

WEST*GROUP PROPERTIES LLC
PCA 92-P-001-6
August 3, 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 October 6, 2000, a copy of which is attached as Exhibit A, which shall remain in full force and effect except as amended by Proffers dated April 5, 2001 (attached as Exhibit B) and Proffers dated November 14, 2001(attached as Exhibit C) and as follows:

I. GENERALIZED DEVELOPMENT PLAN (“GDP”). The locations of the buildings shown on the GDP dated February 10, 1992, revised May 6, 1992, February 23, 1999 and September 12, 2000, for Sheets 2, 3, 4, 4A, 5, 6A, 7 and 9, *and as amended through May 9, 2007, for Sheets 1 and 8*, shall be considered for illustrative purposes only. Specific tabulations for floor area ratios, green space, parking, and final location and footprint of the proposed buildings and parking structures for each individual building site 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 described below are proffered.

- A. Floor Area Ratios (“FAR”). No change.
- B. Building Height. No change.
- C. Landscaping. No change.
- D. Transitional Screening and Barrier. No change.
- E. Pedestrian Access System. No change.
- F. Storm Water Management and Best Management Practices. No change.
- G. Environmental Quality Corridor (“EQC”) and 100 Year Flood Plan (“Flood Plain”). No change.
- H. Limits of Clearing and Grading. No change.
- I. Compensatory Landscaping. No change.

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

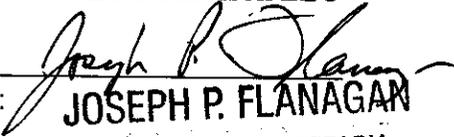
TDC Owner, LLC

By: Dweck, LLC, Manager

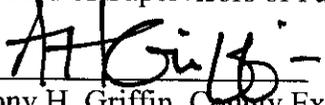


By: Ralph S. Dweck, Manager/Member

TIAA Stafford-Harrison LLC

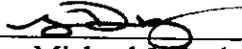
By: 
JOSEPH P. FLANAGAN
ASSISTANT SECRETARY

The Board of Supervisors of Fairfax County

Handwritten signature of Anthony H. Griffin in black ink, written over a horizontal line.

Anthony H. Griffin, County Executive / Agent

MR Old Meadow Capital LLC



Name: Michael J. Darby

Title: Managing Member