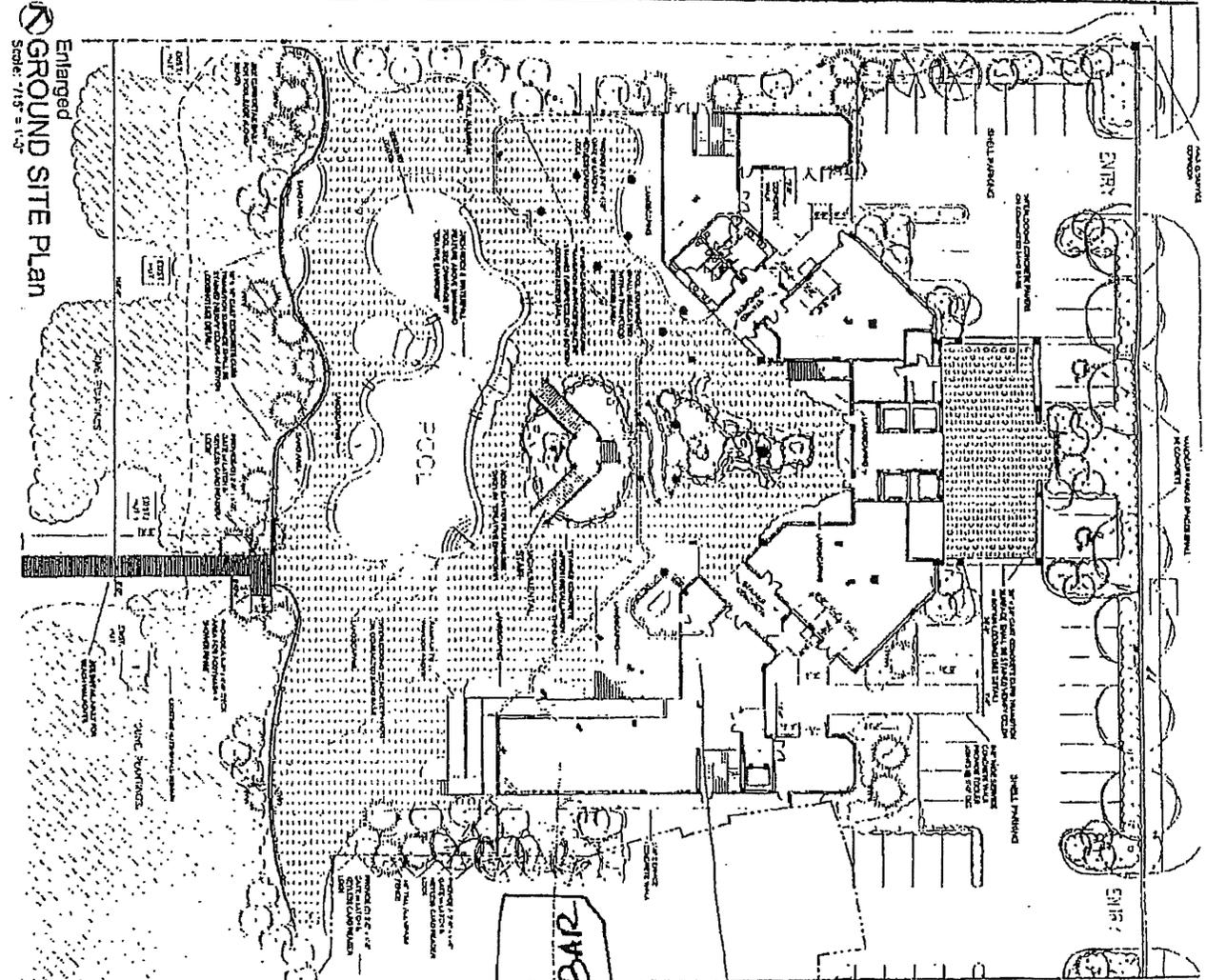
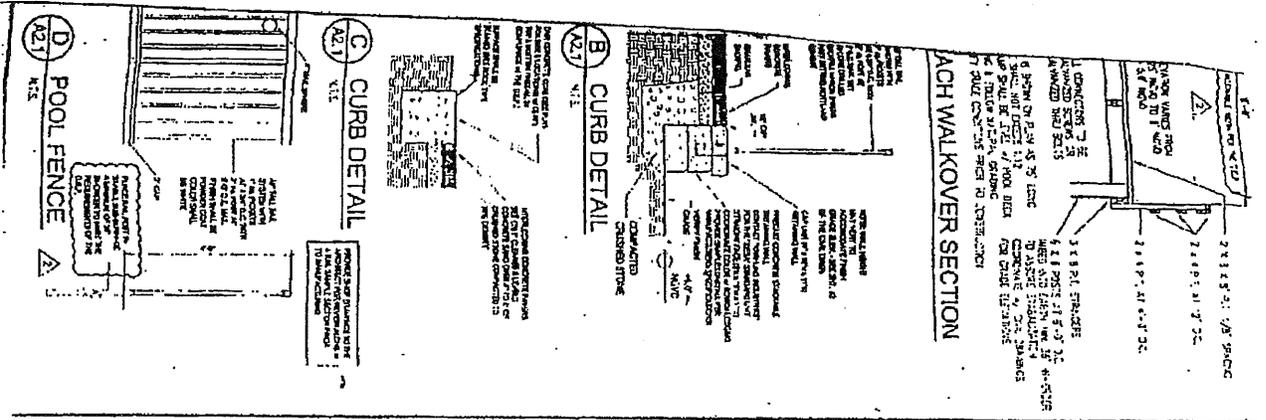
43 Units

ATTACHMENT 1



ATTACHMENT 3





GENERAL NOTES:

1. ALL CONSTRUCTION SHALL BE IN ACCORDANCE WITH THE CITY OF LOS ANGELES SPECIFICATIONS FOR CONSTRUCTION.

2. ALL CONSTRUCTION SHALL BE IN ACCORDANCE WITH THE CITY OF LOS ANGELES SPECIFICATIONS FOR CONSTRUCTION.

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8. ALL CONSTRUCTION SHALL BE IN ACCORDANCE WITH THE CITY OF LOS ANGELES SPECIFICATIONS FOR CONSTRUCTION.

9. ALL CONSTRUCTION SHALL BE IN ACCORDANCE WITH THE CITY OF LOS ANGELES SPECIFICATIONS FOR CONSTRUCTION.

10. ALL CONSTRUCTION SHALL BE IN ACCORDANCE WITH THE CITY OF LOS ANGELES SPECIFICATIONS FOR CONSTRUCTION.

KEY PLAN

Notes
NO BAR
Bond's Bar & Grill

11-21-01
DATE

REVISIONS	DATE	BY	DESCRIPTION
1	11-21-01		ISSUED FOR PERMITS
2	11-21-01		ISSUED FOR PERMITS
3	11-21-01		ISSUED FOR PERMITS
4	11-21-01		ISSUED FOR PERMITS

WHITE SAND VILLAS
2000 W. PALM BEACH BLVD., WEST PALM BEACH, FL 33411

DESIGNER

1/2" = 1'-0" CONCORD ARCHITECTS
1425 N. W. 10TH AVENUE, SUITE 210
WEST PALM BEACH, FL 33411

A8
SHEET

key plan

notes & legends

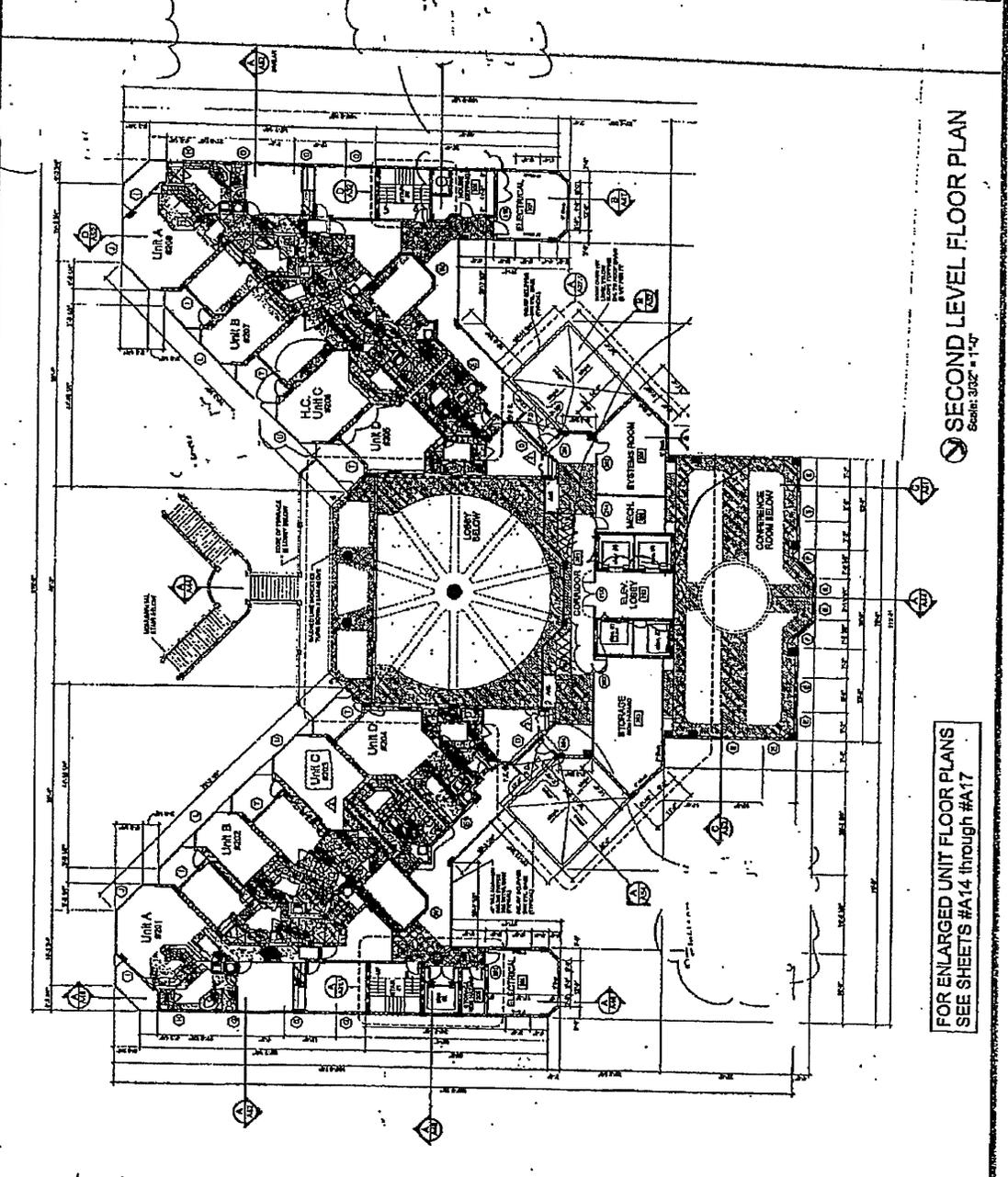
GENERAL NOTE:
1. ALL WORK SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE FLORIDA BUILDING CODE AND ALL APPLICABLE LOCAL ORDINANCES.
2. ALL WORK SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE INTERNATIONAL BUILDING CODE AND ALL APPLICABLE LOCAL ORDINANCES.
3. ALL WORK SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE INTERNATIONAL MECHANICAL AND ELECTRICAL CODES AND ALL APPLICABLE LOCAL ORDINANCES.
4. ALL WORK SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE INTERNATIONAL PLUMBING AND MECHANICAL CODES AND ALL APPLICABLE LOCAL ORDINANCES.
5. ALL WORK SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE INTERNATIONAL FIRE AND ALARM CODE AND ALL APPLICABLE LOCAL ORDINANCES.
6. ALL WORK SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE INTERNATIONAL SAFETY CODE AND ALL APPLICABLE LOCAL ORDINANCES.
7. ALL WORK SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE INTERNATIONAL CONSTRUCTION CODE AND ALL APPLICABLE LOCAL ORDINANCES.
8. ALL WORK SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE INTERNATIONAL ELECTRICAL CODE AND ALL APPLICABLE LOCAL ORDINANCES.
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10. ALL WORK SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE INTERNATIONAL FIRE AND ALARM CODE AND ALL APPLICABLE LOCAL ORDINANCES.

SYMBOL LEGEND:
○ OPEN CIRCLE: MECHANICAL ROOM
○ OPEN CIRCLE: ELECTRICAL ROOM
○ OPEN CIRCLE: PLUMBING ROOM
○ OPEN CIRCLE: FIRE ALARM ROOM
○ OPEN CIRCLE: SAFETY ROOM
○ OPEN CIRCLE: CONSTRUCTION ROOM
○ OPEN CIRCLE: ELECTRICAL ROOM
○ OPEN CIRCLE: MECHANICAL ROOM
○ OPEN CIRCLE: PLUMBING ROOM
○ OPEN CIRCLE: FIRE ALARM ROOM
○ OPEN CIRCLE: SAFETY ROOM
○ OPEN CIRCLE: CONSTRUCTION ROOM

WALL LEGEND:
1. 1/2" THICK CONCRETE WALL
2. 4" THICK CMU WALL
3. 2" THICK GYP BOARD WALL
4. 1/2" THICK GYP BOARD WALL
5. 1/2" THICK GYP BOARD WALL
6. 1/2" THICK GYP BOARD WALL
7. 1/2" THICK GYP BOARD WALL
8. 1/2" THICK GYP BOARD WALL
9. 1/2" THICK GYP BOARD WALL
10. 1/2" THICK GYP BOARD WALL

FIRE WALL LEGEND:
1. 1/2" THICK CONCRETE WALL
2. 4" THICK CMU WALL
3. 2" THICK GYP BOARD WALL
4. 1/2" THICK GYP BOARD WALL
5. 1/2" THICK GYP BOARD WALL
6. 1/2" THICK GYP BOARD WALL
7. 1/2" THICK GYP BOARD WALL
8. 1/2" THICK GYP BOARD WALL
9. 1/2" THICK GYP BOARD WALL
10. 1/2" THICK GYP BOARD WALL

DEP NOTE:
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SECOND LEVEL FLOOR PLAN
Scale: 3/32" = 1'-0"

FOR ENLARGED UNIT FLOOR PLANS
SEE SHEETS #A14 through #A17

11-21-01
DATE

NO.	REVISIONS
1	
2	
3	
4	
5	

WHITE SAND VILLAGES
A Division of The Home Depot, Inc.

PROJECT -

1/2" = 1' ARCHITECTURAL
1/8" = 1' MECHANICAL

A10.4
SHEET

SAL

notes & legends

GENERAL NOTE:
1. ALL DIMENSIONS ARE TO FACE UNLESS OTHERWISE NOTED.
2. ALL WALLS ARE TO BE CONCRETE UNLESS OTHERWISE NOTED.
3. ALL FLOORS ARE TO BE CONCRETE UNLESS OTHERWISE NOTED.
4. ALL CEILING ARE TO BE CONCRETE UNLESS OTHERWISE NOTED.
5. ALL ROOFS ARE TO BE CONCRETE UNLESS OTHERWISE NOTED.
6. ALL STAIRS ARE TO BE CONCRETE UNLESS OTHERWISE NOTED.
7. ALL ELEVATIONS ARE TO FACE UNLESS OTHERWISE NOTED.
8. ALL FINISHES ARE TO BE CONCRETE UNLESS OTHERWISE NOTED.
9. ALL MATERIALS ARE TO BE CONCRETE UNLESS OTHERWISE NOTED.
10. ALL WORK IS TO BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE BUILDING CODES AND STANDARDS.

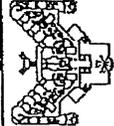
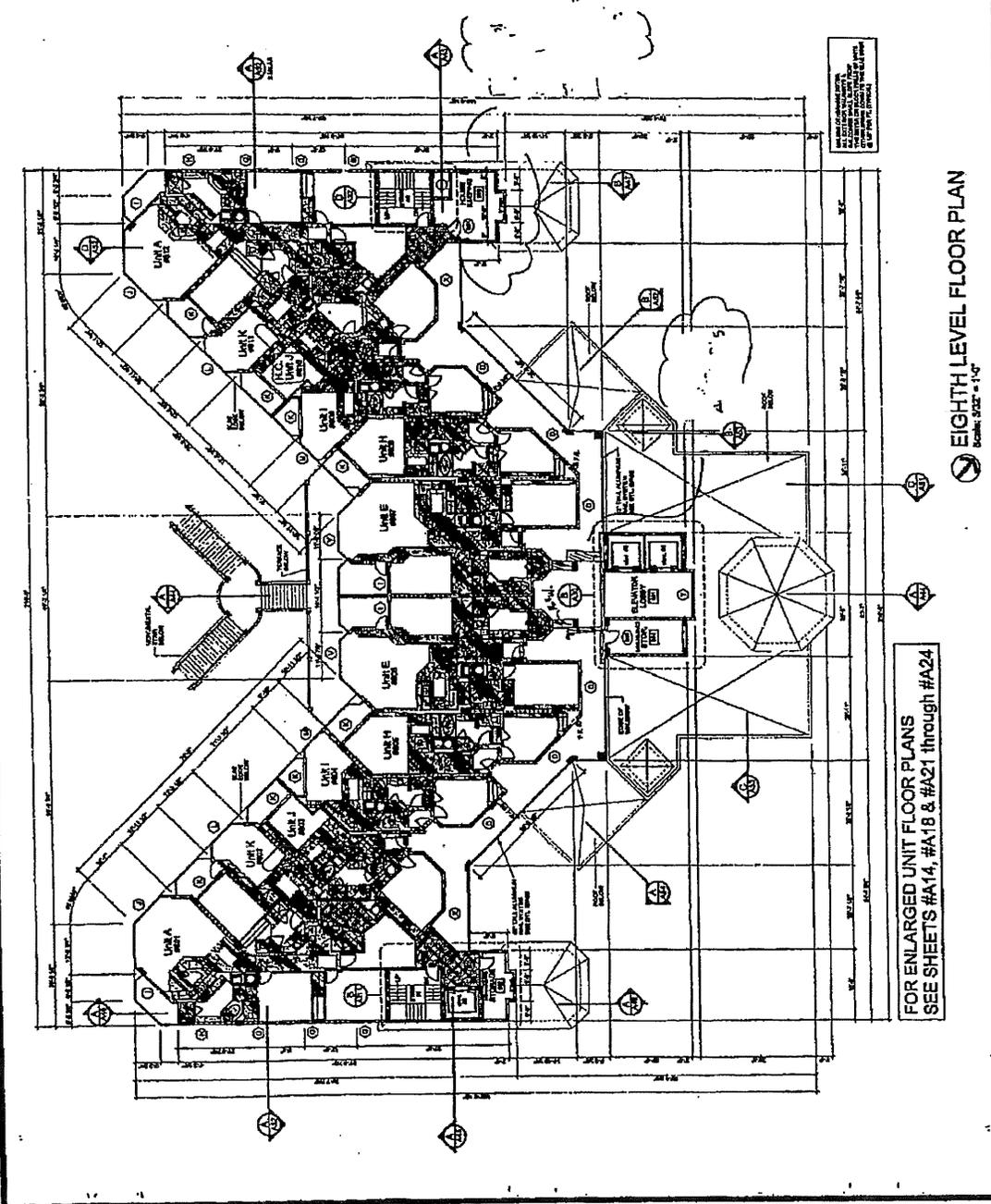
SYMBOL LEGEND

WALL LEGEND

FIRE WALL LEGEND

DEP. NOTE

key plan

FOR ENLARGED UNIT FLOOR PLANS
SEE SHEETS #A14, #A18 & #A21 through #A24

EIGHTH LEVEL FLOOR PLAN
Scale: 3/32" = 1'-0"

11-21-01
DATE

REVISIONS	
1	Issue 11-21-01
2	
3	
4	

PROJECT
WHITE SAND VILLAS
The Town of Ft. St. Johns, Florida

ARCHITECT

1.1 INC. CONSULTING ARCHITECTS
4575 W. Tropic Isle Blvd. #110
Fort St. Johns, Florida 32938

A11
SHEET

SCALE

notes & legends

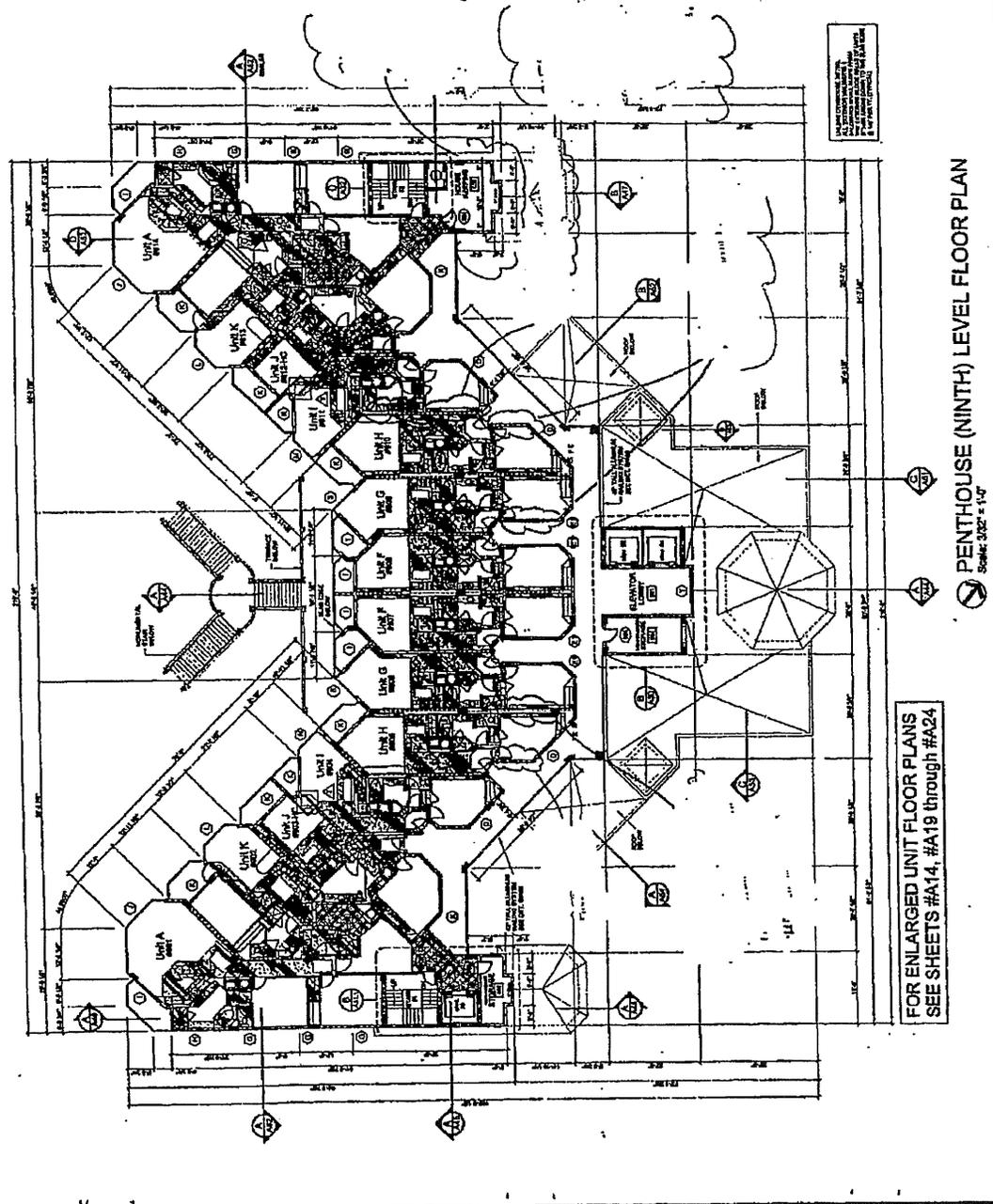
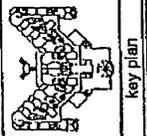
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10. ALL EXTERIOR FLOORS ARE TO BE CONCRETE UNLESS OTHERWISE NOTED.
11. ALL EXTERIOR ROOFS ARE TO BE CONCRETE UNLESS OTHERWISE NOTED.

SYMBOL LEGEND

WALL LEGEND

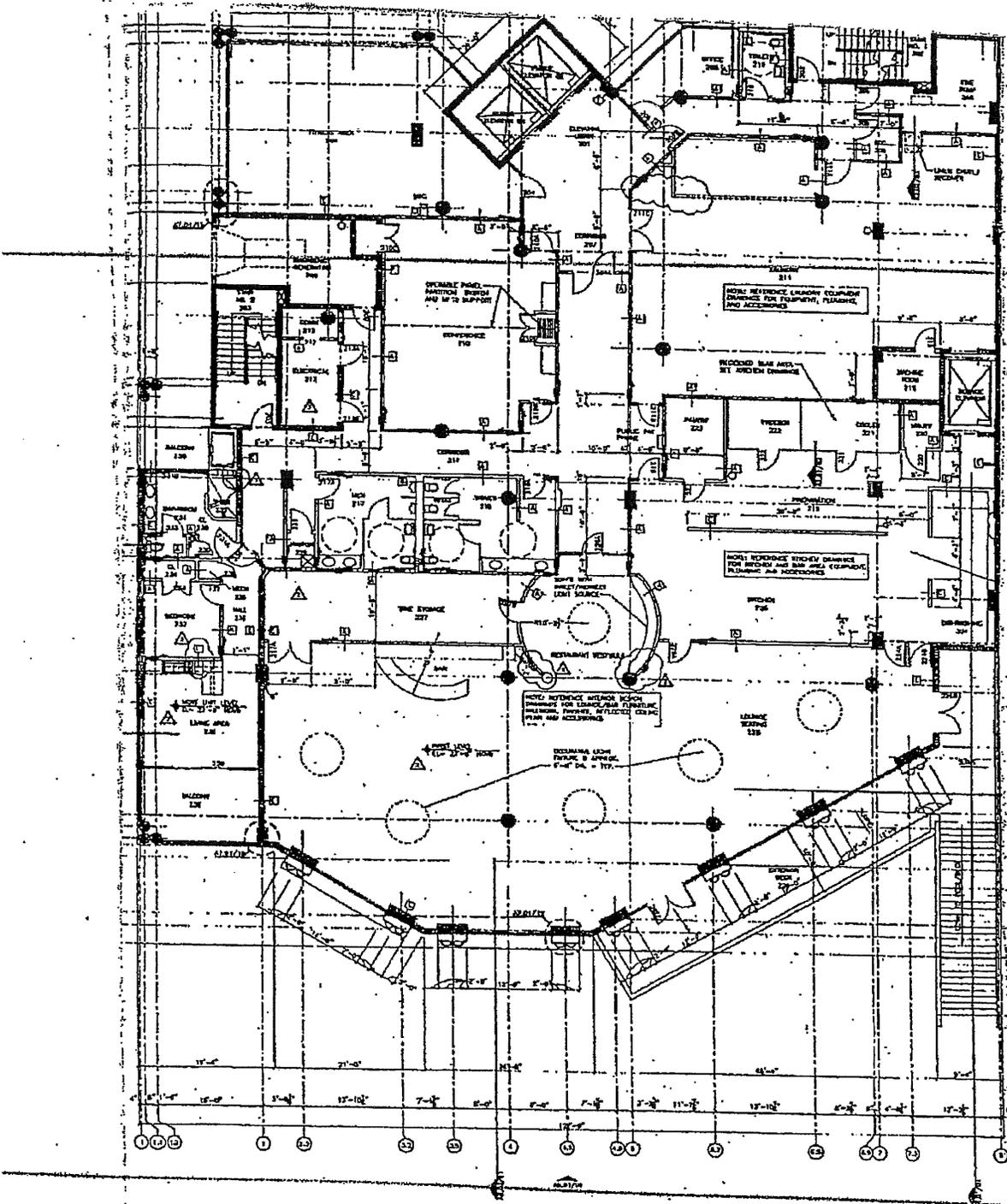
FIRE WALL LEGEND

DETAILED NOTE:
1. ALL DIMENSIONS ARE TO FACE UNLESS OTHERWISE NOTED.
2. ALL WALLS ARE TO BE CONCRETE UNLESS OTHERWISE NOTED.
3. ALL FLOORS ARE TO BE CONCRETE UNLESS OTHERWISE NOTED.
4. ALL CEILING ARE TO BE CONCRETE UNLESS OTHERWISE NOTED.
5. ALL ROOFS ARE TO BE CONCRETE UNLESS OTHERWISE NOTED.
6. ALL EXTERIOR WALLS ARE TO BE CONCRETE UNLESS OTHERWISE NOTED.
7. ALL EXTERIOR FLOORS ARE TO BE CONCRETE UNLESS OTHERWISE NOTED.
8. ALL EXTERIOR ROOFS ARE TO BE CONCRETE UNLESS OTHERWISE NOTED.
9. ALL EXTERIOR WALLS ARE TO BE CONCRETE UNLESS OTHERWISE NOTED.
10. ALL EXTERIOR FLOORS ARE TO BE CONCRETE UNLESS OTHERWISE NOTED.
11. ALL EXTERIOR ROOFS ARE TO BE CONCRETE UNLESS OTHERWISE NOTED.

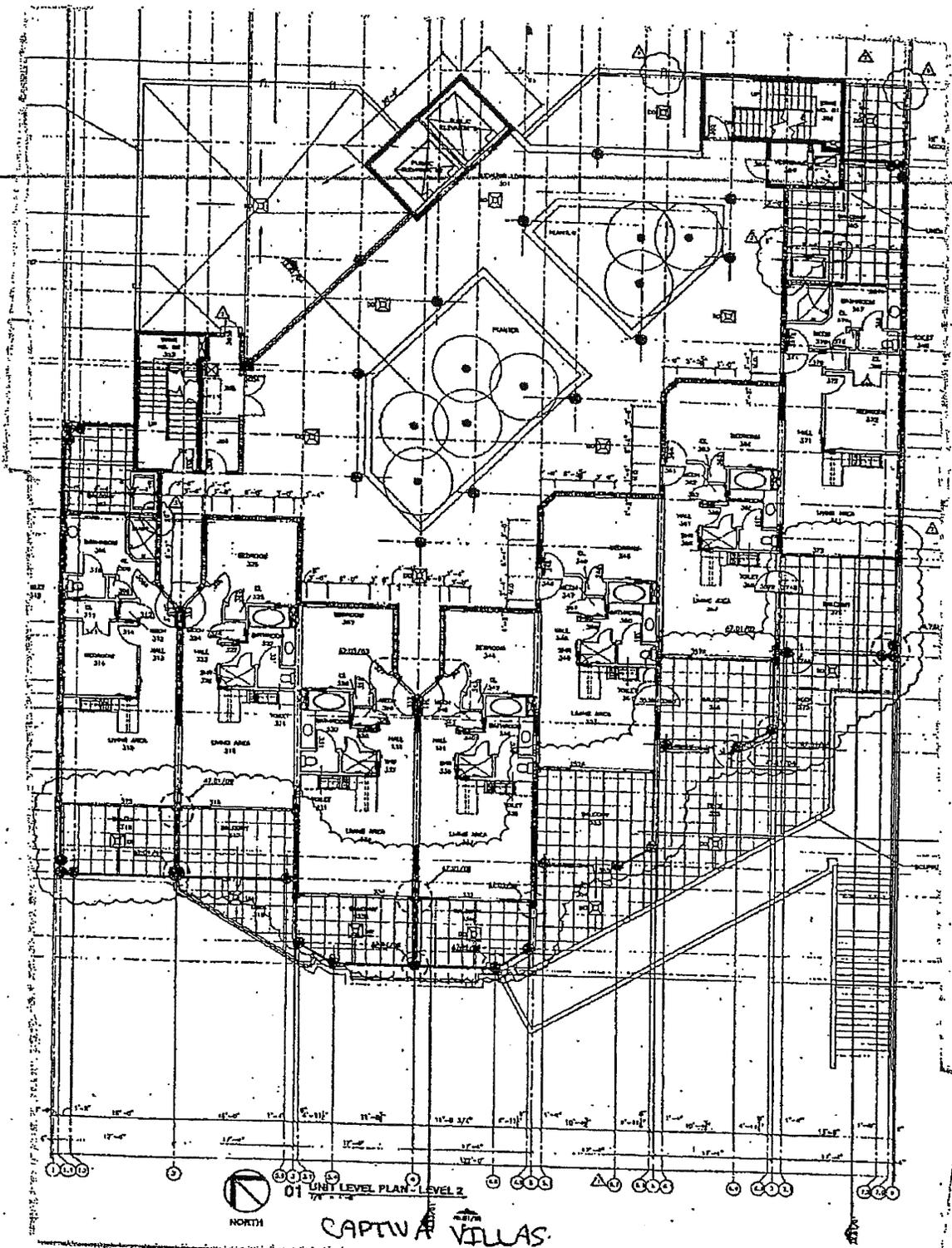


FOR ENLARGED UNIT FLOOR PLANS
SEE SHEETS #A14, #A19 through #A24

PENTHOUSE (NINTH) LEVEL FLOOR PLAN
SCALE: 3/32" = 1'-0"

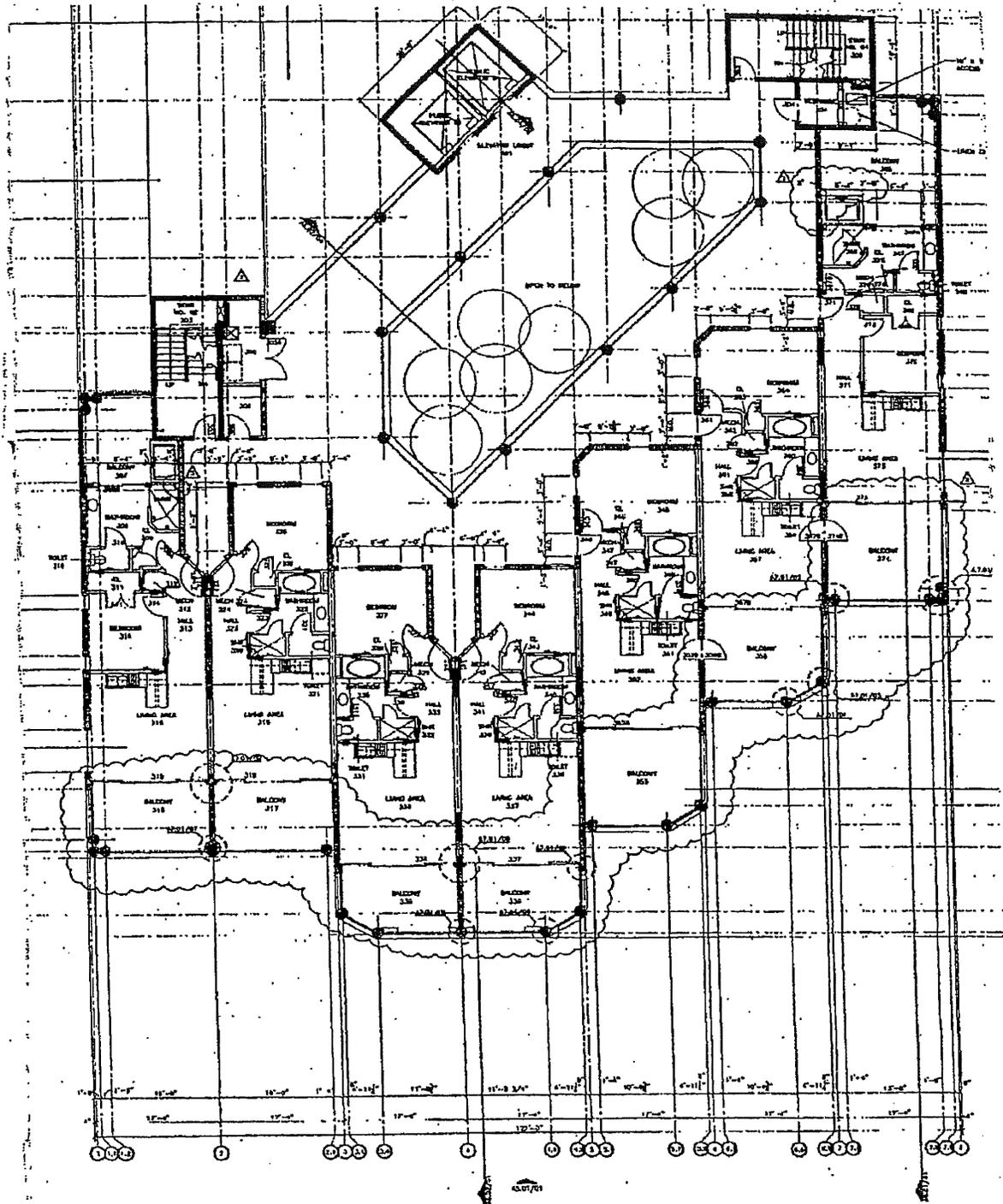


01 COMMERCIAL LEVEL PLAN
 CAPTIVA VILLAS



01 UNIT LEVEL PLAN - LEVEL 2

CAPTIVA VILLAS



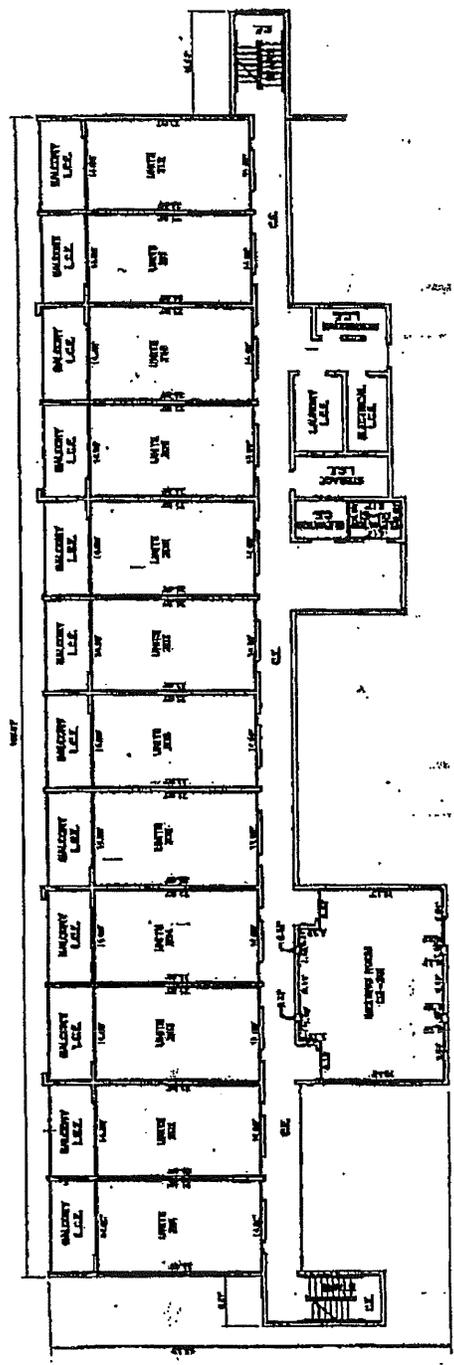
01 TYPICAL UNIT LEVEL PLAN-LEVELS 3-7

CAPTIVA VILLAS

EXHIBIT "B"
 TO THE DECLARATION OF CONDOMINIUM OF
SANIBEL VIEW VILLAS
A CONDOMINIUM

PART OF LOTS 39-42 OF ISLAND SHORES CLUB SECTION, PLAT BOOK 9, PAGES 41
 SECTION 28, TOWNSHIP 45 SOUTH, RANGE 24 EAST
 LEE COUNTY, FLORIDA

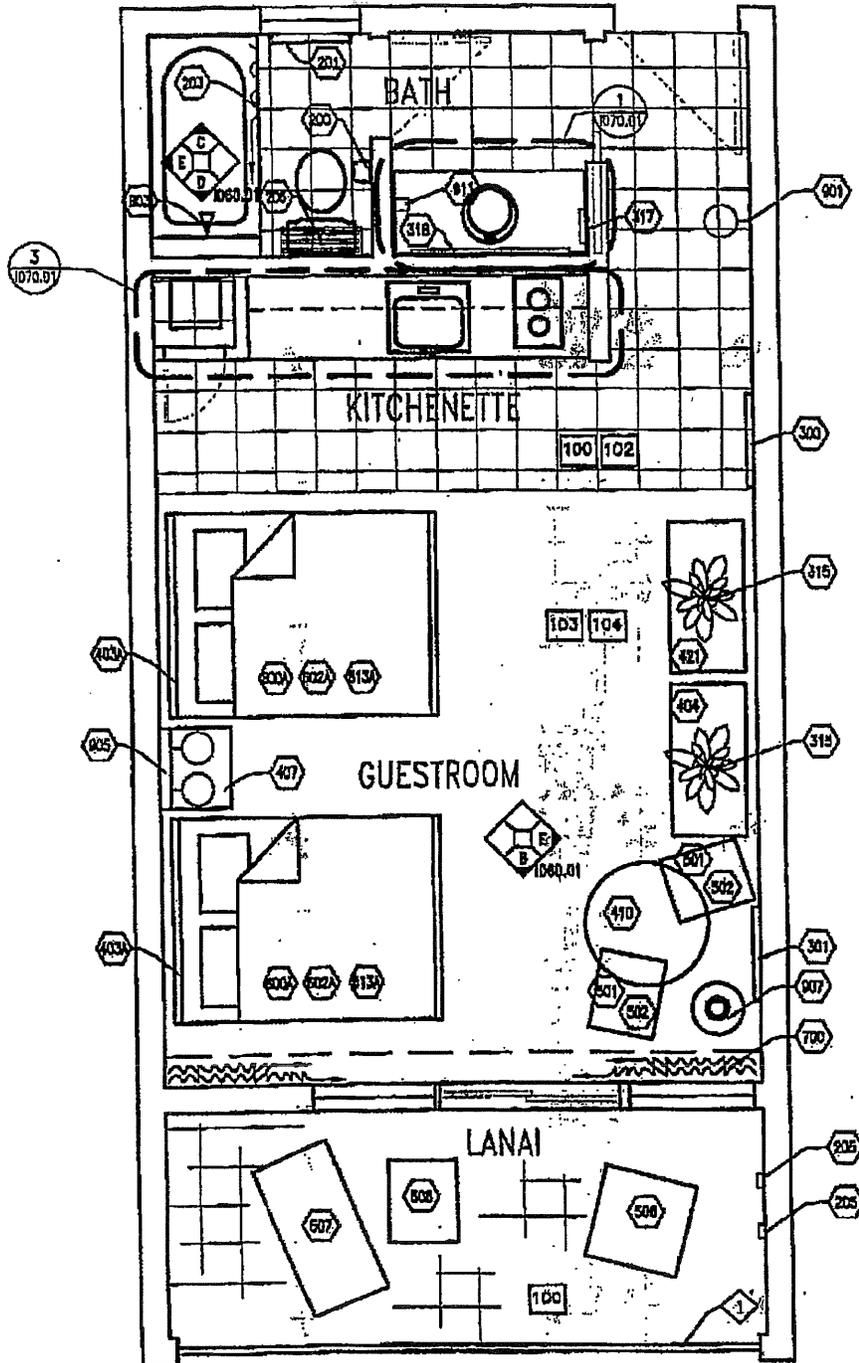
THIS INSTRUMENT WAS PREPARED BY
INK ENGINEERING, INC.
 ENGINEERS - ARCHITECTS - PLANNERS
 1000 W. 10th St., Suite 100, Ft. Lee, FL 32934
 TEL: (888) 888-8888



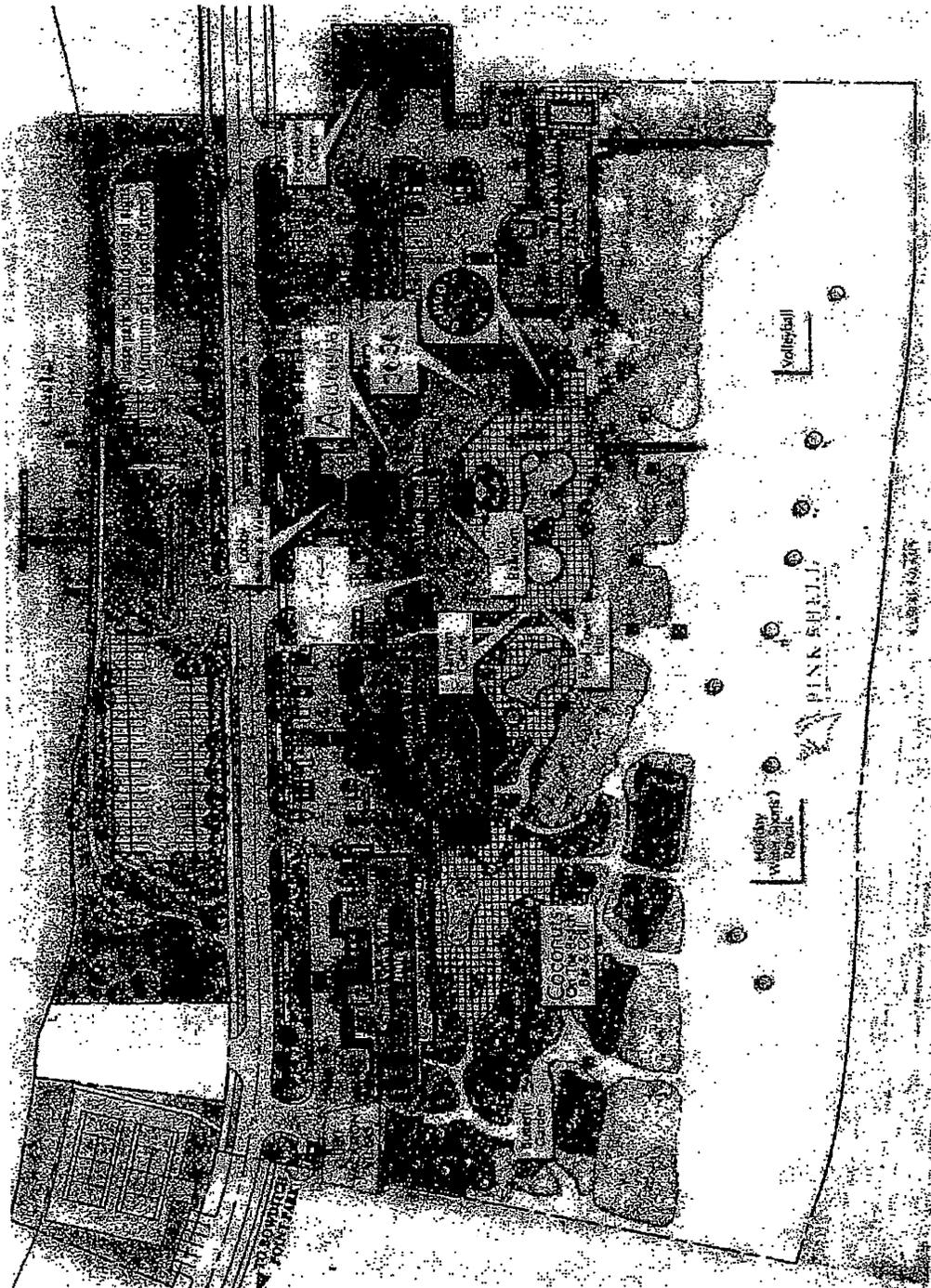
CHECKS
 ON
 L.E.L.
 LAUNDRY, RESTROOM, BALCONY

SECOND LEVEL FLOOR PLAN

DATE	BY

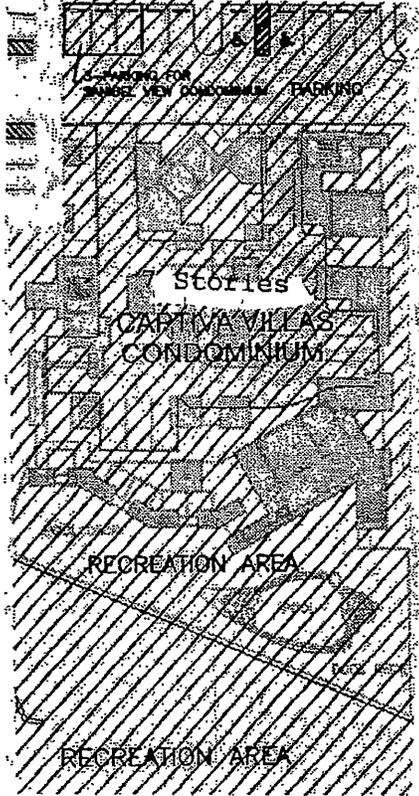


1 PLAN-QUEEN/QUEEN GUESTROOMS (QTY. 39)
 1/8" = 1'-0"



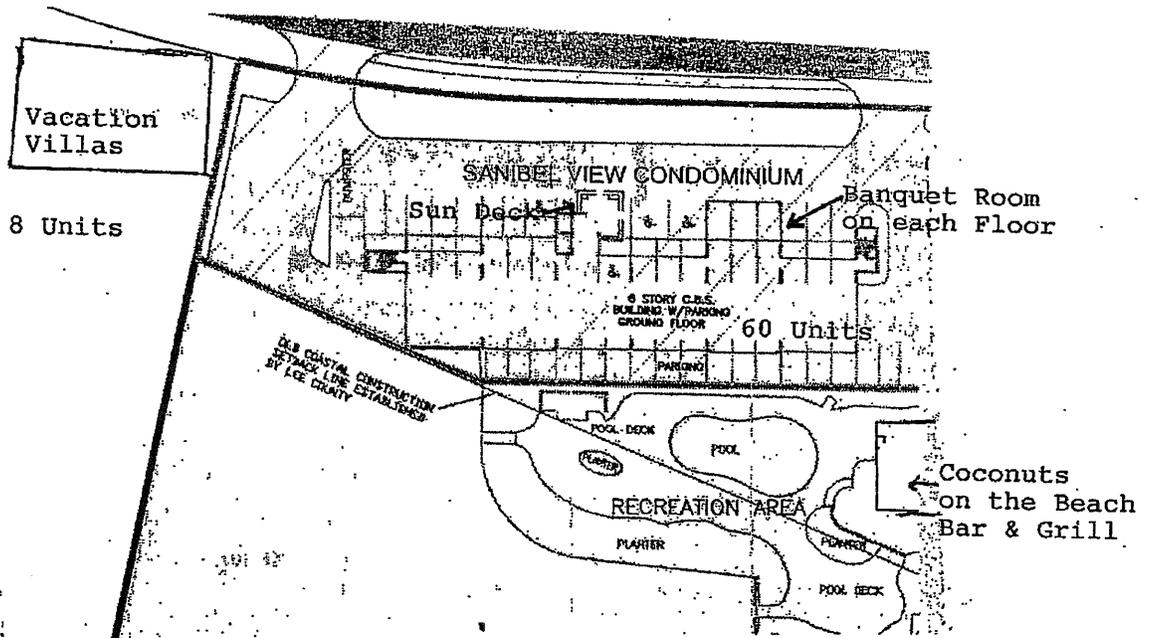
ATTACHMENT 2

Proposed
Jack's Seafood
& Grill



43 Units

ATTACHMENT 1



FL DEPARTMENT OF REVENUE	
Trade Name (D/B/A) PINK SHELL BEACH RESORT AND SPA	
The named applicant for a license/permit has complied with the Florida Statutes concerning registration for Sales and Use Tax.	
<ol style="list-style-type: none"> 1. This is to verify that the current owner as named in this application has filed all returns and that all outstanding billings and returns appear to have been paid through the period ending _____ or the liability has been acknowledged and agreed to be paid by the applicant. This verification does not constitute a certificate as contained in Section 212.10 (1), Florida Statutes (Not applicable if no transfer involved). 2. Furthermore, the named applicant for an Alcoholic Beverage License has complied with Florida Statutes concerning registration for Sales and Use Tax, and has paid any applicable taxes due. 	
Signed <u><i>[Signature]</i></u>	Date <u>9/5/06</u>
Title <u>TPS</u>	
Department of Revenue Stamp:	
FL DEPARTMENT OF REVENUE 2410 ALLEN ROAD TALLAHASSEE, FL 32312-0000 <i>Pink Shell Beach Resort + Spa / 12 226589</i>	

2006 SEP - 1 P 16 24

SECTION 7 - ZONING			
TO BE COMPLETED BY THE ZONING AUTHORITY REGARDING YOUR BUSINESS LOCATION			
Trade Name (D/B/A) PINK SHELL BEACH RESORT AND SPA			
Street Address 275 ESTERO BOULEVARD			
City FORT MYERS BEACH	County LEE	State FL	Zip Code 33931
Are there outside areas which are contiguous to the premises which are to be part of the premises sought to be licensed? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
If this application is for issuance of an alcoholic beverage license where zoning approval is required, the zoning authority must complete "A" and "B." If zoning is not required, the applicant must complete section "B."			
A. The location complies with zoning requirements for the sale of alcoholic beverages or wholesale tobacco products pursuant to this application for a Series <u>4COP-S</u> license.			
Signed <u>n/a transfer</u>		Date _____	
Title _____			
B. Is the location within limits of an "Incorporated City or Town?" <input type="checkbox"/> Yes <input type="checkbox"/> No			
If yes, enter the name of the city or town: _____			

SECTION 8 - HEALTH			
TO BE COMPLETED BY THE DIVISION OF HOTELS AND RESTAURANTS, OR COUNTY HEALTH AUTHORITY, OR DEPARTMENT OF HEALTH, OR DEPARTMENT OF AGRICULTURE & CONSUMER SERVICES			
Trade Name (D/B/A) PINK SHELL BEACH RESORT AND SPA			
Street Address 275 ESTERO BOULEVARD			
City FORT MYERS BEACH	County LEE	State FL	Zip Code 33931
The above establishment complies with the requirements of the Florida Sanitary Code.			
Signed <u>CM</u>		Date <u>9/8/06</u>	
Title <u>Deputy District Manager</u>		Agency - <u>H&R</u>	

Approved Contingent on future satisfactory inspection.

SECTION 561.20(2)(a) SPECIAL LICENSE REQUIREMENTS DOES NOT APPLY TO RESTAURANT WINE & CIGARETTE	
Trade Name (D/B/A)	PINK SHELL BEACH RESORT AND SPA
Please check the appropriate "Special Alcoholic Beverage License" box of the license for which you are applying. Fill in the corresponding requirements for each Special License type.	
<input type="checkbox"/> Quota Alcoholic Beverage License	<input checked="" type="checkbox"/> Special Alcoholic Beverage License
This license is issued pursuant to <u>561.20(2)(a)</u> , Florida Statutes or Special Act, and as such we acknowledge the following requirements must be met and maintained:	
Must maintain a bona fide hotel, motel, or motor court of not fewer than 100 guest rooms	
which derives at least 51% of its gross revenue from the rental of hotel or motel rooms.	
Please initial and date:	
Applicant's Initials	<u>GPS</u> Date <u>9/8/06</u>

SECTION 12 - DISCLOSURE OF INTERESTS IN PARTIES

Note: Failure to disclose an interest, direct or indirect, could result in denial, suspension and/or revocation of your license.

Trade Name (D/B/A) **PINK SHELL BEACH RESORT AND SPA**

1. List below the names, titles and percentage of stock held for all officers, directors, stockholders, managing members and general partners of the corporation or other legal entity for which this license or permit is being sought. Attach extra sheets if necessary. If the applicant is a limited partnership or limited liability company, attach a list of all limited partners and members.

Title/Position	Name	Stock %
President	SEE ATTACHMENT A	
Vice President		
Secretary		
Treasurer		
Director(s)		
Stockholder(s)		
Managing Member(s)	THE BOYKIN GROUP, INC.	
	PURCHASING CONCEPTS, INC.	
General Partner(s)		

2. Are there any persons not listed above who have guaranteed or co-signed a lease or loan, or any person or entity who has loaned money to the business that is not a traditional lending institution?

Yes No

If yes, you must list the person(s) or entity and indicate which of the below applies.

Name	Guarantor	Co-signer	Lender	Interest Rate (List)
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	

**ATTACHMENT A
BOYKIN MANAGEMENT COMPANY, LLC**

I. Officer Information

Managing members: The Boykin Group, Inc.
Purchasing Concepts, Inc.

Officers: Joseph F. Smith (P)
Grant Sabroff (VP)
Gregory R. Smith (CFO and T)
185173 John E. Boykin (S and D)
322618 Robert W. Boykin (D)

II. Current License Information

License Number	Trade Name/Address
BEV4601502 4COP-S	Radisson Inn 20091 Summerlin Road Ft. Myers, Florida 33908 Lee
BEV1501666 4COP-S	Quality Suites Hotel 1665 N. State Route A1A Indianlantic, Florida 32903 Brevard
BEV1504315 4COP-S	Melbourne Beach Hilton Hotel 3003 North A1A Indialantic, Florida 32903 Brevard
BEV4601997—current application 4COP-S	Pink Shell Resort & Spa 275 Estero Blvd. Fort Myers Beach, Florida 33931
BEV4604489—current application 2COP	Hungry Pelican 275 Estero Blvd. Fort Myers Beach, Florida 33931 Lee

MacMillan, Penny

From: Maggie Schultz [Maggie@reuphlaw.com]
Sent: Thursday, September 28, 2006 9:42 AM
To: MacMillan, Penny
Subject: RE: More info for Pink Shell

Attachments: Maggie Schultz.vcf



Maggie Schultz.vcf
(200 B)

Penny,

As requested, the social security numbers are as follows:

Robert W. Boykin 285-46-4247 - ~~185176~~ 382618 10-1-49
John E. Boykin 268-40-2249 - ~~185178~~ 321431 8-10-44

Please let me know if you require any additional information.

Have a great afternoon.

Maggie M. Schultz

Maggie M. Schultz
Rutledge, Ecenia, Purnell & Hoffman, P.A.
Post Office Box 551
Tallahassee, FL 32302-0551
(850) 681-6788
(850) 681-6515
maggie@reuphlaw.com

>>> "MacMillan, Penny" <Penny.MacMillan@dbpr.state.fl.us> 09/27/06 3:13 PM >>>

Thank you.

-----Original Message-----

From: Maggie Schultz [mailto:Maggie@reuphlaw.com]
Sent: Wednesday, September 27, 2006 2:04 PM
To: MacMillan, Penny
Subject: RE: More info for Pink Shell

Penny,

Attached is the attachment reflecting officers to be listed with the division and a copy of the minutes approving the officers of the corporation. At this time Paula Boykin is not to be listed on the application.

As soon as I receive the social security numbers, I will forward such information to you.

Let me know if there is anything else you need, or if you need the information hand-delivered.

Maggie M. Schultz

Maggie M. Schultz
Rutledge, Ecenia, Purnell & Hoffman, P.A.
Post Office Box 551
Tallahassee, FL 32302-0551

BOYKIN MANAGEMENT COMPANY LIMITED LIABILITY COMPANY

**WRITTEN ACTION BY UNANIMOUS WRITTEN CONSENT
OF THE BOARD OF DIRECTORS**

August 30, 2006

The undersigned, being all of the members of the Board of Directors of Boykin Management Company Limited Liability Company, an Ohio limited liability company (the "Company"), hereby approve and adopt the following by unanimous written consent:

Election of Officers

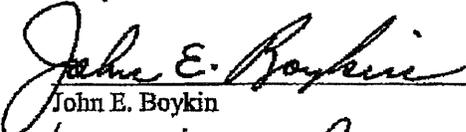
RESOLVED: That the following persons be, and they hereby are, chosen and elected to the offices set forth opposite their names, to serve until their respective successors are duly elected and qualified:

Joseph F. Smith
Grant Sabroff
Gregory R. Smith
185173 John E. Boykin

President
Vice President
Chief Financial Officer and Treasurer
Secretary

"DIRECTORS"


Robert W. Boykin


John E. Boykin


Paula J. Boykin

SECTION 13: AFFIDAVIT OF APPLICANT
NOTARIZATION REQUIRED

Trade Name (D/B/A) **PINK SHELL BEACH RESORT AND SPA**

"I, the undersigned individually, or if a corporation for itself, its officers and directors, hereby swear or affirm that I am duly authorized to make the above and foregoing application and, as such, I hereby swear or affirm that the attached sketch or blueprint is substantially a true and correct representation of the premises to be licensed and agree that the place of business, if licensed, may be inspected and searched during business hours or at any time business is being conducted on the premises without a search warrant by officers of the Division of Alcoholic Beverages and Tobacco, the sheriff, his deputies, and police officers for the purposes of determining compliance with the beverage and cigarette laws."

"I swear under oath or affirmation under penalty of perjury as provided for in Sections 559.791, 562.45 and 837.06, Florida Statutes, that I have fully disclosed any and all parties financially and or contractually interested in this business and that the parties are disclosed in section 12 of this application. I further swear or affirm that the foregoing information is true and correct."

STATE OF Ohio

Gregory R. Smith
APPLICANT SIGNATURE

COUNTY OF Cuyahoga

APPLICANT SIGNATURE

The foregoing was () Sworn to and Subscribed OR () Acknowledged Before me this 9th Day

of September, 20 06, By Gregory R. Smith who is () personally

known to me OR () who produced _____
Annamarie Norgrove
Notary Public, State of Ohio
Cuyahoga County

Annamarie Norgrove
Notary Public

My Commission Expires, July 17, 2011

SECTION 1471. APPLICATION OF TRANSFEROR

Trade Name (D/B/A) **PINK SHELL BEACH RESORT AND SPA**

I, the undersigned, hereby swear or affirm that I am duly authorized to make this affidavit and do hereby consent, on my behalf or on behalf of the transferor, to the above transfer, and represent to the Division of Alcoholic Beverages and Tobacco that the license which is being transferred is as shown in the application and that a bona fide sale in good faith has been made to the within applicant of the business for which the foregoing transfer of license is sought.

STATE OF OHIO *Andrew C. Alexander*
 TRANSFEROR OR AUTHORIZED OFFICER SIGNATURE

COUNTY OF CUYAHOGA *Andrew C. Alexander*
 TRANSFEROR OR AUTHORIZED OFFICER SIGNATURE

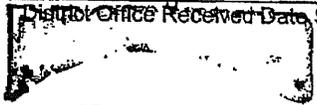
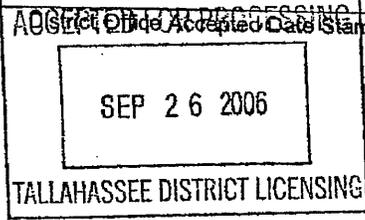
The foregoing was () Sworn to and Subscribed OR () Acknowledged Before me this 7th Day of Sept., 2006, By Andrew C. Alexander who is () personally known to me OR () who produced _____ as identification.

Mindy M.D. Toth Commission Expires: _____
 Notary Public

VOR

Beachboy, LLC
 By: Bellboy Inc., its sole member
 By: Andrew C. Alexander, Secretary

MINDY M.T. TOTH
 Notary Public, State of Ohio, Cuy. Cty.
 My commission expires May 2, 2008

FOR DIVISION USE ONLY - DO NOT WRITE BELOW THIS LINE			
Trade Name (D/B/A) PINK SHELL BEACH RESORT AND SPA			
CODE:	City	County	FEIN NUMBER 241826174
TYPE	TRANS-400K(S)		FEE \$182.00
	3M		50.00
	TCP Made		5.00
			TOTAL \$1735.00
Approved by UJH		Date MFC	Audited: _____ Unaudited: <input checked="" type="checkbox"/>
District Office Received Date Stamp		ACCEPTANCE/PROCESSING District Office Accepted Date Stamp	
 SEP 26 2006 Division of Alcoholic Beverage & Tobacco Initials _____		 SEP 26 2006 TALLAHASSEE DISTRICT LICENSING	

46-01997

STATE OF FLORIDA
DEPARTMENT OF BUSINESS REGULATION
DIVISION OF ALCOHOLIC BEVERAGES AND TOBACCO
APPLICATION FOR ALCOHOLIC BEVERAGE LICENSE

Section I

1. TYPE OF APPLICATION: Check Appropriate Box(es)

- New Decrease in Series Change of Business Name
- New - Temporary Change in Series Change of Officers
- Transfer Change of Location Correction
- Transfer - Temporary Change of Location - Temporary Other
- Increase in Series

2. Current Business Name: _____

Current Location Address: _____

Current License Number: _____ Current Series: _____

3. TYPE OF APPLICANT: Check Appropriate Box and List Charter Number, if Applicable

- Individual Partnership
- Corporation Limited Partnership

Charter Number 9-25646
8-78164

4. Applicant's Full Name: Florida Income Fund III, Limited Partnership

Business Name: The Pink Shell Resort

Location Address: 250 Estero Boulevard Fort Myers Beach Lee 33931
Street Number City County Zip

Mailing Address: same as above City State Zip
Street Number

5. Type of License Desired: (Series 4COP-S TRB) If you are an applicant for a special or club alcoholic beverage license the following must also be completed:

The special liquor license is issued pursuant to 561.20(2)(a) Florida Statutes or Special Acts, and as such we acknowledge the following minimum requirements must be met and maintained:

as 100 guest rooms

6. List below names not listed above for all those connected directly or indirectly in the business for which the license is sought: (This includes Partner(s), Spouse, Director(s), Stockholder(s), Corporate Officer(s), Limited or General Partner(s), Corporation(s), or any form of entity which is connected with this business. Attach extra sheets if necessary).

A. Corporation:	NAME	INTEREST
1. President:	_____	Stock %
2. Vice President:	_____	Stock %
3. Secretary:	_____	Stock %
4. Treasurer:	_____	Stock %
5. Stockholder:	_____	Stock %
B. Limited Partnership:		
1. Limited Partner:	<u>see attached list</u>	% <u>99.9989</u>
2. General Partner:	<u>see attached list</u>	% <u>.0011</u>
C. Direct Interest:		
Direct Interest:	_____	%
D. Indirect Interest:		
Indirect Interest:	_____	%

SECTION II

1. SALES TAX: To be completed by the Department of Revenue.

Certification by Florida Department of Revenue:

Please review the records of your Department for the current status of the aforementioned account. The Division of Alcoholic Beverages and Tobacco of the Department of Business Regulation needs this information in order to process this application.

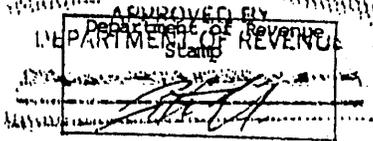
[Signature]
(Owner or Authorized Signature)

This is to certify that this account is in good standing.

By: *[Signature]*

Title: CSI

Date: 10-1-90



2. ZONING: To be completed by the Local Zoning Authorities.

The above location Does Comply Does Not Comply with zoning requirements for the sale of alcoholic beverages pursuant to this application. If this premises is located within the limits of an incorporated municipality, indicate the name, and if not indicate the county.

Signed: *[Signature]* Title: Principal Planner

If City: _____ If County: Lee Co

Approved for Chicki hubs, as per correspondence dated July 12/89, attached.

3. HEALTH: To be completed by the State/County Health Authority. Oct. 19/90.

The above establishment Does Comply Does Not Comply with requirements of the Florida Sanitary Code. PLAN REVIEW

Signed: *[Signature]* Date: 10/29/90
Sanitarian/County Health Department

4. RIGHT OF OCCUPANCY:

	YES	NO
A. Is the proposed premises other than a permanent structure, movable or able to be moved?		X
B. Is the proposed premises located in a shopping center, shopping mall, or office building?		X
C. Is the premises occupied by anyone other than as listed on this application?		X
D. Is there any access through the premises to any area over which you do not have dominion and control?		X
E. Does applicant have a legal right of occupancy to the premises?	X	
F. Does applicant own the property?	X	
G. Does applicant rent, lease or sublease the property?		X
H. If answer to G. is yes, is anyone else listed as lessee or sublessee who is not on the application?		X

I. If applicant rents, leases or subleases give the following:

Name of landlord: N/A

Address of landlord: N/A

How long is agreement for and what is the landlord paid as rent?: N/A

FEDERAL EMPLOYER'S IDENTIFICATION NUMBER: Complete A, B, or C.

FIF III - ~~XXXXXXXXXX~~

A. Federal Employer's Identification Number

MCM - ~~XXXXXXXXXX~~

B. Not required ()

MCD - ~~XXXXXXXXXX~~

C. Not Available () I will submit to your agency as soon as possible.

SECTION III

These questions must be answered about this business for every person or entity listed. Copies of agreements and documentation to support the financial arrangements must be submitted with this application.

- 1. Is there a management contract or service agreement in connection with this business?
- 2. Are there any agreements which require a payment of a percentage of gross or net receipts from the business operation?
- 3. Does anyone hold a mortgage or security agreement for this business?
- 4. Have you or anyone listed on this application borrowed money from or accepted money, equipment, fixtures, or anything of value from an owner or representative of a distiller, rectifier, blender, bottler, manufacturer, brewer, distributor, exporter, importer or retailer or secured a loan from any source connected with the alcoholic beverage industry?

	YES	NO
1.		X
2.	X	see attached
3.	X	see attached
4.		X

- 5. List the total investment: (see explanation attached) \$ 17,000,000
 - A. Total cash invested: *See Audited 10K of Spencer* \$ 9,000,000
 - B. Total loans invested: (see attached note) \$ 8,000,000
- 6. If purchasing the business, what is the total purchase price? . . \$ N/A

7. List the names of all persons, firms or corporations that have or will advance any money for the operation of this business or that hold any mortgage or security agreement against this business or have the right or ability to receive money from the business.

NAME	TYPE OF LOAN	AMOUNT OF LOAN
Barnett Bank of Lee County	Commercial ARM	8,000,000

FOR DIVISION OF ALCOHOLIC BEVERAGES AND TOBACCO USE ONLY

CENTRAL OFFICE USE ONLY

DISTRICT OFFICE DATE STAMP

RECEIVED
 DIV. OF ALCOHOLIC BEVERAGES & TOBACCO
 NOV 29 1990
 DIV. ALC. BEV. & TOB.
 FORT MYERS, FLORIDA

AFFIDAVIT OF APPLICANT(S)

"I, the undersigned individual, or if a corporation for itself, its officers and directors, hereby swear or affirm that I am duly authorized to make the above and foregoing application and, as such I hereby swear or affirm that the attached sketch or blueprint is substantially a true and correct representation of the premises to be licensed and agree that the place of business, if licensed, may be inspected and searched during business hours or at any time business is being conducted on the premises without a search warrant by Officers of the Division of Alcoholic Beverages and Tobacco, the Sheriff, his Deputies, and Police Officers for purposes of determining compliance with the beverage law.

"I swear under oath or affirmation under penalty of perjury as provided for in 559.791, 562.45, and 837.06, Florida Statutes, that the foregoing information is true to the best of my knowledge and that no other person or entity except as indicated herein has an interest in the alcoholic beverage license or business for which these statements are made and that all of the above listed persons or entities meet the qualifications necessary to hold an interest in an alcoholic beverage license."

STATE OF FLORIDA
County of LEE
Sworn to and subscribed before me
this 29th day of October, 1990.

Marsha J. Thurston
Notary Public

[Signature]
(Applicant)
[Signature]
(Applicant)
NOTARY PUBLIC, STATE OF FLORIDA.
MY COMMISSION EXPIRES: NOV. 28, 1992.
BONDED THRU NOTARY PUBLIC UNDERWRITERS.

AFFIDAVIT OF SELLER(S)

"I, the undersigned, hereby swear or affirm that I am duly authorized to make this affidavit and do hereby consent, on my behalf or on behalf of the seller, to the above transfer, and represent to the Division of Alcoholic Beverages and Tobacco that the license which is being transferred is as shown in the application and that a bona fide sale in good faith has been made to the within applicant of the business for which the foregoing transfer of license is sought."

STATE OF FLORIDA
County of LEE
Sworn to and subscribed before me
this 29th day of October, 1990.

Marsha J. Thurston
Notary Public

(Seller or Authorized Officer)

(Seller or Authorized Officer)

NOTARY PUBLIC, STATE OF FLORIDA.
MY COMMISSION EXPIRES: NOV. 28, 1992.
BONDED THRU NOTARY PUBLIC UNDERWRITERS.

SKETCH OF LICENSED PREMISES

See attached drawing

ID# ~~XXXXXXXXXX~~

APP# 147887

Department of Business and Professional Regulation

Division of Alcoholic Beverages and Tobacco

LICENSE/PERMIT APPLICATION

Please read the instructions before completing this application

SECTION I LICENSE INFORMATION

BUSINESS TELEPHONE # (941) 463-6181

A. TYPE OF LICENSE: Check Appropriate Boxes

- | | |
|--|---|
| <input checked="" type="checkbox"/> Retail Alcoholic Beverages | <input checked="" type="checkbox"/> Retail Cigarettes |
| <input type="checkbox"/> Beer/Wine/Liquor Wholesaler | <input type="checkbox"/> Cigarette/Tobacco Wholesaler |
| <input type="checkbox"/> Alcoholic Beverage Importer/Exporter | <input type="checkbox"/> Tobacco Exporter |
| <input type="checkbox"/> Alcoholic Beverage Manufacturer | <input type="checkbox"/> Cigarette Distributing Agent |

06/16/98 \$100.00
 ID : ~~XXXXXXXXXX~~ ID TYPE: F
 BT: 97046580 RC: 970698075
 01-400-51 \$100.00

B. TYPE OF APPLICATION: Check Appropriate Boxes

- | | |
|--|---|
| <input checked="" type="checkbox"/> New | <input type="checkbox"/> Change in Series |
| <input type="checkbox"/> Transfer | <input type="checkbox"/> Decrease in Series |
| <input type="checkbox"/> Change of Location | <input type="checkbox"/> Increase in Series |
| <input type="checkbox"/> Change of Business Name | <input type="checkbox"/> Correction |
| <input type="checkbox"/> Change of Officers/Stockholders | |

24-46-23-WI-06700.0350

4604489

Other: _____

Series requested: 2COP (BEER & WINE) Type requested: N/A

Do you wish to purchase a temporary YES: NO Corporate Document # _____

1. Full Name of Applicant SOUTH SEAS ESTERO ISLAND, LTD

(If this is a corporation or other legal entity enter the name as registered with Secretary of State) Enter document # above

2. Trade Name (D/B/A) PINK PANTRY (THE)

3. Location Address (Street): 275 ESTERO BOULEVARD

City FT. MYERS BEACH State FL Zip Code 33931

4. Mailing Address 275 ESTERO BOULEVARD

City FT. MYERS BEACH State FL Zip Code 33931

5. Resident Agent/Contact Person: JOHN NAYLOR Phone Number (941) 463-6181

Address: 275 ESTERO BOULEVARD

6. Enter Federal Employer ID# or SS# FEIN# ~~XXXXXXXXXX~~ SS# _____

If application is for a NEW license/permit, question 7-8 are not applicable.

7. Current License Number: N/A Series: N/A Type: N/A

8. Current Business Name: N/A

9. Is the transfer of this license due to revocation proceedings? N/A

If yes, is there any personal relationship to the transferor? N/A

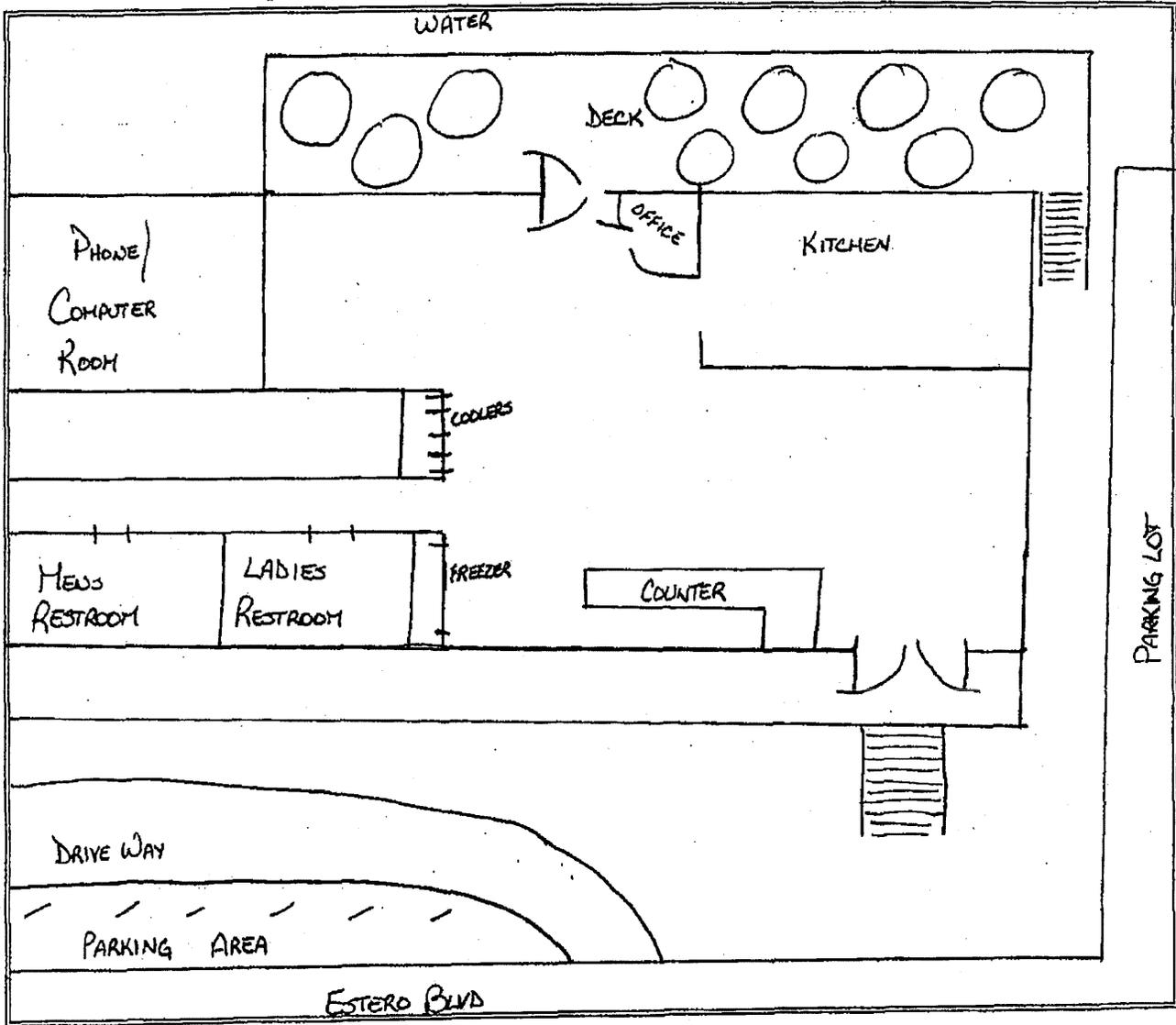
Explain the relationship: N/A

BUSINESS NAME PINK PANTRY (THE)

SECTION II DESCRIPTION OF PREMISES TO BE LICENSED

- A. Is the proposed premises MOVABLE or ABLE TO BE MOVED?..... YES _____ NO X
- B. Is the proposed premises located in a shopping center, mall or office building..... YES _____ NO X
- C. Is there any access through the premises to any area over which you do not have dominion and control?..... YES _____ NO X
- D. Is the premises occupied by anyone not listed on this application?..... YES _____ NO X

E. Neatly draw a floor plan of the premises in INK, including the property boundaries, all parking areas, walls, doors, counters, sales areas, storage areas, restrooms, bar locations and any other specific areas which are part of the premises sought to be licensed. A multi-story building where the entire building is to be licensed must show each floor plan.



NORTH FORT MYERS

Shell Factory

BOCA GRANDE

Cabbage Key

Useppa

PINE ISLAND

Bokeelia

North Captiva Island

Matlacha

Burnt Store Rd. S.R. 765

S.R. 78

Pine Island Rd.

Chiquita Blvd.

Skyline Blvd.

Santa Barbara Blvd.

Del Prado Blvd.

Hancock Bridge Pkwy.

City of Palms Park

Edison Home

Edison Mall

Midpoint Bridge

Broadway Palm

Colonial Blvd. Page Field

Bell Tower Sq.

College Pkwy. Tower Mall

CAPE CORAL

Cape Coral Pkwy.

CAPTIVA ISLAND

St. James City

Ding Darling Wildlife Reserve

Sanibel-Captiva Rd.

SANIBEL ISLAND

Middle Gulf Drive

Lighthouse Beach

Estero Blvd.

PINK SHELL BEACH

Branch No. 2

FORT MYERS BEACH

Fort to Bonita Beach Rd.

LOVER'S KEY

ESTERO

Estero River

Corkscrew Rd.

BONITA & NAPLES (Exit 18)



Bus 41

S.R. 80

Orange River

Exit 25

Exit 24

Fleamasters

Edison Ave. Exit 23

Hanson St. Exit 22

S.R. 82

Six Mile Cypress Pkwy.

FORT MYERS

Exit 21

Chamberlin Pkwy. Southwest Florida International Airport

1-75

Exit 20

Alico Rd.

SAN CARLOS PARK

U.S. 41

Hendry Creek

Cypress Lake Dr.

S.R. 865

Gladiolus Dr.

Sumner Rd.

K-Mart

Albertsons

Sanibel Factory Stores

McGregor Blvd.

S.R. 867

S.R. 869

San Carlos Blvd. (S.R. 865)

Main St.



Lighthouse Beach

Estero Blvd.

Exit 19

Business Name Best Western Pink Shell Beach Resort

SECTION III SALES TAX - To be completed by the Department of Revenue.

The named applicant for a license/permit has complied with Florida Statutes concerning registration for Sales and Use tax.

1. This is to verify that the current owner as named in this application has filed all returns and that all outstanding billings and returns appear to have been paid through the period ending 02/99 or the liability has been acknowledged and agreed to be paid by the applicant. This verification does not constitute a certificate as contained in Section 212.10 (1), F.S. (Not applicable if no transfer involved.)
2. Furthermore, the named applicant for an Alcoholic Beverage License has complied with Florida Statutes concerning registration for Sales and Use Tax, and has paid any applicable taxes due.

Signed: [Signature]

Department of Revenue Stamp

Title: Revenue Specialist II

Date: May 04 1998

APPROVED BY
DEPARTMENT OF REVENUE
[Signature]

SECTION IV ZONING - To be completed by the Zoning Authority governing your business location.

Street Address: 235 ESTERO BLVD

City: PT. MYERS BEACH

State: FL

Zip Code: 33931

If this application is for the issuance of an alcoholic beverage license where zoning approval is required, the zoning authority must complete "A" and "B". If zoning approval is not required, the applicant must complete section "B".

- A. The location complies with zoning requirements for the sale of alcoholic beverages ~~or wholesale tobacco~~ products pursuant to this application for a Series 2 COP alcoholic beverage, ~~or wholesale tob.~~

Signed: Hal McNamee

Title: ZONING DEPT III

Date: 6-16-98

- B. Is the location within the limits of an "Incorporated City or Town"? YES [] NO [
If "YES", enter name of City or Town... PT. MYERS BEACH

Fort Myers Beach

SECTION V HEALTH - to be completed by the Division of Hotels and Restaurants or County Health Authority or Department of Health and Rehabilitative services or the Department of Agriculture & Consumer Services, whichever is applicable.

Address: 276 E. 6th Blvd

The above establishment Complies with the requirements of the Florida Sanitary Code.

Signed: [Signature]

Date: 5/24/98

Title: Deputy Administrator

Agency: DPAR VER

SECTION VI

These questions must be answered about this business for every person or entity listed. Copies of agreements and documentation to support the financial arrangements must be submitted with this application.

- | | | | | |
|--|-----|-------------------------------------|----|-------------------------------------|
| 1. Is there a management contract or service agreement in connection with this business? | YES | <input checked="" type="checkbox"/> | NO | <input type="checkbox"/> |
| 2. Are there any agreements which requires a payment of a percentage of gross or net receipts from the business operations? | YES | <input checked="" type="checkbox"/> | NO | <input type="checkbox"/> |
| 3. Have you or anyone listed on this application accepted money, equipment or anything of value in connection with this business from any source connected with the alcoholic beverage industry. | YES | <input type="checkbox"/> | NO | <input checked="" type="checkbox"/> |
| 4. Do you have a loan from a source other than a traditional lending institution.
If yes, what is the source? _____ | YES | <input type="checkbox"/> | NO | <input checked="" type="checkbox"/> |

5. If purchasing the business, what is the purchasing price?.....\$ N/A

6. List the total investment.....\$ \$550.00

A. Total CASH invested:.....\$ \$550.00

B. Total LOANS invested:.....\$ N/A

SECTION VII

Has the applicant corporation been convicted of a felony in this state, any other state, or by the United States in the last 15 years? YES NO

If the answer is "YES", please list all of the particulars including the date of conviction, the crime for which the corporation was convicted, and the City, County State and Court where the conviction took place.

Attach extra sheets if necessary

SECTION VIII

() Quota Alcoholic Beverage License () Special Alcoholic Beverage License () Club Alcoholic Beverage License

This license is issued pursuant to 564.02, Florida Statute or Special Act and as such we acknowledge the following requirements must be met and maintained:

Consumption on premise or package sales of beer & wine (and other alcoholic beverages under 6% alcohol by volume).

All alcoholic beverages offered for resale must be obtained from a licensed distributor.

SECTION IX

A. List below the names, titles and interest for all officers, directors, stockholders, limited partners and general partners of the corporation or other legal entity for which this license or permit is being sought. Attach extra sheets if necessary.

TITLE/POSITION	NAME	STOCK %
President:	ROBERT M TAYLOR	0
Vice President:	TIMOTHY R. BOGOTT	0
Secretary:	RICHARD E. KRICHBAUM	0
Treasurer:		
Director(s) Stockholder(s)		
	SOUTH SEAS PROPERTIES COMPANY, LTD	100%
Bar Manager (if Applicable)	N/A	

B. List below the names and type of interest (i.e. lender, joint account holder, co-signer) for all persons or entities not listed in part (A) above, who have an interest, directly or indirectly, in this application or the business for which the license/permit is sought. This may include a spouse, corporations, or any form of entity which is connected with this business.

NAME	TYPE OF INTEREST
Baykin Hotel Properties, L.P.	Percentage rent as seen on page 14 of lease

Bus. Name: Pink Pantry (The)
Applicant Name: South Seas Estero Island, LTD

AFFIDAVIT OF APPLICANTS

"I, the undersigned individually, or if a corporation for itself, its officers and directors, hereby swear or affirm that I am duly authorized to make the above and foregoing application and, as such I hereby swear or affirm that the attached sketch or blueprint is substantially a true and correct representation of the premises to be licensed and agree that the place of business, if licensed, may be inspected and searched during business hours or at anytime business is being conducted on the premises without a search warrant by officers of the Division of Alcoholic Beverages and Tobacco, the Sheriff, his Deputies, and Police Officers for the purposes of determining compliance with the beverage and cigarette laws.

I swear under oath or affirmation under penalty of perjury as provided for in Florida Statutes 559.791, 562.45, and 827.06, that the foregoing information is true and that no other person or entity except as indicated herein has an interest in the alcoholic beverage license and/or cigarette permit and that all of the above listed persons or entities meet the qualifications necessary to hold an interest in the alcoholic beverage license and/or cigarette permit."

STATE OF Florida
COUNTY Lee

[Signature]
APPLICANT (Signature Must be Notarized)

APPLICANT (Signature Must be Notarized)

The foregoing was () Sworn to and Subscribed OR (X) Acknowledged Before me this 1st Day of May, 19 98
BY Timothy R. Bogett, who is (X) personally known to me OR () who produced

NIA
Stephanie L. Goolsby
Notary Public

as identification.
OFFICIAL NOTARY SEAL
STEPHANIE L. GOOLSBY
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC391293
MY COMMISSION EXP. JULY 11, 1998

AFFIDAVIT OF SELLERS

"I, the undersigned, hereby swear or affirm that I am duly authorized to make this affidavit and do hereby consent, on my behalf or on behalf of the seller, to the above transfer, and represent to the Division of Alcoholic Beverages and Tobacco that the license which is being transferred is as shown in the application and that a bona fide sale in good faith has been made to the within applicant of the business for which the foregoing transfer of license is sought."

STATE OF Florida
COUNTY Lee

[Signature]
SELLER OR AUTHORIZED OFFICER (Signature Must be Notarized)

SELLER OR AUTHORIZED OFFICER (Signature Must be Notarized)

The foregoing was () Sworn to and Subscribed OR (X) Acknowledged Before me this 1st Day of May, 19 98
BY Timothy R. Bogett, who is (X) personally known to me OR () who produced

NIA
Stephanie L. Goolsby
Notary Public

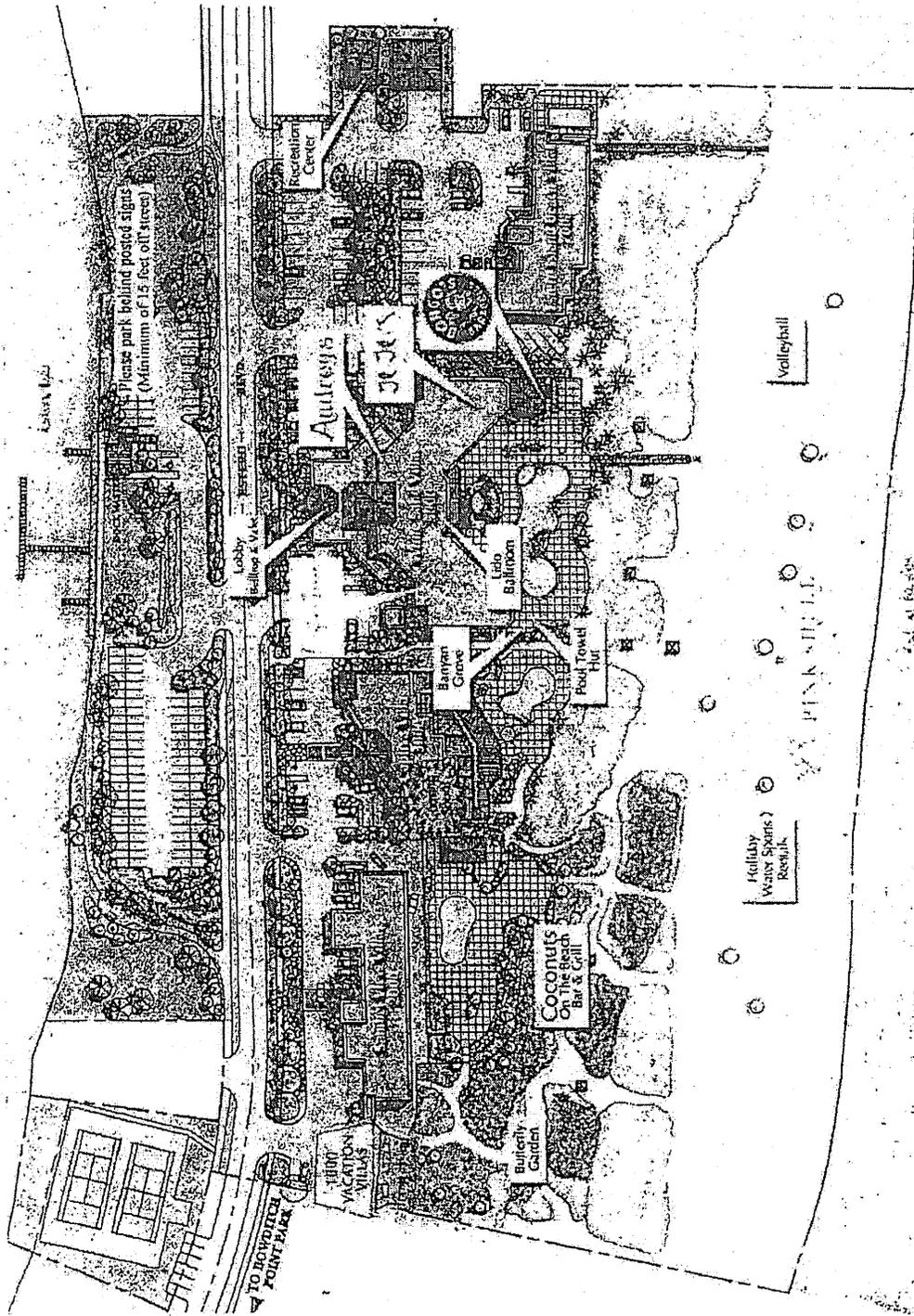
as identification.
OFFICIAL NOTARY SEAL
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COMMISSION NO. CC391293
MY COMMISSION EXP. JULY 11, 1998

For Division Use Only - do not write below this line

CODE: City 269 County [redacted]
FEIN NUMBER [redacted]
TYPE: New-adv FEE: 397.
Tobacco 50.

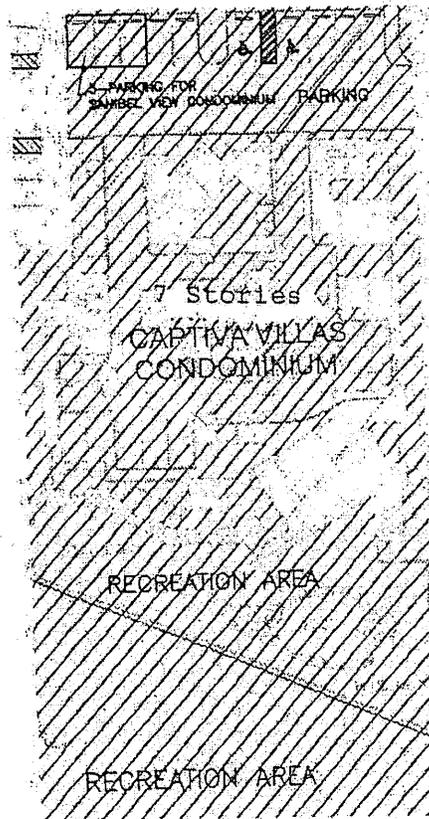
District Office Date Stamp
JUN 16 1998
DIV. ALCO. BEV. & TOB.
FORT WASHINGTON, FLORIDA

Approved by: [Signature] Date: 7/9 Audited: _____ Unaudited: [initials]



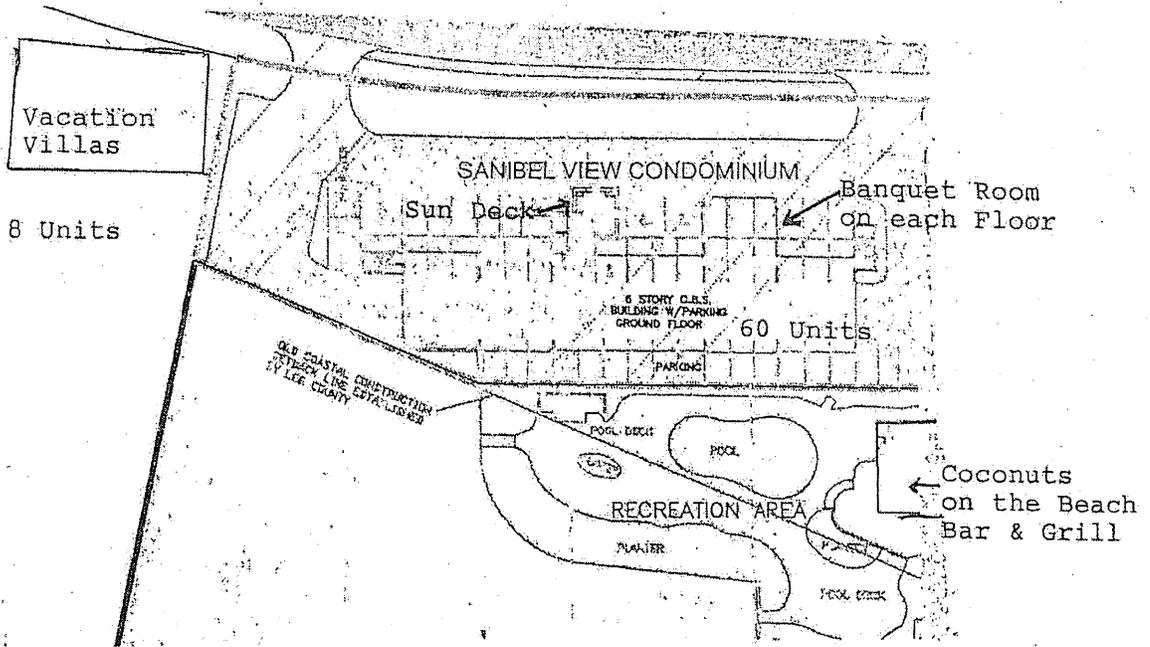
ATTACHMENT 2

Proposed
Jack's Seafood
& Grill

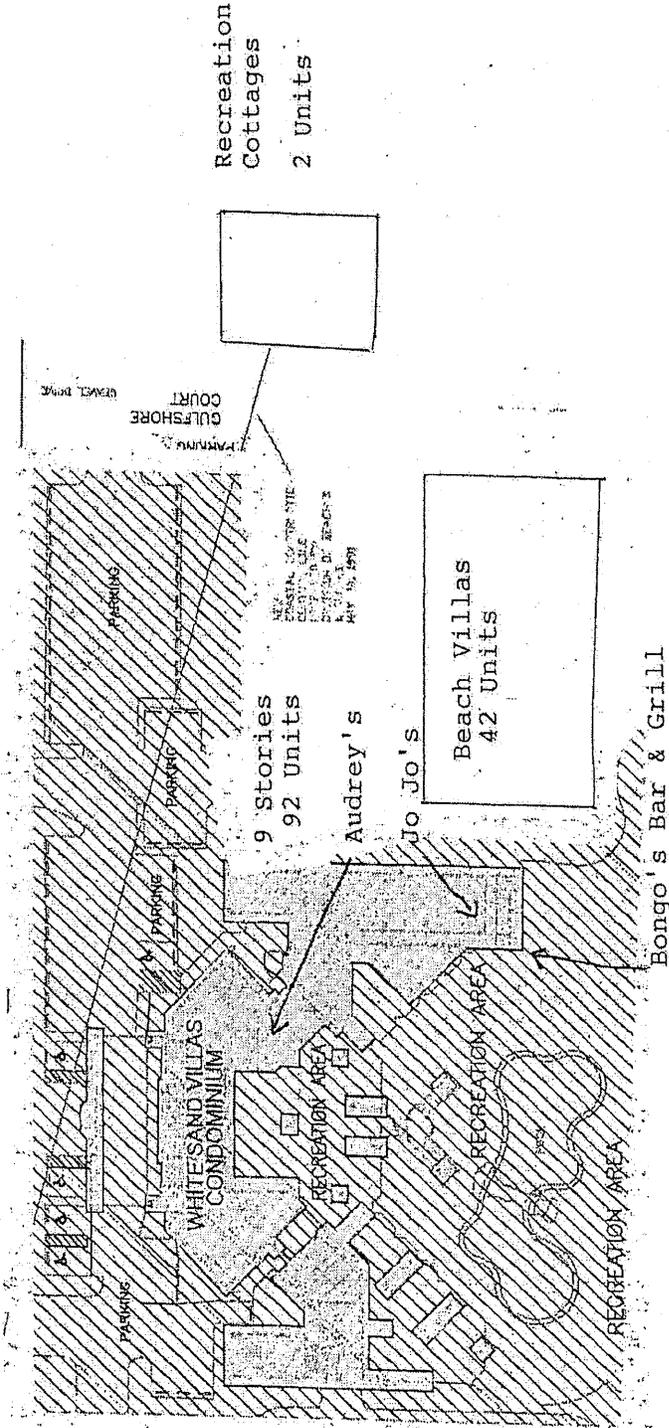


43 Units

ATTACHMENT 1



ATTACHMENT 3



11-21-01
DATE

NO.	REVISIONS
1	Issue 1-10-02
2	
3	
4	
5	

WHITE SAND VILLAS
THE TRINITY AT WHITE SANDS, PHOENIX

DATE

1.00 CONCEPT ARCHITECT
1575 W. TRINITY BLVD. #210
PHOENIX, AZ 85024

A7
SHEET

KEY PLAN

notes & legends

GENERAL NOTES:
1. ALL WORK SHALL BE IN ACCORDANCE WITH THE 2000 INTERNATIONAL BUILDING CODE (IBC) AND THE 2000 INTERNATIONAL PLUMBING AND MECHANICAL CODE (IMC).
2. ALL WORK SHALL BE IN ACCORDANCE WITH THE 2000 INTERNATIONAL ELECTRICAL CODE (IEC).
3. ALL WORK SHALL BE IN ACCORDANCE WITH THE 2000 INTERNATIONAL FIRE AND SAFETY CODE (IFSC).
4. ALL WORK SHALL BE IN ACCORDANCE WITH THE 2000 INTERNATIONAL MECHANICAL AND PLUMBING CODE (IMPC).
5. ALL WORK SHALL BE IN ACCORDANCE WITH THE 2000 INTERNATIONAL MECHANICAL AND PLUMBING CODE (IMPC).

SYMBOL LEGEND

LEGEND

FIRE WALL LEGEND

DEF. NOTE:
1. ALL WORK SHALL BE IN ACCORDANCE WITH THE 2000 INTERNATIONAL BUILDING CODE (IBC) AND THE 2000 INTERNATIONAL PLUMBING AND MECHANICAL CODE (IMC).
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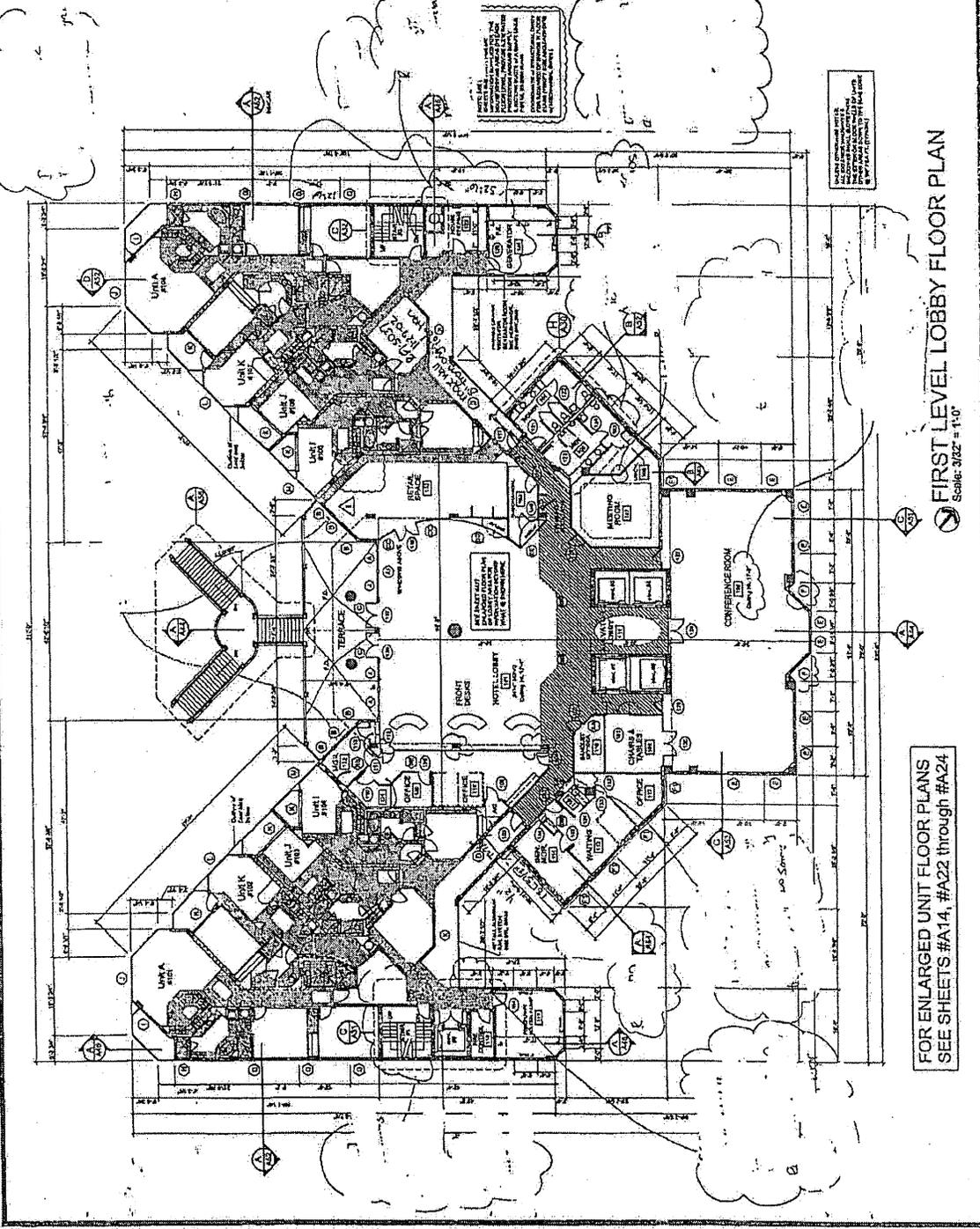
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FIRST LEVEL LOBBY FLOOR PLAN
Scale: 3/8" = 1'-0"

FOR ENLARGED UNIT FLOOR PLANS
SEE SHEETS #A14, #A22 through #A24

11-21-01
DATE

REVISIONS
1. CHANGE 11-14-02
2. CHANGE 11-14-02
3. CHANGE 11-14-02
4.

PROJECT
WHITE SAND VILLAS
The Town of Palm Beach, Florida

DESIGNER

5275 Westridge Road, Suite 210
P.O. Box 10000, Palm Beach, Florida 33411
Tel: 561-832-1111
Fax: 561-832-1112
www.mcconnick.com

A8
SHEET

SCALE

Notes & legends

1. ALL DIMENSIONS ARE IN FEET AND INCHES UNLESS OTHERWISE NOTED.

2. ALL WALLS ARE 4" THICK UNLESS OTHERWISE NOTED.

3. ALL DOORS ARE 36" WIDE UNLESS OTHERWISE NOTED.

4. ALL WINDOWS ARE 48" WIDE UNLESS OTHERWISE NOTED.

5. ALL FLOORS ARE 4" THICK CONCRETE UNLESS OTHERWISE NOTED.

6. ALL CEILING ARE 8' HIGH UNLESS OTHERWISE NOTED.

7. ALL ROOFS ARE 2" THICK CONCRETE UNLESS OTHERWISE NOTED.

8. ALL STAIRS ARE 44" WIDE UNLESS OTHERWISE NOTED.

9. ALL ELEVATORS ARE 44" WIDE UNLESS OTHERWISE NOTED.

10. ALL MECH. ROOMS ARE 8' HIGH UNLESS OTHERWISE NOTED.

11. ALL SYSTEMS ROOMS ARE 8' HIGH UNLESS OTHERWISE NOTED.

12. ALL CONFERENCE ROOMS ARE 8' HIGH UNLESS OTHERWISE NOTED.

13. ALL STORAGE ROOMS ARE 8' HIGH UNLESS OTHERWISE NOTED.

14. ALL HALLWAYS ARE 4' WIDE UNLESS OTHERWISE NOTED.

15. ALL CORRIDORS ARE 4' WIDE UNLESS OTHERWISE NOTED.

16. ALL LOBBIES ARE 8' HIGH UNLESS OTHERWISE NOTED.

17. ALL RECEPTION AREAS ARE 8' HIGH UNLESS OTHERWISE NOTED.

18. ALL OFFICES ARE 8' HIGH UNLESS OTHERWISE NOTED.

19. ALL BATHS ARE 8' HIGH UNLESS OTHERWISE NOTED.

20. ALL KITCHENS ARE 8' HIGH UNLESS OTHERWISE NOTED.

21. ALL DINING AREAS ARE 8' HIGH UNLESS OTHERWISE NOTED.

22. ALL LIVING AREAS ARE 8' HIGH UNLESS OTHERWISE NOTED.

23. ALL BEDROOMS ARE 8' HIGH UNLESS OTHERWISE NOTED.

24. ALL PORCHES ARE 4" THICK CONCRETE UNLESS OTHERWISE NOTED.

25. ALL PATIOS ARE 4" THICK CONCRETE UNLESS OTHERWISE NOTED.

26. ALL TERRACES ARE 4" THICK CONCRETE UNLESS OTHERWISE NOTED.

27. ALL BALCONIES ARE 4" THICK CONCRETE UNLESS OTHERWISE NOTED.

28. ALL STAIRS ARE 44" WIDE UNLESS OTHERWISE NOTED.

29. ALL ELEVATORS ARE 44" WIDE UNLESS OTHERWISE NOTED.

30. ALL MECH. ROOMS ARE 8' HIGH UNLESS OTHERWISE NOTED.

31. ALL SYSTEMS ROOMS ARE 8' HIGH UNLESS OTHERWISE NOTED.

32. ALL CONFERENCE ROOMS ARE 8' HIGH UNLESS OTHERWISE NOTED.

33. ALL STORAGE ROOMS ARE 8' HIGH UNLESS OTHERWISE NOTED.

34. ALL HALLWAYS ARE 4' WIDE UNLESS OTHERWISE NOTED.

35. ALL CORRIDORS ARE 4' WIDE UNLESS OTHERWISE NOTED.

36. ALL LOBBIES ARE 8' HIGH UNLESS OTHERWISE NOTED.

37. ALL RECEPTION AREAS ARE 8' HIGH UNLESS OTHERWISE NOTED.

38. ALL OFFICES ARE 8' HIGH UNLESS OTHERWISE NOTED.

39. ALL BATHS ARE 8' HIGH UNLESS OTHERWISE NOTED.

40. ALL KITCHENS ARE 8' HIGH UNLESS OTHERWISE NOTED.

41. ALL DINING AREAS ARE 8' HIGH UNLESS OTHERWISE NOTED.

42. ALL LIVING AREAS ARE 8' HIGH UNLESS OTHERWISE NOTED.

43. ALL BEDROOMS ARE 8' HIGH UNLESS OTHERWISE NOTED.

44. ALL PORCHES ARE 4" THICK CONCRETE UNLESS OTHERWISE NOTED.

45. ALL PATIOS ARE 4" THICK CONCRETE UNLESS OTHERWISE NOTED.

46. ALL TERRACES ARE 4" THICK CONCRETE UNLESS OTHERWISE NOTED.

47. ALL BALCONIES ARE 4" THICK CONCRETE UNLESS OTHERWISE NOTED.

SYMBOL LEGEND

○ 1/4" DIA. CIRCLE
○ 1/2" DIA. CIRCLE
○ 3/4" DIA. CIRCLE
○ 1" DIA. CIRCLE
○ 1 1/2" DIA. CIRCLE
○ 2" DIA. CIRCLE
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○ 4" DIA. CIRCLE
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○ 24" DIA. CIRCLE
○ 36" DIA. CIRCLE
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○ 60" DIA. CIRCLE
○ 72" DIA. CIRCLE
○ 84" DIA. CIRCLE
○ 96" DIA. CIRCLE
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○ 120" DIA. CIRCLE
○ 144" DIA. CIRCLE
○ 168" DIA. CIRCLE
○ 192" DIA. CIRCLE
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○ 240" DIA. CIRCLE
○ 270" DIA. CIRCLE
○ 300" DIA. CIRCLE
○ 324" DIA. CIRCLE
○ 348" DIA. CIRCLE
○ 372" DIA. CIRCLE
○ 400" DIA. CIRCLE
○ 420" DIA. CIRCLE
○ 440" DIA. CIRCLE
○ 460" DIA. CIRCLE
○ 480" DIA. CIRCLE
○ 500" DIA. CIRCLE
○ 520" DIA. CIRCLE
○ 540" DIA. CIRCLE
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○ 640" DIA. CIRCLE
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○ 720" DIA. CIRCLE
○ 740" DIA. CIRCLE
○ 760" DIA. CIRCLE
○ 780" DIA. CIRCLE
○ 800" DIA. CIRCLE
○ 820" DIA. CIRCLE
○ 840" DIA. CIRCLE
○ 860" DIA. CIRCLE
○ 880" DIA. CIRCLE
○ 900" DIA. CIRCLE
○ 920" DIA. CIRCLE
○ 940" DIA. CIRCLE
○ 960" DIA. CIRCLE
○ 980" DIA. CIRCLE
○ 1000" DIA. CIRCLE

WALL LEGEND

1. 4" THICK CONCRETE WALL
2. 6" THICK CONCRETE WALL
3. 8" THICK CONCRETE WALL
4. 10" THICK CONCRETE WALL
5. 12" THICK CONCRETE WALL
6. 14" THICK CONCRETE WALL
7. 16" THICK CONCRETE WALL
8. 18" THICK CONCRETE WALL
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23. 48" THICK CONCRETE WALL
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34. 70" THICK CONCRETE WALL
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36. 74" THICK CONCRETE WALL
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39. 80" THICK CONCRETE WALL
40. 82" THICK CONCRETE WALL
41. 84" THICK CONCRETE WALL
42. 86" THICK CONCRETE WALL
43. 88" THICK CONCRETE WALL
44. 90" THICK CONCRETE WALL
45. 92" THICK CONCRETE WALL
46. 94" THICK CONCRETE WALL
47. 96" THICK CONCRETE WALL
48. 98" THICK CONCRETE WALL
49. 100" THICK CONCRETE WALL

DOOR LEGEND

1. 36" WIDE DOOR
2. 42" WIDE DOOR
3. 48" WIDE DOOR
4. 54" WIDE DOOR
5. 60" WIDE DOOR
6. 66" WIDE DOOR
7. 72" WIDE DOOR
8. 78" WIDE DOOR
9. 84" WIDE DOOR
10. 90" WIDE DOOR
11. 96" WIDE DOOR
12. 102" WIDE DOOR
13. 108" WIDE DOOR
14. 114" WIDE DOOR
15. 120" WIDE DOOR
16. 126" WIDE DOOR
17. 132" WIDE DOOR
18. 138" WIDE DOOR
19. 144" WIDE DOOR
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21. 156" WIDE DOOR
22. 162" WIDE DOOR
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25. 180" WIDE DOOR
26. 186" WIDE DOOR
27. 192" WIDE DOOR
28. 198" WIDE DOOR
29. 204" WIDE DOOR
30. 210" WIDE DOOR
31. 216" WIDE DOOR
32. 222" WIDE DOOR
33. 228" WIDE DOOR
34. 234" WIDE DOOR
35. 240" WIDE DOOR
36. 246" WIDE DOOR
37. 252" WIDE DOOR
38. 258" WIDE DOOR
39. 264" WIDE DOOR
40. 270" WIDE DOOR
41. 276" WIDE DOOR
42. 282" WIDE DOOR
43. 288" WIDE DOOR
44. 294" WIDE DOOR
45. 300" WIDE DOOR
46. 306" WIDE DOOR
47. 312" WIDE DOOR
48. 318" WIDE DOOR
49. 324" WIDE DOOR
50. 330" WIDE DOOR
51. 336" WIDE DOOR
52. 342" WIDE DOOR
53. 348" WIDE DOOR
54. 354" WIDE DOOR
55. 360" WIDE DOOR
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57. 372" WIDE DOOR
58. 378" WIDE DOOR
59. 384" WIDE DOOR
60. 390" WIDE DOOR
61. 396" WIDE DOOR
62. 402" WIDE DOOR
63. 408" WIDE DOOR
64. 414" WIDE DOOR
65. 420" WIDE DOOR
66. 426" WIDE DOOR
67. 432" WIDE DOOR
68. 438" WIDE DOOR
69. 444" WIDE DOOR
70. 450" WIDE DOOR
71. 456" WIDE DOOR
72. 462" WIDE DOOR
73. 468" WIDE DOOR
74. 474" WIDE DOOR
75. 480" WIDE DOOR
76. 486" WIDE DOOR
77. 492" WIDE DOOR
78. 498" WIDE DOOR
79. 504" WIDE DOOR
80. 510" WIDE DOOR
81. 516" WIDE DOOR
82. 522" WIDE DOOR
83. 528" WIDE DOOR
84. 534" WIDE DOOR
85. 540" WIDE DOOR
86. 546" WIDE DOOR
87. 552" WIDE DOOR
88. 558" WIDE DOOR
89. 564" WIDE DOOR
90. 570" WIDE DOOR
91. 576" WIDE DOOR
92. 582" WIDE DOOR
93. 588" WIDE DOOR
94. 594" WIDE DOOR
95. 600" WIDE DOOR
96. 606" WIDE DOOR
97. 612" WIDE DOOR
98. 618" WIDE DOOR
99. 624" WIDE DOOR
100. 630" WIDE DOOR
101. 636" WIDE DOOR
102. 642" WIDE DOOR
103. 648" WIDE DOOR
104. 654" WIDE DOOR
105. 660" WIDE DOOR
106. 666" WIDE DOOR
107. 672" WIDE DOOR
108. 678" WIDE DOOR
109. 684" WIDE DOOR
110. 690" WIDE DOOR
111. 696" WIDE DOOR
112. 702" WIDE DOOR
113. 708" WIDE DOOR
114. 714" WIDE DOOR
115. 720" WIDE DOOR
116. 726" WIDE DOOR
117. 732" WIDE DOOR
118. 738" WIDE DOOR
119. 744" WIDE DOOR
120. 750" WIDE DOOR
121. 756" WIDE DOOR
122. 762" WIDE DOOR
123. 768" WIDE DOOR
124. 774" WIDE DOOR
125. 780" WIDE DOOR
126. 786" WIDE DOOR
127. 792" WIDE DOOR
128. 798" WIDE DOOR
129. 804" WIDE DOOR
130. 810" WIDE DOOR
131. 816" WIDE DOOR
132. 822" WIDE DOOR
133. 828" WIDE DOOR
134. 834" WIDE DOOR
135. 840" WIDE DOOR
136. 846" WIDE DOOR
137. 852" WIDE DOOR
138. 858" WIDE DOOR
139. 864" WIDE DOOR
140. 870" WIDE DOOR
141. 876" WIDE DOOR
142. 882" WIDE DOOR
143. 888" WIDE DOOR
144. 894" WIDE DOOR
145. 900" WIDE DOOR
146. 906" WIDE DOOR
147. 912" WIDE DOOR
148. 918" WIDE DOOR
149. 924" WIDE DOOR
150. 930" WIDE DOOR
151. 936" WIDE DOOR
152. 942" WIDE DOOR
153. 948" WIDE DOOR
154. 954" WIDE DOOR
155. 960" WIDE DOOR
156. 966" WIDE DOOR
157. 972" WIDE DOOR
158. 978" WIDE DOOR
159. 984" WIDE DOOR
160. 990" WIDE DOOR
161. 996" WIDE DOOR
162. 1000" WIDE DOOR

DEP. NOTE

1. THIS PLAN IS THE PROPERTY OF THE ARCHITECT AND IS TO BE USED ONLY FOR THE PROJECT AND SITE SPECIFICALLY IDENTIFIED HEREON. IT IS NOT TO BE REPRODUCED, COPIED, OR TRANSMITTED IN ANY FORM OR BY ANY MEANS, ELECTRONIC OR MECHANICAL, INCLUDING PHOTOCOPYING, RECORDING, OR BY ANY INFORMATION STORAGE AND RETRIEVAL SYSTEM, WITHOUT THE WRITTEN PERMISSION OF THE ARCHITECT.

2. THE ARCHITECT ASSUMES NO LIABILITY FOR ANY DAMAGE TO PERSONS OR PROPERTY ARISING FROM THE USE OF THIS PLAN, WHETHER SUCH DAMAGE BE CAUSED BY NEGLIGENCE OR OTHERWISE.

3. THE ARCHITECT DOES NOT WARRANT THAT THIS PLAN IS FREE FROM ERRORS OR OMISSIONS, AND THE ARCHITECT DOES NOT WARRANT THAT THIS PLAN IS COMPLETE OR ACCURATE.

4. THE ARCHITECT DOES NOT WARRANT THAT THIS PLAN IS IN ACCORDANCE WITH ALL APPLICABLE CODES AND REGULATIONS, AND THE ARCHITECT DOES NOT WARRANT THAT THIS PLAN IS IN ACCORDANCE WITH ALL APPLICABLE CONTRACT DOCUMENTS.

5. THE ARCHITECT DOES NOT WARRANT THAT THIS PLAN IS IN ACCORDANCE WITH ALL APPLICABLE STANDARDS AND PRACTICES, AND THE ARCHITECT DOES NOT WARRANT THAT THIS PLAN IS IN ACCORDANCE WITH ALL APPLICABLE CONTRACT DOCUMENTS.

6. THE ARCHITECT DOES NOT WARRANT THAT THIS PLAN IS IN ACCORDANCE WITH ALL APPLICABLE CONTRACT DOCUMENTS, AND THE ARCHITECT DOES NOT WARRANT THAT THIS PLAN IS IN ACCORDANCE WITH ALL APPLICABLE CONTRACT DOCUMENTS.

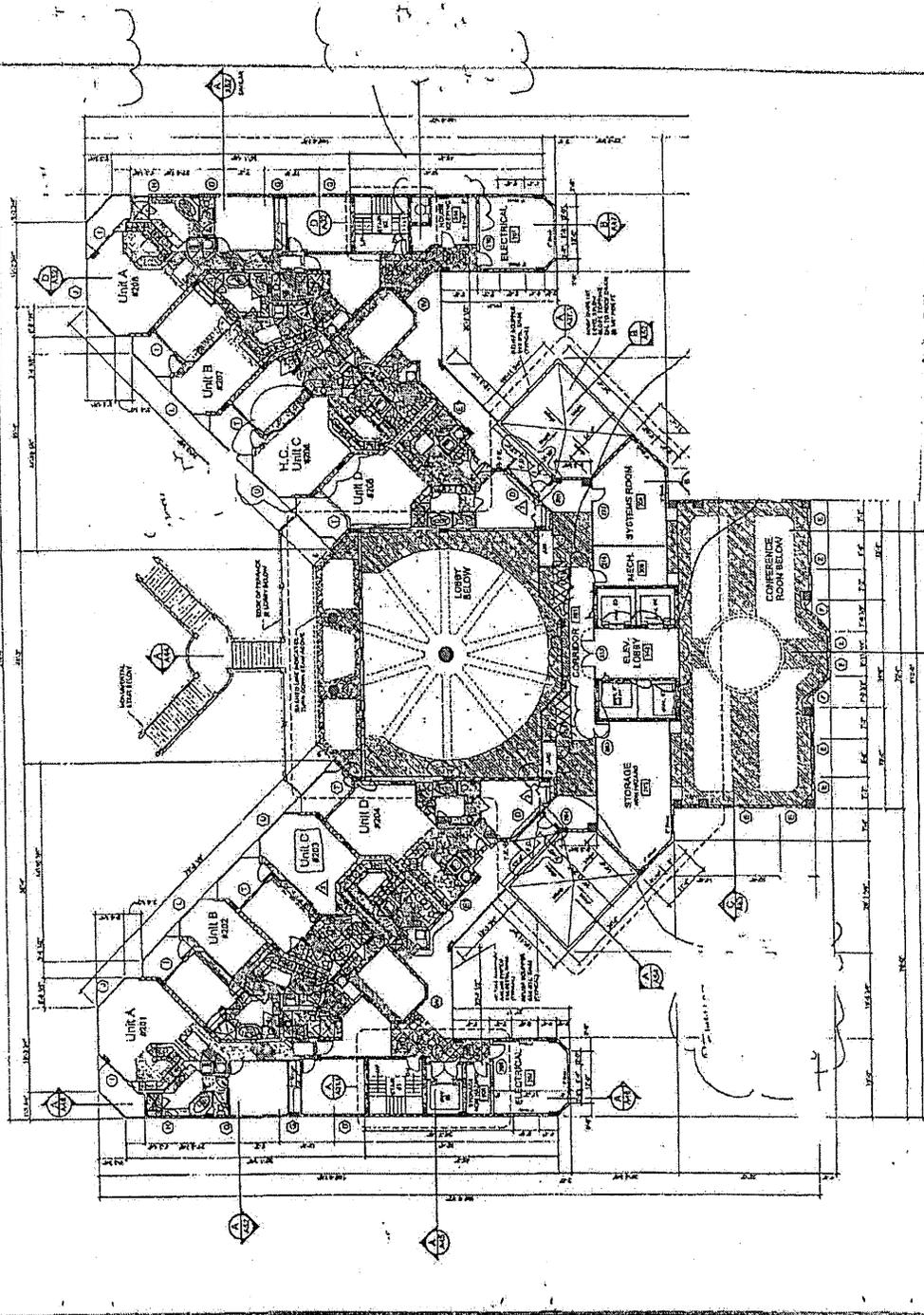
7. THE ARCHITECT DOES NOT WARRANT THAT THIS PLAN IS IN ACCORDANCE WITH ALL APPLICABLE CONTRACT DOCUMENTS, AND THE ARCHITECT DOES NOT WARRANT THAT THIS PLAN IS IN ACCORDANCE WITH ALL APPLICABLE CONTRACT DOCUMENTS.

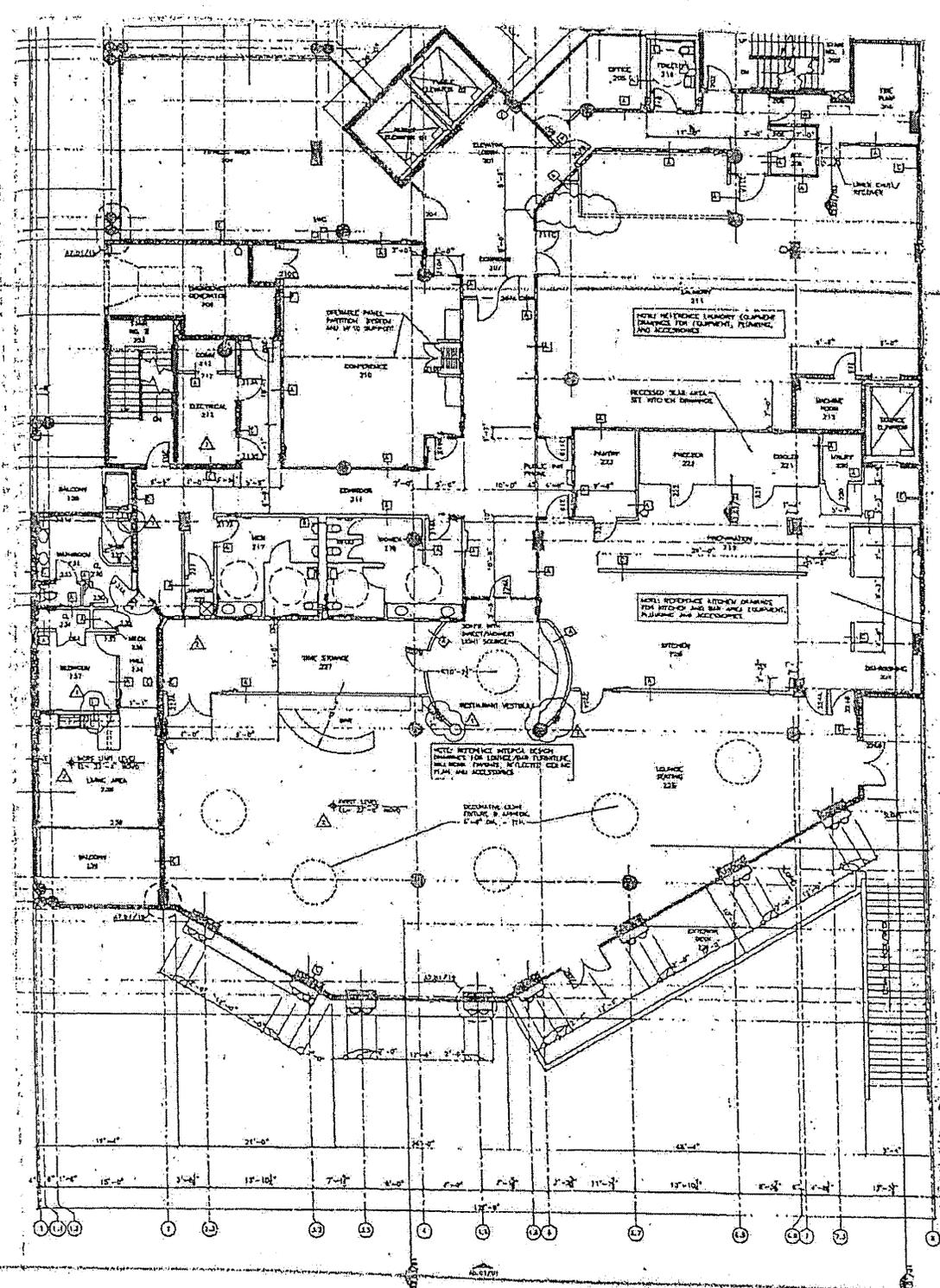
8. THE ARCHITECT DOES NOT WARRANT THAT THIS PLAN IS IN ACCORDANCE WITH ALL APPLICABLE CONTRACT DOCUMENTS, AND THE ARCHITECT DOES NOT WARRANT THAT THIS PLAN IS IN ACCORDANCE WITH ALL APPLICABLE CONTRACT DOCUMENTS.

9. THE ARCHITECT DOES NOT WARRANT THAT THIS PLAN IS IN ACCORDANCE WITH ALL APPLICABLE CONTRACT DOCUMENTS, AND THE ARCHITECT DOES NOT WARRANT THAT THIS PLAN IS IN ACCORDANCE WITH ALL APPLICABLE CONTRACT DOCUMENTS.

10. THE ARCHITECT DOES NOT WARRANT THAT THIS PLAN IS IN ACCORDANCE WITH ALL APPLICABLE CONTRACT DOCUMENTS, AND THE ARCHITECT DOES NOT WARRANT THAT THIS PLAN IS IN ACCORDANCE WITH ALL APPLICABLE CONTRACT DOCUMENTS.

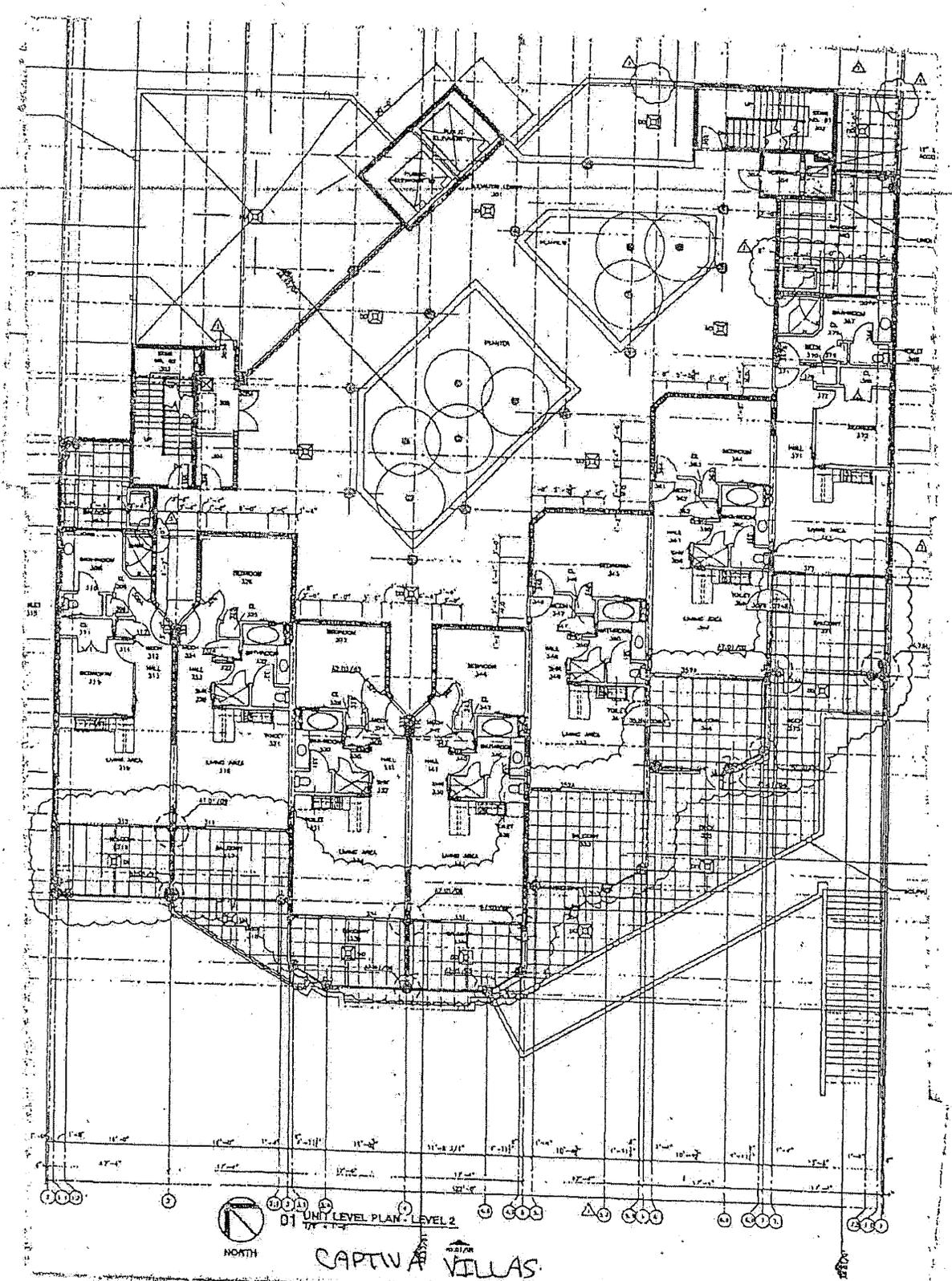
KEY PLAN





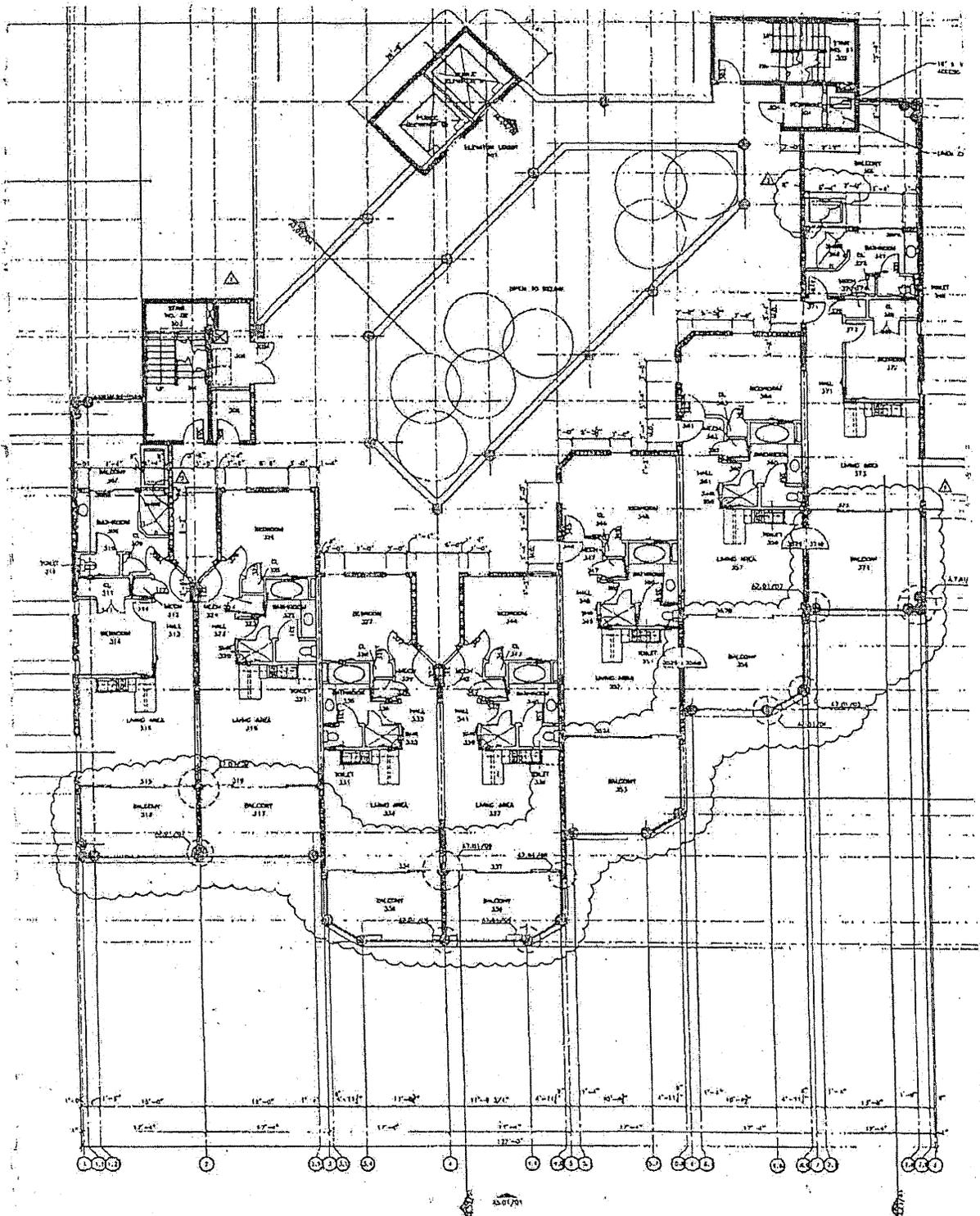
01 COMMERCIAL LEVEL PLAN
 CAPTIVA VILLAS





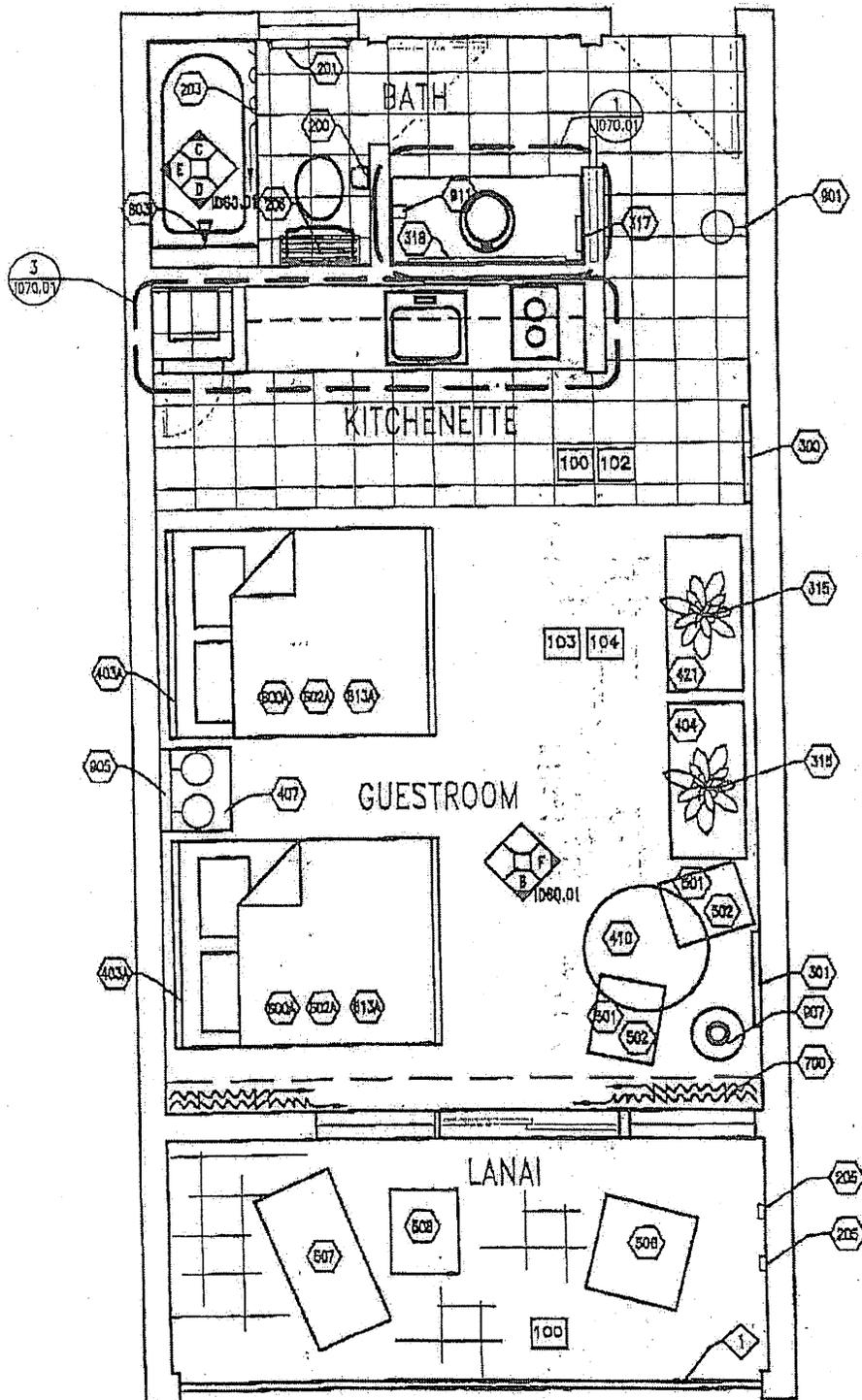
01 UNIT LEVEL PLAN - LEVEL 2

CAPTIVA VILLAS



01 TYPICAL UNIT LEVEL PLAN- LEVELS 3-7

CAPTIVA VILLAS



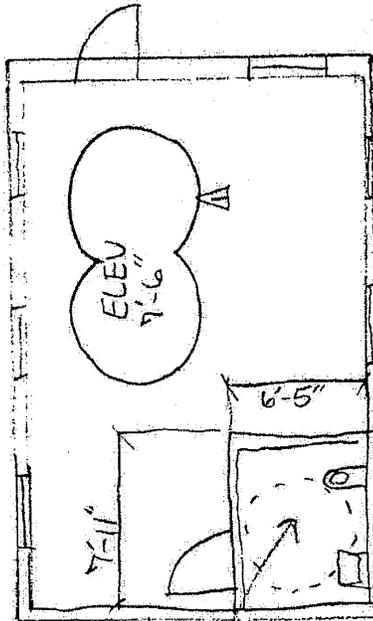
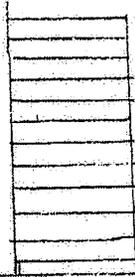
PLAN-QUEEN/QUEEN GUESTROOMS (QTY. 39)

1/4" = 1'-0"

38'

34'

Decking

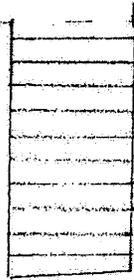


7'-11"

6'-5"

Bathroom

Decking



38' Road

Fort Myers, Florida 33902-0098
(813) 334-2166

Writer's Direct Dial Number

02 MAY 80
where
know, in
maximum of

July 12, 1989

Carleton Ryffel
AICP, Inc.
6290 Corporate Court S.W.
Suite C-202
Fort Myers, Florida 33919

RECEIVED
NOV 20 1989
CITY AND COUNTY OF FORT MYERS
PLANNING DEPARTMENT

RE: Administrative Changes to the PUD/Pink Shell

Dear Carleton:

I have reviewed your letter regarding the above captioned with Mary Gibbs and we are in substantial agreement with the eight points you have brought up following our discussion. I will list them in the order that you had them.

- Yes, you may change the order of the Phases.
- Transfer of the density units is acceptable from the existing cottages to the area shown as four story buildings and again, assuming you have Unified Control, as you assured me you do.
- The individual buildings do not have to have the parking required at their specific locations, provided they are located in reasonable proximity and the total parking for the entire PUD is met within the boundaries of the PUD.
- The change from interval ownership to motels has no concern to the Zoning Division other than the provisions for parking required in accordance with zoning regulations.
- The two buildings at the north end of the property may be combined into one building.

L. Bishop, Jr.
Two
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Three
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Four
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Ive
egal George
Administrator
Yaeger
Horney
Barker
earing

- You may construct six story building(s) on the north end where the buildings are shown as four story. This as you know, is in accordance with the Resolution which states the maximum of six stories.
- Reduction of the square footage of the restaurant and lounge and the construction of Chicki huts for the total amount of square footage is acceptable.
- The transfer of the use of the former cottages across the street within the boundaries of the PUD, as rental offices is certainly agreeable. Any construction questions you may have, however, would have to be discussed with the Division of Codes and Building Services.

We will keep your modified plans on file with the original PUD and if you have further questions, please do not hesitate to call upon us. It was a pleasure speaking with you.

Sincerely,

DEPARTMENT OF COMMUNITY DEVELOPMENT

Pauline

Pauline Camelia
Director
Zoning Division

13391 McGregor Boulevard, S.W.
Fort Myers, Florida 33919

WPC/llw

cc: Timothy Bogott
Mariner Capital Management, Inc.
13391 McGregor Boulevard, S.W.
Fort Myers, Florida 33919

in 0849U

lounge

We may

Today.
Thank you

RECEIVED
DEPT. OF COMMUNITY DEVELOPMENT

NOV 29 1990

DIV. OF COMMUNITY DEVELOPMENT
FORT MYERS, FLORIDA

ADMINISTRATIVE APPROVAL AMENDMENT NUMBER PUD-91-010

ADMINISTRATIVE APPROVAL

AMENDMENT

LEE COUNTY, FLORIDA

WHEREAS, Florida Income Fund III has filed an application for administrative approval of an amendment to a Planned Unit Development on a project known as Pink Shell Resort for the following requests: to approve the general location of the new proposed building in Phase III and to allow a maximum of 35 units within this building to be transferred from Phase III and Phase V. Also requested, is to allow the required parking for this building to include a parking area to be located northeast of this building, replacing two existing cottages as shown on Exhibit 2, and to allow 30% of the required parking for this building only to be long term, compact spaces of 8 feet by 16 feet, with the remainder of the spaces to be 9 feet by 18 feet and also to allow the extension of the Consumption on Premises approved per Resolution Z-87-076 for three years beyond the May 11, 1992 expiration date. Also requested is a correction to the legal description of Resolution Z-82-170 to include lots 5 & 6 of the Gulf Shore Subdivision, Plat Book 9 at Page 88. This project is located at 275 Estero Boulevard, Fort Myers Beach, described more particularly as:

LEGAL DESCRIPTION: In Section 24, Township 46 South, Range 23 East, Lee County, Florida:

SUBJECT PROPERTY: Sec. 24, Twp. 46S, Rge. 25E, Lee County, Florida. Lots 29 & 30 of Island Shores Unit 4 as recorded in Plat Book 9 at Page 37, Public Records of Lee County, Florida.

TOGETHER WITH,

The Westerly 25 feet of Lot 33 and all of Lots 34 through 36, Island Shores Unit 4, Plat Book 9 at Page 37, together with Lots 2 through 4 and Lots 8 through 10, Gulf Shore, Plat Book 9 at Page 88.

TOGETHER WITH,

Lot 40 less Northwesterly 6.5 feet and all of Lot 39, Island Shores Club Section, Plat Book 9 at Page 41.

TOGETHER WITH,

The Northwesterly 6.5 feet and all of Lot 39, Island Shores Club Section, Plat Book 9 at Page 41.

TOGETHER WITH,

The Northwesterly 6.5 feet of Lot 40 and Lots 41 and 42 and Lots 38 and 39, Block "D", Island Shores Club Section.

TOGETHER WITH,

The West Half ($W\frac{1}{2}$) of Lot 29 and all of Lots 30 through 32, Block "D", Island Shores Unit 4, together with Lots 33 and 34, Block "D", Island Shores Club Section.

TOGETHER WITH,

Lots 5 & 6 Gulf Shore Subdivision, Plat Book 9 at Page 88.

All in Section 24, Township 46 South, Range 23 East, Lee County, Florida.

WHEREAS, the property was originally rezoned to Planned Unit Development, in hearing number 82-3-28-DCI, Resolution number Z-82-170; with the following eight (8) conditions:

1. Reduction of density for a total of 182 units;
2. PUD will be phased over a minimum of 10 years;
3. No building will exceed 6 stories over parking;
4. Construct a bike path the length of the development;
5. Must provide 3 beach access points;
6. Must provide contribution in the amount of \$8,100.00 toward improvements to Estero Boulevard;
7. Must provide a street-scaping plan; and
8. Must provide 6 additional parking spaces for condominium owners at end of the resort.

WHEREAS, the property was granted Final PUD Site Plan Approval for Phase I in hearing number 83-9-12-DCI, Resolution number ZAB-83-353.

WHEREAS, the property was granted Final PUD Site Plan Approval for Phases II thru V in hearing number 83-9-12-DCI, Resolution number ZAB-84-196; with the following four (4) conditions:

1. Prior to issuance of a final development order, landscape plans shall be submitted to fulfill condition #7 of the preliminary approval, which is to landscape both sides of Estero Boulevard.
2. The 6 parking spaces are for the exclusive use of the Pink Shell Vacation Villas, to fulfill condition #8 of the preliminary approval.
3. Existing buildings shown on these plans are not part of the PUD approval and any nonconforming buildings are not modified by this approval.
4. Prior to issuance of a preliminary development order, the beach access agreements, as amended, shall be executed and recorded into the Official Records.

WHEREAS, the property was granted approval for an amendment to Final PUD approval for a consumption on premises in Phase V for a temporary lounge in hearing number 83-9-12(a)-DCI, Resolution number Z-87-076; with the following three (3) conditions:

1. The COP use shall be limited to the 350 square foot recreation room of the existing office and model center building located in Phase V until the restaurant and minimarket are constructed, at which time the COP may be transferred to that structure if reviewed and approved by the Board of County Commissioners and state regulations.
2. The temporary lounge and COP shall be restricted to the residents and guests of Pink Shell.
3. This approval is limited to 5 years unless the COP is transferred to the restaurant and the minimarket. After 5 years, if the restaurant has not been constructed, this approval shall expire and the applicant shall resubmit a new application, the lounge shall cease operation, and this approval shall be suspended.

WHEREAS, the property was granted administrative changes to the Final PUD Site Plan governed by Resolutions Z-82-170, ZAB-83-353, ZAB-84-196 and

Z-87-076 on July 12, 1989 by the Zoning Director. The following eight (8) changes were granted administrative approval:

1. Changing the order of Phases I, II and III;
2. Transfer of density (20 units) from the existing cottages in Phase III to the proposed 4-story buildings in Phases II and IV provided the applicant has Unified Control;
3. Parking for individual buildings is not required at specific locations, provided they are located in reasonable proximity and total parking for the entire PUD is met within its boundaries;
4. Changing interval ownership buildings to motels;
5. The two buildings at the north end of the property may be combined into one building;
6. Changing the 4-story buildings on the north end of Phases II and IV to a 6-story building;
7. Reduce the square footage of the restaurant and lounge in Phase V and construct a chicki hut in the amount of square footage reduced; and
8. Transfer the rental offices in Phase V to the cottage across the street in Phase III.

WHEREAS, the property was granted approval for use of the Consumption on Premises for the Chicki huts on the Sanibel View site per administrative approval dated June 19, 1989.

WHEREAS, the Consumption on Premises still applies to the proposed restaurant and minimarket in Phase V per Resolution Z-87-076.

WHEREAS, Phase I of the PUD known as Island Shores, which has 42 dwelling units, has been sold and is no longer part of the Pink Shell Resort. Therefore, any future development shall not include that portion of the PUD.

WHEREAS, the remaining Phases II, III, IV and V shall not exceed a total of 147 dwelling units.

WHEREAS, the transfer of dwelling units to the new building shall be as described in the attached letter dated received October 8, 1991 and as shown on the correlating Exhibit 3 and as conditioned below.

WHEREAS, Lee County Ordinance 89-04 amends the Zoning Ordinance (Ordinance No. 86-17) to provide for certain administrative changes to planned development master concept plans and planned unit development final development plans; and

WHEREAS, the subject application and plans have been reviewed by the Lee County Department of Community Development in accordance with applicable regulations for compliance with all terms of the administrative approval procedures.

NOW, THEREFORE, IT IS HEREBY DETERMINED that the application for Administrative Approval for an amendment to a Planned Unit Development is APPROVED for a maximum of 35 dwelling units in the proposed building, to allow 30% of the required parking for the proposed building to have 8 feet by 16 feet spaces with the remainder having 9 feet by 18 feet spaces, to allow the required parking for the proposed building to include the proposed parking area adjacent to the building site, and to allow the transfer of 35 dwelling units from Phase III and Phase V to the proposed building. Also recommended for approval is a three year extension for the consumption on premises to May 11, 1995 and finally, to approve the correction of the legal description of Resolution Z-82-170 to include Lots 5 & 6 of the Gulf Shore Subdivision, Plat Book 9 at Page 88.

Approval is subject to the following conditions:

1. The maximum number of dwelling units within the PUD project (excluding Phase I with 42 units and including the 7 motel units in Phase V) shall not exceed 147.
2. The maximum number of dwelling units within the proposed building shall not exceed 35. (See Exhibit 2)
3. The height of the proposed building shall not exceed six stories over parking.
4. The requested deviation from parking requirements shall apply to the proposed building and proposed adjacent parking area only. (See Exhibit 2)
5. The applicant will be required to complete the following prior to issuance of a Certificate of Compliance by the Division of Development Review:
 - a) As shown on Exhibit 4 in Phase III, the existing quadruplex numbered 112, 113, 114 and 115 shall be converted into a duplex allowing two units to be transferred to the new building.
 - b) Also, units numbered 102, 103, 104, 106, 107 and 108 will be razed allowing six units to be transferred to the new building.
6. Transferring the existing (7) motel units in Phase V shall be permitted with the condition that conversion of that floor area shall be for administrative offices only as defined in the Zoning Ordinance.
7. Approval of the three year extension of the Consumption on Premises shall be conditioned per Resolution Z-87-076.
8. The applicant shall comply with the Lee County Sea Turtle Protection Ordinance #89-09 lighting limitations for new construction. The applicant shall indicate techniques to be used in lighting compliance for the Division of Environmental Sciences staff review and approval prior to the Lee County Final Development Order approval.

9. The applicant shall be required to provide a beach/dune vegetation planting plan to mitigate beach system impacts. The planting plan shall include plant quantity by species, plant size, planting success criteria and a minimum 3 year monitoring plan. The planting plan shall be submitted, and is subject to approval by, the Division of Environmental Sciences prior to Final Development Order approval.
10. The applicant shall obtain a permit for activities seaward of the Coastal Construction Control Line from the Florida Department of Natural Resources, Division of Beaches & Shores, Bureau of Coastal Engineering & Regulation prior to Lee County building permit approval.
11. The terms and conditions of the original zoning resolutions and subsequent administrative approval as modified previously and herein, remain in full force and effect.
12. The following Site Plans stamped received on October 25 , 1991, are attached hereto and incorporated herein by reference:

Exhibit 1: "Approved Resort Plan"

Exhibit 2: "New Building Footprint/General Location"

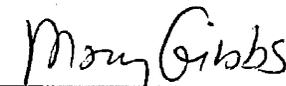
Exhibit 3: "Location of Planned or Existing Units"

Exhibit 4: "As Built Plan"

NOW, THEREFORE, IT IS HEREBY DETERMINED that the application for administrative approval for an amendment to Planned Unit Development is APPROVED as conditioned.

DULY SIGNED this 15th day of November, A.D., 1991.

BY:



Mary Gibbs
Acting Director
Department of Community Development

REC'D 17 JUN 1967

APPROVED RESORT PLAN
CLEVELAND COUNTY
LET. 6/15/67

JUN 17 3 19 PM '67

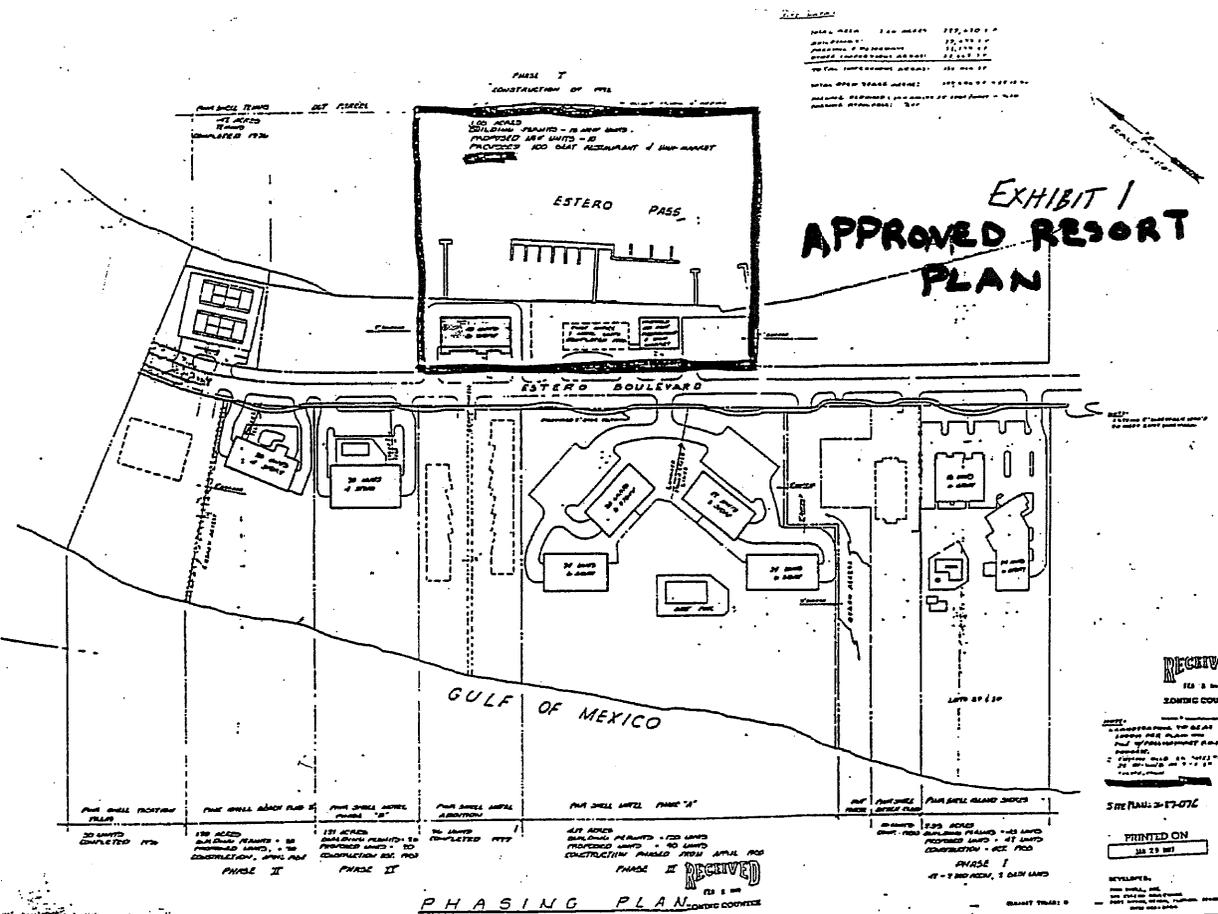


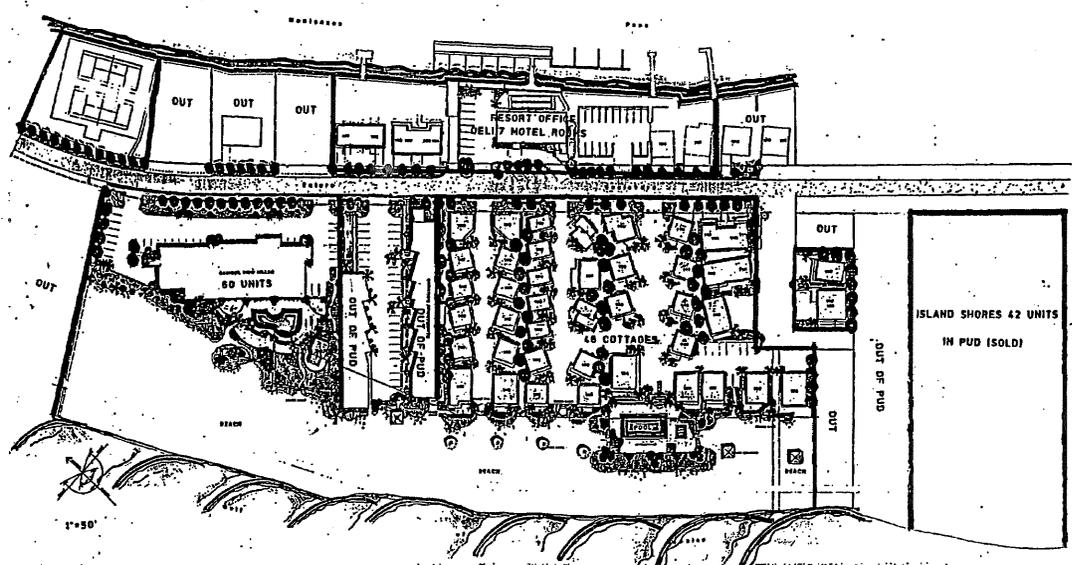
EXHIBIT 1 APPROVED RESORT PLAN

PHASING PLAN
 PHASE I
 47 - 2 BLDG. AREA, 1 GRN. LAND
 PHASE II
 47 - 2 BLDG. AREA, 1 GRN. LAND
 PHASE III
 47 - 2 BLDG. AREA, 1 GRN. LAND

RECEIVED
 PLANNING DEPT.
 JUN 15 1967
 PHASING PLAN DEVELOPMENT
 PHASE I
 47 - 2 BLDG. AREA, 1 GRN. LAND
 PHASE II
 47 - 2 BLDG. AREA, 1 GRN. LAND
 PHASE III
 47 - 2 BLDG. AREA, 1 GRN. LAND

NO. OF LOTS	100
NO. OF UNITS	100
NO. OF BLDGS.	100
NO. OF ACRES	100
NO. OF PLOTS	100
NO. OF LOTS	100
NO. OF UNITS	100
NO. OF BLDGS.	100
NO. OF ACRES	100
NO. OF PLOTS	100

APPROVED



NOTE: THIS PLAN IS DESIGNED TO BE A GENERAL LOCATION OF USES, IT IS NOT A SURVEY.

EXHIBIT 4
AS BUILT PLAN

*Original bayside commercial
including the marine uses*

RESOLUTION NUMBER Z-95-017

RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS
OF LEE COUNTY, FLORIDA

WHEREAS, Florida Income Fund III, et al, filed an application for a rezoning from RM-2 (Residential Multiple Family) and PUD (Planned Unit Development) to Commercial Planned Development, in reference to Pink Shell Resort; and

WHEREAS, the subject property is located at 275 Estero Boulevard, Fort Myers Beach, and is described more particularly as:

LEGAL DESCRIPTION: In Section 24, Township 46 South, Range 23 East, Lee County, Florida:

The Northwest Half (NW $\frac{1}{2}$) of Lots 29 through 32, inclusive, Block "D", ISLAND SHORES, Unit 4, a subdivision as recorded in Plat Book 9, Page 37, and Lots 33 through 36, inclusive, and Lots 37 through 39, inclusive, Block "D", ISLAND SHORES CLUB SECTION, a subdivision lying in Section 24, Township 46 South, Range 23 East, Lee County, Florida, as recorded in Plat Book 9, Page 41 of the Public Records of Lee County, Florida.

WHEREAS, the applicant has indicated the property's current STRAP numbers are: 24-46-23-07-00000.0350 (a portion of), and 24-46-23-08-0000D.0370; and

WHEREAS, Florida Income Fund III and Peter & Susan Lisich, fee simple owners of the subject parcels, authorized Carleton Ryffel to act as agent to pursue this zoning application; and

WHEREAS, a public hearing was properly advertised and held on October 3, 1995 before the Lee County Hearing Examiner, who gave full consideration of the evidence available; and

WHEREAS, a public hearing was properly advertised and held on November 6, 1995, before the Lee County Board of County Commissioners, who gave full and complete consideration to the recommendations of the staff, the Hearing Examiner, the documents on file with the county, and the testimony of all interested persons.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS, that the Board APPROVES with conditions the Applicants' request for a rezoning from RM-2 and PUD to Commercial Planned Development.

11/6/95

SECTION A. CONDITIONS:

The rezoning and Master Concept Plan are subject to the following conditions:

1. The development of this project must be in accordance with the one-page Master Concept Plan entitled "Pink Shell CPD," stamped received August 15, 1995, except as modified herein. This approval supersedes all previous zoning actions taken on the subject properties. The development of the parcel must comply with all state and county development regulations, except as specifically modified by this approval.
2. Permitted uses are limited to the following:
 - Efficiency Hotel/Motel Rental Units - maximum total of 59 units
 - Administrative Offices
 - Conference Center (meeting rooms)
 - Commercial Recreation, Groups II and III, limited to coin operated amusements, pools, tennis courts and similar uses
 - Bar and Cocktail Lounge, in conjunction with restaurant use only
 - Bait and Tackle Shop
 - Consumption on Premises
 - Restaurants, Groups II and III
 - Rental Establishments, Groups I and II, limited to movies, video tapes, bicycles, beach chairs, umbrellas and similar facilities
 - Boat Rentals, including typical accessory equipment, existing only
 - Boat Ramp and Dockage, existing only
 - Essential Services, Group I
 - Specialty Retail Shops, Group I
 - Signs, in accordance with LDC Chapter 30
 - Transportation Services, Group I, existing only
3. The existing and proposed development must be in accordance with the building setbacks, dimensions and heights shown on the Master Concept Plan, except as modified herein.
4. All new development and redevelopment must have a minimum building separation of ten feet.
5. Parking must be in accordance with the "Parking Count" table on the Master Concept Plan and must include a minimum of 1.5 spaces per rental unit.
6. The commercial uses must be limited to use by the guests of the Hotel and must be limited to the following maximum square footages:

Hex report?

Administrative Office Space	3,700 sq.ft.
Restaurant/Retail area	2,500 sq.ft.
Outdoor Deli Deck	1,050 sq.ft.
Conference Center	5,000 sq.ft.
Bait and Tackle Shop	150 sq.ft.

7. The permitted commercial uses are limited as follows:

- a. Signage must be prominently displayed indicating that the commercial uses are for hotel/motel guests only.
- b. Advertising of the commercial uses is prohibited except in connection with advertising for the hotel/motel operation.
- c. Outdoor entertainment must be limited to the existing deck and to the hours between 7:00 a.m. and 11:00 p.m.
- d. The restaurant may not exceed 150 seats.

8. This zoning approval does not address the mitigation of the project's pedestrian or traffic impacts. Additional conditions may be required at the time of local Development Order approval in accordance with the LDC or other Lee County Ordinance.

9. Approval of this rezoning does nothing more than change the zoning district wherein the property lies. It does not grant or vest the developer with present or future development rights that may exceed the Lee Plan use restrictions set forth in the 2010 (Roberts) Overlay or any other Lee Plan provision.

SECTION B. DEVIATIONS:

The Master Concept Plan deviates from several Lee County development standards. The proposed deviations are granted or denied as set forth below:

1. Deviation (1) requests relief from LDC Section 34-2194(b) regarding waterbody setbacks, to allow a 25-foot setback for the proposed 42-unit building, and a 5-foot setback for the proposed conference building, as depicted on the Master Concept Plan. This deviation is APPROVED with the condition that riprap must be installed along the seawalled shoreline and adjacent to both the existing deck and proposed "Conference Center" building.
2. Deviation (2) requests relief from LDC Section 34-2175(3) from the permitted maximum structure height of 35 feet above grade to allow 60 feet and 45 feet above minimum flood elevation for new construction only. This deviation is APPROVED.

3. Deviation (3) requests relief from LDC Section 34-1802(1)c which requires a minimum 100-foot lot depth for efficiency hotel units, to allow a minimum lot depth of 75 feet. This deviation is APPROVED.
4. Deviation (4) requests relief from LDC Section 34-1802(6) which requires a maximum floor area of 550 square feet for new efficiency rooms, to allow 750 square feet. This deviation is DENIED.
5. Deviation (5) requests relief from LDC Section 34-935(c)(2) which requires a minimum 25-foot perimeter pavement setback for parking or internal drives, to allow ten feet. This deviation is APPROVED.
6. Deviation (6) requests relief from LDC Section 10-285(a) which requires a 330-foot connection separation, to allow all driveway connections as shown on the Master Concept Plan. This deviation is APPROVED.
7. Deviation (7) requests relief from LDC Section 10-414 which requires buffering of adjacent properties, to allow existing vegetation for existing structures only. This deviation is APPROVED with the condition that the deviation applies only to the existing development.
8. Deviation (8) requests relief from LDC Section 34-2174(a)(1) which requires street setbacks of 38 feet and 35 feet (due to building height measurement from minimum flood elevation), to allow 26 feet and 25 feet, respectively, for new construction only. This deviation is APPROVED with the condition that the setbacks apply as depicted on the Master Concept Plan.

SECTION C. MASTER CONCEPT PLAN:

A reduced copy of the one-page Master Concept Plan entitled "Pink Shell CPD," stamped received August 15, 1995, is attached and incorporated into this Resolution by reference.

SECTION D. FINDINGS AND CONCLUSIONS:

The following findings and conclusions were made in conjunction with the approval of the requested CPD rezoning:

1. The predominant uses of the surrounding property makes approval of the CPD, as conditioned, appropriate.
2. The CPD, as conditioned:

- (a) will not have an adverse impact on the intent of the Land Development Code.
 - (b) is consistent with the goals, objectives, policies, and intent of the Lee Plan, and with the densities, intensities, and general uses set forth for the proposed use.
 - (c) meets or exceeds all performance and locational standards set forth for the proposed use.
 - (d) will protect, conserve, preserve all protected and endangered species, natural habitat and vegetation, in accordance with the Lee Plan and other Lee County development regulations.
 - (e) will be compatible with existing or planned uses and will not cause damage, hazard, nuisance, or other detriment to persons or property.
 - (f) will not place an undue burden upon existing transportation or other services and facilities, and will be served by streets with the capacity to carry traffic generated by the development.
3. The Hotel/Motel uses, as conditioned, are in compliance with all applicable general zoning provisions and supplemental regulations pertaining to the use, as set forth in the Land Development Code.
 4. The proposed use is appropriate on the subject property and in the vicinity of the subject property.
 5. The conditions are reasonably related to the impacts expected from or created by the proposed development.
 6. The conditions and other Lee County development regulations provide sufficient safeguards to the public health, safety and welfare.
 7. The deviations, as conditioned, enhance the achievement of the objectives of the CPD and preserve and promote the protection of the public health, safety and welfare.

The foregoing Resolution was adopted by the Lee County Board of County Commissioners upon a motion by Commissioner St. Cerny, and seconded by Commissioner Coy and, upon being put to a vote, the result was as follows:

John E. Manning	ABSENT
Douglas R. St. Cerny	AYE
Ray Judah	AYE
Andrew W. Coy	AYE
John E. Albion	AYE

DULY PASSED AND ADOPTED this 6th day of November, A.D., 1995.

ATTEST:
CHARLIE GREEN, CLERK

BOARD OF COUNTY COMMISSIONERS
OF LEE COUNTY, FLORIDA

BY: *Ruth F. Green*
Deputy Clerk

BY: *John E. Albion*
Chairman

Approved as to form by:

Ann Marie Calhoun
County Attorney's Office

FILED

NOV 7 1995

CLERK CIRCUIT COURT
BY: *Ruth F. Green* D.C.

CASE NUMBER 95-01-034.03Z
ZON4769

RESOLUTION NUMBER Z-95-017
Page 6 of 6

Acco

ADMINISTRATIVE AMENDMENT PUD-98-029

ADMINISTRATIVE AMENDMENT
LEE COUNTY, FLORIDA

WHEREAS, Boykin Lodging Company, the general partner of Boykin Hotel Properties, L.P., filed an application for administrative approval of an amendment to a Planned Unit Development on a project known as Pink Shell on property located at 275 Estero Boulevard, Fort Myers Beach, described more particularly as:

LEGAL DESCRIPTION: In Section 24, Township 46 South, Range 23 East, Lee County, Florida:

Lots 2, 3, 4, 5, 6, 8, 9 and 10 of GULFSHORE, according to the map or plat thereof on file and recorded in the Office of the Clerk of the Circuit Court in Plat Book 9, Page 88, Public Records of Lee County, Florida;

Lots 34, 35 and 36 and Northwesterly 25 feet of Lot 33 of Unit No. 4, ISLAND SHORES, according to the map or plat thereof on file and recorded in the Office of the Clerk of the Circuit Court in Plat Book 9, Page 37, Public Records of Lee County, Florida;

Lots 39, 40, 41 and 42, ISLAND SHORES CLUB SECTION, according to the map or plat thereof on file and recorded in the Office of the Clerk of the Circuit Court in Plat Book 9, Page 41, Public Records of Lee County, Florida;

LESS AND EXCEPT THE FOLLOWING:

Tract or parcel of land lying in Section 24, Township 46 South, Range 23 East, Lee County, Florida, also being part of Lots 2, 3, 4, 8 and 9 of GULFSHORE SUBDIVISION, Plat Book 9, Page 88, also part of Lots 33 and 34 of ISLAND SHORES UNIT NO. 4, Plat Book 9, Page 37 of the Public Records of Lee County, Florida which is described as follows:

Beginning at the Northeasterly corner of Lot 2 of said GULFSHORE SUBDIVISION;

THENCE N42°07'25"W for 77.00 feet along the Southwesterly right-of-way of Golfshore Court;

THENCE N47°52'35"E for 76.76 feet along the Northwesterly right-of-way of Golfshore Court;

THENCE N42°07'25"W for 24.00 feet;

THENCE S47°52'35"W for 2.50 feet;

THENCE N42°07'25"W for 43.54 feet;

THENCE N47°52'35"E for 2.50 feet;

THENCE N42°07'25"W for 50.00 feet;

THENCE N40°31'28"E for 14.49 feet;

THENCE N50°19'25"W for 27.57 feet;

THENCE N59°22'01"W for 20.23 feet;

THENCE S39°40'35"W for 31.50 feet;
 THENCE S59°17'28"E for 2.30 feet;
 THENCE S30°21'33"W for 15.24 feet;
 THENCE N58°42'37"W for 3.31 feet;
 THENCE S29°58'13"W for 29.45 feet;
 THENCE S48°42'33"W for 77.19 feet;
 THENCE S40°09'10"E for 31.53 feet;
 THENCE S07°36'21"E for 57.08 feet;
 THENCE S47°52'35"W for 297 feet more or less to mean high water line of
 the Gulf of Mexico;
 THENCE Southeasterly along said mean high water line for 150 feet more or
 less to the intersection with a line that bears S47°52'35"W from the POINT
 OF BEGINNING;
 THENCE N47°52'35"E for 410 feet more or less along the Southeasterly lot
 line of Lot 2 of said GULFSHORE SUBDIVISION to the POINT OF
 BEGINNING.

WHEREAS, the Pink Shell PUD was originally approved via Resolution Z-82-170 on June 21, 1982 by the Lee County Board of County Commissioners; and

WHEREAS, the Pink Shell PUD has benefitted from numerous PUD amendments and Administrative Amendments since its original approval; and

WHEREAS, Boykin Lodging Company, the general partner of Boykin Hotel Properties, L.P. recently acquired part of the Pink Shell PUD located on Fort Myers Beach, Florida and has requested an Administrative Amendment to summarize and clarify the current status of the development; and

WHEREAS, it is in the best interest of the Boykin Lodging Company and the Town of Fort Myers Beach to clarify the current status of the Pink Shell PUD development so as to avoid possible misunderstanding in the future; and

WHEREAS, the Director of the Department of Community Development has determined that:

1. The Pink Shell PUD, was originally approved with conditions, pursuant to Resolution Z-82-170 on June 21, 1982 by the Lee County Board Of County Commissioners. The PUD included a site plan showing a five phase development (indicated below) and limiting development to 182 new units in buildings not to exceed six stories over parking.

Phase I	42 units
Phase II	20 units
Phase III	90 units
Phase IV	20 units
Phase V	10 units

TOTAL 182 units

2. Resolution Z-82-170 and the amending resolutions and administrative amendments adopted thereafter appear to contain some minor inconsistencies in the legal description. Based on approved site plans, STRAP numbers, and common descriptions, the intent of the resolutions and administrative amendments was to rezone the following parcels, all in Section 24, Township 46 South, Range 23 East, Lee County, Florida, to PUD District:

Lots 29 and 30, and the westerly 25 feet of Lot 33, and all of lots 34 through 36, of Island Shores Unit 4 as recorded in Plat Book 9 at page 37, Public Records of Lee County, Florida, together with,

Lots 2 through 4 and Lots 8 through 10, Gulf Shore, Plat Book 9 at page 88, together with,

Lots 39 through 42 Island Shores Club Section, Plat Book 9 at Page 41; together with,

Lots 38 and 39, Block "D", Island Shores Club Section, together with,

The West Half (W $\frac{1}{2}$) of Lot 29 and all of lots 30 through 32 Block "D", Island Shores Unit 4, together with,

Lots 33 and 34 Block "D", Island Shores Club Section.

3. Phase I received FINAL PUD approval pursuant to Resolution ZAB-83-353, Case No. 83-9-12-DCI for 42 units. Phase I is located on Lots 29 and 30 of Island Shores Unit 4 as recorded in Plat Book 9, at Page 37, Public Records of Lee County, Florida.
4. Phases II through V received Final PUD site plan approval with conditions, on November 19, 1984, pursuant to Resolution ZAB-84-196 and ZAB-84-196A. A Phasing Plan dated March 1984, with a "Revision to comply with regulations" notation dated 9/6/84 and stamped "For Review and Approval Use Only" SP-84-196 and 83-9-12-DCI shows the following:

Phase II	1 20 unit, 4 story building
Phase III	2 24 unit, 6 story buildings
	1 20 unit, 5 story buildings
	1 22 unit, 5 story buildings
Phase IV	1 20 unit, 4 story building
Phase V	1 10 unit, 3 story building (in addition to existing 7 motel units in office building)

TOTAL 140 units plus existing 7 motel units = 147 units.

5. On May 11, 1987 the Board of County Commissioners adopted Resolution ZAB-87-076 concerning Consumption on Premises in Phase V.

6. Between 1987 and 1991 several Administrative amendments were approved which did not increase the over-all density but did allow for transferring density between Phases II, III and IV as well as permitting:
 - a. development of a 60 unit, six-story over parking structure;
 - b. constructing a sandwich/beer-wine Chickee stand near the beach by reducing, by an equal amount, the square footage of the restaurant/lounge in Phase V;
 - c. combining two buildings at the north end into one building; and
 - d. transfer of rental office from Phase V.
7. On November 15, 1991 the Director of the Department of Community Development approved Administrative Approval #PUD-91-010 (corrected by Administrative Approval #PUD-91-010A on January 29, 1992), with conditions which:
 - a. approved the general location of a proposed building in Phase III and allowed 42 units within this building;
 - b. allowed 30% of the parking to have 8X16 foot parking spaces with the remaining spaces to be 9X18 foot spaces;
 - c. extended the consumption on the premises (COP) for Phase V approved pursuant to a 1987 Resolution to May 11, 1995.

The Administrative Approval restated that the total number of units permitted in Phases II through V was 147;

8. On June 30, 1993 the Director of Community Development approved an Administrative Approval #PUD-93-014 authorizing the relocation of the pool and spa from Phases II and IV to Phase III. The approval also confirmed 1.5 parking spaces per unit were required, the setback between the proposed building in Phase III and any other building is 25 feet, and a 5 foot buffer at the south end of the property in Phase III is required.
9. On October 4, 1993 the Board of County Commissioners adopted Resolution Z-93-057 [Case #83-09-12-DCI(d)] to amend a portion of the final PUD plan in Phase III to allow the 42 unit - six story building which was the subject of Administrative Approval dated July 12, 1989, PUD-91-010 and PUD-91-010A, to have a height of seven stories with a 42 foot setback from Gulfshore Court subject to the following requirements:
 - a. Conversion of the remaining six motel units to administrative office as set forth in Resolution PUD-91-010;
 - b. Converting quadraplex number 112-115 to a duplex pursuant to Resolution PUD-91-010;
 - c. Removing cottages 106 through 109 and 118 through 120 (superseding a condition in Resolution PUD-91-010); and

- d. Providing a bike-path bond. Note: Obligation was satisfied and bond was released in October 1996.
10. On November 6, 1995 the Board of County Commissioners adopted Resolution Z-95-017 (Case 95-01-034.03Z) which rezoned that portion of the original PUD located on the Bay side and some additional land zoned RM-2 to Commercial Planned Development (CPD).
11. On December 22, 1995 the Director of Community Development approved Administrative Amendment PUD-95-041 which officially removed the PUD portion of Pink Shell located on the Bay side of the development from the PUD subject to conditions that all existing development must be in compliance with the Master Concept Plan dated November 17, 1995. This site plan indicated a total of 139 units in Phases II, III and IV. There appears to be ample evidence historically that the 139 units should read 147 units.

WHEREAS, THE PURPOSE OF THIS REQUEST IS TO CODIFY ALL PRIOR APPROVALS INTO ONE APPROVAL, SUMMARIZE WHAT DEVELOPMENT CURRENTLY EXISTS, AND ESTABLISH WHAT ADDITIONAL DEVELOPMENT MAY BE PERMITTED;

NOW THEREFORE, the Director of Community Development has determined that:

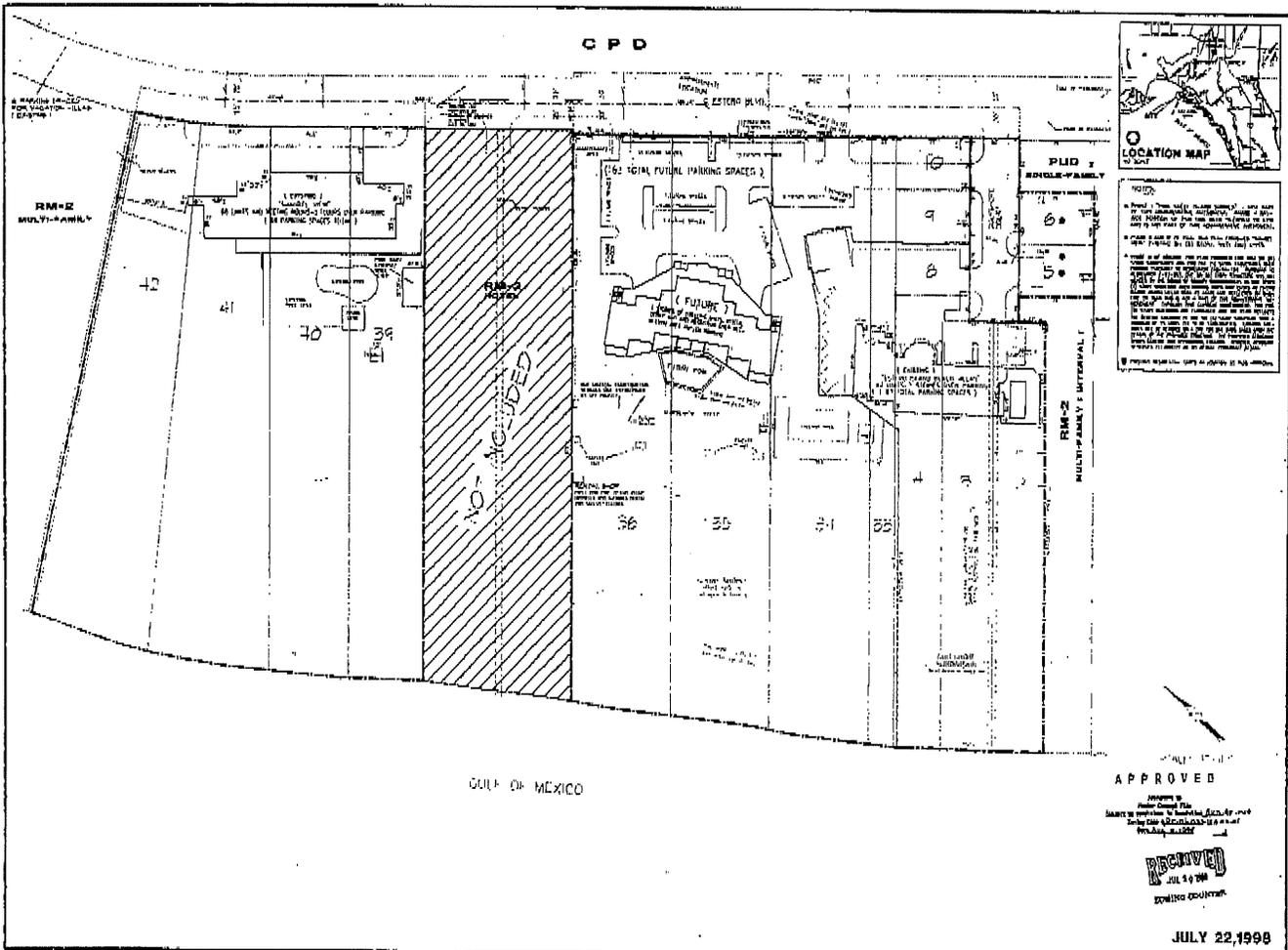
1. The original Pink Shell Resort was approved for 189 (182 new plus 7 existing) units to be developed on property described as:
- Lots 29 and 30, and the westerly 25 feet of Lot 33, and all of lots 34 through 36, of Island Shores Unit 4 as recorded in Plat Book 9 at page 37, Public Records of Lee County, Florida, together with,
- Lots 2 through 4 and Lots 8 through 10, Gulf Shore, Plat Book 9 at page 88, together with,
- Lots 39 through 42 Island Shores Club Section, Plat Book 9 at Page 41; together with,
- Lots 38 and 39, Block "D", Island Shores Club Section, together with,
- The West Half (W $\frac{1}{2}$) of Lot 29 and all of lots 30 through 32 Block "D", Island Shores Unit 4, together with,
- Lots 33 and 34 Block "D", Island Shores Club Section.
2. Lots 38 and 39, Block "D", Island Shores Club Section, together with the West Half (W $\frac{1}{2}$) of Lot 29 and all of lots 30 through 32 Block "D", Island Shores Unit 4, together with Lots 33 and 34 Block "D", Island Shores Club Section were rezoned to CPD pursuant to Resolution Z-98-017.

3. 42 units were developed on Lots 29 and 30 of Island Shores Unit 4 as recorded in Plat Book 9, at Page 37, Public Records of Lee County, Florida, and are known as "Island Shores Condominium";
4. 60 units were developed in a five-story (over parking) building on Lots 39 through 42 Island Shores Club Section, Plat Book 9 at Page 41, and are known as "Sanibel View";
5. 42 units were developed in a seven-story (over parking) building on Lots 2 through 4 and Lots 8 through 10, Gulf Shore, Plat Book 9 at page 88, together with a portion of the westerly 25 feet of Lot 33 and part of lot 34 of Island Shores Unit 4 as recorded in Plat Book 9 at page 37, and are known as "Estero Island Beach Villas".
6. Based upon the site plan submitted for PUD-95-041, there are 30 existing cottage units located on the remaining portion of lots 34-36 and the westerly 25 feet of Lot 33 of Island Shores Unit 4 and two duplexes (4 units total) on lots 9 & 10 Gulf Shore.
7. A single cottage and a duplex cottage located on lots 5 & 6 Gulf Shore are part of the Pink Shell Resort but are not part of the PUD.
8. Of the 189 units originally approved, 144 new units have been constructed as indicated above and there are 30 existing cottages. This leaves 15 units left to be constructed.
9. The original PUD plan provided for two six-story buildings and two five-story buildings. One of the six-story buildings was constructed as a seven-story (over parking) building pursuant to Resolution Z-93-057. The applicant has submitted a revised site plan deleting the two five-story buildings, and showing the proposed general location of the remaining six-story (over parking) building, an existing and a proposed swimming pool, 63 parking spaces, four existing chickee huts and an existing jet ski stand, all to be located on the remaining portion of lots 34-36, the westerly 25 feet of Lot 33 of Island Shores Unit 4, and lots 9 & 10 Gulf Shore as indicated on the site plan labeled "Master Concept Plan", dated July 22, 1998, and stamped received July 30, 1998.
10. The proposed six-story building may contain a maximum of 45 units as follows: The first 15 units represent the number of units left from the original approval. Any units proposed in addition to the first fifteen units may be permitted only if the existing cottages are removed, on a one for one basis, for each unit in the proposed building.
11. This Administrative Approval and attached revised PUD plan includes all prior approvals and supersedes all prior approvals.

DULY SIGNED this 4th day of August, A.D., 1998.

BY: _____

Mary Gibbs
 Mary Gibbs, Director
 Department of Community Development



LOCATION MAP

NOTES:

1. Project is shown on the attached site plan and is subject to the applicable regulations of the City of Miami, Florida, including but not limited to the Comprehensive Zoning Ordinance, the Comprehensive Land Use Ordinance, and the Comprehensive Code of Ordinances.
2. The project is shown on the attached site plan and is subject to the applicable regulations of the City of Miami, Florida, including but not limited to the Comprehensive Zoning Ordinance, the Comprehensive Land Use Ordinance, and the Comprehensive Code of Ordinances.
3. The project is shown on the attached site plan and is subject to the applicable regulations of the City of Miami, Florida, including but not limited to the Comprehensive Zoning Ordinance, the Comprehensive Land Use Ordinance, and the Comprehensive Code of Ordinances.

Coira
40 Burley Circle Suite 202
Fort Myers, Florida 33907
889-735-8485 FAX 889-735-7122

McGahay
ASSOCIATES IN
ARCHITECTURE

PINK SHELL P U D
071, 022, 023, 024, 025, 026, 027, 028, 029, 030, 031, 032, 033, 034, 035, 036, 037, 038, 039, 040, 041, 042
MASTER CONCEPT PLAN

APPROVED

City of Miami
Planning Commission
July 22, 1998

RECEIVED
JUL 22 1998
PLANNING COMMISSION

JULY 22, 1998

44444

62

Post-it® Fax Note	7671	Date	12/17	# of pages	5
To	Becky Tatrock	From	Dan		
Co./Dept.	DCD	Co.	FMB		

RESOLUTION OF THE TOWN COUNCIL OF
THE TOWN OF FORT MYERS BEACH, FLORIDA
RESOLUTION NUMBER 01-26

WHEREAS, Boykin Hotel Properties, L.P. in reference to Captiva Useppa Property has filed a request to rezone from RM-2 to Mixed Planned Development (MPD) to permit a maximum of 43 hotel/time share units, accessory uses and limited consumption on premises, not to exceed 72 feet in height above base flood elevation on 1.84 total acres of land; and,

WHEREAS, this request was amended to request a maximum of 43 hotel units, accessory uses and 12,000, square feet of commercial uscs (transferred from the bayside) with consumption on the premises, not to exceed 83 feet in height above base flood elevation; and,

WHEREAS, the subject property is located in Section 24, Township 46 South, Range 23 East, Lee County, Florida, at 275 Estero Blvd., Fort Myers Beach, Florida, and the applicant has indicated the property's current STRAP number is: 24-46-23-W1-00700.0350; and,

WHEREAS, a public hearing was held before the Local Planning Agency who found:

1. The Applicant has proven entitlement to the rezoning by demonstrating compliance with the Town's Comprehensive Plan, the Land Development Code and other applicable codes and regulations.
2. The requested zoning does meet or exceed all performance and locational standards set forth for the potential uses allowed by the request and is consistent with the densities, intensities and general uses set forth in the comprehensive Plane. Further the deviations sought do enhance the objectives of the planned development.

WHEREAS a hearing was held and the council considered the following criteria, whenever applicable:

- a. Whether there exist changed or changing conditions that make approval of the request appropriate.
- b. The testimony of any applicant.
- c. The recommendation of staff.
- d. The testimony of the public.
- e. Whether the request is consistent with the goals, objectives, policies and intent of the Town Plan.
- f. Whether the request meets or exceeds all performance and locational standards set forth for the proposed use.
- g. Whether the request will protect, conserve or preserve environmentally critical areas and natural resources.
- h. Whether the request will be compatible with existing or planned uses.
- i. Whether the request will cause damage, hazard, nuisance or other detriment to persons or property.

- j. Whether a requested use will be in compliance with all general zoning provisions and supplemental regulations pertaining to the use set forth in this chapter.

NOW THEREFORE BE IT RESOLVED THAT THE APPLICATION IS APPROVED SUBJECT TO THE FOLLOWING conditions and requirements that are necessary for the protection of the health, safety, comfort, convenience and welfare of the general public and that are reasonably related to the request:

Conditions of Approval

- 1. The development of this project must be consistent with the one page Master Concept Plan entitled "Pink Shell MPD", last revised 7/30/01 and stamped "Received Permit Counter August 9, 2001", except as modified by the conditions below.

- 2. a. Schedule of Uses
 Accessory Uses and Structures
 Conference/Meeting Rooms
 Guest Services
 Administrative Office
 Consumption on Premises (see Condition 10)
 Essential Services
 Food and Beverage Service, limited
 Hotel
 Parking – Accessory
 Resort
 Restaurant Groups II & III
 Deli
 Signs in accordance with LDC Chapter 30
 Specialty Retail Group I

- b. Maximum Uses
 43 Hotel Units

- Accessory Commercial Hotel Uses
 1,300 SF Administrative/Offices
 6,000 SF Restaurant/Deli/Retail
 2,500 SF Guest Services
 2,200 Conference/Meeting/Limited Food & Beverage Service

- 3. In no case will the total commercial use exceed 12,000 SF
 A maximum of 43 hotel units are approved, to be constructed within 7 stories over one ground floor of parking only. The first floor is dedicated to the approved commercial uses. Floors 2-7 will accommodate the hotel units only. The total

square footage of the 43 hotel units will not exceed 28,219 square feet of air conditioned living area.

4. This development must comply with all requirements of the Town of Fort Myers Beach LDC at time of local development order approval, except as may be granted by deviation as part of this planned development. If changes to the Master Concept Plan are subsequently pursued, appropriate approvals will be necessary.
5. Prior to the issuance of a local development order the Pink Shell CPD located on the bayside parcel, amended in Fort Myers Beach Resolution 00-07/07A, must be amended to remove 12,000 SF of commercial uses. The only commercial uses which will remain in the approved schedule are the accessory parking and uses related to the operation of the boat slips and dockage. The building housing the existing commercial uses shall be removed promptly following occupancy. The Master Concept Plan for the bayside CPD must be amended to be consistent with the development plan adopted in Condition #1.
6. Prior to issuance of a local development order the applicant will record an approved document in the Lee County Official Records which grants a 6 foot wide beach access easement to the public, and preserves a 36' foot wide view corridor as depicted on the approved Master Concept Plan. Parking is allowed within the 36' as depicted on the Master Concept Plan, but no structures or facilities may be constructed within the 36' corridor (the spa as shown on the MCP received August 9, 2001 would not be permitted at that location). The document will contain language which ensures the view corridor will be maintained in perpetuity.
7. The corridor will be landscaped with low lying vegetation along the pathway and trees to help define the corridor, but do not obscure the pedestrian view along the pathway. A sign will be placed along Estero Boulevard which identifies the path as "Public Beach Access".
8. Landscaping along Estero Boulevard will mimic the design of the landscaped area required for the Pink Shell PUD by meandering into the right-of-way. The buffer will contain no less than 5 trees and 14 shrubs per 100 linear feet. Shrubs located in the landscaped area, between the parking lot and Estero Boulevard will be maintained at a height of no less than 36 inches. Plant materials used will be indigenous native vegetation.
9. The accessory commercial uses, restaurant, deli, and retail services, are to be clearly provided for the guests and staff of the Pink Shell Resort only. Exterior signage advertising these services to the general public is prohibited.
10. Consumption on Premises is limited to in-room self service wet bars, the outside pool deck area, the accessory hotel restaurant and limited food and beverage service. The consumption on premises is for the guests of the Pink Shell Resort and is permitted in

conjunction with accessory hotel uses only. Consumption on premises in conjunction with outdoor seating is allowed between the hours of 11:00 a.m. and 10:00 p.m. Live music entertainment is prohibited in any outdoor area including the pool and outdoor seating, but recorded music is allowed between the hours of 11:00 a.m. and 10:00 p.m.

11. A dune restoration plan must be approved by the Lee County Division of Planning/Environmental Sciences staff prior to local development order approval and will be subject to the following conditions:

- a. Location of the restoration area will be generally as shown on the MCP.
- b. Plant species will consist of a mix of sea oats, beach panic grass, railroad vine and beach sunflower in lines planted at 1.5 feet on center
- c. To allow the plants to become established, the vegetation will be temporarily fenced with ropes and bollards or a similar fencing. Orange construction fence is prohibited.
- d. No more than one winding pathway will be permitted to provide beach access. The pathway will be delineated with ropes or bollards.
- e. The beach vegetation project will be coordinated with and integrated with the Town's beach restoration project.
- f. The dune plan must identify the general location of a storage area behind the dune line for beach furniture and rental equipment (personal watercraft, chairs etc...) as required by the Town's Beach and Dune Ordinance 00-10.

Deviations

- 1. Deviation from LDC Section 34-940 which requires Mixed Use Planned Developments to have at least 300 or more dwelling units and either 100,000 square feet of commercial floor area or be located on a parcel of 10 or more acres, to allow the requested intensities.
- 2. Deviation from LDC Section 34-935e(4) which requires buildings be separated a distance of one-half the sum of the building heights, to allow separation of 36 feet instead of 82 feet, and to allow a separation 44 feet instead of 59 feet.
- 3. Deviation from LDC Section 34-802 which allows a maximum hotel unit size of 550 square feet to allow units with a maximum of 750 square feet and 1300 square feet. At least 14 of the 43 units are limited to a maximum of 750 SF. In no case will the total area of the 43 units exceed 28,219 SF.

Irrelevant

Irrelevant

Unit size?

height
Parking
Surface

- 4. Deviation from LDC Section 34-2175 which states buildings may not exceed 25 feet in height above base flood elevation to allow a building 83 feet in height above base flood elevation. No more than 7 floors over one ground floor of parking only will be developed.
- 5. Deviation from Land Development Code 34-2017(a) which requires parking lot aisles and spaces have a paved, dust free, all weather surface, to allow an unpaved surface (no parking stripes or bumpers) on the parking lots with the following conditions:
 - 1. The alternative parking surface must be a stabilized surface of clean (washed) angular gravel or other similar porous material over a well-drained base. The surface will be continually maintained in a dust free manner. Stabilization may be accomplished by turf blocks or proprietary cellular or modular porous paving systems installed in accordance with manufacturer's specifications.
 - 2. The disabled parking spaces must be provided with a smooth surface without gaps or holes which would create a danger to the user.
 - 3. Parking stripes will not be required on the alternative surface, however, parking bumpers must be used to identify the required number of parking spaces.

The foregoing resolution was adopted by the Fort Myers Beach Town Council upon being put to a vote, the result was as follows:

Dan Hughes	aye
Garr Reynolds	aye
Ray Murphy	aye
Terry Cain	aye
Howard Ryncarson	nay

APPLICATION DULY GRANTED/DENIED this 27th day of August, 2001.

ATTEST:

TOWN OF FORT MYERS BEACH

By: Marsha Segal-George
Marsha Segal-George, Town Clerk

By: Daniel Hughes
Dan Hughes, Mayor

Approved as to form by:
Richard V.S. Roosa
Richard V.S. Roosa, Town Attorney

ADMINISTRATIVE AMENDMENT (PD) ADD2003-00086

ADMINISTRATIVE AMENDMENT
LEE COUNTY, FLORIDA

WHEREAS, Boykin Hotel Properties, L.P. filed an application for administrative approval to amend a Commercial Planned Development (CPD) project known as Captiva Villas CPD to revise the building footprint, allocate 12,000 square feet of commercial area, and precisely define the relocation of a 6 feet wide beach access easement on property located at 275 Estero Blvd, described more particularly as:

LEGAL DESCRIPTION: In Section 24, Township 46 South, Range 23 East, Lee County, Florida:

See **Exhibit "A"** attached.

WHEREAS, the property was originally rezoned in case number 95-01-034.03Z (with subsequent amendments in case numbers DCI2000-00071, Resolution Number 01-26); and

WHEREAS, the Fort Myers Beach Land Development Code provides for certain administrative changes to planned development master concept plans; and

WHEREAS, the applicant seeks to revise the allocation of commercial square feet for the approved commercial uses; and

WHEREAS, the applicant seeks to clarify that a guest unit and certain ancillary commercial square footage will not be counted against the maximum total allowable square feet of commercial uses on the first floor over parking which allows commercial uses as approved by Town Council; and

WHEREAS, the subject application and plans have been reviewed by the Division of Zoning in accordance with applicable regulations for compliance with all terms of the administrative approval procedures; and

WHEREAS, it is found that the proposed amendment does not increase density or intensity within the development; does not decrease buffers or open space required by the LDC; does not underutilize public resources or infrastructure; does not reduce total open space, buffering, landscaping or preservation areas; and does not otherwise adversely impact on surrounding land uses.

NOW, THEREFORE, IT IS HEREBY DETERMINED that the application for administrative approval for an amendment to Mixed Use Planned Development is **APPROVED**.

Approval is subject to the following conditions:

1. The terms and conditions of the original zoning resolutions remain in full force and effect unless specifically modified by this amendment.
2. The Development must be in compliance with the amended Master Concept Plan, dated Revised 12/11/03, stamped "Recived Dec 15, 2003." The Master Concept Plan for ADD2003-00086 is hereby APPROVED and adopted. A reduced copy is attached hereto as Exhibit "B".
3. Condition 2.b. of Resolution 01-26 is amended as follows:
Maximum Uses
43 Hotel Guest Units

Accessory Commercial Hotel Uses
241 SF Administrative Office ~~1,300 SF Administrative/Offices~~
6,463 SF Restaurant ~~6,000 SF Restaurant/Deli/Retail~~
3,110 SF Personal Services ~~2,500 SF Guest Services~~
747 SF Resort (Conference facilities) ~~2,200 Conference/Meeting/Limited Food & Beverage Service~~
4. Personal Services are limited to Laundry and Fitness as indicated on Exhibit "C".
5. Commercial Accessory Uses are limited by the Area Chart attached as Exhibit "D." Commercial floor area must be in compliance with the allocations indicated thereon.
6. The building must accord with the two (2) page building elevations attached as Exhibit "E."
7. No subsequent or additional changes may be made to this CPD administratively. Any subsequent or additional change will require review and a decision through the planned development public hearing process.

DULY SIGNED this 19th day of December, A.D., 2003.

BY: 
Pam Houck, Director
Division of Zoning
Department of Community Development

EXHIBIT "A"

ADD2003-00086

IN SECTION 24, TOWNSHIP 46 SOUTH, RANGE 23 EAST, LEE COUNTY, FLORIDA,

LEGAL DESCRIPTION:

LOTS 37 AND PART OF 38 OF ISLAND SHORES CLUB SECTION, A SUBDIVISION AS RECORDED IN PLAT BOOK 9, PAGE 41 OF THE PUBLIC RECORDS OF LEE COUNTY, FLORIDA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT COMMON TO LOTS 37 AND 38 OF SAID ISLAND SHORES CLUB SECTION LYING ON THE SOUTHWESTERLY RIGHT OF WAY OF ESTERO BOULEVARD 25 FEET FROM THE CENTERLINE; THENCE S42° 07' 25"E ALONG THE SAID RIGHT OF WAY FOR 75 FEET; THENCE S47° 52' 35"W ALONG THE SOUTHEASTERLY LINE OF LOT 37 FOR 525 MORE OR LESS TO THE MEAN HIGH TIDE LINE OF THE GULF OF MEXICO; THENCE NORTHWESTERLY ALONG SAID MEAN HIGH TIDE LINE TO THE NORTHWESTERLY LINE OF SAID LOT 38 OF SAID ISLAND SHORES CLUB SECTION; THENCE N47° 52' 35"E ALONG THE NORTHWESTERLY LINE OF SAID LOT 38 AND PERPENDICULAR TO SAID RIGHT OF WAY FOR 412 FEET MORE OR LESS; THENCE S42° 07' 25"E FOR 19.50 FEET; THENCE N47° 52' 35"E FOR 83.68 FEET TO A POINT ON THE SAID SOUTHWESTERLY RIGHT OF WAY; THENCE S42° 07' 25"E ALONG SAID RIGHT OF WAY FOR 55.50 FEET TO THE **POINT OF BEGINNING**.

CONTAINING 1.72 ACRES MORE OR LESS.

Applicant's Legal Checked

by  12/19/03

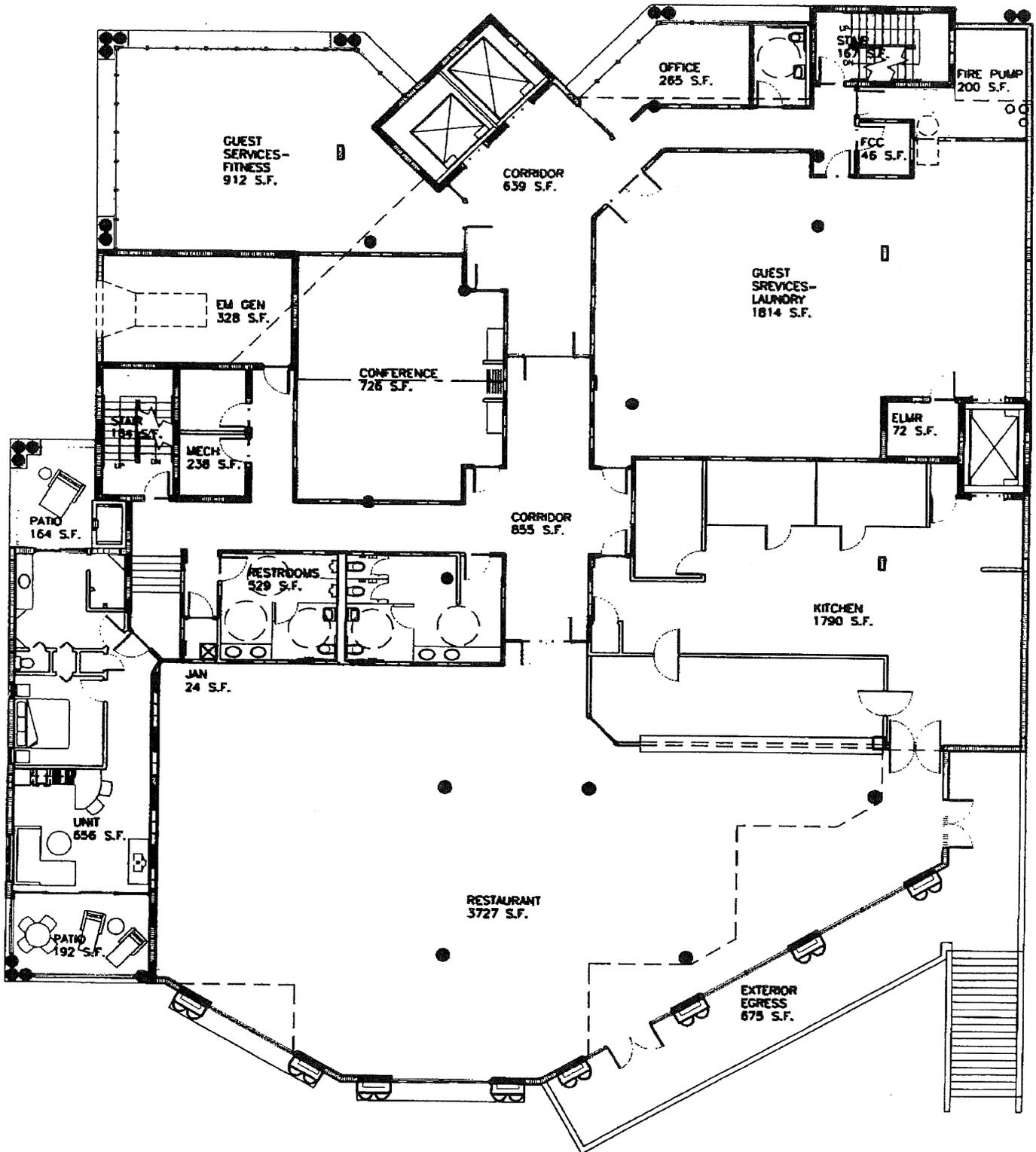


EXHIBIT C

COMMERCIAL LEVEL
1/16" = 1'-0"

HKS

12.10.03

AREA CHART HKS Architects, Inc.

PROJECT NAME: CAPTIVA VILLAS
 PROJECT NUMBER: HKS No. 8556.000
 DATE: 10-Dec-03

FLOOR	COMMERCIAL AREA	A/C CONDO	EXTERIOR AREA	EXCLUDED FLOOR AREA
PARKING	S.F.	S.F.	S.F.	
LEVEL 1				
	CORRIDORS			
	RESTROOMS			
	JANITOR			24
	RESTAURANT/BAR			
	KITCHEN			
	GUEST SERVICES / LAUNDRY			
	FIRE PUMP ROOM			
	FIRE COMMAND CENTER (FCC)			200
	ELEVATOR MACHINE ROOM			46
	GUEST SERVICES / FITNESS			72
	CONFERENCE			
	OFFICE AREA/ TOILET			
	EMERGENCY GEN.			
	HVAC/MECH			
	EXTERIOR EGRESS			
	ELEVATORS			
	STAIRS			
	CONDO UNIT	656		
	CONDO PATIO			
TOTAL	11257	656	356	2230

EXHIBIT D



GULF ELEVATION
1/16" = 1'-0"

EXHIBIT E

HKS

12.10.03

PAGE 1 OF 2



ESTERO ELEVATION
1/16" = 1'-0"

EXHIBIT E

PAGE 2 OF 2

HKS

12.10.03

ADMINISTRATIVE AMENDMENT (PD) ADD2003-00160

ADMINISTRATIVE AMENDMENT
TOWN OF FORT MYERS BEACH, FLORIDA

WHEREAS, Boykin Hotel Properties, L.P. filed an application for administrative approval to amend a Commercial Planned Development ("CPD") on a project known as Pink Shell Bayside Parcel CPD to eliminate 12,000 square feet of commercial uses transferred to the Captiva Villas CPD, on property located at 275 Estero Boulevard, described more particularly as:

LEGAL DESCRIPTION: In Section 24, Township 46 South, Range 23 East, Lee County, Florida:

See attached **Exhibit "B"** and **Exhibit "C"**

WHEREAS, the property was originally rezoned by Lee County zoning resolution Z-95-017, with subsequent amendments through Town Council Resolution 00-07A and 01-26; and

WHEREAS, Town Council Resolution 01-26 included a condition (Condition 5) that required the Pink Shell Bayside Parcel CPD be amended to eliminate the commercial uses and square footage transferred to the Captiva Villas CPD; and

WHEREAS, the Fort Myers Beach Land Development Code provides for certain administrative changes to planned development master concept plans; and

WHEREAS, the subject application and plans have been reviewed by the Department of Community Development in accordance with applicable regulations for compliance with all terms of the administrative approval procedures; and

WHEREAS, it is found that the proposed amendment does not increase density or intensity within the development; does not decrease buffers or open space required by the LDC; does not underutilize public resources or infrastructure; does not reduce total open space, buffering, landscaping or preservation areas; and does not otherwise adversely impact on surrounding land uses.

NOW, THEREFORE, IT IS HEREBY DETERMINED that the application for administrative approval for an amendment to Commercial Planned Development is **APPROVED**.

Approval is subject to the following conditions:

- 1. The Development must be in compliance with the amended Master Concept Plan, dated 02/12/04, stamped RECEIVED at the Zoning Counter FEB 17, 2004. Master Concept Plan for ADD2003-00160 is hereby APPROVED and adopted. A reduced copy is attached hereto as Exhibit "A".**

2. The terms and conditions of the original zoning resolutions remain in full force and effect except as modified by this Amendment.

DULY SIGNED this 5th day of April, A.D., 2004.

BY: _____

Pam Houck

Pam Houck, Director
Division of Zoning
Department of Community Development

Ink Engineering

A Division of
LBFH, Inc.

CIVIL
AGRICULTURAL
WATER RESOURCES
WATER & WASTEWATER
TRANSPORTATION
SURVEYING & MAPPING
GIS

"Partners for Results
Value by Design"

1400 Colonial Blvd., Suite 31
Fort Myers, FL 33907
(239) 931-0455
Fax: (239) 931-0456
www.lbfh.com

OCTOBER 24, 2003
JOB NO. 03-7021A
FILE NO. 03-7021CVSK1RBAY

1 OF 2

LEGAL DESCRIPTION:

A TRACT OR PARCEL OF LAND LYING IN SECTION 24, TOWNSHIP 46 SOUTH, RANGE 23 EAST, LEE COUNTY, FLORIDA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

LOTS 29 THROUGH 32 OF BLOCK "D" UNIT NO. 4, ISLAND SHORES, A SUBDIVISION AS RECORDED IN PLAT BOOK 9, PAGE 37 OF THE PUBLIC RECORDS OF LEE COUNTY, FLORIDA;

TOGETHER WITH:

THE NORTHWEST 1/2 OF LOT 28 OF SAID BLOCK "D" UNIT NO. 4, ISLAND SHORES MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT COMMON TO LOTS 28 AND 29 OF SAID BLOCK "D" AND LYING ON THE NORTHEASTERLY RIGHT OF WAY OF ESTERO BOULEVARD 30 FEET FROM THE CENTERLINE; THENCE S.42°07'25"E. ALONG SAID RIGHT OF WAY FOR 50.00 FEET; THENCE NORTHEASTERLY ALONG A LINE PERPENDICULAR TO SAID RIGHT OF WAY FOR 101.5 FEET MORE OR LESS TO A FACE OF A SEAWALL; THENCE NORTHWESTERLY ALONG THE FACE OF SAID SEAWALL TO THE NORTHWESTERLY LINE OF SAID LOT 28; THENCE SOUTHWESTERLY ALONG THE NORTHWEST LINE OF SAID LOT 28 PERPENDICULAR TO SAID RIGHT OF WAY FOR 91 FEET MORE OR LESS TO THE POINT OF BEGINNING.

TOGETHER WITH:

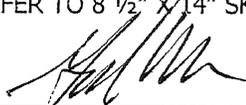
LOTS 33, 34, 35 AND 36, BLOCK "D", ISLAND SHORES CLUB SECTION, A SUBDIVISION, AS RECORDED IN PLAT BOOK 9, PAGE 41 OF THE PUBLIC RECORDS OF LEE COUNTY, FLORIDA, AND LOTS 38 AND 39, BLOCK "D", ISLAND SHORES CLUB SECTION, A SUBDIVISION, AS RECORDED IN PLAT BOOK 9, PAGE 41 OF THE PUBLIC RECORDS OF LEE COUNTY, FLORIDA;

CONTAINING 2.12 ACRES MORE OR LESS.

SUBJECT TO EASEMENTS, RESTRICTIONS, RESERVATIONS AND RIGHTS OF WAY OF RECORD.

LESS ANY PORTION THEREOF LYING BELOW THE MEAN HIGH WATER LINE OF MANTANZAS PASS.

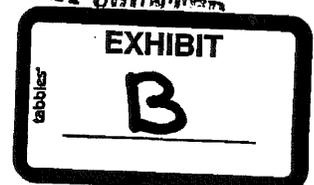
REFER TO 8 1/2" X 14" SKETCH (SHEET 2 OF 2)



GORDON D. MEIERS
PROFESSIONAL LAND SURVEYOR
FL. CERT. NO. 2858

RECEIVED
OCT 24 2003

PERMIT CONTINUED



ADD 2003-00160

**PINK SHELL
DEVELOPMENT AGREEMENT**

This Agreement is made between JABO, LLC, a Delaware Limited Liability Company, and CAPTIVA VILLAS DEVELOPMENT, LLC, a Florida Limited Liability Company, whose mailing address is 45 West Prospect Ave., Suite 1515, Cleveland, Ohio 44115, hereinafter collectively referred to as the “**Developer**”; and the Town of Fort Myers Beach, a municipality of the state of Florida, hereinafter referred to as the “**Town.**”

ARTICLE I. RECITATIONS

WHEREAS, this Agreement is made pursuant to the provisions of the Florida Local Government Development Agreement Act, §§163.3221 – 163.3243, Florida Statutes; and

WHEREAS, for purposes of this agreement the development is the Pink Shell project, which consists of: (1) the Bayside CPD, described in Exhibit A, attached hereto and incorporated herein, (2) the Captiva Villas CPD, described in Exhibit B, attached hereto and incorporated herein, and (3) the White Sands CPD, described in Exhibit C, attached hereto and incorporated herein; and

WHEREAS, JABO, LLC is the fee simple owner of Bayside CPD and White Sands CPD, and CAPTIVA VILLAS DEVELOPMENT, LLC is the fee simple owner of Captiva Villas CPD, which are commercial planned developments pursuant to Town Land Development Code § 34-962; and

WHEREAS, the Pink Shell project has been amended through a number of resolutions and administrative amendments since the original approval by the Lee County Board of County Commissioners pursuant to Resolution Z-82-170 on June 21, 1983, including Lee County Resolution Z-95-017 (Case# 95-01-034.03Z), which rezoned a portion of the Pink Shell project located on the Bayside of Estero Boulevard from Residential Multi-family (RM-2) and Planned Unit Development (PUD) to Commercial Planned Development (CPD), hereinafter referred to as “the Bayside CPD”; and the Captiva Villas portion of the Pink Shell project on the gulf side of Estero Boulevard was rezoned from residential multi-family (RM-2) to Mixed Planned Development (MPD) by Town Resolution 01-26 on August 27, 2001, hereinafter referred to as the “Captiva Villas CPD” pursuant to Town Land Development Code § 34-961, which converted all MPDs to CPDs; and

WHEREAS, the White Sand Villas portion of the Pink Shell project on the gulf side was amended by Town Resolutions 00-7, 00-7A and 01-21 on June 25, 2001, hereinafter referred to as “the White Sands CPD”; and

WHEREAS, Condition #6 of Town Resolution 01-26 regarding Captiva Villas CPD states that prior to issuance of a local development order, an approved document must be recorded in the Lee County Official Records which grants a pedestrian beach access easement to the public, and preserves a 36 foot wide view corridor as depicted on the approved Master Concept Plan; and

WHEREAS, Condition #11 of Town Resolution 01-21 regarding the White Sands CPD, states that subject to the approval of the Captiva Villas CPD rezoning, a dedicated 36-foot view corridor shall be established as depicted on the Master Concept Plan and that use of the corridor within the White Sands CPD must be consistent with all approvals and conditions in the Captiva Villas CPD; and

WHEREAS, pursuant to Condition #6 of Town Resolution 01-26 and Condition #11 of Town Resolution 01-21, Boykin Hotel Properties, L.P. and Captiva Villas Development, LLC granted (1) an Easement Grant and Covenant to Build and Maintain to Lee County on February 17, 2004 (recorded in Official Record Book 4396, Pages 1005-1012, Lee County, Florida) hereinafter "County Easement", and (2) granted an Easement Relocation View Corridor Agreement to Town of Fort Myers Beach on February 20, 2004 (recorded in Official Record Book 4394, Pages 3212-3222, Lee County, Florida) hereinafter "Town Easement"; and

WHEREAS, the Developer is currently developing the Captiva Villas CPD and desires to relocate only the walkway easement but with the view corridor remaining in the same location as described in the County Easement and Town Easement; and

WHEREAS, the Developer and the Town wish to enter into this Agreement to (1) determine rights and obligations regarding the relocation of the walkway easement from its existing location on the lot lines between the White Sands CPD and the Captiva Villas CPD to its new location on the north side of the Captiva Villas CPD and (2) create the obligation to convey by Developer to Town certain real estate for right-of-way purposes and underground drainage purposes serving a public purpose; and

WHEREAS, construction of Captiva Villas 43 units and commercial component (Captiva Villas project) is under construction with completion anticipated in early 2007 and installation of the pedestrian walkway is required as a prerequisite to issuance of a Certificate of Completion and Certificate of Occupancy by the Town; and

WHEREAS, Developer and Town wish to enter this Agreement recognizing that approval of the Agreement and the necessary components to permit relocation of the walkway must be timely issued to enable Developer to construct the walkway so that the Certificate of Completion and Certificate of Occupancy may be issued at the time construction of the remainder of the remainder of the Captiva Villas project is completed.

NOW THEREFORE, it is agreed and understood by and between Town and Developer hereto as follows:

I. DEVELOPER RIGHTS AND DUTIES

A. Developer agrees to convey a five foot (5') parcel of land within the Captiva Villas CPD adjacent to the Estero Boulevard Right of Way (Captiva Villas R/W), legally described in Exhibit E attached hereto and incorporated herein, labeled "Captiva Villas R/W Legal Description: Additional Right of Way," to the Town for the purpose of widening and improving the existing Estero Boulevard.

B. Developer agrees to convey a five foot (5') parcel of land within the Bayside CPD adjacent to the Estero Boulevard Right of Way (Bayside R/W), legally described in Exhibit F attached hereto and incorporated herein, labeled "Bayside R/W Legal Description: Additional Right of Way," to the Town for the purpose of widening and improving the existing Estero Boulevard.

C. Developer agrees to grant an easement to the Town to allow for and limited to construction and installation by the Town of underground stormwater drainage facilities within the areas of the Bayside CPD as depicted on the Master Concept Plan attached as Exhibit J. The placement of underground stormwater drainage facilities within the depicted areas of the Bayside CPD is contingent upon the Town identifying and quantifying the exact square footage required for the placement of the underground stormwater drainage facilities.

D. It is recognized and agreed by the parties to this Agreement that in order to effect the conveyance of Bayside R/W and Captiva Villas R/W adjacent to the Estero Boulevard existing right of way, the Developer must prepare and the Town of Fort Myers Beach shall accept deed(s) conveying the real property.

E. It is recognized and agreed by the parties to this Agreement that Developer's conveyance of the Bayside R/W and Captiva Villas R/W adjacent to the Estero Boulevard right of way pursuant to Section I.A and I.B of this Agreement and the granting of an easement for underground stormwater drainage facilities pursuant to Section I.C of this Agreement are contingent upon the Town timely performing all of the following obligations:

1. Administrative approval of an amendment to the Bayside CPD to (1) eliminate the five feet (5') of property along Estero Boulevard, the legal description of such Bayside R/W being described in Exhibit F; the revised legal description of Bayside CPD is attached as Exhibit K and (2) elimination of the landscape obligation currently depicted on the Master Concept Plan on "the Bayside R/W" for the Bayside CPD which can be satisfied by landscape placed in the scenic areas described on the Master Concept Plan. The revised Bayside CPD Master Concept Plan is attached as Exhibit J

2. Administrative approval of an amendment to the Captiva Villas CPD to (1) eliminate the five-foot (5') of property adjacent to Estero Boulevard, the legal description such Captiva Villas R/W being described in Exhibit E; the revised legal description of Captiva Villas CPD is attached as Exhibit L; (2) the elimination of such five feet will eliminate the landscape reflected on the approved Master Concept Plan in Exhibit B; and (3) relocate the existing walkway easement from the south side of the Captiva Villas CPD to the north side of the Captiva Villas CPD. The "new walkway easement," is described in Exhibit G and depicted on the Captiva Villas CPD Master Concept Plan depicted in Exhibit D, each attached hereto and incorporated into this Agreement. The view corridor located on the south side of the Captiva Villas CPD shall remain in its current location.

3. Release of the Town Easement, which is attached and hereby incorporated into this Agreement as Exhibit H.

4. Acceptance of a new walkway easement described in Exhibit G located on the north side of the Captiva Villas CPD and record same in the public records of Lee County.

5. By this Agreement Town concurs that no amendment to White Sands Master Concept Plan or other approval relating to the White Sands Master Concept Plan is required.

F. It is recognized and agreed by the parties that the new walkway easement, depicted on the Captiva Villas CPD Master Concept Plan, attached and incorporated into this Agreement as Exhibit D, is four and one half feet (4-1/2') in width for the first eighty feet (80') from Estero Boulevard, and six feet (6') in width for the remainder of the walkway easement.

G. It is recognized and agreed by the parties that the Pink Shell project will receive potable water from the Town of Fort Myers Beach and sanitary sewer service from Lee County Utilities. Fire control and rescue service will be provided by the Fort Myers Beach Fire District. These public facilities are already in place consistent with the requirements of §163.3227(1)(d), Florida Statutes.

II. TOWN'S RIGHTS AND RESPONSIBILITIES

A. The Town shall, in exchange for (1) acceptance of the conveyance of the Bayside R/W (Exhibit F); and (2) conveyance of the Captiva Villas R/W (Exhibit E); and (3) acceptance of an easement on the Bayside CPD for underground stormwater drainage facilities:

(1) Approve and record in the Lee County Public Records an amended restated Walkway/View Corridor Agreement that relocates the new walkway easement to the north side of the Captiva Villas CPD portion substantially in the form of Exhibit I.

(2) Concurs in administrative amendment for the Captiva Villas CPD Master Concept Plan, attached as Exhibit J to:

(a) Administrative approval of an amendment to the Captiva Villas CPD to (1) eliminate the five-foot (5') of property adjacent to Estero Boulevard, the legal description such Captiva Villas R/W being described in Exhibit E; the revised legal description of Captiva Villas CPD is attached as Exhibit L; (2) the elimination of such five feet will eliminate the landscape reflected on the approved Master Concept Plan in Exhibit B; and (3) relocate the existing walkway easement from the south side of the Captiva Villas CPD to the north side of the Captiva Villas CPD. The "new walkway easement," is described in Exhibit G and depicted on the Captiva Villas CPD Master Concept Plan depicted in Exhibit D, each attached hereto and incorporated into this Agreement. The view corridor located on the south side of the Captiva Villas CPD shall remain in its current location.

(3) Concurs administrative amendment appropriate for Bayside CPD Master Concept Plan attached as Exhibit J to:

(a) Administrative approval of an amendment to the Bayside CPD to (1) eliminate the five feet (5') of property along Estero Boulevard, the legal description

of such Bayside R/W being described in Exhibit F; the revised legal description of Bayside CPD is attached as Exhibit K and (2) elimination of the landscape obligation currently depicted on the Master Concept Plan on “the Bayside R/W” for the Bayside CPD which can be satisfied by landscape placed in the scenic areas described on the Master Concept Plan. The revised Bayside CPD Master Concept Plan is attached as Exhibit J

(4) Agree that no amendment to White Sands CPD is necessary, as White Sands condition thereof only required compliance with Captiva Villas condition.

B. The Town shall provide verbal and written support in the request to Lee County for the Release of the County Easement.

C. The Town recognizes and agrees that the new walkway easement, described in Exhibit G shall be four and one half feet (4-1/2’) in width for the first eighty feet (80’) from Estero Boulevard and six feet (6’) in width for the remainder of the walkway easement.

D. The Town acknowledges that the Developer has submitted applications entitled (1) Captiva Villas CPD Amendment and (2) Bayside CPD Amendment, each of which qualifies for administrative approval in accordance with this Agreement.

III. OTHER PROVISIONS

A. EFFECT OF AGREEMENT

1. The Town may adopt a new comprehensive plan, ordinances, zoning categories, or other regulations applicable to the Property. However, any subsequent plans or regulations may not prevent the physical development of the Property as set forth in this Agreement.

2. All obligations set forth in this agreement are contingent upon Lee County’s timely approval to relocate the walkway easement.

3. In the event any structure on the Property is damaged or destroyed by fire, hurricane or other natural disaster, the Developer may rebuild such structure in accordance with the buildback provisions of the Town’s Comprehensive Plan, which are in effect on the date of this agreement.

B. DURATION OF AGREEMENT

1. General

This Agreement will be effective upon execution of all parties and will continue in force for ten years, but it may be terminated early, amended, or extended as provided herein.

2. Future Extensions of Agreement Contemplated

Section 163.3229, Florida Statutes, currently limits a statutory Development Agreement to a maximum of ten years. The parties contemplate that each party will complete their responsibilities under this Agreement with that term. This Agreement may be extended by mutual consent of the governing body and the Developer, subject to a public hearing in accordance with § 163.3225, Florida Statutes.

3. Procedure to Declare and Cure Default

If Developer fails to comply with the terms of this Agreement within thirty (30) days of receipt of written notice from the Town Manager alleging that Developer is in violation of those specific provisions of this Agreement which are identified in said notice, unless said notice provides Developer with a longer period of time in which to cure the violation, Developer shall have the right, but not the obligation, to take the Town Manager's determination before the Town Council using the procedures set forth in Article III.D.2 below. The Town Council may declare the Developer to be in default, provide Developer with an additional period of time in which to cure a default, or take such other action as it deems appropriate, the purpose of this provision being to provide Developer with the means to bring before the Town Council, for its consideration, any dispute Developer may have with the Town Manager's notice of a violation. The Town Council's review of any such dispute is not a quasi-judicial proceeding that requires the Council to observe any particular rule of procedure or evidence. The purpose of the Council's review is to provide an informal means of dispute resolution to the parties. It is not intended to confer any procedural or substantive right or obligation on any party to this Agreement.

C. AMENDMENT OF AGREEMENT

This Agreement may be amended or canceled by mutual consent of the parties or by their successors in interest. If state or Federal laws are enacted after the execution of this Agreement that are applicable to, and preclude the parties' compliance with, the terms of this Agreement, this Agreement will be modified as necessary to comply with the relevant State or Federal laws after a public hearing.

D. ANNUAL REVIEW AND RIGHT OF APPEAL

1. Pursuant to § 163.2335, Florida Statutes, this Agreement will be reviewed annually by the Town, beginning one year after its effective date. If the review concludes that the Developer has complied in good faith with the terms and conditions of the Agreement during the period under review, the review will be considered complete. If the review makes a preliminary finding that there has been a failure to comply with the terms of the Agreement, the Developer shall be provided the notice prescribed in Article III.B.3 above and the opportunity to cure its failure in accordance within the time prescribed in said notice.

2. Notwithstanding any provisions in the LDC regulating appeals of administrative decisions, if Town makes a finding of non-compliance pursuant to subparagraph (1) above and/or a notice of violation is sent by the Town Manager pursuant to Article III.B.3 above, and Developer, within thirty (30) days after receipt of notice thereof, disputes in writing the finding of such non-compliance and/or the allegation of such violation, then such finding and

the written response for the Developer will be referred to the Town Council, which consistent with the provisions and purposes set forth in Article II.B.3 above will conduct an informal hearing, at which Developer shall be given the right to present its arguments.

E. REVOCATION OR TERMINATION OF AGREEMENT

(1) Subject to the provisions of Articles III.B.3 and III.D.2 above, this Agreement may be terminated by any party hereto upon a breach of an obligation required of another party and owed to the party exercising its right of termination, or by mutual consent of the parties; or

(2) It is Developer's sole discretion to determine that the amendments to the Master Concept Plan or the amendment to the Development Order 2004-00099 for Captiva Villas consistent with this agreement are not issued with sufficient time for Developer to construct the walkway, consistent with this Agreement, Developer may terminate this Agreement upon delivery of written notice to the Town as specified in Section III J and this Agreement will be null and void and neither party has any duty to comply with any of the obligations in the Agreement. Should Developer terminate this Agreement, Developer recognizes its obligation to construct the walkway in compliance with the Town Easement and County Easement.

(3) Should Lee County, a political subdivision of the State of Florida fail to approve termination of the obligation to construct the walkway on the County Easement, Developer in its discretion may terminate this Agreement upon delivery of written notice to the Town as specified in Section III J and this Agreement will be null and void and neither party will have any duty to comply with any of the obligations in this Agreement. Should Developer terminate this Agreement, Developer recognizes its obligation to construct the walkway in compliance with the Town Easement and County Easement.

F. SEVERABILITY

In the event that any portion or section of this Agreement is determined to be invalid, illegal or unconstitutional by a court of competent jurisdiction, such decision shall in no manner affect the remaining portions or sections of this Agreement, which shall remain in full force and effect, except that if the walkway easement relocations fails for any reason, then Developer is not obligated to comply with Section I.

G. BINDING EFFECT

All terms, conditions, responsibilities, duties, promises, and obligations of the parties are binding upon the parties, their successors and assigns.

H. PUBLIC RECORDS AND EFFECTIVE DATE

The date of this Agreement shall be the date when the last party has signed it. In accordance with § 163.3239, Florida Statutes, the Town will record this Agreement with the Clerk of the Circuit Court promptly after the Mayor's signature, but in no event later than fourteen (14) days after its execution. The Town will submit a copy of the recorded Agreement to the Department of Community Affairs. This Agreement is not effective until it is properly

recorded in the public records of Lee County and until 30 days after receipt by the Department of Community Affairs.

I. ENFORCEMENT

1. Any party, any aggrieved party, or adversely affected person as defined in § 163.3215(2), Florida Statutes or the Department of Community Affairs may file an action for injunctive relief in the Twentieth Judicial Circuit Court to enforce the terms of this Agreement or to challenge compliance of this Agreement with the provisions of the Florida Local Government Development Agreement Act.

2. The parties have all other rights available by law to enforce this Agreement.

J. NOTICES

1. Any notice required to be provided to Developer herein shall be sent to JABO, LLC and CAPTIVA VILLAS DEVELOPMENT, LLC c/o Robert Boykin, 45 West Prospect Ave., Suite 1515, Cleveland, Ohio 44115, until changed pursuant to the terms of this Article III.J.

2. Any notice required to be provided to the Town herein shall be addressed to the Town Manger at the Town's Town Hall address, which currently is 2523 Estero Boulevard, Fort Myers Beach, Florida 33931.

K. TIME IS OF THE ESSENCE

The parties agree and recognize that time is of the essence because Captiva Villas project is under construction and construction will be completed and Developer requesting a Certificate of Compliance (CC) with Town Development Order DOS2004-00099 and Certificate of Occupancy (CO) for the Captiva Villas project in early 2007. The approval by the Town of the administrative amendments to the Master Concept Plans and amendment to the Development Order for relocation of the walkway easement need to be accomplished so that the walkway can be timely constructed and not delay issuance of the CC and/or CO for occupancy of the hotel.

(Remainder of Page Intentionally Left Blank)

IN WITNESS WHEREOF, the parties hereto have hereunto set their hands and seals the day and year first above written.

Signed, sealed and delivered in the Presence of:

DEVELOPER:

CAPTIVA VILLAS DEVELOPMENT, LLC
a Florida Limited Liability Company

By: New Pink Shell, LLC, a Delaware
limited liability company, its Sole Member

By: _____
Robert W. Boykin, Manager
of New Pink Shell, LLC

STATE OF FLORIDA

COUNTY OF LEE

The foregoing Agreement was acknowledged before this _____ day of _____, 2006 by Robert W. Boykin, as Manager of New Pink Shell LLC, the Managing Member of Captiva Villas Development LLC. a Florida limited liability company. Robert Boykin is either personally known to me or has produced identification. The type of identification produced was _____.

Signature of Notary Public: _____

Printed Name of Notary Public: _____

Stamp:

DEVELOPER:

JABO, LLC,
a Delaware Limited Liability Company

By: _____
Robert W. Boykin, Managing Member

STATE OF FLORIDA

COUNTY OF LEE

The foregoing Agreement was acknowledged before this _____ day of _____, 2006 by Robert W. Boykin, as Managing Member of JABO, LLC, a Delaware limited liability company, on behalf of such company. Robert W. Boykin is either personally known to me or has produced identification. The type of identification produced was _____.

Signature of Notary Public: _____

Printed Name of Notary Public: _____

Stamp:

ATTEST:

TOWN OF FORT MYERS BEACH

By: _____
Town Clerk

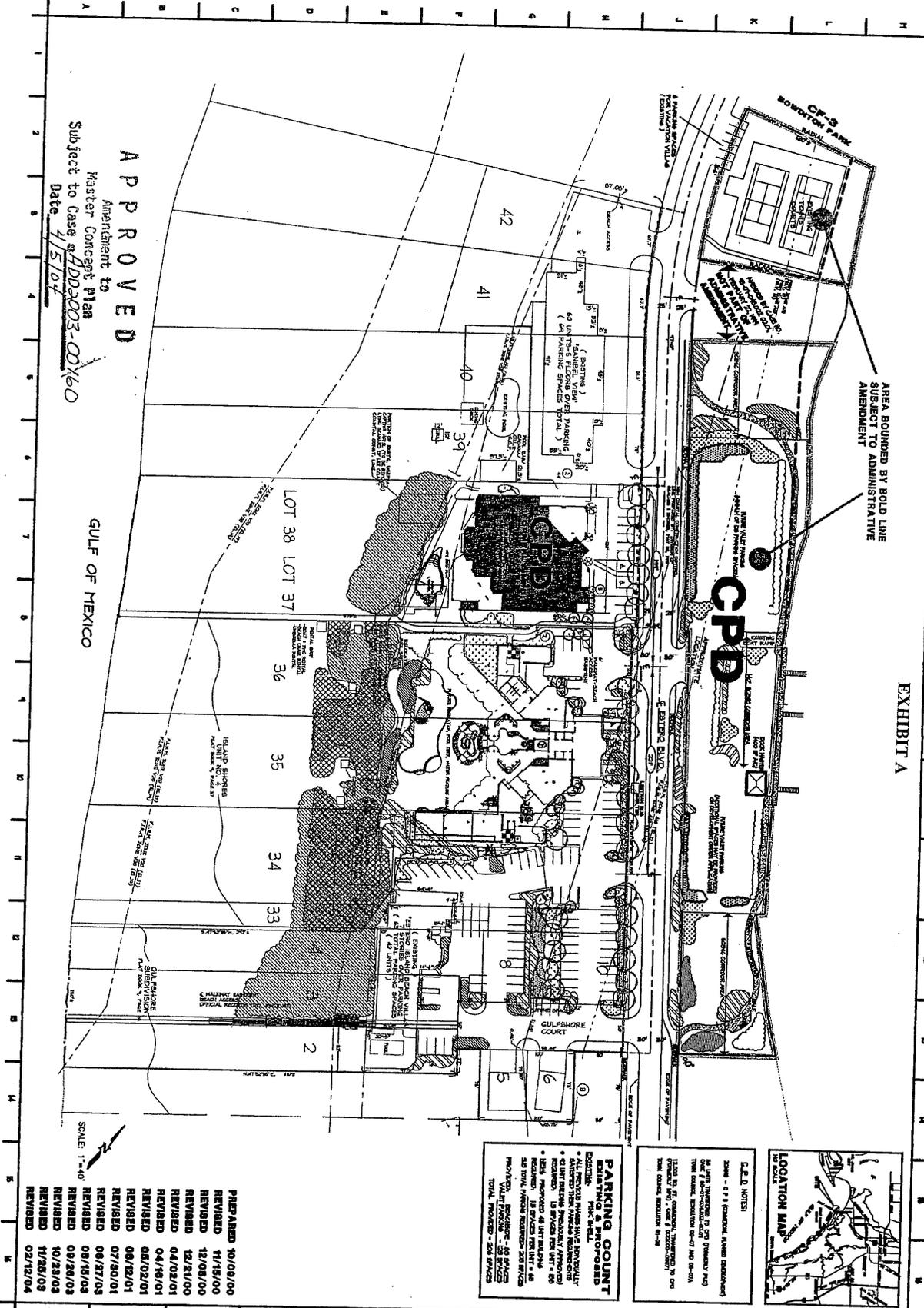
By: _____
Dennis Boback, Mayor

Approved as to form:

By: _____
Anne Dalton, Town Attorney

LIST OF EXHIBITS

- A. Bayside CPD approved MCP
- B. Captiva Villas CPD approved MCP
- C. White Sands CPD approved MCP
- D. Master Concept Plan Captiva Villas
- E. Captiva Villas R/W description
- F. Bayside R/W description
- G. New walkway easement legal description
- H. Town Easement and County Easement
- I. amended and Restated Walkway Easement/View Corridor
- J. Master Concept Plan for Bayside CPD
- K. Revised legal description of Bayside CPD
- L. Revised legal description of Captiva Villas CPD



APPROVED
 Amendment to
 Master Concept Plan
 Subject to Case # ADD-2003-00160
 Date 1/5/04

GULF OF MEXICO

AREA BOUNDED BY BOLD LINE
 SUBJECT TO ADMINISTRATIVE
 AMENDMENT

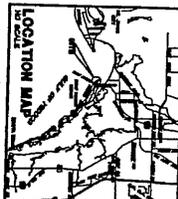
EXHIBIT A

SCALE: 1"=40'

PREPARED	10/09/00
REVISED	11/18/00
REVISED	12/08/00
REVISED	12/31/00
REVISED	04/02/01
REVISED	04/18/01
REVISED	08/02/01
REVISED	08/12/01
REVISED	07/20/01
REVISED	08/27/01
REVISED	08/18/01
REVISED	08/28/01
REVISED	10/23/01
REVISED	11/28/01
REVISED	02/12/04

PARKING COUNT
 EXISTING: PINK SHELL
 • ALL PAVED AREAS HAVE INDIVIDUALLY
 • 100 SPACES (100' x 20' x 20')
 TOTAL PROPOSED: 300 SPACES

LOCATION MAP
 SHOWS THE LOCATION OF THE PROJECT
 WITHIN THE CITY OF FORT MYERS
 AND THE COUNTY OF LEE.



SP-D
 FEB 17 2004

PINK SHELL C P D
BAYSIDE PARCEL
MASTER CONCEPT PLAN

Gora
 McCahey
 ASSOCIATES IN
 ARCHITECTURE
 43 Barkley Circle Suite 202
 Fort Myers, Florida 33907
 941-275-0225 Fax 941-275-7123

REVISIONS
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CONSULTING CIVIL ENGINEERS,
SURVEYORS & MAPPERS

CIVIL
AGRICULTURAL
WATER RESOURCES
WATER & WASTEWATER
TRANSPORTATION
SURVEYING & MAPPING
GIS

OCTOBER 25, 2006
JOB # 05-7070
FILE # 0-7021SK02RWBCH-M-B
SHEET 1 OF 2

LEGAL DESCRIPTION: ADDITIONAL RIGHT OF WAY

THAT PART OF LOTS 37 AND 38, ISLAND SHORES CLUB SECTION ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK 9, PAGE 41 OF THE PUBLIC RECORDS OF LEE COUNTY, FLORIDA DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHEASTERLY CORNER OF SAID LOT 37, THENCE S.47°52'35"W., ALONG THE SOUTHERLY LINE OF SAID LOT 37, FOR 5.00 FEET; THENCE N.42°07'25"W. FOR 130.50 FEET; THENCE N.47°52'35"E., FOR 5.00 FEET TO THE EASTERLY LINE OF SAID LOTS 37 AND 38; THENCE S.42°07'25"E., ALONG SAID EASTERLY LINE, FOR 130.50 FEET TO THE POINT OF BEGINNING.

SUBJECT TO EASEMENTS, RESTRICTIONS, RESERVATIONS AND RIGHTS OF WAY OF RECORD.

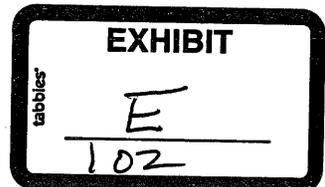
SEE SHEET 2 OF 2 FOR SKETCH

"Partners for Results
Value by Design"

JAMES D. SYSE
PROFESSIONAL SURVEYOR AND MAPPER
FL. CERT. NO. 4211

1400 Colonial Boulevard
Suite 31
Ft. Myers, FL 33907
(239) 931-0455
Fax: (239) 931-0456
www.lbfb.com

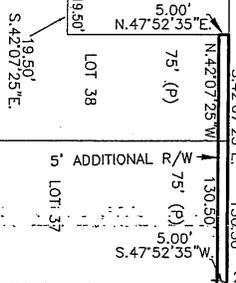
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Drawing Name: P:\06-7021\Survey\Sketch\06-7021sk02rbwch-M-B.dwg Layout Name: Layout1 Plotted by: Jim Syse - Date: 10/25/2006 - 10:03 AM - LBFH, Inc.

James D. Syse
 JAMES D. SYSE
 PROFESSIONAL SURVEYOR & MAPPER
 FL. CERT. # 4211

ISLAND SHORES
 CLUB SECTION
 PLAT BOOK 9, PAGE 41



- SURVEYOR'S NOTES**
1. BEARINGS SHOWN HEREON ARE BASED ON THE CENTERLINE OF ESTERO BLVD. BEING N.42°07'25\"/>
 - 2. NOT VALID WITHOUT THE SIGNATURE AND THE ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER.
 - 3. SUBJECT TO EASEMENTS, RESTRICTIONS, RESERVATIONS AND RIGHTS OF WAY OF RECORD.

- LEGEND**
- A. ARC
 - D.B. DEED BOOK
 - DNR. DEPARTMENT OF NATURAL RESOURCES
 - EL. ELEVATION
 - L1. LINE ON LINE TABLE
 - (M) MEASURED
 - O.R. OFFICIAL RECORD
 - Pg. PAGE
 - (P) PLAT
 - P.B. PLAT BOOK
 - R/W. RIGHT OF WAY
 - R. RADIUS

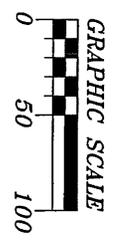
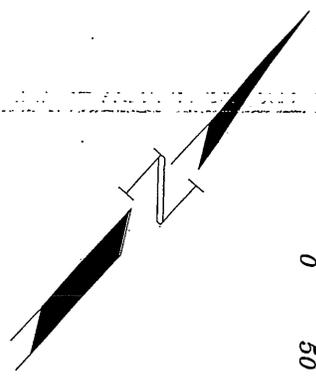


EXHIBIT
 tabbles E
 2 of 2

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<p>CONSULTING CIVIL ENGINEERS, SURVEYORS & MAPPERS <i>"Partners For Results, Value By Design"</i></p> <p>1400 Colonial Blvd, Suite 31, Fort Myers, Florida 33907 (239) 931-0455 Fax: (239) 931-0456 BPR & FBPE License No: 959 www.lbfh.com</p>	Scale: 1"=100' Sheet 2 of 2	PROJECT NAME: SKETCH (NOT A SURVEY) ADDITIONAL RIGHT OF WAY	
	Computed: CP Checked: JDS	Date 10/24/2006	FILE NO. 06-7021sk02rbwch-M-B



CONSULTING CIVIL ENGINEERS,
SURVEYORS & MAPPERS

OCTOBER 24, 2006
JOB NO. 06-7021
FILE NO. 06-7021RWBAY-M-B
SHEET 1 OF 2

LEGAL DESCRIPTION: ADDITIONAL RIGHT OF WAY

THAT PART OF BLOCK D, ISLAND SHORES CLUB SECTION, ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK 9, PAGE 41 OF THE PUBLIC RECORDS OF LEE COUNTY, FLORIDA, DESCRIBED AS FOLLOWS:

CIVIL

AGRICULTURAL
WATER RESOURCES
WATER & WASTEWATER
TRANSPORTATION
SURVEYING & MAPPING
GIS

BEGINNING AT THE SOUTHWESTERLY CORNER OF LOT 33 OF SAID BLOCK D; THENCE N.42°07'25"W., ALONG THE SOUTHEASTERLY LINE OF SAID BLOCK D, FOR 306.50 FEET TO THE NORTHWESTERLY CORNER OF LOT 36 OF SAID BLOCK D; THENCE N.47°52'35"E., ALONG THE NORTHERLY LINE OF SAID LOT 36 FOR 5.00 FEET; THENCE S.42°07'25"E. FOR 306.50 FEET TO THE SOUTHWESTERLY LINE OF SAID LOT 33; THENCE S.47°52'35"W., ALONG SAID SOUTHWESTERLY LINE, FOR 5.00 FEET TO THE POINT OF BEGINNING.

TOGETHER WITH:

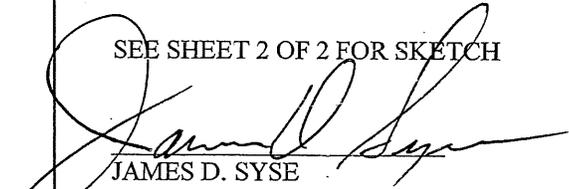
BEGINNING AT THE SOUTHWESTERLY CORNER OF LOT 38 OF SAID BLOCK D, SAID POINT BEING ON A NON-TANGENTIAL CURVE CONCAVE TO THE NORTHEAST, HAVING A RADIUS OF 596.48 FEET, A CENTRAL ANGLE OF 15°56'40", A CHORD LENGTH OF 165.46 AND A CHORD BEARING OF N.26°05'47"W; THENCE NORTHWESTERLY, ALONG THE ARC OF SAID CURVE AND ALONG THE SOUTHWESTERLY LINE OF SAID BLOCK D, FOR 165.99 FEET TO THE NORTHERLY LINE OF LOT 39 OF SAID BLOCK D; THENCE N.71°52'33"E., ALONG SAID NORTHERLY LINE, FOR 5.00 FEET TO A POINT ON A NON-TANGENTIAL CURVE CONCAVE TO THE NORTHEAST HAVING A RADIUS OF 591.48 FEET, A CENTRAL ANGLE OF 15°56'40", A CHORD LENGTH OF 164.07 AND A CHORD BEARING OF S.26°05'47"E; THENCE SOUTHEASTERLY, ALONG THE ARC OF SAID CURVE, FOR 164.60 FEET TO THE SOUTHERLY LINE OF SAID LOT 38; THENCE S.55°55'53"W., ALONG SAID SOUTHERLY LINE, FOR 5.00 FEET TO THE POINT OF BEGINNING.

"Partners for Results
Value by Design"

LOT 39 IS SUBJECT TO AN INGRESS-EGRESS AND PARKING EASEMENT AS RECORDED IN OFFICIAL RECORDS BOOK 2116, PAGE 145 OF SAID PUBLIC RECORDS.

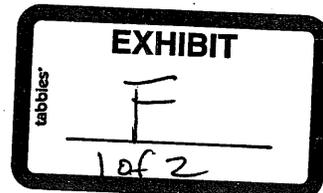
SUBJECT TO EASEMENTS, RESTRICTIONS, RESERVATIONS AND RIGHTS OF WAY OF RECORD.

SEE SHEET 2 OF 2 FOR SKETCH

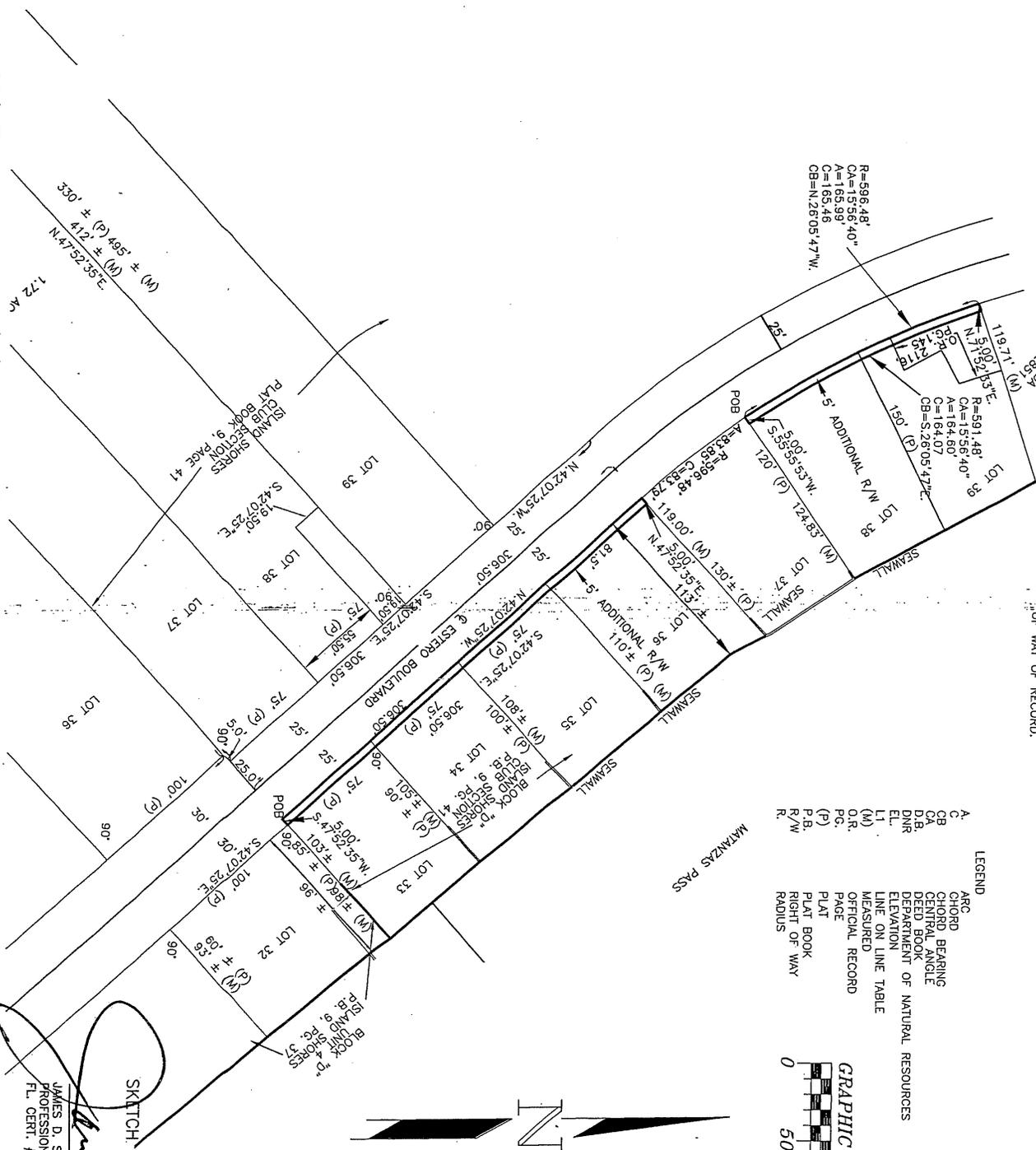

JAMES D. SYSE
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Ft. Myers, FL 33907
(239) 931-0455
Fax: (239) 931-0456
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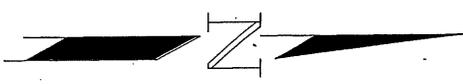
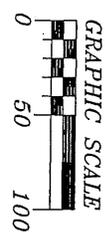
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LEE COUNTY, FLORIDA
 O.R. 1961, 16, 2851 (M)

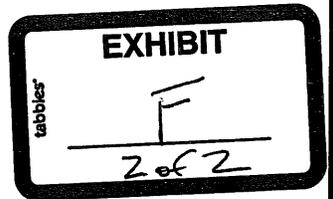
- SURVEYOR'S NOTES**
1. BEARINGS SHOWN HEREON ARE BASED ON THE CENTERLINE OF ESTEREO BLVD. BEING N.42°07'25"W.
 2. NOT VALID WITHOUT THE SIGNATURE AND THE ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER.
 3. SUBJECT TO EASEMENTS, RESTRICTIONS, RESERVATIONS AND RIGHTS OF WAY OF RECORD.

- LEGEND**
- A. ARC
 - C. CHORD
 - CR. CURVE
 - DB. DEPARTMENT OF NATURAL RESOURCES
 - DNR. DEPARTMENT OF NATURAL RESOURCES
 - EL. ELEVATION
 - L1. LINE ON LINE TABLE
 - (M) MEASURED
 - (P) OFFICIAL RECORD
 - PG. PAGE
 - O.R. OFFICIAL RECORD
 - P.B. PLAT BOOK
 - R/W. RIGHT OF WAY
 - R. RADIUS



JAMES D. SYSE
 PROFESSIONAL SURVEYOR & MAPPER
 FL CERT. # 4211

SKETCH (NOT A SURVEY)



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	Sheet 2 of 2	Computed: CP	Date: 10/24/2006
Checked: JDS			Project No. 06-7021



CONSULTING CIVIL ENGINEERS,
SURVEYORS & MAPPERS

OCTOBER 20, 2006
JOB # 04-7019
FILE # 04-7019WALKESM'T02LGL
SHEET 1 OF 2

DESCRIPTION:

A WALKWAY EASEMENT LYING IN LOT 38, ISLAND SHORES CLUB SECTION AS RECORDED IN PLAT BOOK 9, PAGE 41 OF THE PUBLIC RECORDS OF LEE COUNTY, FLORIDA IN SECTION 24, TOWNSHIP 45 SOUTH, RANGE 23 EAST DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHEAST CORNER OF SANIBEL VIEW VILLAS, A CONDOMINIUM AS RECORDED IN OFFICIAL RECORDS BOOK 3559, PAGE 222 PUBLIC RECORDS OF LEE COUNTY, FLORIDA; THENCE S.42°07'25"E. ALONG THE NORTH LINE OF SAID LOT 38, FOR 4.50 FEET; THENCE S.47°52'35"W., PARALLEL WITH THE SOUTHEASTERLY LINE OF SAID SANIBEL VIEW VILLAS, 88.17 FEET; THENCE N.87°07'25"W., FOR 24.26 FEET; THENCE S.47°52'35"W., FOR 95.59 FEET; THENCE N.42°07'25"W., FOR 6.00 FEET; THENCE N.47°52'35"E., FOR 98.08 FEET; THENCE S.87°07'25"E., FOR 24.26 FEET; THENCE N.47°52'35"E., FOR 2.00 FEET TO THE SOUTHWESTERLY LINE OF SAID SANIBEL VIEW VILLAS; THENCE S.42°07'25"E. ALONG SAID SOUTHWESTERLY LINE, 1.50 FEET TO THE SOUTHEASTERLY LINE OF SAID SANIBEL VIEW VILLAS; THENCE N.47°52'35"E. ALONG SAID SOUTHEASTERLY LINE, 83.68 FEET TO THE POINT OF BEGINNING.

SUBJECT TO EASEMENTS, RESTRICTIONS, RESERVATIONS AND RIGHTS OF WAY OF RECORD.

CONTAINING 1123 SQUARE FEET MORE OR LESS

SEE SHEET 2 OF 2 FOR SKETCH.

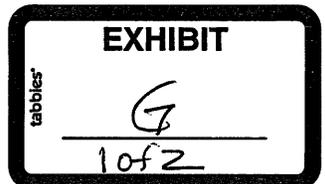

JAMES D. SYSE
PROFESSIONAL SURVEYOR & MAPPER
FL. CERTIFICATE # 4211

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www.lbfh.com

P:\04-7019\Survey\Sketch\04-7019WALKESM'T02revLGL.doc



REC FEE 0.00

DEPUTY CLERK H Adams
This instrument prepared by:

Lee County Attorney's Office
P.O. Box 398
Fort Myers, FL 33902-0398
STRAP Number: 24-46-23-W1-00700.0350 &
24-46-23-W1-00700.0330

INSTR # 6391519
OR BK 04393 Pgs 0474 - 481; (8pgs)
RECORDED 08/06/2004 12:08:34 PM
CHARLIE GREEN, CLERK OF COURT
LEE COUNTY, FLORIDA
RECORDING FEE 37.50
DEED DOC 0.70
DEPUTY CLERK C Keller

**EASEMENT GRANT
and
COVENANT TO BUILD AND MAINTAIN**

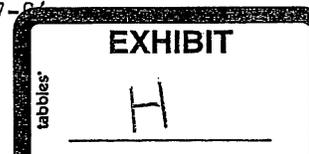
This Easement Grant and Covenant to Build and Maintain is given by **BOYKIN HOTEL PROPERTIES, L.P.**, an Ohio Limited Partnership, registered to do business in the State of Florida, whose address is Guildhall Building, Suite 1500, 45 West Prospect Avenue, Cleveland, Ohio 44115, **and CAPTIVA VILLAS DEVELOPMENT, LLC**, an Ohio Limited Liability Company, registered to business in the State of Florida, whose address is c/o Bellboy, Inc., Guildhall Building, Suite 1500, 45 West Prospect Avenue, Cleveland, Ohio 44115 (together, the "Grantors"), to **LEE COUNTY**, a political subdivision of the State of Florida, whose address is P.O. Box 398, Fort Myers, Florida 33902-0398 ("Grantee"), as follows:

1. In consideration of the sum of one dollar and other good and valuable consideration, receipt of which is hereby acknowledged, the Grantors grant to Grantee, its successors and assigns, a non-exclusive pedestrian walkway easement to and from Estero Boulevard and the Gulf of Mexico, over and across that portion of each Grantors' respective share or interest in the property legally described in Exhibit "A" ("Easement Area").

2. Grantors agree to construct pedestrian walkway facilities (including for handicapped use) within the easement area subject; however, to Grantee's prior approval, which will not be unreasonably withheld. Additionally, Grantors covenant with Grantee to be responsible for the maintenance of the pedestrian walkway facilities within the easement area. The walkway must be maintained in a manner that will not hinder, prevent or preclude the public's use of the full width of Easement Area for pedestrian travel to and from Estero Boulevard and the Gulf of Mexico. The public will at all times have the right to use the Easement Area for pedestrian access to the Gulf of Mexico (including for handicapped use), subject only to reasonable interruption during periods of construction, maintenance and repair.

3. Grantee will have the right and authority, but not the obligation, to maintain the easement and walkway if Grantors fail to do so, including the right and authority to remove or trim any roots, trees or other vegetation or structures, that grow or encroach into the easement area. The responsibility for constructing and maintaining the walkway and

This document is being re-recorded to reflect the Board of Lee County Commissioner's seal.



easement as between Grantors, Boykin Hotel Properties, L.P., and Captiva Villas Development, LLC, is joint and several. In the event Grantors fail to maintain the walkway or easement, Grantee may do so and the cost of such work will be paid on demand of Grantee by Grantors. In the event Grantors fail to reimburse Lee County for the cost of maintenance performed, Grantee may seek to recover those costs by any legal means necessary to do so.

4. The Grantors reserve the right to improve the Easement Area and to maintain, repair and replace all improvements within the Easement Area, subject; however, to the Grantee's prior approval, which will not be unreasonably withheld. Additionally, the Grantors may not construct, install or maintain any improvement (including vegetation) in a manner that will otherwise hinder, prevent or preclude the Grantee's use of the full width of Easement Area for pedestrian travel to and from Estero Boulevard and the Gulf of Mexico.

5. The Grantee has the right and authority to place identification signage at each end of the Easement Area to identify the public's ability to use the Easement Area for public beach access.

6. The Grantors also covenant to and with the Grantee that the Grantors each have good and lawful title to their respective portion or share of the Easement Area with the right to encumber any and all interests therein such that the Grantors will forever warrant and defend the title and terms of this Easement Grant against any claims. If either Grantor makes this Easement Grant and Covenant to Build and Maintain subject to any mortgages, liens or other encumbrances, then a properly executed Subordination of Encumbrance for each such matter is added to this instrument.

7. This easement, including the covenant to build and maintain the easement, is binding upon the parties hereto, their successors and assigns.

[end of provisions]

IN WITNESS WHEREOF, this Easement Grant is executed this 26th day of March, 2004.

Signed, Sealed and Delivered In the Presence of both Witnesses:

Boykin Hotel Properties, L.P.
By: Boykin Lodging Company,
its General Partner

BY: [Signature]
[Signature]
Richard C. Conti
[Type or Print Name]
President + Chief Operating Officer
[Corporate Office or Title]

[Signature]
[1st Witness' Signature]
Sandra L Mendenhall
[Type or Print Name]

[Signature]
[2nd Witness' Signature]
Bob Hotesko
[Type or Print Name]

COUNTY OF Cuyahoga
STATE OF Ohio

The foregoing instrument was acknowledged before me this 26th day of March, 2004, by Richard Conti, the President + Chief Operating Officer of Boykin Lodging Company, an Ohio Corporation, as the General Partner of Boykin Hotel Properties, L.P., an Ohio Limited Partnership, both entities registered to do business in the State of Florida, on behalf of the corporation and the limited partnership. He/she is personally known to me, or has produced _____ as identification

[stamp or seal]

[Signature]
[Signature of Notary]
Sandra L Mendenhall
[Typed or printed name]
Notary Public
[Title]

[Serial number, if any]

Sandra L. Mendenhall, Notary Public
State of Ohio, Cuyahoga County
My Commission Expires Dec. 3, 2006

Captiva Villas Development, LLC

By: Bellboy, Inc.

its Sole Managing Member

Sandra L Mendenhall
[1st Witness' Signature]

Sandra L Mendenhall
[Type or Print Name]

Bob Holesko
[2nd Witness' Signature]

Bob Holesko
[Type or Print Name]

BY: Richard C. Conti
[Signature]

Richard C. Conti
[Type or Print Name]

Vice President
[Corporate Office or Title]

COUNTY OF Cuyahoga :
STATE OF Ohio :

The foregoing instrument was acknowledged before me this 26th day of March, 2004, by Richard C. Conti, the Vice President of Bellboy, Inc.,
[Name] [Corporate Office or Title]

an Ohio Corporation, as the Sole Managing Member of Captiva Villas Development, LLC, an Ohio Limited Liability Company, both entities registered to do business in the State of Florida, on behalf of the corporation and the limited liability company. He/she is personally known to me, or has produced _____ as identification

[stamp or seal]

Sandra L Mendenhall
[Signature of Notary]

Sandra L Mendenhall
[Typed or printed name]

Notary Public
[Title]

[Serial number, if any]

Sandra L. Mendenhall, Notary Public
State of Ohio, Cuyahoga County
My Commission Expires Dec. 3, 2006



Approved and accepted for and on behalf of Lee County, Florida, this 17th day of February, 2004.

ATTEST:
CHARLIE GREEN, CLERK

BOARD OF COUNTY COMMISSIONERS
OF LEE COUNTY, FLORIDA

BY: Michele G Cooper
Deputy Clerk
Michele G Cooper
[Type or Print Name]

BY: [Signature]
Chairman

Approved as to form by:

[Signature]
County Attorney's Office



Ink Engineering

A Division of
LBFH, Inc.

CIVIL
AGRICULTURAL
WATER RESOURCES
WATER & WASTEWATER
TRANSPORTATION
SURVEYING & MAPPING
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1400 Colonial Blvd., Suite 31
Fort. Myers, FL 33907
(239) 931-0455
Fax: (239) 931-0456
www.lbfh.com

EASEMENT GRANT
EXHIBIT "A"
SHEET 1 OF 2

JANUARY 6, 2004
JOB # 03-7021A
FILE # 03-7021ASK6LGL

A SIX (6) FOOT WIDE WALKWAY EASEMENT LYING ON LOT 36 OF UNIT NO. 4, ISLAND SHORES, PLAT BOOK 9, PAGE 37 AND LOT 37 OF ISLAND SHORES CLUB SECTION, PLAT BOOK 9, PAGE 41 OF THE PUBLIC RECORD OF LEE COUNTY, FLORIDA, THE CENTERLINE OF WHICH IS DESCRIBED AS FOLLOWS:

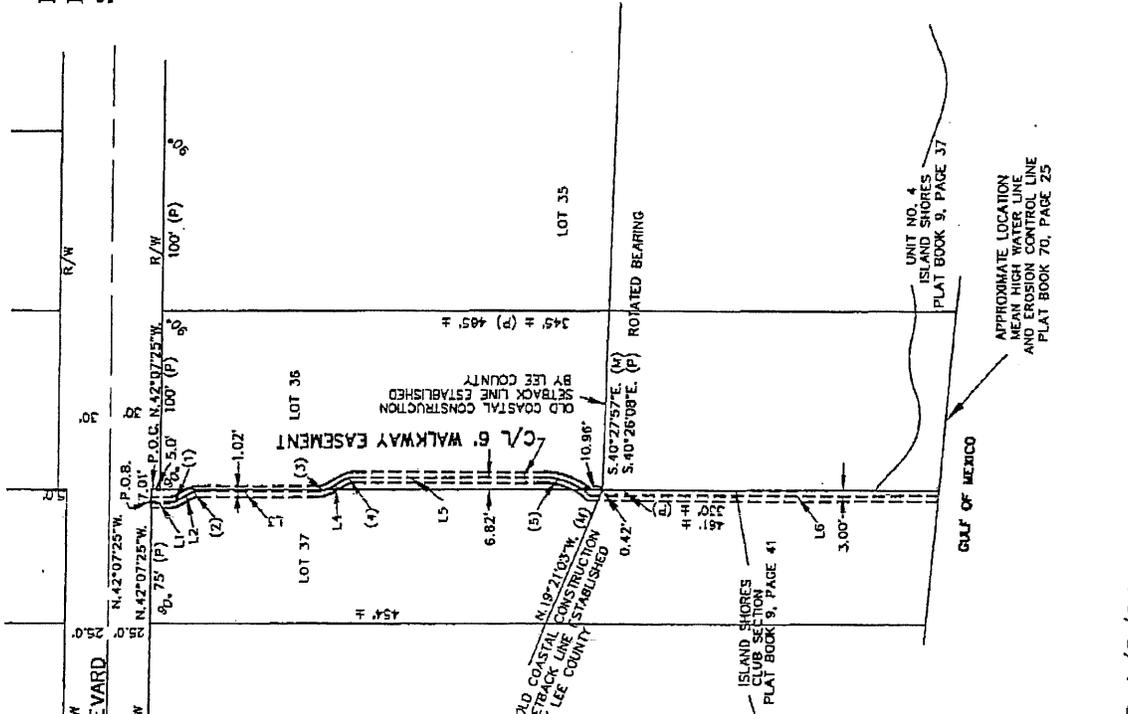
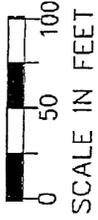
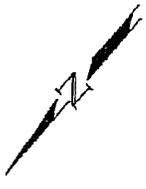
DESCRIPTION:

COMMENCE AT THE INTERSECTION OF THE SOUTHEASTERLY LINE OF SAID LOT 37 AND THE SOUTHWESTERLY RIGHT OF WAY OF ESTERO BOULEVARD 25 FEET FROM THE CENTERLINE; THENCE N.42°07'25"W. ALONG THE SAID RIGHT OF WAY FOR 7.01 FEET TO THE POINT OF BEGINNING : THENCE S.47°52'35"W. FOR 11.09 FEET TO THE POINT OF CURVATURE OF A CURVE TO THE LEFT, HAVING A RADIUS OF 7.00 FEET, CENTRAL ANGLE OF 27°42'24"; THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE FOR 3.38 FEET TO THE POINT OF TANGENCY; THENCE S.20°10'11"W. FOR 7.95 FEET TO THE POINT OF CURVATURE OF A CURVE TO THE RIGHT, HAVING A RADIUS OF 13.00 FEET, CENTRAL ANGLE OF 27°42'24"; THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE FOR 6.29 FEET TO THE POINT OF TANGENCY; THENCE S.47°52'35"W. ALONG A LINE 1.02 FEET PERPENDICULAR TO AND PARALLEL WITH A LINE COMMON TO SAID LOTS 36, AND 37 FOR 69.68 FEET TO THE POINT OF CURVATURE OF A CURVE TO THE LEFT, HAVING A RADIUS OF 13.00 FEET, CENTRAL ANGLE OF 27°42'24"; THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE FOR 5.19 FEET TO THE POINT OF INTERSECTION OF SAID LINE COMMON TO LOTS 36 AND 37; THENCE CONTINUE ALONG THE ARC OF SAID CURVE FOR 1.10 FEET TO THE POINT OF TANGENCY; THENCE S.20°10'11"W. FOR 10.45 FEET TO THE POINT OF CURVATURE OF A CURVE TO THE RIGHT, HAVING A RADIUS OF 13.00 FEET, CENTRAL ANGLE OF 27°42'24"; THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE FOR 6.29 FEET TO THE POINT OF TANGENCY; THENCE S.47°52'35"W. ALONG A LINE 6.82 FEET PERPENDICULAR TO AND PARALLEL WITH SAID LINE COMMON TO LOTS 36 AND 37 FOR 111.62 FEET TO THE POINT OF CURVATURE OF A CURVE TO THE RIGHT, HAVING A RADIUS OF 40.00 FEET, CENTRAL ANGLE OF 41°00'55"; THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE FOR 23.70 FEET TO THE POINT OF INTERSECTION OF SAID LINE COMMON TO LOTS 36 AND 37; THENCE CONTINUE ALONG THE ARC OF SAID CURVE FOR 4.93 FEET TO THE END OF SAID CURVE; THENCE S.47°52'35"W. ALONG A LINE 3.00 FEET PERPENDICULAR TO AND PARALLEL WITH SAID LINE COMMON TO LOT 36 AND 37, FOR 205 FEET MORE OR LESS TO THE APPROXIMATE LOCATION OF THE MEAN HIGH WATER LINE AND EROSION CONTROL LINE AS RECORDED IN PLAT BOOK 70, PAGE 25 OF SAID PUBLIC RECORDS AND POINT OF TERMINUS OF SAID EASEMENT, THE SIDE LINES OF SAID EASEMENT TO BE SHORTENED OR PROLONGED TO MEET AT SAID MEAN HIGH WATER LINE AND RECORDED EROSION CONTROL LINE.

SUBJECT TO EASEMENTS, RESTRICTION, RESERVATIONS AND RIGHTS OF WAY OF RECORD.


GORDON D. MEIERS, FOR THE FIRM
PROFESSIONAL LAND SURVEYOR
FL. CERT. # 2858

EASEMENT GRANT
EXHIBIT "A"
SHEET 2 OF 2



LINE TABLE

Line	Bearing	Distance
L1	S.47°52'35"W.	11.09'
L2	S.20°10'11"W.	7.05'
L3	S.47°52'35"W.	69.68'
L4	S.20°0'11"W.	10.45'
L5	S.47°52'35"W.	111.62'
L6	S.47°52'35"W.	205' ±

CURVE TABLE

NO.	RADIUS	DELTA	ARC	CHORD	CHORD BEARING
1	7.00'	27°42'24"	3.38'	3.35'	S.34°01'23"W.
2	13.00'	27°42'24"	6.29'	6.23'	S.34°01'23"W.
3	13.00'	27°42'24"	5.19'	6.23'	S.34°01'23"W.
4	13.00'	27°42'24"	6.29'	6.23'	S.34°01'23"W.
5	40.00'	41°00'55"	23.70'	28.03'	S.68°23'02"W.

REFER TO ATTACHED DESCRIPTION

- SURVEYOR'S NOTES
- BEARINGS SHOWN HEREON ARE BASED ON THE CENTERLINE OF ESTERO BLVD. BEING N.42°07'25"W.
 - MEAN HIGH TIDE LINE SHOWN HEREON IS APPROXIMATE AS OF DATE SHOWN. ELEVATION WAS PROVIDED VERBALLY BY STATE OF FLORIDA DEPARTMENT OF SURVEYING AND MAPPING.
 - NOT VALID WITHOUT THE SIGNATURE AND THE ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER.
 - SUBJECT TO EASEMENTS, RESTRICTIONS, RESERVATIONS AND RIGHTS OF WAY OF RECORD.

SKETCH (NOT A SURVEY)

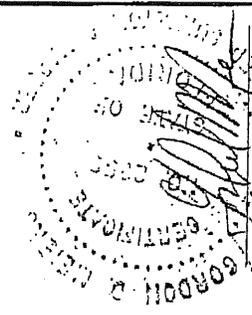
6' WIDE WALKWAY EASEMENT
A PARCEL OF LAND LYING IN
SECTION 24, TOWNSHIP 46 S., RANGE 23 E.
LEE COUNTY, FLORIDA

REVISED 1/6/04

SHEET 2 OF 2

DATE	9/24/03
SCALE	NOTED
DRAWN	CP
CHECK	
APPROVED	

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GORDON O. BEIERS FOR THE FIRM
PROFESSIONAL LAND SURVEYOR
FLA. CERTIFICATE NO. 2866

JOB NO.: 03-7021A
03-7021ASK6

This document was prepared by:

Steven W. Hubbard, Esq.
Roetzel and Andress, a Legal Professional Association
2320 First Street, Suite 1000
Fort Myers, Florida 33901

JOINDER AND CONSENT

The undersigned, AmSouth Bank, an Alabama state banking corporation, ("Bank"), the owner and holder of a certain Mortgage and Security Agreement recorded in O.R. Book 3835, Page 2996, Assignment of Leases, Rents, and Profits recorded in O.R. Book 3835, Page 3016, and UCC Financing Statement recorded in O.R. Book 3835, Page 3027, all in the Public Records of Lee County, Florida (collectively, and as modified and amended from time to time, the "Security Instruments"), hereby joins in and consents to that certain Easement Grant and Covenant to Build and Maintain from Boykin Hotel Properties, L.P. and Captiva Villas Development, LLC, Lee County, Florida, to which this Joinder and Consent is attached and agrees that the same shall survive and not be impaired by any foreclosure or other enforcement of such Security Instruments or the liens thereof. This Joinder and Consent shall be binding upon the Bank and its successors and assigns.

IN WITNESS WHEREOF, the Bank has made and executed this Joinder and Consent this 26th day of July, 2004.

Witnesses:

Sandra H. Van Horn
1st Witness
SANDRA H. VAN HORN
Print Name

Kimberly S Best
2nd Witness
Kimberly S. Best
Print Name

AmSouth Bank
an Alabama state banking corporation

By: Thomas E. Finlay
Print Name: Thomas E. Finlay
Title: Vice President

STATE OF FLORIDA)
COUNTY OF Collier)

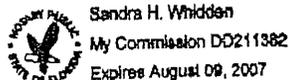
The foregoing instrument was acknowledged before me this 26th day of July, 2004, by Thomas E. Finlay, as Vice President of AmSouth Bank, an Alabama state banking corporation, on behalf of such bank. (He/she is personally known to me or has produced _____ (type of ID) as identification.

My Commission Expires:

Sandra H. Whidden
Print Name:
Notary Public - State of Florida
Serial No.:

(SEAL)

170053_1





EASEMENT RELOCATION VIEW CORRIDOR AGREEMENT

This Easement Relocation and View Corridor Agreement is made by and between Boykin Hotel Properties, L.P., an Ohio limited partnership, and Captiva Villas Development, LLC, a Delaware limited liability company (collectively, the "Owner") and the Town of Fort Myers Beach, Florida ("Easement Holder").

INST # B308588 OR BK 04394 Pgs 3212 - 3222; (1 Pgs) RECORDED 08/08/2004 01:30:14 PM
REC FEE \$1.00
CHARLIE GREEN, CLERK OF COURT, LEE COUNTY, FLORIDA
DEPUTY CLERK JIMMER

WITNESSETH:

WHEREAS, by instrument dated February 27, 1984, from Johnavieve Davis to Lee County, Florida, recorded in Official Records Book 1782, Page 1814, Public Records of Lee County, Florida, such grantor granted to Lee County a six (6) feet wide easement ("Existing Easement") for a public walkway from Estero Boulevard to the Gulf of Mexico (ingress, egress and maintenance) on and over the real estate described on Exhibit A ("Existing Easement Area");

WHEREAS, Easement Holder has or may have an interest in the Existing Easement;

WHEREAS, Captiva Villas Development LLC ("CVD") owns the fee simple title to the Existing Easement Area;

WHEREAS, Boykin Hotel Properties, L.P. and CVD are affiliates and are the fee simple owners of all (but different portions) of the real estate described on Exhibit B ("New Easement Area");

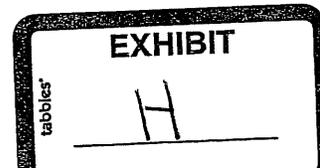
WHEREAS, Owner has requested that Easement Holder agree to relocate the Existing Easement to the New Easement Area which Owner owns in fee simple;

WHEREAS, Easement Holder has agreed to the foregoing relocation of the Existing Easement to the New Easement Area;

WHEREAS, Owner and Easement Holder have agreed to enter into this Easement Relocation Agreement in order to set forth their agreement in regard to the foregoing matters; and

WHEREAS, in addition to the foregoing, by this instrument Owner desires to establish and preserve, in perpetuity, a view corridor in connection with that certain Resolution of the Town Council of the Town of Fort Myers Beach, Florida, Resolution Number 01-26 ("Resolution"), and Easement Holder desires to join in and consent to the establishment of such view corridor, all as set forth below.

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by the parties hereto, Owner and Easement Holder agree as follows:



1. Owner hereby grants and conveys to Easement Holder a perpetual, non-exclusive walkway easement on, over and across the New Easement Area for the purposes of providing the public with pedestrian (only) ingress and egress to and from Estero Boulevard and the Gulf of Mexico, together with the right and easement to maintain same to the extent Owner fails to do so. In addition to the foregoing, Owner hereby establishes a non-exclusive, perpetual view corridor area ("View Corridor") on, over and across the thirty-six (36) feet wide area of land described in Exhibit C attached hereto in order to preserve a view of the Gulf of Mexico from Estero Boulevard, all as more particularly described in the Resolution and the Master Concept Plan ("Plan") referred to therein (together, and as amended from time to time, the "Resolution/Plan"). The New Easement shall be located within the View Corridor. As set forth in the Resolution/Plan and in any local development order issued pursuant to the Resolution/Plan, Owner shall in conjunction with the construction of the 43 hotel/time share units approved via the Resolution/Plan construct and improve the View Corridor as well as the walkway within the New Easement; provided, however, that Owner will not construct any structures or facilities within (i) the New Easement and (ii) the View Corridor. Owner further will, in perpetuity, maintain the View Corridor and such walkway in good order and repair, at Owner's sole cost and expense. In the event that Owner fails to do so, the Easement Holder may perform such maintenance and recover the reasonable cost thereof from Owner. This walkway easement only allows the use by pedestrians of the new Easement Area; such users shall not be permitted to use motorcycles, bicycles, skates, skateboards, scooters or other motorized or non-motorized aids to or forms of transportation within the New Easement Area. Within the View Corridor, parking is allowed, in substantial conformance with the Resolution/Plan. Such View Corridor shall be improved with low-lying vegetation along the walkway with and trees to help define the View Corridor. Owner shall place a sign along Estero Boulevard that identifies the walkway as "Public Beach Access."

2. The Existing Easement over the Existing Easement Area is hereby terminated, and CVD shall own the Existing Easement Area free and clear of any easement rights in favor of Easement Holder.

IN WITNESS WHEREOF, the parties have signed this Easement Relocation Agreement this 20 day of February, 2004.

[signatures on following page]

STATE OF OHIO

COUNTY OF Cuyahoga

The foregoing instrument was acknowledged before me this 20th day of February, 2004, by RICHARD C. CONTI, as PRESIDENT of Boykin Lodging Company, an Ohio corporation, General Partner of Boykin Hotel Properties, L.P., an Ohio limited partnership, on behalf of said corporation and limited partnership, who is personally known to me or ~~provided~~ _____ ~~[type of identification]~~ as identification _____

(Notary Seal)

Mindy M.T. Toth

Notary Public - State of Ohio

Print Name: _____

Serial No: _____

My Commission Expires: _____

STATE OF OHIO

COUNTY OF Cuyahoga

MINDY M.T. TOTH
Notary Public, Stat. of Ohio, Cuy. Cty.
My commission expires May 2, 2008

The foregoing instrument was acknowledged before me this 20th day of February, 2004, by RICHARD C. CONTI, as VICE PRESIDENT of Bellboy, Inc., a Delaware corporation, Managing Member of Captiva Villas Development LLC, a Delaware limited liability company, on behalf of said corporation and limited liability company, who is personally known to me or ~~provided~~ _____ ~~[type of identification]~~ as identification _____

(Notary Seal)

Mindy M.T. Toth

Notary Public - State of Ohio

Print Name: _____

Serial No: _____

My Commission Expires: _____

MINDY M.T. TOTH
Notary Public, State of Ohio, Cuy. Cty.
My commission expires May 2, 2008

APRIL 29, 2003
JOB # 03-7021A
FILE # 03-7021AVAC2LGL

DESCRIPTION OF EASEMENT TO BE VACATED ON LOTS 37 AND 38 OF ISLAND SHORES CLUB SECTION AS RECORDED IN PLAT BOOK 9, PAGE 41 OF THE PUBLIC RECORDS OF LEE COUNTY, FLORIDA.

DESCRIPTION:

A SIX (6) FOOT EASEMENT FOR PUBLIC WALKWAY AS RECORDED IN O.R. BOOK 1782, PAGE 1814 OF SAID PUBLIC RECORDS; THE CENTERLINE BEING THE COMMON LOT LINE BETWEEN SAID LOTS 37 & 38, ISLAND SHORES CLUB SECTION.

SUBJECT TO EASEMENTS, RESTRICTION, RESERVATIONS AND RIGHTS OF WAY OF RECORD.



GORDON D. MEIERS, FOR THE FIRM
PROFESSIONAL LAND SURVEYOR
FL. CERT. # 2858

LEGEND
 (A) DEED BOOK
 (B) RETURNED
 (C) ORIGINAL RECORD
 (D) PAGE
 (E) PLAT
 (F) RIGHT OF WAY

REFER TO ATTACHED DESCRIPTION
 SURVEYOR'S NOTICE

1. BEAWARE BEING HEREON ARE BASED ON THE CENTERLINE OF ESTABLISHED HIGH WATER LOCATED ON 5/3/00.
2. BEAWARE BEING HEREON ARE APPROXIMATE AS OF DATE DEPARTURE OF SURVEYOR AND BUREAU.
3. NOT VALID WITHOUT THE SIGNATURE AND THE ORIGINAL DESIGN OF A FLORIDA LICENSED SURVEYOR AND MAPPER.
4. SUBJECT TO EASEMENTS, RESERVATIONS, RESERVATIONS AND RIGHTS OF WAY OR RECORD.

SKETCH (NOT A SURVEY)
 EASEMENT VACATION
 A PARCEL OF LAND LYING IN
 SECTION 24, TOWNSHIP 46 S., RANGE 23 E.
 LEE COUNTY, FLORIDA

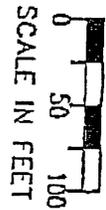
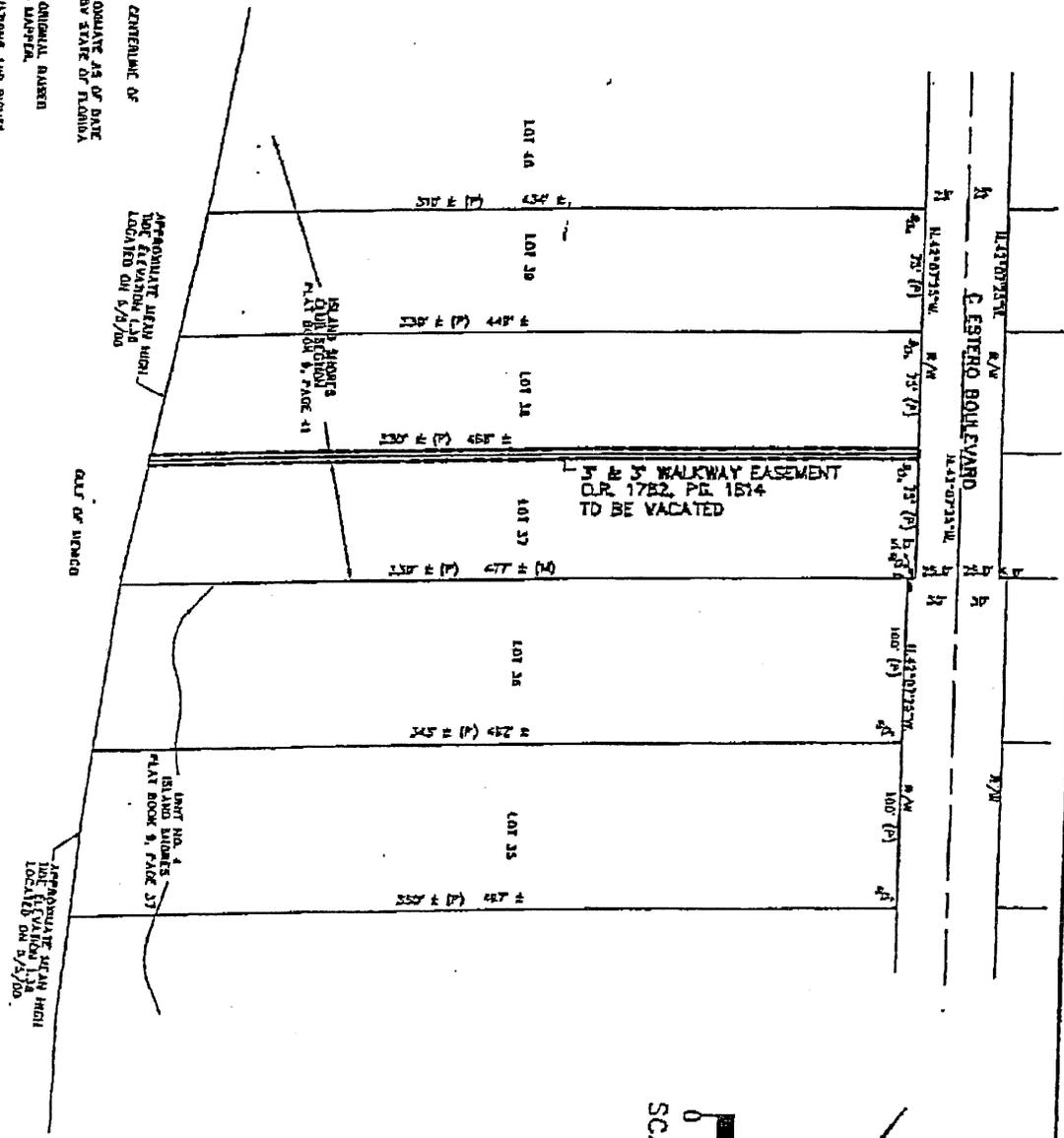
DATE	4/20/03
SCALE	NOTED
DRAWN	CP
CHECK	
APPROVED	

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03-7021AVAC2
 JOB NO.:
03-7021A

SHEET 2 OF 2

GORDON D. WENNS, FOR THE FIRM
 PROFESSIONAL LAND SURVEYOR
 F.L.S. CERTIFICATE NO. 2858



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EXHIBIT B

JANUARY 6, 2004
JOB # 03-7021A
FILE # 03-7021ASK6LGL

SHEET 1 OF 2

A SIX (6) FOOT WIDE WALKWAY EASEMENT LYING ON LOT 36 OF UNIT NO. 4, ISLAND SHORES, PLAT BOOK 9, PAGE 37 AND LOT 37 OF ISLAND SHORES CLUB SECTION, PLAT BOOK 9, PAGE 41 OF THE PUBLIC RECORD OF LEE COUNTY, FLORIDA, THE CENTERLINE OF WHICH IS DESCRIBED AS FOLLOWS:

DESCRIPTION:

COMMENCE AT THE INTERSECTION OF THE SOUTHEASTERLY LINE OF SAID LOT 37 AND THE SOUTHWESTERLY RIGHT OF WAY OF ESTERO BOULEVARD 25 FEET FROM THE CENTERLINE; THENCE N.42°07'25"W. ALONG THE SAID RIGHT OF WAY FOR 7.01 FEET TO THE POINT OF BEGINNING ; THENCE S.47°52'35"W. FOR 11.09 FEET TO THE POINT OF CURVATURE OF A CURVE TO THE LEFT, HAVING A RADIUS OF 7.00 FEET, CENTRAL ANGLE OF 27°42'24"; THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE FOR 3.38 FEET TO THE POINT OF TANGENCY; THENCE S.20°10'11"W. FOR 7.95 FEET TO THE POINT OF CURVATURE OF A CURVE TO THE RIGHT, HAVING A RADIUS OF 13.00 FEET, CENTRAL ANGLE OF 27°42'24"; THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE FOR 6.29 FEET TO THE POINT OF TANGENCY; THENCE S.47°52'35"W. ALONG A LINE 1.02 FEET PERPENDICULAR TO AND PARALLEL WITH A LINE COMMON TO SAID LOTS 36, AND 37 FOR 69.68 FEET TO THE POINT OF CURVATURE OF A CURVE TO THE LEFT, HAVING A RADIUS OF 13.00 FEET, CENTRAL ANGLE OF 27°42'24"; THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE FOR 5.19 FEET TO THE POINT OF INTERSECTION OF SAID LINE COMMON TO LOTS 36 AND 37; THENCE CONTINUE ALONG THE ARC OF SAID CURVE FOR 1.10 FEET TO THE POINT OF TANGENCY; THENCE S.20°10'11"W. FOR 10.45 FEET TO THE POINT OF CURVATURE OF A CURVE TO THE RIGHT, HAVING A RADIUS OF 13.00 FEET, CENTRAL ANGLE OF 27°42'24"; THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE FOR 6.29 FEET TO THE POINT OF TANGENCY; THENCE S.47°52'35"W. ALONG A LINE 6.82 FEET PERPENDICULAR TO AND PARALLEL WITH SAID LINE COMMON TO LOTS 36 AND 37 FOR 111.62 FEET TO THE POINT OF CURVATURE OF A CURVE TO THE RIGHT, HAVING A RADIUS OF 40.00 FEET, CENTRAL ANGLE OF 41°00'55"; THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE FOR 23.70 FEET TO THE POINT OF INTERSECTION OF SAID LINE COMMON TO LOTS 36 AND 37; THENCE CONTINUE ALONG THE ARC OF SAID CURVE FOR 4.93 FEET TO THE END OF SAID CURVE; THENCE S.47°52'35"W. ALONG A LINE 3.00 FEET PERPENDICULAR TO AND PARALLEL WITH SAID LINE COMMON TO LOT 36 AND 37, FOR 205 FEET MORE OR LESS TO THE APPROXIMATE LOCATION OF THE MEAN HIGH WATER LINE AND EROSION CONTROL LINE AS RECORDED IN PLAT BOOK 70, PAGE 25 OF SAID PUBLIC RECORDS AND POINT OF TERMINUS OF SAID EASEMENT, THE SIDE LINES OF SAID EASEMENT TO BE SHORTENED OR PROLONGED TO MEET AT SAID MEAN HIGH WATER LINE AND RECORDED EROSION CONTROL LINE.

SUBJECT TO EASEMENTS, RESTRICTION, RESERVATIONS AND RIGHTS OF WAY OF RECORD.


GORDON D. MEIERS, FOR THE FIRM
PROFESSIONAL LAND SURVEYOR
FL. CERT. # 2858

LEGEND

D.B.	DEED BOOK
(M)	MEASURED
O.R.	OFFICIAL RECORD
P.O.	PAGE
(P)	PLAT
R/W	RIGHT OF WAY

LINE TABLE

Line	Bearing	Distance
L1	S.47°52'35"W	11.09'
L2	S.20°10'11"W	7.95'
L3	S.47°52'35"W	69.68'
L4	S.20°10'11"W	10.45'
L5	S.47°52'35"W	111.62'
L6	S.47°52'35"W	205' ±

CURVE TABLE

NO.	RADIUS	DELTA	ARC	CHORD	CHORD BEARING
1	7.00'	27°42'24"	3.38'	3.35'	S.34°01'23"W
2	13.00'	27°42'24"	6.29'	6.23'	S.34°01'23"W
3	13.00'	27°42'24"	5.19'	6.23'	S.34°01'23"W
4	13.00'	27°42'24"	6.29'	6.23'	S.34°01'23"W
5	40.00'	41°00'55"	23.70'	28.03'	S.68°23'02"W

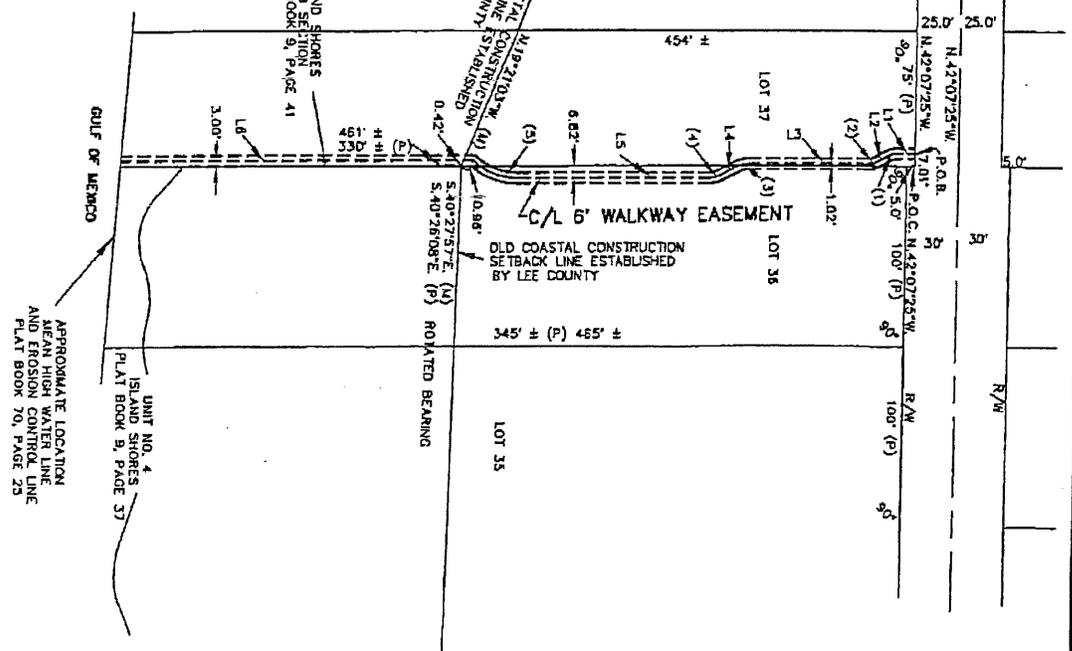
REFER TO ATTACHED DESCRIPTION SURVEYOR'S NOTES

- BEARINGS SHOWN HEREON ARE BASED ON THE CENTERLINE OF ESTERO BLVD. BEING N.42°07'25"W.
- MEAN HIGH TIDE LINE SHOWN HEREON IS APPROXIMATE AS OF DATE SHOWN AND WAS PROVIDED VERBALLY BY STATE OF FLORIDA DEPARTMENT OF SURVEYING AND MAPPING.
- NOT VALID WITHOUT THE SIGNATURE AND THE ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER.
- SUBJECT TO EASEMENTS, RESTRICTIONS, RESERVATIONS AND RIGHTS OF WAY OF RECORD.

SKETCH (NOT A SURVEY)

6' WIDE WALKWAY EASEMENT
A PARCEL OF LAND LYING IN
SECTION 24, TOWNSHIP 46 S., RANGE 23 E.
LEE COUNTY, FLORIDA

REVISED 1/6/04



DATE	9/24/03
SCALE	NOTED
DRAWN	GP
CHECK	
APPROVED	

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SHEET 2 OF 2

GORDON D. MEERS, FOR THE FIRM
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FLA. CERTIFICATE NO. 2858

03-7021ASK6
JOB NO.:
03-7021A

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EXHIBIT "C"
PAGE 1 of 2

OCTOBER 1, 2003
JOB # 03-7021A
FILE # 03-7021ASK7CORLGL

SHEET 1 OF 2

A SCENIC CORRIDOR EASEMENT LYING ON LOT 36 OF UNIT NO. 4, ISLAND SHORES, PLAT BOOK 9, PAGE 37 AND LOT 37 OF ISLAND SHORES CLUB SECTION, PLAT BOOK 9, PAGE 41 OF THE PUBLIC RECORD OF LEE COUNTY, FLORIDA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

DESCRIPTION:

BEGIN AT THE INTERSECTION OF THE SOUTHEASTERLY LINE OF SAID LOT 37 AND THE SOUTHWESTERLY RIGHT OF WAY OF ESTERO BOULEVARD 25 FEET FROM THE CENTERLINE; THENCE S.47°52'35"W. ALONG THE SAID RIGHT OF WAY FOR 5.00 FEET SAID POINT BEING 30 FEET FROM THE CENTERLINE AND BEING THE NORTHERLY MOST CORNER OF SAID LOT 36; THENCE S.42°07'25"E. ALONG SAID RIGHT OF WAY AND THE NORTHEASTERLY LINE OF SAID LOT 36 FOR 21.84 FEET; THENCE S.47°52'35"W. LEAVING SAID RIGHT OF WAY FOR 86.72 FEET; THENCE N.42°07'25"W. FOR 0.74 FEET; THENCE S.47°52'35"W. FOR 109.57 FEET; THENCE S.42°07'25"E. FOR 0.74 FEET; THENCE S.47°52'35"W. FOR 62.70 FEET TO A POINT ON THE OLD COASTAL CONSTRUCTION SETBACK LINE ESTABLISHED BY LEE COUNTY; THENCE ALONG THE SAID SETBACK LINE FOR THE FOLLOWING TWO CALLS: (1) N.40°27'57"W. FOR 22.27 PASSING THROUGH THE LINE COMMON TO SAID LOT 36 AND LOT 37; (2) THENCE N.19°21'03"W. FOR 14.90 FEET; THENCE N.47°52'35"E FOR 257.58 FEET TO A POINT ON SAID SOUTHWESTERLY RIGHT OF WAY OF ESTERO BOULEVARD 25 FEET FROM THE CENTERLINE; THENCE S.42°07'25"E. ALONG SAID RIGHT OF WAY AND THE NORTHEASTERLY LINE OF SAID LOT 37 FOR 14.16 FEET TO THE POINT OF BEGINNING.

SUBJECT TO EASEMENTS, RESTRICTION, RESERVATIONS AND RIGHTS OF WAY OF RECORD

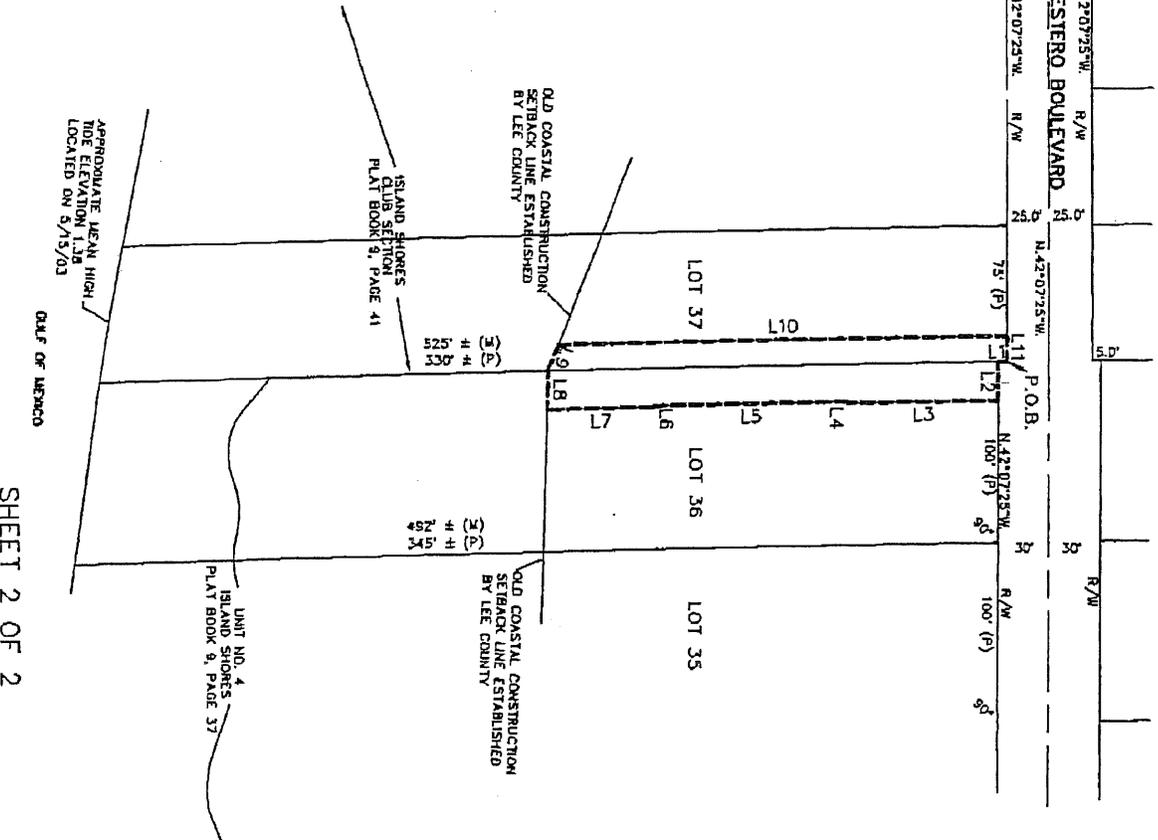

GORDON D. MEIERS, FOR THE FIRM
PROFESSIONAL LAND SURVEYOR
FL. CERT. # 2858

LEGEND
 D.E.D. DEED BOOK
 (M) MEASURED
 (R) OFFICIAL RECORD
 (P) PAGE
 (R/W) RIGHT OF WAY
 P.O.B. POINT OF BEGINNING

LINE TABLE

Line	Bearing	Distance
L1	S.47°52'35"W	5.00'
L2	S.42°07'25"E	21.84'
L3	S.47°52'35"W	86.72'
L4	N.42°07'25"W	0.74'
L5	S.47°52'35"W	109.57'
L6	S.42°07'25"E	0.74'
L7	S.47°52'35"W	62.70'
L8	N.40°27'57"W	22.27'
L9	N.19°21'03"W	14.80'
L10	N.47°52'35"E	257.38'
L11	S.42°07'25"E	14.16'

- REFER TO ATTACHED DESCRIPTION
 SURVEYOR'S NOTES
1. BEARINGS SHOWN HEREON ARE BASED ON THE CENTRILINE OF ESTERO BLVD. BEING N.42°07'25"W.
 2. MEAN HIGH TIDE LINE SHOWN HEREON IS APPROXIMATE AS OF DATE SHOWN. ELEVATION WAS PROVIDED VERBALLY BY STATE OF FLORIDA DEPARTMENT OF SURVEYING AND MAPPING.
 3. NOT VALID WITHOUT THE SIGNATURE AND THE ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER.
 4. SUBJECT TO EASEMENTS, RESTRICTIONS, RESERVATIONS AND RIGHTS OF WAY OF RECORD.



SKETCH (NOT A SURVEY)

SCENIC CORRIDOR EASEMENT
 A PARCEL OF LAND LYING IN
 SECTION 24, TOWNSHIP 46 S., RANGE 23 E.
 LEE COUNTY, FLORIDA

DATE	10/1/03
SCALE	NOTED
DRAWN	CP
CHECK	
APPROVED	

SHEET 2 OF 2

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GORDON D. MEYER, FOR THE FIRM
 PROFESSIONAL LAND SURVEYOR
 F.L.A. CERTIFICATE NO. 2856

03-7021ASK7COR

JOB NO.:
03-7021A

This document was prepared by:

Steven W. Hubbard, Esq.
Roetzel and Andress, a Legal Professional Association
2320 First Street, Suite 1000
Fort Myers, Florida 33901

JOINDER AND CONSENT

The undersigned, AmSouth Bank, an Alabama state banking corporation, ("Bank"), the owner and holder of a certain Mortgage and Security Agreement recorded in O.R. Book 3835, Page 2996, Assignment of Leases, Rents, and Profits recorded in O.R. Book 3835, Page 3016, and UCC Financing Statement recorded in O.R. Book 3835, Page 3027, all in the Public Records of Lee County, Florida (collectively, and as modified and amended from time to time, the "Security Instruments"), hereby joins in and consents to that certain Easement Relocation View Corridor Agreement by and between Boykin Hotel Properties, L.P., Captiva Villas Development, LLC and the Town of Fort Myers Beach, Florida to which this Joinder and Consent is attached and agrees that the same shall survive and not be impaired by any foreclosure or other enforcement of such Security Instruments or the liens thereof. This Joinder and Consent shall be binding upon the Bank and its successors and assigns.

IN WITNESS WHEREOF, the Bank has made and executed this Joinder and Consent this 26th day of July, 2004.

Witnesses:

Sandra H. Van Horn
1st Witness
SANDRA H. VAN HORN

Print Name

Kimberly S. Best
2nd Witness
Kimberly S. Best

Print Name

STATE OF FLORIDA)
COUNTY OF Collier)

The foregoing instrument was acknowledged before me this 26th day of July, 2004, by Thomas E. Finlay, as Vice President of AmSouth Bank, an Alabama state banking corporation, on behalf of such bank. (He)she is personally known to me or has produced _____ (type of ID) as identification.

My Commission Expires:

(SEAL)

Sandra H. Whidden
Print Name: _____
Notary Public - State of Florida
Serial No.: _____

170052_1



Sandra H. Whidden
My Commission DD211382
Expires August 09, 2007

This Instrument Prepared By:
Steven W. Hubbard, Esq.
ROETZEL & ANDRESS, A Legal Professional Association
2320 First Street, Suite 1000
Fort Myers, Florida 33901

AMENDED AND RESTATED EASEMENT
RELOCATION VIEW CORRIDOR AGREEMENT

This Amended and Restated Easement Relocation View Corridor Agreement is made by and between JABO, LLC, a Delaware limited liability company (successor in title to Boykin Hotel Properties, L.P., an Ohio limited partnership), and Captiva Villas Development, LLC, a Delaware limited liability company (collectively, the "Owner") and the Town of Fort Myers Beach, Florida ("Easement Holder").

WITNESSETH:

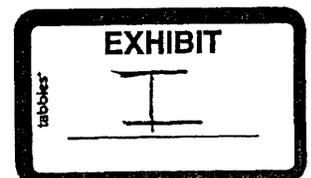
WHEREAS, Boykin Hotel Properties, L.P., predecessor in title to JABO, LLC, and Captiva Villas Development, LLC, collectively as Owner, and the Town of Fort Myers Beach, Florida, as Easement Holder, are parties to that certain Easement Relocation View Corridor Agreement, recorded in Official Records Book 4394, Page 3212, Public Records of Lee County, Florida ("Existing Walkway/View Corridor Easement");

WHEREAS, JABO, LLC has acquired from Boykin Hotel Properties, L.P. fee simple title to all real estate owned by it which is subject to the Existing Walkway/View Corridor Easement;

WHEREAS, the Existing Walkway/View Corridor Easement: (1) created a certain 36 foot wide "View Corridor" (as defined therein) and contained certain terms related thereto; and (2) created a certain walkway easement within the New Easement Area described on Exhibit B to the Existing Walkway/View Corridor Easement (hereafter referred to as the "Existing Walkway Easement") and contained certain terms related thereto;

WHEREAS, Owner has requested that Easement Holder agree to further relocate the Existing Walkway Easement to the easement area described in Exhibit A attached hereto ("2006 New Easement Area"), which is owned by Captiva Villas Development, LLC, and Easement Holder has agreed to such relocation of the Existing Walkway Easement, all in accordance with the terms and conditions hereof; and

WHEREAS, Owner and Easement Holder desire to amend and restate the Existing Walkway/View Corridor Easement in order to (1) provide for the relocation of



the Existing Walkway Easement to the 2006 New Easement Area, (2) preserve the View Corridor provided for in the Existing Walkway/View Corridor Easement and the terms and conditions of such document as it relates to the View Corridor, and (3) conform such agreement to the current intent and desires of the parties.

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by the parties hereto, Owner and Easement Holder agree as follows:

1. Captiva Villas Development, LLC ("CVD") hereby grants and conveys to Easement Holder a perpetual, non-exclusive walkway easement ("2006 New Easement") on, over and across the 2006 New Easement Area for the purposes of providing the public with pedestrian (only) ingress and egress to and from Estero Boulevard and the Gulf of Mexico, together with the right and easement to maintain same to the extent CVD fails to do so. As set forth in Resolution of the Town Council of the Town of Fort Myers Beach, Florida, Resolution Number 01-26, the Master Concept Plan referred to in such Resolution 01-26, and ADD2003-00086 (collectively, the "Resolution/Plan") and in any local development order issued pursuant to the Resolution/Plan, CVD shall in conjunction with the 43 hotel/time share units approved via the Resolution/Plan, construct and improve the walkway within the 2006 New Easement Area; provided, however, that CVD will not construct any structures or facilities within the 2006 New Easement Area. CVD further will, in perpetuity, maintain the walkway in good order and repair, at CVD's sole cost and expense. In the event that CVD fails to do so, the Easement Holder may perform such maintenance and recover the reasonable cost thereof from CVD. The 2006 New Easement only allows use by pedestrians of the 2006 New Easement Area; such users shall not be permitted to use motorcycles, bicycles, skates, skateboards, scooters or other motorized or non-motorized aids to or forms of transportation within the 2006 New Easement Area. CVD shall place a sign along Estero Boulevard that identifies the walkway within the 2006 New Easement Area as "Public Beach Access." The obligations of CVD under this Section 1 apply only to Captiva Villas Development, LLC, as it is the sole owner of the 2006 New Easement Area.

2. Owner hereby establishes a non-exclusive, perpetual view corridor area ("View Corridor") on, over and across the thirty-six (36) feet wide area of land described in Exhibit B attached hereto in order to preserve a view of the Gulf of Mexico from Estero Boulevard, all as more particularly described in the Resolution/Plan. As set forth in the Resolution/Plan and in any local development order issued pursuant to the Resolution/Plan, Owner shall in conjunction with the construction of the 43 hotel/time share units approved via the Resolution/Plan construct and improve the View Corridor; provided, however, that Owner will not construct any structures or facilities within the View Corridor. Owner further will, in perpetuity, maintain the View Corridor in good order and repair, at Owner's sole cost and expense. In the event that Owner fails to do so, the Easement Holder may perform such maintenance and recover the reasonable cost thereof from Owner. Within the View Corridor, parking is allowed, in substantial conformance with the Resolution/Plan. Such View Corridor shall be improved with low-lying vegetation and trees to help define the View Corridor.

3. This Amended and Restated Easement Relocation View Corridor Agreement amends and restates in its entirety the Existing Walkway View Corridor Agreement. Notwithstanding, and without limitation: (a) the Existing Walkway Easement on, over and across the "New Easement Area" (as defined in the Existing Walkway/View Corridor Easement) is hereby terminated, and Owners shall own their portion of such New Easement Area free and clear of any walkway easement rights in favor of Easement Holder, and (b) Section 2 of the Existing Walkway/View Corridor Easement remains in full force and effect, and the "Existing Easement" referred to therein remains terminated as set forth in the Existing Walkway/View Corridor Easement.

IN WITNESS WHEREOF, the parties have signed this Amended and Restated Easement Relocation View Corridor Agreement this _____ day of _____, 2006.

[signatures on following page]

Approved as to form:

By: _____
Town Attorney

Attest:

By: _____
Town Clerk

“Owner”

JABO, LLC, a Delaware
limited liability company

By: _____
Robert W. Boykin, Managing Member

Address: 45 West Prospect Avenue
Suite 1515
Cleveland, OH 44115

Witnesses (as to New Pink Shell):

Print Name: _____

Print Name: _____

“Easement Holder”

Town of Fort Myers Beach

By: _____
Mayor

“Owner”

Captiva Villas Development, LLC, a
Delaware limited liability company

By: New Pink Shell, LLC, a
Delaware limited liability company,
Sole Member

By: _____
Robert W. Boykin, Manager

Address: 45 West Prospect Avenue
Suite 1515
Cleveland, OH44115

Witnesses (as to Captiva Villas):

Print Name: _____

Print Name: _____

STATE OF _____
COUNTY OF _____

The foregoing instrument was acknowledged before me this ____ day of _____, 2006, by Robert W. Boykin, as Managing Member of JABO, LLC, a Delaware limited liability company, on behalf of such company, who is personally known to me or provided _____ [type of identification] as identification.

(Notary Seal)

Notary Public – State of _____
Print Name: _____
Serial No: _____
My Commission Expires: _____

STATE OF _____
COUNTY OF _____

The foregoing instrument was acknowledged before me this ____ day of _____, 2006, by Robert W. Boykin, as Manager of New Pink Shell, LLC, a Delaware limited liability company, sole member of Captiva Villas Development, LLC, a Delaware limited liability company, on behalf of said companies, who is personally known to me or provided _____ [type of identification] as identification.

(Notary Seal)

Notary Public – State of _____
Print Name: _____
Serial No: _____
My Commission Expires: _____



OCTOBER 20, 2006
JOB # 04-7019
FILE # 04-7019WALKESM'T02LGL
SHEET 1 OF 2

DESCRIPTION:

A WALKWAY EASEMENT LYING IN LOT 38, ISLAND SHORES CLUB SECTION AS RECORDED IN PLAT BOOK 9, PAGE 41 OF THE PUBLIC RECORDS OF LEE COUNTY, FLORIDA IN SECTION 24, TOWNSHIP 45 SOUTH, RANGE 23 EAST DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHEAST CORNER OF SANIBEL VIEW VILLAS, A CONDOMINIUM AS RECORDED IN OFFICIAL RECORDS BOOK 3559, PAGE 222 PUBLIC RECORDS OF LEE COUNTY, FLORIDA; THENCE S.42°07'25"E. ALONG THE NORTH LINE OF SAID LOT 38, FOR 4.50 FEET; THENCE S.47°52'35"W., PARALLEL WITH THE SOUTHEASTERLY LINE OF SAID SANIBEL VIEW VILLAS, 88.17 FEET; THENCE N.87°07'25"W., FOR 24.26 FEET; THENCE S.47°52'35"W., FOR 95.59 FEET; THENCE N.42°07'25"W., FOR 6.00 FEET; THENCE N.47°52'35"E., FOR 98.08 FEET; THENCE S.87°07'25"E., FOR 24.26 FEET; THENCE N.47°52'35"E., FOR 2.00 FEET TO THE SOUTHWESTERLY LINE OF SAID SANIBEL VIEW VILLAS; THENCE S.42°07'25"E. ALONG SAID SOUTHWESTERLY LINE, 1.50 FEET TO THE SOUTHEASTERLY LINE OF SAID SANIBEL VIEW VILLAS; THENCE N.47°52'35"E. ALONG SAID SOUTHEASTERLY LINE, 83.68 FEET TO THE POINT OF BEGINNING.

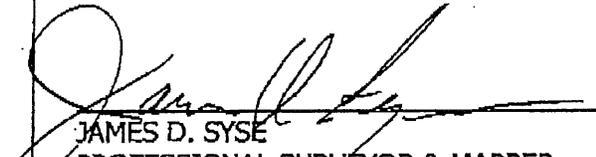
SUBJECT TO EASEMENTS, RESTRICTIONS, RESERVATIONS AND RIGHTS OF WAY OF RECORD.

CONTAINING 1123 SQUARE FEET MORE OR LESS

SEE SHEET 2 OF 2 FOR SKETCH.

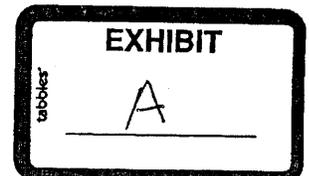
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FL. CERTIFICATE # 4211

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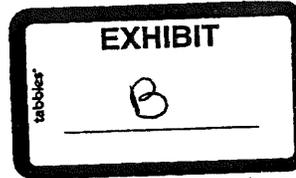
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OCTOBER 1, 2003
JOB # 03-7021A
FILE # 03-7021ASK7CORLGL

SHEET 1 OF 2

A SCENIC CORRIDOR EASEMENT LYING ON LOT 36 OF UNIT NO. 4, ISLAND SHORES, PLAT BOOK 9, PAGE 37 AND LOT 37 OF ISLAND SHORES CLUB SECTION, PLAT BOOK 9, PAGE 41 OF THE PUBLIC RECORD OF LEE COUNTY, FLORIDA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

DESCRIPTION:

BEGIN AT THE INTERSECTION OF THE SOUTHEASTERLY LINE OF SAID LOT 37 AND THE SOUTHWESTERLY RIGHT OF WAY OF ESTERO BOULEVARD 25 FEET FROM THE CENTERLINE; THENCE S.47°52'35"W. ALONG THE SAID RIGHT OF WAY FOR 5.00 FEET SAID POINT BEING 30 FEET FROM THE CENTERLINE AND BEING THE NORTHERLY MOST CORNER OF SAID LOT 36; THENCE S.42°07'25"E. ALONG SAID RIGHT OF WAY AND THE NORTHEASTERLY LINE OF SAID LOT 36 FOR 21.84 FEET; THENCE S.47°52'35"W. LEAVING SAID RIGHT OF WAY FOR 86.72 FEET; THENCE N.42°07'25"W. FOR 0.74 FEET; THENCE S.47°52'35"W. FOR 109.57 FEET; THENCE S.42°07'25"E. FOR 0.74 FEET; THENCE S.47°52'35"W. FOR 62.70 FEET TO A POINT ON THE OLD COASTAL CONSTRUCTION SETBACK LINE ESTABLISHED BY LEE COUNTY; THENCE ALONG THE SAID SETBACK LINE FOR THE FOLLOWING TWO CALLS: (1) N.40°27'57"W. FOR 22.27 PASSING THROUGH THE LINE COMMON TO SAID LOT 36 AND LOT 37; (2) THENCE N.19°21'03"W. FOR 14.90 FEET; THENCE N.47°52'35"E FOR 257.58 FEET TO A POINT ON SAID SOUTHWESTERLY RIGHT OF WAY OF ESTERO BOULEVARD 25 FEET FROM THE CENTERLINE; THENCE S.42°07'25"E. ALONG SAID RIGHT OF WAY AND THE NORTHEASTERLY LINE OF SAID LOT 37 FOR 14.16 FEET TO THE POINT OF BEGINNING.

SUBJECT TO EASEMENTS, RESTRICTION, RESERVATIONS AND RIGHTS OF WAY OF RECORD.

A handwritten signature in blue ink, appearing to read "Gordon D. Meiers".

GORDON D. MEIERS, FOR THE FIRM
PROFESSIONAL LAND SURVEYOR
FL. CERT. # 2858

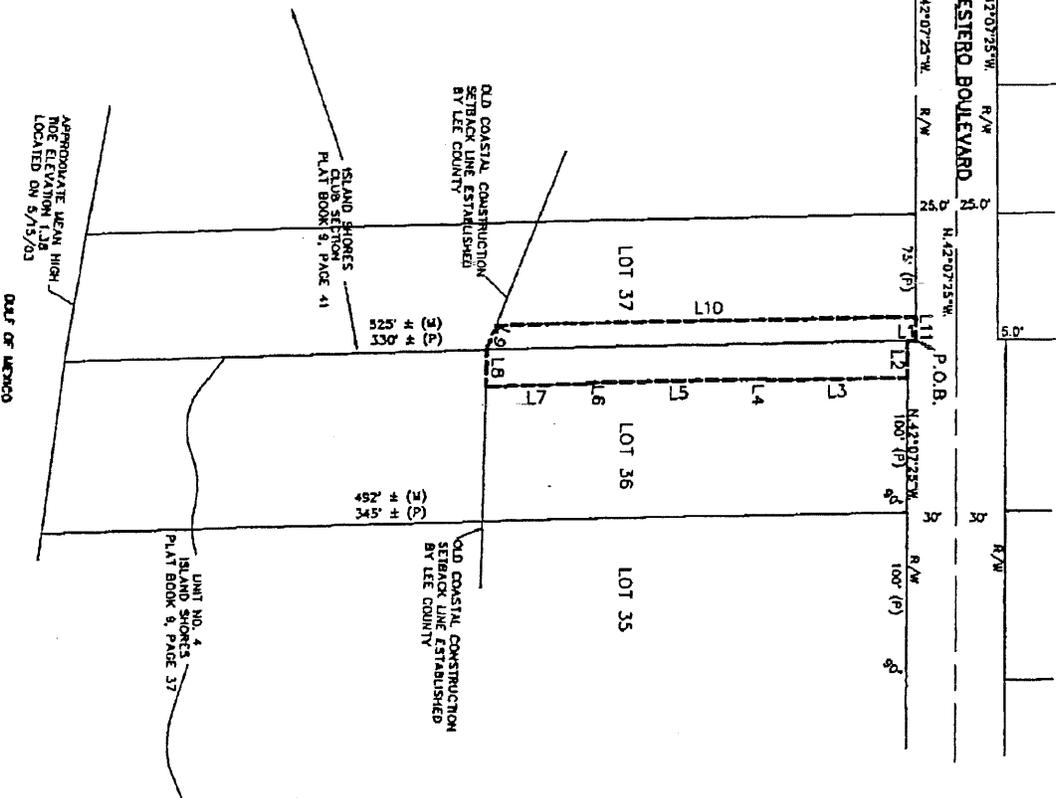
LEGEND
 O.B. DEED BOOK
 (A) MEASURED
 (B) METEORICAL RECORD
 (C) PLAT
 (D) RIGHT OF WAY
 P.O.B. POINT OF BEGINNING

LINE TABLE

Line	Bearing	Distance
L1	S 47° 52' 35" W	5.00'
L2	S 42° 07' 25" E	21.84'
L3	S 47° 52' 35" W	66.72'
L4	N 42° 07' 25" W	0.74'
L5	N 42° 07' 25" W	109.37'
L6	S 47° 52' 35" E	0.74'
L7	S 47° 52' 35" W	62.70'
L8	N 40° 27' 57" W	22.27'
L9	N 19° 21' 03" W	14.90'
L10	N 47° 52' 35" E	257.58'
L11	S 42° 07' 25" E	14.16'

- REFER TO ATTACHED DESCRIPTION
- SURVEYOR'S NOTES
1. BEARINGS SHOWN HEREON ARE BASED ON THE CENTRINE OF ESTERO BLVD. BEING N.42°07'25"W.
 2. MEAN HIGH TIDE LINE SHOWN HEREON IS APPROXIMATE AS OF DATE SHOWN. ELEVATION WAS PROVIDED VERBALLY BY STATE OF FLORIDA DEPARTMENT OF SURVEYING AND MAPPING.
 3. NOT VALID WITHOUT THE SIGNATURE AND THE ORIGINAL RAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER.
 4. SUBJECT TO EASEMENTS, RESTRICTIONS, RESERVATIONS AND RIGHTS OF WAY OF RECORD.

SKETCH (NOT A SURVEY)
 SCENIC CORRIDOR EASEMENT
 A PARCEL OF LAND LYING IN
 SECTION 24, TOWNSHIP 46 S., RANGE 23 E.
 LEE COUNTY, FLORIDA



DATE	10/1/03
SCALE	NOTED
DRAWN	GP
CHECK	
APPROVED	

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SHEET 2 OF 2

GORDON D. MEERS, FOR THE FIRM
 PROFESSIONAL LAND SURVEYOR
 FLA. CERTIFICATE NO. 2858

03-7021ASK7COR
 JOB NO.:
03-7021A

EXHIBIT
 B



CONSULTING CIVIL ENGINEERS,
SURVEYORS & MAPPERS

OCTOBER 25, 2006
JOB NO. 06-7021
FILE NO. 06-7021CVSK1RBAY-RW-M-B
SHEET 1 OF 2

BAYSIDE CPD

LEGAL DESCRIPTION:

PART OF BLOCK D, ISLAND SHORES CLUB SECTION, ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK 9, PAGE 41 OF THE PUBLIC RECORDS OF LEE COUNTY, FLORIDA AND PART OF BLOCK D, UNIT 4, ISLAND SHORES CLUB SECTION ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK 9, PAGE 37 OF SAID PUBLIC RECORDS, DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHWESTERLY CORNER OF THE NORTHWESTERLY 1/2 OF LOT 28 OF SAID BLOCK D, UNIT 4; THENCE N.42°07'25"W., ALONG THE SOUTHWESTERLY LINE OF SAID BLOCK D, UNIT 4 AND ITS NORTHWESTERLY EXTENSION, FOR 706.50 FEET TO THE NORTHERLY LINE OF LOT 36 OF SAID BLOCK D, ISLAND SHORES CLUB SECTION; THENCE N.47°52'35"E, ALONG SAID NORTHERLY LINE FOR 114 FEET MORE OR LESS TO THE MEAN HIGE TIDE LINE OF MATANZAS PASS; THENCE SOUTHEASTERLY, ALONG SAID MEAN HIGH TIDE LINE, FOR 768 FEET MORE OR LESS TO THE SOUTHERLY LINE OF THE NORTHWESTERLY 1/2 OF SAID LOT 28; THENCE S.47°52'35"W, ALONG SAID SOUTHERLY LINE, FOR 101 FEET MORE OR LESS TO THE POINT OF BEGINNING

TOGETHER WITH:

BEGINNING AT A POINT ON THE SOUTHERLY LINE OF LOT 38 OF SAID BLOCK D, ISLAND SHORES CLUB SECTION LYING 5.00 FEET NORTHEASTERLY FROM THE SOUTHWESTERLY CORNER OF SAID LOT 38, SAID POINT BEING ON A NON-TANGENTIAL CURVE CONCAVE TO THE NORTHEAST, HAVING A RADIUS OF 591.48 FEET, A CENTRAL ANGLE OF 15°56'40", A CHORD LENGTH OF 164.07 AND A CHORD BEARING OF N.26°05'47"W; THENCE NORTHWESTERLY, ALONG THE ARC OF SAID CURVE, FOR 165.99 FEET TO THE NORTHERLY LINE OF LOT 39 OF SAID BLOCK D, ISLAND SHORES CLUB SECTION; THENCE N.71°52'33"E, ALONG SAID NORTHERLY LINE, FOR 115 FEET MORE OR LESS TO THE MEAN HIDE TIDE LINE OF MATANZAS PASS; THENCE SOUTHEASTERLY, ALONG SAID MEAN HIGH TIDE LINE, FOR 131 FEET MORE OR LESS TO THE SOUTHERLY LINE OF SAID LOT 38; THENCE S.55°55'53"W, ALONG SAID SOUTHERLY LINE, FOR 120 FEET MORE OR LESS TO THE POINT OF BEGINNING.

LOT 39 IS SUBJECT TO AN INGRESS-EGRESS AND PARKING EASEMENT AS RECORDED IN OFFICIAL RECORDS BOOK 2116, PAGE 145 OF SAID PUBLIC RECORDS.

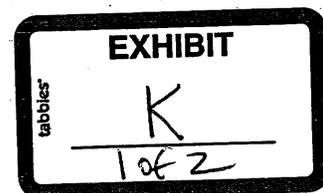
SUBJECT TO EASEMENTS, RESTRICTIONS, RESERVATIONS AND RIGHTS OF WAY OF RECORD.

SEE SHEET 2 OF 2 FOR SKETCH

JAMES D. SYSE
PROFESSIONAL SURVEYOR & MAPPER
FL. CERT. NO. 4211

1400 Colonial Boulevard
Suite 31
Ft. Myers, FL 33907
(239) 931-0455
Fax: (239) 931-0456
www.lbfh.com

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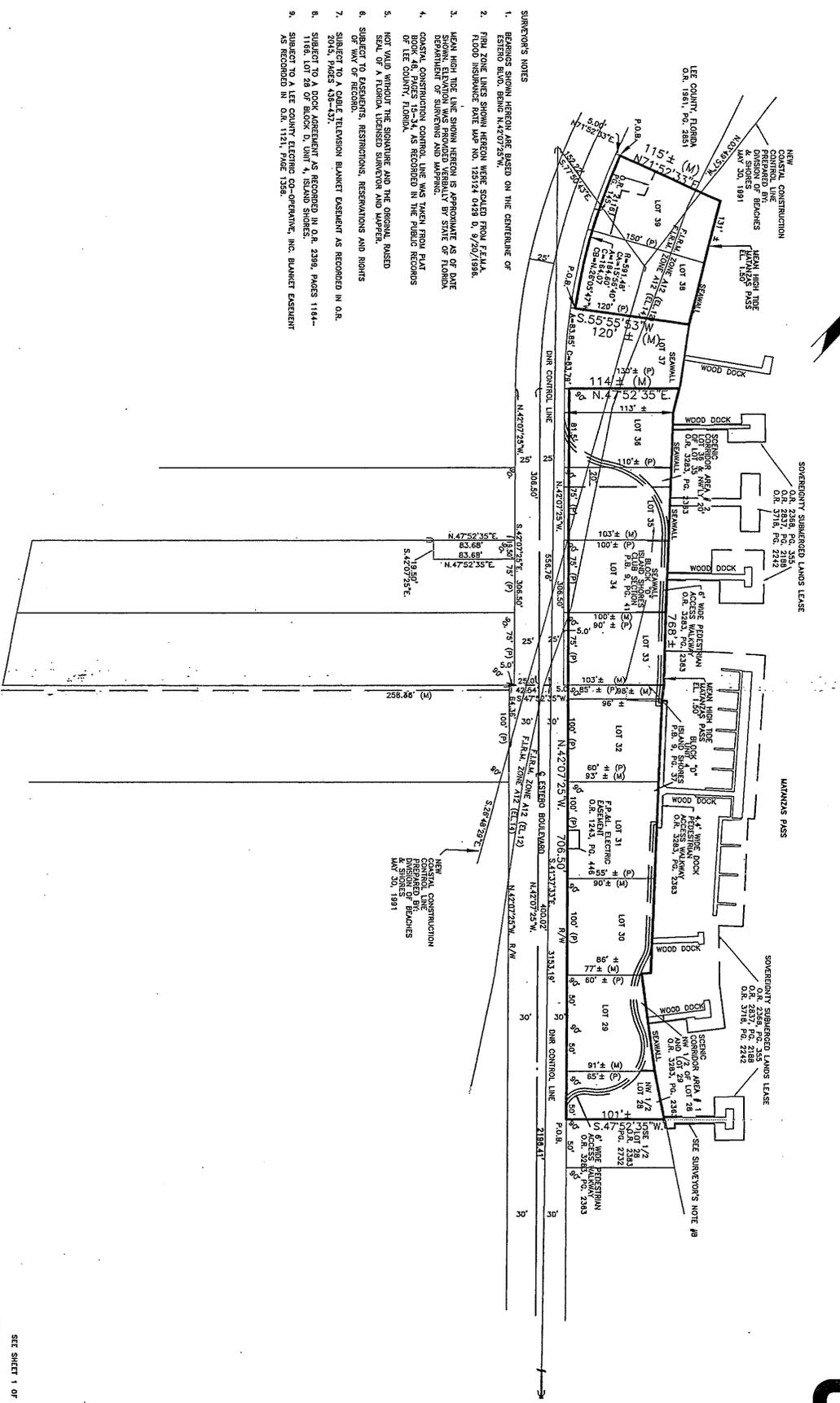


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- LEGEND
- A. D.B. DEED BOOK
 - B. D.B. DEPARTMENT OF NATURAL RESOURCES
 - C. D.B. DEPARTMENT OF REVENUE
 - D. D.B. DEPARTMENT OF TRANSPORTATION
 - E. D.B. DEPARTMENT OF REVENUE
 - F. D.B. DEPARTMENT OF REVENUE
 - G. D.B. DEPARTMENT OF REVENUE
 - H. D.B. DEPARTMENT OF REVENUE
 - I. D.B. DEPARTMENT OF REVENUE
 - J. D.B. DEPARTMENT OF REVENUE
 - K. D.B. DEPARTMENT OF REVENUE
 - L. D.B. DEPARTMENT OF REVENUE
 - M. D.B. DEPARTMENT OF REVENUE
 - N. D.B. DEPARTMENT OF REVENUE
 - O. D.B. DEPARTMENT OF REVENUE
 - P. D.B. DEPARTMENT OF REVENUE
 - Q. D.B. DEPARTMENT OF REVENUE
 - R. D.B. DEPARTMENT OF REVENUE



- SURVEYOR'S NOTES
1. BEARINGS SHOWN HEREON ARE BASED ON THE CENTERLINE OF ESTERO BLVD. BEING N 42°07'25" W.
 2. TRIAL ZONE LINES SHOWN HEREON WERE SCALED FROM FIELD. FLOOD RESERVATION DATE MAP NO. 123124 0423 D. 9/20/1998.
 3. MEAN HIGH TIDE LINE SHOWN HEREON IS APPROXIMATE AS OF DATE SURVEY. ELEVATION WAS PROVIDED VERBALLY BY STATE OF FLORIDA DEPARTMENT OF SURVEYS AND MAPPING, TRACY RAY PATRICK, CHIEF SURVEYOR, AS RECORDED IN THE PUBLIC RECORDS OF LEE COUNTY, FLORIDA.
 4. COASTAL CONSTRUCTION PERMITS ARE REQUIRED FOR ALL WORK NOT VALID WITHOUT THE SIGNATURE AND THE ORIGINAL, BASED SEAL OF A FLORIDA LICENSED SURVEYOR AND MAPPER.
 5. SUBJECT TO EASEMENTS, RESTRICTIONS, RESERVATIONS AND RIGHTS OF WAY OF RECORD.
 6. SUBJECT TO A CABLE TELEVISION BLANKET EASEMENT AS RECORDED IN O.R. 2045, PAGES 439-457.
 7. SUBJECT TO A DOCK AGREEMENT AS RECORDED IN O.R. 2389, PAGES 1144-1168, LOT 28 OF BLOCK D, UNIT 4, ISLAND SHORES, INC. BLANKET EASEMENT AS RECORDED IN O.R. 1511, PAGES 1928.
 8. SUBJECT TO A DOCK AGREEMENT AS RECORDED IN O.R. 2389, PAGES 1144-1168, LOT 28 OF BLOCK D, UNIT 4, ISLAND SHORES, INC. BLANKET EASEMENT AS RECORDED IN O.R. 1511, PAGES 1928.
 9. SUBJECT TO A DOCK AGREEMENT AS RECORDED IN O.R. 2389, PAGES 1144-1168, LOT 28 OF BLOCK D, UNIT 4, ISLAND SHORES, INC. BLANKET EASEMENT AS RECORDED IN O.R. 1511, PAGES 1928.

OUT OF MEXICO

EXHIBIT

K
2 of 2

SEE SHEET 1 OF 2 FOR LEGAL DESCRIPTION

James C. LBI
 TITLE IS AREA FOR THE SURVEYOR
 PROFESSIONAL LAND SURVEYOR
 F.L. CERTIFICATE NO. 4211

<p>DATE 10/20/08 SCALE AS NOTED DESIGN DRAWN CP CHECK APPROVED</p>		<p>DATE REVISION BY</p>	
<p>SKETCH (NOT A SURVEY) PART OF SECTION 24, TOWNSHIP 46 S., RANGE 23 E. LEE COUNTY, FLORIDA</p>			
<p>LBIH INC. A SOLE ENGINEERING COMPANY</p>		<p>CONSULTING CIVIL ENGINEERS, SURVEYORS & MAPPERS "Partners For Results, Value By Design"</p>	
<p>1400 Colonial Blvd., Suite 31, Fort Myers, Florida 33907 (941) 331-0458 Fax (941) 831-0466 BPR & FDE License No. 559 www.lbih.com</p>			



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SURVEYORS & MAPPERS

CIVIL
AGRICULTURAL
WATER RESOURCES
WATER & WASTEWATER
TRANSPORTATION
SURVEYING & MAPPING
GIS

OCTOBER 25, 2006
JOB # 05-7070
FILE # 0-7021CVSK1RBCH-RW
SHEET 1 OF 2

CAPTIVA VILLAS CPD

DESCRIPTION:

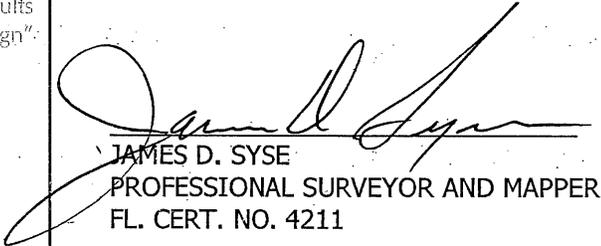
THAT PART OF LOTS 37 AND 38, ISLAND SHORES CLUB SECTION ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK 9, PAGE 41 OF THE PUBLIC RECORDS OF LEE COUNTY, FLORIDA DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHEASTERLY CORNER OF SAID LOT 37, THENCE S.47°52'35"W., ALONG THE SOUTHERLY LINE OF SAID LOT 37, FOR 5.00 FEET TO THE POINT OF BEGINNING; THENCE CONTINUE S.47°52'35"W. ALONG SAID SOUTHERLY LINE FOR 468.50 FEET TO THE EROSION CONTROL LINE OF THE GULF OF MEXICO AS DESCRIBED IN PLAT BOOK 70, PAGE 25 OF SAID PUBLIC RECORDS; THENCE N.34°01'30"W. ALONG SAID EROSION CONTROL LINE FOR 55.71 FEET; THENCE N.32°06'39"W. ALONG SAID EROSION CONTROL LINE FOR 96.31 FEET TO THE NORTHERLY LINE OF SAID LOT 38; THENCE N.47°52'35"E. ALONG SAID NORTHERLY LINE FOR 365.23 FEET; THENCE S.42°07'25"E. FOR 19.50 FEET; THENCE N.47°52'35"E. FOR 78.68 FEET; THENCE S.42°07'25"E. FOR 130.50 FEET TO THE POINT OF BEGINNING.

SUBJECT TO EASEMENTS, RESTRICTIONS, RESERVATIONS AND RIGHTS OF WAY OF RECORD.

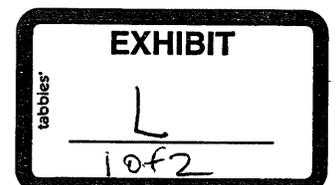
SEE SHEET 2 OF 2 FOR SKETCH

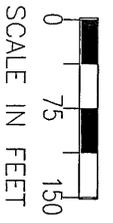
"Partners for Results
Value by Design"


JAMES D. SYSE
PROFESSIONAL SURVEYOR AND MAPPER
FL. CERT. NO. 4211

1400 Colonial Boulevard
Suite 31
Ft. Myers, FL 33907
(239) 931-0455
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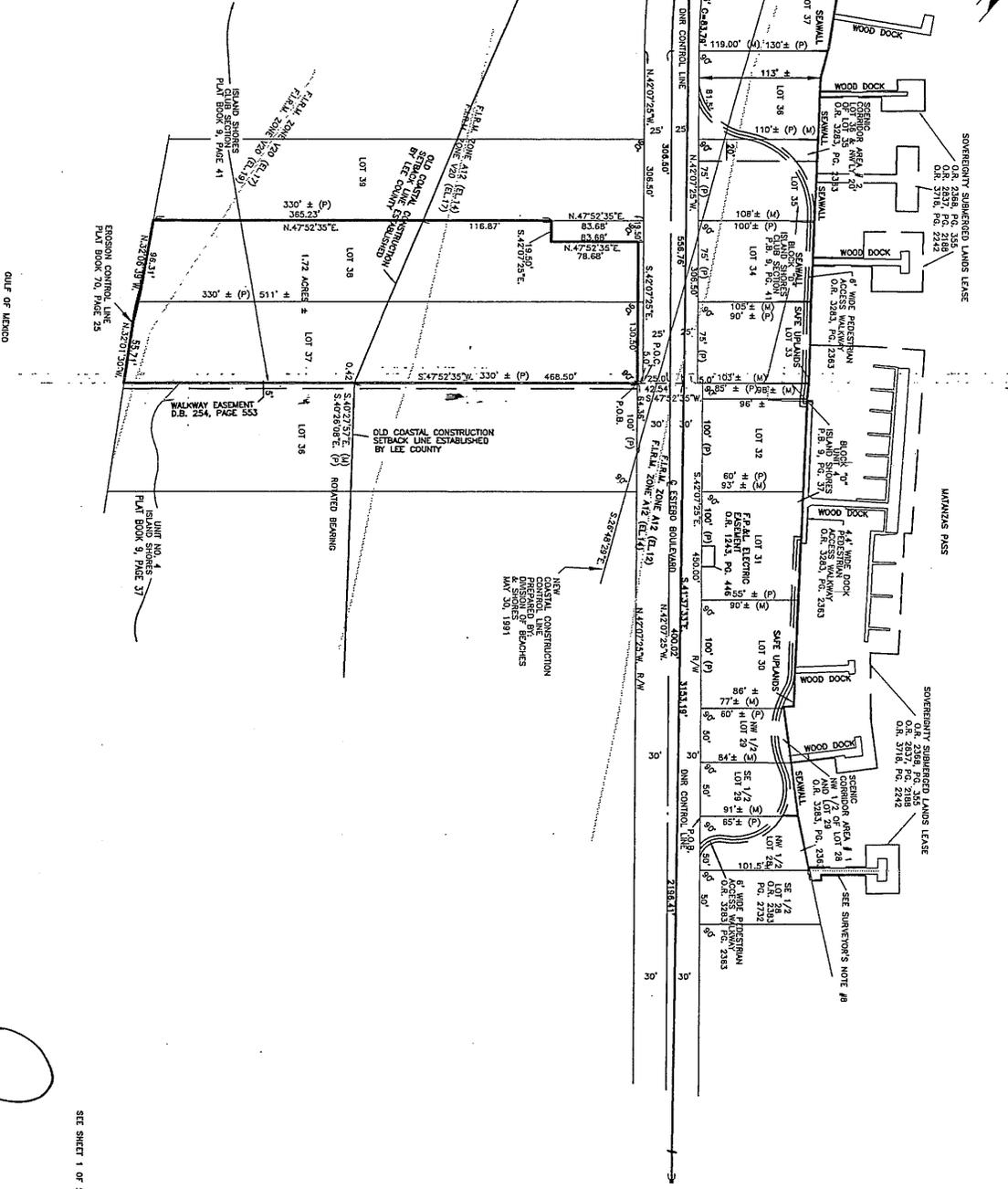
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LEGEND
 D.B. DEED BOOK
 E.L. EASEMENT
 L.I. LINE ON LINE TABLE
 O.R. OFFICIAL RECORD
 P.G. PAGE
 P.L. PLAT BOOK
 R/W. RIGHT OF WAY
 R. ROAD

- SURVEYOR'S NOTES
1. BEARING SHOWN HEREON ARE BASED ON THE CENTERLINE OF ESTERO SOUND BEARING N42°07'25"W.
 2. FROM THE LINES SHOWN HEREON WERE COALED FROM F.F.A.A. FOOD INSURANCE AND MAY NO. 19119, 0428 51, 9/29/1984.
 3. LINES FROM THE LINE SHOWN HEREON IS APPROXIMATE AS OF DATE DEPARTMENT OF SURVEYING AND MAPPING BY STATE OF FLORIDA.
 4. COASTAL CONSTRUCTION CONTROL LINE WAS TAKEN FROM PLAT BOOK 48, PAGES 15-34, AS RECORDED IN THE PUBLIC RECORDS OF LEE COUNTY, FLORIDA.
 5. NOT VALID WITHOUT THE SIGNATURE AND THE ORIGINAL, PRAISED SEAL OF A FLORIDA LICENSED SURVEYOR AND WITNESSES.
 6. SUBJECT TO EASEMENTS, RESTRICTIONS, RESERVATIONS AND RIGHTS OF WAY OF RECORD.
 7. SUBJECT TO A COLE TELEVISION BLANKET EASEMENT AS RECORDED IN O.R. 2398, PAGES 108-109.
 8. SUBJECT TO A COLE TELEVISION BLANKET EASEMENT AS RECORDED IN O.R. 2398, PAGES 110-111.
 9. SUBJECT TO A LEE COUNTY ESTERO CO-OPERATIVE, INC. BLANKET EASEMENT AS RECORDED IN O.R. 1151, PAGE 135A.



SEE SHEET 1 OF 2 FOR LEGAL DESCRIPTION

James D. Sibley
 JAMES D. SIBLEY
 F.L. CERTIFICATE NO. 4711

SKETCH (NOT A SURVEY)
 PART OF
 SECTION 24, TOWNSHIP 46 S., RANGE 23 E.
 LEE COUNTY, FLORIDA.

LBFI INC.
 A BOYLE ENGINEERING COMPANY
 CONSULTING CIVIL ENGINEERS,
 SURVEYORS & MAPPERS
 "Partners For Results,
 Value By Design"
 1400 Colonial Blvd., Suite 31, Fort Myers, Florida 33907
 (813) 931-0455 Fax (813) 931-0456
 BPR & FBP License No. 959 www.lbfi.com

DATE	10/20/06
SCALE	AS NOTED
DESIGN	
DRAWN	CP
CHECK	
APPROVED	
DATE	

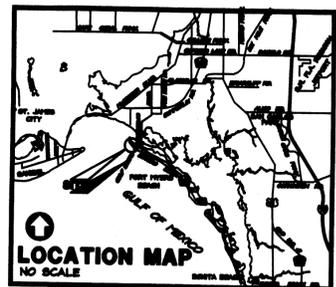
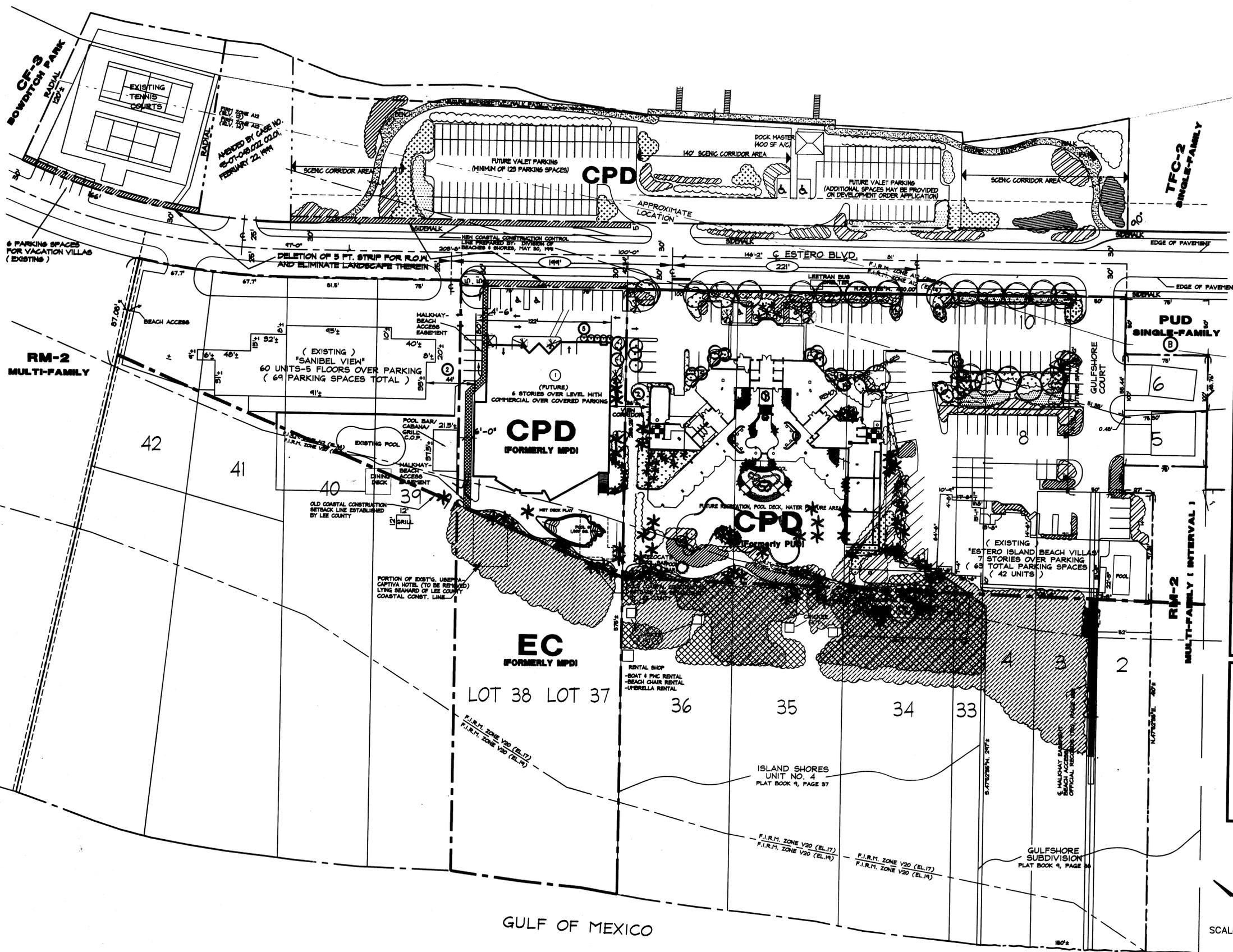
EXHIBIT

tabbles

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2 of 2

03-7021A
 SHEET 2 OF 2
 21-48-23



C P D NOTES:
ZONING - C P D

- P U D NOTES:
- PHASE I "PINK SHELL ISLAND SHORES" - NOT PART OF PINK SHELL RESORT
 - PHASE II AND IV OF PUD PLAN (COMBINED "SANIBEL VIEW" EXISTING SIX (6) STORY, SIXTY (60) UNITS) NOT PART OF THIS APPLICATION
 - PHASE III ONE SEVEN (7) STORY STRUCTURE OVER PARKING WHICH NOW EXISTS AS ESTERO ISLAND BEACH VILLAGES WITH 42 UNITS AND JANUARY 10, 2000 AND JUNE 25, 2001 AGREEMENTS TO BUILD ONE NINE (9) STORY STRUCTURE OVER SERVICE LEVEL AND GROUND LEVEL APPROVED WITH RESORT USES AND 92 UNITS YET TO BE CONSTRUCTED.

CAPTIVA VILLAGES PERMITTED USES - CPD (FORMERLY MPD)

- SCHEDULED USES
 - RESORT UNITS
 - ACCESSORY USES AND STRUCTURES
 - ACCESSORY PARKING
 - GENERAL SERVICES
 - SEAS
 - RENTAL
 - CONFERENCE / MEETING
 - FOOD & BEVERAGE SERVICE
 - GUEST SERVICES
 - RESTAURANT
 - DELI
 - RETAIL
 - ADMINISTRATIVE / RESORT OFFICES
 - HOTEL
- SCHEDULE OF DEVIATIONS:
 - DEVIATION FROM SECTION 34-940 THAT MPD MEET DCI THRESHOLDS
 - DEVIATION FROM SECTION 34-635(4) FROM BUILDING SEPARATION REQUIREMENT OF ONE-HALF THE SUM OF THE BUILDING HEIGHTS: 82 TO 36 FEET ONE SIDE, AND 94 TO 42 FEET ON THE OTHER SIDE.
 - DEVIATION FROM SECTION 34-802 FROM RESORT UNITS WITH 500 SQUARE FEET TO 750 AND 1300 SQUARE FEET
 - DEVIATION FROM SECTION 34-2175 FROM 25 FEET ABOVE BASE FLOOD ELEVATION TO 45'
 - DEVIATION FROM SECTION 34-2017 TO PERMIT PARKING WITH IMPROVED SURFACE (NO PAVED STRIPS OR DRIVEWAYS AS DEPICTED ON MASTER CONCEPT PLAN)
- PROPOSED BUILDING HEIGHT - 65' ABOVE FLOOD ELEV.
- REVISION TO WHITE SANDS CPD AND CAPTIVA VILLAGES CPD TO RELOCATE PEDESTRIAN WALKWAY
- VIEW CORRIDOR (WITHIN THE THIRTY SIX (36) BUILDING SEPARATION AREA) TO BE SHARED BY WHITE SANDS PARCEL AND CAPTIVA VILLAGES PARCEL. THE VIEW CORRIDOR SHALL BE A MINIMUM OF TWENTY FEET (20') IN WIDTH WITH LANDSCAPING PERMISSIBLE TO A REDUCED INSTRUMENT WITH THE TOWN OF FORT MYERS BEACH AS THE BOUNDARY. TWELVE FEET (12') SHALL BE PRESERVED A MINIMUM CLEAR SITE AREA.
- PEDESTRIAN WALKWAY WILL PROVIDE A DUNE CROSSOVER.

PARKING COUNT
EXISTING & PROPOSED

EXISTING:

- ALL PREVIOUS PHASES HAVE INDIVIDUALLY SATISFIED THEIR PARKING REQUIREMENTS
- 42 UNIT BUILDING (PREVIOUSLY APPROVED) REQUIRED: 15 SPACES PER UNIT = 150
- NEWLY PROPOSED 48 UNIT BUILDING REQUIRED: 15 SPACES PER UNIT = 65
- SUB TOTAL PARKING REQUIRED = 205 SPACES

PROVIDED: BEACHSIDE - 88 SPACES
VALET PARKING - 129 SPACES
TOTAL PROVIDED - 206 SPACES

REVISIONS

PREPARED	10/09/00
REVISED	11/15/00
REVISED	12/08/00
REVISED	12/21/00
REVISED	04/02/01
REVISED	04/16/01
REVISED	05/02/01
REVISED	06/12/01
REVISED	07/30/01
REVISED	08/27/03
REVISED	08/15/03
REVISED	09/29/03
REVISED	10/21/03
REVISED	11/25/03
REVISED	12/11/03
REVISED	10/12/06
REVISED	11/02/06

Gora
McGahey
ASSOCIATES IN
ARCHITECTURE

43 Barkley Circle Suite 202
Fort Myers, Florida 33907
941-275-0225 Fax 941-275-7123

PINK SHELL CPD
(FORMERLY MPD)
MASTER CONCEPT PLAN

REVISIONS

DATE PREPARED	11-25-03
DATE REVISION	11/05/00

JOB NO. 98011
SP-D

J.P. [Signature]
11/02/06

SCALE: 1"=40'

