

An aerial photograph of a park area. In the center, there is a large, irregularly shaped pond with a greyish-brown surface. The pond is surrounded by lush green grass and dense clusters of trees. To the right of the pond, there is a paved parking lot with several cars parked. In the background, there are more trees and some buildings, possibly a school or community center. The overall scene is a well-maintained park with a central water feature.

City of North Port
WMS Development Group LLC
Public Private
Partnership Proposal

Proposed by WMS Development Group LLC | Ashley Bloom and Michael Alessio



Outline

I. PROPOSED PROJECT

- A. PHASE I – Springs Zone: Renovation of Existing Property to City Plans & Specifications
- B. PHASE II – Resort & Wellness Zone, Recreation & Community Zone, & Destination Residential Zone

II. DEVELOPMENT TEAM AND RELEVANT EXPERIENCE

- A. Alessio Companies
- B. Ashley Barrett Bloom

III. PROJECT DETAILS AND DEVELOPER COMMITMENT

IV. PUBLIC PRIVATE PARTNERSHIP PROPOSAL



Executive Summary

The WMS Development Group LLC is pleased to submit an unsolicited proposal for Public Private Partnership (“PPP”) with the City of North Port, FL (“The City”) for the property known as Warm Mineral Springs (PID 0769-07-0014) (“WMS”). It is the intent of the WMS Development Group LLC to work in partnership with the City to renovate the existing facility in accordance with the Plans and Specifications already prepared for the project. Further, WMS Development Group desires will to enter into a long-term agreement net lease with the City to operate the facility as a going concern. Finally, WMS Development Group LLC’s concept is to further enhance WMS as wellness resort, community & recreational amenity, and destination residential by planning and developing the adjacent +/- 62 acres of The City’s property (“Phase II”) of land currently owned by the City. This proposal outlines both the “PPP” and the acquisition of Phase II. **The vision is rooted in honoring the spring, the history, and the commitment to wellness.**

An aerial photograph of a park area. In the center, there is a large, irregularly shaped pond surrounded by dense green trees. To the right of the pond, a paved road runs vertically. The surrounding area is a mix of green grass, trees, and some buildings or structures. The overall scene is a lush, green park environment.

Intent & Vision

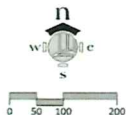
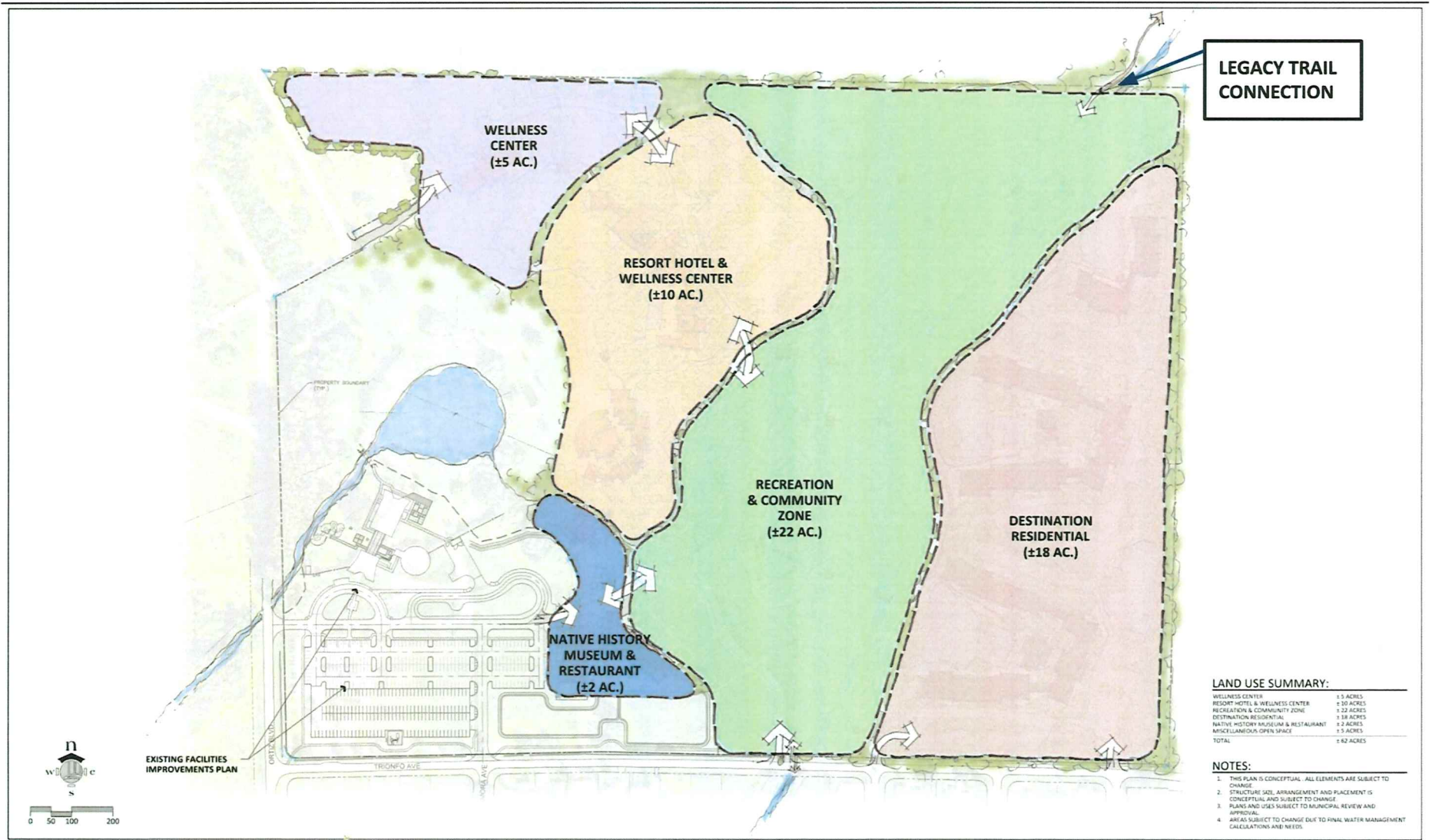
It is the intent and vision of WMS Development Group LLC to honor the history of the property, further enhance health and wellness around Warm Mineral Springs, and to create a community recreation and amenity zone. **The plan calls for developing Phase I to the plans and specifications of the existing Kimley Horn drawings created by the City.**

The plan will allow for both the citizens of North Port (enhanced by connection to the Legacy Trail) & visitors from around the world (in both short and long term stays) to have access to the WMS and amenities which will be created.

An aerial photograph of a residential area. In the center, there is a large, irregularly shaped pond with a greyish-blue surface. To the right of the pond is a large, paved parking lot filled with many cars. The surrounding area consists of green lawns, trees, and several houses. A road is visible on the right side of the image. The text "PROPOSED PROJECT" is overlaid in large, bold, orange letters across the middle of the image.

PROPOSED PROJECT

WMS Conceptual Site Plan



WARM MINERAL SPRINGS ENCLAVE CONCEPTUAL SITE PLAN



SEPTEMBER 2022



A. PHASE I

Springs Zone: Renovation of Existing Property to City Plans & Specifications

I. Existing Renovation Plan

Through the efforts of The City, a renovation plan has been prepared with a full set of plans. WMS Development Group LLC has reviewed plans and is agreeable to execute the construction and renovation of the plans.

WMS Development Group LLC would work in conjunction with The City to commence construction as quickly as possible upon the closing of the proposed PPP transaction.

To the extent additional enhancements or efficiencies to the existing plans are attainable, slight changes might be proposed. For instance, WMS Development Group LLC may further enhance the landscaping and/or provide additional infrastructure capacity.

WMS Development Group LLC is agreeable to have The City have reasonable oversight and approval of such changes.



A. PHASE I

Springs Zone: Renovation of Existing Property to City Plans & Specifications

II. Funding over \$9 Million Dollar from City of North Port

The WMS Development Group LLC will fund, **without debt or outside investment**, the entire cost of the project over and above \$9 million.

The current estimate is +/- \$18 million dollars which would require approximately 9 million dollars of existing funding.

III. Labor and Performance Bond

In order to provide The City financial assurance that the Phase I work will be completed, WDG will provide a Labor and Performance Bond **in the amount of \$18 million dollars.**





A. PHASE I

Springs Zone: Renovation of Existing Property to City Plans & Specifications

IV. 99 Year Lease via Public Private Partnership

WMS Development Group LLC proposes that the transaction be structured in the context of a 99-year net lease with the City to operate & maintain WMS.

Considering, the vision to operate WMS on a long term, perpetual basis and at a standard that the property deserves, it is vital to ensure the property is maintained at a high standard. WDG has the experience, the financial resources, and commitment to the project to ensure this occurs.





B. PHASE II

Resort & Wellness Zone, Recreation & Community Zone, & Destination Residential Zone

I. Resort & Wellness Zone: The intent of this zone is to enhance the access and programming to WMS with a destination resort and expansion of the ability to:

- a. **Resort Facility:** In conceptual planning, a resort with +/-250 rooms which would be directly adjacent to the Phase I WMS zone.
- b. **Wellness Center:** To facilitate a holistic wellness program around the spring. This would include education, classes, and treatments in a variety of holistic approaches. In concept, there may also be garden area dedicated to naturally occurring medicinal gardens.
- c. **Restaurant(s):** There will be an on-site restaurant (and food & beverage outlets) that will be designed to honor the history and the region. Conceptually, a restaurant featuring local seafood, meat, produce and vendors in a manner this integrates the focus on health & wellness is thought to be a part of this zone.
- d. **Florida Friendly Gardens and Plantings:** In part of honoring the land, there will be a focus on Florida Friendly Plantings throughout the entire Phase II. However, it is WDG's intention to provide gardens on the property which will be integrated into the resort and/or community. Further, WDG will not use exotic plantings and will focus on mitigation to the extent feasible in the development.
- e. **Native American Museum:** Land will be allocated and constructed for the creation of a Native American Museum in this zone.



B. PHASE II

Resort & Wellness Zone, Recreation & Community Zone, & Destination Residential Zone

II. Recreation and Community Amenity Zone

- a. **Community Amenities:** It is important to WDG to have the residents of The City to not only access WMS, but also have community amenities built into Phase II. Conceptual ideas include walking and/or fitness trails, community performance area, dog park, and easy connection to the legacy trail.
- b. **Natural Amenities:** A large component to this zone is going to be interaction with the outdoor and natural environment. A landscape architect will be engaged to design landscape to maintain this ideal. Again, Florida Friendly plantings and habitat will be a focus of this aspect.
- c. **Recreational Amenities:** Possible recreational amenities include tree line ropes course (with a view of the property and WMS), ground ropes course, and other family-oriented experiences. There also will be planned amenity space within the resort to handle banquets, gatherings, weddings, and other events that would be available to the community.



B. PHASE II

Resort & Wellness Zone, Recreation & Community Zone, & Destination Residential Zone

III. Destination Residential Zone

It is the intent of WDG to provide an additional form of housing at WMS. The vision is a form of residential living that would expand the average stay for longer periods than those typically seen at a resort. Given the international appeal of WMS, it is anticipated this zone will be highly appealing to those who live internationally. This will allow those who wish to experience the WMS lifestyle for longer to do so.

- a. **+/- 300 Destination Residential Units:** The units will be designed & amenitized for an extended stay (i.e. weekly, monthly, or seasonally) type of occupant. The units will be marketed for sale. Given the popularity of WMS internationally, it is anticipated that the units will be marketed outside of the US for both owners and occupants.
- b. **Vacation Rental Program:** WDG will provide a management program and operation for the owners of these units. The concept allows for owners and occupants to have a professional management company handle the booking, renting, and operation of these units.

An aerial photograph of a residential development. The scene features a large, irregularly shaped pond in the lower center, surrounded by green grass and trees. To the right of the pond is a large, paved parking lot filled with many cars. In the background, there are several houses with light-colored roofs, interspersed with more trees and green spaces. A road runs along the right edge of the image. The overall impression is of a well-maintained, suburban-style community.

**DEVELOPMENT TEAM
AND RELEVANT
EXPERIENCE**

Development Team

Michael Alessio

President of Alessio
Companies



Mike MacKinnon

Vice President of
Heidner Properties



Ashley Bloom

Developer & Owner
of 2 Brokerages



Alessio Companies

ALESSIO



DEVELOPMENT FL

Building, Leasing, & Construction Management

www.alessiocompanies.com

ABOUT US

Alessio Companies has over 60 years for experience in the field of construction and development.

Alessio is committed to exceeding the standard for our clients. We provide comprehensive services that range from the purchase and development of land and renovation and leasing of existing facilities. Alessio provides you a whole team approach with a professional accounting staff, architects and civil engineers, knowledgeable managers and experienced field personnel with dedication, motivation, and wisdom of our leaders.

Alessio is delighted to announce our expansion of extensive experience to the Florida market. We currently own assets in Port Richie, Tampa, and now Fort Myers. Our company is focused on this marketplace for development and Alessio is currently renovating our new office at 1615 Hendry St, Fort Myers, FL to better serve the local community.



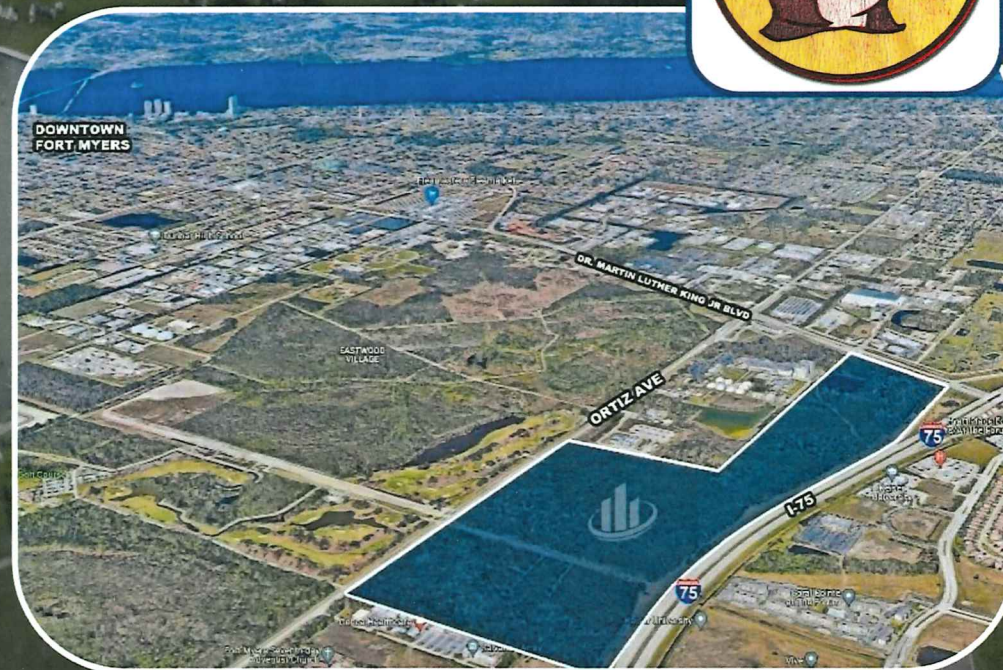
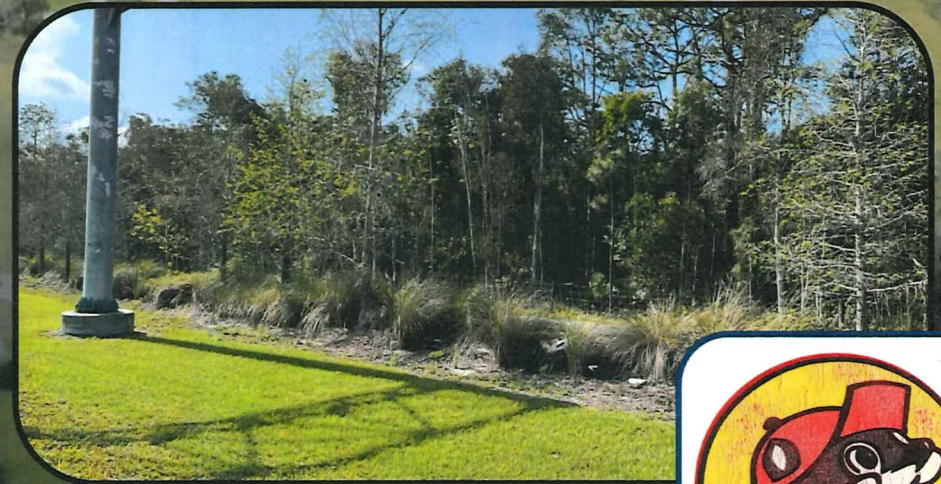
MOST RECENT PURCHASES AND DEVELOPMENTS IN PROGRESS

Purchase and development of 159 acres at the corner of State Road 82 & Interstate 75

The land was owned by Buc-ee's, a Texas-based gas station and convenience store chain that decided against developing the site due to traffic concerns.

Alessio's master plan for development includes 48 acres of conservation and mitigation of wetland area. 800 units of multi-family and townhomes on 53 acres. Also, on 47 acres there will be 500,000 sq ft of light industrial.

During the 160 days of due-diligence, Alessio concurrently completed most of the engineering. This gave Alessio the ability to begin the site clearing one week after the closing. The total development cost for this project is 300 million for the city of Fort Myers.



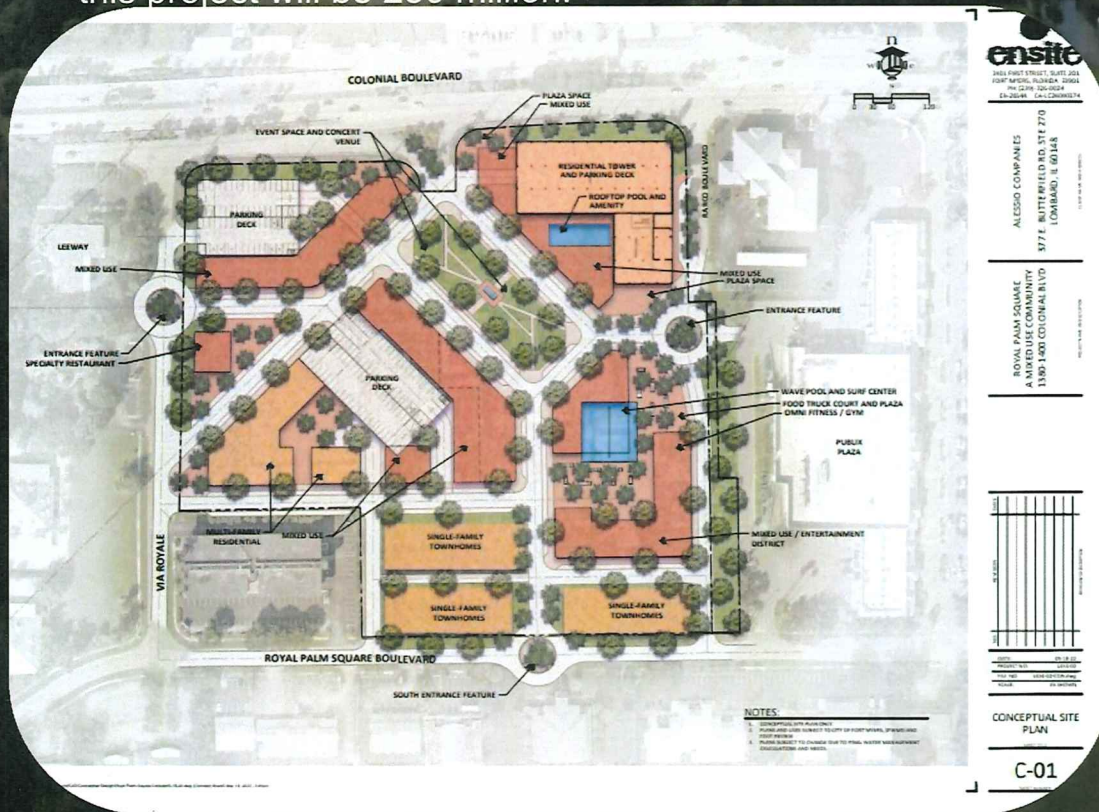
MOST RECENT PURCHASES AND DEVELOPMENTS IN PROGRESS

Alessio Closed on July 2022 on 15 acres in Middletown Fort Myers area.

The purchase and redevelopment of Royal Palms Square property Alessio plans to create a Village Style Community which will include housing, entertainment, and retail all within walking distance. Total cost of development for this project will be 250 million.

- In the last few months, purchase of multiple retail locations in Port Richie and Tampa Bay. Both sites currently have built-outs in place for tenants and occupancy ready in upcoming weeks.

- Purchase and development at 1617 Hendry St, Richards Building. Alessio's plans are to renovate the entire fourth floor for corporate headquarters for SVN Commercial Partners on the west coast, along with the Alessio Companies offices. Historic Richards Building in downtown Fort Myers - Gulfshore Business

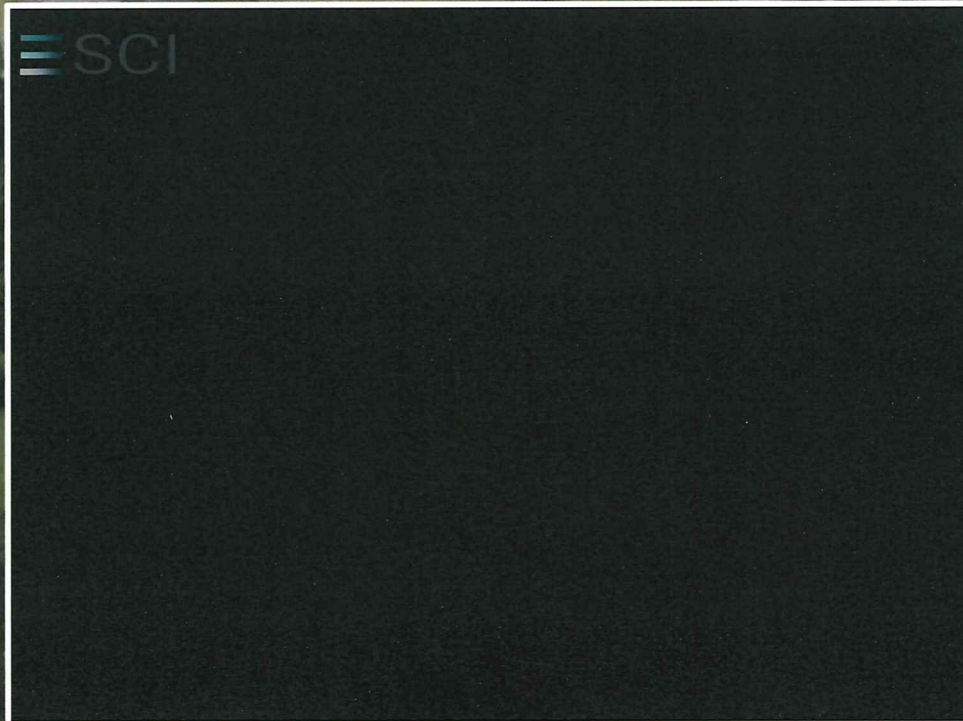


MANUFACTURING INDUSTRIAL FACILITIES DEVELOPED, OWNED AND LEASED BY ALESSIO



SEATING CONCEPTS

225,000 square foot manufacturing facility (located outside of Chicago, Illinois)



PAN GLO USA

Manufacturing facility
(located outside of
Chicago, Illinois)



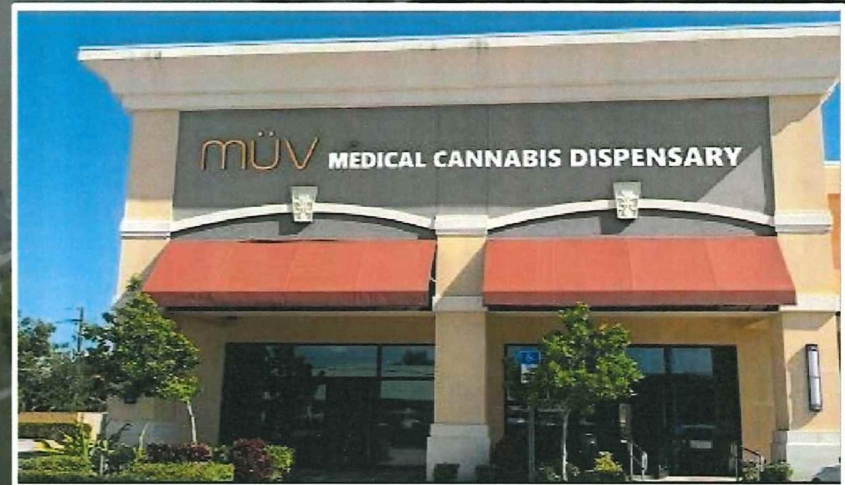
RETAIL FACILITIES—SELECTED DEVELOPED, OWNED AND LEASED BY ALESSIO



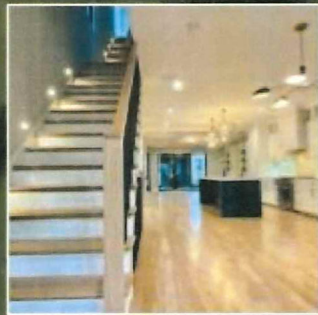
ZEN LEAF —
MULTIPLE LOCATIONS IN
ILLINOIS, WEST
VIRGINIA, NEW JERSEY,
AND FLORIDA



MÜV— MEDICAL CANNABIS DISPENSARY



RESIDENTIAL FACILITIES DEVELOPED, OWNED AND SOLD BY ALESSIO



DEVELOPMENT PARTNER IN PROJECTS

GENERAL IRON

Most Modern Metal Recycling facility in the United States.



CULTIVATION CENTER

Alessio through one of its holdings companies is proud to partner with Verano. Alessio owns, develops, and leases a cultivation center to Verano.



DEVELOPMENT PARTNER IN PROJECTS

FIELD OF DREAMS MOVIE SITE YOUTH SPORTS COMPLEX

\$22.4 MILLION
Direct Spending Annually

137.5 FTE JOBS
Supported by Associated Complexes

\$60 M PRIVATE INVESTMENT



FIELD OF DREAMS- PROJECT HEAVEN

This \$80 million expansion will add nearly 100 acres to the original 190-acre site. That additional land will provide space for nine new baseball fields, dormitories for youth teams, and a hotel to be completed in phases by the end of 2023.

Other additions include a 100,000 square foot field house, an outdoor concert amphitheater, a recreational vehicle park, jogging trails and a large park inclusive for children and adults with disabilities. These additions will be completed in phases through 2025.

FIELD OF DREAMS MOVIE SITE MASTER PLAN

**"If you build it,
he will come."**

Estimated completion in 2025



11:39 38°
abc
kcrg.com



RDG

DEVELOPMENT PARTNER IN PROJECTS



**Illinois Department
of Transportation**

Certificate of Eligibility

Alessio and Sons Co.
377 E. Butterfield Road, Suite 270 LOMBARD, IL 60148

Contractor No 0082

WHO HAS FILED WITH THE DEPARTMENT AN APPLICATION FOR PREQUALIFICATION STATEMENT OF EXPERIENCE, EQUIPMENT AND FINANCIAL CONDITION IS HEREBY QUALIFIED TO BID AT ANY OF DEPARTMENT OF TRANSPORTATION LETTINGS IN THE CLASSES OF WORK AND WITHIN THE AMOUNT AND OTHER LIMITATIONS OF EACH CLASSIFICATION, AS LISTED BELOW, FOR SUCH PERIOD AS THE UNCOMPLETED WORK FROM ALL SOURCES DOES NOT EXCEED

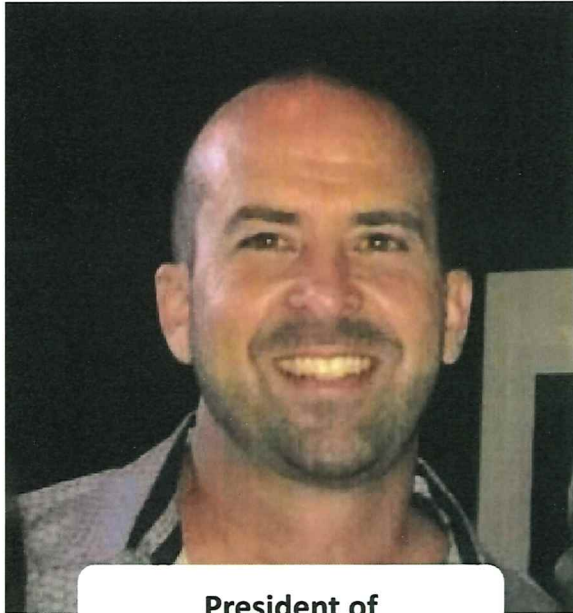
\$59,947,000.00

THIS CERTIFICATE OF ELIGIBILITY IS VALID FROM 3/28/2022 TO 1/31/2023 INCLUSIVE, AND SUPERSEDES ANY CERTIFICATE PREVIOUSLY ISSUED, BUT IS SUBJECT TO REVISION OR REVOCATION, IF AND WHEN CHANGES IN THE FINANCIAL CONDITION OF THE CONTRACTING FIRM OR OTHER FACTS JUSTIFY SUCH REVISIONS OR REVOCATION. ISSUED AT SPRINGFIELD, ILLINOIS ON 3/28/2022.



Engineer of Construction

Michael Alessio



**President of
Alessio Companies**

Michael oversees the strategic direction of Alessio Companies and all its entities. He creates value by unlocking the full potential of its distinctive capabilities, innovative portfolio, application expertise and deep customer relationships.

Under Michael's leadership, the company continues to gain recognition for industry leadership in advanced manufacturing, operational excellence, and responsible business practices.

Mike MacKinnon



**Vice President of
Heidner Properties**

Mike heads the Heidner Family Office, based in Hoffman Estates. The Heidner family has created several businesses that have grown substantially over the past 40 years, including Gold Rush Amusements, Ricky Rockets Fuel Centers, Heidner Properties, and Prairie State Energy. Mike's primary role within the family office includes the development and financing of new retail projects across the United States. The Heidner family has over 250 retail real estate holdings, including marquee properties such as the Field of Dreams Movie Site and the Arboretum of South Barrington.

Ashley Barrett Bloom

Relevant North Port Properties

Toledo Crossing, is +/- 8 acres of land located at the intersection of Price and Toledo Blade. Current development plans has 4 parcels which are visioned for self storage, a hardware store, and retail / restaurant.

5400 Pan American, is +/- 47 acres of land on Pan American which was divided into three parcels. One parcel was sold to an affordable housing developer for 288 units and another was sold to the City for the new Utility Department facility.

5000 Chamberlain, is +/- 6.35 acres which is zoned Commercial General. The site is being planned for a commercial parking development is in the beginning stages of entitlement.



Toledo Crossing



5400 Pan American



5000 Chamberlain

Ashley Barrett Bloom

Ashley Barrett Bloom has been affiliated as an owner, investor, and broker in The City for nearly 20 years. Most notably, Mr. Bloom not only sold land to a large affordable housing project in North Port, he also helped facilitate some federal funding for the project. He grew up in Coral Springs, FL and has always seen The City of being a place on the west coast that could provide a great, family friendly community.

Mr. Bloom has personally established his practice as a land expert locally, regionally, and nationally. To further add value to clients, Bloom has taken on the role of owner's representative in the entitlement process of multiple projects. With a long history in land development, Bloom has extensive relationships with industry professionals as well as buyers of both residential and commercial land.

In 2020, Bloom was ranked in the top 11 of around 1,600 advisors across the country. Mr. Bloom was also named the SVN National 2019 Humanitarian of the Year for his work in Community & Charity. Bloom has created a full service Commercial Real Estate operation combining a strong network of 5 Offices in Southwest and South Florida, 35 experienced Advisors & Administrators, and a spirit of collaboration.

Bloom works on a portfolio of commercial and residential tracts in size from 1 acre to several thousand acres. His listing clientele includes large equity funds, national banks, land investment groups, generationally family-owned tracts, regional & national developers, and single investors. Bloom has a strong nationally based list of buyers that include local, regional, and national investors & developers.

Bloom has been developing real estate for almost 25 years in Florida, North Carolina, and Arkansas. Prior to developing real estate, Bloom worked for Coopers & Lybrand LLP in the Financial Advisory Services division where he obtained his Certified Public Accountant's (CPA) License. Relevant experience included Litigation Support Services, Acquisition Due Diligence, and Financial Modeling. Mr. Bloom has also served on an Advisory Board of a small community bank in South Florida. Mr. Bloom proudly serves on the Board of the American Foundation for Suicide Prevention in Southwest Florida. Mr. Bloom was honored nationally in 2020 for having the most improved event in a small market.



**Developer &
Owner of SVN
Franchise**

An aerial photograph of a residential development. The scene features a large, irregularly shaped pond in the lower center, surrounded by green grass and trees. To the right of the pond is a large, paved parking lot filled with numerous cars. In the upper left, there are several houses with light-colored roofs and walls, interspersed with dense green trees. A road or driveway winds through the area. The overall landscape is a mix of developed areas and natural greenery.

PROJECT DETAILS AND DEVELOPER COMMITMENT



PROJECT DETAILS AND DEVELOPER COMMITMENT

A. Perform Development & Renovation of Phase I Drawings: The WMS Development Group LLC will target to commence the renovation of the existing property within 60 days of closing the “PPP” and subject to the issuance of a building permit. The City will fund the first \$9 million based on a percentage of completion and monthly draws that will be verified/approved by Kimley Horn.

B. Equity of the Project: WMS Development Group LLC shall fund the entire 100% of the equity portion of Phase I without any sort of third party debt or financing.

C. NNN Lease on Phase I: Within 60 days of the closing of the PPP, WMS Development Group LLC will take over the operation of WMS. As part of this, WMS Development Group LLC will be financially responsible for the operation with The City getting a fixed monthly net lease payment.



PROJECT DETAILS AND DEVELOPER COMMITMENT

D. Diligence and Entitlement for 62 Acres: Upon approval of the PPP, WMS Development Group LLC shall, at its own expense, commence due diligence on the 62 acre Phase II of the project.

The due diligence shall include wetland, environmental, soil, historical, and other site condition studies. Further, WMS Development Group LLC shall begin the process to ensure the land use, zoning, and master planning of Phase II.

WMS Development Group LLC shall have not to exceed 120 business days such study prior to closing the PPP. It is the intention of WMS Development Group LLC to submit for the uses outlined in the Phase II development as described above.

It is the intent of WMS Development Group LLC that a minimum of 50 of the 62 acres be usable for development to meet the development planning of the project.



PROJECT DETAILS AND DEVELOPER COMMITMENT

E. Infrastructure Improvements: To the extent additional infrastructure (i.e. upsizing of pipes and/or lift station to the public's benefit) is added to the project, WMS Development Group LLC will negotiate a development agreement with The City which would outline the details of such improvements. This is not a requirement of the PPP. It has been disclosed that Ortiz Boulevard is a county road and a larger Right of Way than the existing street exists. However, any improvement to that road would be a part of a traffic study and any proposed development agreement would be with Sarasota County.

F. Entitlement Contingencies: The PPP will close upon the following conditions:

i. Wetland Confirmation: Upon the approval of the proposal, WMS Development Group LLC will commence the process to confirm the jurisdiction lines of wetlands and have them flagged. Assuming, there are not more than 12 acres of wetlands, the project shall proceed subject other entitlement requirements.

ii. Land Use / Activity Center: The closing of the PPP shall be contingent upon the approval of a zoning and/or Activity Center permitted use not to exceed 250 hotel room resort, 300 destination residential units, community commercial amenities to include those geared toward the public, and museum..

An aerial photograph of a park area. In the center, there is a large, irregularly shaped pond with a greyish surface. To the right of the pond is a large, paved parking lot filled with many cars. The surrounding area is lush with green grass and dense trees. A road runs along the right side of the image. The overall scene is a well-maintained park or recreational area.

**PUBLIC PRIVATE
PARTNERSHIP
PROPOSAL**



PUBLIC PRIVATE PARTNERSHIP PROPOSAL

I. Offers, Terms, and Conditions: The PPP and acquisition of Phase II is proposed as follows:

- i. 99 Year Land Lease: WMS Development Group LLC will agree to a 99 year lease with The City. The Net Lease payment shall be \$300,000 per with 2% Annual Increases.
- ii. Land Use / Activity Center: The deed to 62 Acres transferable upon providing Labor and Performance Bond for the completion of Phase I.
- iii. Management: Within 60 days of the closing of the PPP, WMS shall take over management and shall be responsible financially for the operations. PPP net lease shall commence at the same time management begins.
- iv. Closing: The closing shall take place not more than 60 days after the removal of contingencies mentioned above and/or the final PPP agreement whichever is later.

An aerial photograph of a residential development. The scene features a large, irregularly shaped pond in the lower center, surrounded by green grass and trees. To the right of the pond is a large, paved parking lot filled with many cars. In the background, there are several houses with light-colored roofs, interspersed with trees and green spaces. A road runs along the right side of the image. The overall landscape is a mix of developed areas and natural greenery.

**WMS
Development
Group LLC**