



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

PLAN UPDATE | JULY 10, 2023

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

WORKSHOP OUTLINE

I. THE PROCESS

II. THE REVISED PLAN

III. THE BENEFIT ANALYSIS

IV. THE PPP DECISION

THE PROCESS

I. THE VISION

A. Original Plan

B. Input and Reflection

C. Identity & Environmental

II. THE TEAM

III. THE ZONING – ACTIVITY CENTER 7

IV. THE 2019 PLAN

V. THE SURVEY & DEVELOPMENT INTENSITY

VI. THE FINANCIAL IMPACT

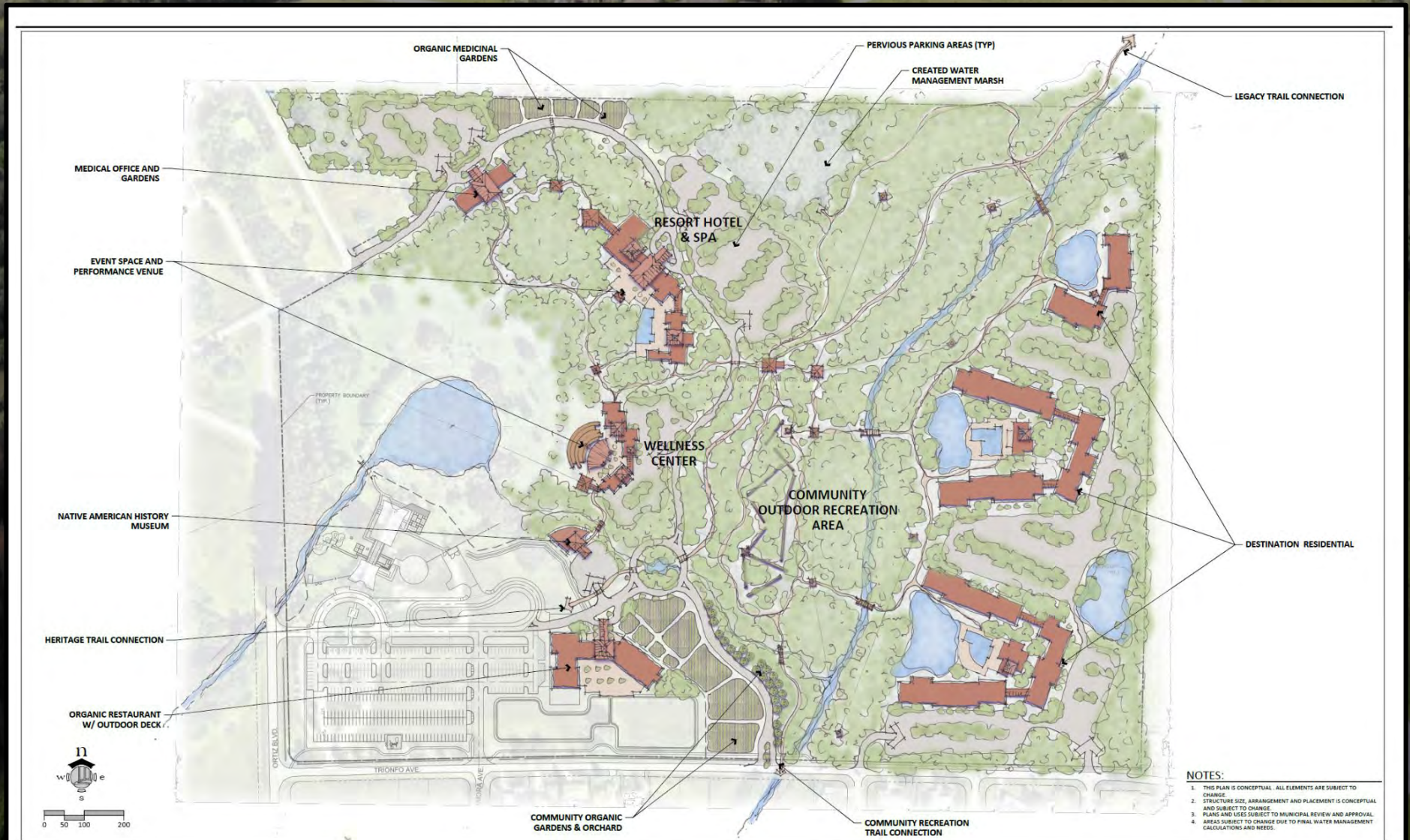
VII. THE REVISION ANALYSIS

The 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.

The Vision



NOTES:

1. THIS PLAN IS CONCEPTUAL. ALL ELEMENTS ARE SUBJECT TO CHANGE.
2. STRUCTURE SIZE, ARRANGEMENT AND PLACEMENT IS CONCEPTUAL AND SUBJECT TO CHANGE.
3. PLANS AND USES SUBJECT TO MUNICIPAL REVIEW AND APPROVAL.
4. AREAS SUBJECT TO CHANGE DUE TO FINAL WATER MANAGEMENT CALCULATIONS AND NEEDS.



WARM MINERAL SPRINGS ENCLAVE CONCEPTUAL SITE PLAN



SEPTEMBER 2022

The Vision

INPUT AND REVISION. Through this process, the plan has evolved. Consideration has been given to the 2019 Plan, Activity Center guidelines, the 2023 Survey and speaking to various residents & community stakeholders. **The plan STILL calls for developing Phase I to the plans and specifications of the existing Kimley Horn drawings created by the City in spirit of honoring the Spring and 21 acres.**

IDENTITY. The plan will continue to evolve in the Entitlement and PPP process. It is the VISION of WMS Development to create a “sense of place” that is unique to Warm Mineral Springs. This plan will authentically include most of the elements reviewed & learned in the PPP process with a foundation in health, wellness, outdoor recreation, history, and environment.

The Environment

- I. 2003 Cultural Resource Assessment**
- II. 2018 Archeological Assessment**
- III. The 2023 Environmental Assessment**
 - A. City Initiated Report**
 - B. WMS Development Group Report**
 - C. Planning & Permitting**
- IV. Future Studies and Inspections**

The Environment

Environmental Issues, Concerns, & Action Steps

- I. **Gopher Tortoise – 100% Survey & Plan Review**
- II. **Scrub Jay – None Found & Habitat (2021 Review)**
- III. **Woodstork – 2 Miles to Nesting Colony & Possible Habitat in Stormwater**
- IV. **Exotic Species – Eradicate Invasive Plantings**
- V. **Labeling & Signage – Along Trailway**
- VI. **Plant Species – Relocation & Labeling**

The Zoning Activity Center 7

Sec. 55-46. Intent.

The Activity Center #7 District is established for the purpose of identification, protection, preservation and the beneficial use of property strategically located around the environmental resource of the natural spring. **It is intended that this district shall not be a holding category for land, but rather, a terminal category to insure that the present and future residents of the City of North Port shall be able to enjoy and have access to the area.**

The Zoning Activity Center 7

The provisions of this district are intended to provide standards for the development of the **Warm Mineral Springs and surrounding properties to accommodate health and educational facilities, offices, professional, institutional, residential and commercial land uses.** These standards are intended to promote creative and unique designs including, but not limited to, neo-traditional, traffic circles, a consistent architectural theme, preservation of existing architecturally significant structures and natural resources.

The Zoning Activity Center 7

Sec. 55-47. Development standards.

All development shall be required to submit a Development Master Plan and an environmental impact assessment in addition to the other PCD application requirements. The following development standards shall apply:

- A. Residential uses shall not exceed two hundred seventy (270) equivalent residential units.
- B. Retail/commercial/tourist uses shall not exceed sixty-two thousand (62,000) gross square feet, excluding required parking areas.
- C. Institutional/conference center uses shall not exceed forty-five thousand (45,000) gross square feet, excluding required parking areas.
- D. No residential lot shall be located closer than four hundred (400) feet to the conservation buffer immediately surrounding the springs and creek flowing from the springs.
- E. A minimum three hundred (300) foot natural resource buffer shall be established between the springs and any residential lot or structure. Uses within said buffer shall be restricted to passive recreation.

The Zoning Activity Center 7

A. The parameter for the percentage of allowable land uses pursuant to the Comprehensive Plan are as follows:

Low Density Residential	52%
Professional Office	% *
Commercial	12%
Public Recreational Open Space	36%
* The land use categories commercial and professional office are combined.	

NOTE: Activity Center 7A has a Comp Plan change that has passed first reading and will be considered for second reading on 7/11/23 for 5 Dwelling Units per Acre

The Team

KNOWN PARTNER & FINANCIALLY SOUND. The team includes partners which a long, known track record in the Industry & city. Relevant experience includes working in EDC on various projects, affordable housing project & grant, and location of new Utilities site. **The PPP proposal provides a performance bond for \$19 million which assures the City the completion of Phase I work.**

CONSULTANT TEAM. WMS Development Group has engaged highly qualified & respected industry professionals to be on the team. As the process continues, additional members will be added in appropriate areas to navigate site issues in a mindful way and maintain the focus of the vision.

Development Team

Michael Alessio

President of Alessio
Companies



Dr. Henry Fishkind

30+ Year Industry
Expert- Consultant

Mike MacKinnon

Banbury Development
Group - Finance



Ian Vincent

Environmental-
Consultant

Ashley Bloom

Developer &
Brokerage Owner



Brian Smith

Civil Planner-
Consultant

The 2019 Plan

In 2019, Kimley Horn prepared a Master Plan report for the City of North Port. This analysis included Public Involvement, Conceptual Master Plan, Existing Building Renovations, and Park Components. **The report stated “The proposed Master Plan will expand the Park Activities into the full 59.9 acres of the City owned property, while enhancing the existing 21.7 acres.”**

“The proposed Draft Master Plan reflects the program and amenities that were identified and prioritized at the City, Stakeholder and Community meetings... The plan provides the framework of elements that marry the existing Warm Mineral Springs Park with the expanded property through a series of accessible circulation paths and intentional sight lines.”

The 2019 Plan

City of North Port Goals

As part of the Request for Proposals (RFP) the City advertised for the Park Master Plan, a number of program features were included as potential improvements. These features were presented at the public and advisory board meetings, and vetted for community desire to include within the park. These features included:

- Preservation and incorporation of existing tree canopy
- Preservation and incorporation of existing building footprints and structures
- Natural berms or noise abatement options to be located between the Warm Mineral Springs Park site and surrounding neighborhood
- Camping locations for tent and recreational vehicles (RV) camping
- Area for future camping cabins
- Parking improvements including daily park users, RV's, and horse trailers
- Large gathering/festival area
- Site access and entrances including gateway features
- Open-air amphitheater
- Trails including pedestrian, bicycle, horse trails and other passive/natural trails
- Museum and historical/education exhibits, signage or displays
- Trail connectivity to the broader community including Deer Prairie Creek and the Myakka Forest
- Light retail such as boutique shopping, ice cream, etc.
- Restroom facilities located strategically throughout the park
- Recommendations for utility upgrades as necessary (water, sewer, stormwater and electrical)
- Relocation of the community garden as required

Top Improvements



1 Natural Feature Enhancements



2 Architectural Renovations & Improvements



3 Educational Exhibits & Signage

Top Activities



1 Dining Options



2 Seating Options & Picnic Areas



3 Wellness Activities & Exercise Classes

Additional Improvement Needs



Shade



Security



Restrooms

The 2019 Plan

Summary of Potential Program Elements

The potential program elements as originally proposed by the City Commission were discussed and vetted during the public engagement, and advisory board meeting process. During these meetings, a prioritization of program elements and community preferences became clear. The following is a summary of key priorities based on discussion at the meetings:

- Be mindful of the existing conditions by enhancing and embracing the site through the preservation of vegetation and ecological health of the Spring
- Provide a flexible lawn space that is open to passive games like bocce ball, croquet, etc.
- Provide opportunity for a canopy walk amidst the existing trees and creek
- Provide flexible space for temporary food trucks, festivals, and events
- Provide a Trail system expanding to the Deer Prairie Creek Preserve and surrounding neighborhood street network
- Provide buffering between uses on site and adjacent residential development, as well as strategic buffering between the Spring and proposed amenities on the 59.9 acre parcel
- Maintain and expand the existing community garden
- Enhance the access and entry experience to the site through the expansion of parking, sidewalks, and additional signage
- Create an outdoor experience where people can learn about the site's history
- Provide camping (in the form of tents, cabins and RV) on site, that are located in area that do not interfere with the 21.7 acres and do not disturb a significant amount of existing vegetation
- Restore and renovate existing structures
- Incorporate native plantings and low-impact development, and manage invasive and exotic plants existing on-site

Please make Warm Mineral Springs better. It is too lovely a place to be wasted. I have been waiting for 40 years to see this happen.

The 2019 Plan

Conceptual Master Plan: Design Narrative

The proposed Draft Master Plan reflects the program and amenities that were identified and prioritized at the City, Stakeholder and Community meetings, and presented for initial feedback at the City Commission Workshop on 1/7/19. The plan provides the framework of elements that marry the existing Warm Mineral Springs Park with the expanded property through a series of accessible circulation paths and intentional sight lines. Proposed Park elements include:

- Enhanced hardscape
- Landscape enhancement
- Site furnishings including shade structures, lighting, wellness equipment, and seating
- Circulation improvements including a network of trails and boardwalks
- Passive recreation / programmatic activities
- Camping facilities
- Event pavilion
- Additional parking
- Historic and educational exhibits / signage

Design Process

Following the public input and data collection process, the design team focused on the desired elements and how they would fit into the site with minimal impact to the existing naturalized setting. The existing parking lot was expanded to accommodate additional visitors and provide entry and exit points to both Trionfo Ave. and Ortiz Blvd. From the parking lot, separate entry points were established for paying Spring visitors and guests visiting the remaining park property. The majority of improvements are passive, such as trails and shelter areas which limit construction impact to the existing tree canopy and the existing creek. The camping area has a separate access point from everyday guests. Overnight guests access through a private looped drive off of Trionfo Ave. Due to the proposed uses of RV parking, events, and trails being in proximity to the surrounding residential development, careful consideration to berm and buffer placement was provided on the perimeter of the property. ***The Draft Master Plan shown on the next page includes the design decisions and proposed park elements as described above.***

Legend: Conceptual Master Plan

- 1 Existing Buildings with New Courtyard
- 2 Existing Cyclorama
- 3 Pick Up / Drop Off
- 4 Parking
- 5 Overflow Parking
- 6 Event Plaza / Market Area
- 7 Park Monument Sign
- 8 Historical Exhibit
- 9 Restrooms
- 10 Lookout Towers & Canopy Walk
- 11 Maintenance Building
- 12 Equestrian Trail Gateway
- 13 Potential Future Parking

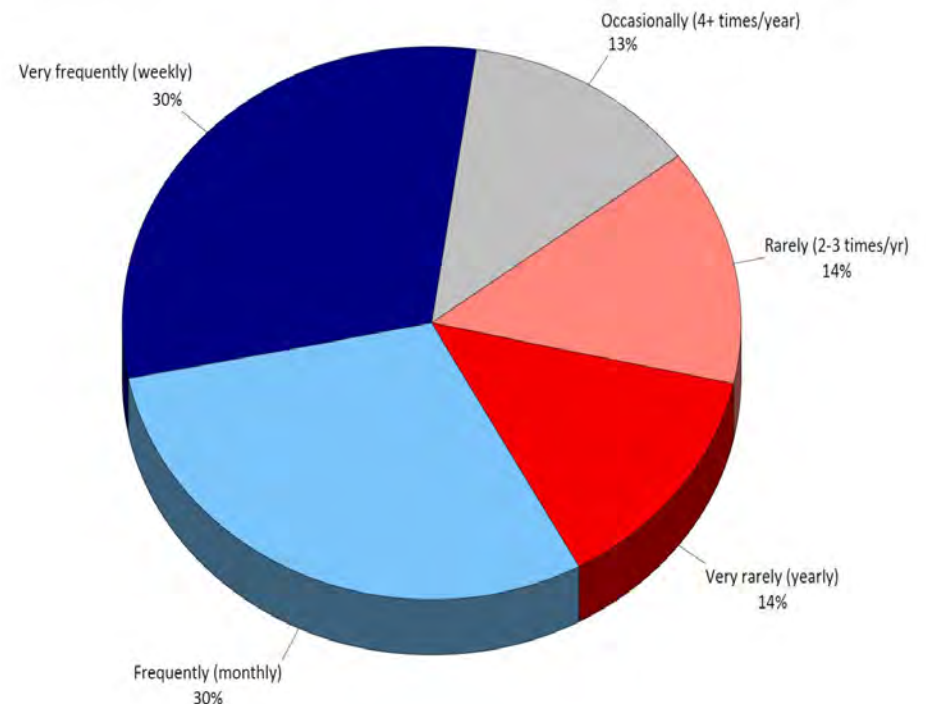
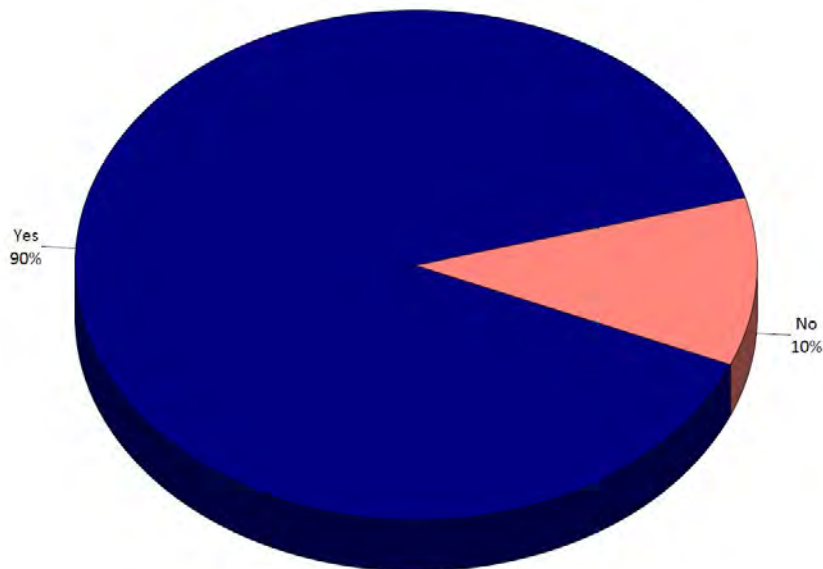
The Survey & Development Intensity

Major Findings 959 Answers | 863 Last 2 Years | Weekly & Monthly 576

Use of Warm Mineral Springs. Most respondents (90%) report visiting Warm Mineral Springs Park. Over the past two years, those respondents most often report visiting frequently (monthly) (30%) or very frequently (weekly) (30%)

Q1. Have you ever visited Warm Mineral Springs Park?

by percentage of respondents



The Survey & Development Intensity

14% of Visitors are Residents | 8,933 of the 63,476 Passes

Warm Mineral Springs Park

October 2021 - September 2022 (as reported by National & State Park Concession, Inc.)

	#/paid	Revenue	Current Fee (less tax)	Proposed Fee (less tax)	
Resident Sales					
Adult Day Pass	5,808	\$ 81,428.16	\$ 14.02	\$ 4.65	\$ 27,007.20
Student Day Pass	1,017	\$ 10,674.65	\$ 10.50	\$ 4.65	\$ 4,729.05
10-visit Pass	476	\$ 62,150.08	\$ 130.57	\$ 4.65	\$ 22,134.00
30-day Pass	1,622	\$ 230,892.93	\$ 142.35	\$ 4.65	\$ 226,269.00
Annual Pass	10	\$ 14,719.60			
Non-Resident Sales					
Adult Day Pass	44,826	\$ 837,779.25	\$ 18.69	\$ 6.51	\$ 291,817.26
Student Day Pass	5,340	\$ 74,684.54	\$ 13.99	\$ 6.51	\$ 34,763.40
10-day Pass	2,875	\$ 403,046.25	\$ 140.19	\$ 6.51	\$ 187,162.50
30-day Pass	1,161	\$ 205,600.17	\$ 177.09	\$ 6.51	\$ 226,743.30
Group Discounted Pass Sold	341	\$ 2,341.34			
Total	63,476	\$ 1,923,316.97			\$ 1,020,625.71

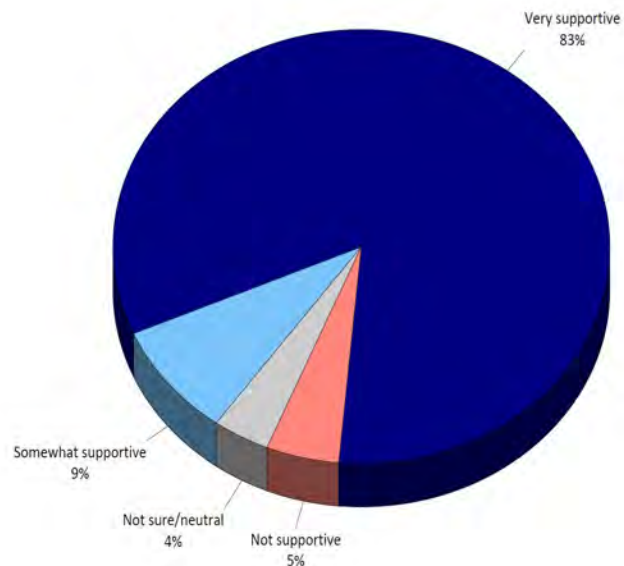
6,825 of the Resident Passes were Day Passes

The Survey & Development Intensity

Support for Levels of Development. Respondents were asked to rate their level of support for three levels of development of Warm Mineral Springs: low, medium, and high intensity. Respondents most supported (selecting “very supportive” or “somewhat supportive”) low intensity development (92%), 65% supported medium intensity development, and only 7% supported high intensity development. When asked to select one level of intensity, most respondents (82%) preferred a low-intensity development.

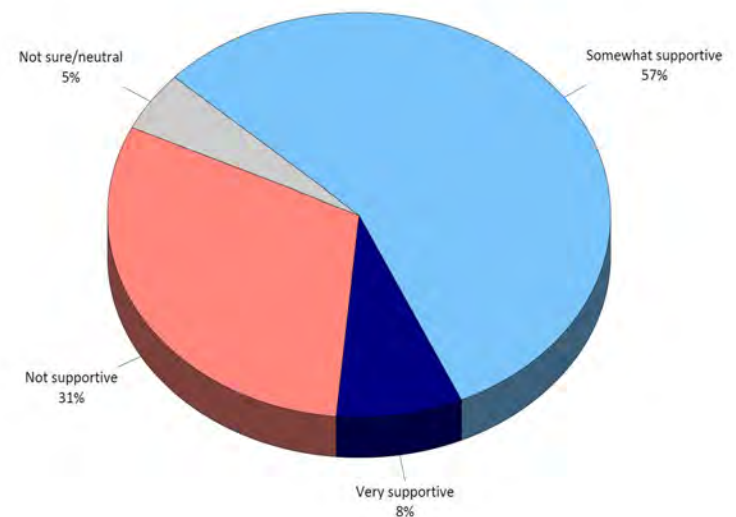
Q8. What is your level of support for a low intensity development of the Springs?

by percentage of respondents (excluding "not provided")



Q9. What is your level of support for a medium intensity development of the Springs?

by percentage of respondents (excluding "not provided")

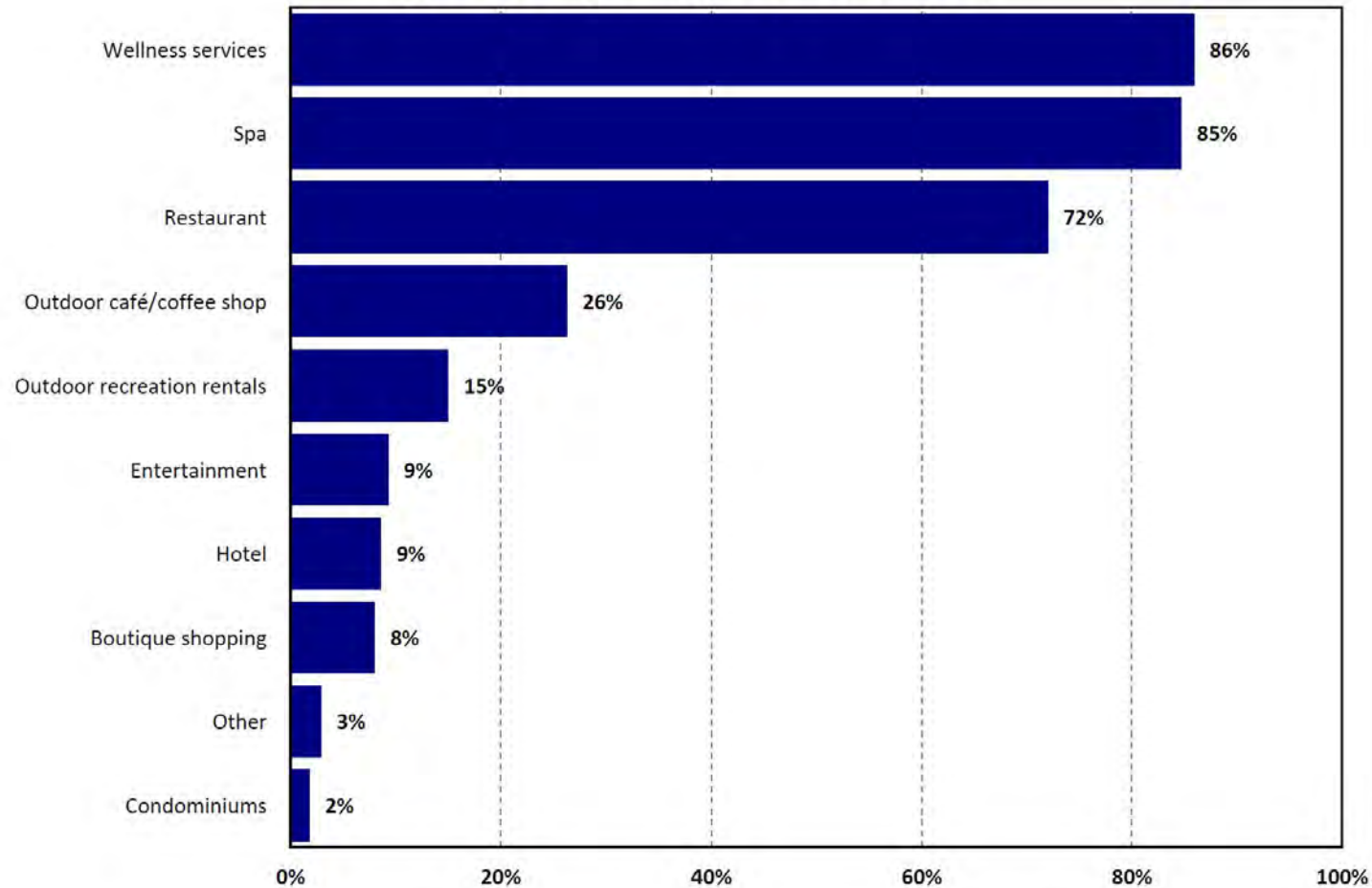


The Survey & Development Intensity

Warm Mineral Springs Park, FL 2023 Survey

Q6. What commercial amenities would you most like to see at Warm Mineral Springs Park?

by percentage of respondents (excluding "none of the above")



The Survey & Development Intensity

Support for Expansion. 93% and 92% respectively were “very supportive” or “somewhat supportive” of connection to Legacy Trail and a looped trail system with canopy walk.

Support for Expansions Respondents were asked to rate their support for 9 potential actions to expand the recreational amenities and facilities at Warm Mineral Springs Park. Respondents most supported (rating “very supportive” or “somewhat supportive”) the addition of trailhead, restroom, and parking to support a connection to Legacy Trail Extension (93%), the construction of a looped trail system with canopy walk (92%), the development and placement of historic exhibits throughout the grounds (88%). These are also the three actions respondents would be most willing to fund with additional tax dollars.

The Survey & Development Intensity

Most Important Aspects of Health at WMS. 91% want clean and safe amenities, 63% year round fitness, and 62% healthy food options.

Use of Wellness Spa. Respondents most often said they would be somewhat likely (55%) to visit a full-service wellness spa at Warm Mineral Springs Park.

Most Important Aspects of Health at Warm Mineral Springs: Respondents were asked to rate the importance of three aspects of overall health at Warm Mineral Springs. Most respondents thought all three aspects were important or very important: clean and safe amenities and facilities (91%), year-round fitness and recreation opportunities (63%), and healthy food options (62%).

The Survey & Development Intensity

DR. HANK FISHKIND

I. REVIEW OF NORTH PORT

II. COMPARABLE MUNICIPALITIES

III. CONCLUSION

The Financial Impact

Warm Mineral Springs is located in an Activity Center 7 which by design was meant to encompass a mix of residential and commercial uses. More than 60% of the Phase 1 Budget will be used for infrastructure improvements. The improvement extend beyond Warm Mineral Springs.

The PPP proposal creates significant economic benefits of about \$71 million dollars in the first 5 years, over 1,000 jobs for the project, and a substantial tax base in perpetuity. Should the City continue ownership and operations of Warm Mineral Springs, there will be no property tax revenue & the funding of needed improvements will have to be sourced or raised.

The Financial Impact

**Summary of Economic Impact Study on the Revised Plan.
There is a significant impact & benefit to the City & residents.**

Aggregate Changes using Type Lightcast Model

\$71,858,805

Change in Earnings

1.13 Multiplier

1,070

Change in Jobs

1.16 Multiplier

\$11,947,143

Change in Taxes on Production and Imports
(TPI)

The Revision Analysis

- 1. Added More Open Space | 67% on Phase 2**
- 2. Moved Hotel Further from Spring & REDUCED by 20%**
- 3. REDUCED Residential by 10% – 270 Units AC 7**
- 4. Established 100' Line Beyond Required Distance & Buffer**
- 5. Limit Height on Hotel | 2 Stories**
- 6. Added Eco Cabins as Hotel Item | Enhanced Eco Tourism**
- 7. Add Meditation Garden**
- 8. Relocate & Expand Event Lawn & Outdoor Venue**
- 9. Add Picnic Tables | Shaded Structure**
- 10. Enhance Walking Trails & Access to Legacy Trail**
- 11. Maintain More of the Tree Canopy**
- 12. Expanded Outdoor Food & Art Area**
- 13. Designed Stormwater to Ensure Flow Away from Spring**

Key Development Metrics

Commercial Area in Phase 2:

- Hotel & Spa +/- 75,000 Square Feet
- Other Commercial Space Under Air +/- 57,014

Phase 2 (60.43 acres):

- Lakes= 3.09 acres (5%)
- Storm water / recreated wetlands= 4.23 acres (7%)
- Buildings= 4.93 acres (8%) Impervious area (sidewalks, pavement) = 15.36 acres (25%)
- Open space = 32.83 acres (55%)
- FAR = +/-0.23

There are approximately 3.4 miles of sidewalks, multi-use paths and trails on the project.

TOTAL OPEN AREA INCLUDING LAKES STORM AND OPEN SPACE 67%

The Revised Plan



WARM MINERAL SPRINGS REDEVELOPMENT PLAN

- A. WARM MINERAL SPRING
- B. REDEVELOPED WMS FACILITY
- C. EXPANDED PARKING & OVERFLOW PARKING
- D. INDIGENOUS VILLAGE & MUSEUM
- E. AMPHITHEATER & EVENT VENUE
- F. EVENT LAWN
- G. FOOD TRUCK PARK & EVENT PLAZA
- H. URBAN GARDENS
- I. CITRUS GROVES
- J. RESORT HOTEL & SPA (2 STORY-150 ROOMS)
- K. ECO CABINS (50 ROOMS)
- L. LEGACY TRAIL HEAD
- M. ROPES COURSE
- N. RESTAURANT
- O. 36 HOLE PUTTING COURSE
- P. MULTI-FLOOR RESIDENTIAL BUILDING (20 UNITS EACH)
- Q. MULTI-FLOOR RESIDENTIAL BUILDING (115 UNITS EACH)
- R. RESORT AMENITY
- S. CREATED WETLAND (WATER MANAGEMENT)
- T. FUTURE DEVELOPMENT

The Revised Plan

- 1. Phase I Renovated to City Plans & Specs**
- 2. 150 Unit, 2 Story Max Health & Wellness Hotel & Spa**
- 3. 50 Eco Retreat 'Cabins'**
- 4. 270 Resort Residences (Condominiums)**
- 5. Event Lawn, Outdoor Amphitheater, Food Trucks**
- 6. 3.4 Miles of Walking Trails & Connection to Legacy Trail**
- 7. 67% Open Area in Phase 2**
- 8. Restaurant, Entertainment, & Putting Course Amenity**
- 9. Enhanced Stormwater and Parking**
- 10. Relocation of Community Garden**
- 11. Ropes Course for Outdoor Activity**
- 12. Indigenous Museum | Honoring History & Florida**
- 13. Meditation Garden, Picnic, and Screened Structures**

Summary of Plan Elements

2023 Survey	
Wellness Services & Spa	X
Connection to Legacy Trail	X
Safe & Clean Amenities	X
Year Round Fitness & Recreation	X
Healthy Food Options / Restaurant	X
Looped Trail Options	X
Historic / Environmental Signage	X
Outdoor Recreation Rentals	X
2019 Plan - City State Goals	
Preservation and incorporation of existing tree canopy	X
Preservation and incorporation of existing building footprints and structures	X
Natural berms or noise abatement options to be located between the Warm Mineral Springs Park site and surrounding neighborhood	X
Camping locations for tent and recreational vehicles (RV) camping	
Area for future camping cabins (Eco Retreats)	X
Parking improvements including daily park users, RV's, and horse trailers (Not RV & Horse)	X
Large gathering/festival area	X
Site access and entrances including gateway features	X
Open-air amphitheater	X
Trails including pedestrian, bicycle, horse trails and other passive/natural trails	X
Museum and historical/education exhibits, signage or displays	X
Trail connectivity to the broader community including Deer Prairie Creek and the Myakka Forest	X
Light retail such as boutique shopping, ice cream, etc.	X
Restroom facilities located strategically throughout the park	X
Recommendations for utility upgrades as necessary (water, sewer, stormwater and electrical)	X
Relocation of the community garden as required	X

Summary of Plan Elements

2019 - Community Feedback

Natural Feature Enhancements	X
Architectural Renovations & Improvements	X
Educational Signage & Exhibits	X
Dining Options	X
Seating Options & Picnic Areas	X
Wellness Activities & Exercise Classes	X
Shade	X
Security	X
Restrooms	X

2019 - Summary of Community, City, Advisory Board

Be mindful of the existing conditions by enhancing and embracing the site through the preservation of vegetation and ecological health of the Spring	X
Provide a flexible lawn space that is open to passive games like bocce ball, croquet, etc.	X
Provide opportunity for a canopy walk amidst the existing trees and creek	X
Provide flexible space for temporary food trucks, festivals, and events	X
Provide a Trail system expanding to Deer Prairie Creek Preserve & surrounding neighborhood street network	X
Provide buffering between uses on site and adjacent residential development, as well as strategic buffering between the Spring and proposed amenities on the 59.9 acre parcel	X
Maintain and expand the existing community garden	X
Enhance the access and entry experience to the site through the expansion of parking, sidewalks, and additional signage	X
Create an outdoor experience where people can learn about the site's history	X
Provide camping (in the form of tents, cabins and RV) on site, that are located in area that do not interfere with the 21.7 acres and do not disturb a significant amount of existing vegetation	
Restore and renovate existing structures	X
Incorporate native plantings & low-impact development, & manage invasive & exotic plants existing on-site	X

The Benefit Analysis

- 1. Public Utilities vs. Well & Septic**
- 2. Timing of Improvements | Now vs. Decades**
- 3. Funding of Improvements | Assurance Bond**
- 4. Tourism Opportunities | Exposure to North Port**
- 5. Health & Wellness Programming**
- 6. Dining & Spa**
- 7. Community Amenity & Entertainment – Wider Appeal**
- 8. Expand Tax Base and Revenue to City**
- 9. Avoid Higher Taxes or Cut Services**
- 10. Job Creation**
- 11. Indigenous Museum | Honoring History & Florida**
- 12. Connection to Legacy Trail & Outdoor Activity**

The PPP Decision

This PPP process has had two RFP periods & continues on a methodical process. It is ultimately up to the Commission to determine what additional development philosophy and intensity, if any, that serves to benefit of the City and its residents. The proposed plan started with a vision, was modified based on input, and is economically viable while still honoring the Spring & its history, as well as being mindful of the environment and natural conditions.

The development group is a known partner to the City & has provided a proposal with financial assurity to Phase I. Based on a review of the City & SW Florida region, the plan fits low density. The plan does seek to expand programming, health & wellness, and become a destination to more residents & visitors.

The PPP Decision

WARM MINERAL SPRINGS
THREATENED AND ENDANGERED SPECIES SURVEY
PHOTO LOG



Representative Site Photo: Homeless Encampment



Several areas were covered in trash and some hazardous materials.



Thank You

Questions & Comments?

WARM MINERAL SPRINGS PRESENTATION

CITY OF NORTH PORT (FL) CITY COMMISSION MEETING

**Expert Report
Hank Fishkind, Ph.D.
Fishkind Litigation Services, Inc.
3504 Lake Lynda Drive, Suite 107
Orlando, FL 32817
(P) 407-382-3256
www.fishkindls.com**

July 10, 2023

Assignment

WMS Development Group, LLC (“Client”) has proposed a public-private-partnership (P3) to the City of North Port (“City”) to redevelop Warm Mineral Springs. The City has accepted the proposal and is conducting the balance of the competitive process.

The Client retained Fishkind Litigation Services (“FLS”) to conduct an economic analysis of the consistency of the proposed redevelopment plan with certain aspects of the City’s land use regulations.

Fishkind Litigation Services (FLS) will analyze the plan to determine its general intensity of development with focus on open space, floor area ratio (FAR), and other metrics of intensity.

FLS provides a broad range of economic analyses and consulting services. The firm’s non-litigation work focuses on real estate development, consulting and financing.

Qualifications to Provide Expert Analysis

I have a Ph.D. in economics with specialties in econometrics and urban and regional economics

I have 40+ years of real estate experience as a consultant, developer, and founding board member of two publicly traded real estate development companies

I am currently engaged as the Owner's Representative in four, large-scale, development projects underway in Florida

Exhibit #1 provides my resume

Contemplated Development Mix

Concept Plan



ensite
2401 FIRST STREET, SUITE 505
FORT MYERS, FLORIDA, 33901
PH: (239)-226-0024
EB-28544 CA-L26000374

WMS DEVELOPMENT GROUP, LLC
1617 HENDRY ST, STE 406
FORT MYERS
FLORIDA 33901
CONTRACT NUMBER

WARM MINERAL SPRINGS
MASTER PLAN
WARM MINERAL SPRINGS

DATE	DESCRIPTION

DATE: 05-15-23
PROJECT NO.: 1484.04
FILE NO.: 1484-04 CON.dwg
SCALE: AS SHOWN

MASTER
REDEVELOPMENT
PLAN
SHEET 1/11

C-01

NOTES:
1. CONCEPTUAL SITE PLAN ONLY. PLAN SUBJECT TO CHANGE UPON RECEIPT OF SURVEY AND TOPOGRAPHIC INFORMATION.
2. ALL IMPROVEMENTS SUBJECT TO MUNICIPALITY REVIEW.
3. WATER MANAGEMENT AREAS ARE CONCEPTUAL AND CALCULATIONS WILL BE PREPARED UPON FINAL SITE PLAN.

Concept Plan

- Concept Plan remains fluid as the developer and the City work to establish the appropriate development parameters
- Currently, the City's Comprehensive Plan and Future Land Use provisions must be tailored to accommodate the unique redevelopment opportunity associated with the restoration and revival of Warm Mineral Springs

Concept Plan

- In order to balance the critical open space objectives of the City and its constituents along with the inherent economic feasibility of the project, the Developer is eager to work with the City to establish the appropriate level of developmental density/intensity
- As currently contemplated, the Developer envisions a hotel and spa resort (~150 rooms), two to three multi-family buildings, the restoration of the various historical sites and an abundance of open space and walking trails

Contemplated Development Mix

WARM MINERAL SPRINGS | CONTEMPLATED DEVELOPMENT PLAN

FLOOR AREA RATIO (FAR) COMPUTATION

EAST SITE (multi-family ⁽¹⁾)		WEST SITE (resort and rec)		COMBINED	
Total Acres	22.47	Total Acres	37.97	Total Acres	60.44
Total Building(s) Area (sqft)	481,524	Total Building(s) Area (sqft)	123,593	Total Building(s) Area (sqft)	605,117
Lot Area (sqft)	978,793	Lot Area (sqft)	1,653,973	Lot Area (sqft)	2,632,766
FAR	0.49	FAR	0.07	FAR	0.23

⁽¹⁾ Assumes the residential buildings are up to 4 floors

OPEN SPACE ASSESSMENT

EAST SITE (multi-family)		WEST SITE (resort and rec)		COMBINED	
Open Space Acres	11.37	Open Space Acres	21.46	Open Space Acres	32.83
Lakes Acres	3.09	Stormwater / Recreated Wetlands Acres	4.23	Lakes, Stormwater, etc.	7.32
Open Space (%)	50.6%	Open Space (%)	56.5%	Open Space (%)	54.3%
Lakes (%)	13.8%	Stormwater / Recreated Wetlands (%)	11.1%	Lakes, Stormwater, etc. (%)	12.1%
Total Open Area	64.4%	Total Open Area	67.7%	Total Open Area	66.4%

IMPERVIOUS AREA (sidewalks, pavement)

EAST SITE (multi-family)		WEST SITE (resort and rec)		COMBINED	
Acres	5.09	Acres	10.27	Acres	15.36
% Basis	22.7%	% Basis	27.0%	% Basis	25.4%

Low Density Residential Development

Low Intensity / Density Development

- FLS surveyed an array of Cities and Counties throughout Florida, to ascertain examples of low density single family residential development provisions
- The Developer envisions roughly 270 multi-family units, which equates to roughly 4.3 dwelling units per acre
- The contemplated 4.3 units per acre constitutes low intensity development
- Further reinforced by the vast amount of open space, north of 60%, proposed by the Developer to maintain the unique characteristics of the site and the overall project

SURVEYED CITIES IN FLORIDA				
Jurisdiction	Description	Designation	Density (DU /Acre)	FAR
Winter Park	Low Density Residential	RSF-2	3.5	
Bonita Springs	Suburban Density Residential		3	
Estero	Village Neighborhood 1		1-4	
Ft. Myers	Estate	RS-E	1.5	
	Low Density Multi-Family	RM-12	12	
Naples	Low Density Residential		0 - 6	
Bradenton	R-1 Single Family	R-1	6	
Palmetto	Residential-4	RES-4	4	
Clearwater	Residential Low	RL	5	0.4
Dunedin	Residential Low	RL	5	0.4
Gulfport	Residential Low	RL	5	
Plant City	Residential-4	R-4	4	
Temple Terrace	Residential-4	R-4	4	
Longwood	Low Density Residential	LDR	0 - 4	
Oviedo	Low Density Residential	LDR	0 - 3.5	0.4
Winter Springs	Low Density Residential		0 - 3.5	

Low Intensity / Density Development

- Similarly, FLS survey of some of the largest Counties in the state of Florida further demonstrate the various jurisdictions view of low density residential development
- By way of example, the adjacent “Residential Classification” characterizes a given municipalities view of low-density residential

SURVEYED COUNTIES IN FLORIDA		
Jurisdiction	Description	Density (DU /Acre)
Orange County	Low Density	4 du/ac
Seminole County	Low Density	4 du/ac
Indian River County	Low Density - 1	3 du/ac
	Low Density - 2	6 du/ac
Charlotte County	Low Density	5 du/ac
Pinellas County	Residential Low	5 du/ac
Nassau County	Low Density	2 du/ac
Sarasota County	RSF-2	4.3 du/ac
Duval County	Low Density	5 du/ac

RESIDENTIAL CLASSIFICATION



Purpose

It is the purpose of this category to depict those areas of the County that are now developed, or appropriate to be developed, in a low-density residential manner; and to recognize such areas as primarily well-suited for residential uses that are consistent with the low-density, non-intensive qualities and natural resource characteristics of such areas.

Use Characteristics

Those uses appropriate to and consistent with this category include:

- » Primary Uses – Residential
- » Secondary Uses – Residential Equivalent, *Institutional; *Transportation/Utility, *Ancillary Nonresidential; Recreation/Open Space

Locational Characteristics

This category is generally appropriate to locations between major employment centers and community and regional shopping centers; in areas where use and development characteristics are low-density residential in nature, in areas serving as a transition between more suburban and more urban residential areas; and in areas within the 100-year floodplain (where preservation, open space, or recreation/open space are not feasible).

Standards

Shall include the following:

- » Residential Use – Shall not exceed five (5) dwelling units per acre.
- » Residential Equivalent Use – Shall not exceed an equivalent of 3.0 beds per permitted dwelling unit at 5 dwelling units per acre.
- » Nonresidential Use – Shall not exceed a floor area ratio (FAR) of .40, nor an impervious surface ratio (ISR) of .65.
- » *See 'Additional Standards' section of these Category Descriptions and Rules for the identified uses that have acreage thresholds.

Concluding Remarks

Key Takeaways

- The Developer remains eager to work with the City Commission, City staff and all other key constituents
- The vision to restore and revitalize Warm Mineral Springs is a courageous undertaking that requires a balance of environmental sensibility, site preservation and economic prudence
- A key hallmark of the contemplated development plan is the vast amount of open space envisioned
- By virtually all key intensity metrics, the contemplated project ought to be considered a low density residential development initiative
- Upon project completion, the City's P3 initiative with the Developer would achieve key stated goals (primarily re-opening WMS) and meaningful fiscal and economic impacts that would benefit the City

Exhibit #1 Resume



Henry H. Fishkind, Ph.D.

President

hankf@fishkindlls.com

PROFESSIONAL SYNOPSIS

With over 40 years of experience in economic analysis and forecasting, Dr. Henry Fishkind is widely regarded as one of Florida's premier economists and financial advisors. Dr. Fishkind's career began in the public sector where he worked as an economist and associate professor at the University of Florida. In 1980, Dr. Fishkind became the associate director for programs at the University of Florida's Bureau of Economic and Business Research. During his tenure at the university, Dr. Fishkind served from 1979-1981 on the governor's economic advisory board. He began his career as a private sector consultant when he became president of M.G. Lewis Econometrics in Winter Park, Florida. In 1988, Dr. Fishkind formed Fishkind & Associates, Inc. as a full service economic and financial consulting firm. In 2019, Dr. Fishkind sold the financial advisory, consulting, and real estate advisory portions of his business while keeping the expert witness portion, Fishkind Litigation Services, Inc.

From 2001-2003 Dr. Fishkind was a member of Governor Bush's Council of Economic Advisors, and also served on the board of directors of Engle Homes, Summit Properties, and ABI Funds until the companies were sold. Today, Dr. Fishkind is President of Fishkind Litigation Services and Chief Operating Officer of ~~Olympus-Orlando~~ Holdings, LLC.

AREAS OF EXPERTISE

Expert Witness
 Economic Analysis
 Econometric Modeling
 Project Finance & Feasibility
 Privacy & Intellectual Property
 Fiscal Impact Analysis
 Real Estate Economics

PROFESSIONAL EXPERIENCE

President, Fishkind & Associates, Inc./Fishkind Litigation Services, Inc.	1988 - Present
Chief Operating Officer, Olympus-Orlando Holdings, Chairman, FLSAFE	2022- Present 2008 - 2011
Managing Partner, Woodbridge Vintage Chips	1994 - 2007
President, M.G. Lewis Econometrics, Inc.	1984 - 1987
Associate Director for Programs, Bureau of Economics & Business Research, University of Florida	1980 - 1983
Economist/Associate Professor, University of Florida	1975 - 1981

EDUCATION

Indiana University, Doctor of Philosophy, Economics, 1975
 Syracuse University, BA, Economics, 1971

Fishkind Litigation Services, Inc.
 3504 Lake Lynda Drive, Suite 107, Orlando, FL 32817
 407.382.3256

FISHKIND
 LITIGATION SERVICES™

SELECT CLIENT LIST

Aerostar
 Bell Super
 Boehman Rice
 Sun Forum
 Coleman Soybean
 Conrail - Shasta
 De la Pate & Gilbert
 Fisher - Leary - Alton
 Fisher - Busby
 Foley - Lindner
 Gertner
 ILL - Paul Henderson,
 Holland & Knight
 Morgan & Morgan
 Nabors - Giblin
 Penick - Lee
 Smith - Barrett
 Tobin - Reyes
 WGA - Hudler - Cornwell
AEGION
 Beers - Collier
 BP
 Carter/CSR Risker
 City of Miami
 Colonial Properties Trust
 Collier - Dickinson
 Falcone Group
 Fausch - Albe
 Florida Power Corporation
 Forest City Enterprises
 FPL
 King - Barrett
 Mason & Patrick
 Lennar
 Major Central FL Attractions Co.
 Mosaic
 Newland Construction
 Perry Capital
 Raymond
 Starwood Land Ventures
 State of Florida
 State of Pennsylvania
 St. Joe
 U.S. Department of Justice
 The Villages
 Waste Management, Inc.



July 3, 2023

WMS Development LLC
c/o Ashley Bloom

Reference: **WARM MINERAL SPRINGS
SARASOTA COUNTY, FLORIDA**

Mr. Bloom,

Pursuant to your request, we have prepared a summary of the potential environmental issues and likely remedies associated with the development of the Warm Mineral Springs project located within the City of North Port. We have not yet initiated our field inspection for the parcels. Therefore, the conclusion and recommendations provided herein are based on the findings of the Threatened and Endangered Species Survey report provided by Pritchett Steinbeck Group (PSG) and our combined experience of more than 50 years as environmental consultants working in Southwest Florida.

INTRODUCTION

The PSG report contains a comprehensive account of all state and federally protected plant, bird, reptile, amphibian, and mammal species which could reasonably be expected to be found in the overall geographic area as well as a summary of the species observed on the parcel as well as non-listed species found utilizing the parcel. For the purposes of this analysis, we will only address protected species which were directly observed and those which would potentially require additional coordination and/or permitting with either the United States Fish and Wildlife Service (USFWS) or Florida Fish and Wildlife Conservation Commission (FWC).

ROTECTED SPECIES DIRECTLY OBSERVED

Wood Stork - The wood stork is listed as threatened by the USFWS. PSG stated that one wood stork was observed flying over the property. Based on the habitat descriptions provided by PSG, other than the actual springs themselves, the site lacks any habitat that would be classified as Suitable Foraging Habitat (SFH) by the USFWS. When evaluating the potential impact to this species, USFWS guidelines require that that any impacts to SFH be offset by providing compensatory habitats with a prey biomass greater than or equal to the biomass being impacted by a development. The nearest documented wood stork nesting colony is approximately 2 miles to the southwest of the parcel. As it appears that the site lacks any habitats that would meet the criteria to be classified as SFH and considering that the species was only observed flying over the site (not foraging onsite), it is unlikely that a SFH analysis would be required and the USFWS determination, based on the wood stork evaluation key, would qualify as a “No Effect” ruling for the species.

Gopher Tortoise – The gopher tortoise is listed as Threatened by the FWC. Gopher tortoise burrows which meet the criteria to be classified as “potentially occupied (PO)” are afforded protection by the FWC and Florida statute. Other than in unique situations, this protection requires that PO burrows be afforded a 25 foot undisturbed radius to ensure that development does not incidentally impact the burrow or resident tortoise. FWC requires that a relocation permit be obtained and excavation must be conducted for any burrow located within 25 feet of proposed development. Projects with ten or fewer burrows impacted will qualify for a Gopher

Tortoise 10 or Fewer Relocation Permit from FWC while projects which impact more than 10 burrows are required to obtain a Gopher Tortoise Conservation Permit. While the guidelines and process for both permits are similar, the Conservation Permit typically requires that tortoises be relocated to an offsite permitted recipient site while 10 or Fewer Permits potentially have the option to relocate the tortoises to a relatively small onsite preserve area.

Based on the information provided by PSG, gopher tortoise burrows were primarily observed within the Shrub and Brushland and Hardwood/Conifer, Mixed habitats. These habitats comprise approximately 66% of the parcel. PSG stated that 1 gopher tortoise and over 100 burrows were observed. Approximately 20 of these burrows were classified as “potentially abandoned” by PSG. Not every potentially occupied burrow will contain a tortoise. We have excavated well over 20,000 gopher tortoise burrows and estimate that an occupancy rate of 40-50% is typical for these habitats in Southwest Florida. Assuming that the site contains approximately 80 potentially occupied burrows, it is reasonable to expect that there are approximately 40 gopher tortoises present.

Protected Plants – The PSG report identifies several State listed plant species that were either observed or anticipated to occur on the parcel. Under current regulations, no permits or compensatory measures are required to address protected plant species.

PROTECTED SPECIES NOT OBSERVED

Although not observed, the project is listed within the consultation area of the following federally listed species:

Florida Scrub Jay – The project is located within the USFWS Florida scrub jay consultation area. However, the PSG report states that the site lacks suitable habitat for the species. Additionally, extensive countywide surveys for the species have been conducted to identify parcels which either contain suitable scrub jay habitat or are within the buffer area for known scrub jay families. Based on the most recent information (November 2021), the subject parcel is not listed as a scrub jay review lot. Therefore, in accordance with USFWS guidelines, no permitting or additional coordination relative to the species would be required prior to development.

Florida Bonneted Bat – The parcel is located within the USFWS Florida bonneted bat consultation area. Additional species-specific surveys and/or mitigation may be required during the federal permitting process.

CONCLUSIONS

Wood Stork – Although no review for this species is likely, the creation of stormwater ponds and associated littoral zones will create suitable foraging habitat and result in an overall increase in prey biomass as the site currently lacks any habitat for the species.

Gopher Tortoise – Based on preliminary site plans, it appears that more than half of the burrows identified in the PSG report are located within areas proposed as preservation and can remain. A relocation permit from FWC will be required for any potentially occupied gopher tortoise burrows located within 25 feet of the proposed development. FWC requires that a 100% gopher tortoise burrow survey be conducted prior to excavation. Therefore, the actual number of burrows to be excavated cannot be determined until the 100% survey is complete.

Protected Plant Species – While there are no state or federal permits required for impacts to these species, the proposed preserve areas will allow for many of these species to remain onsite. Additionally, there is no prohibition on relocating these species onsite so there is an opportunity to remove individual specimens from the development area and relocate them to onsite preserves. The majority of the protected plants anticipated to be onsite are ground orchids and epiphytes which transplant very successfully.

The information provided herein relies heavily on the accuracy and voracity of the report provided by PSG. A protected species assessment in accordance with USFWS and FWC guidelines will be conducted to definitively determine the permitting and coordination requirements relative to state and federally protected species prior to development of the site.

Sincerely,

Ian Vincent and Associates

Ian M. Vincent

Ian M. Vincent
Principal Ecologist

WMS DEVELOPMENT GROUP LLC

November 7, 2022

A. Jerome Fletcher II, ICMA-CM, MPA

City Manager of North Port
4790 City Hall Boulevard
North Port, FL 34286
Office: 941.429.7076
www.cityofnorthport.com

RE: City of North Port, Florida and WMS Development Group LLC Public Private Partnership for Warm Mineral Springs Redevelopment Project

Unsolicited Public Private Partnership Detailed Proposal

Dear City Manager Fletcher:

WMS Development Group LLC (“WMSDG”) is pleased to submit an unsolicited public private partnership detailed proposal for Public Private Partnership (“PPP”) with the City of North Port, FL (“The City”) for a portion (+/- 21 acres) of the property known as Warm Mineral Springs (PID: 076-907-0014) (“WMS”). WMSDG is committed to work in partnership with the City to renovate the existing facility in accordance with the Plans and Specifications already prepared for the project (“Phase I”). WMSDG proposes to enter into a long-term (99 year) net lease with the City to operate the facility (the “Lease”). WMSDG’s vision is to further enhance WMS as both a health & wellness destination and a public community amenity area by executing on a development plan for the adjacent +/- 62 acres (“Phase II”) of land owned by the City. This proposal details the plan for both the “PPP” for the WMS and the acquisition of Phase II by WMSDG.

It is the intent and vision of the WMS to honor the history of the WMS, further enhance health and wellness around the WMS, and to create a community and recreation zone. WMSDG’s re-development plan will allow for the citizens of North Port, the surrounding communities via the Legacy Trail, and visitors from around the world to have access to both WMS, the additional health and wellness facilities, and community focused amenities which WMSDG will develop on Phase II. Further, since the devastation of Hurricane Ian to WMS, the restoration and full re-opening of the property is of great importance to WMSDG.

As stated in your letter to WMSDG, dated November 4, 2022, the City Commission accepted WMSDG’s conceptual proposal for substantive review on September 12, 2022 and you have preliminarily assessed that WMSDG’s conceptual proposal met certain requirements to continue your review of WMSDG’s proposal under the PPP statute. Your letter requested that WMSDG submit this Unsolicited Public Private Partnership Detailed Proposal. Pursuant to the North Port code relating to Public Private Partnerships, this detailed proposal has certain specific requirements which are set forth below and addressed by WMSDG below each of the PPP requirements .

Sec. 2-420. (c) - Public-private partnerships (P3).

- (4) An unsolicited P3 detailed proposal must contain information sufficient to inform the city about the detailed quality and character of the proposed P3 qualifying project, the detailed experience and capacity of the private entity, and the detailed financial and implementation strategies to ensure

successful project delivery. This information must include the following:

- a. A description of the private entity, including name, address, website, type of organization, legal structure, and portfolio of prior projects.

WMSDG is a single purpose entity and Florida limited liability company, formed for the PPP with principals that all bring relevant skill sets to the project.

1. **WMS Development Group LLC**
2044 Constitution Boulevard
Sarasota, FL 34231
2. **Website:** WMSDG requests on utilizing the City's website for Warm Mineral Springs in addition to websites acquired that may be used to include: www.the-wms.com, www.wms-resort.com, and www.thenpspringscenter.com.
3. **Legal Structure:** A "member managed" Florida limited liability company will be the ground lessee under the PPP 99-year, triple net land lease between WMS and The City, with an affiliated entity of WMSDG owning the Phase II Property.
4. **Ownership:** The Partners of WMSDG are Ashley Barrett Bloom LLC (Principal Individuals are Ashley Barrett Bloom and Stacey Bloom) and Alessio Ventures of FL LLC (Principal Individuals are Michael Alessio, Frank Delfileps, and Michael Makinnon).
5. **Portfolio of Prior Projects:** A relevant sample of projects have been listed below in the resumes of the key members of the

project team. Since the ownership team has owned and/or operated hundreds of properties, further detail can be provided upon request.

- b. Name and complete contact information of the primary point of contact for the P3 detailed proposal;

Ashley Barrett Bloom

2044 Constitution Boulevard

Sarasota, FL 34231

941.961.7109

abloom123@gmail.com

- c. Names and experience of proposed key project personnel;

The key personnel for this project are Michael “Mickey” Alessio, Ashley Barrett Bloom, Frank Delfileps, and Michael MacKinnon.

Each member of the team has a long track record in their area of specialty which will serve the WMS project. Each member of the team has based their success on an attention to detail, hard work, and family & community orientation. The project team has a shared vision for the WMS project. The team is working together on a myriad of other projects both in Southwest Florida and nationwide. They have found that their diverse skills and business values mesh well together. The members of the team are owners, investors, and developers of projects together and apart.

In terms of the WMS project, Alessio provides expertise in civil and horizontal construction as well as vast large scale project experience. Alessio also has significant back office and management resources. Bloom provides the local market expertise and entitlement experience to the project. Bloom also has developed a health and wellness destination resort in his career. Frank Delfileps has expertise in materials and vertical work. Delfileps also has the facilities management & maintenance background to ensure long term quality of the property. Mackinnon provides significant financing capabilities, professional designation as a P.E. and LEED AP, and large project experience.

Aligning these roles, the group separates themselves from typical developers as they generally self-perform and directly manage their projects. This allows them to control developments costs and time frames better than their competitors. The team looks at the WMS as a very long-term project, so development and maintenance will be a priority from the onset of the project.

The group has recently acquired and opened offices jointly in southwest Florida (Downtown Fort Myers) which has enhanced the cohesiveness of the operation. Further, Alessio is under contract on land that may provide a local office operations site.

The key personnel will be providing 100% of the equity and bonding requirements of this project and will not seek outside investors in Phase I.

Michael “Mickey” Alessio | Site Construction & Development

Michael “Mickey” Alessio is a principal of Alessio Companies which was established over 60 years ago. The company specializes in the field of construction and development.

Alessio is committed to exceeding the standard for his clients. The company provides 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. The Alessio Companies Team includes three core family offices: the Alessio Family, Heidner Properties and VDR development group. Together the three families manage and/or own over **one billion dollars in assets**. In the last four years, they have opened over 120 retail locations. Alessio self-performs management and maintenance on 250 locations. Together we have built a fully integrated development company.

Recent and Relevant Developments from the Portfolio of Properties

159 Acres at State Road 82 and Interstate 75 | \$300 Million Development

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 square feet 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.

Royal Palms Square | Fort Myers Live Work Play | \$250 Million Development

In June 2022 Alessio closed on 15 acres in Middletown Fort Myers area. Alessio plans to create a Village Style Community which will include housing, entertainment, and retail all within walking distance. The 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.

Field of Dreams | Project Heaven | \$80 Million Expansion

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.

ASHLEY BARRETT BLOOM | Project Management & Entitlement

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 as 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, +/-40 experienced advisors and 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. Bloom's relevant experience in this role 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.

Recent and Relevant Developments from the Portfolio of Properties

Spa Atlantis – Pompano Beach Florida

Acquired in 1998, Bloom and his father acquired an existing hotel on the beach in Pompano Beach, Florida. Based on the renowned health and wellness book titled “Fit for Life”, Bloom and his father entitled a new location and development a 10-story facility which was later sold upon completion. However, in the success of the operation, Bloom assembled a team of health and wellness professionals to provide programming.

Port 75 Commons | 45,000 Square Feet of Flex Warehouse in North Port

Acquired in 2005, Bloom and his partners acquired the land via a 1031 exchange. The property was entitled into 3 separate phases of 15,000 feet of flex warehouse. The first 15,000 feet was constructed in 2006 and the remaining site has full infrastructure. The great recession halted the development of the remaining portion, but the group is re-evaluating the project.

Toledo Crossings | 8 Acres Two Parcels with a Master Site Plan in North Port

Acquired in 2019, Bloom and his partner acquired the land and looked for end-users. Currently, the site is under contract for a mini-storage facility and is finalizing a lease for a hardware store. The remaining parcel has significant interest for a retail use.

Pan American Development | 47 Acres Split into 3 Parcels in North Port

Acquired in 2016, Bloom and his partner acquired the land as one (1) parcel and proceeded to split the land into three (3) separate parcels. The first parcel was sold to an affordable housing development in 2021. This group is working towards a 2023 construction. The second parcel was sold to the City of North Port and will be development into the new home of utilities. The remaining parcel has no current plans.

FRANK DELFILEPS | Supply, Vertical Construction, & Facility Management

VDR Development Group /Glendale Supply (Both-MBE Certified Businesses) – Vincent Ramos and his brother Frank Delfileps started working for their father’s painting company, Ramos and Sons, at a very young age. Together with their team they have built a design build firm, which is one of the only vertically integrated companies of its kind. They design, build, and supply majority of their own

materials to jobs which allows them more control over developments than other firms. They have built & developed over 175 units in Chicago and surrounding suburbs just in last 9 years, as well as supply many of the area builders and developers with materials.

VDR Development Group has eclipsed over 1,000,000 square feet of commercial development reaching 15 states. Their presence in the retail space is vast, working with several national tenants through their developments nationwide. A niche they have been able to cultivate is in the cannabis space working with the nation's largest MSO & publicly traded companies. Frank is the director of new construction retail for Verano Holdings, an industry leader. Together they have opened over 117 retail locations in last 4 years, with over 1,000,000 sq ft of built-out cultivation canopy.

Through growth and wanting to maintain a high level of property maintenance, the management company Elite 1 Service was formed internally. It is a nationwide facilities maintenance company that services over 150 retail locations and over 250 different tenants for Verano Holdings, Alessio Development, and other national developers/ owners spanning 14 states.

Elite 1 hired Maria Vuggica as Director of Facilities. Maria experience spans 22 years in the real estate, maintenance, and management side of the business. She managed over 1800 units, and 150 vendors at her last company. Together with her expertise and experience Elite 1 Service has be able to scale quickly, and cultivate relationships with over 200 vendors. Ms. Vuggica will assist in oversight at WMS.

Recent and Relevant Developments from the Portfolio of Properties

Multi-Family | 175 Units in Illinois

In the past 9 years, Delfileps has developed 175 units in Chicago and the surrounding areas. This has been done in 19 different properties.

Retail Tenant Development | Regional & National Tenants

Development for regional and national clients has occurred across the country. These clients include Starbucks, Verano, State Farm, Subway, Great Greek, Temperpedic, Zen Leaf Dispensary, Kava Kulture, MUV Dispensary, Portillos, Omni Gym, and Teriyaki Madness. Serving the national retailers includes ensuring budgets and timelines are achieved.

MICHAEL MACKINNON P.E., LEED AP | Finance, Engineer, & Environmental

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**.

Previously, Mike was a partner with Bluestone Single Tenant Properties, LLC. Mike was responsible for the acquisition, development, and construction of its projects. Mike developed several strategic network plans for retailers, selecting the core trade areas to focus new store development. Utilizing his civil engineering background, Mike specializes in the development of complex properties with wetland, floodplain, soil, environmental, access, and title issues. He also managed the construction of medical office, retail, and fuel center projects across the country. Mike's unique background and attention to detail allows him to recognize opportunities to reduce costs and value engineer architectural and civil engineering plans for his clients.

Mike began his career with Kimley-Horn and Associates, a national civil engineering firm based in North Carolina. During his tenure with Kimley-Horn, Mike designed and managed the zoning entitlements for numerous Murphy Oil gas stations and Advanced Auto Parts in the Midwest and Texas.

After Kimley-Horn, Mike worked for Ryan Companies, a real estate development and construction firm. Mike managed the design, due diligence, and permitting & entitlement for numerous projects at Ryan. His role during his tenure at Ryan morphed into real estate development, where he assisted in the management of three large industrial parks and the development of 120,000 square feet of medical office.

Mike is formerly a real estate manager for Louisville-based Thorntons Inc., a 190-unit chain of convenience stores and fuel centers in the Midwest and Florida. During his tenure with Thorntons, Mike managed new store development for the company in the metro-Chicago market which included negotiating the land acquisition, coordinating the design consultants, obtaining the necessary permits and zoning entitlements, and handing the projects to the construction team. Mike also developed the company's competitor analysis for its store network in Illinois.

Mike holds a bachelor's degree from Marquette University's business school, and also graduated summa cum laude in civil engineering at the University of Wisconsin-Platteville. In addition to his professional career, Mike is a past-president of the Illinois Section of the American Society of Civil Engineers, and currently is an officer of a local sports program and commissioner of his son's boy scout pack. Mike resides most of the year in Chicago and part time in Orlando with his wife and twin children.

- d. Type of support needed, if any, from the city, for example, facilities, equipment, materials, personnel, financial resources, etc.;

1. **Facilities, Equipment, and Materials:** The City will provide the current WMS facility in an 'AS IS' condition pursuant to the Lease and assign any Hurricane Ian FEMA or insurance proceeds to WMSDG except for a reimbursement of any expenditures related to storm repair made by the City.
2. **Personnel from The City:** WMSDG will interview personnel from the existing management company and potentially employ certain existing staff members. WMSDG requests support from relevant departments of the City including Parks and Recreation, Planning and Zoning as well as the city commission will have to approve the permitting requirements of the project. WMSDG requests that the City initiate the required Comprehensive Plan change and Zoning as outlined in this proposal. WMSDG also requests expedited or "fast track" permitting so that the full operation of the property can be opened to the Public as quickly as possible.
3. **Financial Resources:** WMSDG requests that the City contribute the \$9,345,471 that has been allocated to the project plus an assignment of the FEMA or insurance proceeds related to Hurricane Ian except for a reimbursement of any expenditures related to storm repair made by the City. These will be the first funds applied to the project based on approved construction draws. There will be no further capital expenditures or repairs made to the facility by the City. The City will no longer have any financial responsibility for Warm Mineral Springs.

e. Identification of any proprietary data used and the manner in which it is used;

None, other than internal, proprietary cost and financial models.

f. Identification of any outside entities or professionals the private entity has or intends to consult with respect to the project;

1. **Engineer: Ensite Engineering**
2. **Engineer: Kimley Horn**
3. **Legal: Stearns Weaver Miller Weissler Alhadeff & Sitterson**
4. **Facilities Management: Elite I Service – Internal Company**
5. **Property Management: Elite 1 Service – Internal Company**
6. **Architect including Landscape: Identified Two Firms**
7. **Hotel Consultant: Reveille Hospitality**
8. **Health and Wellness: Will Seek Director of Programming**
9. **Environmental: Interviewing Two Local Firms**

10. Archaeologist: Intends on speaking to County Archaeologist and Private Consultant

11. General Contractor: Interviewing 2 Firms with Large Project Experience

12. PR & Marketing: Spiro & Associates

- g. The names of all other federal, state, or local agencies receiving the same proposal;

WMS will only be submitting to the City under this detailed proposal.

- h. Identification of any anticipated or pending litigation, claims, or controversies that impact the project, and the scope of the potential impact for each;

None known or anticipated.

- i. A complete discussion of the objective of the project, the method of approach, the nature of the anticipated results, and the characteristics that make it a P3 qualify in project worthy of pursuit by the city;

PHASE I – Springs Zone: Renovation of Existing Property to City Plans & Specifications – The objective of the PPP (specifically Phase I of the WMS development) is to fund the additional required capital and perform on construction of the existing plans and specifications that have been designed by Kimley Horn for the City. WMSDG will arrange for a labor and performance bond to ensure the work and will be providing 100% of the required funding in Phase I. The method of approach includes utilizing the management team for the expertise, self-performing on development work, and self-managing the ongoing operation to ensure the quality of the facility and property. WMSDG anticipates that the result of the PPP will provide the public a facility and operation far exceeding the existing condition and services of WMS (pre-Hurricane Ian).

Existing Renovation Plan: Through the efforts of The City, a renovation plan has been prepared with a full set of plans. WMSDG has reviewed those plans and is agreeable to execute the construction and renovation that these plans call for. WMSDG 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, WMSDG is agreeable to

have The City have reasonable oversight and approval of such changes. For instance, WMSDG may further enhance the landscaping and/or provide additional infrastructure capacity where it makes sense.

Funding over \$9,345,471 Million Dollar allocated from City of North Port: WMSDG will fund, without debt or outside investment, the entire cost of the project over and above the \$9,345,471 million allocated by the City plus an assignment of the FEMA or insurance proceeds related to Hurricane Ian except for a reimbursement of any expenditures related to storm repair made by the City. The pre-Hurricane Ian estimate was \$18 million dollars which would require approximately \$9 million dollars of additional funding by WMSDG. In lieu of repayment of the additional funding, the City will deed the Phase II property (62 acres) to WMSDG upon the closing of the PPP and issuance of the Labor and Performance Bond.

Labor and Performance Bond: In order to provide The City financial assurance that the Phase I work will be completed, WMSDG will provide a Labor and Performance Bond in the amount 18 million dollars upon the removal of Land Use & Activity Center Contingency which can be post close of the PPP.

99 Year Lease via Public Private Partnership: WMSDG proposes that the transaction be structured in the context of a 99-year net lease with the City to operate & maintain WMS (the “Lease”). 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. WMSDG has the experience, the financial resources, and commitment to the project to ensure this occurs.

PHASE II – Resort & Wellness Zone, Recreation & Community Zone, & Destination Residential Zone. All items listed below are conceptual and subject to final site planning and final feasibility analysis.

Resort & Wellness Zone: The intent of this zone is to enhance the access and programming to WMS with a resort and expanded facilities to allow for a full-service health and wellness destination.

Resort Facility: In conceptual planning, a resort with 250 rooms which would be directly adjacent to the Phase I WMS zone. The resort will feature a full-service spa and event space to go along with food and beverage outlets. A landscape architect will be engaged as part of the team to ensure the views into WMS are not uncomfortable to those who use it.

Wellness Center: To facilitate a holistic wellness program around the spring. This will 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.

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 that integrates the focus on health & wellness is thought to be a foundation of this zone.

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 WMSDG's intention to provide gardens on the property which will be integrated into the resort and/or community. Further, WMSDG will not use exotic plantings and will focus on mitigation to the extent feasible in the development.

Native American Museum: Land will be allocated and constructed for the creation of a Native American Museum in this zone.

Recreation and Community Zone:

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 I. Conceptual ideas include walking and/or fitness trails, community performance area, dog park, and easy connection to the legacy trail.

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.

Entertainment Amenities: A mini-golf and entertainment venue will be planned into Phase II. The concept will ideally allow connection via the Legacy Trail (including pathway onsite) and access to the North Port Community. This venue would be designed into the same theme of the entire project. This site would serve various members of the community to include family entertainment, business & team building venue, and certain evening entertainment. Further, the plan will include other amenities such as bike rentals, ice cream shop, and other items related to the use of this zone.

Recreational Amenities: Possible recreational amenities include tree line ropes course (with a view of the property and WMS), ground ropes course, fitness trail, 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.

Destination Residential Zone: It is the intent of WMSDG 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.

+/- 300 Destination Residential Units: The units will be designed & amenitized for an extended stay (i.e. 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.

Vacation Rental Program: WMSDG 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.

Anticipated Result and Characteristics Making the Proposal Worthy of Pursuit: The net lease proposal provides the City with predictable, increasing rental revenue for the long term (99 years). Further, it eliminates any capital expenditures, management, or financial risk of the operation. Further, it provides the funding, without third party investment or debt, to bring the existing facility & operation up to a standard that the property & residents deserve.

Further, the development of Phase II with private development will substantially increase the ad valorem tax base for real estate currently not providing real estate tax revenue to the City . The site will also benefit the City in terms of sales taxes from the hotel and other commercial operations. Also, creating WMS as a world-renowned Health and wellness destination will certainly have a ‘multiplier’ effect on other business within North Port as those visitors will not be exclusive to the WMS project.

The operation will create hundreds of jobs that the residents of North Port will likely fill. Given the significant portion of the City’s residents who commute to work, this is a valuable benefit to the public. The public will also have free and paid for amenities that will preserve the honor and integrity of history of the area. The connection to the Legacy Trail will help provide even better access to the site.

The characteristics described above of both Phase I and Phase II certainly make the WMSDG proposal worthy of pursuit by the City.

- j. A detailed overview of the proposed business arrangements, including the plan for the development, financing, and operation of the project;

Business Arrangement: The PPP and acquisition of Phase II is proposed as follows:

99 Year Land Lease: WMS Development Group LLC will agree to the Lease with the City. The Lease payment shall be \$300,000 per year or \$25,000 per monthly with a 2% Annual increase.

Land Use / Activity Center: The deed to 62 Acres transferable upon providing Labor and Performance Bond for the completion of Phase I.

Closing: The closing shall take place not more than 60 days after the removal of contingencies mentioned below.

Financing & Equity of the Project: WMSDG shall fund the 100% of the equity portion of Phase I without any sort of third-party debt or financing.

Development & Renovation of Phase I Drawings: WMSDG will target to commence the renovation of the existing property within 60 days of closing the “PPP” subject to the issuance of applicable permits. The City will fund the first **\$9,345,471 million allocated by the City plus an assignment of the FEMA or insurance proceeds related to Hurricane Ian except for a reimbursement of any expenditures related to storm repair made by the City** based on a percentage of completion and monthly draws that will be verified/approved by Kimley-Horn. Insurance proceeds related to Hurricane Ian will be contributed to the project upon receipt assuming the PPP has been closed.

NNN Lease on Phase I: Within 60 days of the closing of the PPP, WMSDG Development Group LLC will be financially responsible for the operation with the City getting a fixed monthly net lease payment.

Due Diligence and Entitlement for 62 Acres: Upon final approval (after the 45 solicitation period and city commission vote) 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, geo-tech, historical, and other site condition studies. Further, WMSDG shall begin the process to ensure the land use, zoning, and master planning of Phase II. WMS Development Group LLC shall not to exceed 120 days to complete 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.

Infrastructure Improvements: To the extent additional infrastructure (i.e. upsizing of pipes and/or lift station) was added to Phase II, WMS Development Group LLC would negotiate a development agreement with the City which would outline the details of such improvements. This is not a requirement of the PPP. It was 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 such development agreement would be with Sarasota County.

Entitlement: The PPP will close upon the following conditions:

Wetland Contingency: Upon final approval (after the day 45 solicitation period and final City Commission vote) of the PPP, WMS Development Group LLC will commence the process to confirm the jurisdiction lines of

wetlands and have them flagged. Assuming that there are not more than 12 acres of wetlands on Phase II, WMSDG shall proceed to closing.

Land Use & Activity Center Contingency: The Labor and Performance Bond component of the PPP shall be contingent upon approval of a land use and/or Activity Center zoning not to exceed 250 hotel room resort, recreational and retail amenities, museum, and residential vacation units. It is the understanding that the comprehensive plan is inconsistent with the existing zoning. The City will initiate a comprehensive plan and zoning change to allow for the uses in this proposal.

Operation & Management: Within 45 days of the closing of the PPP, WMS Development Group LLC shall take over management and shall be responsible financially for the operations. at same time management begins. This condition shall be subject to the City's agreement with the current management company.

- k. Information demonstrating the private entity's understanding of and willingness to assume the risks associated with the project, including but not limited to costs, financing, construction, and quality assurance;

The City has provided WMSDG with the full set of plans and specifications for Phase I (existing 21 acres – Warm Mineral Springs). WMSDG has performed due diligence and believes the cost will be no greater than \$18 million (before additional damage from Hurricane Ian). WMSDG will put up a labor and assurance bond in the amount of \$18 million to provide the City with assurance that the proposed improvements will be made. It is the intent of WMSDG to build to or exceed the quality of the current set of plans. Possible enhancements include additional landscaping and infrastructure upgrades. The City will be consulted and have oversight to any changes from the Kimley Horn Plan.

- l. A preliminary project schedule;

Phase I – Within 60 days of the execution of the Lease, WMSDG will commence construction and within 2 years of construction commencement, WMSDG will complete construction, subject to the terms of the Lease.

Phase II – Based on the planning, market, and financing of certain aspects of Phase II, WMSDG will be commence development.

- m. A detailed financial analysis of the proposed project; and
See Attached Exhibit 'A'.

- n. Specification as to when the pricing or terms of the proposal will expire.

The specification to the terms and conditions will expire with 120 Business Days of the Commission Meeting to proceed.

We look forward to presenting this proposal to the Commission and the process to finalize this PPP.

Sincerely,



Ashley Barrett Bloom

WMS Development Group LLC

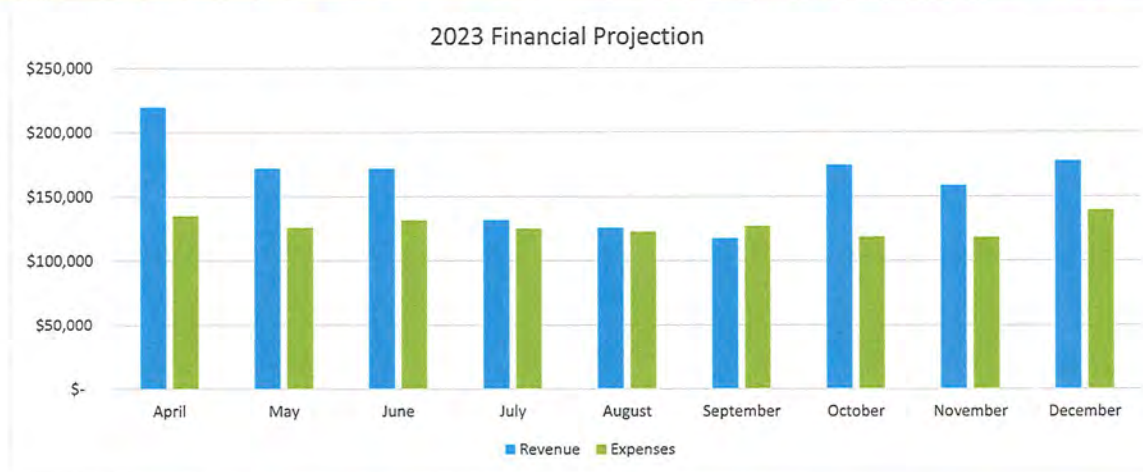
EXHIBIT 'A'

PROJECTED FINANCIAL DATA

WMS Development Group LLC

Nine Months - 2023

	APRIL	MAY	JUNE	JULY	AUGUST	SEPTEMBER	OCTOBER	NOVEMBER	DECEMBER	TOTALS
REVENUES										
Admissions (net of sales tax)	217,717	170,278	169,922	130,324	124,272	114,928	174,535	157,104	176,470	1,435,550
Gift shop commissions	1,877	1,833	1,785	1,121	1,403	2,475	-	1,533	1,389	13,416
Total Revenues	219,594	172,111	171,707	131,445	125,675	117,403	174,535	158,637	177,859	1,448,966
EXPENDITURES *										
Professional & Consulting fees	50,587	50,632	50,582	50,587	50,582	50,600	50,600	50,612	50,587	455,369
Water sampling	800	800	800	800	800	800	800	800	800	7,200
Utility services	500	500	500	500	800	770	1,400	1,100	820	6,890
Rentals	12,861	6,303	6,559	8,314	5,265	10,285	-	-	21,345	70,932
Rent Expense	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	225,000
Repairs	8,000	8,000	8,000	8,000	8,000	8,000	8,000	8,000	8,000	72,000
Landscaping	6,000	6,000	6,000	6,000	6,000	6,000	6,000	6,000	6,000	54,000
Promotional activities	3,146	1,926	-	61	462	-	-	85	-	5,680
Marketing	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	90,000
Bank/transaction & other fees	6,039	4,733	4,722	3,615	3,456	3,229	4,800	4,363	4,891	39,848
Salaries, payroll tax, insurance	12,000	12,000	12,000	12,000	12,000	12,000	12,000	12,000	12,000	108,000
Minor operating supplies	170	100	7,428	120	100	100	100	100	100	8,318
Total Expenditures	135,103	125,994	131,591	124,997	122,465	126,784	118,700	118,060	139,543	1,143,237
Net Operating Income (Loss)	84,491	46,117	40,116	6,448	3,210	(9,381)	55,835	40,577	38,316	305,729



* Please note that the above proforma does not include capital expenditures

PROJECTED FINANCIAL DATA

WMS Development Group LLC

Calendar Year 2024

	JANUARY	FEBRUARY	MARCH	APRIL	MAY	JUNE	JULY	AUGUST	SEPTEMBER	OCTOBER	NOVEMBER	DECEMBER	TOTALS
REVENUES													
Admissions (net of sales tax)	\$ 123,255	\$ 153,062	\$ 216,950	\$ 239,489	\$ 187,306	\$ 186,914	\$ 143,356	\$ 136,699	\$ 126,421	\$ 191,989	\$ 172,814	\$ 194,117	\$ 2,072,372
Gift shop commissions	1,868	1,372	1,577	2,065	2,016	1,964	1,233	1,543	2,723	-	1,686	1,528	19,575
Total Revenues	125,123	154,434	218,527	241,554	189,322	188,878	144,589	138,242	129,144	191,989	174,500	195,645	2,091,947
EXPENDITURES*													
Professional & Consulting fees	50,592	50,583	50,587	51,599	51,645	51,594	51,599	51,594	51,612	51,612	51,624	51,599	616,240
Water sampling	800	800	800	816	816	816	816	816	816	816	816	816	9,744
Utility services	670	760	280	510	510	510	510	816	785	1,428	1,122	836	8,737
Rentals	-	-	12,768	13,118	6,429	6,690	8,480	5,370	10,491	-	-	21,772	85,118
Rent Expense	25,000	25,000	25,000	25,500	25,500	25,500	25,500	25,500	25,500	25,500	25,500	25,500	304,500
Repairs	8,000	8,000	8,000	8,160	8,160	8,160	8,160	8,160	8,160	8,160	8,160	8,160	97,440
Landscaping	6,000	6,000	6,000	6,120	6,120	6,120	6,120	6,120	6,120	6,120	6,120	6,120	73,080
Promotional activities	351	-	-	3,209	1,965	-	62	471	-	-	87	-	6,145
Marketing	15,000	10,000	10,000	10,200	10,200	10,200	10,200	10,200	10,200	10,200	10,200	10,200	126,800
Bank/transaction & other fees	3,441	4,247	6,009	6,160	4,828	4,816	3,687	3,525	3,294	4,896	4,450	4,989	54,342
Salaries, payroll tax, insurance	12,000	12,000	12,000	12,240	12,240	12,240	12,240	12,240	12,240	12,240	12,240	12,240	146,160
Minor operating supplies	100	110	100	173	102	7,577	122	102	102	102	102	102	8,794
Total Expenditures	121,954	117,500	131,544	137,805	128,515	134,223	127,496	124,914	129,320	121,074	120,421	142,334	1,537,100
Net Operating Income (Loss)	\$ 3,169	\$ 36,934	\$ 86,983	\$ 103,749	\$ 60,807	\$ 54,655	\$ 17,093	\$ 13,328	\$ (176)	\$ 70,915	\$ 54,079	\$ 53,311	\$ 554,847

2024 Financial Projection



* Please note that the above proforma does not include capital expenditures

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 green grass and dense green trees. To the right of the pond, there is a paved area with several cars parked. In the background, there are more trees and a winding path. The overall scene is a lush, green park environment.

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 foreground, there is a large, irregularly shaped pond surrounded by dense green trees. To the right of the pond, a paved road runs vertically. The background shows a mix of green fields, more trees, and some buildings or structures. The overall scene is a lush, natural 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 park or recreational area. In the center, there is a large, irregularly shaped pond with a greyish-blue surface. To the right of the pond, there is a paved parking lot filled with many cars. The surrounding area is a mix of green grass, dense trees, and some buildings or structures. A road is visible on the right side of the image. The overall scene is a well-maintained outdoor space.

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

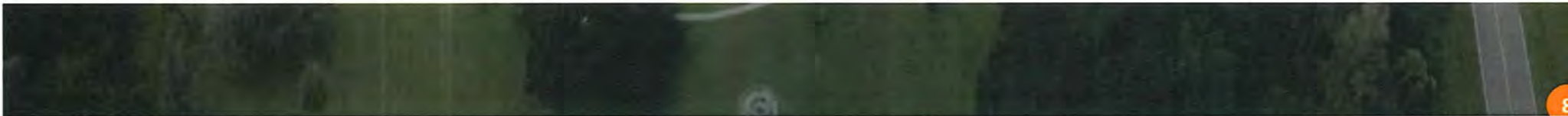
II. Funding over \$9 Million Dollar from City of North Port

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

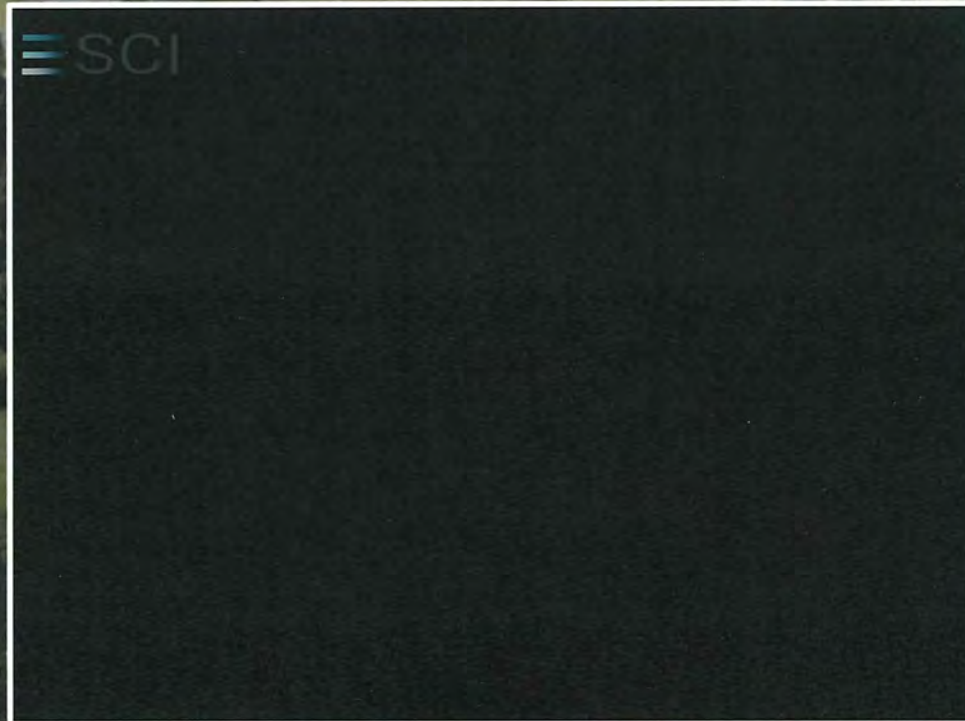


MANUFACTURING INDUSTRIAL FACILITIES DEVELOPED, OWNED AND LEASED BY ALESSIO



SEATING CONCEPTS

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



PAN GLO USA

Manufacturing facility
(located outside of
Chicago, Illinois)



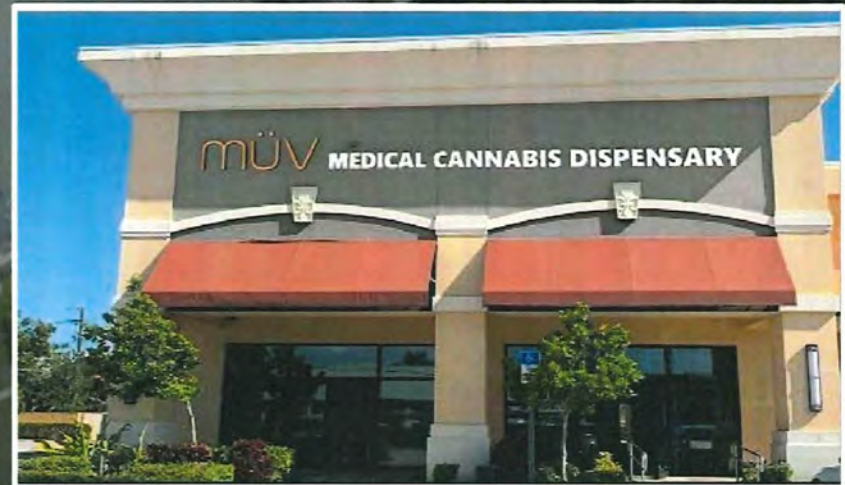
RETAIL FACILITIES—SELECTED DEVELOPED, OWNED AND LEASED BY ALESSIO



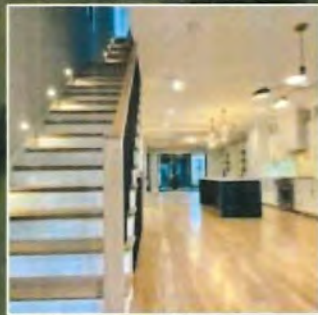
ZEN LEAF —
MULTIPLE LOCATIONS IN
ILLINOIS, WEST
VIRGINIA, NEW JERSEY,
AND FLORIDA



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 Reciprocity

137.5 FTE JOBS
Supported by Reciprocity Campus

\$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°

kcrg.com
North


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

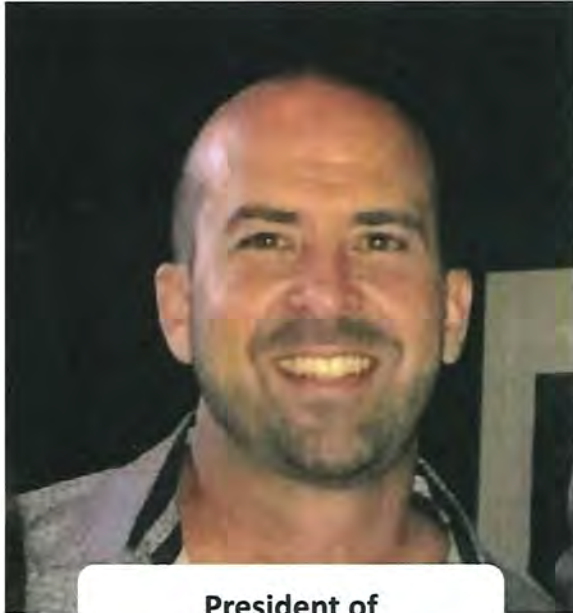
\$59,947,000.00

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 image shows 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 upper left, there are several houses with light-colored roofs and green lawns. The overall scene is a mix of greenery and developed areas. The text "PROJECT DETAILS AND DEVELOPER COMMITMENT" is overlaid in large, bold, orange letters across the center of the image.

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, possibly gravelly or sandy 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 or path runs along the right side of the image. The overall scene is a well-maintained outdoor space.

**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 image shows 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, surrounded by lush greenery and trees. A road runs along the right side of the image. The overall scene is a well-maintained residential area.

**WMS
Development
Group LLC**