

This instrument was prepared by or under the supervision of (and after recording should be returned to):

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Nabors, Giblin & Nickerson, P.A.  
2502 Rocky Point Drive, Suite 1060  
Tampa, Florida 33607

(Space reserved for Clerk of Court)

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**FIRST AMENDMENT TO ASSIGNMENT  
OF GROUND LEASE**

**by the**

**FINANCING CORPORATION FOR THE  
SCHOOL BOARD OF SARASOTA COUNTY, FLORIDA**

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**FIRST AMENDMENT TO ASSIGNMENT  
OF GROUND LEASE**

**KNOW ALL MEN BY THESE PRESENTS**, that the **FINANCING CORPORATION FOR THE SCHOOL BOARD OF SARASOTA COUNTY, FLORIDA**, a Florida single-purpose, not-for-profit corporation (the "Corporation"), for and in consideration of good and valuable considerations to it in hand paid by **WELLS FARGO BANK, NATIONAL ASSOCIATION**, not in its individual capacity, but solely as trustee (the "Trustee"), the receipt of which is hereby acknowledged, has sold, assigned, transferred and set over, and by these presents does sell, assign, transfer and set over unto the Trustee the following:

(a) The instrument of ground lease and the leasehold estate created by said instrument of ground lease, being that certain Ground Lease Agreement, dated as of March 1, 2009, as amended by the First Amendment to Ground Lease Agreement, dated as of November \_\_, 2011 (the "Ground Lease"), as the same may be supplemented, modified or amended from time to time, a Memorandum of Ground Lease describing said Ground Lease which has heretofore been duly recorded in Official Records Book of the public records of Sarasota County, Florida (Instrument #2009034855), granted by the School Board of Sarasota County, Florida (the "Board"), acting as the governing body of the School District of Sarasota County, Florida to the Corporation in and to the Premises described therein; and

**TO HAVE AND TO HOLD THE** said instrument of ground lease, the leasehold estate created thereby, and any buildings and improvements thereon, unto Trustee, its successors and assigns forever; and

The Corporation does hereby covenant with the Trustee as grantee and assignee, its successors and assigns, that the Corporation (i) is the true and lawful owner of the leasehold estate created thereby, (ii) has good right to bargain, sell and transfer the same hereby, (iii) such leasehold estate of the Corporation is free and clear of any lien or encumbrance created by the Corporation, except for the "Lease Agreement" (as defined in the Ground Lease), (iv) that as of the date hereof there is no default under the terms of said Ground Lease, and (v) from and after this First Amendment to Assignment of Ground Lease, the Corporation will have no further interest in such Ground Lease or the leasehold estate thereby created.

[Remainder of this page intentionally left blank]

**IN WITNESS WHEREOF**, the Financing Corporation for the School Board of Sarasota County, Florida, by its officer thereunto duly authorized, has affixed its corporate name and seal as of the \_\_\_\_ day of November, 2011.

**WITNESS:**

**FINANCING CORPORATION FOR  
THE SCHOOL BOARD OF  
SARASOTA COUNTY, FLORIDA**

Name: \_\_\_\_\_

Print: \_\_\_\_\_

Name: \_\_\_\_\_

Print: \_\_\_\_\_

By: \_\_\_\_\_

Name: Frank Kovach

Title: President

Address: 1960 Landings Boulevard  
Sarasota, Florida 34232

**WITNESS:**

**ATTEST:**

Name: \_\_\_\_\_

Print: \_\_\_\_\_

Name: \_\_\_\_\_

Print: \_\_\_\_\_

By: \_\_\_\_\_

Name: Lori White

Title: Secretary

Address: 1960 Landings Boulevard  
Sarasota, Florida 34232

STATE OF FLORIDA                    )  
  ) SS:  
COUNTY OF SARASOTA            )

The foregoing instrument was acknowledged before me this \_\_\_\_ day of November, 2011, by Frank Kovach and Lori White, the President and Secretary, respectively, of the FINANCING CORPORATION FOR THE SCHOOL BOARD OF SARASOTA COUNTY, FLORIDA. Such person(s):

- is/are personally known to me.
- produced a current Florida driver's license as identification.
- produced \_\_\_\_\_ as identification.

(SEAL)

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Name:  
Notary Public, State of Florida  
My Commission Expires:

## EXHIBIT A

The Premises subject to the Ground Lease is amended to provide for the addition of the real property (together with all buildings, structures and improvements now or hereafter erected or situated thereon, including, without limitation, the "Projects" (as defined in the Ground Lease), all fixtures, additions, alterations or replacements thereto, now or hereafter located in, or used in connection with or attached or made to such land, to the extent title thereto may rest in the Board, any easements or other rights or privileges in adjoining property inuring to the fee simple owner of such land by reason of ownership of such land) described as follows:

### Elementary School "I"

Lots 1, 2 and 3, ELEMENTARY SCHOOL "I" IN NORTH PORT, as per plat thereof recorded in Plat Book 47, page 15, Public Records of Sarasota County, Florida.

### Sarasota County Technical Institute Phases IA, II & III

A parcel lying within Lots 10, 11 and 12, Block 4, Sarasota-Venice Subdivision of Section 4, Township 37 South, Range 18 East as recorded in Plat Book A, Page 13, Public Records of Sarasota County, Florida and described as follows:

Commencing at the southeast corner of said Section 4; thence N.89°37'02"W., along the south line of said Section 4, a distance of 669.25 feet; thence N.00°22'58"E., a distance of 348.86 feet to the POINT OF BEGINNING; thence N.42°00'00"W., a distance of 139.33 feet; thence N.20°01'58"W., a distance of 171.09 feet; thence N.48°00'00"E., a distance of 251.75 feet; thence N.38°00'00"E., a distance of 124.75 feet; thence S.52°00'00"E., a distance of 389.00 feet; thence S.38°00'00"W., a distance of 171.00 feet; thence S.63°24'50"W., a distance of 350.35 feet to the POINT OF BEGINNING.

Containing 164,520 square feet or 3.7769 acres, more or less.

A parcel lying within Lot 10, Block 4, Sarasota-Venice Subdivision of Section 4, Township 37 South, Range 18 East as recorded in Plat Book A, Page 13, Public Records of Sarasota County, Florida and described as follows:

Commencing at the southeast corner of said Section 4; thence N.89°37'02"W., along the south line of said Section 4, a distance of 1335.78 feet; thence N.00°22'58"E., a distance of 314.09 feet to the POINT OF BEGINNING; thence N.00°00'00"E., a distance of 157.63 feet; thence N.90°00'00"E., a distance of 321.34 feet; thence N.00°00'00"E., a distance of 46.45 feet; thence S.89°57'30"E., a distance of 187.39 feet; thence S.00°00'00"E., a distance of 203.95 feet; thence S.90°00'00"W., a distance of 508.73 feet to the POINT OF BEGINNING.

Said parcel contains 88,886 square feet, more or less.

Phase 3 Ground Lease Parcel 2:

A parcel lying within Lot 10, Block 4, Sarasota-Venice Subdivision of Section 4, Township 37 South, Range 18 East as recorded in Plat Book A, Page 13, Public Records of Sarasota County, Florida and described as follows:

Commencing at the southeast corner of said Section 4; thence N.89°37'02"W., along the south line of said Section 4, a distance of 925.79 feet; thence N.00°22'58"E., a distance of 860.48 feet to the POINT OF BEGINNING; thence S.90°00'00"W., a distance of 66.01 feet; thence N.00°00'00"E., a distance of 66.01 feet; thence N.90°00'00"E., a distance of 66.01 feet; thence S.00°00'00"E., a distance of 66.01 feet to the POINT OF BEGINNING.

Said parcel contains 4,357 square feet, more or less.

Together with the non-exclusive easement for ingress, egress, parking and utilities over lands described as follows:

A parcel of land being portions of Lots 9, 10 and 11, Block 4, and all of Lot 12, Block 4, all in Sarasota-Venice Subdivision of Section 4, Township 37 South, Range 18 East, as recorded in Plat Book A, Page 13, Public Records of Sarasota County, Florida, less the Public Rights-of-Way for both Beneva Road (variable width public right-of-way) as recorded in Road Plat Book 2, Page 30 and Proctor Road (84.00 foot wide public right-of-way) as recorded in Road Plat Book 1, Page 102, both in said Public Records; said parcel described as follows:

All of said Lot 12; the south 220.00 feet of said Lot 11; the south 800.00 feet of said Lot 9, less the west 340.00 feet; the south 800.00 feet of said Lot 10, all in said Block 4, Sarasota-Venice Subdivision of Section 4, Township 37 South, Range 18 East.

LESS therefrom three Lease Parcel~~s~~ described as follows:

(1) Phase 2 Lease Area:

A parcel lying within Lots 10, 11 and 12, Block 4, Sarasota-Venice Subdivision of Section 4, Township 37 South, Range 18 East as recorded in Plat Book A, Page 13, Public Records of Sarasota County, Florida and described as follows:

Commencing at the southeast corner of said Section 4; thence N.89°37'02"W., along the south line of said Section 4, a distance of 669.25 feet; thence N.00°22'58"E., a distance of 348.86 feet to the POINT OF BEGINNING; thence N.42°00'00"W., a distance of 139.33 feet; thence N.20°01'58"W., a distance of 171.09 feet; thence N.48°00'00"E., a distance of 251.75 feet; thence N.38°00'00"E., a distance of 124.75 feet; thence S.52°00'00"E., a distance of 389.00 feet; thence S.38°00'00"W., a distance of 171.00 feet; thence S.63°24'50"W., a distance of 350.35 feet to the POINT OF BEGINNING.

(2) Large Parcel, of which all of the Phase 3, Parcel 1 lease area is within;

A parcel lying within Lot 10, Block 4, Sarasota-Venice Subdivision of Section 4, Township 37 South, Range 18 East as recorded in Plat Book A, Page 13, Public Records of Sarasota County, Florida and described as follows:

Commencing at the southeast corner of said Section 4; thence N.89°37'02"W., along the south line of said Section 4, a distance of 1335.78 feet; thence N.00°22'58"E., a distance of 314.09 feet to the POINT OF BEGINNING; thence N.00°00'00"W., a distance of 390.96 feet; thence N.90°00'00"E., a distance of 343.73 feet; thence N.00°00'00"W., a distance of 124.66 feet; thence N.90°00'00"E., a distance of 165.00 feet; thence S.00°00'00"W., a distance of 515.62 feet; thence N.90°00'00"W., a distance of 508.73 feet to the POINT OF BEGINNING.

(3) Any portion of Phase 3, Parcel 2 lease area that falls within the above described servient parcel, said Phase 3, Parcel 2 lease area is described as follows:

A parcel lying within Lot 10, Block 4, Sarasota-Venice Subdivision of Section 4, Township 37 South, Range 18 East as recorded in Plat Book A, Page 13, Public Records of Sarasota County, Florida and described as follows:

Commencing at the southeast corner of said Section 4; thence N.89°37'02"W., along the south line of said Section 4, a distance of 925.79 feet; thence N.00°22'58"E., a distance of 860.48 feet to the POINT OF BEGINNING; thence S.90°00'00"W., a distance of 66.01 feet; thence N.00°00'00"E., a distance of 66.01 feet; thence N.90°00'00"E., a distance of 66.01 feet; thence S.00°00'00"E., a distance of 66.01 feet to the POINT OF BEGINNING.

Said servient parcel contains 921,614 square feet or 21.1573 acres, more or less.

Together with the non-exclusive easement for HVAC services over lands described as follows:

A parcel lying within the Northeast 1/4 of the Southeast 1/4 of Section 4, Township 37 South, Range 18 East, Sarasota County, Florida and described as follows:

Commencing at the southeast corner of said Northeast 1/4 of the Southeast 1/4 of Section 4; thence N.89°47'55"W., along the south line of said Northeast 1/4 of the Southeast 1/4, a distance of 370.14 feet; thence N.00°17'32"E., a distance of 112.45 feet to the POINT OF BEGINNING; thence S.90°00'00"W., a distance of 92.00 feet; thence N.00°02'18"E., a distance of 205.00 feet; thence N.90°00'00"E., a distance of 92.00 feet; thence S.00°02'18"W., a distance of 205.00 feet to the POINT OF BEGINNING.

Containing 18,860 square feet or 0.4330 acres, more or less.