

WALK ON

Consent – Transportation – County Engineer

SUBJECT: Item 7.6.2. WALK ON: Request Approval of an Indemnification Agreement Between Colen Built Development, LLC and Marion County for the Proposed Calesa Township Perlino Grove Subdivision, Application Number 31832 (Budget Impact - None)

The attached walk-on item is requesting approval of an Indemnification Agreement associated with Land Development Code Section 2.18.4.E, which allows for up to 10% of the total lots to be constructed in a subdivision prior to recording the Final Plat.



Marion County

Board of County Commissioners

Walk-on Agenda

McPherson Governmental Campus
601 SE 25th Ave.
Ocala, FL 34471
Phone: 352-438-2323
Fax: 352-438-2324

District 1 – Craig Curry, Commissioner
District 2 – Kathy Bryant, Chairman
District 3 – Matt McClain, Commissioner
District 4 – Carl Zalak, III, Vice-Chair
District 5 – Michelle Stone, Commissioner

Tuesday, April 1, 2025

9:00 AM

**McPherson Governmental
Campus Auditorium**

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- 7.6.2.** WALK ON: Request Approval of an Indemnification Agreement Between Colen Built Development, LLC and Marion County for the Proposed Calesa Township Perlino Grove Subdivision, Application Number 31832 (Budget Impact - None)



Marion County

Board of County Commissioners

Agenda Item

File No.: 2024-17722

Agenda Date: 5/6/2025

Agenda No.: 7.6.1.

SUBJECT:

WALK ON: Request Approval of an Indemnification Agreement Between Colen Built Development, LLC and Marion County for the Proposed Calesa Township Perlino Grove Subdivision, Application Number 31832 (Budget Impact - None)

INITIATOR:

Steven Cohoon, P.E., County Engineer

DEPARTMENT:

Office of the County Engineer

DESCRIPTION/BACKGROUND:

This is a request seeking approval of an Indemnification Agreement associated with Land Development Code Section 2.18.4.E, which allows for up to 10% of the total lots to be constructed in a subdivision prior to recording the Final Plat. The five (5) conditions outlined in the proposed Indemnification Agreement have been met and the County Attorney's office has approved the proposed agreement for Calesa Township Perlino Grove. This will allow up to 21 individual building permits to be issued prior to Final Plat approval.

This subdivision is located in the southwest portion of the County and contains 218 lots and eight (8) tracts on 64.29 acres with 1.81 miles of private roads.

The final plat for Calesa Township Perlino Grove Subdivision was approved by the Board on March 18, 2025.

BUDGET/IMPACT:

None

RECOMMENDED ACTION:

Motion to approved the attached Indemnification Agreement between Colen Built Development, LLC and Marion County for the proposed Calesa Township Perlino Grove Subdivision and authorize the Chairman and Clerk to execute the same.



LEGAL REQUEST MEMORANDUM (LRM)

From: (Name) Cphoon Steven (Dept) Office of the County Engineer - 4121
 Last First
 (Title) County Engineer (Phone) 671-8686
 Signature [Handwritten Signature] Date Friday, December 20, 2024

The Office of the County Attorney is requested to provide legal assistance as detailed in this legal request and supporting documents (attached).

Request for: New Document Review & Comment RESUBMIT LRM No. _____
 Approve as to Form Other

Description of Request

Please review the attached Indemnification Agreement
 Agreement is between Colen Built Development, LLC. and Marion County.

For more information or discussion, contact: Same as above
 (Name) Pool Aaron (Title) Land Development Manager (Phone) 8338
 Last First

Agenda Item? Yes No Agenda Date: Tuesday, January 21, 2025
 Agenda Deadline Date for **Legal:** Friday, December 20, 2024 Agenda Deadline Date for **Admin:** Thursday, January 2, 2025

Note: Please allow a MINIMUM of 5 working days BEFORE deadlines for LRM to be completed.

DO NOT COMPLETE - Office of the County Attorney use ONLY

LRM No. 2024-1116

Assigned to: Matthew Guy Minter, County Attorney Dana E. Olesky, Chief Asst. County Attorney Thomas Schwartz, Asst. County Attorney Valdoston Shealey, Asst. County Attorney

Outcome:

Approved as to form and legal sufficiency
 Approved with revisions: Suggested Completed
 Other:

Date Received:

RECEIVED

By Marion County Attorney- AT at 8:46 am, Dec 23, 2024

Attorney Signature: [Handwritten Signature] Date 12/23/24
 Staff Signature: [Handwritten Signature] Date: 12/23/24 Returned: Department Admin _____
 Completed

INDEMNIFICATION AGREEMENT

THIS AGREEMENT, is made and entered into this ____ day of _____, 20____, by and between Colenbuilt Developments LLC, "Developer", and Marion County, a political subdivision of the State of Florida ("County").

WITNESSETH:

WHEREAS, the Developer hereby represents to the County that:

- A. The preliminary plat for the Project has been approved, and
- B. All permits required by Federal, State, or Local governmental agencies including appropriate Water Management Districts, have been obtained and copies provided to the Marion County Engineering Department, and
- C. The improvement plans for the Project have been approved, and
- D. A complete Final Plat has been submitted for review including cost estimate with appropriate assurance for subdivision improvements if incomplete, and
- E. The Development is being serviced by a central sewer and central water system, now therefore

IN CONSIDERATION of the mutual covenants contained herein, and other good and valuable considerations, the parties do hereby agree as follows, which terms shall be binding upon the parties and their respective successors and assigns:

1. **Building Permits.** Developer is currently developing a parcel of real property in Marion County, Florida into a residential community identified as Calesa Township Perlinogrove (the "Project"). Developer has requested that the County issue to it up to (21) individual permits for the construction of residential homes at the Project. County has agreed to issue the requested building permits, contingent upon the releases and indemnification obligation of Developer contained within this Agreement. In consideration for the agreement by the County to issue the requested building permits, Developer has agreed to provide to the County the releases and indemnity agreement set forth below.
2. **Release.** Developer hereby releases the County and its agents and employees from any claims and damages, now existing or hereafter accruing, related in any way to the issuance of the building permits for residential homes at the Project prior to the recording of the plat of the Project. Developer agrees that the County shall incur no liability through the issuance of the referenced building permits. Developer acknowledges that it will not be able to obtain final Certificates of Occupancy with respect to the residential units for which the building permits are issued until the plat is recorded.
3. **Indemnity.** Developer does hereby agree to indemnify and hold the County harmless from and against any and all claims, damages, losses, expenses (including but not limited to attorneys' fees), causes of action, judgments, liabilities arising out or resulting from, in any fashion, the issuance of building permits by the County described previously in this Agreement. This grant of indemnity shall be irrevocable. The grant of indemnity contained herein is absolute and unlimited. Pursuant to Section 768.28, Florida Statutes, nothing in the agreement may require County to indemnify or insure Developer for Developer's negligence.

4. **Litigation.** In the event of any litigation arising out of this Agreement, the prevailing party shall be entitled to recover all reasonable costs incurred including attorney's fees, specifically including any appellate or bankruptcy proceeding related thereto. This Section shall not be construed in any way to alter County's waiver of sovereign immunity or the limits established in Section 768.28, Florida Statutes, with respect to actions in tort or contract.
5. **Binding Effect.** The Agreement shall be binding upon the parties and their respective successors and assigns.
6. **Authorization.** The undersigned representative of the Developer hereby represents to the County that he is fully authorized by the Developer to represent the Developer in agreeing to the terms and conditions of this Agreement.
7. **Changes.** County reserves the right to suspend issuance of building permits pursuant to this agreement in the event unexpected changes occur on the Project's site including but not limited to the presence of endangered or threatened species on the site.

IN WITNESS WHEREOF, the parties have executed this Indemnification Agreement on the year and date above stated.

**BOARD OF COUNTY COMMISSIONERS
MARION COUNTY, FLORIDA**

ATTEST:

Gregory C. Harrell, Clerk

Kathy Bryant, Chairman

Approved as to Form
and Legal Sufficiency

Matthew G. Minter
County Attorney

For:

WITNESSES:

Print Name: Lisa Carzaro
Address: 8445 SW 80th St., Ocala, FL 34481

Print Name: JPAISA MESSINA
Address: 8445 SW 80th St., Ocala, FL 34481

DEVELOPER

COLEN BUILT DEVELOPMENT, LLC
8445 SW 80th St., Ocala, FL 34481

By: _____
Print Name: Kenneth D. Cole
as President



[Department of State](#) / [Division of Corporations](#) / [Search Records](#) / [Search by Entity Name](#) /

Detail by Entity Name

Florida Limited Liability Company
COLEN BUILT DEVELOPMENT, LLC

Filing Information

Document Number	L20000073686
FEI/EIN Number	85-0513215
Date Filed	03/10/2020
State	FL
Status	ACTIVE
Last Event	LC STMNT OF AUTHORITY 21
Event Date Filed	06/04/2024
Event Effective Date	NONE

Principal Address

8445 SW 80TH STREET
OCALA, FL 34481

Mailing Address

8445 SW 80TH STREET
OCALA, FL 34481

Registered Agent Name & Address

STEARNS WEAVER MILLER WEISSLER ALHADEFF
106 E COLLEGE AVE, STE 700
TALLAHASSEE, FL 32301

Authorized Person(s) Detail

Name & Address

Title PRES

COLEN, KENNETH D
8445 SW 80TH STREET
OCALA, FL 34481

Title VP CFO, Sec Treas

WOOLBRIGHT, C. GUY
8445 SW 80TH STREET
OCALA, FL 34481

Title ASEC

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OCALA, FL 34481

Title ASEC

SORIANO, PATRICIA
8445 SW 80TH STREET
OCALA, FL 34481

Title Exec VP, COO

Massarella-Aiosa, Linda
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OCALA, FL 34481

Annual Reports

Report Year	Filed Date
2023	02/24/2023
2024	02/14/2024
2024	04/10/2024

Document Images

06/04/2024 -- CORLCAUTH	View image in PDF format
04/10/2024 -- AMENDED ANNUAL REPORT	View image in PDF format
02/14/2024 -- ANNUAL REPORT	View image in PDF format
10/02/2023 -- AMENDED ANNUAL REPORT	View image in PDF format
02/24/2023 -- ANNUAL REPORT	View image in PDF format
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04/12/2021 -- ANNUAL REPORT	View image in PDF format
03/10/2020 -- Florida Limited Liability	View image in PDF format