

AGREEMENT TO PURCHASE AND SELL REAL ESTATE

THIS AGREEMENT is entered into as of the ____ day of _____, 202__, by and between the Indian River County Board of County Commissioners, a political subdivision of the State of Florida, whose address is 1801 27th Street, Vero Beach, FL 32960 ("County"), and St. John's River Water Management District, a public body existing under Chapter 373 Florida Statutes, whose address is 4049 Reid Road, Palatka, FL 32177 ("District").

WHEREAS, the District jointly owns a parcel of real property known as the St. Sebastian River Buffer Preserve located on the north side of County Road 512, west of I-95, as depicted on the aerial photo attached as Exhibit "A", hereinafter, the "Preserve"; and

WHEREAS, the Preserve is jointly owned with the State of Florida and is maintained by the Florida Department of Environmental Protection ("FDEP"); and

WHEREAS, the Tran-Florida Railroad Trail ("Trail") runs through portions of the Preserve and the County desires to expand the Trail by obtaining a Right-of-Way Easement ("Easement") from the Co-owners of the Preserve; and

WHEREAS, on October 18, 2022, the State of Florida, through the FDEP, granted an Easement to the County for the County to build addition trail ("Proposed Trail") to the west of the existing Trail. The Proposed Trail expansion is depicted on the aerial photos attached as Exhibit "A"; and

WHEREAS, the County seeks to receive a similar Easement from the District for Proposed Trail; and

WHEREAS, when granting an easement, Rule 40C-9.380, Florida Administrative Code, requires, among other things, that the District be compensated for the loss of intended use of the land within the proposed Easement; and

NOW THEREFORE, in consideration of the mutual undertakings herein, and other good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, the parties agree, as follows:

1. Agreement to Purchase and Sell. The District hereby agrees to sell to the County, and the County hereby agrees to purchase from the District, upon the terms and conditions set forth in this Agreement, an Easement over the 8.10-acre parcel of real property and more specifically described in Exhibit "B" attached and incorporated by reference herein.
2. Purchase Price; Effective Date. The consideration for the Easement shall be paid in kind to the District. As consideration the County shall design, construct, and maintain a 12-foot wide asphalt Proposed Trail along the existing Trans-Florida Central Railway

Right-of-Way. The estimated cost of the Proposed Trail is \$830,520.24 EIGHT HUNDRED THIRTY THOUSAND FIVE HUNDRED TWENTY DOLLARS AND TWENTY-FOUR CENTS, as evidenced by the Engineer's Opinion of Probable Cost attached to this Agreement as Exhibit "C" and incorporated by reference herein. The District shall consider the purchase price paid upon completion and acceptance of the Proposed Trail by the Co-owners. The Effective Date of this Agreement shall be the date when the last of the District or the County has executed the same, and that date shall be inserted at the top of the first page hereof.

3. Easement. The District shall convey the Easement free of claims, known to the District that would prohibit or materially affect the County from constructing of the Proposed Trail. In the event the County fails to construct the Proposed Trail, the Easement will automatically terminate.

4. Closing Costs; Expenses. The County and the District shall be responsible for preparation of all Closing documents. The County shall pay all Closing Costs.

5. Miscellaneous. This Agreement constitutes the entire agreement between the parties with respect to this transaction and any modification or amendment to this Agreement shall be effective only if in writing and executed by each of the parties.

6. Notices. Any notice shall be deemed duly served if personally served or if mailed by certified mail, return receipt requested, or if sent via "overnight" courier service or facsimile transmission, as follows:

If to District: St. John's River Water Management District
4049 Reid Road
Palatka, FL 32177
Attn: Real Estate Services Program Director
Email: realestateservices@sjrwmd.com

If to the County: Indian River County
1801 27th Street
Vero Beach, FL 32960
Attn: James Mann, Infrastructure Project Manager

Either party may change the information above by giving written notice of such change as provided in this paragraph.

7. Counterparts. This Agreement may be executed in two or more counterparts, each one of which shall constitute an original.

8. County Approval Required: This Agreement is subject to approval by the Indian River County Board of County Commissioners as set forth in paragraph 2.

9. Non-Waiver of District Regulatory Powers. Nothing contained in this Agreement shall be construed as a waiver of or contract with respect to the regulatory and permitting authority of the District as it now or hereafter exists under applicable laws, rules and regulations.

10. Non-Waiver of Sovereign Immunity. Nothing contained in this Agreement or in any instrument executed pursuant to the terms of this Agreement shall be construed as a waiver or attempted waiver by the District of its sovereign immunity under the constitution and the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the date first set forth below.

INDIAN RIVER COUNTY BOARD OF
COUNTY COMMISSIONERS

By: _____
Joseph H. Earman, Chairman

Date Signed: _____

ATTEST: Jeffrey R. Smith, Clerk of
the Court and Comptroller

By: _____
Deputy Clerk

Approved as to form and
legal sufficiency:



William K. DeBraal
Deputy County Attorney

Indian River County Administrator

By: _____
Jason E. Brown

ST. JOHNS RIVER WATER
MANAGEMENT DISTRICT

By: _____
Rob Bradley, Chair

Date Signed: _____

ATTEST:

By: _____
J. Chris Peterson, Secretary




Approved as to form and
legal sufficiency:

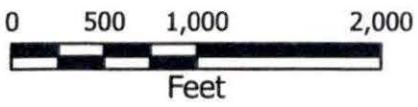
Karen Ferguson
Senior Assistant General Counsel

52-01-VER24

EXHIBIT "A"



-  Easement Right-of-Way
-  State Managed Conservation Lands
-  City/County Managed Conservation Lands



**Location Map of Easement Area
Owned by St. Johns**
Indian River County, Florida

LEGAL DESCRIPTION

A CENTERLINE DESCRIPTION FOR THE PURPOSE OF OBTAINING AN EASEMENT LYING WITHIN THE ABANDONED TRANS FLORIDA RAILROAD RIGHT OF WAY AS DESCRIBED AND GRAPHICALLY SHOWN IN OFFICIAL RECORDS BOOK 208, PAGE 547 OF THE PUBLIC RECORDS OF INDIAN RIVER COUNTY, FLORIDA; BEING A STRIP OF LAND 60.00 FEET IN WIDTH LYING IN SECTION 19, TOWNSHIP 31 SOUTH, RANGE 38 EAST, INDIAN RIVER COUNTY, FLORIDA; SAID STRIP LYING 30.00 FEET ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE:

COMMENCE AT THE INTERSECTION OF THE CENTERLINE OF COUNTY ROAD 512, AS SHOWN ON THE STATE OF FLORIDA, STATE ROAD DEPARTMENT RIGHT OF WAY MAP FOR STATE ROAD 512 (NOW COUNTY ROAD 512), AS RECORDED IN PLAT BOOK 10, PAGE 39, OF THE PUBLIC RECORDS OF INDIAN RIVER COUNTY, FLORIDA AND THE EAST LINE OF THE PLAT OF "FELLSMERE FARMS COMPANY'S SUBDIVISION OF ALL UNSURVEYED PART OF TOWNSHIP 31 SOUTH, RANGE 37 EAST IN St. LUCIE COUNTY, STATE OF FLORIDA" AS RECORDED IN PLAT BOOK 2, PAGE 84 OF THE THE PUBLIC RECORDS OF St. LUCIE COUNTY, FLORIDA (SAID LANDS NOW LYING AND BEING IN INDIAN RIVER COUNTY, FLORIDA); THENCE RUN N00°29'32"E, ALONG THE SAID EAST LINE, A DISTANCE OF 1,902.05 FEET TO A POINT ON THE CENTERLINE OF THE AFORESAID ABANDONED TRANS FLORIDA RAILROAD RIGHT OF WAY FOR A POINT OF BEGINNING; THENCE DEPARTING SAID EAST LINE, RUN S87°21'23"E, ALONG SAID CENTERLINE, A DISTANCE OF 5,877.47 FEET TO A POINT ON THE WEST PROPERTY LINE OF THE THE CITY OF FELLSMERE PARCEL DESCRIBED IN OFFICIAL RECORDS BOOK 2272, PAGE 1028, OF THE PUBLIC RECORDS OF INDIAN RIVER COUNTY, FLORIDA; FOR THE POINT OF TERMINATION OF THE CENTERLINE OF SAID 60.00 FOOT WIDE STRIP.



SAID STRIP BEING BOUNDED ON THE WEST BY THE EAST LINE OF THE AFORESAID FELLSMERE FARMS COMPANY'S SUBDIVISION AND BOUNDED ON THE EAST BY THE AFORESAID CITY OF FELLSMERE PARCEL.

CONTAINING: 8.10 ACRES (352,648 SQUARE FEET) MORE OR LESS.

NOTES

1. THIS SKETCH OF DESCRIPTION IS NOT VALID WITHOUT THE SIGNATURE AND THE ORIGINAL RAISED SEAL OF THE FLORIDA LICENSED PROFESSIONAL SURVEYOR AND MAPPER NAMED HEREON.
2. THIS SKETCH AND DESCRIPTION MEETS OR EXCEEDS ALL APPLICABLE REQUIREMENTS OF THE STANDARDS OF PRACTICE AS ESTABLISHED IN CHAPTER 5J-17, FLORIDA ADMINISTRATIVE CODE.
3. THIS SKETCH AND DESCRIPTION AND THE ADJOINING PARCELS MAY BE SUBJECT TO EASEMENTS, RESTRICTIONS, AND/OR RESERVATIONS NOT SHOWN, BUT MAY BE FOUND IN THE PUBLIC RECORDS OF INDIAN RIVER COUNTY FLORIDA.
4. THIS SKETCH AND DESCRIPTION DOES NOT REPRESENT A FIELD SURVEY. EXISTING PROPERTY CONDITIONS OR FEATURES ARE NOT SHOWN HEREON.
5. THE BEARINGS SHOWN HEREON ARE BASED UPON THE 1983 NORTH AMERICAN DATUM, 2011 ADJUSTMENT AND PROJECTED IN THE FLORIDA STATE PLANE COORDINATE SYSTEM, EAST ZONE; DERIVING A GRID BEARING OF S87°21'23"E, ALONG THE CENTERLINE OF THE ABANDONED TRANS FLORIDA RAILROAD RIGHT OF WAY AS SHOWN HEREON.
6. THIS SKETCH OF DESCRIPTION WAS PREPARED WITH THE BENEFIT OF A TOPOGRAPHIC SURVEY ENTITLED "TRANS FLORIDA RAILWAY TRAIL (FELLSMERE FARMS SUBDIVISION TO INTERSTATE 95)"; PREPARED BY INDIAN RIVER COUNTY PERSONNEL ON THE DATE OF FEBRUARY 14, 2022 AND LAST REVISED ON MAY 20, 2022.

LEGEND & ABBREVIATIONS

- | | | |
|-----------------------------------|---|---|
| C.R. = COUNTY ROAD | P.B. = PLAT BOOK | S.J.R.W.M.D. = St. JOHNS RIVER WATER MANAGEMENT DISTRICT |
| C/L = CENTER LINE | P.B.S. = St. LUCIE COUNTY PLAT BOOK | T.I.I.T.F. = BOARD OF THE TRUSTEES OF THE INTERNAL IMPROVEMENT TRUST FUND FOR THE STATE OF FLORIDA |
| E = EAST | PG = PAGE | W = WEST |
| ESMT = EASEMENT | P.I.D. = PARCEL IDENTIFICATION PER PROPERTY APPRAISER | +/- = APPROXIMATE |
| F.P.&L. = FLORIDA POWER AND LIGHT | P.O.B. = POINT OF BEGINNING |  = LIMITS OF PROPOSED EASEMENT |
| N = NORTH | P.O.C. = POINT OF COMMENCEMENT |  = INDICATES JOINT OWNERSHIP |
| No = NUMBER | P.O.T. = POINT OF TERMINATION | |
| O.R.B. = OFFICIAL RECORDS BOOK | P.S.M. = PROFESSIONAL SURVEYOR AND MAPPER | |

CERTIFICATION

SURVEYOR AND MAPPER IN RESPONSIBLE CHARGE

David M. Silon 6/3/2022

DAVID M. SILON P.S.M. DATE
 FLORIDA REGISTRATION No. 6139
 INDIAN RIVER ASSISTANT COUNTY SURVEYOR

SKETCH TO ACCOMPANY LEGAL DESCRIPTION
 PREPARED FOR INDIAN RIVER COUNTY ENGINEERING DEPARTMENT

THIS IS NOT A BOUNDARY SURVEY
NOT COMPLETE WITHOUT SHEETS 1-3 AS CREATED

INDIAN RIVER COUNTY ADMINISTRATION BUILDING
 1801 27th STREET
 VERO BEACH, FL 32960
 (772) 567-8000



INDIAN RIVER COUNTY
 Department of Public Works
 Engineering Division

DRAWN BY:
D.SILON
 APPROVED BY:
D.SCHRYVER

SECTION **19**
 TOWNSHIP **31S**
 RANGE **38E**

SKETCH AND DESCRIPTION
for PROPOSED EASEMENT

SHEET
1
 OF **3**

EXHIBIT "B"

FELLSMERE FARMS COMPANY SUBDIVISION,
UNSURVEYED PART OF
TOWNSHIP 31 SOUTH, RANGE 37 EAST
IN ST. LUCIE COUNTY, FLORIDA
PER P.B.S. 2, PG 84

TRACT 1446
FELLSMERE JOINT VENTURE
P.I.D. No
31-37-06-00001-2233-00001.0
PER O.R.B. 2206, PG 1312

N R/W LINE VACATED TRANS FLORIDA RAILROAD
S87°52'35"E

60.00' ±/± (R/W VARIES)
PER P.B.S. 2, PAGE 1

P.O.B.
C/L OF VACATED
TRANS FLORIDA RAILROAD

S87°20'58"E

N87°20'58"W

S R/W LINE VACATED TRANS FLORIDA RAILROAD

FELLSMERE JOINT VENTURE
P.I.D. No
31-37-06-00001-2447-00001.0
PER O.R.B. 1660, PG 1530

TRACT 1447

FELLSMERE FARMS COMPANY SUBDIVISION,
UNSURVEYED PART OF
TOWNSHIP 31 SOUTH, RANGE 37 EAST
IN ST. LUCIE COUNTY, FLORIDA
PER P.B.S. 2, PG 84

FELLSMERE FARMS
WATER CONTROL DISTRICT
EAST BOUNDARY CANAL

100'
CANAL R/W

S.J.R.W.M.D. & T.I.L.T.F.
P.I.D. No
31-38-06-00000-5000-00001.0
PER O.R.B. 1304, PG 2778

ABANDONED 100' WIDE TRANS
FLORIDA RAILROAD
RIGHT OF WAY PER
O.R.B. 208, PAGE 547

N R/W LINE VACATED TRANS FLORIDA CENTRAL RAILROAD

C/L OF PROPOSED ESMT (CONTAINS +/- 8.10 ACRES)
S87°21'23"E 5,877.47'

S R/W LINE VACATED TRANS FLORIDA CENTRAL RAILROAD

PROPOSED
60' ESMT

S.J.R.W.M.D. & T.I.L.T.F.
P.I.D. No
31-38-06-00000-5000-00001.0
PER O.R.B. 1323, PG 2518

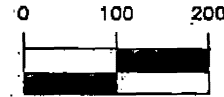
S.J.R.W.M.D. & T.I.L.T.F.
P.I.D. No
31-38-06-00000-5000-00001.0
PER O.R.B. 1323, PG 2518

N00°29'32"E 1,902.05
E LINE OF SUBDIVISION

C.R. 512

P.O.C.

INTERSECTION OF THE C/L OF C.R. 512 PER THE STATE OF
FLORIDA STATE ROAD DEPARTMENT R/W MAP, PER P.B. 10, PG 39
& THE E LINE OF THE "FELLSMERE FARMS COMPANY'S SUBDIVISION
OF ALL UNSURVEYED PART OF TOWNSHIP 31 S, RANGE 37 E IN
ST. LUCIE COUNTY, FLORIDA" PER ST. LUCIE COUNTY PLAT BOOK 2,
PG 84 (NOW LYING IN INDIAN RIVER COUNTY, FLORIDA)



GRAPHIC SCALE
(IN FEET)



MATCHLINE 'A'

THIS IS NOT A BOUNDARY SURVEY
NOT COMPLETE WITHOUT SHEETS 1-3 AS CREATED

INDIAN RIVER COUNTY ADMINISTRATION BUILDING
1801 27th STREET
VERO BEACH, FL 32960
(772) 567-8000



INDIAN RIVER COUNTY
Department of Public Works
Engineering Division

DRAWN BY:
D.SILON
APPROVED BY:
D.SCHRYVER

SECTION 19
TOWNSHIP 31S
RANGE 38E

SKETCH AND DESCRIPTION
for PROPOSED EASEMENT

SHEET
2
OF 3

MATCHLINE 'A'

MATCHLINE 'B'

ABANDONED 100' WIDE TRANS
FLORIDA RAILROAD
RIGHT OF WAY PER
O.R.B. 208, PAGE 547

S.J.R.W.M.D. & T.I.L.T.F.
P.I.D. No
31-38-08-00000-5000-00001.0
PER O.R.B. 1304, PG 2778

N R/W LINE VACATED TRANS FLORIDA CENTRAL RAILROAD

C/L OF PROPOSED ESMT (CONTAINS +/- 8.10 ACRES)
S87°21'23"E 5,877.47'

S R/W LINE VACATED TRANS FLORIDA CENTRAL RAILROAD

S.J.R.W.M.D. & T.I.L.T.F.
P.I.D. No
31-38-06-00000-5000-00001.0
PER O.R.B. 1323, PG 2518



GRAPHIC SCALE
(IN FEET)

170' E.P.A. R/W
AGREEMENT PER
O.R.B. 38, PG 257 &
MODIFIED PER
O.R.B. 194, PG 474

PROPOSED
60' ESMT

ABANDONED 100' WIDE TRANS
FLORIDA RAILROAD
RIGHT OF WAY PER
O.R.B. 208, PAGE 547

S.J.R.W.M.D. & T.I.L.T.F.
P.I.D. No
31-38-06-00000-5000-00001.0
PER O.R.B. 1304, PG 2778

N R/W LINE VACATED TRANS FLORIDA CENTRAL RAILROAD

C/L OF PROPOSED ESMT (CONTAINS +/- 8.10 ACRES)
S87°21'23"E 5,877.47'

S R/W LINE VACATED TRANS FLORIDA CENTRAL RAILROAD

PROPOSED
60' ESMT

S.J.R.W.M.D. & T.I.L.T.F.
P.I.D. No
31-38-06-00000-5000-00001.0
PER O.R.B. 1323, PG 2518

P.O.T.
BEGIN EXISTING
WALKING PATH

CITY OF FELLSMERE
P.I.D. No
31-38-20-00000-1000-00001.2
PER O.R.B. 2272, PG 1028

W PROPERTY LINE 1022'41"08"
100.00'

CITY OF FELLSMERE
P.I.D. No
31-38-20-00000-1000-00001.2
PER O.R.B. 2272, PG 1028

THIS IS NOT A BOUNDARY SURVEY
NOT COMPLETE WITHOUT SHEETS 1-3 AS CREATED

INDIAN RIVER COUNTY ADMINISTRATION BUILDING
1801 27th STREET
VERO BEACH, FL 32960
(772) 567-8000



INDIAN RIVER COUNTY
Department of Public Works
Engineering Division

DRAWN BY:
D.SILON
APPROVED BY:
D.SCHRYVER

SECTION 19
TOWNSHIP 31S.
RANGE 38E.

SKETCH AND DESCRIPTION
for PROPOSED EASEMENT

SHEET
3
OF 3

Public Works ENGINEERING DIVISION PROJECT 2115 Trans-Florida Railway Trail from Fellsmere to W. of I-95 Survey Dwg \IRC-2115_Sold_PropEsmt_20220526.dwg, 6/3/2022 2:39:18 PM

EXHIBIT "C"

ENGINEER'S OPINION OF PROBABLE COST FDOT CONSTRUCTABILITY PLANS

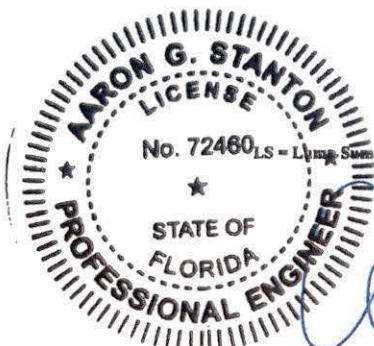
PROJECT NAME: Rails To Trails 1.4 Mile Extension of Historic Trans-Florida Rail Trail

(Unit Costs Obtained from FDOT Item Average Unit Cost Tables From 2021/05/01 to 2022/04/30 - Markert Area 11)

The Engineer has no control over the cost of labor, materials, equipment or services furnished by others, or over the Contractor's methods of determining prices, or over competitive bidding or market conditions. Opinions of probable costs provided herein are based on the information known to the Engineer at this time and represent only the Engineer's judgment as a design professional familiar with the construction industry. The Engineer cannot and does not guarantee that proposals, bids, or actual construction costs will not vary from its opinion of probable costs.

PAY ITEM NO.	DESCRIPTION	UNIT	PROJECT QUANTITY	UNIT COST	PROJECT COST
ROADWAY PAY ITEMS					
101-1	MOBILIZATION	LS	1	\$ 30,000.00	\$ 30,000.00
102-1	MAINTENANCE OF TRAFFIC	LS	1	\$ 10,000.00	\$ 10,000.00
104-1	ARTIFICIAL COVERINGS / EROSION CONTROL ABATEMENT PRODUCTS	SY	8,150	\$ 5.00	\$ 40,750.00
104-10-3	SEDIMENT BARRIER	LF	14,800	\$ 2.32	\$ 34,336.00
104-15	SOIL TRACKING PREVENTION DEVICE	EA	2	\$ 5,000.00	\$ 10,000.00
110-1-1	CLEARING AND GRUBBING	AC	4.50	\$ 18,640.00	\$ 83,880.00
120-1	REGULAR EXCAVATION	CY	450	\$ 7.14	\$ 3,213.00
120-6	EMBANKMENT	CY	2,650	\$ 14.42	\$ 38,213.00
160-4	TYPE B STABILIZATION 12" (LBR-40)	SY	13,000	\$ 8.45	\$ 109,850.00
285-704	OPTIONAL BASE GROUP 4 (6" CEMENTED COQUINA) (LBR 100)	SY	10,250	\$ 15.00	\$ 153,750.00
285-706	OPTIONAL BASE GROUP 6 (8" CEMENTED COQUINA) (LBR 100)	SY	300	\$ 15.44	\$ 4,632.00
334-1-12	SUPERPAVE ASPHALT CONCRETE, TRAFFIC B (TYPE SP-9.5, 1.5")	TN	790	\$ 147.47	\$ 116,501.30
334-1-13	SUPERPAVE ASPHALT CONCRETE TRAFFIC C (TYPE SP-9.5, 1") (FPL EASEMENT AREA)	TN	14	\$ 102.44	\$ 1,434.16
334-1-13	SUPERPAVE ASPHALT CONCRETE TRAFFIC C (TYPE SP-12.5, 1.5") (FPL EASEMENT AREA)	TN	21	\$ 102.44	\$ 2,151.24
430-175-115	PIPE CULVERT, OPTIONAL MATERIAL, ROUND, 15" S/CD (RCP)	LF	24	\$ 236.87	\$ 5,684.88
430-175-124	PIPE CULVERT, OPTIONAL MATERIAL, ROUND, 24" S/CD (RCP)	LF	80	\$ 119.53	\$ 9,562.40
430-175-224	PIPE CULVERT, OPTIONAL MATERIAL, ROUND, 19"x30" S/CD (ERCP)	LF	40	\$ 141.82	\$ 5,672.80
570-1-2	PERFORMANCE TURF, SOD (MATCH EXISTING)	SY	6,450	\$ 3.32	\$ 21,414.00
700-1-11	SCRUB JAY TRAIL SIGNAGE (INSTALLATION ONLY)	AS	2	\$ 458.23	\$ 916.46
700-1-11	SINGLE OST SIGN, UP TO 12 SF	AS	2	\$ 458.23	\$ 916.46
519-78	BOLLARDS (COLLAPSIBLE)	EA	4	\$ 1,500.00	\$ 6,000.00
ROADWAY PAY ITEMS SUBTOTAL					\$ 688,877.70

IMPROVEMENTS SUBTOTAL \$ 688,877.70
20% CONTINGENCY \$ 137,775.54
IMPROVEMENTS TOTAL \$ 826,653.24



DA = Day LF = Linear Foot AC = Acre SY = Square Yard CY = Cubic Yard TN = Ton
EA = Each AS = Assembly GM = Gross Mile PI = Per Intersection

[Signature]

9/22/22
PE# 72460