

EXHIBIT C-1

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**AMENDMENT NO. 3**

**Dated as of February 1, 2014**

**TO**

**SERIES 2008A GROUND LEASE**

**Dated as of June 1, 2008**

**BETWEEN**

**THE SCHOOL BOARD OF BROWARD COUNTY, FLORIDA**  
acting as the governing body of  
the School District of Broward County, Florida  
as Lessor

**AND**

**U.S. BANK NATIONAL ASSOCIATION**  
(successor in interest to First Union National Bank of Florida),  
as Trustee and as Assignee of  
**BROWARD SCHOOL BOARD LEASING CORP., as Lessee**

**(Series 2008A-1 Facility Sites)**

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**AMENDMENT NO. 3 TO THE SERIES 2008A GROUND LEASE**  
**(Series 2008A-1 Facility Sites)**

**THIS AMENDMENT NO. 3** dated as of February 1, 2014 ("Amendment No. 3") to the Series 2008A Ground Lease dated as of June 1, 2008 (as heretofore amended, the "Original Ground Lease"), each between THE SCHOOL BOARD OF BROWARD COUNTY, FLORIDA (the "School Board"), acting as the governing body of the School District of Broward County, Florida (the "District"), as Lessor, and U.S. BANK NATIONAL ASSOCIATION (successor in interest to First Union National Bank of Florida), as trustee (the "Trustee") and as Assignee pursuant to a Series 2008A Assignment Agreement dated as of June 1, 2008 (the "Series 2008A Assignment Agreement") of BROWARD SCHOOL BOARD LEASING CORP. (the "Corporation"), a not-for-profit corporation organized and existing under and pursuant to Chapter 617 and Section 237.40, Florida Statutes, as Lessee. All terms used herein and not otherwise defined shall have the meanings given to such terms in the Original Ground Lease. The Original Ground Lease, as amended by this Amendment No. 3, is hereinafter collectively referred to as the "Series 2008A Ground Lease."

**W I T N E S S E T H:**

WHEREAS, as of June 1, 2008, the School Board and the Corporation entered into the Original Ground Lease; and

WHEREAS, the Corporation assigned all of its interest in the Original Ground Lease to the Trustee pursuant to the Series 2008A Assignment Agreement; and

WHEREAS, as of October 1, 2008, the School Board and the Trustee entered into Amendment No. 1 to the Original Ground Lease ("Amendment No. 1," together with the Original Ground Lease, the "Series 2008A Ground Lease") in order to add the legal description and permitted encumbrances for the Series 2008A-1 Facility Site designated as "Western High School" to the Original Ground Lease in order to subject such real property to the lien thereof.

WHEREAS, as of April 1, 2009, the School Board and the Trustee entered into Amendment No. 2 to the Original Ground Lease ("Amendment No. 2," together with the Original Ground Lease and Amendment No. 1, the "Series 2008A Ground Lease") in order to (i) add the legal description and permitted encumbrances for the Series 2008A-1 Facility Site designated as "Coconut Creek High School" to the Original Ground Lease in order to subject such real property to the lien thereof and (ii) correct the legal description for the Series 2008A-1 Facility Site designated as "Western High School" as shown in Exhibit A – Part A to Amendment No. 1 to the Original Ground Lease.

WHEREAS, the School Board wishes to further amend the Original Ground Lease in order to remove the Series 2008A-1 Facility Sites designated as "Cooper City High School (Aquatic Complex)" and "Olsen Middle School" from the list of Series 2008A-1 Facility Sites, and thereby release the Series 2008A-1 Facility Sites designated as "Cooper City High School (Aquatic Complex)" and "Olsen Middle School" from the lien of the Series 2008A Ground Lease.

NOW, THEREFORE, the parties hereto mutually agree to the following amendments to the Original Ground Lease:

1. "Cooper City High School (Aquatic Complex)" Amendments. EXHIBIT A – PART A. DESCRIPTION OF REAL ESTATE is hereby amended by removing the legal description for the Series

2008A-1 Facility Site known as "Cooper City High School (Aquatic Complex)" set forth in Part I of Exhibit A attached hereto from the real estate descriptions as shown in EXHIBIT A – Part A. DESCRIPTION OF REAL ESTATE attached to the Original Ground Lease and EXHIBIT A – PART B. PERMITTED ENCUMBRANCES is hereby amended by removing the permitted encumbrances for the Series 2008A-1 Facility Site known as "Cooper City High School (Aquatic Complex)" set forth in Part II of Exhibit A attached hereto from the permitted encumbrances as shown in EXHIBIT A – PART B. PERMITTED ENCUMBRANCES attached to the Original Ground Lease.

2. "Olsen Middle School" Amendments. EXHIBIT A - PART A. DESCRIPTION OF REAL ESTATE is hereby amended by removing the legal description for the Series 2008A-1 Facility Site known as "Olsen Middle School" set forth in Part I of Exhibit B attached hereto from the real estate descriptions as shown in EXHIBIT A – Part A. DESCRIPTION OF REAL ESTATE attached to the Original Ground Lease and EXHIBIT A – PART B. PERMITTED ENCUMBRANCES is hereby amended by removing the permitted encumbrances for the Series 2008A-1 Facility Site known as "Olsen Middle School" set forth in Part II of Exhibit B attached hereto from the permitted encumbrances as shown in EXHIBIT A – PART B. PERMITTED ENCUMBRANCES attached to the Original Ground Lease.

This Amendment No. 3 may be executed in several counterparts, each of which shall be an original and all of which constitute but one and the same instrument.

Except as amended hereby, the Original Ground Lease shall remain in full force and effect and the parties hereto, by their execution hereof hereby ratify and confirm the Series 2008A Ground Lease.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, the School Board has caused this Amendment No. 3 to Series 2008A Ground Lease to be executed in its name and its seal to be hereunto affixed and attested by its duly authorized officials and the Trustee has caused this Amendment No. 3 to Series 2008A Ground Lease to be executed in its name by one of its duly authorized officers, all as of the date first above written.

[SEAL]

**THE SCHOOL BOARD OF BROWARD  
COUNTY, FLORIDA**

Attest:

By: \_\_\_\_\_  
Robert W. Runcie  
Secretary

By: \_\_\_\_\_  
Patricia Good  
Chair

**U.S. BANK NATIONAL ASSOCIATION**

By: \_\_\_\_\_  
Michael C. Daly  
Vice President

[AMENDMENT NO. 3 TO SERIES 2008A GROUND LEASE]

STATE OF FLORIDA            )  
  ) SS:  
COUNTY OF BROWARD        )

The undersigned, a Notary Public in and for the said County in the State aforesaid, do hereby certify that Patricia Good and Robert W. Runcie, personally known to me to be the same persons whose names are Chair and Secretary, respectively, of THE SCHOOL BOARD OF BROWARD COUNTY, FLORIDA, subscribed to the foregoing instrument, appeared before me this day in person and severally acknowledged that they, being thereunto duly authorized, signed, sealed with the seal of said School Board, and delivered the said instrument as the free and voluntary act of said School Board and as their own free and voluntary act, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this \_\_\_\_ day of \_\_\_\_\_, 2014.

NOTARY PUBLIC  
SEAL OF OFFICE:

\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA

\_\_\_\_\_  
(Name of Notary Public, Print, Stamp or  
Type as Commissioned.)

- ☐ Personally known to me, or  
☐ Produced identification:

\_\_\_\_\_  
(Type of Identification Produced)

STATE OF FLORIDA                    )  
  ) SS:  
COUNTY OF BROWARD            )

The undersigned, a Notary Public in and for the said County in the State aforesaid, do hereby certify that Michael C. Daly, personally known to me to be the same person whose name as Vice President of U.S. BANK NATIONAL ASSOCIATION, as Trustee, a national banking association organized under the laws of the United States of America, is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he, being thereunto duly authorized, signed and delivered the said instrument as the free and voluntary act of said association and as his own free and voluntary act, for uses and purposes therein set forth.

GIVEN under my hand and notarial seal this \_\_\_\_ day of \_\_\_\_\_, 2014.

\_\_\_\_\_  
NOTARY PUBLIC STATE OF FLORIDA

NOTARY PUBLIC SEAL OF OFFICE:

\_\_\_\_\_  
(Name of Notary Public, Print, Stamp or Type as  
Commissioned.)

☐ Personally known to me, or  
☐ Produced identification:\_\_\_\_\_

\_\_\_\_\_  
(Type of Identification Produced)

**EXHIBIT A – “Cooper City High School (Aquatic Complex)”**

**Part I. Legal Description of Series 2008A-1 Facility Site to be Released.**

**Cooper City High School (Aquatic Complex)**

A portion of Tract 14 of John W. Newman's Survey of Section 32, Township 50, Range 41 East, according to the Plat thereof as recorded in Plat Book 2, Page 26, of the Public Records of Dade County, Florida, described as follows:

Commence at the Southwest corner of said Tract 14; thence along the South line of said Tract 14, also being the South line of said Section 32, North 87°48'57" East (Bearing Basis) 507.53 feet; thence North 02°11'03" West 534.50 feet to the Point of Beginning; thence North 02°17'06" West 29.50 feet; thence South 87°42'54" West 4.00 feet; thence North 02°17'06" West 128.94 feet; thence North 87°41'55" East 185.73 feet; thence South 02°17'06" East 12.33 feet; thence South 87°42'54" West 16.67 feet; thence South 02°17'06" East 133.24 feet; thence South 87°42'54" West 102.06 feet; thence South 02°17'06" East 15.75 feet; thence South 87°42'54" West 12.33 feet; thence North 02°17'06" West 2.83 feet; thence South 87°42'54" West 50.67 feet; to the Point of Beginning.

Said Lands situate, lying and being in the City of Cooper City, Broward County, Florida and containing 25594 square feet (0.5888 acres) more or less.

**Part II. Permitted Encumbrances for Series 2008A-1 Facility Site to be Released.**

**Cooper City High School (Aquatic Complex)**

1. Restrictions, conditions, reservations, easements, and other matters contained on the Plat of NEWMAN'S SURVEY, as recorded in Plat Book 2, Page 26, Public Records of Miami-Dade County, Florida, together with the Deeds for Road Right-of-Way recorded in OR Book 1483, Page 71, OR Book 1483, Page 76, OR Book 1699, Page 237, OR Book 3713, Page 681, OR Book 3796, Page 542, OR Book 4489, Page 915, OR Book 18314, Page 735, OR Book 18923, Page 307, OR Book 18923, Page 309, OR Book 19751, Page 261, OR Book 19788, Page 462 and OR Book 20072, Page 261.
2. Reservations in favor of the State of Florida, as set forth in the Deed from the Trustees of the Internal Improvement Fund of the State of Florida, recorded in Deed Book 7, Page 576, as partially released by OR Book 1575, Page 416.
3. Reservations in favor of the State of Florida, as set forth in the Deed from the Trustees of the Internal Improvement Fund of the State of Florida, recorded in Deed Book 69, Page 204.
4. Reservations in favor the State of Florida, as set forth in the Deed from the Trustees of the Internal Improvement Fund of the State of Florida, recorded in Deed Book 581, Page 345, corrected by Deed Book 680, Page 567, as partially released by OR Book 1575, Page 418.



5. Reservations in favor of the State of Florida, as set forth in the Deed from the Trustees of the Internal Improvement Fund of the State of Florida, recorded in Deed Book 581, Page 346, corrected by Deed Book 680, Page 568, as partially released by OR Book 1575, Page 418.
6. Easement contained in the Deed recorded in OR Book 4354, Page 151.
7. Easement recorded in OR Book 4489, Page 912.
8. Easement recorded in OR Book 4520, Page 621.
9. Easement recorded in OR Book 6297, Page 742.
10. Easement recorded in OR Book 18160, Page 918.
11. Easement recorded in OR Book 19560, Page 327.
12. Easement recorded in OR Book 23833, Page 426.
13. Easement to Florida Power & Light Company recorded in OR Book 42586, Page 1814.
14. City of Cooper City Resolution No. 2006-09-1, with Water Sewer Developer's Agreement attached thereto, recorded in OR Book 42842, Page 1540.
15. Utility Easement to the City of Cooper City recorded in OR Book 43155, Page 1498.

NOTE: ALL OF THE FOREGOING RECORDING REFERENCES ARE TO THE PUBLIC RECORDS OF BROWARD COUNTY FLORIDA.

## **EXHIBIT B – “Olsen Middle School”**

### **Part I - Description of Series 2008A-1 Facility Site to be Released.**

#### **Olsen Middle School**

##### **BUILDING A:**

A portion of Tract “A” of “School Site 0470”, according to the Plat thereof, as recorded in Plat Book 145, Page 50, of the Public Records of Broward County, Florida, described as follows:

Commence at the Northwest corner of said Tract “A”, thence along the North line of said Tract “A” on a plat bearing of North 88°25’27” East 55.12 feet; thence South 01°34’33” East 25.72 feet to the Point of Beginning; thence North 88°24’45” East 256.42 feet; thence South 01°35’15” East 8.00 feet; thence North 88°24’45” East 27.92 feet; thence South 01°35’15” East 119.33 feet; thence North 88°24’45” East 96.67 feet; thence South 01°35’19” East 85.34 feet; thence South 88°24’56” West 34.67 feet; thence North 01°35’15” West 5.33 feet; thence South 88°25’19” West 45.33 feet; thence South 01°35’15” East 5.34 feet; thence South 88°24’45” West 16.67 feet; thence South 01°35’15” East 4.34 feet; thence South 88°23’30” West 38.13 feet; thence South 01°35’15” East 2.69 feet; thence South 88°24’45” West 36.54 feet; thence North 01°35’15” West 97.82 feet; thence South 88°24’45” West 11.67 feet to a point of Curvature of a 20.33 foot radius curve concave to the Northeast; thence Northwesterly along said curve through a central angle of 90°00’00” an arc distance of 31.94 feet to a point of tangency; thence North 01°35’15” West 25.56 feet; thence South 88°24’45” West 183.67 feet; thence North 01°35’15” West 32.88 feet; thence North 88°24’46” East 6.00 feet; thence North 01°35’15” West 43.12 feet to the Point of Beginning.

Said lands situate, lying and being in the City of Dania, Broward County, Florida and containing 41599 square feet (0.955 acres) more or less.

##### **BUILDING B:**

A portion of Tract “A” of “School Site 0470”, according to the Plat thereof, as recorded in Plat Book 145, Page 50, of the Public Records of Broward County, Florida, described as follows:

Commence at the Northwest corner of said Tract “A”, thence along the West line of said Tract “A” on a plat bearing of South 01°39’57” East 319.31 feet; thence North 88°20’03” East 431.43 feet to the Point of Beginning; thence North 88°24’45” West 21.33 feet; thence North 01°35’15” West 73.33 feet to the Point of Beginning.

Said lands situate, lying and being in the City of Dania, Broward County, Florida and containing 1564 square feet (0.036 acres) more or less.

**Part II. Permitted Encumbrances for Series 2008A-1 Facility Site to be Released.**

**Olsen Middle School**

1. Restrictions, conditions, reservations, easements and other matters contained on the Plat of SCHOOL SITE 0470, as recorded in Plat Book 145, Page 50.
2. Memorandum of Master Lease Purchase Agreement recorded in OR Book 18444, Page 394, together with Amendment thereto recorded in OR Book 26635, Page 363.
3. Memorandum of Ground Lease recorded in OR Book 18444, Page 401.
4. Easement to the City of Dania recorded in OR Book 28867, Page 885.
5. Memorandum of Series 2005B Ground Lease recorded in OR Book 39978, Page 746.
6. Memorandum of Series 2005B Lease recorded in OR Book 39978, Page 752.

NOTE: ALL OF THE FOREGOING RECORDING REFERENCES ARE TO THE PUBLIC RECORDS OF BROWARD COUNTY, FLORIDA.