

## PROFFERS

### COUNTRY SQUIRE LIMITED PARTNERSHIP

RZ 1997-MA-006

May 30, 1997

Pursuant to Section 15.1-491(a), Code of Virginia, 1950 as amended, Country Squire Limited Partnership, the Applicant in RZ 1997-MA-006, filed for property identified as Tax Map 72-3 ((1)) 17B, 81-1 ((1)) 19A, 20 (hereinafter referred to as the "Application Property"), proffers the following, provided that the Board of Supervisors approve a rezoning of the Application Property to the PDH-12 District.

1. Development Plan. Development of the Application Property shall be in substantial conformance with the Conceptual Development Plan/Final Development Plan ("CDP/FDP") prepared by VIKA, Inc. and Parker Rodriguez, Inc., consisting of fifteen (15) sheets dated November 5, 1996 and revised through May 23, 1997. There shall be a maximum of 270 units which shall include a minimum of 28 single family detached homes and a maximum of 92 multiple family units.
2. Final Development Plan Amendment. Notwithstanding that the CDP/FDP is presented on fifteen (15) sheets and said CDP/FDP is the subject of Proffer No. 1 above, it shall be understood that the CDP shall be the entire plan shown on Sheet 3 relative to the points of access, the total number and types of units and general location of units, amount of open space, the general location of the recreational facilities, location of common open space areas and buffers, and limits of clearing and grading. The Applicant has the option to request a Final Development Plan Amendment ("FDPA") for elements other than CDP elements from the Planning Commission for all or a portion of the CDP/FDP in accordance with the provisions set forth in Section 16-402 of the Zoning Ordinance, if in conformance with the approved CDP and proffers.
3. Minor Deviations. Pursuant to Paragraph 4 of Section 16-403 of the Zoning Ordinance, minor modifications from the FDP may be permitted as determined by the Zoning Administrator. The Applicant shall have the flexibility to modify the layout shown on the CDP/FDP without requiring approval of an amended FDP provided such changes are in substantial conformance with the FDP as determined by the Zoning Administrator, agents or assigns and neither increase the total number of units nor decrease the following: amount of open space; the amount of parking; the amount of tree preservation; the limits of clearing and grading; the number and type of recreation facilities; the location of common open space areas; or distances to peripheral lot lines. Such changes may include, revising the width of the units, or shifting the number of single-family attached units from one group of units to another.
4. Private Streets.

The private streets, excluding the one-way parking aisles and common driveways serving the single family detached units, shall be constructed in conformance with Public Facilities Manual (PFM) standard TS-5A with a minimum 24-foot easement and a minimum 24-foot pavement

width. Said private streets shall be constructed of materials and depth of pavement consistent with Section 7-502 of the Public Facilities Manual. Sidewalks shall be provided as generally shown on the CDP/FDP. Purchasers shall be advised at the time of execution of a contract of sale that the homeowners association shall be responsible for the maintenance of all the private streets, one-way parking aisles and common driveways. The homeowners association documents shall specify that the homeowners association is responsible for the maintenance of the private streets, one-way parking aisles and common driveways. The one-way parking aisles serving the single-family detached units shall be constructed in conformance with PFM standard 7-0802.1 of the PFM and the common driveways shall be constructed in conformance with PFM standard PS-3.

5. Recreational Facilities. Pursuant to Paragraph 2 of Section 6-110 of the Zoning Ordinance regarding developed recreational facilities, the Applicant shall provide the following facilities as shown on the CDP/FDP:
- a. One (1) swimming pool with clubhouse which will include a community meeting room, exercise room, and audio/visual room.
  - b. One (1) tot lot.
  - c. One (1) half-multipurpose court.
  - d. One (1) outdoor passive recreation area which will include a picnic area with tables and seating.

The Applicant proffers the minimum expenditure for the above-listed amenities to be \$1,000.00 per unit.

The swimming pool with clubhouse shall be constructed and open for use no later than at the time of the issuance of the 162nd Residential Use Permit ("RUP").

The tot lot, half multi-purpose court, and picnic area shall be constructed and open for use no later than at the time of the issuance of the 56th RUP for the multi-family units.

Memberships to recreational facilities shall be available on the same basis to all residents of the proposed community.

The Applicant shall contribute \$15,000.00 to the Park Authority for off-site recreational facilities in lieu of a stream valley trail no later than the time of the issuance of the 162nd RUP.

6. Swimming Pool Discharge. All waste water resulting from the cleaning and draining of the pool located on the site shall contain a minimum dissolved oxygen concentration of 4.0 milligrams per liter prior to discharge. The Applicant shall neutralize pool waters to a PH from 6.0 to 9.0 prior to discharge. Sufficient amounts of lime or soda ash shall be added to achieve a PH of approximate equal to that of the receiving stream.

If the water being discharged from the pool is discolored or contains a high level of suspended solids that could effect the clarity of the receiving stream, it shall be allowed to stand so that most of the solids settle prior to being discharged.

7. Stormwater Management. Best Management Practices (BMPs) for the Application Property shall be provided in accordance with the requirements of the Public Facilities Manual (PFM) and Chesapeake Bay Preservation Ordinance unless waived or modified by DEM. A conservation easement shall be placed on some or all of the undisturbed open space which is to be dedicated to the Fairfax County Park Authority if necessary to meet the BMP requirements of the PFM.
8. Limits of Clearing and Grading. The Applicant shall strictly conform to the limits of clearing and grading shown on the CDP/FDP subject to the installation of necessary public roadways, trails and utility lines, as determined by DEM. The public roadway (Cherokee Avenue frontage), trails and utility lines located within areas protected by the limits of clearing and grading shall be located and installed in the least disruptive manner possible considering cost and engineering as determined by DEM, and shall be designed to minimize future erosion as determined by DEM. A replanting plan shall be developed and implemented, as approved by DEM, for any areas within the areas protected by the limits of clearing and grading that must be disturbed. The limits of clearing and grading will be clearly identified in the field through, at a minimum, the provision of fencing and signage with additional measures provided as determined necessary by the Urban Forester.
9. Noise.
  - a. In order to achieve a maximum interior noise level of 45 dBA Ldn within that area impacted by highway noise from I-395 within the 65 Ldn noise contours as shown on the CDP/FDP, the Applicant shall construct the proposed dwelling units with the following acoustical measures to mitigate the impact of highway noise:

Construction materials and techniques known to have physical properties or characteristics suitable to achieve an STC of at least 39 for exterior walls;

Doors and windows shall have a laboratory STC rating of at least 28. If windows constitute more than twenty percent (20%) of any facade, they should have the same laboratory STC as walls.

Measures to seal and caulk between surfaces shall follow methods approved by the American Society for Testing and Materials to minimize sound transmission.
  - b. In order to achieve a maximum exterior noise level of 65 dBA Ldn in rear yard areas, an acoustically solid fence/wall and/or berm which is estimated to be eight (8)- eleven (11) feet in height between I-395 and any unshielded rear yards of dwelling units as generally shown on the CDP/FDP shall be constructed for those units which have rear yards located within the 65 dBA Ldn noise contour. The wall/berm shall have no gaps or openings (except where necessary to provide for a gate, drainage or utilities, as determined by DEM).
  - c. As an alternative, the Applicant may, at its sole discretion, have a refined acoustical analysis performed in coordination with DEM to determine which units/buildings may

have sufficient shielding to permit a reduction in the mitigation measures prescribed above, subject to approval by the Department of Environmental Management.

10. Affordable Dwelling Units (ADUs). The Applicant shall comply with the Affordable Dwelling Unit (ADU) program as set forth in Part 8 of Article 2 of the Zoning Ordinance. The number of ADUs to be provided may be reduced based on the adoption of a future amendment to the provisions of the ADU ordinance. The Applicant reserves the right to submit a site plan revision if such an amendment to the ADU ordinance is adopted subsequent to the site plan approval for the Application property. The ADUs shall be dispersed among the multiple family buildings.
11. Homeowners Association. The Applicant shall establish a homeowners association ("HOA") for the proposed development to own, manage and maintain the open space including the EQC areas not dedicated to the Board of Supervisors, tree save areas, the private streets, the recreational facilities, and all other community owned land and improvements. The HOA documents shall set forth what proffer obligations are binding upon the HOA and future homeowners or purchasers. The Applicant shall provide a copy of the proffers and the HOA documents to original purchasers at the time of the purchaser's execution of the contract of sale.

The Applicant shall permit the Lincolnia Park Citizens Association ("LPCA") to review the HOA documents to assure LPCA that the proffers are disclosed to and binding upon future homeowners or purchasers. The said documents shall be provided by the Applicant to LPCA on a timely basis prior to the documents' submission to the County Attorney. LPCA shall review those documents within seven (7) days of submission by the Applicant to LPCA. Comments provided by LPCA shall be taken into consideration by the Applicant.

12. Use of Garages. A covenant shall be recorded which provides that garages for the single-family attached and single family detached units shall only be used for a purpose that will not interfere with the intended purpose of garages (e.g., parking of vehicles). This covenant shall be recorded among the land records of Fairfax County in a form approved by the County Attorney prior to the sale of any lots and shall run to the benefit of the homeowners association, which shall be established, and the Fairfax County Board of Supervisors. Original Purchasers shall be advised of the use restriction at the time of execution of a contract of sale.
13. Energy Conservation. Homes on the property shall meet thermal guidelines of the Virginia Power Energy Saver Program for energy-efficient homes or its equivalent, as determined by DEM, for either electrical or gas energy systems.
14. Landscape Plan. A landscape plan shall be submitted as part of the site plan(s) and shall be coordinated with and approved by DEM. This plan shall provide for:
  - (a) landscaping consistent in quality and quantity with that shown on Sheet 4;
  - (b) the preservation of the trees shown on the CDP/FDP and on Sheet 4;
  - (c) the preservation of additional specific quality trees from those shown on the CDP/FDP which can be preserved to the maximum extent feasible without

precluding the development of the dwelling units as shown on the CDP/FDP;  
and

- (d) the Applicant shall make best efforts, as determined by the Urban Forester in coordination with the Applicant, to preserve the existing trees and provide supplemental landscaping along Cherokee Avenue on each side of the main entrance to the extent possible during construction of the VDOT road improvements along Cherokee Avenue.

DEM may require modifications to the landscape plan to the extent said modifications do not alter the number of dwelling units as shown on the plan, reduce the size of the units or require the installation of retaining walls greater than four feet in height.

As a result of final engineering in the event the areas designated as tree save areas on the CDP/FDP are modified or cannot be preserved as determined by DEM, equivalent tree save areas or equivalent landscaped areas consisting of native trees of equivalent species shall be substituted on the site as determined by the DEM.

- 15. Environmental Quality Corridor (EQC). The Applicant shall convey to the Fairfax County Board of Supervisors for public park purposes, the Indian Run EQC as depicted on the CDP/FDP at the time of recordation of the final record plat for each section adjacent to the EQC. The Indian Run EQC includes only the EQC on parcel 19A and does not include the portion of the EQC located on parcel 17B which is part of the tributary, Poplar Run. The conveyance of the EQC shall be subject to the granting of a sanitary sewer easement and any other necessary easements and letters of permission to the Applicant which may be necessary to construct required public improvements across the EQC and the existing public parkland. The EQC shall not be disturbed except for the public roadways, trails and utility lines shown on the CDP/FDP. A conservation easement may be placed on some or all of the open space if necessary to meet the BMP requirements of the Chesapeake Bay Preservation Ordinance. The portion of the EQC which is the part of the tributary, Poplar Run, shall be maintained by the HOA as undisturbed open space. The portion of the Poplar Run EQC created in Proffer 19(c) as Outlot A for use solely as open space without any recreational facilities or structures, consisting of 0.3 acres as referenced on the attached Subdivision Plat prepared by VIKA, Incorporated, dated May 8, 1997, for the area affected by surface water contaminants associated with the Component Manufacturing Shop, Fairfax County Tax Map 72-3((1))17, will not be dedicated to the HOA until the Virginia Department of Environmental Quality ("VDEQ") has issued a Certificate of Satisfactory Completion of Remediation for the property located on Fairfax County Tax Map 72-3 ((1)) 17. In the event such Certificate is not issued by VDEQ, this 0.3 acre outlot shall be maintained as undisturbed open space by the Applicant, its successors and assigns. The remainder of the Poplar Run EQC shall be dedicated to the HOA prior to the issuance of the 202nd RUP.

Concurrent with construction of the trail in Proffer 16 below, the Applicant shall restore areas within the EQC that have been disturbed as a result of demolition and removal of structures. Such restoration shall be pursued through (1) the provision of fill materials in a manner that will restore these areas to a grade consistent with adjacent areas and ensure long term stability, as determined by DEM and the revegetation of these areas with native species of trees consistent

with Public Facilities Manual guidelines for the replacement of trees (12-0403.7) or (2) through an alternative approach approved by the Urban Forestry Branch of DEM.

16. Trails. The Applicant shall construct a trail system to provide pedestrian access throughout the proposed residential development as shown on the CDP/FDP. The trail system shall not connect to Indian Run park. The Applicant shall construct a stone-dust/ asphalt nature trail as shown on the CDP/FDP located on the Application property within the EQC. The nature trail shall be located so as to minimize the disturbance within the EQC and shall be co-located with utility lines if determined feasible at time of final engineering and design. The trail shall be maintained by the HOA. The trail system shall be constructed and available for use no later than at the time of issuance of the 162nd RUP.

17. Cherokee Avenue.

A. Dedication. Subject to Virginia Department of Transportation ("VDOT") and Department of Environmental Management ("DEM") approval, the Applicant shall dedicate and convey in fee simple to the Board of Supervisors, right-of-way varying in width from 25 feet to up to 48 feet from the existing centerline of Cherokee Avenue, as generally shown on Sheet 15 of the CDP/FDP. Dedication shall be made at time of final site plan approval or upon demand by Fairfax County or VDOT whichever shall first occur.

B. Construction. The Applicant shall construct frontage improvements on Cherokee Avenue at the main entrance to the Application property within the dedicated right-of-way, as generally depicted on Sheet 15 of the CDP/FDP and as approved by VDOT. The Applicant shall design and construct the site entrance to provide adequate sight distance as required by VDOT. The Applicant shall make best efforts to preserve the existing trees along Cherokee Avenue on each side of the entrance to the extent possible during construction of the VDOT road improvements along Cherokee Avenue.

C. Main Entrance. The Applicant shall construct a raised island with pavement striping, as generally shown on Sheet 15 of the CDP/FDP and approved by VDOT to restrict left turns onto Cherokee Avenue from the main entrance of the community. The Applicant shall erect and maintain a sign stating this left turn restriction at the main entrance of the community. These improvements shall be substantially completed prior to the initiation of sales on the Application property. "Substantially completed" shall mean that the improvements are available for use by the public but may not have necessarily been accepted by VDOT for maintenance purposes. There shall be no additional entrances directly onto Cherokee Avenue other than the entrance from Powatan Drive.

Original Purchasers shall be advised of these restrictions at the time of execution of a contract of sale.

D. Signal Modifications. To mitigate any adverse impacts of new residential development on the Edsall Road/Cherokee Avenue and Cherokee Avenue/Shawnee Road intersections, the Applicant shall submit the design of the signal modifications to VDOT prior to the

issuance of the 202nd RUP for the Application Property, and implement at the Applicant's cost such timing modifications at the Edsall Road/Cherokee Avenue and the Cherokee Avenue/Shawnee Road signalized intersections as may be approved by VDOT. The Applicant shall seek modifications to include timing changes to allow for a "blinking" signal during off-peak P.M. hours, Monday thru Friday, and all day on weekends at the Cherokee Avenue/Shawnee Road intersection.

- E. Character of Cherokee Avenue. In consideration of Lincolnia Park Civic Associations's desire to maintain the existing character of Cherokee Avenue, the Applicant shall not propose, support, encourage or endorse any improvements to Cherokee Avenue north of the Application Property, including any expansion of the two-lane bridge on Cherokee Avenue immediately north of the Application Property. In addition, the Applicant shall not object to road improvements within the Lincolnia Park Community which attempt to reduce cut-thru traffic (*e.g.*, speed bumps). Original purchasers shall be advised of these restrictions at the time of execution of a contract of sale.
18. Powatan Drive. The Applicant shall erect and maintain a sign restricting left turn movements onto Cherokee Avenue from Powatan Drive during the a.m. peak hours (7:00 a.m. to 9:00 a.m.), Monday through Friday, as approved by DEM and/or VDOT. The Applicant shall erect this sign prior to the initiation of sales on the Application Property. The HOA documents shall disclose this restriction on left turn movements. Prior to the issuance of the two hundred and second (202) RUP for the Application Property, the Applicant/Developer shall make improvements to the existing private roadway (Powatan Drive) providing secondary access to the proposed development and the HOA shall be responsible for the routine maintenance. Improvements shall include providing a bituminous pavement overlay. Additional improvements may include the introduction of curbs, gutters, and other drainage improvements.
19. Environmental.
- a. Prior to Site Plan approval, the Applicant shall demonstrate that the Virginia Department of Environmental Quality ("VDEQ") has granted a Certificate of Satisfactory Completion of Remediation for the Application property.
- b. Prior to the commencement of any land disturbing activity on the Application property, the Applicant shall demonstrate to the satisfaction of DEM, the Fire and Rescue Department and Department of Health, that construction workers and future residents shall not be exposed to levels of contaminants that may be present on the property (including in connection with utilities contaminants associated with the Component Manufacturing Shop, Tax Map 72-3 ((1)) 17, ("CM Shop")) that pose a risk to human health as determined through Risk Assessment and Fate and Transport Analyses as established by the State of Virginia pursuant to Regulation 9VAC 20-160-10, et al. (EPA Risk Assessment Guidance for Superfund, Volume I). To facilitate consideration of this issue, the Applicant shall provide, at a minimum, the following information to DEM, the Fire and Rescue Department, and the Department of Health:
- A Certificate of Satisfaction from VDEQ in response to Closure Petition for the property dated March 7, 1997;
  - A copy of the proposed grading plan for the property;

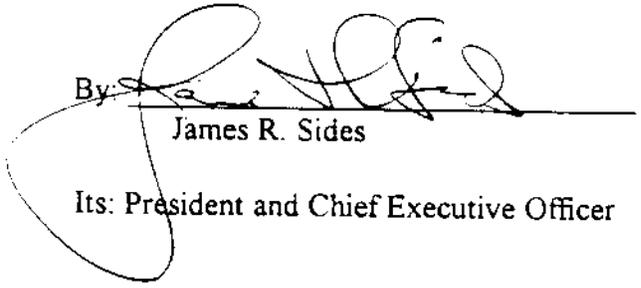
- A map or other information identifying depths to the groundwater table on the property (including fluctuations in such depths with elevations at utilities locations); and
  - Construction details for utility and other construction that will require excavation beneath the existing ground surface.
- c. Prior to the issuance of the first RUP on the Application property, the Applicant shall construct and maintain, until transfer of this affected area to the HOA, a secure fence to block access to the area (including any area on or adjacent to the Application Property) affected by surface water contamination associated with the CM Shop. The Applicant shall ensure that this fence will be sufficient to block access to any such area, to the satisfaction of DEM, the Fire and Rescue Department, and the Virginia Department of Health. Prior to the issuance of the first RUP, the Applicant shall also create an Outlot A for use solely as open space without any recreational facilities or structures, consisting of 0.3 acres as referenced on the attached Subdivision Plat prepared by VIKA, Incorporated, dated May 8, 1997, for the area affected by surface water contaminants associated with the CM Shop. Upon issuance of the Certificate of Satisfactory Completion of Remediation by VDEQ that the outlot poses no risk to human health, the outlot shall be dedicated from the Applicant to the HOA as undisturbed open space.
- d. The Applicant and on-site contractors and consultants shall remain observant for subsurface debris (including drums/barrels) or conditions which suggest contamination of soils in the work area (e.g., discolored soils, chemical odors) throughout all phases of the site development. Should observations reveal either the presence of subsurface debris that is not clearly inert or the potential for contaminated soils, all earthwork and construction activities within the affected areas shall cease immediately and shall not resume until the Applicant demonstrates, to the satisfaction of DEM, the Fire and Rescue Department, and Department of Health, that continuation of construction shall not result in any short term or long term adverse health or environmental impacts. The Applicant shall retain a qualified environmental professional to make regular inspections as deemed appropriate by the professional, to characterize any subsurface debris that is encountered, and to recommend, if necessary, remediation measures to be undertaken by the Applicant. The environmental professional shall have experience in evaluating contaminated sites and in performing risk assessments.
- e. Written information on this matter shall be provided to all construction crews and field workers by providing a copy of this proffer with all building contracts.
20. • Construction Traffic. The Applicant shall prohibit construction vehicles from using Cherokee Avenue through the Lincolnia Park community. Construction traffic shall originate and exit from the Edsall Road/Cherokee Avenue intersection. Signage shall be posted on Cherokee Avenue prohibiting construction traffic north of the Application Property and enforcement shall be pursued aggressively by the Applicant. The Applicant shall notify all contractors in writing of this restriction, which shall be incorporated in all construction contracts. Adequate parking for construction personnel and equipment shall be provided on site.

21. Architecture/Building Landscaping. The building elevations and typical landscaping for the proposed single family detached units, single family attached units and multiple family units shall be generally in character with the conceptual elevations and typical landscaping details for each type of unit as shown on Sheets 9-14 of the CDP/FDP, or of a comparable quality as determined by DEM. The exterior facades of the multiple family buildings shall consist of a minimum of 20 percent brick, excluding gables, doors, windows and balconies, and shall be architecturally compatible in terms of color and material with the single family attached units as determined by DEM.
22. Design Details. The design details shown on Sheets 4-8 submitted with the CDP/FDP are provided to illustrate the design intent and overall community organization of the proposed development. Landscaping and on-site amenities shall be generally consistent in terms of character and quantity with the illustrations and details presented on these sheets. Specific features such as exact locations of plantings, driveways, sidewalks to individual units etc. are subject to modification with final engineering and architectural design. Landscaping and on-site amenities shall include:
- a. Landscaped entry features shall be provided at the site's entrance to include entrance monumentation and/or signage, ornamental trees and shrubs as shown on Sheet 5 of the CDP/FDP.
  - b. Landscaping shall be provided around the swimming pool/clubhouse as shown on Sheet 7 of the CDP/FDP.
  - c. Neighborhood park areas as shown on the CDP/FDP shall be provided for passive recreation areas which shall include formal seating/benches, picnic area/tables, and landscaping as shown on Sheets 5, 6 and 8 of the CDP/FDP.
  - d. Pedestrian lighting shall be provided at intervals that will assure a well lighted pedestrian system throughout the community. The Applicant shall submit a lighting plan to DEM at time of site plan(s) to identify the specific locations of lighting to be provided.
23. Buffer Adjacent to Parcel 19B. The Applicant shall provide a landscaped buffer as shown on the CDP/FDP and Sheet 6 adjacent to the existing non-residential development on Parcel 81-1 ((1)) 19B. In addition, an additional landscaped buffer consisting of a minimum of fifteen (15) feet in width shall be provided off-site within a permanent landscape easement on Parcel 19B in the area adjacent to the proposed multiple family buildings in order to provide a total landscaped buffer of fifty (50) feet in this area, as shown on the CDP/FDP. If the landscape easement is not obtained, then the fifty (50) foot buffer shall be provided on-site. Such landscape easements shall run with the land in perpetuity and shall be recorded in a form approved by the County Attorney in the Fairfax County Land Records.
24. Trash Receptacles. All on-site dumpsters shall be adequately screened from view through the use of architectural walls, berms, fencing, landscaping or combinations thereof and shall be located entirely on the Application Property.

25. Notification. In addition to the requirements set forth in Section 17-107 of the Zoning Ordinance, the Applicant shall notify LPCA within fourteen (14) days of the submission of any applications for Proffered Condition Amendment(s)/Conceptual Development Plan Amendment(s) and/or Final Development Plan Amendment(s).
26. Review of Site Plan by Planning Commission. Prior to site plan approval, such plan shall be submitted to the Planning Commission for review for conformance with the Zoning Ordinance and Proffers.
27. Sidewalks. Applicant shall provide sidewalk connections between the driveways for the twenty-four (24) foot townhouse units identified on the CDP/FDP as buildings 16, 17, 18, 27, 28A, and 29.
28. Successors and Assigns. These proffers will bind and inure to the benefit of the Applicant and his/her successors and assigns. The Applicant and his/her successors and assigns shall provide a copy of the proffers and the HOA documents to original purchasers at the time of the purchaser's execution of the contract of sale.
29. Counterparts. These proffers may be executed in one or more counterparts, each of which when so executed and delivered shall be deemed an original document and all of which taken together shall constitute but one in same instrument.
30. Severability. Any of the single-family detached, single-family attached or the multiple family sections may be subject to a Proffered Condition Amendment (PCA) without joinder and/or consent of the other sections, if such PCA does not affect any other sections. Previously approved proffered conditions applicable to the section(s) which is not the subject of such a PCA shall otherwise remain in full force and effect.

(SIGNATURES BEGIN ON NEXT PAGE)

TITLE OWNER OF  
TAX MAP 81-1 ((1)) 19A  
ATLANTIC RESEARCH CORPORATION

By: 

James R. Sides

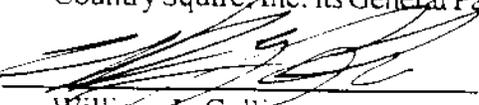
Its: President and Chief Executive Officer

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TITLE OWNER OF  
TAX MAP 72-3((1))pt. 17B; 81-1((1))20

Windy Hill Limited Partnership

By: Country Squire, Inc. its General Partner

By:   
William J. Collins

Its: Vice President

(SIGNATURES CONTINUE ON NEXT PAGE)

APPLICANT/CONTRACT PURCHASER OF  
TAX MAP 81-1((1))19A

COUNTRY SQUIRE LIMITED  
PARTNERSHIP

By: Country Squire, Inc. its General Partner

By:   
William J. Collins

Its: Vice President

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June 2, 1997