

PREPARED BY AND AFTER
RECORDING RETURN TO:

Lippes Mathias LLP
50 Fountain Plaza, Suite 1700
Buffalo, NY 14202-2216
Attention: Real Estate Department

SPECIAL WARRANTY DEED

THIS SPECIAL WARRANTY DEED, made on June 6, 2025, by **PEBB TRADITION SG3, LLC**, a Florida limited liability company, whose address is 7900 Glades Road, Suite 600, Boca Raton, Florida 33434 (hereafter the "**Grantor**"), in favor of **BENCHMARK PSL LLC**, a Florida limited liability company, whose address is 4053 Maple Road, Suite 200, Amherst, New York 14226 ("**Grantee**").

WITNESSETH:

THAT Grantor, for and in consideration of the sum of Ten Dollars (\$10.00) and other valuable consideration, the receipt and adequacy of which is hereby acknowledged, hereby grants, bargains, sells, aliens, remises, releases, conveys and confirms to Grantee, the property in St. Lucie County, Florida described on Exhibit "A" attached hereto and incorporated herein by reference ("**Property**").

SUBJECT ONLY to the matters set forth in Exhibit "B" attached (but this reference to same is not intended to reimpose same), and to all taxes and assessments for 2025 and subsequent years, not yet due and payable and those rights and matters set forth on Exhibit "C" of that certain Special Warranty Deed recorded December 21, 2022 in Official Records Book 4929, Page 2664, of the Public Records of St. Lucie County, Florida.

Grantor, as the successor "Developer" pursuant to Resolution 15-R95 by the City of Port St. Lucie adopting the Amended and Restated Development Order for the Southern Grove Development of Regional Impact, as memorialized by that Notice of Adoption of the Amended and Rested Development Order of the Southern Grove Development of Regional Impact recorded in Official Records Book 3826, Page 2235, Public Records of St. Lucie County, Florida, as amended from time to time (the "**Development Order**"), hereby assigns to Grantee certain Southern Grove DRI entitlements for the development of up to 19,200 square feet of commercial/retail on the Property.


TOGETHER with all the tenements, hereditaments, appurtenances and easements thereto belonging or in anywise appertaining.

AND Grantor hereby covenants with Grantee that Grantor is lawfully seized of said land in fee simple; that Grantor has good right and lawful authority to sell and convey the Property, and hereby warrants the title to the Property and will defend the same against the lawful claims of all persons claiming by, through or under Grantor, but none other.

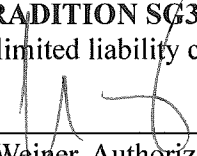
[SIGNATURE APPEARS ON FOLLOWING PAGE]

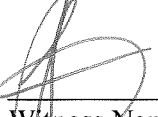
IN WITNESS WHEREOF, Grantor has caused this Special Warranty Deed to be executed as of the date above.

WITNESSES


Witness Name: Kim Mareira
Address: 7900 Glades Rd. #600
Boca Raton, FL 33434

PEBB TRADITION SG3, LLC,
a Florida limited liability company

By: 
Ian Weiner, Authorized Person

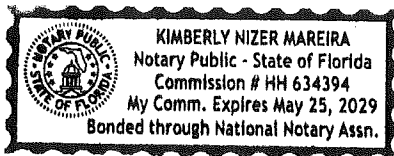

Witness Name: Laurie Frankel
Address: 7900 Glades Road #600
Boca Raton FL 33434

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization this 27th day of May, 2025, by Ian Weiner, Authorized Person of PEBB Tradition SG3, LLC, a Florida limited liability company, on behalf of the company. He is ☒ personally known to me or ☐ has produced _____ as identification.

[SEAL]





Notary Public State of Florida
Name: Kim Mareira
My commission expires: 5/25/2029

EXHIBIT A

LEGAL DESCRIPTION

LOT 2, SG-3 COMMERCIAL SHOPPES AT THE HEART, ACCORDING TO THE PLAT THEREOF, AS RECORDED IN PLAT BOOK 133, PAGE 4, OF THE PUBLIC RECORDS OF ST. LUCIE COUNTY, FLORIDA.

EXHIBIT B

PERMITTED ENCUMBRANCES

1. Taxes and assessments for the year 2025 and subsequent years, which are not yet due and payable.
2. Restrictions, covenants, conditions, easements and other matters as contained on the Plat of Shoppes at the Heart, recorded in Plat Book 108, Pages 29 through 31, of the Public Records of St. Lucie County, Florida.
3. Ordinance No. 95-039, relating to regulation of use & development of land recorded in Official Records Book 981, Page 1615, and in Official Records Book 992, Page 2862, as affected by Ordinance No. 99-001, Amending Land Development Code, recorded in Official Records Book 1203, Page 1026, and Ordinance No. 00-002, Amending Libraries Impact Fees, recorded in Official Records Book 1301, Page 2302.
4. Covenants, conditions, restrictions and other matters, including provisions creating easements, levying assessments and lien rights, as contained in that certain Amended and Restated Commercial Charter for Tradition and Amended and Restated Articles of Incorporation and Amended and Restated By-Laws of Tradition Commercial Association as recorded November 24, 2020 in Official Records Book 4512, Page 1357, as supplemented by those certain Supplements to Commercial Charter for Tradition recorded in Official Records Book 4523, Page 1525, and in Official Records Book 4593, Page 2713, as amended in Official Records Book 4722, Page 2960 and as further supplemented by that certain Supplement to Commercial Charter for Tradition dated December 20, 2022 and recorded December 21, 2022, in Official Records Book 4929, Page 2659.
5. Terms and provisions set forth in the Waiver and Consent as to Special Assessments recorded October 8, 2007 in Official Records Book 2889, Page 2823 and in the Waiver as to Special Assessments recorded December 27, 2007 in Official Records Book 2920, Page 2681.
6. Preliminary Development Agreement for the Westchester Development of Regional Impact recorded May 17, 2001 in Official Records Book 1394, Page 641; together with and as affected by: Development Agreement between the Board of County Commissioners of St. Lucie County and Westchester Development Company, Phase I recorded September 25, 2001 in Official Records Book 1437, Page 2741; Notice of Adoption of the Development Order for the Tradition Development of Regional Impact recorded October 1, 2003 in Official Records Book 1810, Page 1990; Notice of Adoption of the Amended and Restated Development Order for the Tradition Development of Regional Impact recorded December 2, 2003 in Official Records Book 1853, page 2387; Notice of Adoption of the Amended and Restated Development Order for the Tradition Development of Regional Impact recorded February 28, 2006 in Official Records Book 2496, page 1459; Notice of Adoption of the Development Order for The Southern Grove Development of Regional Impact as recorded October 30, 2006 in Official Records Book 2689, Page 189, Notice of Adoption of the Amended and Restated Development Order for the Tradition Development of Regional Impact as recorded July 26, 2007 in Official Records Book 2856, page 932; Notice of Adoption of the Amended and Restated Development Order for The Southern Grove Development of Regional Impact as recorded August 21, 2007 in Official Records Book 2868, Page 1267, Educational Facilities Impact Fee Credit Agreement by and between Horizons Acquisition 5, LLC and Horizons St. Lucie Development, LLC and The School Board of St. Lucie County, Florida (Southern Grove DRI) as recorded October 5, 2007 in Official Records Book 2889, Page 650, Settlement Agreement Including Impact Fee Credit Agreement by and between St. Lucie County, Florida and Development Entities as recorded November 20, 2007 in Official Records Book 2906, Page 1203, Notice of Adoption of the Amended and Restated Development Order for the Tradition Development of Regional Impact as recorded September 9, 2008 in Official Records Book 3012, Page 1942; Notice of Adoption of the City of Port St. Lucie Resolution 09-R34 Correcting a Scrivener's Error in Resolution 08-R82, the Amended and

Restated Development Order for the Tradition Development of Regional Impact recorded March 13, 2009 in Official Records Book 3069, Page 418; Corrective Notice of Adoption of the Amended and Restated Development Order for the Tradition Development of Regional Impact recorded March 13, 2009 in Official Records Book 3069, Page 423; Impact Fee Pre-Payment Agreement recorded November 6, 2009 in Official Records Book 3143, Page 1301; Notice of Assignment of Impact Fees recorded November 9, 2009 in Official Records Book 3143, Page 2986 as re-recorded December 4, 2009 in Official Records Book 3150, Page 2025; Impact Fee Pre-Payment Agreement recorded December 17, 2009 in Official Records Book 3154, Page 2521; Impact Fee Pre-Payment Agreement recorded December 17, 2009 in Official Records Book 3154, Page 2556; Notice of Adoption of the Amended and Restated Development Order for the Tradition Development of Regional Impact recorded September 16, 2010 in Official Records Book 3230, Page 1951; Assignment of Land Use Entitlements recorded September 19, 2011 in Official Records Book 3325, Page 1285; Notice of Adoption of the Amended and Restated Development Order for The Southern Grove Development of Regional Impact recorded May 18, 2012 in Official Records Book 3391, Page 940; Notice of Adoption of the Amended and Restated Development Order for The Southern Grove Development of Regional Impact recorded December 20, 2012 in Official Records Book 3466, Page 342; Notice of Assignment of Impact Fees recorded April 15, 2014 in Official Records Book 3621, Page 2909; Notice of Adoption of the Amended and Restated Development Order for The Southern Grove Development of Regional Impact recorded April 16, 2015 in Official Records Book 3736, Page 440; Notice of Assignment of Impact Fees recorded May 8, 2015 in Official Records Book 3744, Page 734; Notice of Adoption recorded January 13, 2016 in Official Records Book 3826, Page 2235; Notice of Adoption of the Amended and Restated Development Order for the Tradition Development of Regional Impact recorded May 4, 2016 in Official Records Book 3864, Page 1840; Notice of Assignment of Impact Fees recorded February 28, 2017 in Official Records Book 3968, Page 17; Assignment and Certificate recorded December 1, 2017 in Official Records Book 4070, Page 1051; Assignment and Certificate recorded December 11, 2017 in Official Records Book 4074, Page 426; and Amended and Restated Assignment and Certificate recorded January 24, 2018 in Official Records Book 4090, Page 655; Assignment and Assumption of Development Rights recorded July 5, 2018 in Official Records Book 4153, Page 873; Assignment and Assumption recorded July 5, 2018 in Book 4153, Page 889; Assignment of Impact Fees recorded July 5, 2018 in Official Records Book 4153, Page 992; Notice of Adoption of The Amended and Restated Development Order for the Southern Grove Development of Regional Impact as recorded January 22, 2020 in Official Records Book 4372, Page 2238; and Notice of Adoption of the Amended and Restated Development Order for the Southern Grove Development of Regional Impact recorded February 17, 2021 in Official Records Book 4557, Page 2275; and Notice of Adoption of the Amended and Restated Development Order for the Southern Grove Development of Regional Impact recorded April 30, 2021 in Official Records Book 4602, Page 935; Notice of Filing Consent to Reallocation of Development Rights as recorded March 9, 2022 in Official Records Book 4787, Page 240 and City of Port St. Lucie Resolution 22-R44, as recorded December 9, 2022 in Book 4924, Page 2579.

7. Fire/EMS Development and Impact Fee Agreement recorded December 14, 2007 in Official Records Book 2916, Page 661, as affected by First Amendment recorded in Official Records Book 3062, Page 938, as amended by Amended and Restated Fire/EMS Development and Impact Fee Agreement for Southern Grove Development of Regional Impact and Western Grove Development of Regional Impact, recorded in Official Records Book 4581 Page 182.
8. Declaration of Restrictions recorded June 18, 2009 in Official Records Book 3101, Page 127.
9. Resolution No. 11-R06 authorizing an Interlocal Agreement relating to the Irrigations Service within the Developments known as Tradition and Southern Grove recorded March 16, 2011 in Official Records Book 3276, Page 1487.
10. Notice of Establishment of the Westchester No. 1 Community District recorded October 19, 2001 in Official Records Book 1446, Page 1324, together with and as affected by: Ordinance 01-010 recorded October 31, 2001 in Official Records Book 1450, Page 1182; Ordinance No. 02-010 recorded April 2, 2002 in Official Records Book 1509, Page 1574; Ordinance 02-013 recorded April 2, 2002 in Official Records Book 1509, Page 1582; Ordinance 02-012 recorded April 2, 2002 in Official Records Book 1509, Page 1593; Interlocal Agreement between St. Lucie County and

Westchester Community Development Districts Number One through Four recorded April 24, 2002 in Official Records Book 1518, Page 2469; District Development Interlocal Agreement recorded May 8, 2002 in Official Records Book 1525, Page 866; Final Judgment Validating Bonds recorded June 3, 2002 in Official Records Book 1535, Page 80, and Final Judgment Validating Bonds recorded June 3, 2002 in Official Records Book 1535, Page 89; Resolution 02-141 recorded August 6, 2002 in Official Records Book 1563, Page 1115, Interlocal Agreement among the Westchester Community Development District No. 1, the St. Lucie County Property Appraiser, and St. Lucie County Tax Collector recorded September 23, 2002 in Official Records Book 1584, Page 452; Agreement to Dedicate-Community Infrastructure recorded February 14, 2003 in Official Records Book 1659, Page 2439, as affected by that certain Ordinance 03-003 recorded February 17, 2003 in Official Records Book 1660, Page 219; Ordinance 03-004 recorded February 18, 2003 in Official Records Book 1660, Page 983, First Amendment to Interlocal Agreement between St. Lucie County and Westchester Community Development Districts Number One through Four recorded March 21, 2003 in Official Records Book 1678, Page 1; Notice of Establishment of the Westchester No. 1 Community District recorded April 16, 2003 in Official Records Book 1694, Page 388; Notice of Establishment of the Westchester Community Development District No. 3 recorded April 16, 2003 in Official Records Book 1694, Page 401, Notice of Establishment of the Westchester Community Development District No. 4 recorded April 16, 2003 in Official Records Book 1694, Page 411, Notice of Establishment of the Westchester Community Development District No. 5 recorded April 16, 2003 in Official Records Book 1694, Page 422, Notice of Establishment of the Westchester Community Development District No. 6 recorded April 16, 2003 in Official Records Book 1694, Page 425, First Amendment to Agreement to Dedicate-Community Infrastructure recorded December 30, 2003 in Official Records Book 1871, Page 2586; First Amendment to Interlocal Agreement recorded February 12, 2004 in Official Records Book 1899, Page 932; Ordinance No. 06-037 recorded September 7, 2006 in Official Records Book 2651, Page 13, Ordinance No. 06-036 recorded September 7, 2006 in Official Records Book 2651, Page 23, Ordinance No. 06-033 recorded September 7, 2006 in Official Records Book 2651, Page 57; Second Amendment to District Development Interlocal Agreement as recorded March 1, 2007 in Official Records Book 2770, Page 1562; Notice of Establishment of the Tradition Community Development District No. 7 recorded October 24, 2006 in Official Records Book 2685, Page 706, Notice of Establishment of the Tradition Community Development District No. 8 recorded October 24, 2006 in Official Records Book 2685, Page 714, Notice of Establishment of the Tradition Community Development District No. 9 recorded October 24, 2006 in Official Records Book 2685, Page 722, Notice of Establishment of the Tradition Community Development District No. 10 recorded October 24, 2006 in Official Records Book 2685, Page 730, Notice of Establishment of the Southern Grove Community Development District No. 1 as recorded May 9, 2007 in Official Records Book 2814, Page 1370, Notice of Establishment of the Southern Grove Community Development District No. 2 as recorded May 9, 2007 in Official Records Book 2814, Page 1375, Notice of Establishment of the Southern Grove Community Development District No. 3 as recorded May 9, 2007 in Official Records Book 2814, Page 1380, Notice of Establishment of the Southern Grove Community Development District No. 5A as recorded May 9, 2007 in Official Records Book 2814, Page 1392, Notice of Establishment of the Southern Grove Community Development District No. 6 recorded May 9, 2007 in Official Records Book 2814, Page 1399, Ordinance No. 07-042 recorded September 12, 2007 in Official Records Book 2878, Page 2012; Ordinance No. 07-043 recorded September 12, 2007 in Official Records Book 2878, Page 2041; Amended and Restated District Development Interlocal Agreement recorded June 11, 2008 in Official Records Book 2983, Page 1074, City/District No. 5A Interlocal Agreement recorded February 5, 2009 in Official Records Book 3057, Page 1403; as affected by Assignment and Direction recorded March 4, 2009 in Official Records Book 3065, Page 1878; Notice of (1) Merger of Southern Grove Community Development District No. 5 into Southern Grove Community Development District 5A and (2) Change of Name of Southern Grove Community Development District No. 5A to Southern Grove Community Development District No. 5 as recorded November 13, 2009 in Official Records Book 3145, Page 397, Notice of Financing Plan and Maintenance of Improvements Tradition Community Development District Nos. 1 through 10 recorded November 13, 2012 in Official Records Book 3453, Page 643; Amended and Restated District Development Interlocal Agreement by and among Southern Grove Community Development District No. 1, Southern Grove Community Development District No. 2, Southern Grove Community Development District No. 3, Southern Grove Community Development District No. 4, Southern Grove Community Development District No. 5, and Southern Grove Community Development District No. 6 as recorded May 15, 2013 in Official Records Book 3517, Page 2267;

as affected by: Second Amended and Restated District Development Interlocal Agreement by and among Southern Grove Community Development District Nos. 1, 2, 3, 4, 5 and 6 as recorded July 16, 2013 in Official Records Book 3539, Page 672; Ordinance 14-006 recorded February 26, 2014 in Official Records Book 3607, Page 627; Lien of Record of Tradition Community Development District No. 1 recorded April 24, 2014 in Official Records Book 3624, Page 2814; Interlocal Agreement among the Port St. Lucie Community Redevelopment Agency, the City of Port St. Lucie and the Southern Grove Community Development District No. 1 recorded May 7, 2014 in Official Records Book 3628, Page 2887; Amended and Restated Notice of Financing Plan and Maintenance of Improvements Tradition Community Development District Nos. 1 through 10 recorded October 24, 2014 in Official Records Book 3684, Page 473; Lien(s) of Record of Southern Grove Community Development District No. 5 for special assessments as recorded December 18, 2014 in Official Records Book 3700, Page 1882 and in Official Records Book 3700, Page 1893; Partial Assignment of Dedications to Southern Grove Community Development District No. 5 as recorded December 18, 2014 in Official Records Book 3700, Page 1904 and Partial Assignment of Dedications recorded December 18, 2014 in Official Records Book 3700, Page 1910; Agreement to Dedicate and Complete-Public Infrastructure by and between Tradition Land Company, LLC f/k/a PSL Acquisitions I, LLC, and Southern Grove Community Development District No. 5 as recorded December 18, 2014 in Official Records Book 3700, Page 1922; True-Up Agreement by Tradition Land Company, LLC f/k/a PSL Acquisitions I, LLC, an Iowa limited liability company and the Southern Grove Community Development District No. 5 recorded December 18, 2014 in Official Records Book 3700, Page 1930; Notice of Public Financing and Maintenance of Improvements - Southern Grove Community Development District Nos. 1 through 6 as recorded January 16, 2015 in Official Records Book 3708, Page 1198, as amended and restated by that certain Amended and Restated Notice of Public Financing and Maintenance of Improvements - Southern Grove Community Development District Nos. 1 through 6 recorded in Official Records Book 4348, Page 333; Interlocal Agreement to Maintain Landscaping and Related Improvements lying within Certain Arterial and Collector Road Rights-Of-Way Tradition Community Development District Nos. 1-10 recorded April 24, 2015 in Official Records Book 3739, Page 622, as affected by First Amendment recorded October 5, 2016 in Official Records Book 3919, Page 679, and Assignment of Dedications, Reservations, Easements and Rights-Of-Way recorded August 11, 2017 in Official Records Book 4030, Page 1147; Partial Assignment of Platted Interests to Provide a Drainage Outfall for the Community Boulevard Drainage System within Southern Grove as recorded June 25, 2019 in Official Records Book 4287, page 2679; Assignment and Transfer of Public Road Credits recorded March 30, 2021 in Book 4581, Page 1012; Joinder in Second Amended and Restated District Development Interlocal Agreement and in Supplemental Trust Indentures as recorded December 9, 2022, in Book 4924, Page 2512; Lien of Record of Southern Grove Community Development District No. 5 as recorded December 9, 2022 in Book 4924, Page 2524; Notice of Establishment of the Southern Grove Community Development District No. 9 as recorded December 19, 2022 in Book 4928, Page 2024; Third Supplement to Amended and Restated Notice of Public Financing and Maintenance of Improvements - Southern Grove Community Development Districts Nos. 1 through 10; as recorded December 19, 2022 in Book 4928, Page 1863.

11. Terms, conditions and obligations contained in that certain Drainage Easement recorded June 28, 2018 in Official Records Book 4150, Page 2743, and as further affected by that certain Partial Abandonment & Termination of Drainage Easement recorded January 12, 2021 in Official Records Book 4536, Page 1870.
12. Deed Restrictions set out as "Exhibit C" in that certain Special Warranty Deed recorded July 5, 2018 in Official Records Book 4153, Page 856.
13. Restrictive Covenant recorded May 28, 2020 in Official Records Book 4426, Page 199.
14. Memorandum of Understanding Regarding Surface Water Management Systems Permits for the Southern Grove Community recorded May 20, 2021, in Official Records Book 4613, Page 2957.
15. Utility Service Agreement by and between City of Port St. Lucie and Mattamy Palm Beach, LLC, recorded in Official Records Book 4668, Page 1502; First Amendment to Utility Services Agreement as recorded November 22, 2021 in Official Records Book 4724, Page 2061; and by Second Amendment recorded January 25, 2022 in Official Records Book 4761, Page 182 and on

June 21, 2022 in Official Records Book 4845, Page 2539, as affected by partial Assignment and Assumption of Development Rights, Credits and Approvals as recorded December 21, 2022, in Official Records Book 4929, Page 2676.

16. Declaration of Covenants and Restrictions recorded August 24, 2022 in Official Records Book 4878, Page 1971 and Corrective Declaration of Covenants and Restrictions as recorded September 27, 2002 in Official Records Book 4894, Page 1071.
17. Additional Covenants and Restrictions as set forth in that certain Special Warranty Deed recorded December 21, 2022 in Official Records Book 4929, Page 2664.
18. Parking and Access Easement Agreement by and between PEBB Tradition SG3, LLC, a Florida limited liability company and Mattamy Palm Beach LLC, a Delaware limited liability company, recorded December 21, 2022, in Official Records Book 4929, Page 2686, amended in Official Records Book 4966, Page 265 and further amended in Official Records Book 5299, Page 1684.
19. Declaration of Covenants, Restrictions and Easements by PEBB Tradition SG3, LLC, a Florida limited liability company, recorded December 21, 2022, in Official Records Book 4929, Page 2700 and amended by that certain First Amendment to Declaration of Covenants, Restrictions and Easements dated August 8, 2024 and recorded August 13, 2024 in Official Records Book 5191, Page 1397, as amended by that certain Second Amendment to Declaration of Covenants, Restrictions and Easements dated March 3, 2025 and recorded March 7, 2025 in Official Records Book 5279, Page 2957.
20. Underground Easement granted to Florida Power & Light Company recorded June 7, 2024 in Official Records Book 5161, Page 2230.
21. 10 foot Public Utility Easement along the West boundary as set forth in the plat of Southern Grove Plat No. 3, according to the plat thereof, as recorded in Plat Book 61, Page 17, also shown on the plat of Telaro at Southern Grove, according to the plat thereof, as recorded in Plat Book 94, Page 1 and shown on the plat of Shoppes at the Heart, according to the plat thereof, as recorded in Plat Book 108, Page 29, all of the Public Records of St. Lucie County, Florida.
22. Restrictions, covenants, conditions, easements and other matters as contained on the Plat of SG-3 Commercial Shoppes At The Heart, recorded in Plat Book 133, Pages 4 through 6, of the Public Records of St. Lucie County, Florida.
23. Easement Agreement recorded September 29, 2023 in Official Records Book 5050, Page 2919.