

MINUTES OF MEETING

Each person who decides to appeal any decision made by the Board with respect to any matter considered at the meeting is advised that the person may need to ensure that a verbatim record of the proceedings is made, including the testimony and evidence upon which such appeal is to be based.

PASEO COMMUNITY DEVELOPMENT DISTRICT

The special meeting of the Board of Supervisors of the Paseo Community Development District was held on **Wednesday, January 12, 2011 at 10:07 a.m.** at the Paseo Village Center, located at 1611 Paseo Grande Boulevard, Fort Myers, Florida 33912.

Present and constituting a quorum:

Chad Kocses	Board Supervisor, Chairman
Keith Gelder	Board Supervisor, Vice Chairman
Frank Dengler	Board Supervisor, Assistant Secretary

Also present were:

Molly Syvret	District Manager; Rizzetta & Company, Inc.
Jan Albanese Carpenter	District Counsel; Latham, Shuker, Eden & Beaudine, LLP
Frank Savage	District Engineer; Barraco and Associates, Inc.
Brian Crumbaker	Trustee Counsel; Hopping Green & Sams, P.A. (via speakerphone)
Russ Weyer	Assessment Consultant; Fishkind & Associates
Hunter Jones	Maxcy Development (via speakerphone)

FIRST ORDER OF BUSINESS

Call to Order

Ms. Syvret called the meeting to order and read roll call.

SECOND ORDER OF BUSINESS

Consideration of the Minutes of the Board of Supervisors' Meeting held on December 15, 2010

Ms. Syvret presented the minutes of the Board of Supervisors' meeting held on December 15, 2010. She asked if there were any revisions. There were none.

<p>On a Motion by Mr. Kocses, seconded by Mr. Gelder, with all in favor, the Board approved the Minutes of the Board of Supervisors' Meeting held on December 15, 2010, for the Paseo Community Development District.</p>

THIRD ORDER OF BUSINESS

**Consideration of the Operation and
Maintenance Expenditures for the Month
of January 2011**

Ms. Syvret presented the Operation and Maintenance Expenditures for the month of January, 2011, covering the period of December 1-31, 2010, and totaling \$144,868.77. Ms. Syvret advised that the expenditures for this month were higher than normal due to the payment made on the Line of Credit to Fifth Third Bank. Questions were entertained.

On a Motion by Mr. Kocses, seconded by Mr. Dengler, with all in favor, the Board approved the Operation and Maintenance Expenditures for the Month of January 2011, covering the period of December 1-31, 2010, and totaling \$144,868.77, for the Paseo Community Development District.

FOURTH ORDER OF BUSINESS

**Consideration of Matters Relating to the
Levy of Special Assessments**

Mr. Savage presented the Second Supplemental Engineers Report dated November 17, 2010. Questions were entertained from the Board, District Counsel, and Trustee's Counsel.

On a Motion by Mr. Kocses, seconded by Mr. Gelder, with all in favor, the Board adopted the Second Supplemental Engineer's Report dated November 17, 2010, for the Paseo Community Development District.

Mr. Weyer presented the Amended Master Assessment Methodology Report dated October 27, 2010. He stated that the final Report will be dated January 12, 2011. Questions were entertained from the Board, District Counsel, and Trustee's Counsel.

On a Motion by Mr. Kocses, seconded by Mr. Gelder, with all in favor, the Board adopted the Amended Master Assessment Methodology Report dated January 12, 2011, for the Paseo Community Development District.

Ms. Syvret stated that she would like a motion to open the public hearing regarding the imposition of special assessments related to the bond restructuring.

On a Motion by Mr. Kocses, seconded by Mr. Gelder, with all in favor, the Board opened the Public Hearing Regarding to the Imposition of Special Assessment Related to the Bond Restructuring, for the Paseo Community Development District.

Ms. Syvret acknowledged that the hearing was duly advertised and noticed to the requisite landowners. She stated for the record that there were no audience members present. Ms. Syvret then asked for a motion to close the public hearing.

On a Motion by Mr. Kocses, seconded by Mr. Dengler, with all in favor, the Board closed the Public Hearing Regarding to the Imposition of Special Assessment Related to the Bond Restructuring, for the Paseo Community Development District.

Ms. Albanese Carpenter provided an overview of Resolution 2011-10, Levying Special Assessments. Ms. Albanese Carpenter advised that Trustee's Counsel has reviewed and provided comment to the Resolution. She asked if there were any questions. There were none.

On a Motion by Mr. Kocses, seconded by Mr. Gelder, with all in favor, the Board adopted Resolution 2011-10, Levying Special Assessments, for the Paseo Community Development District.

FIFTH ORDER OF BUSINESS

Update Regarding Bond Validation

Ms. Albanese Carpenter advised that her firm has filed the Bond Validation Complaint and that the State Attorney has accepted service. She has filed the order to show cause to have that hearing set and advertised. The State Attorney agreed to wait for that, to answer the complaint and her firm is talking with the Judge's assistant to have the show cause hearing set at the same time as the validation hearing.

SIXTH ORDER OF BUSINESS

Consideration of Second Amendment to Agreement Regarding the Collection and Enforcement of Special Assessments

Ms. Albanese Carpenter advised that this is an amendment to the forbearance agreement and it adds lots that have been sold. She stated that under section two it amends the forbearance agreement; there is a changes schedule attached and it extends 45 days after validation; or April 1st, which ever is earliest. Discussion ensued.

On a Motion by Mr. Kocses, seconded by Mr. Gelder, with all in favor, the Board approved the Second Amendment to the Agreement Regarding the Collection and Enforcement of Special Assessments, subject to revisions of Paragraph 2(1) on page 2 at (vi) to state April 1, 2011 or May 1, 2011 upon confirmation of the Validation hearing date, for the Paseo Community Development District.

SEVENTH ORDER OF BUSINESS

Staff Reports

- A. District Counsel
Ms. Albanese Carpenter advised that she had no further report.
- B. District Engineer
Mr. Savage provided his opinion relating to the failure of the pavers along the pavilion walkways. Discussion ensued.

On a Motion by Mr. Kocses, seconded by Mr. Dengler, with all in favor, the Board approved the Proposal from Timo Brothers for repair of walkways around three pavilions in an amount not to exceed \$3,640 per pavilion, or \$11,000 total, and authorizing District Engineer to map locations of the problem areas and oversee the repair, for the Paseo Community Development District.

C. District Manager

Ms. Syvret provided an update regarding the status of repairs of the Paseo sign at the corner of Palomino and Penzance, repairs of water feature at gatehouse, and repair of the landscape lighting along the Penzance perimeter.

Ms. Syvret stated that the next meeting of the Board of Supervisors is scheduled for Wednesday, January 26, 2011 at 11:00 am. The Board stated they would like to cancel the January 26, 2011 meeting.

EIGHTH ORDER OF BUSINESS

**Supervisor Requests and Audience
Comments**

Ms. Syvret opened the floor to supervisor requests and comments.

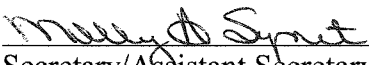
Mr. Gelder introduced Ed Turnipseed from Stahlman Landscaping, who provided an overview of their maintenance efforts since commencing services at the beginning of the month.

Ms. Syvret stated there were no audience members present.

NINTH ORDER OF BUSINESS

Adjournment

On a Motion by Mr. Gelder seconded by Mr. Dengler, with all in favor, the Board adjourned the meeting at 11:30 a.m. for the Paseo Community Development District.


Secretary/Assistant Secretary


Chairman/Vice Chairman