Agenda Item # _R - 10____

Village of Royal Palm Beach Village Council Agenda Item Summary

Agenda Item:

APPROVAL AND AUTHORIZATION FOR THE VILLAGE MANAGER TO EXECUTE THE FIRST AMENDMENT TO AGREEMENT FOR PURCHASE AND SALE AGREEMENT TO PROVIDE A SIX-MONTH EXTENSION TO AMG BUSINESS ENTERPRISES LLC TO OBTAIN THE REQUIRED APPROVALS UNDER THE AGREEMENT.

Issue:

The Village of Royal Palm Beach ("Village") and AMG Business Enterprises LLC ("AMG") entered into an Agreement for the Purchase and Sale of Real Property ("Agreement") on August 29, 2022 for the sale of a 0.235± acre parcel on Seminole Palms Drive. Section 7.01 of the Agreement requires AMG to obtain the Approvals for the Intended Use of the Property within eighteen (18) months of Closing. Section 1.03 of the Agreement defines the Approvals to include: (1) a Comprehensive Plan Amendment to change the Future Land Use Designation from current Open Space ("OS") to Industrial ("IND"); (2) a Rezoning to change the Zoning Designation from current Public Ownership ("PO") to Industrial General ("IG"); (3) a Special Exception approval for a "Automobile and/or water craft repair and/or service"; (4) a Site Plan Modification approval; (5) Architectural and Aesthetic approval, and (6) building permit (collectively, the "Approvals").

To date, AMG has obtained Village approval for items (1)-(3) and has applications in process for items (4)-(5) as well as a Preliminary Plat application. The building permit cannot be issued until items (1)-(5) and the Preliminary Plat are approved by the Village. AMG submitted an extension request to the Village on March 12, 2024 to extend the date upon which all required Approvals must be obtained from the current deadline of May 30, 2024 to November 30, 2024 (a six-month extension).

Recommendation:

Upon Council review, Staff is requesting that the Village Council authorize the Village Manager to execute the First Amendment to the Agreement for Purchase and Sale of Real Property to provide the six-month extension and require all Approvals be obtained by November 30, 2024.

Initiator:	Village Manager	Agenda	Village Council
	Approval	Date	Action
Village Manager		4-18-24	



GONZALEZ, SHENKMAN & BUCKSTEIN PL

ATTORNEYS AT LAW

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March 12, 2024

Via Electronic Mail: <u>bobrien@royalpalmbeach.com</u>

Village of Royal Palm Beach 1050 Royal Palm Beach Boulevard Royal Palm Beach, FL 33411 Attn: Bradford O'Brien, Director of Planning and Zoning

RE: AMG Business Enterprises, LLC ("AMG") - Land Use Approvals

Dear Mr. O'Brien,

As you may or may not know, my firm is legal counsel to AMG. AMG purchased 0.2235 acres of land owned by the Village of Royal Palm Beach ("VRPB") identified as Parcel Control No. 72-41-43-35-00-000-7350 ("Parcel") pursuant to that certain Agreement for the Purchase and Sale of Real Property by and between VRPB and AMG dated August 29, 2022 ("Contract"). The Contract requires AMG to obtain the Approvals, as such term is defined in the Contract, to incorporate the Parcel into AMG's current existing automobile repair/service facility located at 500 Royal Plaza Road, Suite D. Pursuant to Section 7.01 of the Contract, AMG was to obtain the Approvals within eighteen (18) months of Closing, which date is May 29th, 2024 ("Approval Deadline"). My client has worked diligently to obtain the Approvals having completed all necessary steps except for the platting of the Parcel. Given the preliminary plat still needs to be reviewed by staff and thereafter approved by VRB's Planning and Zoning Board and VRPB Council at separate meetings, AMG is concerned that it may narrowly miss the Approval Deadline. As such, AMG is desirous of obtaining an extension.

In light of the above, this letter shall serve as AMG's formal request of VRPB's Council for a six (6) month extension of the Approval Deadline from May 29th, 2024 to November 29th, 2024 to obtain the Approvals for the Parcel pursuant to the Contract.

Thank you for your anticipated cooperation with this request. Also, kindly advise if you have any questions.

Sincerely Yours,

Francisco J. Gonzalez

Francisco J. Gonzalez

FJG/lk cc: Raymond Liggins (via-e-mail) Mitty Barnard, Esq.(via-e-mail)

FIRST AMENDMENT TO AGREEMENT FOR PURCHSE AND SALE OF REAL PROPERTY

THIS FIRST AMENDMENT TO AGREEMENT FOR PURCHASE AND SALE OF REAL PROPERTY ("First Amendment") is hereby entered into this _____ day of April, 2024, effective May 30, 2024, by and between the Village of Royal Palm Beach, a municipal corporation, ("Village") having its principal office located at 1050 Royal Palm Beach Boulevard, Royal Palm Beach, Florida, 33411; and AMG Business Enterprises LLC, a Florida limited liability company ("AMG").

WHEREAS, the Village and AMG entered into an Agreement for the Purchase and Sale of Real Property ("Agreement") on August 29, 2022; and

WHEREAS, Section 7.01 of the Agreement requires AMG to obtain the Approvals for the Intended Use of the Property within eighteen (18) months of Closing. Section 1.03 of the Agreement defines the Approvals to include: (1) a Comprehensive Plan Amendment to change the Future Land Use Designation from current Open Space ("OS") to Industrial ("IND"); (2) a Rezoning to change the Zoning Designation from current Public Ownership ("PO") to Industrial General ("IG"); (3) a Special Exception approval for a "Automobile and/or water craft repair and/or service"; (4) a Site Plan Modification approval; (5) Architectural and Aesthetic approval, and (6) building permit (collectively, the "Approvals"); and

WHEREAS, to date, AMG has obtained Village approval for items (1)-(3) and has applications in process for items (4)-(5) as well as a Preliminary Plat application. The building permit cannot be issued until items (1)-(5) and the Preliminary Plat are approved by the Village; and

WHEREAS, AMG submitted an extension request to the Village on March 12, 2024 to extend the date upon which all required Approvals must be obtained from the current deadline of May 30, 2024 to November 30, 2024 (a six-month extension).

NOW, THEREFORE, and in consideration of mutual terms, conditions, promises, covenants and payments hereinafter set forth, the Village and AMG agree as follows:

Section 1: The Agreement is hereby amended to effectuate the intent of this Amendment. This Amendment supersedes and shall control over any inconsistent provisions of the Agreement. The Parties agree to amend the Agreement as set forth herein, including as follows: Section 7.01 of the Agreement is hereby deleted in its entirety and replaced with the following:

Section 7.01. <u>Approval Process.</u>

(A) After Buyer's issuance of the Notice to Proceed, Buyer shall initiate and diligently pursue the process of obtaining the Approvals for the Intended Use of the Property as provided in Section 1.03 above beyond all applicable appeal periods (collectively, the "Approvals") in order for Closing on the Property to occur within three (3) months of the Effective Date of this Agreement and simultaneously with the Closing of East Parcel to Artemis Investments LLC. Buyer shall obtain the Approvals for the Intended Use of the Property within twenty-four (24) months of Closing. Seller shall have no claim against Buyer if Buyer is unable to obtain the Approvals. The Approvals shall not include any variances, landscape waivers, or final engineering design and permitting approvals are not considered a condition precedent to Closing, such items must be obtained by Buyer prior to the issuance of a building permit. Buyer may, at its sole option and risk, initiate and pursue the process of obtaining the Approvals for the Intended Use of the Property prior to Buyer's issuance of the Notice to Proceed.

(B) Buyer shall pay all costs and expenses associated with obtaining the Approvals.

Section 2: All other Sections and recitals of the above-referenced Agreement shall remain in full force and effect.

Section 3: This First Amendment shall be attached to the current Agreement and shall become a part thereof.

[SIGNATURE PAGES BELOW]

IN WITNESS WHEREOF, the parties have executed this First Amendment on the date set forth above.

WITNESSES:

AMG BUSINESS ENTERPRISES LLC

By:	By:
Print Name:	Print Name:
	Title:
By:	Date:
Print Name:	

WITNESSES:

VILLAGE OF ROYAL PALM BEACH

By:	
Print Name:	
By:	
Print Name:	

By:	
Print Name:	
Title:	
Date:	