

RECORDED 10/18/88
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MINUTE BOOK NO. 38

RESOLUTION R-88-236

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF MANATEE COUNTY ADOPTING AN AMENDED DEVELOPMENT ORDER FOR THE WINGATE CREEK MINE DEVELOPMENT OF REGIONAL IMPACT AND AMENDING THE MASTER MINE PLAN AND OPERATING PERMIT FOR THE WINGATE CREEK MINE

WHEREAS, on January 28, 1975, the Board of County Commissioners of Manatee County (Board) issued a Development of Regional Impact (DRI) Development Order (the Development Order) to Beker Phosphate Corporation and Beker Industries Corporation (together referred to as "Beker") for development of a 10,971 acre phosphate mine, known as the Wingate Creek Mine, and on the same day adopted a separate resolution granting a special exception and approving the Master Mine Plan, which DRI and Master Mine Plan were modified on April 12, 1977;

WHEREAS, on February 28, 1978, the Board granted Beker an operating permit for the Wingate Creek Mine, which permit has been modified;

WHEREAS, since 1981, there have been various lawsuits, administrative proceedings and other actions regarding the development and operation of the Wingate Creek Mine, which proceedings are listed on the attached Exhibit A;

WHEREAS, Beker has filed a Petition for Relief under Chapter 11 of Title 11 of the United States Code in the United States Bankruptcy Court for the Southern District of New York;

538-403

WHEREAS, a Second Amended Joint Consolidated Plan of Reorganization (the Plan) has been filed in the bankruptcy proceedings and in accordance therewith the Board has agreed to settle all claims, disputes and actions pending between the Board and Beker as set forth in the Stipulation Conditionally Reducing and Settling Claims of Manatee County, Florida (Manatee County Settlement Agreement) annexed to the Plan;

WHEREAS, the material part of the consideration of the aforesaid Manatee County Settlement Agreement is that all proceedings, claims and demands between Beker and the Board shall be settled in accordance with the terms of the Manatee County Settlement Agreement and Plan, and all pending actions shall be discussed with prejudice; and

WHEREAS, the agreements, modifications and amendments to the Development Order, Master Mine Plan, Operating Permit and other obligations of Beker relating to the Wingate Creek Mine, as set forth herein, are material considerations for the Plan and the Manatee County Settlement Agreement; and

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF MANATEE COUNTY, FLORIDA; THAT, pursuant to the request of Beker to amend the Development Order for the Wingate Creek Mine and to amend the Master Mine Plan and to amend the Operating Permit for the mine, the amendments are hereby approved subject to the following conditions, restrictions and agreements:

I. FINDINGS OF FACT

- A. That the real property which constitutes the Beker Wingate Creek Mine is described in Exhibit B, attached hereto and by reference made a part hereof.
- B. That Beker submitted to Tampa Bay Regional Planning Council (TBRPC) and the Board, in October of 1974, an application for Development Approval for the Wingate Creek Mine and submitted responses to the sufficiency reviews for the aforementioned document (these documents will be collectively referred to as the ADA and are attached hereto as Exhibit C and by reference are made a part hereof, to the extent they are not inconsistent with the terms and conditions of this Amended Development Order).
- C. That Beker submitted to TBRPC and the Board in June 1983, an Application for Amendment to the Development Order and submitted responses to the sufficiency reviews in August and October of 1983 (these documents shall be collectively referred to as Application for Amendment and are attached hereto as Exhibit D and by reference are made a part hereof, to the extent they are not inconsistent with the terms and conditions of this Amended Development Order).
- D. That the Board has received and considered the report and recommendation of the TBRPC dated November 14, 1983.

- E. At a regular meeting, the Board has heard and considered testimony and documents received relating to the Amended Development Order, the Master Mine Plan and Operating Permit.
- F. That the proposed changes in the development, operation and reclamation of the Wingate Creek Mine will result in substantially reduced environmental impact to the Lake Manatee watershed.
- G. That the proposed changes in the development, operation and reclamation of the Wingate Creek Mine do not constitute a substantial deviation from the Development Order or from the terms and conditions of the Master Mine Plan and Operating Permit.

II. CONCLUSIONS OF LAW

- A. Based upon the above Findings of Fact and subject to the provisions of Paragraph B below, it is the opinion of the Board that the development, as amended by this Amended Development Order, is consistent with the Manatee Plan, the Manatee County Land Development Code, and with Mining and Reclamation Ordinance No. 81-22 (Ordinance 81-22); that this Amended Development Order is consistent with the recommendations of the TBRPC as modified by the Recommended Order of the hearing officer in DOAH Case No. 83-4002; and that the development will not unreasonably interfere with

the achievement of objectives of the adopted State Land Development Plan applicable to the area.

- B. The provisions of this Amended Development Order shall not be construed as a waiver or exception of any rule, regulation or ordinance of Manatee County (the County) or its departments, agencies or commissions, except as may be specifically provided herein.
- C. This Amended Development Order constitutes final approval of the DRI amendment for the Wingate Creek Mine and final approval of the amendments to the Master Mine Plan and Operating Permit.
- D. These proceedings have been duly conducted pursuant to applicable law and regulations and, based upon the record in this proceeding, Beker is authorized to conduct development as described herein, subject to the conditions, restrictions and agreements set forth herein.
- E. The impacts of the Wingate Mine are adequately addressed pursuant to the requirements of Chapter 380, Florida Statutes, within the terms and conditions of this Amended Development Order.
- F. The impacts of the proposed changes in the development and operation and reclamation plans for the Wingate Creek Mine are not a substantial deviation from the Development Order, the Master Mine Plan or the Operating Permit.

III. CONDITIONS AND AGREEMENTS

The development of Beker's Wingate Creek Mine shall be in conformity with the provisions of the ADA dated October 11, 1974 (Exhibit C); the Application for Amendment filed in 1983 (Exhibit D); and the amended Master Mining Plan and Operating Permit which are required under this Amended Development Order, except as all of the above may be modified by the terms and conditions of this Amended Development Order.

A. TRANSPORTATION MATTERS

(1) Beker is authorized to transport up to 2.0 million dry tons per year of phosphate rock by truck from its Wingate Creek Mine to Port Manatee via SR 64 to I-75, to I-275, to US 41, and return along the same route (this route to be hereinafter referred to as the Haul Route) until January 28, 1998. The trucking operation approved herein shall be conducted in accordance with Exhibit E, "BPC Trucking Operation", which is attached hereto and by reference incorporated herein.

(2) Weigh scales shall be maintained at Beker's Wingate Creek Mine beneficiation facility to insure compliance with the load limits set forth in Exhibit E above. Beker shall, upon reasonable notice, make available for inspection by the Director of the Manatee County Division of Mining Regulation (the Director) the weight scale records. Such records shall be retained for a period of five years.

(3) Beker shall continue to check-weigh trucks at the Port Manatee scales. Beker shall maintain the weight records for a period of five years. Said records shall be available for inspection by the Director upon reasonable notice to Beker.

(4) Beker shall provide sufficient funds to the Manatee County Sheriff's Department in order to monitor the activities of Beker's trucks on SR 64 to determine their compliance with the terms and conditions of this Amended Development Order and to enforce highway safety regulations. These funds shall be in addition to those for safety monitors to be provided by Beker's carrier as outlined in Exhibit E. Beker shall notify the Sheriff's Department of the trucking operation schedule and of any changes to the schedule lasting more than twenty-four hours. The County shall provide Beker an invoice for the portion of the Sheriff's Department time spent monthly on SR 64 during those times that the trucks are operating on that portion of the Haul Route. The invoice shall be accompanied by sufficient documentation to verify times and locations. The amount to be reimbursed shall be the total of those hours spent on SR 64 multiplied by an hourly rate to be set by the Manatee County Sheriff, which amount shall cover the costs of the deputy's salary, vehicle capital and operating costs, equipment capital and operating costs, and overhead expenses. The smallest billable time unit shall be a quarter of an hour.

(5) Beker shall be responsible for its phosphate rock carrier providing the County with a quarterly report certified by the person in charge of the trucking operation. This report will list all accidents in which trucks carrying rock for Beker were involved, the date and time of the accident, the cause of the accident, the name of the driver involved, the estimated amount of property damage, the number of persons involved, whether hospitalization was required and any other pertinent data. All reports submitted to or prepared by the Florida Highway Patrol shall be provided to the Manatee County Division of Mining Regulation along with the quarterly report.

(6) Beker shall be responsible for its carrier's implementation of an inspection program to insure that all vehicles and appurtenant equipment used on the Haul Route are operated in a safe and sound manner. At a minimum, the vehicles and equipment components tabulated in Exhibit E, "Driver Vehicle Inspection Report", shall be inspected at weekly intervals. Any defects in the vehicles and equipment and dates they were discovered shall be noted on the inspection form and so shall the date on which each defect was corrected. The vehicles shall receive a periodic preventive maintenance check at ten thousand mile intervals. The Director, or his designee, shall be authorized to inspect the records of the vehicle inspection program maintained by Beker or its carrier upon reasonable notice.

(7) Beker shall assure that any trucks hauling for Beker along the Haul Route shall be identified by a Beker sign which is located on the trailer tailgate. This sign will be kept clean and legible.

(8) Beker, at its own expense, shall install and maintain flashing beacon lights on each side of SR 64 at the mine entrance road. Said lights shall be accompanied by signs warning of trucks entering the highway. The lights and signs shall be designed to the standards provided in the Manual of Uniform Minimum Standards for Design, Construction, and Maintenance of Streets and Highways (1986 Edition).

(9) In the event of a spill along the Haul Route, Beker's carrier shall immediately contact the Florida Department of Transportation and the Director, Manatee County Department of Public Safety. Beker shall be responsible for ensuring that its carrier restores, at its own expense, the spill site to the condition at which it existed prior to the spill.

(10) Beker shall be permitted to ship by-product rock as part of the two million dry tons per year as authorized herein. The trucking of by-product shall comply with all requirements in this Amended Development Order, including Exhibit E, for the transport of phosphate rock; provided, however, that transport of such by-product rock shall not be confined to the Haul Route but the route for its transport must be approved in advance in writing by the Director who shall not unreasonably withhold such

approval. The Director shall approve or deny such request within three (3) business days after receipt thereof.

(11) The restrictions on trucking operations provided herein are intended to apply only to trucking of phosphate rock and by-product rock from the Wingate Creek Mine. Any future proposals by Beker or its successors to truck phosphate rock on the Haul Route, except as provided herein, shall be subject to additional review by county, regional and state agencies as the need may arise.

(12) Beker shall comply with any additional transportation conditions and restrictions which the County may require in connection with the Amended Master Mine Plan and/or Operating Permit ^{any further amendment to}

B. MINING AND RECLAMATION MATTERS

(1) Ordinance 81-22. Except as otherwise provided in subparagraph (a)-(e) below, Beker shall operate the Wingate Creek Mine in full compliance with Ordinance 81-22:

(a) The County shall have the right to perform on-site inspections of the Wingate Creek Mine, from time to time, upon reasonable notice to Beker and during normal business hours, so long as the Wingate Creek Mine is being used for phosphate mining purposes.

(b) Beker shall not be required to provide any environmental impairment insurance.

(c) Beker shall adhere to the 200' setback requirements of Ordinance 81-22 at all points along the exterior boundary of the Wingate Creek Mine and shall not subsequent to the effective date hereof, conduct any mining operations (including stockpiling) within such setback area; provided, however, that the 200' setback requirements shall be reduced to 50' setback requirements at all points along the exterior boundary of the Wingate Creek Mine located in Sections 20 and 21, Township 22 East, Range 34 South ("the 50' Setback Area"). Notwithstanding the foregoing, Beker shall observe a 200' setback in respect to any stockpile area located within the 50' Setback Area.

(d) Beker shall reclaim the mined property located within the Wingate Creek Mine consistent with the Revised Conceptual Reclamation Plan for the Wingate Creek Mine (as approved by the Department of Natural Resources for the State of Florida on April 2, 1987) (the DNR Revised Conceptual Plan) and the terms and conditions as contained in this Amended Development Order.

(e) Beker shall not have any obligation to comply with any of the financial responsibility or bonding requirements set forth in Ordinance 81-22, and in lieu thereof, Beker shall deliver to County, no later than the Closing referenced in the Manatee County Settlement Agreement, a general warranty surety and reclamation bond in the amount of Five Million Five Hundred Thousand Dollars (\$5,500,000.00) in favor of the County to be

issued by American Home Casualty Insurance Company or another insurance company licensed to issue similar policies in the State of Florida.

(2) General Mining and Reclamation Matters

(a) Except as provided in subparagraphs (b) - (h) herein, the Master Mine Plan and the Operating Permit are hereby amended to conform to the DNR Revised Conceptual Plan. All aspects of the aforementioned plans and programs which are not affected by the property transfer to the County referenced in the Manatee County Settlement Agreement shall remain as approved except as provided herein.

(b) Construction of the clay settling area in Sections 6 and 31 located in Townships 34 and 35 South, Range 22 East (as provided for in the Detailed Reclamation Plan submitted as part of the Operating Permit Application for the Wingate Creek Mine) shall not be permitted without further review and a modification to this Amended Development Order. The present sand/clay mixture method of reclamation shall not be construed as a clay settling area.

(c) All numbers associated with clay volumes, tonnages, capacities, and other volumes associated with sand/clay mixture reclamation (as indicated in the Detailed Reclamation Plan which is part of the Operating Permit) shall be superseded by the DNR Revised Conceptual Plan, except as may be provided herein.

(d) The waste disposal/mine cut areas 1, 2, and 3 identified in the DNR Revised Conceptual Plan and located in Section 31, Township 34 South, Range 22 East and Section 6, Township 35 South, Range 22 East, will be reclaimed and ready for initiation of contouring and revegetation within two (2) years of the effective date of this Amended Development Order.

(e) The lake constructed as part of reclamation in Sections 21 and 28, Township 34 South, Range 22 East, shall be contoured in accordance with the requirements of Ordinance 81-22.

(f) Beker shall construct an earthen berm between five and ten feet in height adjacent to its mining area to buffer and protect the Lake Manatee watershed property from mining and reclamation activities. Following the conclusion of mining activities, the berm shall be reshaped to conform to the Florida Department of Natural Resources reclamation requirements.

(g) Beker shall establish vegetative cover adequate to inhibit wind and water erosion of the inner and outer clay settling area walls. Such cover shall be maintained on all exposed surfaces so as to permit visual inspection of the soil surfaces.

(h) The two floating dredges used in the mining and reclamation process shall be dismantled and removed from the Wingate Creek Mine at the completion of mining and reclamation activities in accordance with the "Dredge Disassembly and Removal Plan" which is Exhibit F annexed hereto. The release of the

general warranty surety and reclamation bond in accordance with the provisions of Ordinance 81-22 shall be conditioned upon the approval of removal of the dredges by the Director, who shall approve same, upon satisfactory compliance with the provisions of the "Dredge Disassembly and Removal Plan". The total amount of the general warranty surety and reclamation bond shall not be reduced to an amount less than the costs of the dredge removal as determined by a Florida registered professional engineer engaged by Beker and satisfactory to the County.

(3) Beker shall, within thirty (30) days of the effective date of this Amended Development Order, apply to the Florida Department of Natural Resources to amend the DNR Revised Conceptual Plan so that it conforms to the approved amended Master Mine Plan, amended Operating Permit and this Amended Development Order.

C. ENVIRONMENTAL AND WATER SUPPLY MATTERS

(1) Beker shall comply with the terms and conditions of the Environmental Monitoring Program for the Wingate Creek Mine which is attached as Exhibit G and incorporated by reference herein.

(2) The Board agrees to recognize Beker's current Southwest Florida Water Management District (SWFWMD) Consumptive Use Permit amounts and the resultant drawdown levels as an existing use condition in any consumptive use permit it may

attempt to receive for adjacent properties. The Board further agrees that it will not contest the pumpage of either well adjacent to the Beker/Manatee County property line at maximum capacity and the resultant drawdowns for a period of up to thirty days for reasons of maintenance repair of the production wells and pumps. Beker shall allow connection of a transmission line to the Beker production well system for the purpose of providing emergency water supply to the County water system during the duration of a severe water shortage that might be declared by SWFWMD. Beker shall provide an easement for the construction and maintenance of such pipeline. The construction of this pipeline will be the sole responsibility of the County, which will bear the cost of the construction. Relocation cost of the pipeline at any future date will be borne by the party requiring the relocation. Beker shall cooperate with Manatee County in an application to SWFWMD for consumptive use permits to reflect conjunctive use of the Beker well system for both industrial and municipal supply up to the present maximum daily permit levels. The quantity transferred to the County system shall not affect the operation of the beneficiation facility. The County shall reimburse Beker for the pro rata share of the operational, maintenance and other mutually agreed upon costs associated with the transfer of water to the County system.

D. DELETION OF PROPERTY SUBJECT TO AMENDED DEVELOPMENT ORDER

(1) This Amended Development Order, the Master Mine Plan and Operating Permit for the Wingate Creek Mine are hereby amended to delete parcels C and E as described on the attached Exhibit H, which is incorporated herein by reference, subject to the mineral rights to Parcel E being conveyed to the County in compliance with the requirements of the Manatee County Settlement Agreement.

(2) Further, this Amended Development Order, the Master Mine Plan and the Operating Permit shall be automatically amended from time to time to provide for the deletion of certain additional property, without the necessity of complying with the provisions of Subsection 380.06(19), Florida Statutes, upon the following conditions:

(a) The Florida Department of Natural Resources must certify in writing to the County that the owner of the property proposed for deletion has fully satisfied all applicable reclamation plans and conditions and the property has been released from the reclamation plan.

(b) The Director has certified in writing that the owner of the property proposed for deletion has fully satisfied all applicable reclamation plans and conditions and the property has been released from the reclamation plan.

(c) The County shall be provided with a legal description of the property so proposed for deletion and a written request for deletion, which written request shall include (A) a copy of a recorded deed conveying such property to Roger B. Broderick or his assigns, and (B) a deed conveying any and all mineral rights and interests in the property to the County, specifically excluding, however, any and all surface rights of entry, together with funds sufficient to defray all documentary stamp tax and recording fees required for such transfer.

(d) The County shall formally act on all requests for deletion at regularly scheduled public hearings and, if all conditions set forth in (a) - (c) above have been satisfied, shall approve said requests as of the date of recording the deed to Broderick or his assigns conveying the property sought to be deleted and shall direct the Clerk of the Court for Manatee County to send copies of its action by certified mail to the requesting party, Roger B. Broderick, DCA and the TBRPC and further file a copy of the action with this Amended Development Order.

(e) The property so deleted shall be reported in the annual report submitted by Beker pursuant to Subsection 380.06(18), Florida Statutes.

E. GENERAL TERMS AND CONDITIONS

(1) This resolution shall constitute the Amended Development Order of Manatee County in response to an application to amend the Wingate Creek Mine Development of Regional Impact filed by Beker.

(2) This resolution shall also constitute approval of the Amended Master Mine Plan and Amended Operating Permit for the Wingate Creek Mine.

(3) Further, this resolution shall constitute County approval of the DNR Revised Conceptual Plan, as amended herein, as the County's own reclamation plan.

(4) Beker shall provide property management to insure proper safeguards against environmental problems that could occur when the mine is shut down. The following items, at a minimum, shall be included in that management:

(a) Management of water throughout the mine to insure that any discharges to waters of the state meet water quality and quantity standards of Beker's state and federal discharge permits.

(b) Operation and maintenance of any clay settling area impoundment to insure that water levels within the structure, the condition of the impoundment walls, and any other features of the impoundment comply with the requirements of Chapter 17-9, Florida Administrative Code.

(c) Continuation of monitoring activities as required by state and federal permits and the Environmental Monitoring Program (Exhibit F) for the Wingate Creek Mine.

(d) Any other operational or maintenance measure which might be necessary to protect the public health, safety, and welfare.

(5) The terms and conditions of this Amended Development Order shall control to the extent that they are inconsistent with any of the terms and conditions of Manatee County resolutions entitled DRI DEVELOPMENT ORDER dated January 28, 1975; RESOLUTION GRANTING SPECIAL EXCEPTION AND APPROVING MASTER PLAN dated January 28, 1975; RESOLUTION MODIFYING A PORTION OF A DRI DEVELOPMENT ORDER AND A RESOLUTION GRANTING SPECIAL EXCEPTION AND APPROVING MASTER PLAN DATED April 12, 1977; and RESOLUTION GRANTING BEKER PHOSPHATE CORPORATION AN OPERATING PERMIT dated February 28, 1978.

(6) This Amended Development Order shall be binding upon Beker and its heirs, assignees, or successors in interest and inure to the benefit of Beker's assigned successors in interest or transferees of the property described in Exhibit B.

(7) The definitions found in Chapter 380, Florida Statutes, shall apply to this Amended Development Order.

(8) This Amended Development Order shall govern the development, operation and reclamation of the Wingate Creek Mine.

(9) All changes to the terms and conditions of this Amended Development Order shall be subject to the provisions contained in Subsection 380.06(19), Florida Statutes.

(10) This Amended Development Order shall become effective upon consummation of the Closing, transfer of the real property to the County and dismissal of DOAH Case No. 83-4002 by the Florida Land and Water Adjudicatory Commission referenced in the Manatee County Settlement Agreement.

(11) Copies of this Amended Development Order shall be transmitted immediately by certified mail to DCA, TBRPC, and Beker upon execution.

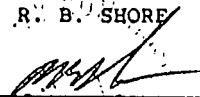
(12) Beker has designated Hugh E. McGuire as its resident agent for the purposes of this Amended Development Order. Any changes to this designation must be made in writing and provided by certified mail to the County in order to be effective.

(13) Beker joins in the execution hereof for the purpose of expressing its consent to the terms and provisions hereof, and further, for the purpose of agreeing that any mining operations which it or its successors or assigns conducts within Manatee County, Florida shall be conducted in strict accordance with the terms and conditions hereof.

RESOLUTION R-88-236

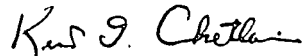
Adopted, in regular session this 18th day of October, 1988, by the
Manatee County Board of County Commissioners.

Attest: R. B. SHORE


Clerk of the Circuit Court

Executed on the 18th day of October, 1988.

BOARD OF COUNTY COMMISSIONERS
MANATEE COUNTY, FLORIDA


Chairman

BEKER PHOSPHATE CORPORATION

Attest:

By: _____

Title: _____

By: _____

(Corporate seal)

Executed by BEKER on the ____ day of October, 1988.

STATE OF _____

COUNTY OF _____

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared

to me known to be the person described in and who executed the foregoing instrument and he/she acknowledged before me that he/she executed the same.

WITNESS my hand and official seal in the County and State, last aforesaid this ____ day of October, 1988.

NOTARY PUBLIC

State of

My Commission Expires:

STATE OF _____

COUNTY OF _____

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared

to me known to be the person described in and who executed the foregoing instrument and he/she acknowledged before me that he/she executed the same.

WITNESS my hand and official seal in the County and State, last aforesaid this ____ day of October, 1988.

NOTARY PUBLIC

State of

My Commission Expires:

LIST OF EXHIBITS TO ADO

- A List of litigation to be settled
- B Legal description of Wingate Creek Mine
- C 1974 ADA and Sufficiency Responses
- D June 1983 Application to Amend Development Order and Sufficiency Response
- E BPC Trucking Operation
- F Dredge Disassembly and Removal Plan
- G Environmental Monitoring Program
- H Legal Descriptions of Parcels C & E

RESOLUTION R-88-236

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF
MANATEE COUNTY ADOPTING AN AMENDED DEVELOPMENT ORDER
FOR THE WINGATE CREEK MINE DEVELOPMENT OF REGIONAL
IMPACT AND AMENDING THE MASTER MINE PLAN AND OPERATING
PERMIT FOR THE WINGATE CREEK MINE.

EXHIBIT "A"

LIST OF LITIGATION TO BE SETTLED

LIST OF LITIGATION

- A. IN THE CIRCUIT COURT OF THE TWELFTH
JUDICIAL CIRCUIT, IN AND FOR MANATEE
COUNTY, FLORIDA.

Case No. CA-81-1663 (83-2681, consolidated)

STATE OF FLORIDA, ex rel. GARDNER, and
MANATEE COUNTY,
Plaintiffs

v.

BEKER PHOSPHATE CORPORATION,
Defendant.

BEKER PHOSPHATE CORPORATION,
Petitioner,

v.

MANATEE COUNTY,
Respondent

Originally Case No. 81-1860
Consolidated Case No. 81-1663

MANATEE COUNTY,
Plaintiff,

v.

BEKER PHOSPHATE CORPORATION,
Defendant

Originally Case No. 83-2681
Consolidated Case No. 81-1663

- B. STATE OF FLORIDA
DIVISION OF ADMINISTRATIVE HEARINGS

DOAH CASE NO. 83-4002

BEKER PHOSPHATE CORPORATION,



Petitioner,

v.

BOARD OF COUNTY COMMISSIONERS
OF MANATEE COUNTY,

Respondent,

-and-

TAMPA BAY REGIONAL PLANNING
COUNCIL and DEPARTMENT OF
COMMUNITY AFFAIRS,

Intervenors.

C. UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

CASE NOS.
85B 11709-11710(HB)
85-6825A

In Re:

BEKER INDUSTRIES CORP., et al.,
Debtors. : (Jointly Administered)

BEKER INDUSTRIES CORP. and
BEKER PHOSPHATE CORPORATION,
as debtors in possession,

Plaintiffs,

Adversary Proceeding No. 85-6698A

v.

FLORIDA LAND & WATER
ADJUDICATORY COMMISSION and
the BOARD OF COUNTY
COMMISSIONERS OF MANATEE
COUNTY, FLORIDA.

Defendants.

DREDGE DISASSEMBLY AND REMOVAL PLAN

Dredges will be an integral part of the reclamation of the Wingate Creek Mine. At such time as mining and reclamation is completed, the dredges identified in the Master Mine Plan will be removed. A procedural plan for that removal is as follows.

This procedure is not intended to be a detailed and technological method as to the removal, but rather a general description of the process. The specific process will be undertaken in an environmentally sound fashion utilizing generally acceptable engineering practices and standards.

At the end of mining, there will be a two year period in which the dredges may be marketed in a place in the dredge pond. Notwithstanding the success of the marketing effort, at the end of the two year period, the dredges shall be removed from the dredge pond. The dredges shall then be drydocked in a shallow pond alongside the dredge pond. The drydocking procedure shall be as follows:

- (1) The dredges shall be moved into shallow, machine-dug ponds; and
- (2) The ponds shall be isolated from the dredge pond by a berm or by other means; and
- (3) The shallow pond shall then be dewatered by conveying the water back into the dredge pond; and
- (4) The dredges will be dismantled on dry land.

The dredges may then be marketed as is but will then be isolated from the dredge pond on dry land. The shallow pond from which the dredges are dismantled shall then be reclaimed to conform to the Florida Department of Natural Resources reclamation requirements for contouring and revegetation.

Within three years after the expiration of the designated dredge marketing period, the dredges shall be removed from the property.

PARCEL "C"

DESCRIPTION:

BEGINNING AT THE N.W. CORNER OF SECTION 17, TOWNSHIP 34 SOUTH, RANGE 21 EAST; THENCE N 09° 31' 22" E, ALONG THE NORTH LINE OF SAID SECTION 17, A DISTANCE OF 3603.95 FEET TO THE WESTERLY RIGHT OF WAY LINE OF H.R. 39 (PROPOSED); THENCE SOUTHERLY THE FOLLOWING TWO COURSES: S 01° 04' 51" W, A DISTANCE OF 8186.54 FEET; THENCE S 00° 30' 45" W, A TOTAL DISTANCE OF 10009.20 FEET; THENCE S 57° 59' 45" W, A DISTANCE OF 4363.60 FEET; THENCE N 00° 40' 26" W, A DISTANCE OF 1623.71 FEET TO THE EASTERLY MAINTAINED RIGHT OF WAY LINE OF BEAR DAY ROAD; THENCE N 00° 47' 17" W, ALONG SAID MAINTAINED RIGHT OF WAY LINE, A DISTANCE OF 2101.62 FEET; THENCE N 00° 53' 25" W, CONTINUING ALONG SAID MAINTAINED RIGHT OF WAY LINE, A DISTANCE OF 33.11 FEET TO THE S.E. CORNER OF THE N.E. 1/4 OF SECTION 26, TOWNSHIP 34 SOUTH, RANGE 21 EAST; THENCE S 89° 47' 42" W, A DISTANCE OF 1336.23 FEET TO THE OCCUPIED S.W. CORNER OF THE S.E. 1/4 OF THE N.E. 1/4 OF SAID SECTION 26; THENCE N 00° 46' 24" W, A DISTANCE OF 1301.34 FEET TO THE OCCUPIED N.W. CORNER OF THE S.E. 1/4 OF THE N.E. 1/4 OF SAID SECTION 26; THENCE N 09° 48' 19" E, A DISTANCE OF 1331.72 FEET TO THE N.E. CORNER OF S.E. 1/4 OF THE N.E. 1/4 OF SECTION 26; THENCE N 00° 58' 20" W, A DISTANCE OF 1301.15 FEET TO THE N.W. CORNER OF SECTION 25, TOWNSHIP 34 SOUTH, RANGE 21 EAST; THENCE N 00° 21' 29" E, A DISTANCE OF 5326.55 FEET TO THE N.W. CORNER OF SECTION 24, TOWNSHIP 34 SOUTH, RANGE 21 EAST; THENCE N 00° 24' 05" E, A DISTANCE OF 5300.27 FEET TO THE N.W. CORNER OF SAID SECTION 13, TOWNSHIP 34 SOUTH, RANGE 21 EAST; THENCE N 00° 17' 27" E, A DISTANCE OF 5295.12 FEET TO THE POINT OF BEGINNING. LYING AND BEING IN SECTIONS 12, 13, 24, 25 AND 26, TOWNSHIP 34 SOUTH, RANGE 21 EAST, MANATEE COUNTY, FLORIDA.

CONTAINING 2544.57 ACRES, MORE OR LESS.

DESCRIPTION:

BEGINNING AT THE N.E. CORNER OF SECTION 21, TOWNSHIP 34 SOUTH, RANGE 22 EAST; THENCE S 00° 17' 16" W, ALONG THE EAST LINE OF SAID SECTION 21, A DISTANCE OF 2831.40 FEET; THENCE WEST, A DISTANCE OF 7808.05 FEET; THENCE NORTH, A DISTANCE OF 517.52 FEET; THENCE WEST, A DISTANCE OF 1200.00 FEET; THENCE S 41° 44' 44" W, A DISTANCE OF 3357.00 FEET; THENCE S 00° 14' 52" E, A DISTANCE OF 226.69 FEET; THENCE S 50° 32' 10" W, A DISTANCE OF 2231.23 FEET; THENCE S 01° 00' 59" W, A DISTANCE OF 1408.27 FEET; THENCE N 00° 40' 07" W, A DISTANCE OF 3016.83 FEET TO THE EASTERLY RIGHT OF WAY LINE OF S.R. 39 (PROPOSED); THENCE N 00° 36' 43" E, ALONG SAID RIGHT OF WAY LINE, A DISTANCE OF 7962.13 FEET TO THE NORTH LINE OF SECTION 19, TOWNSHIP 34 SOUTH, RANGE 22 EAST; THENCE S 00° 50' 37" E, ALONG SAID NORTH LINE, A DISTANCE OF 5305.27 FEET TO THE N.E. CORNER OF SAID SECTION 19; THENCE S 88° 27' 01" E, A DISTANCE OF 5426.60 FEET TO THE N.E. CORNER OF SECTION 20, TOWNSHIP 34 SOUTH, RANGE 22 EAST; THENCE S 00° 19' 49" E, A DISTANCE OF 5273.68 FEET TO THE POINT OF BEGINNING. LESS AND EXCEPT THE FOLLOWING TRACT OF LAND, COMMENCING AT THE N.W. CORNER OF SECTION 20, TOWNSHIP 34 SOUTH, RANGE 22 EAST; THENCE S 00° 27' 01" E, ALONG THE NORTH LINE OF SAID SECTION 20, A DISTANCE OF 2157.60 FEET; THENCE S 00° 00' 20" E, A DISTANCE OF 208.04 FEET TO THE POINT OF BEGINNING; THENCE N 00° 51' 40" E, A DISTANCE OF 350.00 FEET; THENCE S 00° 00' 20" E, A DISTANCE OF 500.00 FEET; THENCE S 09° 51' 40" W, A DISTANCE OF 400.00 FEET; THENCE N 00° 00' 20" W, A DISTANCE OF 500.00 FEET; THENCE N 09° 51' 40" E, A DISTANCE OF 50.00 FEET TO THE POINT OF BEGINNING. LYING AND BEING IN SECTION 20, TOWNSHIP 34 SOUTH, RANGE 22 EAST, MANATEE COUNTY, FLORIDA.

CONTAINING A TOTAL AREA OF 1595.43 ACRES, MORE OR LESS.



PARCEL "E"

SEPTEMBER 19, 1988

BEKER (SOUTH OF S.R. 64)

DESCRIPTION:

TOWNSHIP 35 SOUTH, RANGE 21 EAST

EAST 1/2 OF SECTION 1, LYING SOUTH OF S.R. 64

EAST 1/2 OF SECTION 12

ALL OF SECTION 13

TOWNSHIP 35 SOUTH, RANGE 22 EAST

SECTION 6, LYING SOUTH OF S.R. 64, LESS S.E. 1/4 OF S.E. 1/4

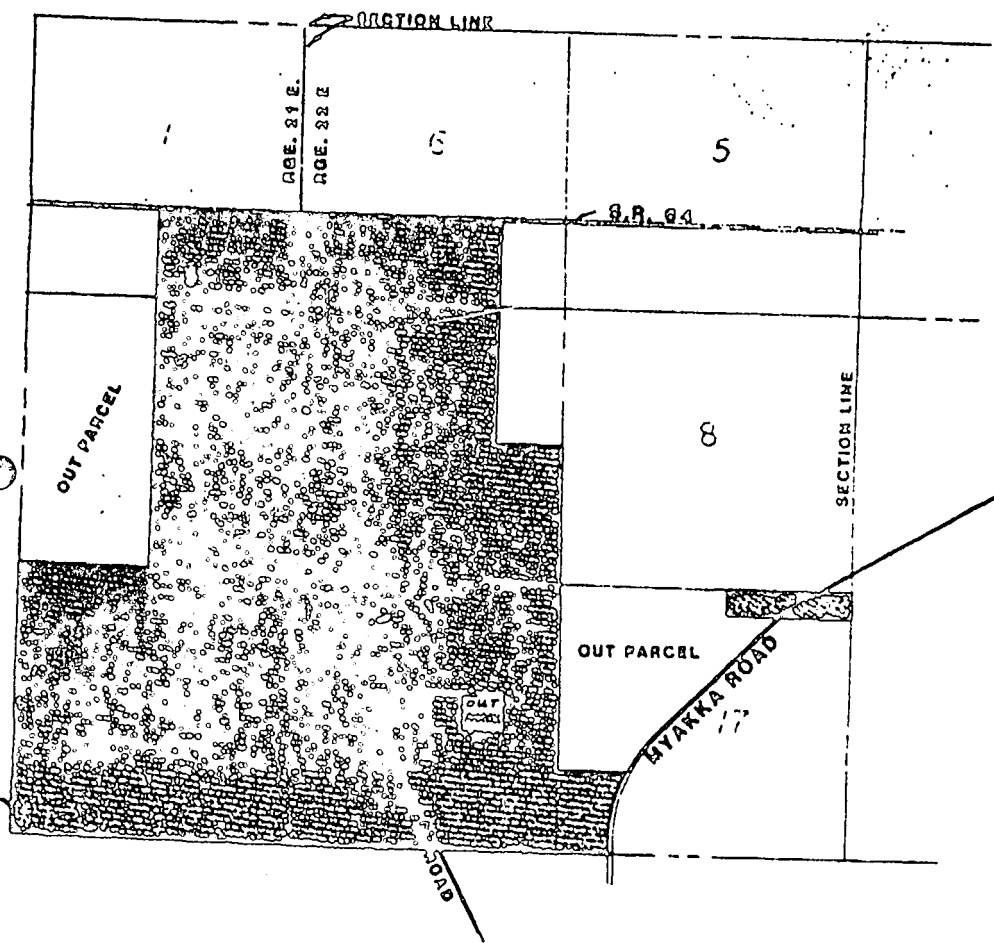
SECTION 7, LESS THE EAST 1/2 OF THE N.E. 1/4

SECTION 18, LESS THE S.W. 1/4 OF THE N.E. 1/4

THE S.W. 1/4 OF SECTION 17, LYING WEST OF MYAKKA WAUCHULA ROAD
LESS THE NORTHERLY 1005.45 FEET THEREOF. TOGETHER WITH THE NORTH
951.33 FEET OF THE N.E. 1/4 OF SECTION 17 LESS ROAD RIGHT OF WAY.

Zoller, Naffar & Shroyer, Inc.
Engineers, Planners, Surveyors & Landscape Architects

201 BEN AVENUE DRIVE DADY
POST OFFICE BOX 0640
GRADENTON, FLORIDA 32000
(918) 740-0000



RESOLUTION R-88-236

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF
MANATEE COUNTY ADOPTING AN AMENDED DEVELOPMENT ORDER
FOR THE WINGATE CREEK MINE DEVELOPMENT OF REGIONAL
IMPACT AND AMENDING THE MASTER MINE PLAN AND OPERATING
PERMIT FOR THE WINGATE CREEK MINE.

EXHIBIT "B"

LEGAL DESCRIPTION OF WINGATE CREEK MINE

RESOLUTION R-87-123

EXHIBIT A

The real property which makes up the Beker Wingate Creek Mine is as follows:

Township 34S Range 21E - Manatee County
Sections 12, 13, 24, 25, and the SE $\frac{1}{4}$ of the NE $\frac{1}{4}$ of Section 26 and all of Sections 36 except right-of-way for State Road 39.

Township 34S Range 22E - Manatee County
Sections 19, 20, 21, 28, 29, 31 and the North $\frac{1}{2}$ of Section 30.

Township 35S Range 22E - Manatee County
In Section 6, that part of the N $\frac{3}{4}$ lying North of State Road 64 and that part of the S $\frac{1}{2}$ of the SW $\frac{1}{4}$ and of the SW $\frac{1}{4}$ of the SE $\frac{1}{4}$ lying South of State Road 64; all of Section 7 less the E $\frac{1}{2}$ of the NE $\frac{1}{4}$; the SW $\frac{1}{4}$ of the SW $\frac{1}{4}$ west of the Myakka Road in Section 17; and all of Section 18 less the SW $\frac{1}{4}$ of NE $\frac{1}{4}$.

Township 35S Range 21E - Manatee County
The E $\frac{1}{2}$ of Section 12 ; all of Section 13 and all of Section 1 less right-of-ways for State Road 39 and 64 and the portion of the SW $\frac{1}{4}$ lying South of State Road 64.

Except the property to be transferred to Manatee County with the adoption of this resolution and described as follows:

Township 34S Range 22E - Manatee County The portion known as Parcel A in the Agreement for Sale and Purchase of Real Estate Beker Phosphate Corporation, as seller, and Manatee County, as buyer; and described on page two of this Exhibit.

Township 34S Range 21E - Manatee County The portion known as Parcel B in the Agreement for Sale and Purchase of Real Estate Beker Phosphate Corporation, as seller, and Manatee County, as buyer; and described on page three of this Exhibit.

EXHIBIT "A" CONTINUED

DESCRIPTION: (PARCEL "A")

COMMENCE AT A CONCRETE MONUMENT, MARKING THE S.E. CORNER OF SECTION 21, TOWNSHIP 34 SOUTH, RANGE 22 EAST; THENCE N 00°09'35" E, ALONG THE EAST LINE OF SAID SECTION 21, 3117.58 FT. TO A CONCRETE MONUMENT, FOR A P.O.D.; THENCE CONTINUE N 00°09'35" E, ALONG SAID EAST SECTION LINE, 2128.65 FT. TO A CONCRETE MONUMENT, MARKING THE N.E. CORNER THEREOF; THENCE N 88°26'58" W, ALONG THE NORTH LINE OF SAID SECTION 21, 5273.97 FT. TO A CONCRETE MONUMENT, MARKING THE N.W. CORNER THEREOF, ALSO BEING THE N.E. CORNER OF SECTION 20, TOWNSHIP 34 SOUTH, RANGE 22 EAST; THENCE N 80°34'11" W, ALONG THE NORTH LINE OF SAID SECTION 20, 2969.09 FT. TO A CONCRETE MONUMENT, MARKING THE N.E. CORNER OF A FLORIDA POWER & LIGHT COMPANY SUB-STATION SITE; THENCE S 00°15'30" E, ALONG THE EASTERLY LINE OF SAID SUB-STATION SITE, 200.00 FT., TO A CONCRETE MONUMENT; THENCE N 69°44'30" E, ALONG SAID EASTERLY LINE, 50.00 FT., TO A CONCRETE MONUMENT; THENCE S 00°15'30" E, ALONG SAID EASTERLY LINE, 500.00 FT. TO A CONCRETE MONUMENT, MARKING THE S.E. CORNER THEREOF; THENCE S 89°44'30" W, ALONG THE SOUTH LINE OF SAID SUB-STATION SITE, 400.00 FT. TO A CONCRETE MONUMENT, MARKING THE S.W. CORNER THEREOF; THENCE N 00°15'30" W, ALONG THE WESTERLY LINE OF SAID SUB-STATION SITE, 500.00 FT. TO A CONCRETE MONUMENT; THENCE N 89°44'30" E, ALONG SAID WESTERLY LINE, 50.00 FT. TO A CONCRETE MONUMENT; THENCE N 00°15'30" W, ALONG SAID WESTERLY LINE, 208.84 FT. TO A CONCRETE MONUMENT, MARKING THE N.W. CORNER THEREOF, SAID POINT ALSO BEING ON THE NORTH LINE OF SAID SECTION 20; THENCE N 88°34'11" W, ALONG THE NORTH LINE OF SAID SECTION 20, 2157.89 FT. TO A CONCRETE MONUMENT, MARKING THE N.W. CORNER THEREOF, ALSO BEING THE N.E. CORNER OF SECTION 19, TOWNSHIP 34 SOUTH, RANGE 22 EAST; THENCE N 88°57'47" W, ALONG THE NORTH LINE OF SAID SECTION 19, 5385.05 FT. TO A CONCRETE MONUMENT, MARKING THE INTERSECTION WITH THE EAST R/W OF STATE ROAD NO. 39 (SECTION NO. (1317-103)13170-2502); THENCE S 00°31'27" W, ALONG THE EAST R/W OF SAID STATE ROAD NO. 39, 5315.18 FT. TO A CONCRETE MONUMENT, MARKING THE INTERSECTION WITH THE SOUTH LINE OF SAID SECTION 19, ALSO BEING THE NORTH LINE OF SECTION 30, TOWNSHIP 34 SOUTH, RANGE 22 EAST; THENCE CONTINUE S 00°31'27" W, ALONG SAID EAST R/W, 2648.91 FT. TO A CONCRETE MONUMENT, MARKING THE INTERSECTION WITH THE SOUTH LINE OF THE NORTH 1/2 OF SAID SECTION 30; THENCE S 88°55'20" E, ALONG THE SOUTH LINE OF SAID SOUTH 1/2, 3017.21 FT. TO A CONCRETE MONUMENT; THENCE N 00°53'41" E, 1408.08 FT. TO A CONCRETE MONUMENT; THENCE N 58°25'10" E, 2231.35 FT. TO A CONCRETE MONUMENT; THENCE N 08°22'41" W, 226.70 FT. TO A CONCRETE MONUMENT; THENCE N 41°37'20" E, 3773.16 FT. TO A CONCRETE MONUMENT; THENCE S 89°18'39" E, 8736.32 FT. TO THE P.O.B., BEING AND LYING IN SECTIONS 19, 20, 21 & 30, TOWNSHIP 34 SOUTH, RANGE 22 EAST, MANATEE COUNTY, FLORIDA.
CONTAINING 1451.17 ACRES.

EXHIBIT "A" CONTINUED

DESCRIPTION: (PARCEL "B")

COMMENCE AT A 1" SQ. STEEL BAR, MARKING THE S.E. CORNER OF SECTION 26, TOWNSHIP 34 SOUTH, RANGE 21 EAST; THENCE N 01°06'42" W, ALONG THE EAST LINE OF SAID SECTION 26, 500.36 FT. TO A CONCRETE MONUMENT, FOR A P.O.B.; THENCE CONTINUE N 01°06'42" W, ALONG SAID EAST SECTION LINE, 2101.95 FT. TO A R.R. SPIKE IN A P.V.C. PIPE FILLED WITH CONCRETE, MARKING THE S.E. CORNER OF THE N.E. 1/4 OF SAID SECTION 26; THENCE N 89°18'49" W, ALONG THE SOUTH LINE OF SAID N.E. 1/4, 1393.21 FT. TO A CONCRETE MONUMENT, MARKING THE S.W. CORNER OF THE S.E. 1/4 OF SAID N.E. 1/4; THENCE N 01°35'01" W, ALONG THE WEST LINE OF SAID S.E. 1/4 OF THE N.E. 1/4, 1312.41 FT. TO A CONCRETE MONUMENT, MARKING THE N.W. CORNER THEREOF; THENCE S 88°52'14" E, ALONG THE NORTH LINE OF SAID S.E. 1/4 OF THE N.E. 1/4, 1404.41 FT. TO A CONCRETE MONUMENT, MARKING THE N.E. CORNER THEREOF; THENCE N 01°06'42" W, ALONG THE EAST LINE OF SAID SECTION 26, 1301.16 FT. TO A 1" SQ. STEEL BAR, MARKING THE N.E. CORNER THEREOF, ALSO BEING THE S.W. CORNER OF SECTION 24, TOWNSHIP 34 SOUTH, RANGE 21 EAST; THENCE N 00°13'15" E, ALONG THE WEST LINE OF SAID SECTION 24, 5326.56 FT. TO A CONCRETE MONUMENT, MARKING THE N.W. CORNER THEREOF, ALSO BEING THE S.W. CORNER OF SECTION 13, TOWNSHIP 34 SOUTH, RANGE 21 EAST; THENCE N 00°17'39" E, ALONG THE WEST LINE OF SAID SECTION 13, 5302.59 FT. TO A CONCRETE MONUMENT, MARKING THE N.W. CORNER THEREOF, ALSO BEING THE S.W. CORNER OF SECTION 12, TOWNSHIP 34 SOUTH, RANGE 21 EAST; THENCE N 00°09'31" E, ALONG THE WEST LINE OF SAID SECTION 12, 5295.56 FT. TO A CONCRETE MONUMENT, MARKING THE N.W. CORNER THEREOF; THENCE N 89°23'06" E, ALONG THE NORTH LINE OF SAID SECTION 12, 5603.80 FT. TO A CONCRETE MONUMENT, MARKING THE INTERSECTION WITH THE WEST R/W OF STATE ROAD NO. 39 (SECTION NO. (1317-103) 13170-2502); THENCE S 00°56'45" W, ALONG THE WEST R/W OF SAID STATE ROAD NO. 39, 5392.51 FT. TO A CONCRETE MONUMENT, MARKING THE INTERSECTION WITH THE SOUTH LINE OF SAID SECTION 12, ALSO BEING THE NORTH LINE OF SAID SECTION 13; THENCE CONTINUE S 00°56'45" W, ALONG SAID WEST R/W, 2997.10 FT. TO A CONCRETE MONUMENT; THENCE S 00°31'27" W, ALONG SAID WEST R/W, 2303.75 FT. TO A CONCRETE MONUMENT, MARKING THE INTERSECTION WITH THE SOUTH LINE OF SAID SECTION 13, ALSO BEING THE NORTH LINE OF SAID SECTION 24; THENCE CONTINUE S 00°31'27" W, ALONG SAID WEST R/W, 5299.57 FT. TO A CONCRETE MONUMENT, MARKING THE INTERSECTION WITH THE SOUTH LINE OF SAID SECTION 24, ALSO BEING THE NORTH LINE OF SECTION 25, TOWNSHIP 34 SOUTH, RANGE 21 EAST; THENCE CONTINUE S 00°31'27" W, ALONG SAID WEST R/W, 2406.07 FT. TO A CONCRETE MONUMENT; THENCE S 57°51'28" W, 4363.65 FT. TO A CONCRETE MONUMENT; THENCE N 88°55'39" W, PARALLEL TO THE SOUTH LINE OF SAID SECTION 25, AND 500.0 FT. NORTHERLY THEREFROM, 1650.00 FT. TO THE P.O.B., BEING AND LYING IN SECTIONS 12, 13, 24, 25 & 26, TOWNSHIP 34 SOUTH, RANGE 21 EAST, MANATEE COUNTY, FLORIDA.

CONTAINING 2548.83 ACRES.

RECORDED _____

PAGE NO. _____

MINUTE BOOK NO. _____

RESOLUTION R-88-236

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF
MANATEE COUNTY ADOPTING AN AMENDED DEVELOPMENT ORDER
FOR THE WINGATE CREEK MINE DEVELOPMENT OF REGIONAL
IMPACT AND AMENDING THE MASTER MINE PLAN AND OPERATING
PERMIT FOR THE WINGATE CREEK MINE.

EXHIBIT "C"

1974 ADA AND SUFFICIENCY RESPONSES

ACCEPTED IN OPEN SESSION *10/12/88*
BOARD OF COUNTY COMMISSIONERS, MANATEE COUNTY