

SPECIAL WARRANTY DEED

THIS DEED is made as of the 6th day of September, 1991, between GENERAL DEVELOPMENT CORPORATION, a Delaware Corporation, as debtor-in-possession under U.S. Bankruptcy Court Case No. 90-12231-BKC-AJC (the "Grantor"), whose address is 2601 South Bayshore Drive, Miami, Florida 33133, and THE CITY OF PORT ST. LUCIE, a Florida municipal corporation (the "Grantee"), whose taxpayer identification number is 59 614 1602 and whose address is 121 Southwest Port St. Lucie Boulevard, Port St. Lucie, Florida 33984-5099.

W I T N E S S E T H:

Grantor, in consideration of Ten (\$10.00) Dollars and other good and valuable consideration paid by Grantee, the receipt and sufficiency of which is hereby acknowledged, has granted, bargained and sold, and by these presents does grant, bargain and sell, to Grantee, and Grantee's heirs, successors and assigns forever, the following property located in Sarasota County, Florida (the "Property"), to-wit:

See Exhibit "A" attached hereto and by this reference made a part hereof

SUBJECT TO:

1. Unpaid taxes and assessments.
2. All laws, ordinances, regulations, restrictions, prohibitions and other requirements imposed by governmental authority, including, but not limited to, all applicable building, zoning, land use and environmental ordinances and regulations.
3. Easements, conditions restrictions, matters, limitations and reservations of record, without hereby reimposing the same.
4. Matters which would be disclosed by an accurate survey of the Property.

TO HAVE AND TO HOLD unto Grantee and Grantee's heirs, successors and assigns in fee simple forever.

Grantor hereby specially warrants the title to the Property, subject to the foregoing matters, and will defend the same against the lawful claims of all persons claiming by, through or under Grantor, but against no others.

IN WITNESS WHEREOF, Grantor has executed this Deed as of the day and year first above written.

Signed, sealed and delivered in the presence of:

GENERAL DEVELOPMENT CORPORATION, a Delaware corporation, as debtor-in-possession under Bankruptcy Court Case No. 90-12231-BKC-AJC

M. A. Sherman
Name: M. A. SHERMAN

By: Gordon J. Pfersich
GORDON J. PFERSICH,
Senior Vice-President

Steven Goldman
Name: Steven Goldman

Address: 2601 South Bayshore Drive
Miami, Florida 33133

STATE OF FLORIDA }
COUNTY OF DADE }

The foregoing instrument was acknowledged before me this 5th day of September, 1991, by GORDON J. PFERSICH, as Senior Vice-President of GENERAL DEVELOPMENT CORPORATION, a Delaware corporation, as debtor-in possession under Bankruptcy Court Case No. 90-12231-BKC-AJC, on behalf of said corporation.

My Commission Expires: 12/1/92

Steven Goldman
Notary Public, State of Florida
Name: Steven Goldman



EXHIBIT "A-1"

Port St. Lucie Settlement Agreement - EXHIBIT C
(GDC Parcel II) -- Item 24

LEGAL DESCRIPTION:

That portion of Sections 2, 3 and 10, Township 37 South, Range 40 East, St. Lucie County, Florida, being bounded as follows:

On the east by the westerly Right-of-Way line of MIDPORT ROAD as shown on the plat of SOUTH PORT ST. LUCIE UNIT FIFTEEN as recorded in Plat Book 16 at Pages 42 and 42A through 42F of the Public Records of St. Lucie County, Florida, said westerly Right-of-Way line also being the westerly limits of the said plat of SOUTH PORT ST. LUCIE UNIT FIFTEEN; on the south by the north line of a Warranty Deed as recorded in Official Records Book 384 at Page 1554 of the Public Records of St. Lucie County, Florida; on the west by a portion of the easterly limits of a Special Warranty Deed as recorded in Official Records Book 617 at Page 1043 of the Public Records of St. Lucie County, Florida and on the north by the following described line lying between said Official Records Book 617 at Page 1043 and the said plat of SOUTH PORT ST. LUCIE UNIT FIFTEEN:

COMMENCING at the intersection of the west line of said Section 2 with the westerly Right-of-Way of said MIDPORT ROAD; thence $N40^{\circ}44'55''E$, along the westerly Right-of-Way line of said MIDPORT ROAD, also being the westerly limit of the said plat of SOUTH PORT ST. LUCIE UNIT FIFTEEN, for 329.32 feet to a Point of Curvature of a circular curve to the right; thence northeasterly along the arc of said curve having a radius of 3075.00 feet and a central angle of $01^{\circ}32'48''$ for an arc distance of 83.01 feet to the POINT OF BEGINNING of the following described line; thence $N47^{\circ}42'17''W$, radial to the last described curve, for 296.75 feet to the easterly limit of the aforesaid Official Records Book 617 at Page 1043 and the POINT OF TERMINATION of said line.

Said lands situate lying and being in the City of Port St. Lucie, St. Lucie County, Florida, containing 10.00 acres, more or less.

The above subject to any Easements and/or Rights-of-Way of record.

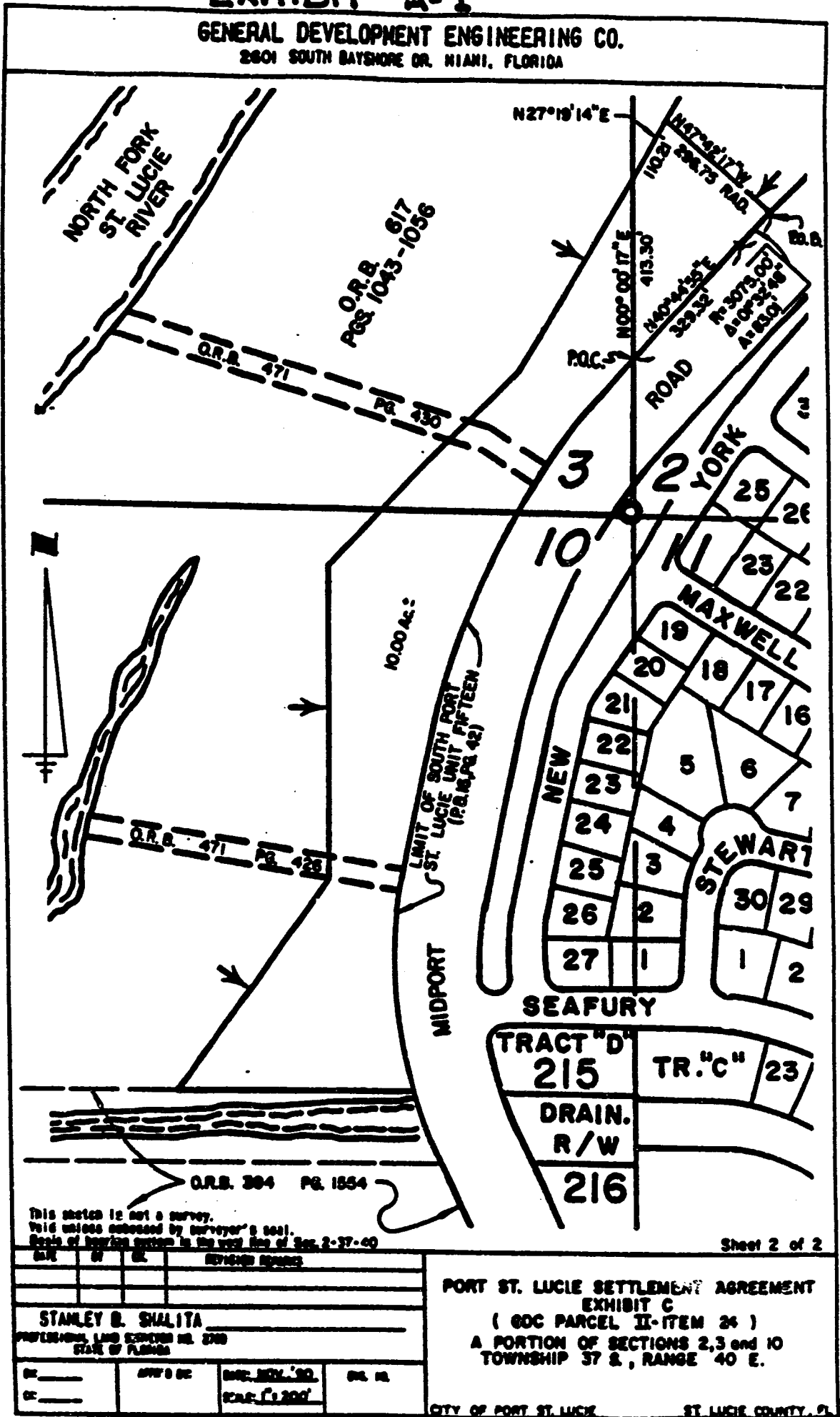
Sheet 1 of 2

(Exhibit A consists of Exhibit "A-1" through "A-6"
consisting of 15 pages)

OR 0754 PAGE 0792
BK

EXHIBIT "A-1"

GENERAL DEVELOPMENT ENGINEERING CO.
2601 SOUTH BAYSHORE DR. MIAMI, FLORIDA



This sketch is not a survey.
Valid unless corrected by surveyor's seal.
Scale of bearing system is the west line of Sec. 2-37-00

Sheet 2 of 2

DATE	BY	REVISION	REASON
STANLEY B. SIALITA PROFESSIONAL LAND SURVEYOR NO. 2700 STATE OF FLORIDA			
DR.	DATE OF DE.	DATE OF REV. '00.	DR. NO.
DC.		SCALE: 1" = 200'	

PORT ST. LUCIE SETTLEMENT AGREEMENT
EXHIBIT C
(600 PARCEL II-ITEM 24)
A PORTION OF SECTIONS 2,3 and 10
TOWNSHIP 37 S., RANGE 40 E.
CITY OF PORT ST. LUCIE ST. LUCIE COUNTY, FL.

REVISED

EXHIBIT "A-2"

Port St. Lucie Agreement - EXHIBIT B
(GDC Parcel 1) -- Item 4

LEGAL DESCRIPTION:

A parcel of land lying in Sections 21, 22, 27 and 28, Township 37 South, Range 40 East, St. Lucie County, Florida, and being more particularly described as follows:

SECTION 21

A portion of TRACT "QQ" lying in said Section 21 as shown on the plat of PORT ST. LUCIE SECTION THIRTY NINE and recorded in Plat Book 15 at Pages 30 and 30A through 30NN of the Public Records of St. Lucie County, Florida, and the South 1000 feet of the East 1500 feet of the S.E. 1/4 of said Section 21 and also that 80.00 foot wide strip of land as described on Page 2658 of a Warranty Deed as recorded in Official Records Book 456 at Pages 2655 through 2661 of the Public Records of St. Lucie County, Florida..

LESS AND EXCEPTING THEREFROM any of the above lying within that certain property as described in a Warranty Deed as recorded in Official Records Book 456 at Pages 2655 through 2661 of the Public Records of St. Lucie County, Florida, AND ALSO LESS that portion of land lying South of SNOW ROAD as shown on the said plat of PORT ST. LUCIE SECTION THIRTY NINE and North of POND A-1 as described in said Official Records Book 456 at Pages 2655 through 2661.

SECTION 22

All of the N.W. 1/4 of said Section 22 lying West of the Westerly Right-of-Way line of the South Florida Water Management District Canal C-23A and lying Northeasterly of the Easterly Right-of-Way line of EAST SNOW ROAD as shown on the said plat of PORT ST. LUCIE SECTION THIRTY NINE; also all of the S.W. 1/4 of said Section 22 lying Southeasterly of the Southeasterly Right-of-Way line of said EAST SNOW ROAD and also that portion of Government Lot 4 lying South of BLAKESLEE CREEK and north of WINTER'S CREEK.

Subject to a reservation for a drainage Right-of-Way of a 50.00 foot strip of land lying Easterly of said EAST SNOW ROAD and being the Easterly extension of that certain drainage Right-of-Way lying within Block 2688 as shown on the said plat of PORT ST. LUCIE SECTION THIRTY NINE.

LESS AND EXCEPT the Right-of-Way of KYLE ROAD and PACE DRIVE as shown on the said plat of PORT ST. LUCIE SECTION THIRTY NINE.

ALSO LESS AND EXCEPT from said Section 22 that Parcel of land recorded in Official Records Book 620 at Pages 1636 and 1637 of the Public Records of St. Lucie County, Florida.

ALSO LESS AND EXCEPT from said Section 22 that Special Warranty Deed (Access Road) dated June 26, 1985 and recorded in Official Records Book 470 at Pages 2396 through 2398 of the Public Records of St. Lucie County, Florida.

ALSO LESS AND EXCEPT from said Section 22 that Corrective Special Warranty Deed, dated November 2, 1989 and recorded in Official Records Book 662 at Pages 1213 through 1215 of the Public Records of St. Lucie County, Florida.

ALSO LESS AND EXCEPTING THEREFROM any of the above lying within that certain property as described in a Warranty Deed as recorded in Official Records Book 456 at Pages 2655 through 2661 of the Public Records of St. Lucie County, Florida, BUT NOT LESS that 80.00 foot wide strip of land as described on Page 2658 of said Warranty Deed, AND ALSO LESS that portion of land lying East of SNOW ROAD as shown on the said plat of PORT ST. LUCIE SECTION THIRTY NINE and West of POND A-1 as described in said Official Records Book 456 at Pages 2655 through 2661.

EXHIBIT "A2"

Port St. Lucie Agreement - EXHIBIT B
(GDC Parcel 1) -- Item 4

ALSO LESS AND EXCEPTING THEREFROM any portion of BLAKESLEE CREEK lying within said Section 22.

ALSO LESS AND EXCEPTING THEREFROM that portion of Government Lot 4 of said Section 22 lying southeasterly of WINTER'S CREEK.

ALSO LESS AND EXCEPT from the above described parcel in said Section 22, that certain parcel of land (Conservation Easement) described in Official Records Book 480 at Page 2006 of the Public Records of St. Lucie County, Florida.

SECTION 27

All of that certain TRACT "QQ" (as shown on the LOCATION MAP of the cover sheet but not shown on sheets 22, 23 and 25) on the said plat of PORT ST. LUCIE SECTION THIRTY NINE, lying in said Section 27, lying northerly of the northerly Right-of-Way line of that certain 100.00 foot wide DRAINAGE RIGHT-OF-WAY (as shown on said sheet 22) lying northerly of another TRACT "QQ" (said additional TRACT "QQ" lying northerly of REAM CIRCLE) and that portion of said TRACT "QQ" lying northerly of the northerly limits of WINTER'S CREEK (assumed to be the 2.0 foot elevation contour line as shown on the attached sheet 5) continuing eastward from the northerly Right-of-Way line of said certain 100.00 foot wide DRAINAGE RIGHT-OF-WAY (from where it ends as shown on said sheet 22) along said 2.0 foot contour line to the north line of said Section 27 and containing 17 acres, more or less.

LESS AND EXCEPTING THEREFROM any of the above lying within that certain property as described in a Warranty Deed as recorded in Official Records Book 456 at Pages 2655 through 2661 of the Public Records of St. Lucie County, Florida.

SECTION 28

That portion of TRACT "QQ", lying in said Section 28 as shown on the said plat of PORT ST. LUCIE SECTION THIRTY NINE, lying northerly and westerly of that certain DRAINAGE RIGHT-OF-WAY dividing said TRACT "QQ" into several different parcels.

TOGETHER WITH

That portion of said TRACT "QQ" lying westerly of REAM CIRCLE, easterly of a DRAINAGE RIGHT-OF-WAY and southerly of the northwesterly extension of the common lot line of Lots 1 and 22 of Block 2713 of the said plat of PORT ST. LUCIE SECTION THIRTY NINE.

LESS AND EXCEPTING THEREFROM any of the above lying within that certain property as described in a Warranty Deed as recorded in Official Records Book 456 at Pages 2655 through 2661 of the Public Records of St. Lucie County, Florida.

Said lands situate, lying and being in the City of Port St. Lucie, St. Lucie County, Florida, and containing 240 acres, more or less.

All of the above subject to any Easements and/or Rights-of-Way of record.

EXHIBIT "A-2"

Port St. Lucie Agreement - EXHIBIT B
(GDC Parcel 1) -- Item 4

Sheet 3 of 5

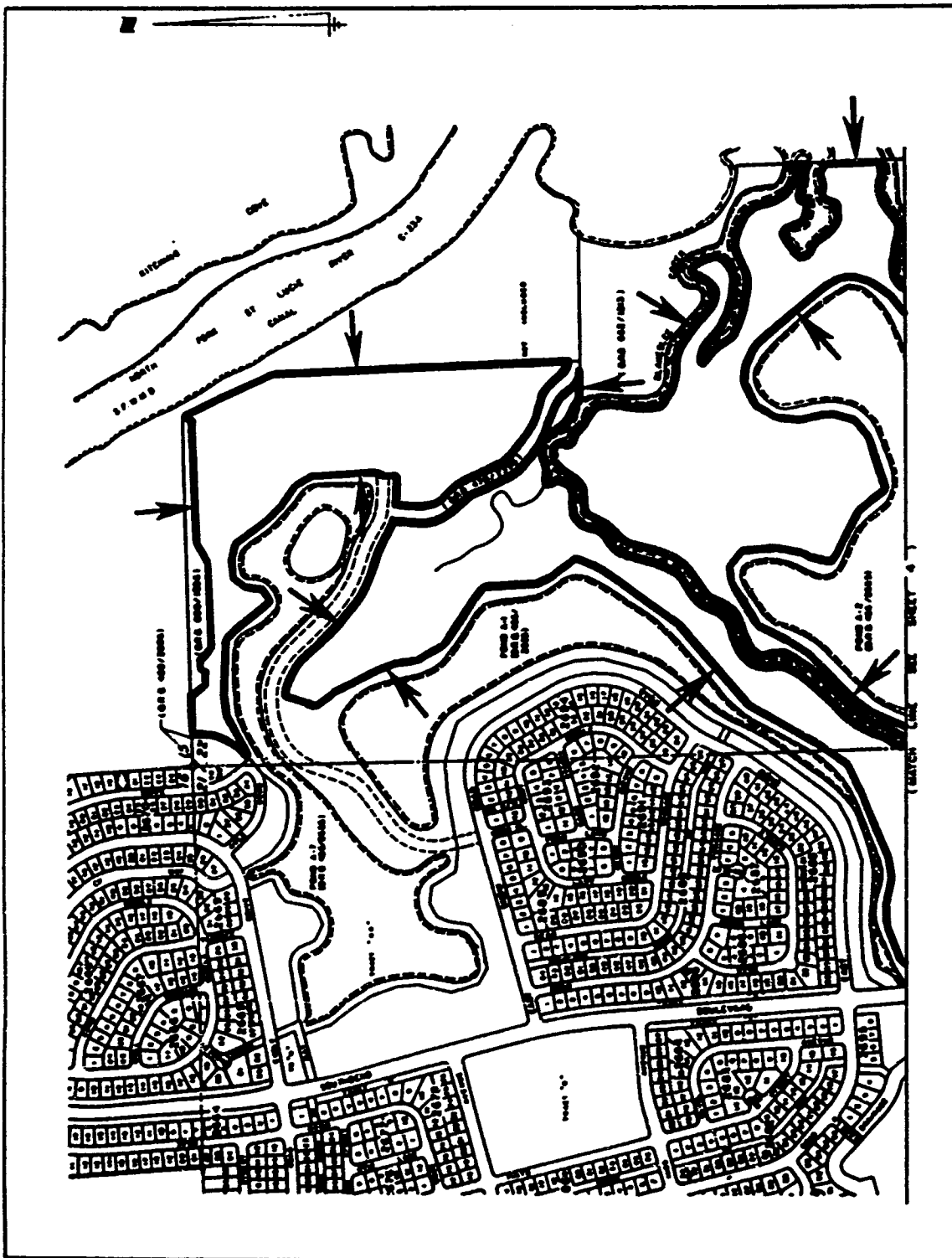


EXHIBIT "A-2"

Port St. Lucie Agreement - EXHIBIT B
(GDC Parcel 1) -- Item 4

Sheet 4 Of 5

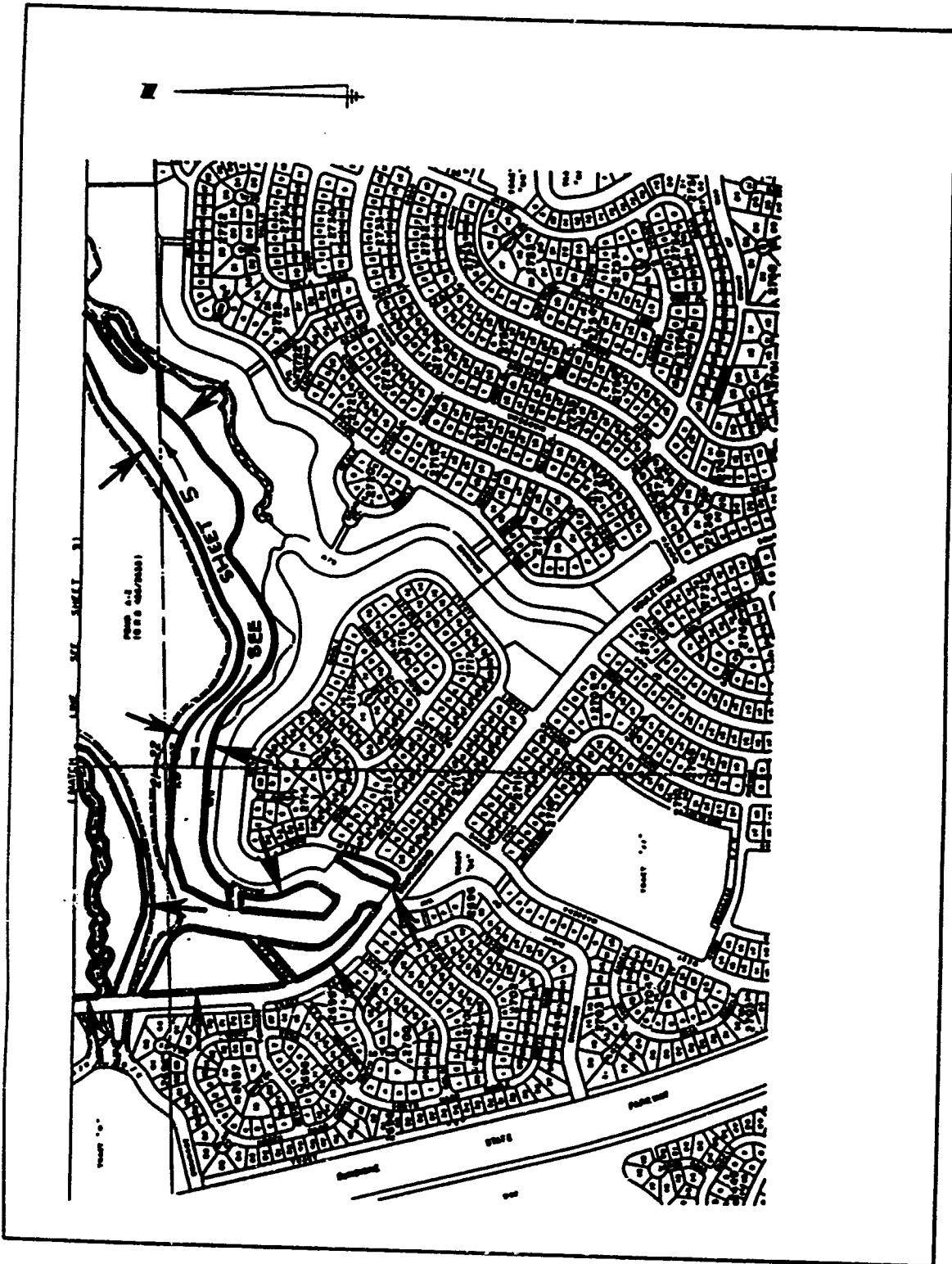


EXHIBIT "A-2"

Port St. Lucie Agreement - EXHIBIT B
(GDC Parcel 1) -- Item 4

Sheet 5 of 5

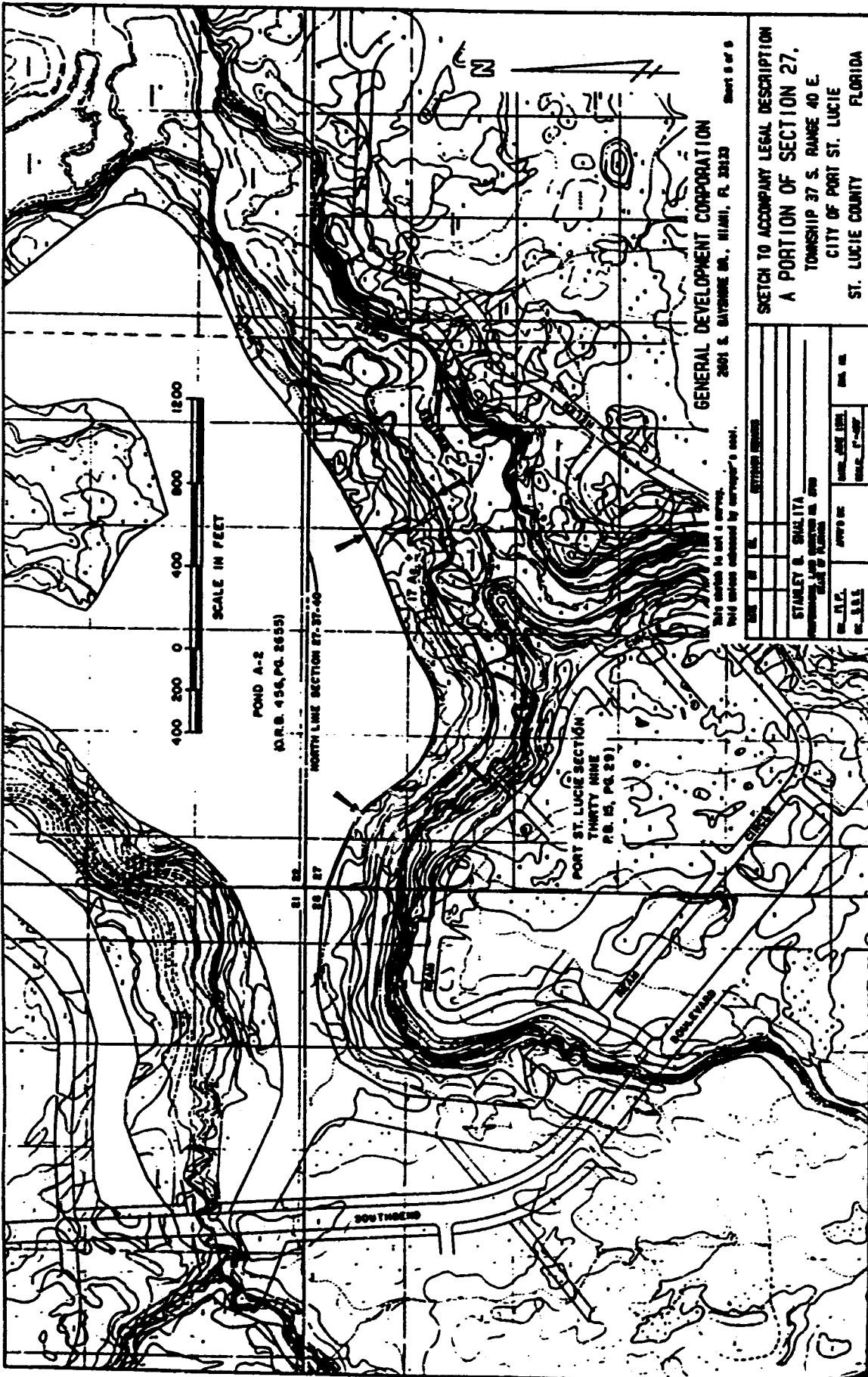


EXHIBIT "A-3"

Port St. Lucie Comprehensive Settlement - EXHIBIT B
(GDC PARCEL 1) -- Item 1

LEGAL DESCRIPTION:

The South 262.18 feet of TRACT "L" as shown on the Plat of PORT ST. LUCIE SECTION THIRTY THREE as recorded in Plat Book 15 at Pages 1 and 1A through 1V of the Public Records of St. Lucie County, Florida.

Said lands situate, lying and being in the City of Port St. Lucie, St. Lucie County, Florida, and containing 3.00 acres, more or less.

The above subject to any Easements and/or Rights-of-Way of record and that certain Warranty Deed issued by G.D.C. to Southern Bell Telephone & Telegraph and recorded in O.R. Book 425, page 1.
has the property conveyed by

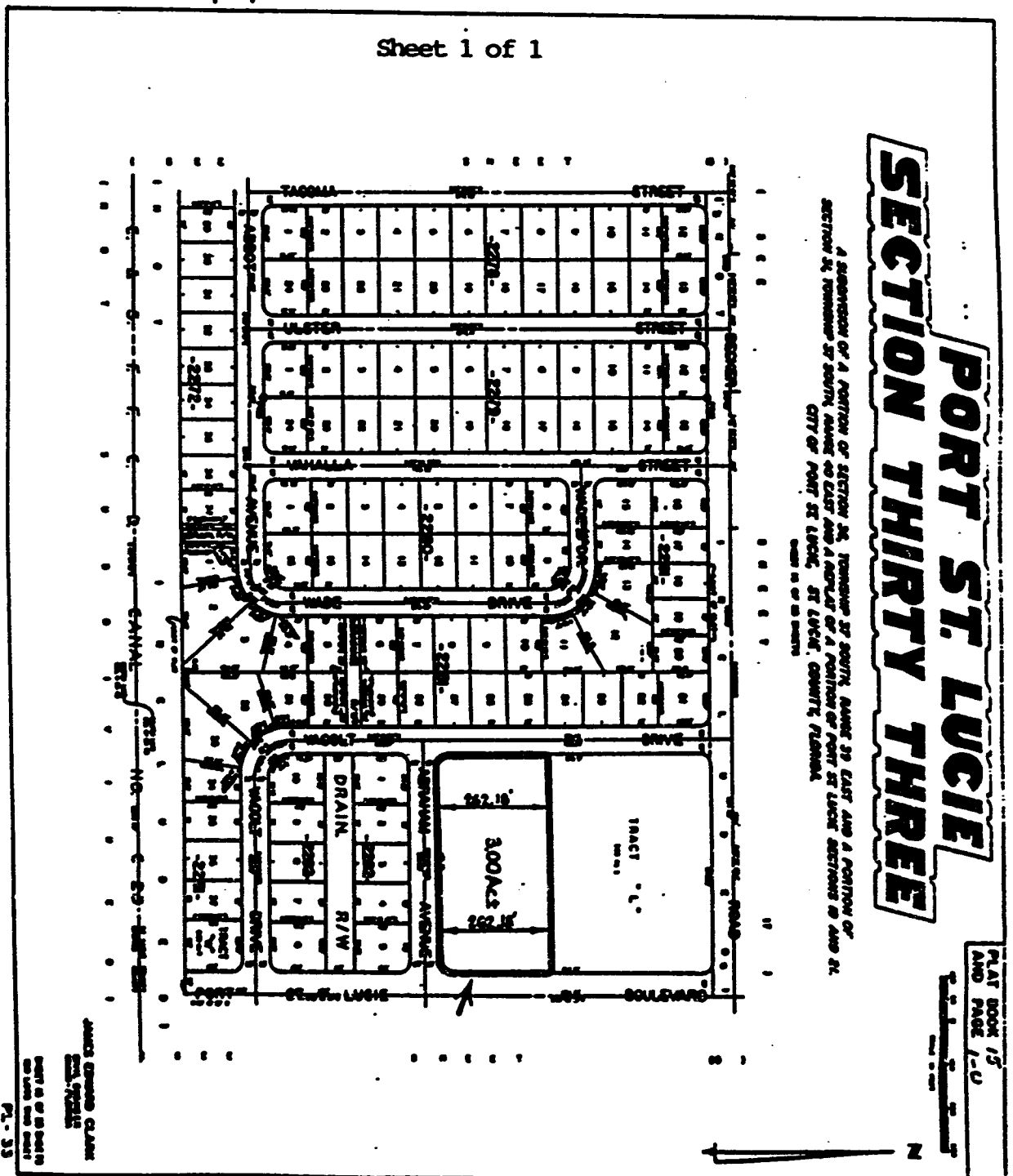


EXHIBIT "A-4"

Port St. Lucie Comprehensive Settlement - EXHIBIT B
(GDC PARCEL 1) -- Item 2

LEGAL DESCRIPTION:

TRACT "K" as shown on the plat of PORT ST. LUCIE SECTION FOURTEEN as recorded in Plat Book 13 at Pages 5 and 5A through 5F of the Public Records of St. Lucie County, Florida.

Said lands situate, lying and being in the City of Port St. Lucie, St. Lucie County, Florida and containing 2.93 acres, more or less.

The above subject to any Easements and/or Rights-of-Way of record.

Sheet 1 of 1

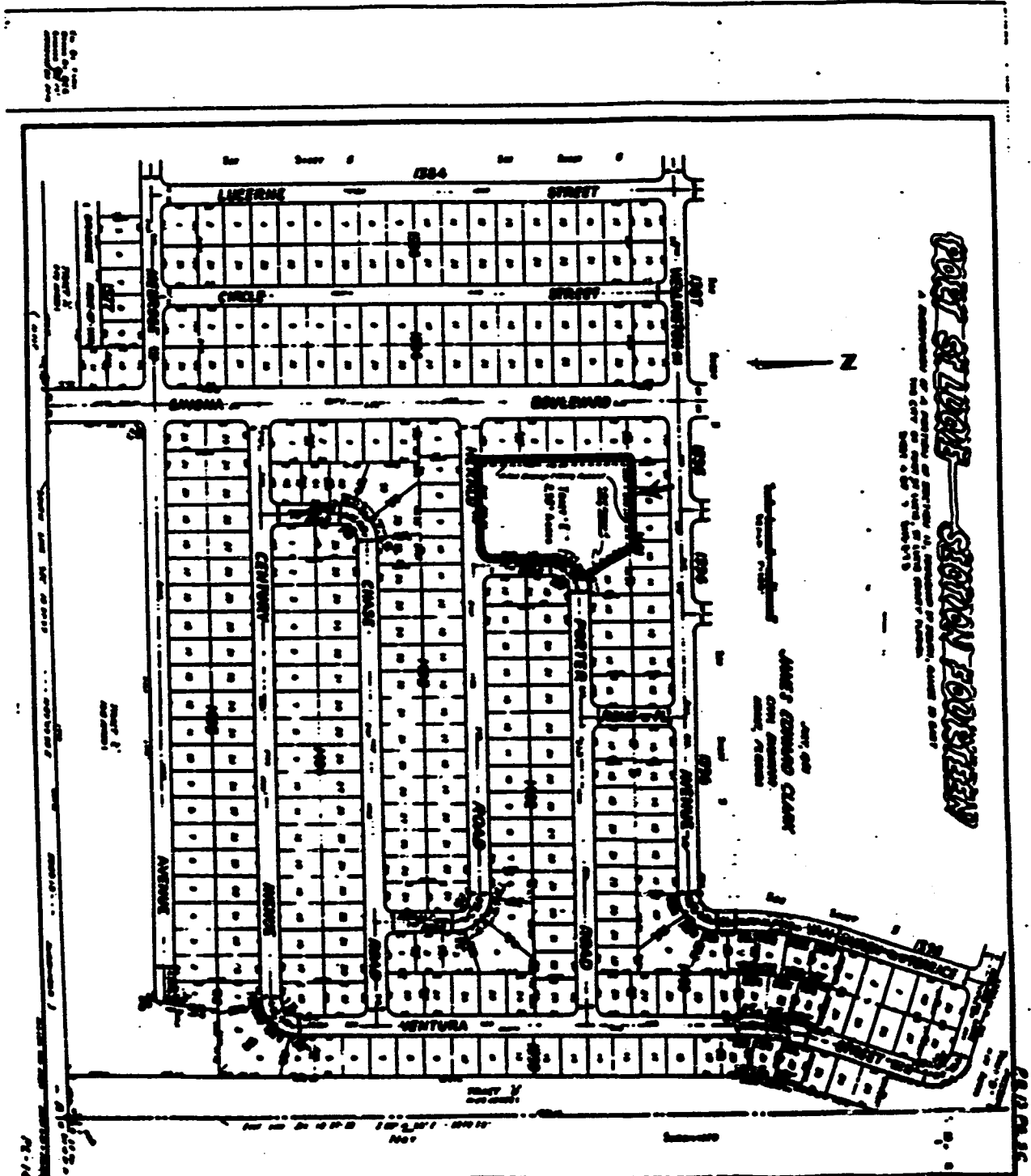


EXHIBIT "A-5"

Port St. Lucie Comprehensive Settlement - EXHIBIT B
(GDC PARCEL 1) -- Item 3

LEGAL DESCRIPTION:

All of TRACT "P" according to the plat of PORT ST. LUCIE SECTION EIGHTEEN as recorded in Plat Book 13 at Page 17 of the Public Records of St. Lucie County, Florida.

LESS AND EXCEPT

That portion of said TRACT "P" conveyed to the Florida State Turnpike Authority as described in Official Records Book 226 at Page 288 of the Public Records of St. Lucie County, Florida.

Said lands situate, lying and being in the City of Port St. Lucie, St. Lucie County, Florida and containing 1.43 acres, more or less.

The above subject to any Easements and/or Rights-of-Way of record.

Sheet 1 of 1

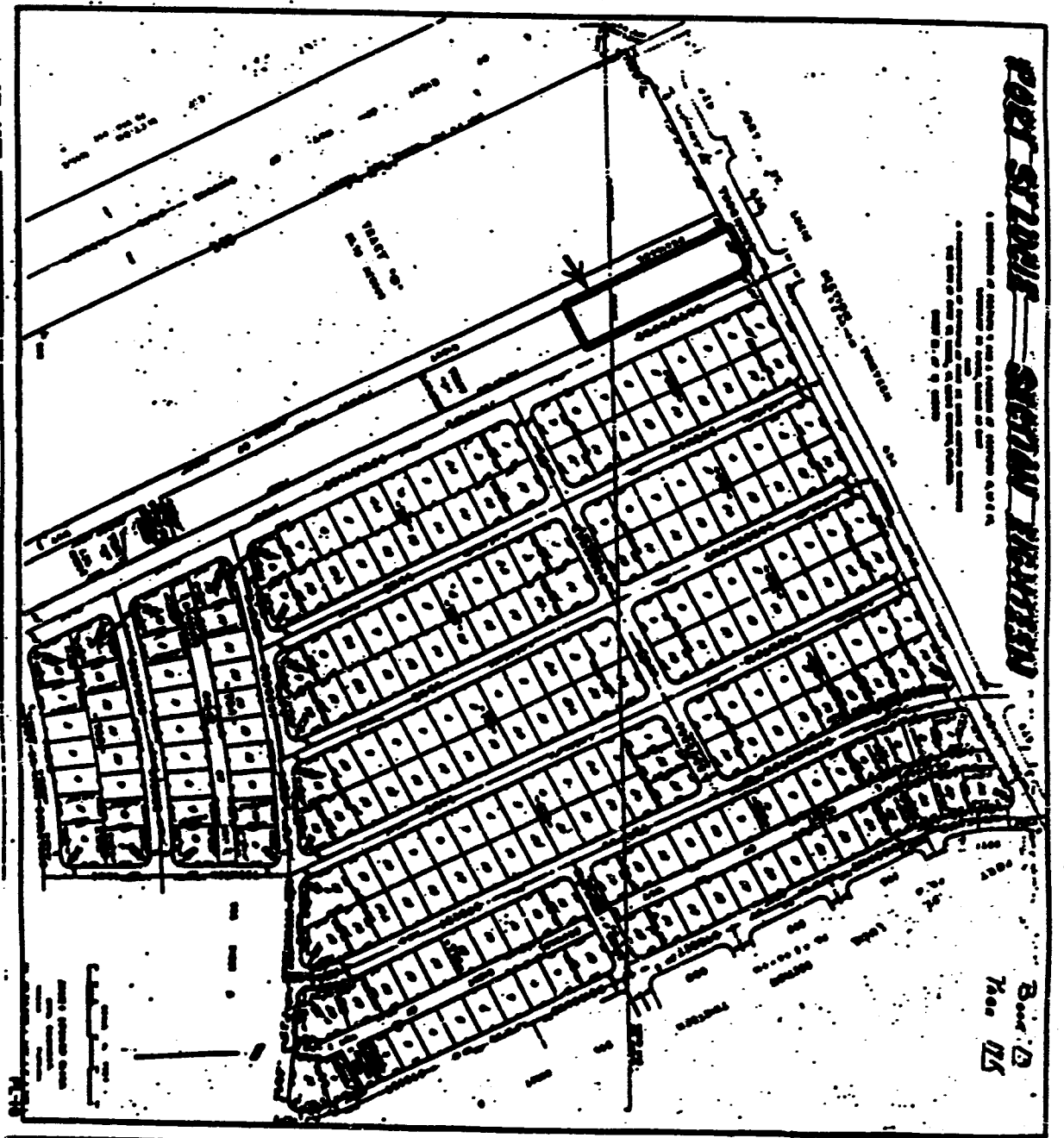


EXHIBIT "A-6"

Port St. Lucie Comprehensive Settlement - EXHIBIT B
(GDC PARCEL 1) -- Item 6

LEGAL DESCRIPTION:

TRACT "D" and "E" as shown on the plat of PORT ST. LUCIE SECTION SIXTY-TWO as recorded in Plat Book 23 at Pages 41 and 41A through 41H of the Public Records of St. Lucie County, Florida.

TOGETHER WITH

A parcel of land lying in Sections 30 and 31, Township 36 South, Range 41 East, all being more particularly described as follows:

Section 30

All of Lots 9, 10, 11 and 12, Block 4, as shown on the plat of PLAT NO. 1 SAINT LUCIE GARDENS as recorded in Plat Book 1 at Page 35 of the Public Records of St. Lucie County, Florida, lying Southwesterly of the following described line; BEGINNING at the Northwest corner of said Lot 9, run in a Southeasterly direction to the Southeast corner of said Lot 12 and the POINT OF TERMINATION, said line also being a portion of the West line of the lands described in Official Records Book 284 at Page 372 of the Public Records of St. Lucie County, Florida.

Section 31

All of Lots 5 through 12, inclusive, Block 1, lying contiguous with and West of the West line of the lands described in said Official Records Book 284 at Page 372 and all of Lots 1, 2, 15 and 16, Block 2, all as shown on the said plat of PLAT NO. 1 SAINT LUCIE GARDENS.

Said lands situate, lying and being in the City of Port St. Lucie, St. Lucie County, Florida and containing a total of 188.81 acres, more or less.

All of the above subject to any easements, canal Rights-of-Way, and/or public Rights-of-Way of record.

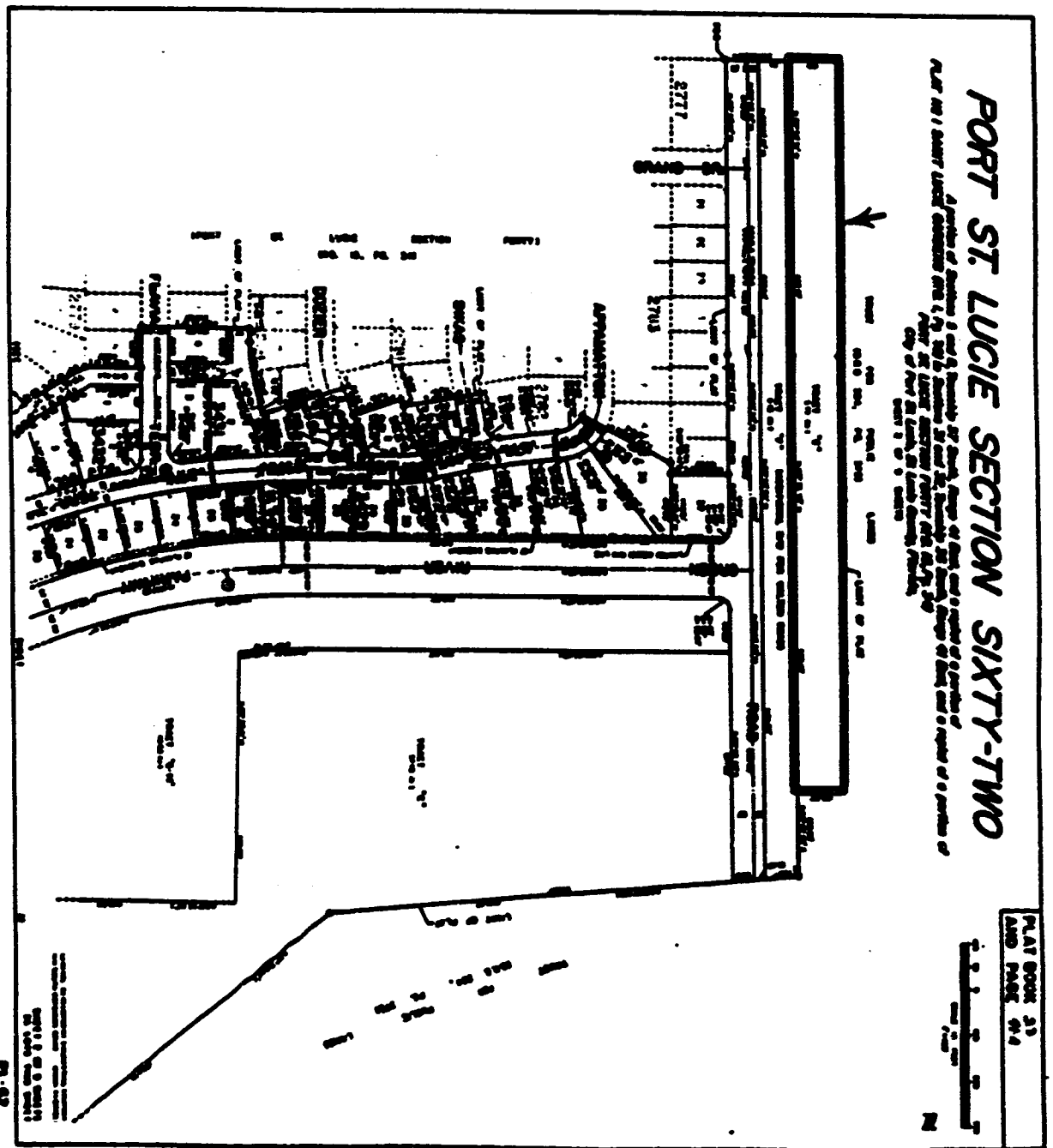
EXHIBIT "A-6"

OK

**Port St. Lucie Comprehensive Settlement - EXHIBIT B
(GDC PARCEL 1) -- Item 6**

Sheet 2 of 5

DATE: 10/1/81
BY: [illegible]
FOR: [illegible]



PORT ST. LUCIE SECTION SIXTY-TWO
A portion of Sections 62, 63, and 64, Township 31 North, Range 28 East, County of St. Lucie, State of Florida, is shown in this plat. The plat shows the layout of the streets and the location of the parcels shown in this plat. The plat is subject to the provisions of the Florida Statutes, Chapter 218, and the provisions of the Florida Constitution, Article X, Section 10.

PLAT BOOK 23
LAND PAGE 44
N

OK

EXHIBIT 'A-6'

Port St. Lucie Comprehensive Settlement - EXHIBIT B
(GDC PARCEL 1) -- Item 6

Sheet 3 of 5

PLAT BOOK 23
AND PAGE 219

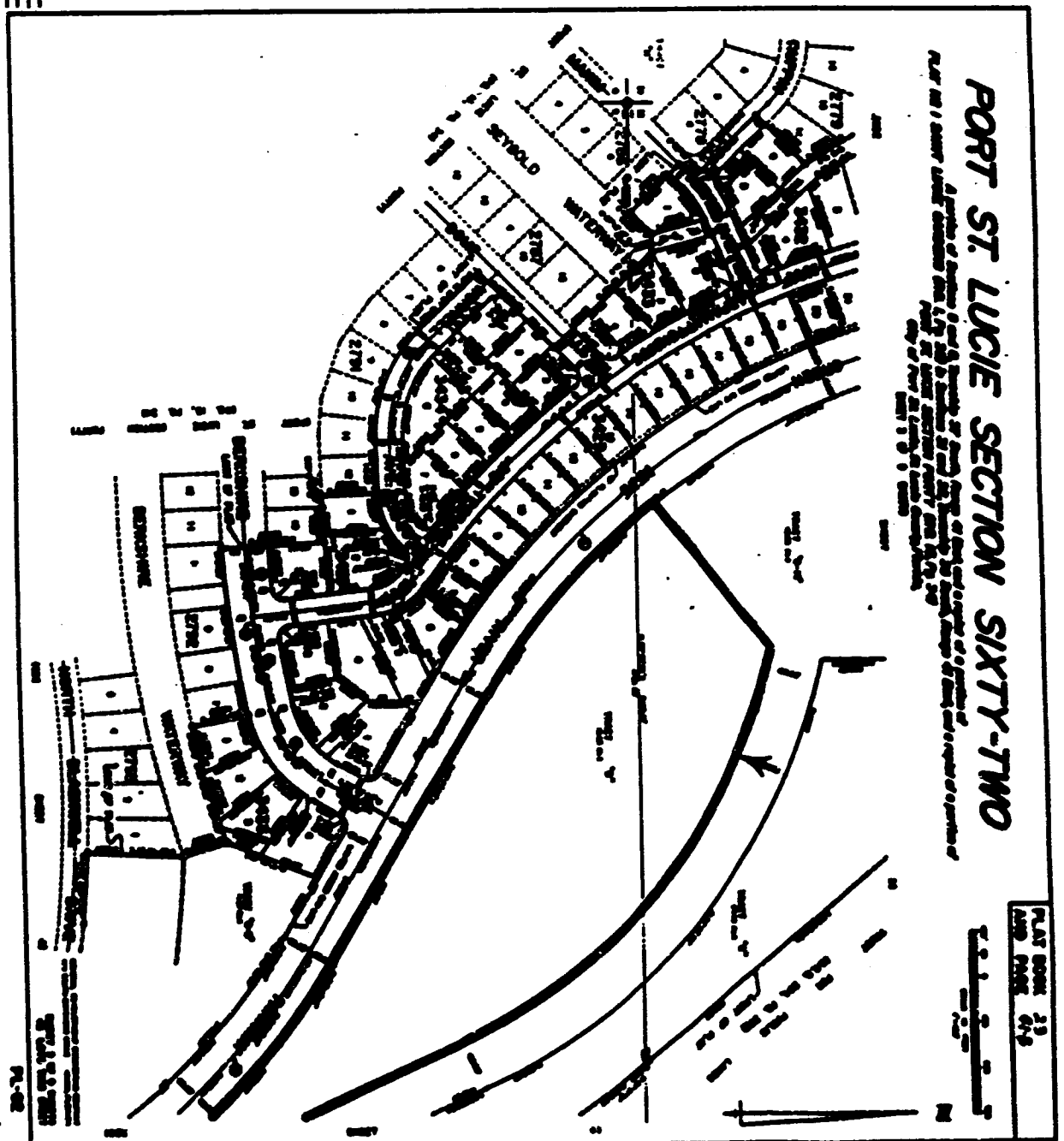


EXHIBIT "A-6"

Port St. Lucie Comprehensive Settlement - EXHIBIT B
(GDC PARCEL 1) - Item 6

Sheet 4 of 5

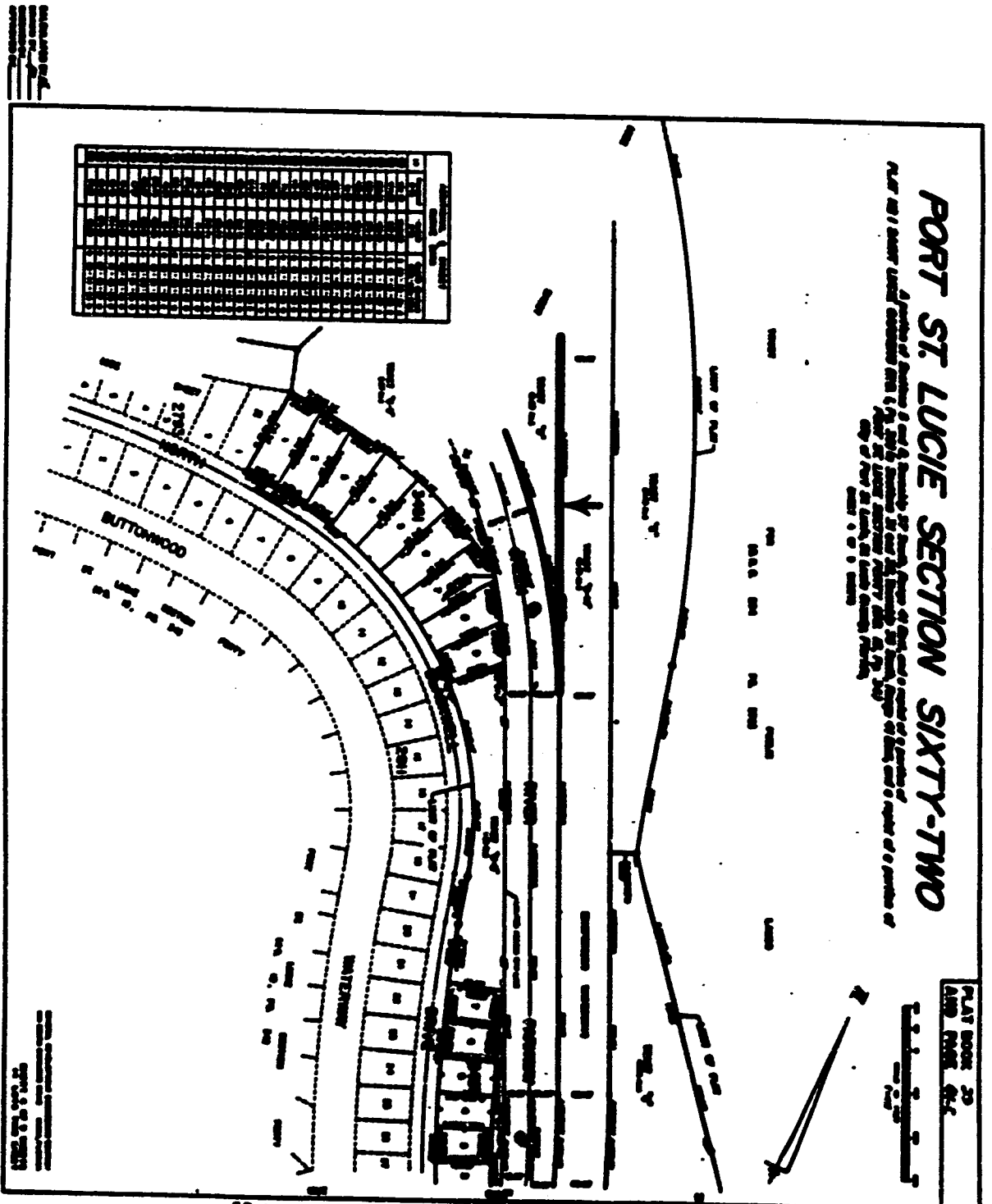


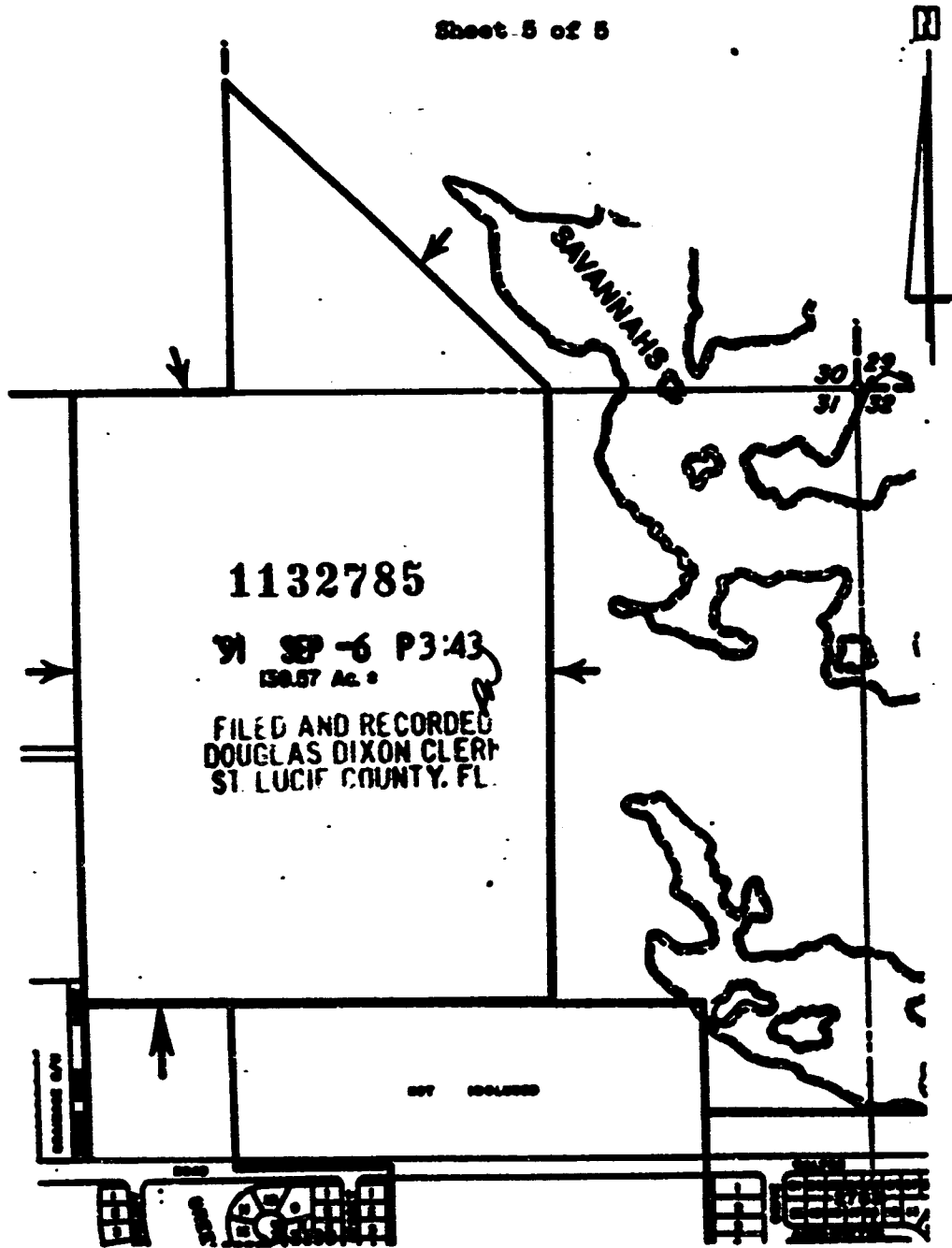
EXHIBIT A-6

ok

GENERAL DEVELOPMENT ENGINEERING CO.
2801 SOUTH BAYSHORE DR., MIAMI, FLORIDA

Port St. Lucie Comprehensive Settlement - EXHIBIT B
(GDC PARCEL 1) -- Item 6

Sheet 5 of 5



This sketch is not a survey.
Void unless endorsed by surveyor's seal.

DATE	BY	REVISION
STANLEY B. SHALITA PROFESSIONAL LAND SURVEYOR NO. 2828 STATE OF FLORIDA		
DR. PL.	APPROVED BY	DATE

A PORTION OF
SEC. 30 AND 31, TWP. 26 S., RGE. 41 E.
CITY OF PORT ST. LUCIE
ST. LUCIE COUNTY, FLORIDA