

**From:** [Sara Hedges](#)  
**To:** [Linda Hudson](#); [Curtis Johnson](#); [Arnold Gaines](#); [Michael Broderick](#); [James Taylor](#)  
**Cc:** [Linda Cox](#)  
**Subject:** FW: King's Landing December 2024 Progress Update  
**Date:** Monday, December 30, 2024 5:07:34 PM  
**Attachments:** [image001.png](#)  
[image002.png](#)  
[image003.png](#)  
[image004.png](#)  
[Fw Personnel Announcement - Bill Ware.pdf](#)

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Good Evening –

Please see the below status update and attachment.

Thank you.

Sara

**Sara Hedges | City Attorney | City of Fort Pierce**

City Attorney's Office

Phone: 772.467.3046 Fax: 772.489.5492

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**From:** Francisco, Lainey W. <lfrancisco@jonesfoster.com>  
**Sent:** Monday, December 30, 2024 5:03 PM  
**To:** Sara Hedges <shedges@cityoffortpierce.com>  
**Cc:** Hawkins, Scott G. <SHawkins@jonesfoster.com>; Macfarlane, Mary T. <MMacfarlane@jonesfoster.com>  
**Subject:** King's Landing December 2024 Progress Update

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Good afternoon, Sara,

Pursuant to Paragraph 5 of the Second Amendment to the Amended and Restated Agreement for Development of King's Landing ("Agreement"), I am reaching out to provide you with our December 2024 Written Progress Update. This month, Audubon Development ("Audubon") and Harbert Realty Services ("HRS") have continued to focus their efforts towards (1) site plan modifications; (2) collaboration with Mainsail

Lodging and Development (MLD) and Marriott on the Hotel portion of the project; and (3) execution of a joint venture agreement.

### **Site Plan Modifications**

In collaboration with MLD and Marriott, the parties continue to work with the City on proposed site plan modifications. The goals of these modifications are (1) to enhance the overall quality of the project, (2) to elevate the user experience for residents and hotel guests, and (3) to improve the project's integration into the City's existing infrastructure and character. David Baggett with EDC was also included in the parties' efforts to refine the scope of their proposal to amend the currently approved site plan.

### **Mainsail/Marriott Terms Sheet and Franchise Application**

In addition to consulting with MLD and Marriott regarding site plan modifications, the parties continue to collaborate with MLD to complete the Marriott Franchise Application. As you know, a Terms Sheet between Marriott and MLD has already been agreed to and fully executed. We have received confirmation from MLD that the Marriott Franchise Application will be submitted on or before January 20, 2025 – **nine days ahead of the Project Schedule.**

Pursuant to Paragraph 6 of the Agreement, Audubon will provide notice to the City when this Franchise Application is completed and submitted to Marriott.

### **Joint Venture Agreement and Live Oak Contracting, Inc. (LOC)**

Bill Ware has amicably resigned from HRS and has joined Live Oak Contracting, Inc. (LOC) as its Development Manager. Please see the attached announcement. LOC is a recognized and established leader in multifamily construction based in Jacksonville, FL. LOC's Owner and President, Paul Bertozzi, is supportive of Mr. Ware's continued involvement with the project in his new role.

LOC's parent company, Live Oak Holdings Group (LOHG), intends to join the project as a co-general partner providing project equity, debt guaranty, and Mr. Ware's continued services. LOHG's potential project involvement was presented to and accepted by both Audubon and MLD, and thus all project efforts continue seamlessly as currently prescribed. The parties understandably need to re-examine the previously approved Joint Venture Salient Terms Agreement to account for the potential inclusion of LOHG.

We anticipate presenting the revised terms of the proposed joint venture agreement for discussion and approval pursuant to Paragraph 12 of the Amended and Restated Agreement for Development of King's Landing at the January 13, 2025, Quarterly Progress Update Presentation.

### **Extension Request**

As discussed with the Commission during our last quarterly presentation, additional time is required to amend the site plan pursuant to Marriott's specifications. The above-referenced revised partnership agreement will also require a brief extension. We respectfully request that the City consider granting the parties a thirty (30) day extension of the date prescribed in Paragraph 10 (Joint Venture Partnership) of the Second Amendment to the Amended and Restated Agreement for Development of King's Landing. This would move the deadline for joint venture finalization from February 6, 2025, to March 8, 2025. The parties additionally request that the dates within Paragraph 3 of the Agreement and all line items from number 5 through 16 and 20 through 33 in the previously approved Exhibit A Project Schedule be extended by a period of sixty (60) days.

We would like to present our request for discussion and approval during our January 13, 2025, Quarterly Progress Update Presentation.

If you are agreeable to adding the Joint Venture and Extension requests to the January 13<sup>th</sup>, 2025 agenda, our office will draft a Third Amendment reflecting these changes for your review. We are grateful for the City's continued collaboration on this project.

Please let me know if you have any questions or concerns.

Kind Regards,

Lainey



**Lainey W. Francisco**

Attorney

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The Corporate Transparency Act ("CTA") mandates that most legal entities (e.g., corporations, limited partnerships, LLCs) file a Beneficial Ownership Information ("BOI") report with the Financial Crimes Enforcement Network (FinCEN). Unless excepted, failing to timely file or

providing false information may lead to criminal and/or civil penalties, including fines of nearly \$600 per day and up to two years imprisonment. On December 3, 2024, a federal district court in Texas issued a nationwide preliminary injunction halting the enforcement of the CTA and BOI reporting requirements. Subsequently, the U.S. Court of Appeals for the Fifth Circuit lifted, and then reinstated, the injunction. Jones Foster P.A. is prepared to assist clients with CTA reporting and will continue to monitor the status of its enforceability. For guidance, please contact your Jones Foster P.A. attorney or email [JFCTA@jonesfoster.com](mailto:JFCTA@jonesfoster.com)

**From:** [Bill Ware](#)  
**To:** [Hawkins, Scott G.](#); [Francisco, Lainey W.](#); [Dale Matteson](#)  
**Subject:** Fw: Personnel Announcement - Bill Ware  
**Date:** Monday, December 30, 2024 4:43:41 PM  
**Attachments:** [image001.png](#)

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**External Sender** - From: (Bill Ware <[bware@liveoakcontracting.com](mailto:bware@liveoakcontracting.com)>)

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As requested.

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**From:** Ware, Bill <[BWare@harbert.net](mailto:BWare@harbert.net)>  
**Sent:** Thursday, December 26, 2024 9:03 AM  
**To:** Bill Ware <[bware@liveoakcontracting.com](mailto:bware@liveoakcontracting.com)>  
**Subject:** FW: Personnel Announcement - Bill Ware

**CAUTION:** This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.



**Bill Ware | Development Vice President**

Harbert Realty Services

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**From:** Williams, David <[dwilliams@harbert.net](mailto:dwilliams@harbert.net)>  
**Sent:** Tuesday, November 26, 2024 12:08 PM  
**To:** [\\_All\\_HRS\\_Employees <\\_All\\_HRS\\_Employees@harbert.net>](#)  
**Cc:** Ware, Bill <[BWare@harbert.net](mailto:BWare@harbert.net)>; Pritchett, Travis <[TPritchett@harbert.net](mailto:TPritchett@harbert.net)>  
**Subject:** Personnel Announcement - Bill Ware

All:

It is with mixed emotions that I announce the departure of Bill Ware from Harbert Realty Services. After 11-years of dedicated service, Bill has accepted a position with Live Oak – a Jacksonville construction firm that served as general contractor for our Hendricks at San Marco multi-family project. Throughout his time with HRS,

Bill has demonstrated professionalism, integrity, and a keen and unique determination to uncover development opportunities for HRS. Bill has been the inspiration and the driving force behind HRS's development business and projects in south Alabama and Florida for the past decade. I met Bill in 2011, when he introduced us to our first Publix shopping center development - in Enterprise, Alabama where the firm had a successful partnership with Bill for the development, construction, and eventual sale of the asset. We then asked Bill to join us as an employee of HRS and he became invaluable asset to our team, contributing his expertise, guidance, and unyielding optimism to Harbert Realty Services.

We will all miss Bill Ware, but he leaves behind a trail of hard work, dedication, and perseverance that I admire and respect. Please join me in expressing our gratitude to Bill for his 11+ years of service to HRS and in wishing him all the best in his new endeavor.

DRW



**David R. Williams | President and CEO**

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