

PROFFERS

Bank of America, N.A.

PCA 1999-MV-025-02

December 1, 2006

Pursuant to Section 15.2-2303(A), Code of Virginia, 1950, as amended, subject to the Board of Supervisors approving this Proffered Condition Amendment for Tax Map 107-4 ((23)) Pt.E4 (the "Property"), Bank of America, N.A. (the "Applicant") and owners, for themselves, their successors and assigns, hereby reaffirm the previous proffers applicable to the Property accepted pursuant to the approval of RZ 1999-MV-025 and dated April 18, 2000, which will remain in full force and effect, except as amended as follows:

Replace Existing Proffer 1.a. to reflect updated plan/plat information:

1. GENERALIZED DEVELOPMENT PLAN

a. Subject to the provisions of Section 18-204 of the Fairfax County Zoning Ordinance therein after referred to as "Zoning Ordinance", development of the Property shall be in substantial conformance with the GDP/SEA plat, prepared by Bowman Consulting Group, Ltd., dated June 8, 2006 as revised through October 23, 2006.

Amend Existing Proffer 3, to add use in list of permitted uses.

3. Uses

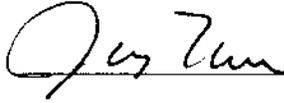
a. The following additional use is permitted within the buildings shown on the GDP/SEA plat:

- *Drive-In Bank (up to 10,000 SF on Pad "C" only)*

[SIGNATURES BEGIN ON THE FOLLOWING PAGE]

APPLICANT/LESSEE

By: **Bank of America, N.A.**

By:  _____

Name: Jay Taylor

Title: Senior Vice President

**TITLE OWNER OF TAX MAP 107-4 ((23)) E4/
LESSOR**

Columbia Lorton Station Marketplace, LLC

By: COLUMBIA LORTON STATION
MARKETPLACE, LLC, a Delaware limited
liability company

By: Columbia Lorton Station Marketplace
Member, LLC, a Delaware limited liability
company, its member

By: Columbia Regency Partners II, LLC, a
Delaware limited liability company, its member

By: Regency Centers, L.P., a Delaware limited
partnership, its manager

By: Regency Centers Corporation, a Florida
corporation, its general partner

By: 

Name:

ALAN T. ROTH

Title:

Vice President