

**WEST\*GROUP PROPERTIES LLC**  
**PCA 88-D-005-6**  
**August 9, 2007**

Pursuant to 15.2-2303(a) of the *Code of Virginia* 1950 as amended and Section 18-203 of the Zoning Ordinance of the County of Fairfax (1978 as amended) (“ZO”), subject to the Board of Supervisors’ approval of the requested Proffered Condition Amendment (“PCA”), the applicant, WEST\*GROUP PROPERTIES LLC, its successors and assigns, reaffirm Proffers dated August 23, 1995, a copy of which is attached as Exhibit A, which shall remain in full force and effect except as amended by Proffers dated February 26, 1999 (attached as Exhibit B) and Proffers dated June 21, 1999 (attached as Exhibit C) and Proffers dated July 18, 2002 (attached as Exhibit D) and as follows:

**I. Generalized Development Plan (“GDP”).** The location of buildings shown on the GDP dated September 5, 1990 and revised on October 4, 1994 and August 15, 1995 and February 23, 1999, April 12, 1999, July 16, 2002 and August 9, 2007, shall be considered for illustrative purposes only. Specific tabulations for floor area ratios, open space, parking, and final location of proposed buildings and parking structures shall be determined at the time of site plan review and approval. At the time of each site plan submission, a copy of the site plan shall be submitted to the Providence District Planning Commissioner for review and comment. The GDP is not proffered in its entirety, but certain elements of the GDP as specifically defined and described below are proffered.

A. Floor Area Ratios (“FAR”). The total FAR on the 185.9369 acre Gross Tract Area (as defined below) for all uses permitted in the C-3 Zoning District by right shall not exceed 0.58 FAR or 4,707,292 of non-residential square feet. The implementation of Density Transfer from Sub Unit L-4, defined herein, is described in definition of Land Bay A, however, individual Building Sites (as defined below) within each Land Bay may exceed a 1.0 FAR.

Definitions:

Gross Tract Area shall be defined as the total FAR on the 175.9408 acres of land plus the 5.7961 acres of land previously dedicated to public use or right-of-way, plus the 4.2 acres of land dedicated for the Destination Station, totaling 185.9369 acres for density computation purposes.

Building Site shall be defined as the land associated with a building(s), parking and/or parking structure(s), open space and accessory structures as shown on the “site plan.”

Land Bays shall be defined as follows (and shown on the GDP):

- Land Bay A-1, A-2, A-3, A-4 and A-5, collectively referred to as Land Bay A (consisting of 97.3906 acres of land.) Density Transfer. No change.
- Land Bay B (consisting of 1.8366 acres of land.) No change.

- Land Bay D-1 and D-2 (consisting of 37.8177 acres of land and 8.0173 acres of land dedicated for public use and right-of-way, for a total of 45.8350 acres of land for density calculation purposes.) No change.
- Land Bay E (consisting of 30.0097 acres of land notwithstanding that said total land area may be subdivided into two (2) or more lots of record with one (1) lot consisting of approximately 5.0 acres containing only a stormwater management facility). It is further understood that the entire amount of gross floor area (1,307,223 square feet attributed to this land bay) may be located on the remaining +/- 25 acres of the site, notwithstanding the fact that this may result in an FAR that exceeds 1.0 when calculated only on the +/- 25 acres. No change.
- Land Bay F (consisting of 10.8650 acres of land.)

**II. COUNTERPARTS.** To facilitate execution, this Proffer Statement may be executed in as many counterparts as may be required. It shall not be necessary that the signature on behalf of all the parties to this Proffer Statement appear on each counterpart of this Proffer Statement. All counterparts of this Proffer Statement collectively constitute a single instrument.

WEST\*GROUP PROPERTIES LLC

G.T. Halpin  
By: G. T. Halpin, President

WEST\*PARK Portfolio LLC

By: WEST\*PARK Portfolio Management LLC, Manager

G. T. Halpin  
By: G. T. Halpin, President

WEST\*STONE LLC

By: WEST\*STONE Management LLC, General Manager

By: PARK GATE GROUP LLC, its General Manager

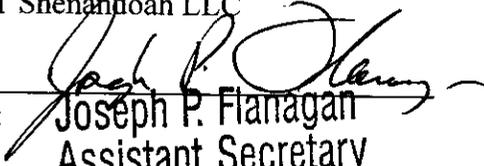
  
By: G. T. Halpin, President

TIAA Stafford – Harrison LLC

By:   
Joseph P. Flanagan  
Assistant Secretary

C-T Shenandoah LLC

By:

  
Joseph P. Flanagan  
Assistant Secretary