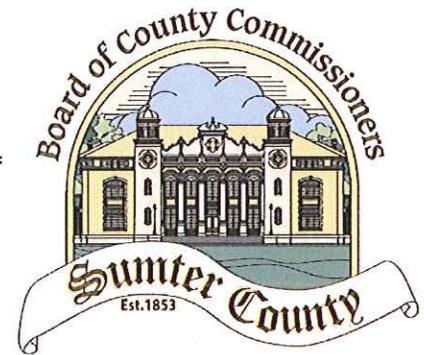


Board of County Commissioners

Sumter County, Florida

7375 Powell Road • Wildwood, FL 34785 • Phone (352) 689-4400 • FAX: (352) 689-4401
Website: <http://sumtercountyfl.gov>



April 19, 2011

Mr. George Lovett
Director of Transportation Development
Florida Department of Transportation, District 5
MS4-503
719 S. Woodland Blvd.
Deland, FL 32720

RE: Amendment to The Villages of Lake-Sumter, Inc. DRI Transportation
Proportionate Share and Joint Participation Agreement and the Corresponding County
Amended Road Impact Fee Credit Agreement with The Villages

Dear Mr. Lovett,

In response to recent developments related to transportation improvement obligations of The Villages Development of Regional Impact (DRI), an opportunity has evolved that benefits the Florida Department of Transportation (FDOT), Sumter County (County), and The Villages. This opportunity will require amendments to agreements with The Villages, to which both FDOT and Sumter County are parties. Drafts of these proposed amended agreements are enclosed for your review and consideration.

First, this opportunity started with the concern raised by FDOT related to the cost to complete the capacity intersection improvements, required by the existing Proportionate Share and Joint Participation Agreement between FDOT and The Villages (PSA), at US 301 and the Florida Turnpike. In addition, FDOT expressed some concern whether other intersection improvements within the existing PSA were warranted.

Richard "Dick" Hoffman, Dist 1
(352) 689-4400
7375 Powell Road
Wildwood, FL 34785

Doug Gilpin, Dist 2
2nd Vice Chairman
(352) 689-4400
7375 Powell Road
Wildwood, FL 34785

Don Burgess, Dist 3
Chairman
(352) 689-4400
7375 Powell Road
Wildwood, FL 34785

Garry Breeden, Dist 4
Vice Chairman
(352) 689-4400
7375 Powell Road
Wildwood, FL 34785

Randy Mask, Dist 5
Office: (352) 689-4400
Home: (352) 793-3930
7375 Powell Road
Wildwood, FL 34785

Bradley S. Arnold,
County Administrator
(352) 689-4400
7375 Powell Road
Wildwood, FL 34785

Gloria R. Hayward, Clerk & Auditor
(352) 793-0215
209 North Florida Street
Bushnell, FL 33513

County Attorney
The Hogan Law Firm
Post Office Box 485
Brooksville, Florida 34605

From these concerns, Mr. Gary Moyer, Vice President of The Villages of Lake-Sumter, Inc. proposed a change to the existing PSA by removing the obligation of The Villages to repay the State Infrastructure Bank Loan (SIB) for the US 301 improvements in Marion County as a benefit for The Villages. Also proposed is removing the FDOT obligations of the intersection improvements of US 301 @ Turnpike, US 301 @ SR44, and US 301 @ C-466, and C-466 @ Morse Boulevard. The intersection of C-466 and Morse Boulevard was completed by Sumter County. This is a benefit for FDOT. The PSA also provided for an intersection improvement on US 27/441 @ C-466 in Lake County.

The Villages contributed \$1,992,974 to FDOT for these intersection capacity improvements and Sumter County reimbursed The Villages, \$1,392,974 for the intersection improvements within Sumter County via the concurrently negotiated Road Impact Fee Credit Agreement.

Mr. Moyer further offered that FDOT retain the \$1,992,974 contributed by The Villages to FDOT with no project obligation for FDOT. At a meeting on April 5, 2011, between the County, FDOT, The Villages, and the Lake-Sumter Metropolitan Planning Organization (MPO), the MPO expressed a desire to utilize the money for a PD&E on Rolling Acres Road, in Lake County, to connect to SR 44. Sumter County and Mr. Moyer recognize the regional transportation benefit of the extension of Rolling Acres Road and suggest the funds be used to move forward with the PD&E.

The Villages would then return the \$1,392,974 in road impact fee funds to Sumter County for use on improvements to C-466A from Powell Road to US 301. The return of the road impact fee funds is a benefit to the County.

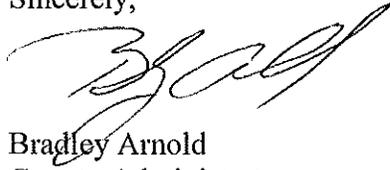
FDOT has made it clear that it prefers a significant delay in the construction of the new interchange at I-75 and C-466. Sumter County is willing to work with FDOT regarding the same and approached The Villages to alter the existing road impact fee credit agreement to provide for a deletion of this project as reimbursable to The Villages and instead add the 4-laning of C-468 between SR 44 and the Turnpike to be developed concurrently with the new interchange on the Florida Turnpike at C-468.

It is Sumter County's position that by agreeing to moving the capacity improvement of C-468 to coincide with The Villages obligation in the PSA of the Turnpike Interchange at C-468 that it significantly reduces the timing and capacity improvements that were a concern by FDOT at the intersections of US 301 @ Turnpike and US 301 @ SR44. The rationale is the continued construction pace of The Villages would allow for the C-468 @ Turnpike to relieve the north bound Turnpike traffic that would have the City of Wildwood or The Villages as its destination to exit at this interchange. Further, the future intersection from the north of Morse Boulevard with C-468 to the south @ SR44 would make a direct link to The Villages. Mr. Moyer stated The Villages support for this concept could be included in the modifications to the existing road impact fee credit agreement with the County and amendment to FDOT's PSA.

Finally, Sumter County is completing its preliminary engineering and design study for C-466 from US 301 to the future interchange at I-75. With un-funding the I-75 interchange at C-466, Sumter County would focus its attention only to 4-laning C-466 from CR 209 east to US 301 and can include at the County's cost the necessary intersection capacity improvements at US 301 @ C-466 eliminating the need for the project in FDOT's PSA.

Again, we see this as a great opportunity for all three parties and hope that you see the same. Attached are our proposed changes to the PSA and the Road Impact Fee Credit Agreement. Please review and provide FDOT's concurrence on the proposed changes. Upon notification from FDOT, we will move forward to execute the revised agreements.

Sincerely,



Bradley Arnold
County Administrator

C: Honorable Sumter County Board of County Commissioners
John Moore, Systems Planner, FDOT District 5
T.J. Fish, Executive Director, Lake-Sumter MPO
Brad Cornelius, Sumter County Planning & Development Director
Scott B. Cottrell, P.E., Sumter County Public Works Director
Gary Moyer, The Villages of Lake-Sumter, Inc.