

GENERAL TERMS AND CONDITIONS (CURRENT MARCH 2008)

JEA is not currently actively marketing the former Southside Generating Station property. Interested parties may obtain general site information from JEA's website, jea.com under Business, Services and Solutions, Surplus JEA Real Estate.

The minimum purchase price JEA will consider is \$32 million for the approximate 35 acres of property available. As of March 2008, the minimum price will require a non-contingent offer where the purchaser is responsible for all approvals, enhancements and development rights. Offers requiring JEA to obtain approvals or enhancements will only be entertained for additional price consideration.

It is anticipated that lands will be set aside from the 35 acres for a riverwalk extension and other public access elements that may include parks or common green areas. All the public spaces will be a part of the overall 35 acres including approximately 4 acres of wetlands. It will be the responsibility of any purchaser to design the riverwalk and other public elements into its overall site design and to negotiate the approval for the design and extent of those public elements with the City of Jacksonville through the Jacksonville Economic Development Commission.

Previous prospective purchasers and other interested parties have been concerned with three major categories of due diligence aside from the normal design, engineering, construction and pro forma cost elements. The major concerns have included:

- improving/enhancing access to the site by an extension of Prudential Drive through the Duval County School System's property adjacent to the west of the site
- finalizing the groundwater corrective measures study and future monitoring requirements, understanding all costs associated with satisfying the Brownfield Agreement and overall environmental clean up, and understanding off site environmental liabilities
- obtaining appropriate land use, zoning, and land development rights approvals for site development.

JEA previously conducted two bid offerings to market the site. The first was a Request for Qualifications/Request for Proposals that yielded two qualified respondents under a Qualifications/Price scenario. The second was a competitive invitation to bid based solely on high bid price.