



FAIRFAX COUNTY

APPLICATION FILED: September 14, 1999
APPLICATION AMENDED: June 4, 1999
PLANNING COMMISSION: July 28, 1999
BOARD OF SUPERVISORS: August 2, 1999 @ 3:30 pm

V I R G I N I A

July 22, 1999

STAFF REPORT ADDENDUM

APPLICATION RZ/FDP 1998-LE-048

LEE DISTRICT

APPLICANT: Metro Park, LLC

PRESENT ZONING: R-1 (18.52 acres)
I-4 (8.40 acres)
I-5 (10.95 acres)

REQUESTED ZONING: PDC

PARCEL(S): 91-3 ((1)) 11B and 11C (formerly pt. of Parcel 11), 23, 23A, 24, 26, 27, 28, 29, 30, 31A, 31B (includes area of former Walker Lane easement)

ACREAGE: 37.17 acres

FLOOR AREA RATIO (FAR): 0.62

OPEN SPACE: 14.1 acres (34 percent)

PLAN MAP: 3-4 du/ac (19.35 acres)
1-2 du/ac (18.52 acres)

PROPOSAL: Establish an office park with 978,000 square feet of office buildings with a hotel, a child care center and retail in an additional 109,400 square feet of gross floor area for a total of 1,087,400 square feet of development

WAIVERS AND MODIFICATIONS: Transitional screening yard and barrier

STAFF RECOMMENDATIONS:

Staff recommends that RZ 1998-LE-048 and FDP 1998-LE-048 be denied. However, if it is the intent of the Board to approve RZ 1998-LE-048, staff recommends that the approval be

subject to proffers consistent with those contained in Attachment 1. If it is the intent of the Planning Commission to approve FDP 1998-LE-048, staff recommends that the approval be subject to the Board of Supervisors approval of RZ 1998-LE-048 and subject to the proposed development conditions in Attachment 2.

It should be noted that it is not the intent of the staff to recommend that the Board, in adopting any conditions proffered by the owner, relieve the applicant/owner from compliance with the provisions of any applicable ordinances, regulations, or adopted standards.

It should be noted that the content of this report reflects the analysis and recommendation of staff; it does not reflect the position of the Board of Supervisors.

For information, contact the Zoning Evaluation Division, Department of Planning and Zoning, 12055 Government Center Parkway, Suite 801, Fairfax, Virginia 22035-5505, (703) 324-1290.



Americans with Disabilities Act (ADA): Reasonable accommodation is available upon 7 days advance notice. For additional information on ADA call (703) 324-1334.

BACKGROUND

The June 30, 1999, Staff Report recommended denial of this application. The applicant has since submitted revised proffers to address the issues outlined in the staff report. The revised proffer statement is contained in Attachment 1.

On July 12, 1999, the Board of Supervisors approved Amendment No. 95-47 to the adopted Comprehensive Plan. The amended text to the Plan is contained in Attachment 3.

A reduced copy of the combined Conceptual/Final Development Plan (CDP/FDP) is in Attachment 4; this CDP/FDP is dated June 28, 1999. A revised affidavit is included as Attachment 5 and the locator map is included in Attachment 6.

DISCUSSION

Plan Amendment No. 95-47

The adopted Plan Amendment has amended the recommendations of the Comprehensive Plan with regard to the application property. The amended text includes an option for mixed use development for Land Units A and B at a 0.55 Floor Area Ratio (FAR) for offices and support retail and up to 110,000 square feet for a child care center and hotel. The amended Plan also recommended that the gross floor area attributable to the portion of the application property south of the Parkway be transferred to the north and the area south of the Parkway preserved as open space. As discussed in the Staff Report, the proposed development conforms with the mixed use and intensity recommendations now specified in the Plan. The adopted Plan text also includes a number of conditions that should be addressed to achieve the mixed use option. The Staff Report noted that some of these conditions had not been satisfied; those conditions are addressed by the following analysis regarding the outstanding issues.

Outstanding Issues Contained in the Staff Report

As discussed in the Staff Report, a number of issues associated with the proposed rezoning to the PDC District were identified as outstanding. The following is a listing of those issues by category followed by a discussion of how the applicant has proposed to address each issue:

Transportation

Beulah Street: The draft proffers in the Staff Report stated that the applicants would provide frontage improvements for Beulah Street in the future, when in excess of 560,000 square feet were built on the site; this schedule would have delayed improvements to Beulah Street, while allowing additional trips and turning movements to be added. In addition, the applicants did not proffer to provide any turn lanes at either of the proposed entrances, except an undersized left-turn lane associated with the public improvements for Walker Lane.

- The revised proffers have addressed many of the unresolved issues associated with the improvement of Beulah Street. The revised proffers provide for construction of frontage improvements if the project is not underway by the time the level of development exceeds 560,000 square feet of gross floor area of office use or for a contribution towards the pending Beulah Street project at that same trigger point. However, staff contends that the contribution should be provided should be provided or the improvements constructed when the level of development reaches 425,000 square feet for all uses, not just office development. In the alternative, the construction of frontage improvements could be delayed to the time the development exceeds 560,000 square feet, provided that the contribution coincided with the project to widen Beulah Street. In addition, the applicant has set a limit on the amount of the contribution of \$200,000; however, staff has not been provided with the basis for such an amount. The amount of the contribution should be based on an estimate prepared for review by County Staff at the time of site plan approval for the first building within the Walker tract. Staff considers this issue to be unresolved.

In addition, while not addressed in the Staff Report or in the Transportation Analysis, the applicant should provide all ancillary easements associated with the Beulah Street widening project. This is addressed by a proposed development condition in Attachment 2.

Proposed Metro Park Drive: As depicted on the CDP/FDP in the Staff Report, proposed Metro Park Drive was shown crossing land not controlled by the applicant and, therefore, there was no assurance that it would be built. In addition, the draft proffers in the Staff Report stated that this road would not connect to Beulah Street, thereby not providing a second access point from Beulah Street until access was provided to Lewin Park or after 700,000 square feet were built.

- The proffers have been revised with regard to the timing of the construction of Metro Park Drive and the road behind the parking garage, now identified as Jasper Lane, to provide for access to Lewin Park should that be required due to the redevelopment of that residential neighborhood to non-residential uses, the construction of the planned interchange at Beulah Street and the Franconia-Springfield Parkway, or upon request of seventy-five (75) percent of the owners of land in Lewin Park who control at least seventy-five (75) percent of the land.

However, the revised proffers would delay the construction of the connection to Beulah Street in the location of proposed Metro Park Drive, until the level of development reaches 560,000 square feet of office development. Staff recommends that this trigger be revised to be 425,000 square feet of office development.

Proposed Additional Turn-Lane on the Parkway: The draft proffers in the Staff Report included caveats which might have precluded the turn-lane being provided.

- The revised proffers have modified the caveats such that they are now acceptable to staff. It should be noted that the proffers have been modified to specify that the pavement section for the lane that is anticipated to occur on where the shoulder for the east bound lanes is currently located will meet VDOT standards for a travel lane.

Walker Lane: Staff requested that a cul-de-sac be provided at the terminus of Walker Lane until such time as it may be extended to the Parkway, subject to appropriate approvals.

- Upon further review of the proposed ending of Walker Lane at a median break for the four lane divided roadway, staff has determined that this will provide an adequate turn around. This issue has been resolved.

Transportation Demand Management (TDM proffer): The draft proffer in the staff report did not include any specifics, including a proposed target for a reduction in the number of trips.

- The revised proffers in Attachment 1 provide for a detailed TDM program that is consistent with other such proffers. However, the proffer states that a rideshare coordinator would not be established until the level of development exceeds 560,000 square feet of gross floor area. This is inappropriate, staff believes that a rideshare coordinator should be in place with the construction of the first building. A coordinator need not be assigned full time to such duties; however, the provision of information regarding transportation alternatives, promotion of carpooling and coordination with the Department of Transportation (DOT) staff should be in place with the initial stages of the project. These activities could include promotion of the proffered shuttle service to the transit center, among others.

Environment

Stormwater Management: As noted in the Staff Report, it would have been desirable to incorporate bio-retention facilities, such as rain gardens, into the open space and the peripheries of the parking lots.

- This issue has not been addressed in the revised proffers or the revised CDP/FDP.

Noise from the Railroad: The applicants had not proffered noise attenuation for the office buildings closest to the railroad.

- The proffers have been revised to state that noise attenuation will be provided in the office buildings adjacent to the railroad tracks. Staff has concluded that the revised proffers adequately address this issue.

Tree Preservation: The applicants did not proffer to transplant any of the existing landscape materials around the homes on the Walker Tract (Land Bay B) and did not commit to preserve any of the vegetation on the slopes along the railroad tracks.

- The applicant continues to decline to proffer to tree transplantation; the applicant verbally cites the sandy condition of the soils (maintaining a suitable root ball) as making successful transplantation unlikely. (See the letter dated July 15, 1999, contained in Attachment 6). It should be noted that the soils within the area along the Walker Lane easement are not mapped on the County Soils Map. Staff believes that successful transplantation is possible under these circumstances, if the conditions of the soil are taken into account during transplantation.

Heritage Resources

Heritage Resources: The applicants had not proffered to do an archeological survey of the area of the cemetery.

- The revised proffers do not address this issue; however, as noted in the July 15, 1999, letter from Barbara J. Fried, the area of the cemetery is to be preserved, including the immediate surroundings. Staff considers this issue to be resolved. It should be noted that most of the other property was the site of a former gravel mine.

Urban Design

The draft proffers and the CDP/FDP addressed by the Staff Report did not include many of the design details normally associated with development in a PDC District and as recommended by the adopted Plan text. The applicants proposed to address many design details at later stages of the project; however, staff stated that it would have been desirable for details to have been provided prior to rezoning so staff could have evaluated design details and quality as part of the evaluation of the application. The revised CDP/FDP and the proffers contained in this addendum address many of the issues that were not addressed by the submissions addressed in the Staff Report. The applicant's response to many of the design issues raised in the Staff Report are contained in the letter in Attachment 5. The following is a discussion of the changes based on the issues raised in the conclusion section of the Staff Report.

Building and Signage: The CDP/FDP and the draft proffers addressed in the staff report did not provide any details regarding these elements of the proposed project.

- The proffers in Attachment 1 state that the architectural styling of all buildings, parking structures and signage shall be "compatible and of high quality typified by unified schemes" and goes on to state that the materials of the buildings will be precast concrete and/or masonry or brick with complementary architectural details. The proffers also include reference to an attached exhibit demonstrating the architectural style to be used for the first office building. While the draft proffer is intended to provide assurance that the architecture will be "high quality," the proposed proffer also provides great flexibility in the design of the buildings. Staff continues to prefer that additional details be provided regarding design details of the project. However, in recognition that such details are not likely to be provided, it is recommended that, prior to the issuance of a building permit, the architectural drawings be returned to the Planning Commission for review and approval to ensure that the standards contained in the proposed proffer are implemented. This review and approval would be required pursuant to a proposed development condition for FDP 1998-LE-048 in Attachment 2.

Proposed Streetscape: Both the notes on the previous CDP/FDP and the draft proffers contained in the Staff Report included provisions which would have allowed the development of the site without the illustrative streetscape.

- The proffers have been revised to include in the caveat that the streetscape may be modified if the streetscape does not conform with the regulations for landscaping along a public street; further, the proffer states that the applicant will seek a variance or exception from the applicable regulation and document that effort as part of site plan approval. It should be noted that Sect. 16-403 of the Zoning Ordinance would allow such flexibility to be accomplished with an administrative determination that the proposed modification based on the requirements of VDOT or another agency is in substantial conformance with the proffers and the CDP/FDP. Therefore, with the commitment to seek a variance or exception, staff considers this issue to be resolved.

Street Furniture: While the draft proffers in the Staff Report stated that benches and trash cans would be provided, it was not clear where such amenities would be located.

- The revised proffers now specify that a number of benches and trash cans will be provided and also include a performance standard for their placement within the site. While staff would prefer that the locations of these amenities be specified now, through illustrative drawings of the plaza areas and building entrances, the proposed proffer provides a sufficient commitment to ensure that such amenities will be provided and that they will likely be placed in appropriate locations.

Open Space: The alternative design with three (3) office buildings on Land Unit B did not include an alternative for the open space plaza being supplanted by the additional office building. The amount of parking lot landscaping in the western part of the site was minimal.

- The revised CDP/FDP included in this addendum does not address either of these issues any differently than the previous submission addressed. A proposed development condition for FDP 1998-LE-048 would require that the amount of parking lot landscaping in the western part of the site be doubled.

Building Orientation: Staff recommended that the three (3) office buildings shown between new Walker Lane and the railroad tracks be located closer to the road to encourage transit use.

- This issue has not been addressed by the revised submissions.

Landscaping Adjacent to the Parking Garage: Staff recommended that additional landscaping be provided adjacent to the parking garage in the southwest corner of the property.

- The revised CDP/FDP includes landscaping adjacent to the parking garage in the southwest corner of the property. With this modification, staff considers this issue to be adequately addressed.

Standards for all Planned Development Districts (Part 1 of Article 16)

Child Care Center: The applicant did not provide sufficient detail with regard to the proposed child care center to allow staff to evaluate it against the applicable Zoning Ordinance standards.

- The revised CDP/FDP and the proffers contained in this addendum state that the child care center will be limited to ninety-nine (99) children. Therefore, the child care center is subject to the additional standards contained in Sect. 8-305. Additional Standard Number 1 requires an outdoor play area equivalent to 100 square feet for each child in the play area at any one time. Other specifications for the play area include the following: the area is not in a building or within a parking area; the area is outside of the required front yard; the area is developable as active outdoor recreation; and, the area does not occupy more than eighty (80) percent of the required side and rear yards combined. The 60x100 foot play area shown on the CDP/FDP would allow 60 children in the play area at one time. This is a sufficiently sized play area. The proposed child care center is located at the proposed intersection of Beulah Street and Metro Park Drive with access to the center from future Metro Park Drive. The proposed access satisfies the requirements of Par. 3, that access be on a collector road, and of Par. 4, that the center be designed to permit the safe pick up and delivery of the children.

CONCLUSIONS AND RECOMMENDATIONS

Conclusions

Although the applicant has addressed many of the issues raised in the Staff Report, significant issues regarding transportation remain unresolved. In addition, it would be desirable that the provisions regarding stormwater management and design be addressed as recommended in this addendum. In staff's opinion, the applicant has not demonstrated conformance with the Comprehensive Plan or with the applicable standards of the Zoning Ordinance.

Recommendations

Staff recommends that RZ 1998-LE-048 and FDP 1998-LE-048 be denied. However, if it is the intent of the Board to approve RZ 1998-LE-048, staff recommends that the approval be subject to proffers consistent with those contained in Attachment 1. If it is the intent of the Planning Commission to approve FDP 1998-LE-048, staff recommends that the approval be subject to the Board of Supervisors approval of RZ 1998-LE-048 and subject to the proposed development conditions in Attachment 2.

It should be noted that it is not the intent of the staff to recommend that the Board, in adopting any conditions proffered by the owner, relieve the applicant/owner from compliance with the provisions of any applicable ordinances, regulations, or adopted standards.

It should be noted that the content of this report reflects the analysis and recommendation of staff; it does not reflect the position of the Board of Supervisors.

ATTACHMENTS

1. Proffer Statement
2. Proposed Final Development Plan Conditions for FDP 1998-LE-048
3. Out-of-Turn Plan Amendment 95-47
4. Conceptual/Final Development Plan
5. Letter from Barbara J. Fried of the Fried Companies dated July 15, 1999
6. Transportation Impact Addendum
7. Affidavit
8. Locator Map

*PROFFERS FOR METRO PARK
RZ/FDP 1998-LE-048
July 15, 1999*

Pursuant to Section 15.2-2303 A of the Code of Virginia, 1950, as amended and recodified, and Section 18-203 of the Zoning Ordinance of Fairfax County (1978 amended), the property owners and Applicant in this zoning application proffer that the development of the parcel under consideration and shown on the Fairfax County Tax Maps as Tax Map Reference 90-1 ((1)) – 23, 23A, 24, 26, 27, 28, 29, 31A and 31B (hereinafter referred to as the "Walker Property") and Parcels 11B, 11C (Walker and Parcels 11B and 11C hereinafter referred to collectively as the "Property") will be in accordance with following conditions if, and only if, said Rezoning request for the PDC District at the FAR requested is granted. In the event said application is denied, these proffers shall be null and void. The Applicant, for itself, its successors and assigns, agrees that these proffers shall be binding on the future development of the Property unless modified, waived or rescinded in the future by the Board of Supervisors of Fairfax County, Virginia in accordance with applicable County and State statutory procedures these, if accepted, proffers supersede all previous proffers or development conditions on the Property. The Applicant further agrees that these proffers shall remain fully binding on the Applicant and its successors or assigns and any and all future owners of the Property. The proffered conditions are:

The Applicant agrees that the development will be in substantial conformance with the submitted CDP/FDP (including either Alternative "A" and "B") dated November, 1998 and revised through June 28, 1999. Subject to the proffers and the provisions of Sections 18-204 and 16-403 of the Zoning Ordinance, the Applicant reserves the right to make minor modifications to the approved development plan in order to address engineering and architectural issues at the time of final site plan approval.

- 1. Pursuant to Section 2-308 of the Zoning Ordinance, subject to the approval of full density credit, the Applicant shall dedicate Parcel 11C to the County of Fairfax for use solely as undisturbed open space and buffer upon submission of the site plan for the second building on the Property and maintain it as undisturbed upon space until dedication.*
- 2. The Property will be developed at a floor area ratio (FAR) not to exceed .55 for office uses. The combined FAR for all uses as shown on the CDP/FDP and as defined below shall not exceed .62. Office uses shall not exceed 960,400 gross floor area (GFA), specialty retail uses as defined below shall not exceed 18,800 GFA, hotel suites, which the Applicant may construct above the*

specialty retail as shown on the CDP/FDP, shall not exceed 102,200 GFA, and a child care center shall not exceed 7,200 GFA. The maximum daily enrollment of the child care center shall not exceed 99. The total FAR of .62 includes density credit for dedication of right of way and Parcel 11C as set forth in proffer 1 above.

3. *Accessory uses shall be permitted within the office buildings as said term is defined in Section 20-300 of the Zoning Ordinance. In addition to the uses shown for each of the buildings, Applicant may establish all, any, or any other combination of the uses set forth in Note 10 on the CDP/FDP. Any secondary retail uses located within office uses shall not reduce the 18,800 gross floor area of permitted specialty retail uses.*
4. *Specialty retail is defined as retail uses, business service and supply establishments, personal service establishments, including but not limited to by way of example: dry cleaner, shoe repair, stationer, mailing and copying facilities, financial services, florist, delicatessen, fast food restaurant, coffee shop, etc., and eating establishments designed primarily for tenants and their employees.*
5. *In conjunction with the Laurel Grove Baptist Church, the Applicant shall, at Applicant's expense, restore the existing residence on Parcel 24 to its original use as a School House building, circa 1880. The restoration shall commence with construction on the Walker Property and be completed pursuant to specifications agreed upon between the Church and the Applicant. The Applicant will enter into an agreement with the Laurel Grove Baptist church, so that the building will be maintained, and the Church may use the building for its own activities and as a museum and teaching tool in the community. The Applicant shall establish a non-profit Laurel Grove Association, which will include members of the Church and the community, to provide additional support for the use of the restored Schoolhouse.*
6. *The Applicant shall provide a non-exclusive, private access easement to Walker Lane through its parking lot to the Laurel Grove Baptist Church parking lot (Parcel 25) upon construction of the parking lot.*
7. *During construction of the new Walker Lane, the Applicant, as a safety measure, shall provide fencing along the northern property line of the Laurel Grove Baptist Church and will provide access across its property to the Church. Pursuant to an agreement with the Church, the Applicant shall provide a temporary stone driveway to be maintained by the Applicant, to the Church parking lot.*

8. *The Applicant shall grant an easement to the Laurel Grove Baptist Church for the location and preservation of the headstones of the graves that protrude outside of the Church property (Parcel 25) upon construction of the building adjacent to the cemetery. The Applicant shall work with the Church and shall provide attractive protection for the gravesites.*
9. *There shall be a minimum twenty-five foot (25') wide vegetative buffer together with a seven-foot (7') high brick wall located along the southern boundary of the site adjacent to Lewin Park as shown on the CDP/FDP. The Applicant shall construct the wall on the northern side of the buffer and around the existing 48" caliper willow oak (tree # 15) and other identified significant, mature trees to be preserved as shown on the Buffer Area Detail sheet of the CDP/FDP. Supplemental planting for the buffer shall be provided as shown on the Buffer Area Detail. After the addition of the supplemental planting, Applicant will maintain the buffer on the southern side of the wall in its natural state. Construction of the brick wall will begin with construction of the first office building on the Walker property and will be completed on or before issuance of the non-rup for the first office building. The existing cemetery, including the existing fence and gate, located in the buffer on the southern side of the wall as shown on the CDP/FP will be preserved. A walkway access as shown on the CDP/FDP will be maintained. Applicant will flatten the slopes on the north and east to prevent further erosion.*
10. *A site lighting plan shall be submitted with each building permit application. Such lighting plan shall be designed generally in accord with the recommendations of the International Dark-Sky Association of Tucson, Arizona, including such features as full cut-off shielding, no upward pointing lights, and minimization of glare. Site lighting will be uniform and coordinated throughout. Lighting required by the County and VDOT along public streets may be excluded from Dark Sky recommendations. Site lighting, if any, along the travel lane adjacent to Lewin Park shall be shielded away from Lewin Park. Maximum pole height for site lighting standards shall be 40 feet plus foundation, provided that lighting height along the upper level parking deck facing Lewin Park shall not exceed 20 feet. Applicant shall provide the County with a copy of the recommendations of the International Dark Sky Association upon request.*
11. *Walker Lane and Metro Park Drive, subject to approval of all reviewing agencies, shall be landscaped as shown on the CDP/FDP and accompanying landscape cross-sections attached to the Proffers as Exhibit A. The Applicant shall landscape along Walker Lane to create a "boulevard effect". Both sides*

of Walker Lane shall be planted with double rows of shade trees. One row shall be planted between the curb and sidewalk. One row shall be planted behind the sidewalk. Each row will be planted 40 foot on center along Walker Lane to the extent shown on the CDP/FDP. Both sides of Metro Park Drive will be planted with a single row of shade trees. Each row will be planted 40 foot on center between the curb and sidewalk along Metro Park Drive to the extent shown on the CDP/FDP. Shade trees shall be chosen from VDOT's listing of major trees attached to the Proffers as Exhibit B, (excerpted from VDOT's "Guidelines for Planting along Virginia's Highways") and will be a minimum of two and one-half inch (2 ½") caliper at planting. Parking lot screening, with intermittent hedging, of car bumpers shall be provided where surface parking abuts Walker Lane or Metro Park Drive. Landscaping for parking garages shall be as shown on the CDP/FDP. The Applicant reserves the right to cluster landscaping so as to provide views into the development. The Applicant, subject to vehicle and pedestrian safety considerations and VDOT approval, will landscape the median of Walker Lane as shown on the CDP/FDP. The Applicant will institute a program of seasonal flower rotation. The aforesaid landscaping shall be implemented as each building adjacent to a roadway section is constructed. Prior to installing any streetscape plantings along the public streets which does not conform with the CDP/FDP, the Applicant shall provide the Director, DPWES with correspondence from the applicable authorities that such plantings are not permitted. Such correspondence shall include all efforts by the Applicant to obtain a variance or exception from the standard preventing the installation of such plantings.

- 12. Buildings shall not exceed the height shown on the CDP/FDP. (Provided, however, the calculation of building height shall exclude parapet walls and all other structures specified in Section 2-506 of the Zoning Ordinance.) The height of the parking structures shall not exceed 50 feet, and the hotel suites shall not exceed 61 feet. The Child Care facility shall not exceed 40 feet in height.*
- 13. The architectural styling of all buildings, parking structures, and signage shall be compatible and of high quality typified by unified themes. The exterior of all buildings will be constructed of materials such as precast concrete and/or masonry, or brick with complementary architectural details such as architectural metal, stone, glass, or E.I.F.S. The ultimate development will be consistently designed and well coordinated. The first office building shall conform to the elevation and sketch attached as Exhibit C to these proffers.*
- 14. All office buildings shall have parapets and penthouses to reasonably shield roof mounted mechanical equipment from view. The exterior walls of elevator*

and mechanical equipment penthouses shall be of materials compatible with the building to present a harmonious appearance.

15. *Facade, directional, and monument signage shall be coordinated throughout the project. All permanent freestanding signs shall be monument type; pole signs shall not be permitted. A sign plan and details shall be submitted with the site plan for the second building to be constructed on the Property.*
16. *Pedestrian benches with trash receptacles of a coordinated design shall be provided in appropriate numbers for the office areas, but not less than one for every 30,000 square feet of building area beginning with the construction of the second building on the Property or earlier at Applicant's option. Such pedestrian benches and trash receptacles will be placed at appropriate locations related to open space and bus shelters.*
17. *As shown on the CDP/FDP, the development of the subject Property will include pedestrian linkages between the parking areas, the buildings, and the open space areas as each building is developed. In addition, there shall be a sidewalk at the southwestern corner of the site connecting to the existing eight-foot (8') trail along the Franconia/Springfield Parkway, subject to permission from VDOT. The Applicant will actively seek permission from VDOT when the site plan for the second building is processed and construct as part of the second building's site improvements or earlier at Applicant's option. If permission is denied, it will demonstrate its efforts to DPWES.*
18. *An acoustically solid fence shall be provided around all sides of the outside play area for the child care center.*

Noise attenuation shall be provided in the office buildings adjacent to the railroad tracks as follows:

- A. *Exterior wall shall have a laboratory sound transmission class (STC) rating of at least 39.*
- B. *Doors and windows shall have a laboratory sound transmission class (STC) rating of at least 28.*
- C. *Measures to seal and caulk between surfaces should follow methods approved by the American Society for Testing and Materials to minimize sound transmission.*

19. *If right in/right out access is granted on the Franconia/Springfield Parkway allowing access to Walker Lane, then, subject to VDOT and County approval, the Applicant shall design and construct an additional right-turn lane on westbound Route 7900 (to serve the Metro station loop separately from the Frontier Drive right-turn lane). The existing shoulder along westbound Route 7900 will be converted to a lane using curb and gutter tying in at the existing jersey barrier at the CSX railroad bridge and extending to the right in/right out entrance. Re-striping of westbound Route 7900 (including the CSX railroad bridge) shall be done by Applicant to allow this additional right-turn lane to be carried over the bridge. Applicant shall also construct a deceleration lane into the right in/right out using the existing shoulder and adding curb and gutter. The sketch attached illustrates the proposed improvements.*

20. *Subject to VDOT and County approval, when the gross floor area on the Property exceeds 391,940 GFA of office, or earlier at Applicant's option, then upon issuance of the next building permit, Applicant will construct an additional left turn lane on the eastbound Franconia/Springfield Parkway onto northbound Beulah Street, thereby creating dual left turn lanes within existing VDOT right of way. The Applicant will modify the existing traffic signals at that intersection to control the dual left turn lanes. Applicant shall not be required to obtain additional right of way or easements. Subject to VDOT approval, Applicant's construction of the left turn lane will be generally consistent with the following standards:*
 - A. *A lane transition on eastbound Route 7900 west of its intersection with Beulah Street;*
 - B. *The lane transition shall be made approximately 600 feet in length;*
 - C. *The existing paved shoulder on eastbound Route 7900 shall be converted to a right turn lane by converting the existing ditch section to a curb and gutter section; pavement structure shall meet VDOT standards;*
 - D. *The two existing through-lanes on eastbound Route 7900 shall be transitioned south approximately 12 feet to allow an additional left turn lane to be constructed next to the existing left turn lane.*

21. *The Applicant has dedicated and is constructing Walker Lane as a public street.*

22. *The Applicant shall dedicate, at site plan processing after the second office building on the Property or prior on demand from VDOT, the frontage on its*

site on the western edge of Beulah Street in accordance with and in coordination with VDOT plans for the widening of Beulah Street. (VDOT Project #0613.029.309, C501 sheets 9 and 10, undated), as being adjusted to provide for a median break at Walker Lane. All frontage property required for dedication to permit said improvements shall be dedicated to the County Board of Supervisors in fee simple, at no cost to the County. When the gross floor area (GFA) on the Property equals 425,000 or more GFA of office, then upon issuance of the next building permit on the Property, the Applicant shall begin and diligently pursue construction to extend the northbound left-turn lane to the site from Beulah Street so as to provide approximately 300 feet of stacking space. Applicant will substantially complete such construction (defined as open to the motoring public, but not necessarily accepted by VDOT for maintenance) on or before issuance of the non-rup. When the gross floor area on the Property exceeds 560,000 GFA of office, then upon issuance of the next building permit on the Property, the Applicant shall contribute the sum of \$200,000 to the VDOT Beulah Street Improvement Project. If, prior to the office GFA on the Property exceeding 560,000 GFA, the Applicant, pursuant to these proffers, has made other contributions or improvements (excluding the 300 feet of stacking set forth above) pursuant to the VDOT Beulah Street Improvement Project, this required road fund contribution shall be reduced proportionately based on the value of the contribution or construction of improvements related to the VDOT project.

23. Applicant shall design, equip, and construct, at its sole cost and expense, appropriately designed signals at the Walker Lane/Beulah Street intersection and at the Metro Park Drive/Charles Arrington/Beulah Street intersection when warranted by VDOT. Subject to the satisfaction of VDOT warrants, the traffic signal planned for the intersection of Walker Lane/Beulah Street shall be installed prior to the gross floor area of the property exceeding 225,000 square feet. If warrants are not met at that time, the signal shall be installed when the warrants are met. The aforesaid signals are in addition to the interim improvements as shown on Approved Site Plan 6836-PI-1. If requested by VDOT, Applicant will conduct the warrant studies.
24. If right in/right out access to the Parkway allowing access to Walker Lane is not granted within five years from the date of zoning, then when the GFA on the Property exceeds 850,000 square feet, then upon issuance of the next building permit on the Walker Property, Applicant shall contribute \$1.50 per square foot for each building permit as it is issued for each square foot in excess of 850,000 square feet towards any regional improvements recommended by the Lee District Supervisor, such as an additional westbound lane on the Franconia/Springfield Parkway to create a right-turn lane to

Frontier Drive separate from a right-turn lane to the Metro/VRE station. If the GFA exceeds 850,000 earlier than five years from the date of zoning, the requisite funds shall be escrowed and used in fulfillment of either Proffer number 19 or 24.

25. *The Applicant shall reserve (when North office (C) is constructed or earlier at Applicant's option) to the County of Fairfax as shown on the CDP/FDP, an area for dedication as right of way for the future construction by others of a new bridge connection to the Metro/VRE station. Applicant reserves the right to use such area for parking or open space until it is conveyed to the County. The Applicant shall convey said reserved area to the County in fee simple and at no cost, upon written request of the County or a third party proffer contributing to the construction of said new bridge connection. The bridge shall be designed and constructed to mitigate impact on parking areas of the adjacent office building.*
26. *The Applicant shall construct two bus shelters on site generally as shown on the CDP/FDP and one bus shelter at a point along the Property frontage on Beulah Street. One bus shelter will be constructed on site along with construction of North office (C); the second and third with construction of the first office building on the Walker Property. All three bus shelters shall be constructed substantially in conformance with the design shown on Exhibit D attached to these proffers. The two onsite shelters will be heated in winter and air conditioned in summer. A trash receptacle will be provided at each of the shelters. Applicant will maintain the shelters and trash receptacles. The Applicant will arrange for regular trash collection at intervals to provide that litter in the vicinity of the bus stop is removed, and the bus stop remains litter free.*
27. *The Applicant shall inform its contractors in writing that they and/or their employees are not to use or park on Lewin Drive or Arco Drive. The Applicant shall police the contractors. A "No Construction Traffic" sign will be installed as close to Beulah Street on Lewin Drive as is possible.*
28. *There shall be no pedestrian or vehicular access from the Property to and through the Lewin Park residential development so long as it remains planned and zoned for single family residential use.*
29. *Jasper Lane and Metro Park Drive, as shown on the CDP/FDP, shall be constructed as public streets and constructed to VDOT standards at such time as they are required to provide access from Lewin Park (as defined in the next proffer).*

30. *Access to Lewin Park shall be required and shall be provided upon the happening of any of the following events:*
- A. *Lewin Park is rezoned for non-residential uses; or*
 - B. *All access from Lewin Park to Beulah Street is eliminated by construction of the planned interchange; or*
 - C. *All, or 75% of the lot owners representing 75% of the land area of Lewin Park request access, but in no event prior to the construction of the first office building on the Walker Property.*
31. *Connection to Lewin Park will be allowed at two locations as shown on the CDP/FDP. Actual construction of the connection from Jasper Lane to Arco Street and any connection from Metro Park Drive, including destruction of the wall, shall be at the expense of the developer of Lewin Park.*
32. *If the gross floor area of the Property exceeds 560,000 GFA of office, then upon issuance of the next building permit on the Property, Applicant will begin and diligently pursue construction of Jasper Lane, a public street, and the onsite travel lane from Jasper Lane to the western property line. At that time, Applicant will also construct the Metro Park Drive to Beulah Street connection generally as shown on the CDP/FDP. Applicant will substantially complete construction of Jasper Lane and Metro Park Drive (defined as open to the motoring public but not necessarily accepted by VDOT for maintenance) on or before issuance of the non-rup. Applicant will provide right-of-way dedication and construction of a southbound right-turn lane on Beulah Street in conjunction with construction of the above connection. Subject to VDOT and Department of Transportation approval, connection will be constructed to preclude eastbound/westbound movements through the intersection.*
33. *If access from Lewin Park is required prior to the applicability of the preceding proffer number 32, then the Metro Park Drive/Charles Arrington intersection at Beulah Street will be constructed only if the necessary right of way has been acquired or condemned by VDOT or Fairfax County.*
- A. *If, when such access is required under this proffer #33, the Applicant is unable to bring about the dedication by others and the necessary right-of-way and easements, or to acquire by purchase the right-of-way or easements at fair market value, as determined by an MAI (Member of the*

Appraisal Institute) appraisal, then the Applicant shall request the Board of Supervisors to condemn the necessary land and/or easements.

- B. It is understood that the Applicant's request to the Board of Supervisors for condemnation will not be considered until it is forwarded in writing to the Division of Land Acquisition or other appropriate County official, accompanied by (1) plans, plats and profiles showing the necessary right-of-way or grading easements to be acquired, including all associated easements and details of the proposed transportation improvements to be located on said right-of-way property; (2) an independent appraisal of the value of the right-of-way property to be acquired and of all damages to the residue of the affected property; (3) a sixty (60) year title search certificate of the right-of-way property to be acquired; and (4) a letter of credit in an amount equal to the appraised value of the property to be acquired and of all damages to the residue which can be drawn upon by the County. It is also understood that in the event the property owner of the property to be acquired is awarded with more than the appraised value of the property and to the damages to the residue in a condemnation suit, the amount of the award in excess of the letter of credit amount shall be paid to the County by the Applicant within forty-five (45) days of said award. In addition, the Applicant agrees that all reasonable and documented sums expended by the County in acquiring the right-of-way and necessary easements shall be paid to the County by the Applicant within sixty (60) days of written demand. In the event the County initiates, but subsequently abandons efforts to acquire the necessary right-of-way, the Applicant shall not be obligated to reimburse the County for costs expended.*
- 34. The Applicant will provide, when the first office building is completed and rented, a shuttle van to provide service to and from Metro for tenants and their employees at approximately 15-minute intervals during rush hour. When the occupancy rate of the shuttle vans reaches 90% during peak hour travel, then the Applicant will increase the-service intervals to run at approximately 10-minute intervals. If the Transportation Association of Greater Springfield (TAGS) elects to provide such dedicated service, then in lieu of Applicant owning and operating the vans, it may make an annual contribution to TAGS instead to cover the cost of the service dedicated to this site.*
- 35. The Applicant will work with the Fairfax County Department of Transportation and will implement the following Transportation Demand Management Program (the "TDM Program"). The objective of this TDM Program is the reduction, at time of project build-out, of single-occupant vehicles by fifteen*

(15) percent over the demand generated by the development of the property as proposed herein and as calculated based on standard Institute of Transportation Engineers (ITE) 6th edition rates/equations for those land uses listed as shown on Table 2 of the Traffic Impact Study prepared by Wells & Associates dated May 5, 1999.

Among the incentives to be implemented as a part of the TDM Program will be an encouragement of the use of public transportation, ridesharing opportunities, and staggered work hours. The program will have three general components which are:

- (1) The funding, by the Applicant or assigns, of a designated transportation coordinator (the "TDM Coordinator") who will have the responsibility of implementing the incentives of the TDM Program. The responsibilities of the TDM Coordinator will commence prior to the issuance of a non-residential use permit (Non-RUP) for the first building on the Property which results in over 560,000 gross square feet of office uses.*
- (2) Participation through the office of the TDM Coordinator in the Transportation Association of Greater Springfield (TAGS).*
- (3) Incentive traffic mitigation programs to be implemented by the TDM Coordinator may include the following:*
 - (a) Parking Management Program:*
 - Preferential parking for Ride Sharing;*
 - On-site shared parking;*
 - (b) Participation in the Fairfax County Ride Share Program:*
 - Computerized matching service;*
 - Ridesharing information kits for new employees;*
 - Ridesharing display maps and forms in each office building;*
 - (c) Promotion of Transit Services:*
 - Transit subsidies, such as MetroChek;*
 - Transit information center;*
 - Shuttle service;*

- *Guaranteed ride home;*
 - *Promotion of VRE ridership;*
- (d) *Provision for Bus Stops and/or Shelters throughout the Metro Park development;*
- (e) *Sidewalk system designed to facilitate pedestrian circulation;*
- (f) *Promotion of staggered work hours program and flex-time;*
- (g) *Amenities for bicycle storage.*
- (4) *Prior to occupancy of 800,000 GFA of office uses on the Property, the TDM Coordinator will conduct a survey designed to determine the transportation characteristics of the building tenants and employees. This survey will be the basis for improving the effectiveness of the TDM Program.*
- (5) *Upon achieving a total occupancy level on the Property of 960,400 GFA of development (as evidenced by the issuance of Non-RUPS), the Applicant or assigns shall cause a traffic study to be undertaken to assess the accuracy of the total peak hour vehicle trip generation projections for the property based upon the ITE Trip Rates used to generate the estimated volume counts contained on Table 2 of the Traffic Impact Study prepared by Wells & Associates dated May 5, 1999. The study shall be submitted to the Fairfax County Department of Transportation.*
36. *In the event any condition or proffer of the rezoning requires amendment or revision to the site plan submitted for North Office (B), then Applicant will immediately submit a revision to that site plan, or a new site plan in substitution thereof.*

LIST OF EXHIBITS

- A. Landscape Cross Section*
- B. Major Trees Listing (excerpt from VDOT's "Guidelines for Planting along Virginia's Highways")*
- C. Elevation Sketch of Office Building*
 - C-1. Attachment to Proffer #19*
- D. Bus Shelter Design*

PARCELS 31B, 11A, and 11C

*METRO PARK LLC,
A Virginia limited liability company*

By: *B. Mark Fried*
B. Mark Fried, Member

APPLICANT/CONTRACT PURCHASER:

*of PARCELS 23, 23A, 24, 26, 27, 28, 29, 30,
and 31A*

*METRO PARK LLC,
A Virginia limited liability company*

By: *B. Mark Fried*
B. Mark Fried, Member

PROPERTY OWNERS:

PARCEL 23

Phyllis Walker Ford
Phyllis Walker Ford

Geneva Walker Jones
Geneva Walker Jones
By: Phyllis Walker Ford,
By: her attorney-in-fact
Phyllis Walker Ford,
her attorney-in-fact

Van Dyke A. Walker, Jr.
Van Dyke A. Walker, Jr.
By: Phyllis Walker Ford,
By: his attorney-in-fact
Phyllis Walker Ford,
his attorney-in-fact

PARCEL 23A

Phyllis Walker Ford, Trustee
Phyllis Walker Ford, Trustee

Van Dyke A. Walker, Jr., Trustee
Van Dyke A. Walker, Jr., Trustee
By: Phyllis Walker Ford
By: his attorney-in-fact
Phyllis Walker Ford
his attorney-in-fact

PARCEL 24

Phyllis Walker Ford, Trustee
Phyllis Walker Ford, Trustee

Van Dyke A. Walker Jr., Trustee
Van Dyke A. Walker Jr., Trustee
By: Phyllis Walker Ford,
By: his attorney-in-fact
Phyllis Walker Ford,
his attorney-in-fact

PARCEL 26

Phyllis Walker Ford
Phyllis Walker Ford

PARCEL 27

Phyllis Walker Ford
Phyllis Walker Ford

PARCEL 28

Winnie Walker Spencer
Winnie Walker Spencer
By: Phyllis Walker Ford
By: her attorney-in-fact
Phyllis Walker Ford,
her attorney-in-fact

PARCEL 29

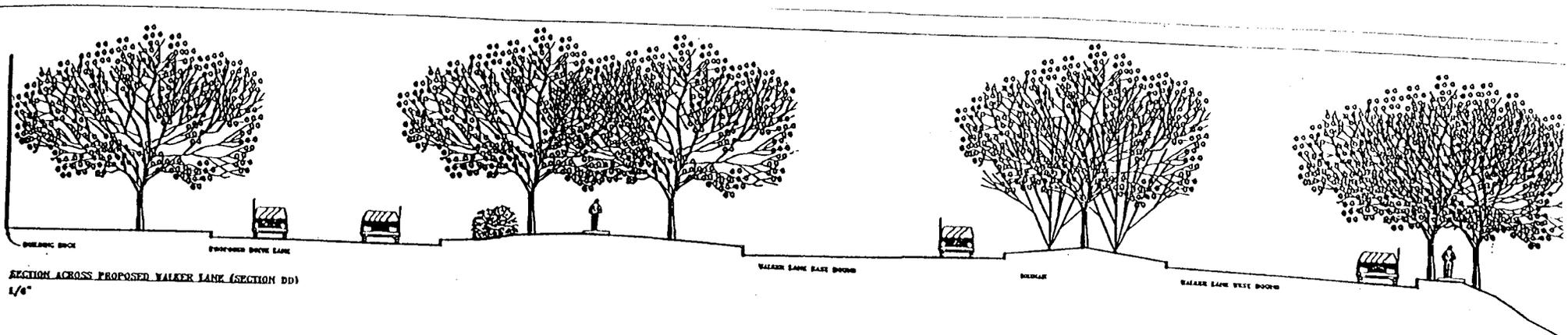
Geneva Walker Jones
Geneva Walker Jones
By: Phyllis Walker Ford
By: her attorney-in-fact
Phyllis Walker Ford
her attorney-in-fact

PARCEL 30

Van Dyke A. Walker, III
Van Dyke A. Walker, III
By: Phyllis Walker Ford,
By: his attorney-in-fact
Phyllis Walker Ford,
his attorney-in-fact

PARCEL 31A

Alma L. Walker Bushrod
Alma L. Walker Bushrod
By: Phyllis Walker Ford,
By: her attorney-in-fact
Phyllis Walker Ford,
her attorney-in-fact



SECTION ACROSS PROPOSED WALKER LANE (SECTION DD)
1/8"

METRO PARK
RZ/FDP 1998-LE-048

PROFFER EXHIBIT "A"

Plant Name	H = Height S = Spread	General Form
Prunus cerasifera 'Thundercloud'	H = 15' - 20'	Rounded
Thundercloud Purple Plum	S = 10' - 15'	

Prunus s : right

'Kwar

METRO PARK
RZ/FDP 1998-LE-048

Kwanza

PROFFER EXHIBIT "B"

Rhus tyf regular

Staghe

Taxus cu amidal

'capi

Uprigh

Thuja or umnar to

Orient

amidal'

Viburnum prunifolium H = 12' - 15' Rounded

Blackhaw

S = 8' - 12'

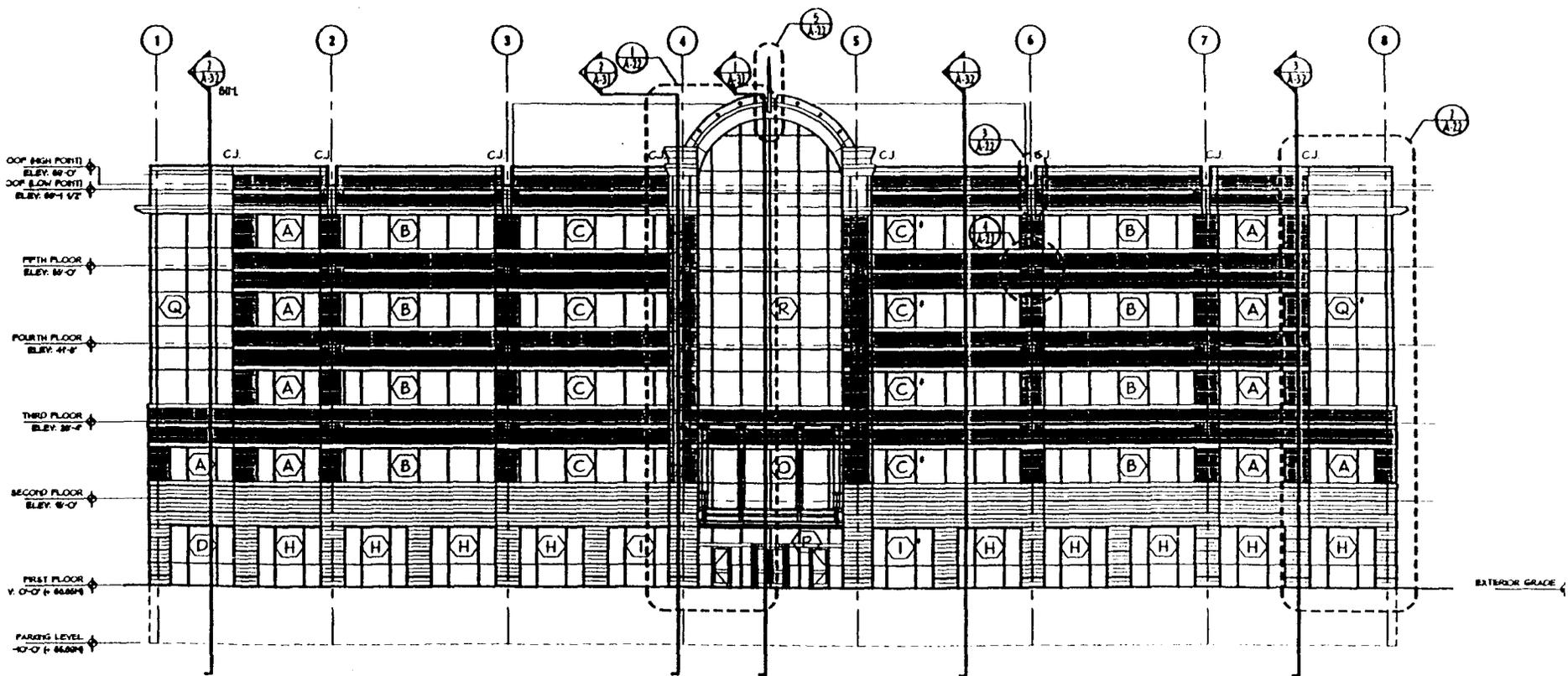
B. Major Trees

The major trees listed below represent the upright, columnar or pyramidal trees that could be adapted to street tree planting. Other species may be considered on a case-by-case basis.

Plant Name	H = Height S = Spread	General Form
Acer platanoides 'columnare'	H = 30' - 40'	Columnar
Columnar Norway Maple	S = 15' - 20'	

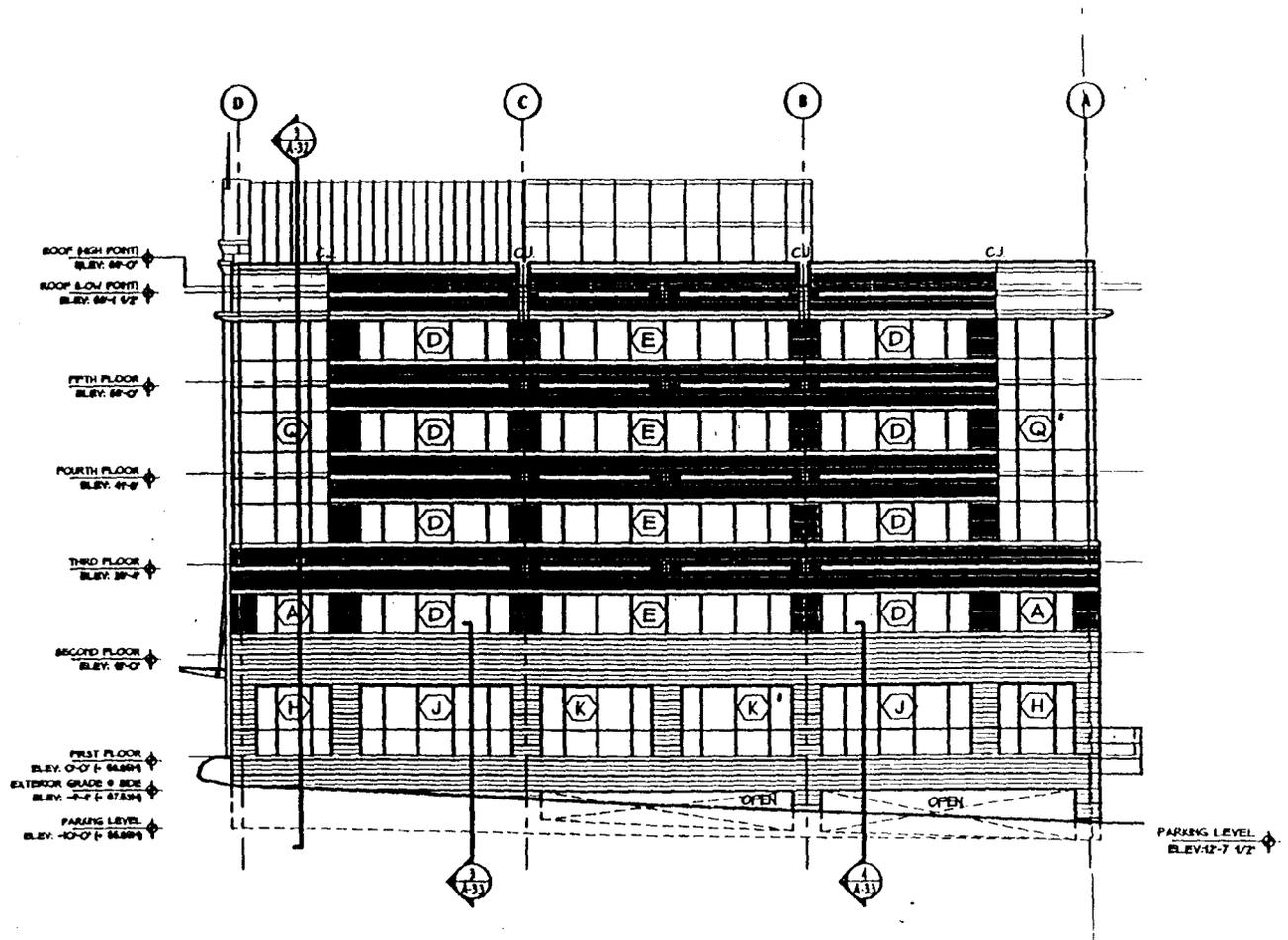
<u>Plant Name</u>	H = Height S = Spread	General Form
Acer platanoides 'Schwedler'	H = 40' - 60'	Upright
Schwedler Norway Maple	S = 30'	
Acer saccharum Sugar Maple	H = 60' - 100' S = 50' - 80'	Upright
Carpinus betulus European Hornbeam	H = 40' - 60' S = 30' - 40'	Pyramidal
Chamaecyparis sp. Falsecypress	H = 50' - 70' S = 10' - 20'	Columnar
Cryptomeria japonica Japanese Cryptomeria	H = 50' - 60' S = 20' - 30'	Pyramidal
Fraxinus pennsylvanica Green Ash	H = 50' - 60' S = 25' - 30'	Upright
Ginkgo biloba Ginkgo	H = 50' - 70' S = 40'	Pyramidal
Gleditsia triacanthos inermis Locust Species	H = 50' - 70' S = 30'	Upright to Pyramidal
Ilex opaca American Holly	H = 18' - 40' S = 12' - 20'	Pyramidal
Juniperus chinensis Chinese Juniper	H = 60' - 75' S = 15' - 20'	Conical
Juniperus scopulorum Rocky Mountain Juniper	H = 30' - 40' S = 5' - 15'	Columnar

Plant Name	H = Height S = Spread	General Form
<i>Juniperus virginiana</i> Eastern Redcedar	H = 40' - 50' S = 8' - 20'	Upright
<i>Larix decidua</i> European Larch	H = 70' - 75' S = 25' - 30'	Pyramidal
<i>Malus baccata</i> Siberian Crabapple	H = 30' - 40' S = 15' - 20'	Broad
<i>Nyssa sylvatica</i> Black Tupelo	H = 30' - 50' S = 20' - 30'	Pyramidal
<i>Picea glauca</i> White Spruce	H = 40' - 60' S = 10' - 20'	Pyramidal
<i>Pinus nigra</i> Austrian Pine	H = 50' - 60' S = 20' - 40'	Pyramidal
<i>Prunus sargentii</i> Sargent Cherry	H = 40' - 50' S = 40'	Upright
<i>Quercus palustris</i> Pin Oak	H = 40' - 70' S = 25' - 40'	Pyramidal
<i>Thuja occidentalis</i> Eastern Arborvitae	H = 40' - 60' S = 10' - 15'	Pyramidal
<i>Tilia cordata</i> 'Greenspire' Greenspire Littleleaf Linden	H = 50' - 70' S = 20' - 25'	Narrow
<i>Zelkova serrata</i> Japanese Zelkova	H = 50' - 80' S = 40' - 60'	Vase



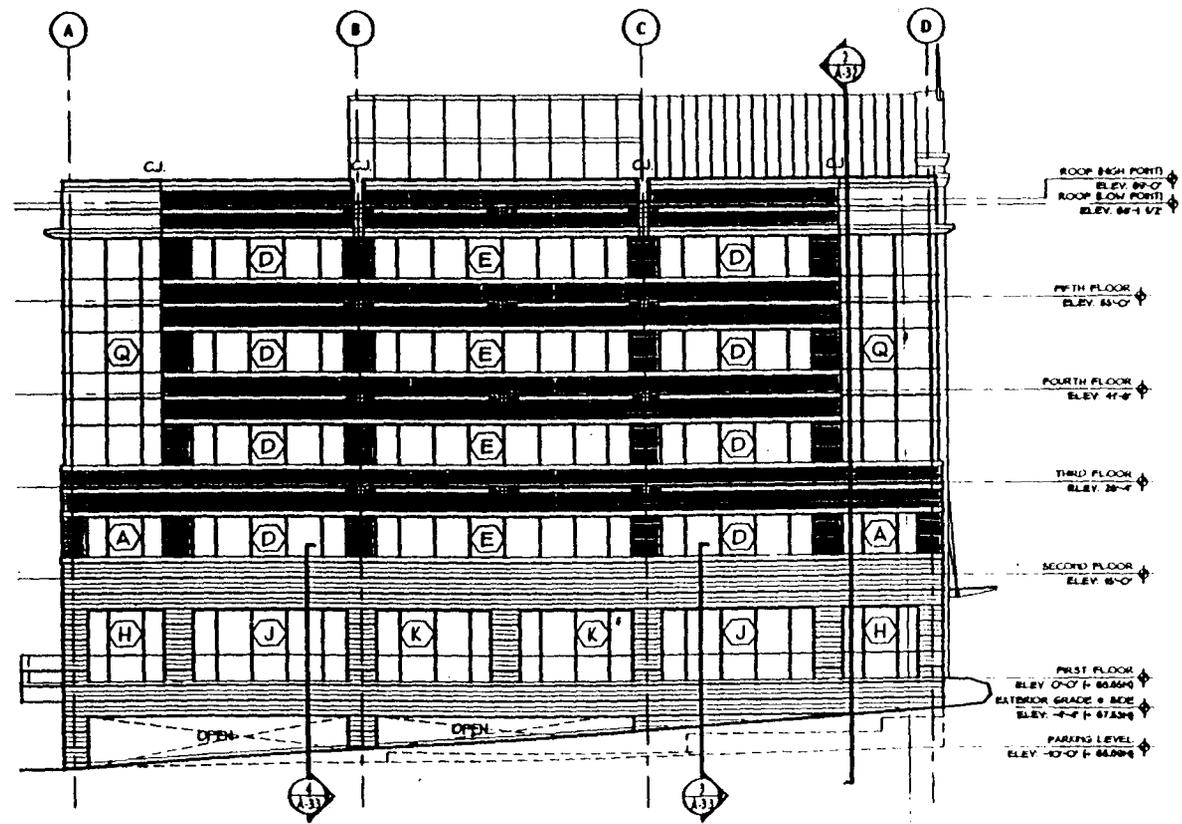
EAST ELEVATION

ETRO PARK
 /FDP 1998-LE-048
 ROFFER EXHIBIT "C"



NORTH ELEVATION

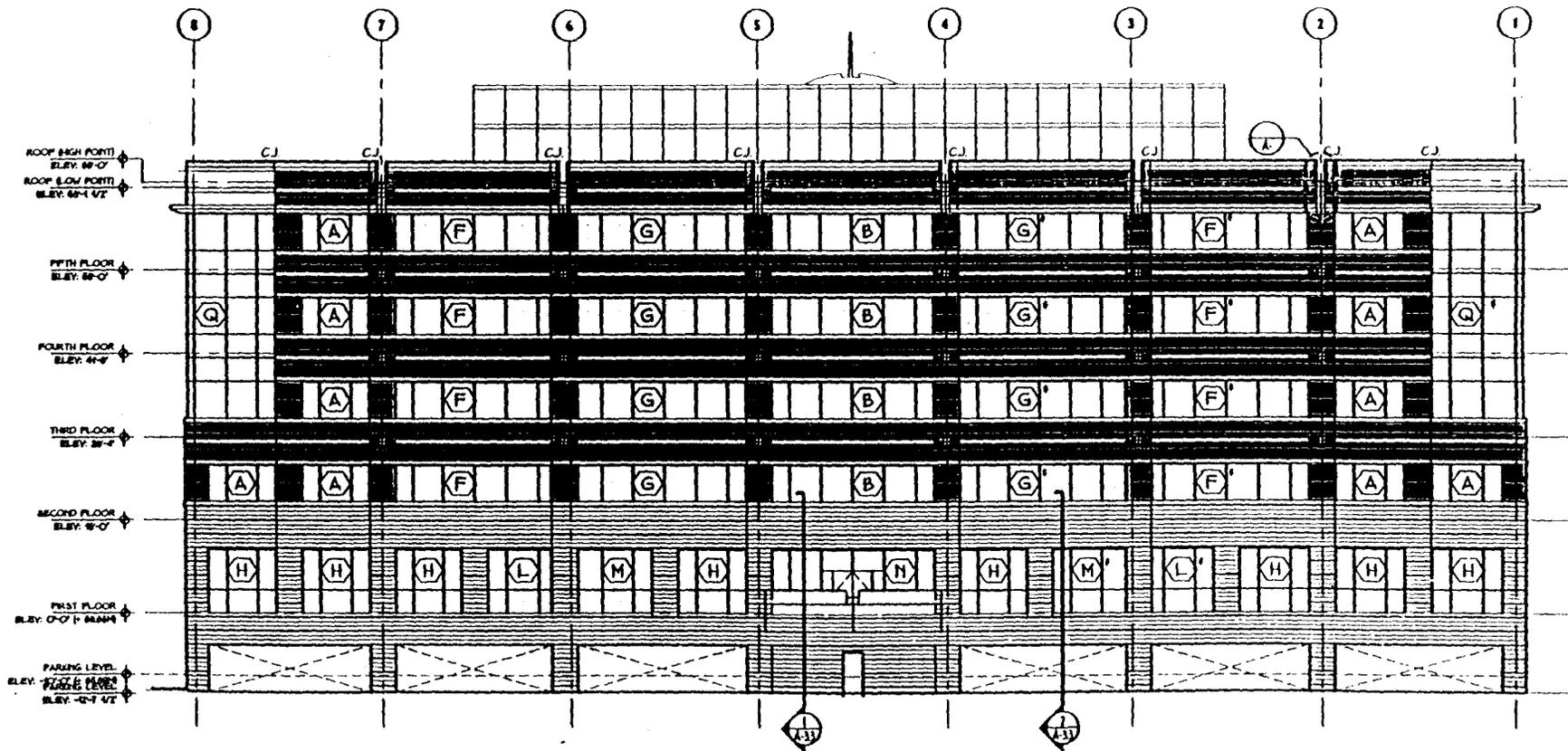
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METRO PARK
 RZ/FDP 1998-LE-048

PROFFER EXHIBIT "C"

SOUTH ELEVATION



WEST ELEVATION

METRO PARK
RZ/FDP 1998-LI-048

PROFFER EXHIBIT "C"

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METRO PARK

1640 1641 1642 1643 1644 1645 1646 1647 1648 1649 1650

FRANCONIA SPRINGFIELD PKWY

LIMITED ACCESS LINE

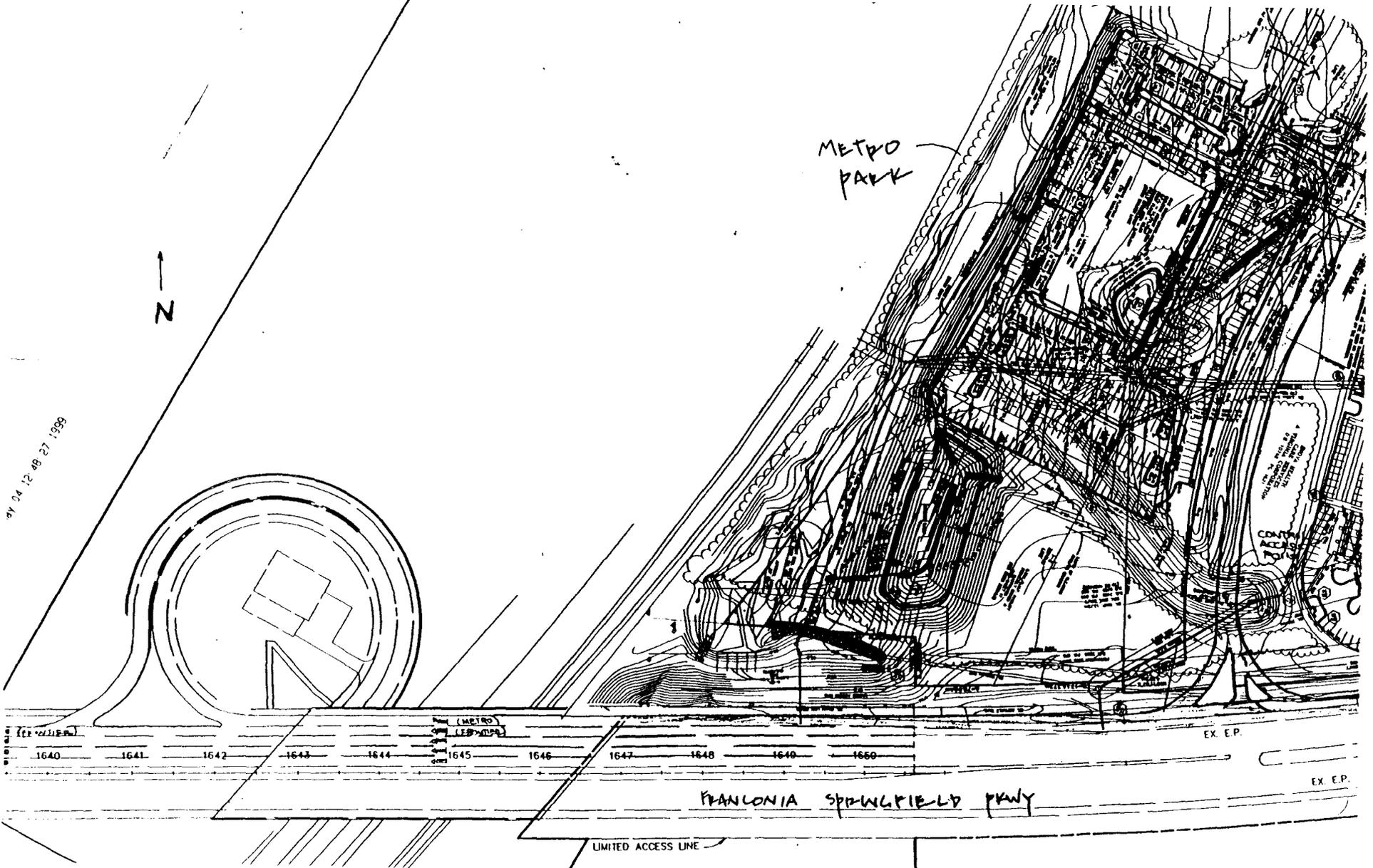
EX. E.P.

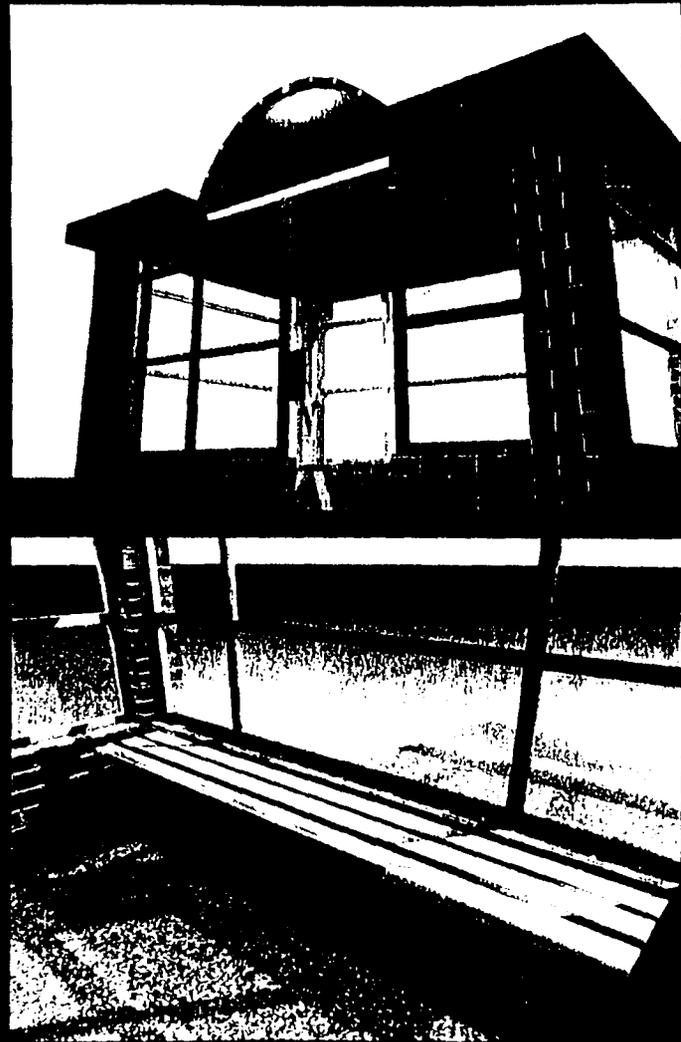
EX. E.P.

FRANCONIA

EXHIBIT C-1

FRANCONIA SPRINGFIELD PKWY





FRIED
COMPANIES
INC.

METRO OFFICE PARK

— BUS SHELTER —

Bignell Watkins Hasser
ARCHITECTS P.A.

METRO PARK
RZ/FDP 1998-LE-048

PROFFER EXHIBIT "D"

PROPOSED DEVELOPMENT CONDITIONS

July 22, 1999

FDP 1998-LE-048

If it is the intent of the Planning Commission to approve Final Development Plan FDP 1998-LE-048 for mixed use development on property located at Tax Map 91-1 ((1)) 11B and 11C (formerly pt. of Parcel 11), 23, 23A, 24, 26, 27, 28, 29, 30, 31A, 31B, staff recommends that the Planning Commission condition the approval by requiring conformance with the following development conditions:

1. Development of the property shall be in substantial conformance with the Conceptual/Final Development Plan for Metro Park prepared by Dewberry & Davis, which is dated October 20, 1998 as revised through June 28, 1999 (the Plan) and the development conditions below.
2. The amount of interior parking lot landscaping shown on the Plan in Parcel 11B shall be increased by one hundred (100) percent.
3. The left turn bays from Walker Lane into the West Office Building shall be shortened to the minimum length allowed by VDOT and the resulting median landscaped in accordance with other median strips shown on the Plan
4. A survey of the vegetation on the existing lots along old Walker Lane shall be performed by the applicant to determine which, if any, of this material is suitable for transplanting into the open space for the new development. The survey shall be performed to the satisfaction of the Urban Forestry Branch and shall address the species, size and condition of the identified landscaping. The tree survey shall form the basis for a tree transplantation plan to be approved by the Urban Forestry Branch prior to the approval of the first site plan for any of the property in this application. This plan shall include protection measures specified by that Branch. Once approved, the tree transplantation plan shall be implemented as approved. Further, there shall be no clearing activity or demolition of structures within these lots until the terms of this condition are fulfilled. The landscape materials identified for transplantation shall be moved prior to the commencement of any clearing and demolition work on-site. If necessary, the material to be transplanted may be temporarily located on other portions of the site prior to final placement. Re-location sites shall be field located in consultation with the Urban Forestry Branch. Transplanted trees and shrubs may be substituted for trees and shrubs shown on the Plan. The survey and plan shall be prepared by an arborist certified by the International Society of Arboriculture.

5. A Phase I archeological survey shall be performed for the areas around the cemetery adjacent to Lewin Park and the cemetery adjacent to Laurel Grove Baptist Church. This survey shall be submitted to the County Archeologist for review and approval. If warranted, as determined by the County Archeologist, a Phase II and/or a Phase III study shall also be undertaken. The Phase I survey shall be completed prior to the approval of the first site plan for the application property. The Phase II and Phase III studies, if warranted, shall be performed within a time frame established by the County Archeologist.
6. All architectural plans shall be returned to the Planning Commission for review for conformance with the standards specified in Proffer Number 13.
7. Prior to the occupancy of the first building, a comprehensive sign plan for Metro Park shall be approved in accordance with the provisions of Article 12, Signs.
8. All ancillary easements required for the construction of the Beulah Road widening project, VDOT Project #0613.029.309. C501, shall be provided upon request of either Fairfax County or the Virginia Department of Transportation.

AMENDMENT TO THE COMPREHENSIVE PLAN (1991 EDITION)

The following changes to the Comprehensive Plan for Area IV have been adopted by the Board of Supervisors. These changes are to the land use recommendations for the Beulah Community Planning Sector (S9), in the Springfield Planning District. To identify the changes from the previously adopted Plan, new text is shown with underline and deleted text is shown with ~~strikeout~~.

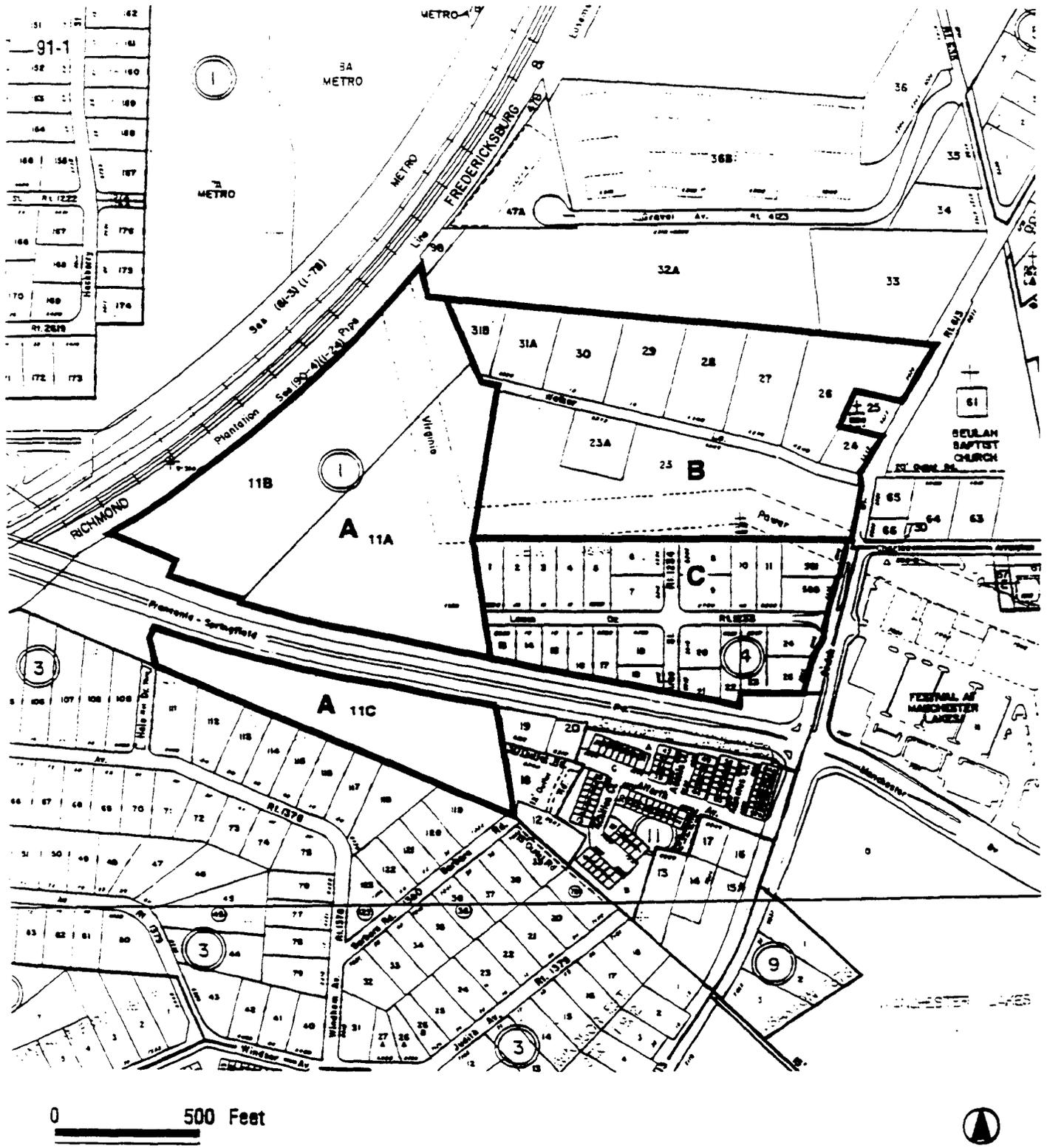
MODIFY: Pages 391-392 of the Area IV volume of the Comprehensive Plan, 1991 edition, as amended through June 26, 1995 with subsequent amendments through October 27, 1997, under the heading "Recommendations, Land Uses." Recommendations #1 and 2 to read:

- "1. The area of approximately 64 acres generally located in the northwest quadrant of Franconia-Springfield Parkway and Beulah Street consists of an older residential neighborhood and land zoned for industrial use (I-4 and I-5). Access to the industrial area is available only through the residential neighborhood due to a limited access easement along the Franconia-Springfield Parkway. This area is located in close proximity to the Joe Alexander Transportation Center. Given the unique characteristics of the site, additional planning objectives for this area are to resolve the issue of land use compatibility and promote transit oriented development at this location. The area is divided into Land Units A, B, and C as depicted on Figure 178A.

LAND UNIT A

At the baseline, Parcel 91-1((1))11, Land Unit A, located east of the CSX Railroad tracks, north of the Franconia-Springfield Parkway, and at the terminus of Lewin Drive, is planned for residential use at 3-4 dwelling units per acre. Whether Parcel 11 develops residentially or in accordance with the underlying zoning, there should be well-designed interior circulation, no direct vehicular access to the Parkway, or for low-intensity office use up to .25 FAR. In all instances, the portion of the land unit located south of the Franconia Springfield Parkway should be dedicated to the County for open space with the intensity associated with this area shifted to the portion of the land unit north of the Parkway.

Development should provide well-designed interior circulation with no direct vehicular access through the Lewin Park community or to the Parkway. Access from the Parkway for emergency vehicles associated with an urgent care facility and a shuttle bus linking



FAIRFAX COUNTY	WALKER LANE/LEWIN PARK AREA S9 BEULAH COMMUNITY PLANNING SECTOR	FIGURE 178A
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the Metro Station, and a right-in/right-out vehicular connection from Land Unit A to the Parkway may be appropriate provided that such are approved by the Commonwealth Transportation Board and reviewed by the Fairfax County Department of Transportation, and a Attention should be paid to proper siting of structures to enhance the relationship to the transportation center, in the vicinity of the CSX Railroad tracks.

LAND UNIT B

2. The area north of the Franconia-Springfield Parkway Lewin Park, west of Beulah Street, and south of the industrial uses along Gravel Avenue is planned for residential use at 1-2 3-4 dwelling units per acre at the baseline. If substantial consolidation of all parcels occurs, excluding Parcel 91-1((1))11 occurs in this area, and if the parcels are contiguous and allow efficient design and circulation, residential use at 3-4 dwelling units per acre may be appropriate. As an option, residential use at 5-8 dwelling units per acre may be appropriate if the entire area, including Parcel 91-1((1)) 11, is consolidated and developed as a single project and is oriented away from the Virginia Power easement on the south side of Walker Lane. office or hotel use up to .25 FAR may be appropriate if a buffer, at least 25 feet in width, and a 7-foot brick wall are provided to assist in creating a transition to the residential community to the south. The buffer should contain evergreen trees to provide year round screening;

OPTION FOR LAND UNITS A & B

As an option, office with support retail uses up to .55 FAR and up to 110,000 gross square feet total for a child care center and hotel uses may be appropriate, if at least 15 acres of Land Unit A and all of Land Unit B are consolidated to create a mix of uses on the site and provide a transition to development along Beulah Street. To assist in creating the transition, the child care and hotel uses are envisioned to be located in the eastern portion of Land Unit B near Beulah Street. In addition, the following conditions should be met:

Land Use/Design

- The development features a coordinated plan under a single application or concurrent applications which provides for high quality and coordinated architecture, streetscape treatment, and signage; efficient, internal vehicular circulation; efficient vehicular access; and usable open space such as urban parks and/or plazas;
- The development demonstrates transit orientation by locating buildings close to the Joe Alexander Transportation Center, by minimizing front yard setbacks along the

internal roadway system, and by providing a pedestrian circulation system that interconnects buildings, parking lots and bus shelters, and provides a pedestrian link to the Franconia-Springfield Parkway trail;

- Building height is a maximum of 12 stories, tapering down to a maximum of approximately 60 feet for structures set back 150 feet from Beulah Street and a maximum of 40 feet for structures closer than 150 feet to Beulah Street;
- Retail uses are limited to support uses, such as dry cleaners and restaurants, that are functionally integrated within other buildings;
- The portion of Land Unit A located south of the Franconia-Springfield Parkway is dedicated to the County for open space. The development potential may be transferred to the area north of the Parkway;
- Until such time as Land Unit C redevelops with non-residential uses, a minimum 25-foot vegetated buffer and a 7-foot brick wall are provided to assist in creating a transition to the existing residential community. The buffer should contain evergreen trees to provide year round screening. See additional text under "Transportation/Access" for guidance pertaining to the possible conversion of the buffer to a road under certain conditions;
- Parking structures are well landscaped with trees and shrubs in order to provide a buffer to the surrounding office and hotel uses and Lewin Park;
- The existing family cemetery should be preserved and access provided;
- Site lighting is located, directed, and designed to reduce glare and minimize impact onto the adjacent residential property;

Transportation/Access

- Access from the Parkway for emergency vehicles associated with an urgent care facility and a shuttle bus linking the Metro Station, and a right-in/right-out vehicular connection from Land Unit A to the Parkway may be appropriate provided that such are approved by the Commonwealth Transportation Board and reviewed by the Fairfax County Department of Transportation;
- Shuttle bus service and pedestrian access are provided to the Joe Alexander Transportation Center with the initial phase of development;

- Provision should be made to accommodate a future connection for pedestrian and shuttle bus access to the Joe Alexander Transportation Center from a point within Land Unit A via a bridge over the CSX and Metrorail tracks;
- To encourage transit use, the amount of parking should be minimized to the extent feasible;
- Access is provided from Land Unit C through Land Unit B to Beulah Street;
- If Land Unit C has redeveloped for non-residential use, a road to serve the redeveloped area should be provided in lieu of the 25-foot buffer, which is planned to be located north of Land Unit C. However, in the event that 760,000 gross square feet of the approved development in Land Units A (excluding Parcel 11A) and B occur prior to the redevelopment of Land Unit C, this road should be constructed along the northern edge of the 25-foot buffer and the buffer area preserved; and
- A Transportation Demand Management Program (TDM) is put in place which encourages the use of the Joe Alexander Transportation Center as an alternative to single occupant vehicle commuting.

LAND UNIT C

The Lewin Park community is planned for residential use at 1-2 dwelling units per acre. Land Unit A, to the west, is planned for residential use with an option for office use, while Land Unit B, to the north, is recommended for residential use with office and hotel uses as an option. If the optional uses for Land Unit B are approved through a rezoning, then office, hotel, and support retail uses at up to .55 FAR may be appropriate for Land Unit C if the following conditions are satisfied:

- The parcels in the land unit are substantially and logically consolidated;
- The Guidelines for Neighborhood Redevelopment as provided in the Policy Plan are met; and
- Right-of-way is dedicated for the planned Beulah Street/Franconia-Springfield Parkway interchange."

NOTE: Renumber subsequent recommendations. The Comprehensive Plan map will be amended to show all of Land Units A and B as planned for "Alternative Uses." Land Unit C will remain as shown as 1-2 du/ac.

Figure revisions are as follows:

1. Combine the shading for recommendation #'s 1 and 2 on Figure 178.
2. Add note: "See Figure 178A" to recommendation #1 on Figure 178.
3. Delete #2 and renumber recommendation #'s 3 to 6 accordingly on Figure 178.
4. Add new Figure 178A showing Land Units A, B, and C.

METRO PARK

LEE DISTRICT
FAIRFAX COUNTY, VIRGINIA

CONCEPTUAL DEVELOPMENT PLAN FINAL DEVELOPMENT PLAN ZONING PLAT



VICINITY MAP
SCALE 1"=2,000'

APPLICANT:

FRIED COMPANIES, INC.
6551 Loisdale Court Suite 900
SPRINGFIELD, VIRGINIA 22150

OCTOBER 20, 1998
Revised February 25, 1999

Revised May 14, 1999
Revised June 4, 1999
Revised June 28, 1999

SHEET INDEX:

1. COVER SHEET
2. NOTES AND TABULATIONS
- 3A. CONCEPTUAL / FINAL DEVELOPMENT PLAN
- 3B. CONCEPTUAL / FINAL DEVELOPMENT PLAN-ALTERNATE LAYOUT
4. CROSS SECTION DETAILS
- 4A. BUFFER AREA DETAILS
5. PEDESTRIAN CIRCULATION PLAN
6. REGIONAL PEDESTRIAN TRAIL ACCESS
7. ZONING PLAT



METRO PARK
LEE DISTRICT
FAIRFAX COUNTY, VIRGINIA

CONCEPTUAL DEVELOPMENT PLAN
FINAL DEVELOPMENT PLAN
ZONING PLAT

Dewberry & Davis
8401 Arlington Blvd. Fairfax, VA 22031
703.261.8400 FAX 703.261.8401

ATTACHMENT 4

M-9941



SUBJECT OF CONCEPTUAL/
FINAL DEVELOPMENT PLAN
APPLICATION

EXISTING WAREHOUSES

SUBJECT OF CONCEPTUAL/
FINAL DEVELOPMENT PLAN
APPLICATION



METRO
STATION

EXISTING
RAILROAD
TRACKS

EXISTING INTERFERENCE (SEE BARRIERS)
INDUSTRIAL PROPERTIES (SEE LISTING BS)

NOT INCLUDED IN APPLICATION

EXISTING SINGLE FAMILY DETACHED RESIDENTIAL

CHURCH
USE

SHOPPING CENTER

SUBJECT OF CONCEPTUAL/
FINAL DEVELOPMENT PLAN
APPLICATION

EXISTING TOWNHOUSE
RESIDENTIAL

LEGEND:

- - - - - EXISTING SANITARY SEWER
- - - - - PROPOSED SANITARY SEWER
- - - - - EXISTING WATER MAIN
- - - - - PROPOSED WATER MAIN
- ⊙ PROPOSED SHADE/STREET TREES
- ⊙ PROPOSED ORNAMENTAL TREE
- ⊙ PROPOSED EVERGREEN TREE
- - - - - PROPOSED SIDEWALKS
- - - - - PROPOSED LIMITS OF CLEARING AND GRADING
- - - - - POSSIBLE TREE SAVE
- - - - - EXISTING PLANNED BIWAY/TYPE 1 (ASPHALT TRAIL) AS
DEPICTED ON THE FAIRFAX COUNTY TRAILS PLAN

EXISTING SINGLE FAMILY
DETACHED RESIDENTIAL

DETAIL

SCALE: 1/4" = 1'-0"

DATE: 11/11/03

DESIGNED BY: J. M. DAVIS

DATE: 11/11/03

DESIGNED BY: J. M. DAVIS



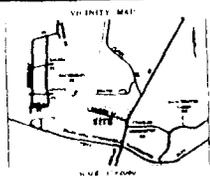
Dewberry & Davis
Engineers
Planners
Architects
Interior Designers
8401 Arlington Blvd, Fairfax, VA 22031
Tel: 703 648-0100 Fax: 703 648-0110

COMPOSITE DEVELOPMENT PLAN - A
FRIED/METRO OFFICE PARK
LEE DISTRICT
FAIRFAX COUNTY, VIRGINIA



SUBJECT OF CONCEPTUAL/
FINAL DEVELOPMENT PLAN
APPLICATION

SUBJECT OF CONCEPTUAL/
FINAL DEVELOPMENT PLAN
APPLICATION



METRO
STATION

EXISTING RAILROAD TRACKS

EXISTING WAREHOUSES

STORM WATER
MANAGEMENT
FACILITIES

FRANCYIA SPRINGFIELD PARKWAY

NOT INCLUDED IN APPLICATION

EXISTING SINGLE FAMILY DETACHED RESIDENTIAL

CHURCH
USE

SHOPPING CENTER

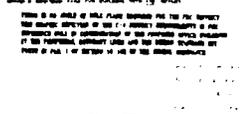
SUBJECT OF CONCEPTUAL/
FINAL DEVELOPMENT PLAN
APPLICATION

EXISTING TOWNHOUSE
RESIDENTIAL

LEGEND:

- EXISTING SINGLE FAMILY DETACHED RESIDENTIAL
- EXISTING SANITARY SEWER
- PROPOSED SANITARY SEWER
- EXISTING WATER MAIN
- PROPOSED WATER MAIN
- PROPOSED SHADE/STREET TREES
- PROPOSED ORNAMENTAL TREE
- PROPOSED EVERGREEN TREE
- PROPOSED SIDEWALKS
- PROPOSED LIMITS OF CLEARING AND GRADING
- POSSIBLE TREE SAVE
- EXISTING PLANNED BIWAY (TYPE 1 ASPHALT TRAIL) AS DEPICTED ON THE FAIRFAX COUNTY TRAILS PLAN

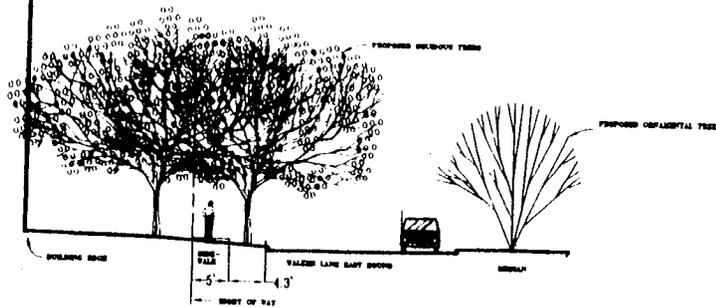
DETAIL



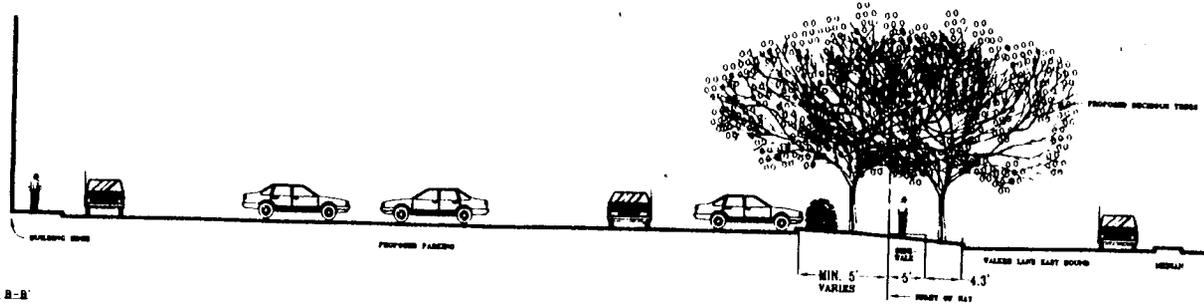
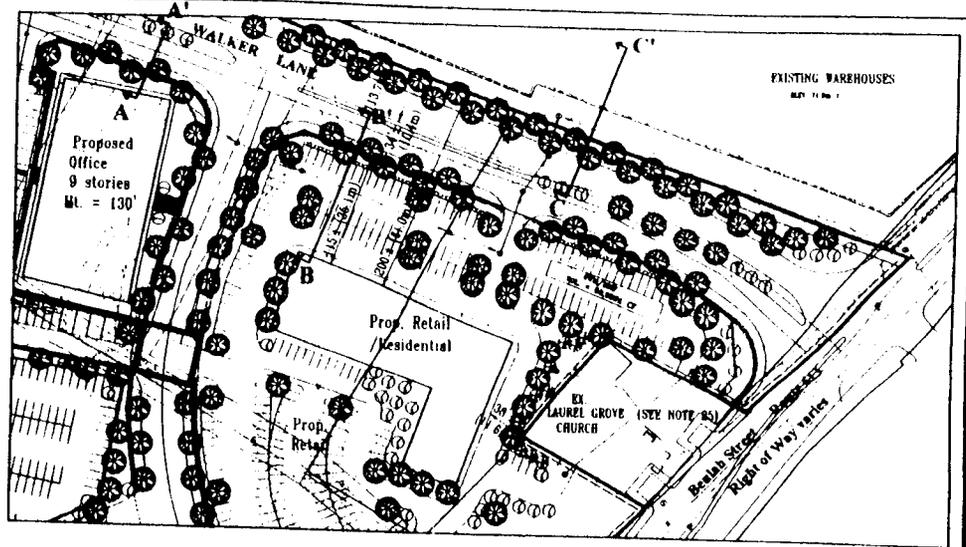
Dewberry & Davis
 Engineers
 Planners
 Architects
 8401 Arlington Blvd. Fairfax, VA 22031
 Phone: (703) 449-0100 FAX: (703) 449-6118
 Website: www.dewberry.com

COMPOSITE DEVELOPMENT PLAN - B
FRIED/METRO OFFICE PARK
 LEE DISTRICT
 FAIRFAX COUNTY, VIRGINIA

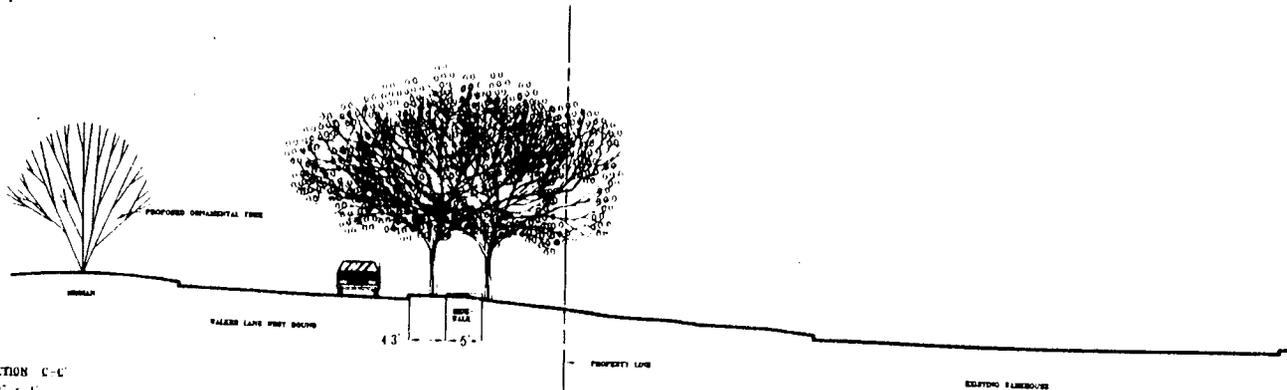
DATE: 11/11/03
 SHEET NO: 11
 OF 11
 SCALE: AS SHOWN
 DRAWN BY: JLD
 CHECKED BY: JLD
 APPROVED BY: JLD
 DATE: 11/11/03



SECTION A-A
1/8" = 1'



SECTION B-B
1/8" = 1'



SECTION C-C
1/8" = 1'

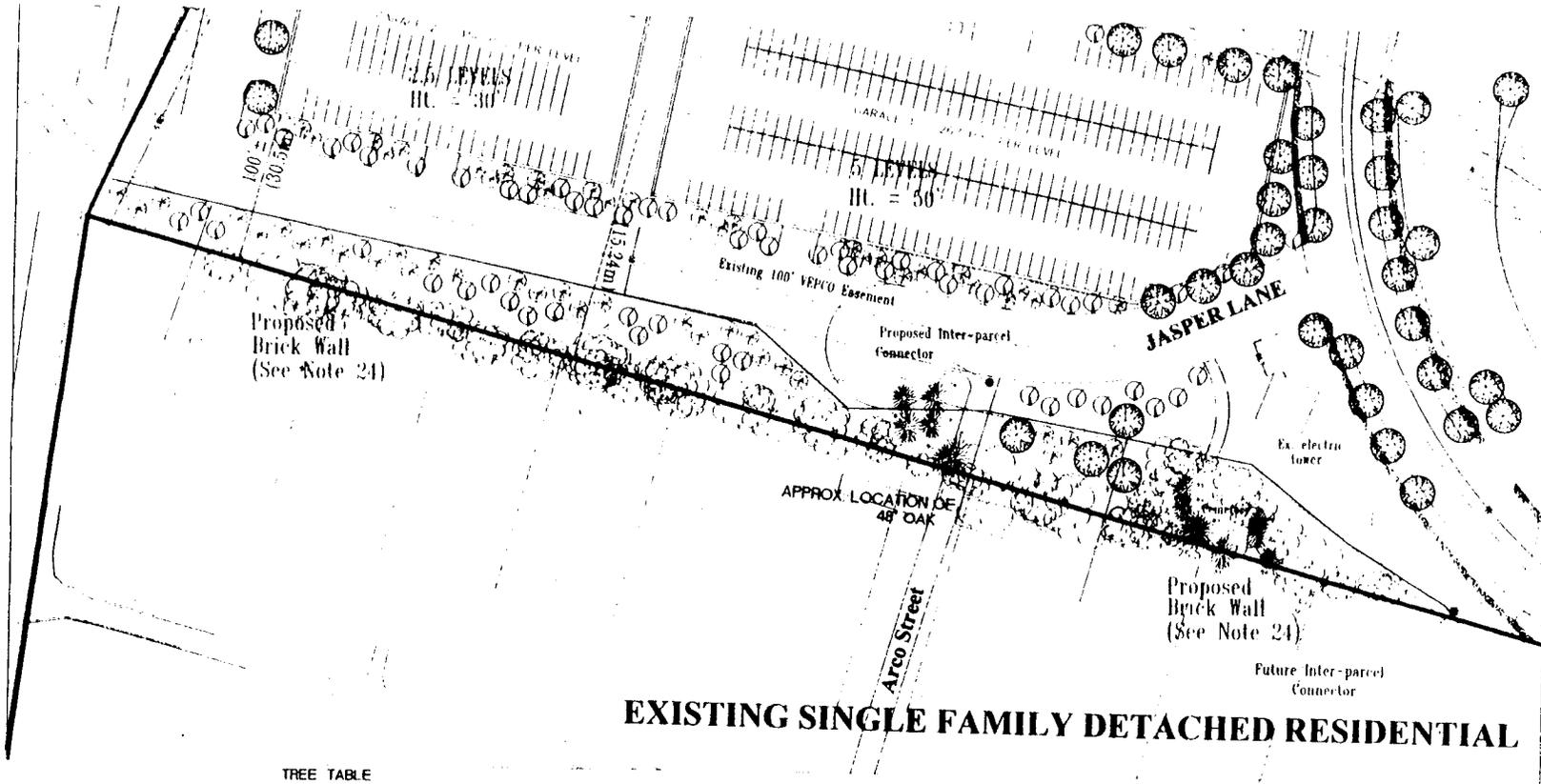
Dewberry & Davis
 Engineers
 Planners
 Architects
 640 Arlington Blvd. Fairfax, VA 22031
 TEL: (703) 849-0100 FAX: (703) 849-0110

CROSS SECTIONS
FRIED/METRO OFFICE PARK
 LEE DISTRICT
 FAIRFAX COUNTY, VIRGINIA

DATE:	5-14-99
DESIGNED BY:	
PLANNED BY:	
CHECKED BY:	
SCALE:	
DATE:	
DATE:	
DATE:	



REV. 6-09-95



EXISTING SINGLE FAMILY DETACHED RESIDENTIAL

TREE TABLE

1	87	MAP	17	157	OAK	14	107	CHERRY	44	187	MAPLE	67	47	DOGWOOD	81	87	PIST
2	107	OAK	18	247	OAK	14	107	CHERRY	50	157	MAPLE	68	107	DOGWOOD	82	157	PIST
3	107	OAK	19	87	OAK	17	87	CHERRY	53	157	MAPLE	69	187	PIST	83	157	PIST
4	127	OAK	20	87	OAK	18	107	CHERRY	52	87	MAPLE	70	177	PIST	84	157	PIST
5	157	OAK	21	187	OAK	17	87	CHERRY	54	87	MAPLE	71	157	PIST	85	157	PIST
6	107	OAK	22	87	OAK	18	107	CHERRY	54	87	MAPLE	72	87	PIST	86	87	PIST
7	87	OAK	23	157	OAK	19	87	CHERRY	55	47	PIST	73	247	PIST	87	157	PIST
8	127	OAK	24	157	OAK	19	247	CHERRY	56	87	PIST	74	157	PIST	88	157	PIST
9	157	OAK	25	247	PIST	19	157	CHERRY	58	47	PIST	75	67	PIST	89	157	PIST
10	87	OAK	26	157	PIST	19	107	CHERRY	58	47	PIST	76	87	PIST	90	87	PIST
11	187	OAK	27	157	PIST	19	127	CHERRY	59	87	PIST	77	107	PIST	91	107	PIST
12	87	OAK	28	157	PIST	19	87	CHERRY	59	87	PIST	78	87	PIST	92	87	PIST
13	187	OAK	29	87	PIST	19	87	CHERRY	60	157	PIST	79	157	PIST	93	87	PIST
14	87	OAK	30	157	PIST	19	87	CHERRY	62	47	PIST	80	87	PIST	94	87	PIST
15	487	PIST	31	157	PIST	19	187	CHERRY	64	47	PIST	81	47	PIST	95	47	PIST
16	107	OAK	32	127	PIST	19	157	CHERRY	64	47	PIST	82	47	PIST	96	47	PIST

Note: All trees with the exception of #77 & #78 will be saved.

LEGEND:

- EXISTING SANITARY SEWER
- PROPOSED SANITARY SEWER
- EXISTING WATER MAIN
- PROPOSED WATER MAIN
- PROPOSED SHADE/STREET TREES
- PROPOSED ORNAMENTAL TREE
- PROPOSED EVERGREEN TREE
- PROPOSED SIDEWALKS
- PROPOSED LIMITS OF CLEARING AND GRADING
- POSSIBLE TREE SAVE
- EXISTING PLANNED BICYCLE LANE (GASPHAL DRAWS DELETED ON THE FAIRFAX COUNTY TRAILS PLAN)

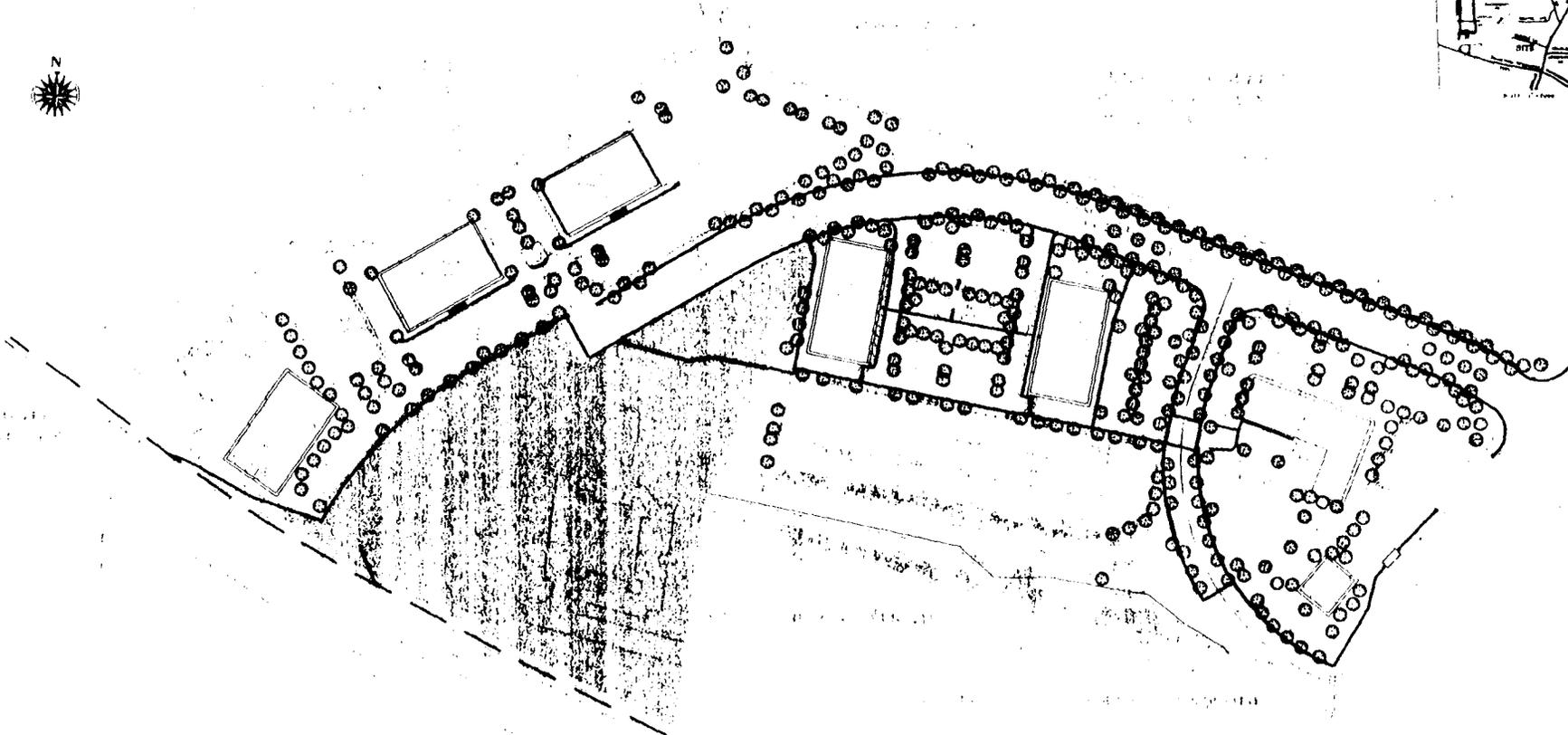


Dewberry & Davis
 Landscape Architecture
 8401 Arlington Blvd., Suite 100
 Fairfax, VA 22031
 Phone: 703-849-0100 Fax: 703-849-0118

FAIRFAX COUNTY, VIRGINIA

FAIRFAX COUNTY, VIRGINIA
FRIED/METRO OFFICE PARK
 LEE DISTRICT

DATE OF PREPARED BY: 6/19/99
 CHECKED BY: [Signature]
 DATE: 6/19/99
 DRAWN BY: [Signature]
 DATE: 6/19/99
 SCALE: AS SHOWN
 SHEET NO: 10/10



LEGEND:

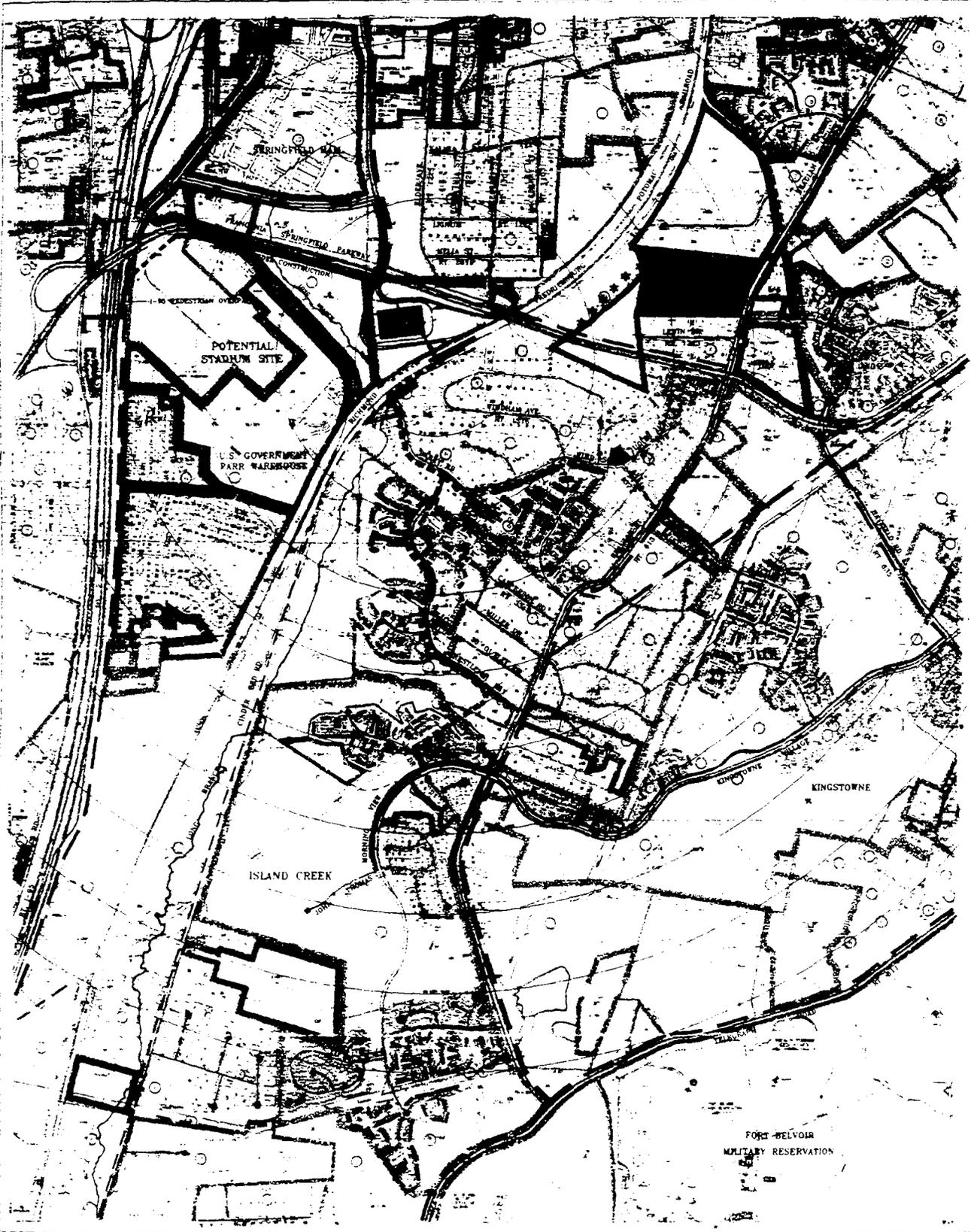
- EXISTING SANITARY SEWER
- - - PROPOSED SANITARY SEWER
- EXISTING WATER MAIN
- - - PROPOSED WATER MAIN
- PROPOSED SHADE/SHIELD TREES
- PROPOSED ORNAMENTAL TREE
- PROPOSED EVERGREEN TREE
- - - PROPOSED SIDEWALKS
- PROPOSED LIMITS OF CLEARING AND GRADING
- POSSIBLE TREE SAVE
- EXISTING PLANNED BIICYCLE/TYPE I ASPHALT TRAIL AS DEPICTED ON THE FAIRFAX COUNTY TRAILS PLAN



Dewberry & Davis
 Engineers
 Architects
 Planners
 Surveyors
 Landscape Architects
 8401 Arlington Blvd., Fairfax, VA 22031
 Phone: (703) 842-0100 Fax: (703) 842-0115

PEDESTRIAN CIRCULATION PLAN
FRIED/METRO OFFICE PARK
 LEE DISTRICT
 FAIRFAX COUNTY, VIRGINIA

Date of Issue	11/19/99
Scale	AS SHOWN
Author	DJD
Checker	DJD
Designer	DJD
Reviewer	DJD
Project No.	99-0005
Sheet No.	1 of 1



REGIONAL PEDESTRIAN TRAIL ACCESS
TO
FRANCONIA-SPRINGFIELD TRANSPORTATION CENTER
AND
SURROUNDING COMMUNITIES

NOTE: BASE DATA COMPILED FROM FAIRFAX COUNTY TAX & ZONING MAPS, DATED 1994.

LEGEND

- | | | |
|---|---|---|
| <ul style="list-style-type: none"> FRANCONIA-SPRINGFIELD ROUTE TRANSPORTATION CENTER (METRO VRE BUS) EXISTING VEHICULAR ROUTE EXISTING MASS TRANSIT ROUTE (TRAIL) | <ul style="list-style-type: none"> PLANNED BICYCLE/TYPE I (ASPHALT TRAIL) AS DEPICTED ON THE FAIRFAX COUNTY TRAILS PLAN DATED 1993-1994 CONSTRUCTED BICYCLE/TYPE I (ASPHALT TRAIL) PER THE FAIRFAX COUNTY TRAILS PLAN DATED 1993-1994 BICYCLE/TYPE I (ASPHALT TRAIL) UNDER CONSTRUCTION (VDOT) PLANNED PEDESTRIAN TRAIL AS DEPICTED ON THE FAIRFAX COUNTY TRAILS PLAN DATED 1993-1994 | <ul style="list-style-type: none"> EXISTING CEMENT / CONCRETE SIDEWALK (GOOD CONDITION) PROPOSED CEMENT / CONCRETE SIDEWALK PROPOSED PEDESTRIAN TRAIL ALIGNMENT LINKING THE ISLAND CREEK COMMUNITY AND OTHER NEIGHBORHOODS WITH THE FRANCONIA-SPRINGFIELD TRANSPORTATION CENTER (APPROX. 1.25 MILES) PROPOSED MAJOR TRAIL IMPROVEMENTS TO BE CONSTRUCTED AT ISLAND CREEK PROPOSED MAJOR TRAIL IMPROVEMENTS COMPLETED AT THE ISLAND CREEK COMMUNITY ADDITIONAL PLANNED PEDESTRIAN TRAILS |
|---|---|---|

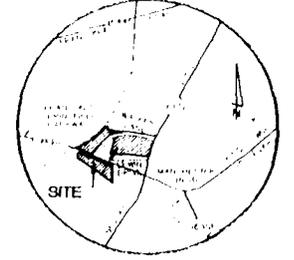
REDUCTION COPIES NOT TO SCALE

DATE: SEPTEMBER 27, 1995

Doehring & Davis

NOTES

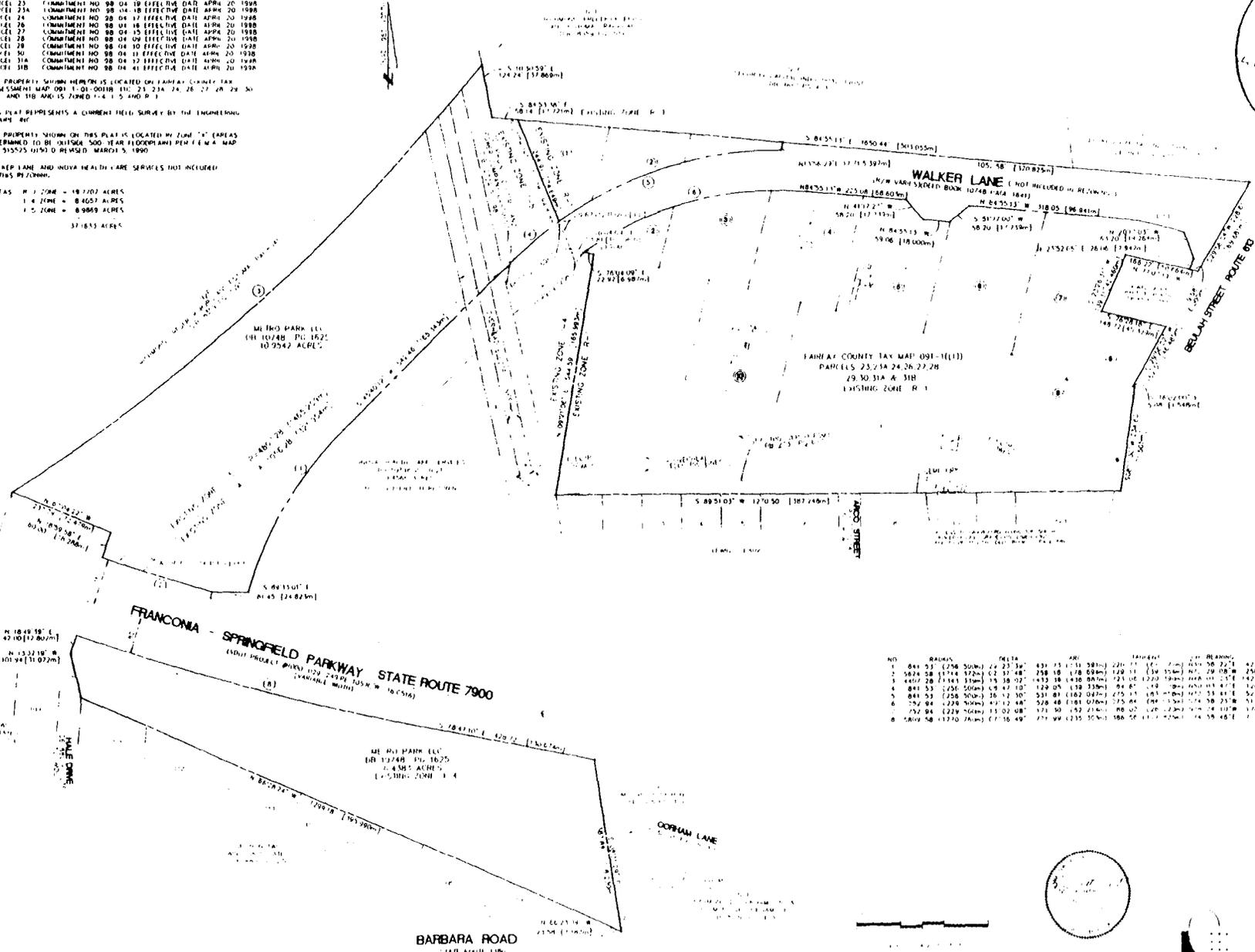
1. TITLE REPORTS FURNISHED BY STEWART TITLE GUARANTEE COMPANY:
 PARCEL 23 COMMITMENT NO. 97 12 EFFECTIVE DATE: NOVEMBER 15, 1997
 PARCEL 23 COMMITMENT NO. 98 04 18 EFFECTIVE DATE: APRIL 20, 1998
 PARCEL 23A COMMITMENT NO. 98 04 18 EFFECTIVE DATE: APRIL 20, 1998
 PARCEL 24 COMMITMENT NO. 98 04 17 EFFECTIVE DATE: APRIL 20, 1998
 PARCEL 25 COMMITMENT NO. 98 04 15 EFFECTIVE DATE: APRIL 20, 1998
 PARCEL 26 COMMITMENT NO. 98 04 16 EFFECTIVE DATE: APRIL 20, 1998
 PARCEL 27 COMMITMENT NO. 98 04 14 EFFECTIVE DATE: APRIL 20, 1998
 PARCEL 28 COMMITMENT NO. 98 04 13 EFFECTIVE DATE: APRIL 20, 1998
 PARCEL 29 COMMITMENT NO. 98 04 12 EFFECTIVE DATE: APRIL 20, 1998
 PARCEL 30 COMMITMENT NO. 98 04 11 EFFECTIVE DATE: APRIL 20, 1998
 PARCEL 31A COMMITMENT NO. 98 04 10 EFFECTIVE DATE: APRIL 20, 1998
 PARCEL 31B COMMITMENT NO. 98 04 09 EFFECTIVE DATE: APRIL 20, 1998
2. THE PROPERTY SHOWN HEREON IS LOCATED ON FAIRFAX COUNTY TAX ASSESSMENT MAP 091-1(1) PARCELS 23, 24, 26, 27, 28, 29, 30, 31A AND 31B AND IS ZONED R-4, 1, 5 AND R-1.
3. THIS PLAN REPRESENTS A CURRENT FIELD SURVEY BY THE ENGINEERING COMPANY.
4. THE PARCELS SHOWN ON THIS PLAN IS LOCATED IN ZONE "A" AREAS DETERMINED TO BE "OUTSIDE" 500-YEAR FLOODPLAIN PER F.E.W.A. MAP NO. 515225 (1990) D. REVISED MARCH 5, 1990.
5. WALKER LANE AND INDIA HEALTH CARE SERVICES NOT INCLUDED IN THIS PLAN.
6. AREAS:
 A. 1. ZONE = 18,7707 ACRES
 B. 1. ZONE = 8,4057 ACRES
 C. 1. ZONE = 8,9889 ACRES
 D. 37,1653 ACRES



VICINITY MAP

OWNER LEGEND

1. FRED LAMAR INC
2. WALKER LANE
3. WALKER LANE
4. WALKER LANE
5. WALKER LANE
6. WALKER LANE
7. WALKER LANE
8. WALKER LANE
9. WALKER LANE
10. WALKER LANE



NO.	RADIUS	DELTA	ARC	TANGENT	CHORD	CHORD BEARING	CHORD
1	841.53 (258.50m)	22.23.36	431.75 (131.58m)	220.77 (67.27m)	430.96 (131.42m)	42.05 (12.81m)	430.96 (131.42m)
2	5824.58 (1734.57m)	02.35.48	258.18 (78.58m)	149.11 (45.44m)	258.18 (78.58m)	258.18 (78.58m)	258.18 (78.58m)
3	4307.28 (1284.33m)	15.38.07	1452.58 (438.09m)	721.06 (218.34m)	1452.58 (438.09m)	1452.58 (438.09m)	1452.58 (438.09m)
4	841.53 (258.50m)	04.47.10	129.05 (38.33m)	64.47 (19.25m)	129.05 (38.33m)	129.05 (38.33m)	129.05 (38.33m)
5	841.53 (258.50m)	16.13.00	531.81 (160.03m)	275.91 (83.09m)	531.81 (160.03m)	531.81 (160.03m)	531.81 (160.03m)
6	172.04 (52.03m)	49.12.48	528.48 (158.07m)	275.91 (83.09m)	528.48 (158.07m)	528.48 (158.07m)	528.48 (158.07m)
7	172.04 (52.03m)	11.02.08	171.90 (52.03m)	86.02 (25.91m)	171.90 (52.03m)	171.90 (52.03m)	171.90 (52.03m)
8	172.04 (52.03m)	07.30.49	171.90 (52.03m)	86.02 (25.91m)	171.90 (52.03m)	171.90 (52.03m)	171.90 (52.03m)

ENGINEER
METRO PARK L.L.C.
 10000 METRO PARKWAY
 FARMERS MARKET BUILDING
 FARMERS MARKET
 FARMERS MARKET
 FARMERS MARKET

FAIRFAX COUNTY TAX MAP 091-1(11)
 PARCELS 23, 24, 26, 27, 28,
 29, 30, 31A & 31B

ENGINEERING
ESPEY, INC.
 10000 METRO PARKWAY
 FARMERS MARKET BUILDING
 FARMERS MARKET
 FARMERS MARKET
 FARMERS MARKET

COMPANIES
INC.703-422-7000
Fax 703-422-7070Barbara J. Fried
Direct 703-624-2703
bjfried@friedcompanies.com

VIA HAND DELIVERY

July 15, 1999

Peter Braham
Fairfax County Department of Planning & Zoning
Zoning Evaluation Division Suite 830
12055 Government Center Parkway
Fairfax, Virginia 22035

RZ/FDP 1998-LE-048 METRO PARK

Dear Peter:

I would like to address some of the non-transportation issues raised in the staff report dated June 30, 1999, many of which appear to be based on earlier proffers and prior versions of the CDP/FDP.

Issue: Stormwater Management/Best Management Practices (Page 15)

There does not appear to be any place where a bioretention/rain garden area can be created. However, we can look at the feasibility with each site plan.

Issue: Transportation-Generated Noise (Page 16)

We will design the office buildings for the comfort of the tenants, and we don't see the necessity of a proffer against possible train noise. Anyway, I, and I think most people, like the sound of train whistles.

Issue: Tree Preservation and Restoration (Page 17)

We have complied with all of the comments of the Urban Forester-except transplanting evergreens from the former home sites, which is precluded by the predominant type of soil. The CBRs on this property are very good, because it was in part a gravel pit. That same soil condition of sand and gravel means that the soil would not adhere, and the trees cannot be transplanted. As to the other points raised:

*Peter Braham
July 15, 1999
Page Two*

We cannot change the proposed limits of clearing and grading around the railroad tracks: development requires us to grade to the property line.

Sheet 4 (a) of the CDP/FDP is a detailed tree inventory and landscape plan for the tree preservation and supplementation to the buffer area adjacent to Lewin Park.

Issue: Heritage Resources Comments (Page 18)

There is no development near the cemetery. It is outside the limits of clearing and grading. There is a fence with a gate, and we are providing a walkway. Since this may be hard to see on the CDP/FDP, we have added language to Proffer 9 concerning the cemetery.

Analysis:

Third line from bottom of Page 19—change westernmost to easternmost.

Land Use/Design Analysis:

Median plantings along Walker Lane (Page 20. We have provided a continuous median planting where there is a median capable of being planted. The balance of the median is concrete.

Architectural Design and Signage (Page 20) We have proffered the elevation and sketch of the first building and the overall unified theme and design and the types of material to be used. (Proffer # 13). It is premature to proffer a sign plan now –before we have identified our tenant mix. We have proffered (# 15) to submit a sign plan with the site plan for the second building.

Placement of benches (Page 21) We have amended the proffer (#16) regarding location of the benches.

Bus shelter (Page 21) The bus will not block traffic: it turns out of the travel lane for passengers.

Parcel 11C (Page 22) It is labeled on the CDP/FDP as open space.

*Peter Braham
July 15, 1999
Page Three*

Additional plantings for parking garage (Page 23) Additional plantings were provided and are shown on the current CDP/FDP.

Cemetery (Page 23) We are flattening the slopes on the north and east sides. See addition to proffer # 9.

Parking (Page 25) We cannot reduce the parking ratios below what tenants demand and lenders require for financing. It is only because of our proximity to the Joe Alexander Transportation Center that we are able to use parking ratios below those at new buildings in Tysons and the Dulles Corridor. In any event, reduction of parking would not increase open space, since the most cost-effective reduction would be reduction of structured parking.

Zoning Ordinance Provisions

Section 6-206 ¶3-Size of Child Care center (99 or fewer students) is shown in Note 10 of the CDP/FDP.

¶10 A. We have re-inserted fast food restaurants in Proffer # 4 to clarify that use as a specialty retail use designed primarily for tenants and their employees.

Enclosed are ten copies of the revised proffers and one blacklined version. Included is a reinstatement to Proffer # 22-one that was inadvertently deleted in an earlier iteration and which we caught and a minor correction to Proffer # 35.

Sincerely,


Barbara J. Fried

*cc: Michael J. Giguere, Attorney at Law
Chuck Almquist*

FAIRFAX COUNTY, VIRGINIA

MEMORANDUM

TO: Barbara Byron, Director
Zoning Evaluation Division
Department of Planning and Zoning

FROM: Angela Kadar Rodeheaver, Chief 
Site Analysis Section
Department of Transportation

FILE: 3- 4 (RZ 1998 - LE - 048)

SUBJECT: Transportation Impact Addendum

REFERENCE: RZ/FDP 1998 - LE - 048; Fried Companies Inc.
Land Identification Map: 91 - ((1)) 23,23A, 24, 27-30,
31A, 31B

DATE: July 22, 1999

Transmitted herewith are the comments of the Department of Transportation with respect to the referenced application. These comments are based on the development plan dated as revised to June 28, 1999 and proffers dated July 15, 1999.

The June 24, 1999 Transportation Impact Memorandum noted major and site specific transportation issues. Many of those issues have been addressed by the applicant with the latest submission, however, the timing of the roadway improvements proposed by the applicant remain as a major issue. Therefore, until the issues as outlined below are addressed by the applicant, this Department cannot support approval of the application.

IMPROVEMENTS TO BEULAH STREET

The applicants draft proffer 22 addresses a portion of the issue associated with the improvement to Beulah Street, however the following items remain outstanding:

- Provision of all ancillary easements associated with the Beulah Street project.
- The applicant has provided a dollar amount for their frontage improvement to Beulah Street, however, no documentation has been provided to support this amount. This department suggest that the amount to be escrow be determined at the time of site plan review which is standard procedure.

Barbara A. Byron

July 22, 1999

Page Two

- This department had recommended that the contribution for the Beulah Street frontage be made at the time the gross floor area on the property exceeds 425,000. The applicant has continued to proffer the trigger at 560,000 GFA of office. This department would accept the 560,000 GFA provided there is an additional clause that should the Beulah Street project move forward prior to 560,000 GFA, the contribution would be provided upon demand.

PROVISION OF RIGHT TURN LANE AT BEULAH STREET ENTRANCES

Proffer 32 has been revised to provide the right turn lane at 560,000 GFA instead of 700,000 as previously proposed. This department is still concerned about the amount of development that can occur on the property before this improvement is provided. It is recommended that when the gross floor area exceeds 425,000 (not to include the hotel, retail or day care center gross floor area) the improvement be provided.

PROVISION OF LEFT TURN LANE TO THE SITE (BEULAH STREET PROJECT)

The Walker Lane public improvement plan has been approved by the County and VDOT and the road is currently under construction. VDOT is in the process of modifying the Beulah Street plans to accommodate a median break at this location.

PROVISION OF TWO POINTS OF ACCESS INTO THE SITE FROM BEULAH STREET

Proffer 32 has been revised to provide the second point of access at 560,000 GFA of office instead of 700,000 as previously proposed. This department is still concerned about the amount of development that can occur on the property before this improvement is provided. It is recommended that when the gross floor area exceeds 425,000 (not to include the hotel, retail, or day care center gross floor area) the improvement be provided.

METRO PARK DRIVE

The applicant's draft proffer number 29, 30, 31 and 32 addresses the majority of the concerns with this issues, however the following items remain outstanding.

- Proffer 31 states that the interparcel access to Lewin Park (construction and modification to the masonry wall) will be at the expense of the developer of Lewin Park. The site plan ordinance require that interparcel access be constructed to adjacent properties. In this case the construction of the interparcel access is not appropriate at this time due to the existing single family use within Lewin Park. However, the requirement is that of this property and at a minimum a contribution should be made to facilitate the future construction of this connection.

Barbara A. Byron
July 22, 1999
Page Three

- As noted earlier, proffer 32 has been revised to provide the construction of Metro Park drive and Jasper Lane at 560,000 GFA of office instead of 700,000 as previously proffered. This department is still concerned about the amount of development that can occur prior to these improvements, and therefore, recommends the trigger be changed to 425,000 GFA (not to include the hotel, retail or day care center gross floor area).

SECOND LEFT TURN LANE FROM THE EASTBOUND FRANCONIA - SPRINGFIELD
PARKWAY TO NORTHBOUND BEULAH

The applicant has adequately addressed this issue in proffer 20.

AKR/eg

cc: Michelle Brickner, Acting Director, Office of Site Development Services, Department of
Public Works and Environmental Services

REZONING AFFIDAVIT

ATTACHMENT 7

DATE: July 15, 1999
(enter date affidavit is notarized)

I, Barbara J. Fried of Fried Companies, Inc., Agent for Metro Park LLC, do hereby state that I am an
(enter name of applicant or authorized agent)

(check one) [] applicant
[X] applicant's authorized agent listed in Par. 1(a) below 98-177d

in Application No(s): RZ/FDP 1998-LE-048
(enter County-assigned application number(s), e.g. RZ 88-V-001)

and that to the best of my knowledge and belief, the following information is true:

1. (a). The following constitutes a listing of the names and addresses of all APPLICANTS, TITLE OWNERS, CONTRACT PURCHASERS and LESSEES of the land described in the application, and if any of the foregoing is a TRUSTEE*, each BENEFICIARY of such trust, and all ATTORNEYS and REAL ESTATE BROKERS, and all AGENTS who have acted on behalf of any of the foregoing with respect to the application:

(NOTE: All relationships to the application listed above in BOLD print are to be disclosed. Multiple relationships may be listed together, e.g., Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner.)

Table with 3 columns: NAME, ADDRESS, RELATIONSHIP(S). Rows include Metro Park LLC, Barbara J. Fried, Fried Companies, Inc., Michael J. Giguere, Attorney at Law.

(check if applicable) [X] There are more relationships to be listed and Par. 1(a) is continued on a "Rezoning Attachment to Par. 1(a)" form.

* List as follows: (name of trustee), Trustee for (name of trust, if applicable), for the benefit of: (state name of each beneficiary).

NOTE: This form is also for Final Development Plans not submitted in conjunction with Conceptual Development Plans.

REZONING AFFIDAVIT

DATE: July 15, 1999
(enter date affidavit is notarized)

98-177d

for Application No(s): RZ/FDP 1998-LE-048
(enter County-assigned application number(s))

1. (b). The following constitutes a listing** of the SHAREHOLDERS of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 10 or less shareholders, a listing of all of the shareholders, and if the corporation is an owner of the subject land, all of the OFFICERS and DIRECTORS of such corporation:

(NOTE: Include sole proprietorships herein.)

CORPORATION INFORMATION

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)

Fried Companies, Inc. 6551 Loisdale Court, Suite 900
Springfield, VA 22150

DESCRIPTION OF CORPORATION: (check one statement)

- [X] There are 10 or less shareholders, and all of the shareholders are listed below.
[] There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
[] There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial & last name)

B. Mark Fried
Barbara J. Fried

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name & title, e.g.

President, Vice-President, Secretary, Treasurer, etc.)
Charles J. Kieler, President Shirley J. Harris, Secretary/Treasurer and
Barbara J. Fried, Chairman of the Board and CEO Vice President/Operatio
Leah R. Fried, First Vice President and
Assistant Secretary
B. Mark Fried, Vice President

(check if applicable) [X] There is more corporation information and Par. 1(b) is continued on a "Rezoning Attachment to Par. 1(b)" form.

** All listings which include partnerships or corporations must be broken down successively until (a) only individual persons are listed, or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of the stock. Use footnote numbers to designate partnerships or corporations which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

REZONING AFFIDAVIT

DATE: July 15, 1999
(enter date affidavit is notarized)

98 177d

For Application No(s): RZ/FDP 1998-LE-048
(enter County-assigned application number(s))

1. (c). The following constitutes a listing** of all of the PARTNERS, both GENERAL and LIMITED, in any partnership disclosed in this affidavit:

PARTNERSHIP INFORMATION

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

Metro Park LLC
6551 Loisdale Court, Suite 900
Springfield, VA 22150

(check if applicable) [] The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS (enter first name, middle initial, last name & title, e.g. General Partner, Limited Partner, or General and Limited Partner)

B. Mark Fried, Member
Barbara J. Fried, Member
Charles J. Kieler, Member
Leah R. Fried, Member

(check if applicable) [X] There is more partnership information and Par. 1(c) is continued on a "Rezoning Attachment to Par. 1(c)" form.

** All listings which include partnerships or corporations must be broken down successively until (a) only individual persons are listed, or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of the stock. Use footnote numbers to designate partnerships or corporations which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

REZONING AFFIDAVIT

DATE: July 15, 1999
(enter date affidavit is notarized)

98-177d

for Application No(s): RZ/FDP 1998-LE-048
(enter County-assigned application number(s))

2. That no member of the Fairfax County Board of Supervisors or Planning Commission or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or through an interest in a partnership owning such land.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on line below.)

NONE

(check if applicable) [] There are more interests to be listed and Par. 2 is continued on a "Rezoning Attachment to Par. 2" form.

3. That within the twelve-month period prior to the filing of this application, no member of the Fairfax County Board of Supervisors or Planning Commission or any member of his or her immediate household, either directly or by way of partnership in which any of them is a partner, employee, agent, or attorney, or through a partner of any of them, or through a corporation in which any of them is an officer, director, employee, agent, or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has, or has had any business or financial relationship, other than any ordinary depositor or customer relationship with or by a retail establishment, public utility, or bank, including any gift or donation having a value of \$200 or more, with any of those listed in Par. 1 above.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on line below.)

Contributions in excess of \$200 have been made to Supervisors Dana Kauffman, Robert Dix, Penelope Gross, Stuart Mendelsohn, Elaine McConnell, Gerald Connolly, Katherine Hanley, and Michael Frey by Barbara J. Fried and B. Mark Fried, as individuals.
A contribution in excess of \$200 was also made to Supervisor Katherine Hanley by Michael J. Giguere (Attorney/Agent).

(check if applicable) [] There are more disclosures to be listed and Par. 3 is continued on a "Rezoning Attachment to Par. 3" form.

4. That the information contained in this affidavit is complete and that prior to each and every public hearing on this matter, I will reexamine this affidavit and provide any changed or supplemental information, including business or financial relationships of the type described in Paragraph 3 above, that arise on or after the date of this application.

WITNESS the following signature:

Fried Companies, Inc.
(check one) [] Applicant [X] Applicant's Authorized Agent
Barbara J. Fried, Chairman of the Board
(type or print first name, middle initial, last name & title of signee)

Subscribed and sworn to before me this 15th day of July, 1999, in the state of Virginia.
My commission expires: 7-15-99. Notary Public

Rezoning Attachment to Par. 1(a)

DATE: July 15, 1999
 (enter date affidavit is notarized)

98 177d

for Application No(s): RZ/FDP 1998-LE-048
 (enter County-assigned application number(s))

(NOTE: All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner.)

NAME (enter first name, middle initial & last name)	ADDRESS (enter number, street, city, state & zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD in Par. 1(a))
Phyllis Walker Ford, sole heir of Dumont J. Walker, deceased, and as attorney-in-fact for Geneva Walker Jones	Phyllis Walker Ford 12601 Yates Ford Road Clifton, VA 20124	Title Owner Tax Map 91-1-((1))-23
	Geneva Walker Jones c/o Phyllis Walker Ford 12601 Yates Ford Road Clifton, VA 20124	
Van Dyke A. Walker, Jr. (beneficial interest pursuant to Trust Agreement recorded in Deed Book 5938, Page 797)	Jacksonville Int'l Airport Director of Aviation Facilities 2400 Yankee Clipper Drive Jacksonville, FL 32218	
Phyllis Walker Ford and Van Dyke A. Walker, Jr., sole acting Trustees of the Alma Walker Bushrod Living Trust U/T/D of which the beneficiary is Alma Walker Bushrod, by her attorney-in-fact, Phyllis Walker Ford	Phyllis Walker Ford 12601 Yates Ford Road Clifton, VA 20124	Title Owner Tax Map 91-1-((1))-23A and Tax Map 91-1-((1))-24
	Van Dyke A. Walker, Jr. Jacksonville Int'l Airport Director of Aviation Facilities 2400 Yankee Clipper Drive Jacksonville, FL 32218	
	Alma Walker Bushrod c/o Phyllis Walker Ford 12601 Yates Ford Road Clifton, VA 20124	
Phyllis Walker Ford, devisee under will of Mamie W. Walker, deceased (Dumont J. Walker, predeceased Mamie W. Walker)	12601 Yates Ford Road Clifton, VA 20124	Title Owner Tax Map 91-1-((1))-26 and Tax Map 91-1-((1))-27

(check if applicable) There are more relationships to be listed and Par. 1(a) is continued further on a "Rezoning Attachment to Par. 1(a)" form.

Rezoning Attachment to Par. 1(a)

DATE: July 15, 1999
 (enter date affidavit is notarized)

98-177A

for Application No(s): RZ/FDP 1998-LE-048
 (enter County-assigned application number(s))

(NOTE: All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner.)

NAME (enter first name, middle initial & last name)	ADDRESS (enter number, street, city, state & zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD in Par. 1(a))
Winnie Walker Spencer, by her attorney-in-fact Phyllis Walker Ford	c/o Phyllis Walker Ford 12601 Yates Ford Road Clifton, VA 20124	Title Owner Tax Map 91-1-((1))-28
Geneva Walker Jones, by her attorney-in-fact Phyllis Walker Ford	c/o Phyllis Walker Ford 12601 Yates Ford Road Clifton, VA 20124	Title Owner Tax Map 91-1-((1))-29
Van Dyke A. Walker III, devisee under will of Van Dyke A. Walker, Sr., deceased	City of Atlanta Dept. of Parks & Recreation 675 Ponce De Leon Avenue, NE Suite 800 Atlanta, GA 30308	Title Owner Tax Map 91-1-((1))-30
Alma L. Walker Bushrod, by her attorney-in-fact Phyllis Walker Ford	c/o Phyllis Walker Ford 12601 Yates Ford Road Clifton, VA 20124	Title Owner Tax Map 91-1-((1))-31A

(check if applicable) There are more relationships to be listed and Par. 1(a) is continued further on a "Rezoning Attachment to Par. 1(a)" form.

Rezoning Attachment to Par. 1(a)

DATE: July 15, 1999
 (enter date affidavit is notarized)

98-177a

for Application No(s): RZ/FDP 1998-LE-048
 (enter County-assigned application number(s))

(NOTE: All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner.)

NAME (enter first name, middle initial & last name)	ADDRESS (enter number, street, city, state & zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD in Par. 1(a))
Gary Kirkbride Dewberry & Davis	8401 Arlington Blvd Fairfax, VA 22031	Agent/Planners
Stan Orndorff The Engineering Groupe, Inc.	13625 Office Place, Suite 101 Woodbridge, VA 22192	Agent/Engineers
Richard D. Harrison Harrison Surveys	15211 Chestnut Fork Road Culpeper, VA 22701	Agent/Transportation Consultant
Martin Wells Wells & Associates, LLC	1420 Spring Hill Road, Suite 600 McLean, VA 22102	Agent/Transportation Consultant

(check if applicable) [] There are more relationships to be listed and Par. 1(a) is continued further on a "Rezoning Attachment to Par. 1(a)" form.

DATE: July 15, 1999
(enter date affidavit is notarized)

98-177d

for Application No(s): RZ/FDP 1998-LE-048
(enter County-assigned application number(s))

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)

The Engineering Groupe, Inc.
13625 Office Place, Suite 101
Woodbridge, VA 22192

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less shareholders, and all of the shareholders are listed below.
- There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial & last name)

John S. Groupe IV

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name & title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

N/A

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)

Harrison Surveys
15211 Chestnut Fork Road
Culpeper, VA 22192

DESCRIPTION OF CORPORATION: (check one statement)

- N/A { There are 10 or less shareholders, and all of the shareholders are listed below.
- { There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- { There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial & last name)

Richard D. Harrison - Sole Proprietor

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name & title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

N/A

DATE: July 15, 1999
(enter date affidavit is notarized)

98-177d

for Application No(s): RZ/FDP 1998-LE-048
(enter County-assigned application number(s))

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
Wells & Associates, LLC
1420 Springhill Road, Suite 600
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)
 There are 10 or less shareholders, and all of the shareholders are listed below.
 There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
 There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial & last name)

Martin J. Wells
Terence J. Miller

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name & title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

N/A

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)

DESCRIPTION OF CORPORATION: (check one statement)
 There are 10 or less shareholders, and all of the shareholders are listed below.
 There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
 There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial & last name)

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name & title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

DATE: July 15, 1999
(enter date affidavit is notarized)

98-177d

for Application No(s): RZ/FDP 1998-LE-048
(enter County-assigned application number(s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)
McGuire, Woods, Battle & Boothe LLP
1750 Tysons Boulevard, Suite 1800
Tysons Corner, VA 22102

(check if applicable) [] The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name & title, e.g. General Partner, Limited Partner, or General and Limited Partner)

General Partners of McGuire, Woods, Battle & Boothe LLP

Aaronson, Russell T., III
Adams, Robert T.
Adams, William H.
Allen, George F.
Ames, W. Allen, Jr.
Anderson, Arthur E., II
Anderson, Donald D.
Appler, Thomas L.
Armstrong, C. Torrence
Atkinson, Frank B.
Aucutt, Ronald D.
Bagley, Terrence M.
Baril, Mary Dalton
Barr, John S.
Bates, John W., III
Belcher, Dennis I.
Berry, James I. Vance, Jr.
Bitman, Robert J.
Blaine, Steven W.

Boland, J. William
Bowie, C. Keating
Bracey, Lucius H., Jr.
Bradshaw, Michael T.
Bridgeman, James D.
Brittin, Jocelyn W.
Broaddus, William G.
Brown, Brickford Y.
Brown, Thomas C., Jr.
Burke, John W., III
Burkholder, Evan A
Burnett, Jason B..
Burrus, Robert L., Jr.
Busch, Stephen D.
Cabaniss, Thomas E.
Cairns, Scott S.
Calabrese, Antonio J.
Campbell, Douglas N.
Canup, James W. C.

(check if applicable) [X] There is more partnership information and Par. 1(c) is continued further on a "Rezoning Attachment to Par. 1(c)" form.

DATE: July 15, 1999
(enter date affidavit is notarized)

98-177d

for Application No(s): RZ/FDP 1998-LE-048
(enter County-assigned application number(s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)
McGuire, Woods, Battle & Boothe LLP
1750 Tysons Boulevard, Suite 1800
Tysons Corner, VA 22102

(check if applicable) [] The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name & title, e.g. General Partner, Limited Partner, or General and Limited Partner)

Capwell, Jeffrey R.
Cason, Alan C.
Chastain, Karen M.
Cherry, Ronald M.
Christophoroff, Alexander
Clancy, Michael
Cogbill, John V., III
Colangelo, Stephen M.
Comey, James B.
Corson, J. Jay, IV
Costan, James M.
Courson, Gardner G.
Coward, Curtis M.
Cranfill, William T., Jr.
Cranford, Page D.
Criser, Marshall M.
Cromwell, Richard J.
Cullen, Richard
Cuttillo, Kenneth J.
Dabney, H. Slayton, Jr.
Daugherty, Patrick D.
Dawes, Michael F.
Deem, William W.
Den Hartog, Grace R.
Donnelly, William E.
Douglass, W. Birch, III
Dowd, Michael G.
Dudley, Waller T.
Dyke, James Webster, Jr.
Earl, Marshall H., Jr.
Edwards, Elizabeth F.

Carter, Joseph C., III
Erhardt, Clement D., III
Etheridge, David Kent
Evans, David E.
Fain, Renee B.
Feller, Howard
Fennebresque, John C.
Fifer, Carson Lee, Jr.
Finger, William L.
Flemming, Michael D.
Flippen, Edward L.
Florence, Gary F.
France, Bonnie M.
Franklin, Stanley M.
Freye, Gloria L.
Frias, Jaime A.
Garrett, Sam Y., Jr.
Getchell, E. Duncan, Jr.
Gharvey-Tagoe, Kodwo
Gieg, William F.
Giguere, Michael J.
Gillece, James P., Jr.
Glassman, M. Melissa
Goldman, Nathan D.
Good, Dennis W., Jr.
Goodall, Larry M.
Gordon, Thomas C., Jr.
Grandis, Leslie A.
Grytdahl, Jay L.
Guth, Cheryl O'Donnell
Hahn, Carol W.

(check if applicable) [X] There is more partnership information and Par. 1(c) is continued further on a "Rezoning Attachment to Par. 1(c)" form.

DATE: July 15, 1999
(enter date affidavit is notarized)

98-177d

for Application No(s): RZ/FDP 1998-LE-048
(enter County-assigned application number(s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

McGuire, Woods, Battle & Boothe LLP
1750 Tysons Boulevard, Suite 1800
Tysons Corner, VA 22102

(check if applicable) [] The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name & title, e.g. General Partner, Limited Partner, or General and Limited Partner)

Hampton, Glenn W.
Harmon, T. Craig
Hobson, Richard R. G.
Hornbrook, Michael J.
Houston, David S.
Howard, Marcia Morales
Huggett, Laura H.
Hughes, Catherine V.
Jennings, Michael L.
Kane, Richard F.
Katsantonis, Joanne
Keefe, Kenneth M., Jr.
Keefer, Christopher L.
King, Donald E.
King, William H., Jr.
Kittrell, Steven D.
Klisch, Michael J.
Krueger, Kurt J.
La Frata, Mark J.
Lefcoe, Vann H.
Levenson, David J.
Levin, Michael H.
Lewis, James M.
Lindquist, Kurt E., II
Little, Nancy R.
Lucas, Thomas M.
Macauley, Sandra K.
Maguire, Robert T.
Margulies, Richard N.
Marshall, Gary S.
Martel Charles F.

Hay, Jeffrey S.
Hayden, Patrick L.
Martin, George K.
Martinez de Andino, J. Michael
McArver, R. Dennis
McCallum, Steve C.
McCann, John E.
McConnel, Richard S., Jr.
McElligott, James P., Jr.
McElroy, Robert G.
McFarland, Robert W.
McGee, Gary C.
McGonigle, Thomas J.
McIntyre, Charles W., Jr.
McMenamin, Joseph P.
McRill, Emery B.
McVey, Henry H., III
Melson, David E.
Menges, Charles L.
Michels, John J.
Middleditch, Leigh B., Jr.
Milton, Christine R.
Moran, Kenneth J.
Morgan, O. Forrest
Murphy, Brian D.
Murphy, Sean F.
Murray, John V.
Natarajan, Ganesh
O'Grady, Clive R. G.
O'Grady, John B.
Oakey, David N.

(check if applicable) [X] There is more partnership information and Par. 1(c) is continued further on a "Rezoning Attachment to Par. 1(c)" form.

4

Rezoning Attachment to Par. 1(c)

DATE: July 15, 1999
(enter date affidavit is notarized)

98-177d

for Application No(s): RZ/FDP 1998-LE-048
(enter County-assigned application number(s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

McGuire, Woods, Battle & Boothe LLP
1750 Tysons Boulevard, Suite 1800
Tysons Corner, VA 22102

(check if applicable) [] The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name & title, e.g. General Partner, Limited Partner, or General and Limited Partner)

Oakey, John M., Jr.
Oostdyk, Scott C.
Padgett, John D.
Patterson, Robert H., Jr.
Pickens, B. Andrew, Jr.
Pollard, John O.
Price, James H., III
Purdue, Ann R.
Ramsey, Ann L.
Rice, C. Daniel
Richardson, David L., II
Richardson, Lloyd M.
Rifken, Lawrence E.
Riopelle, Brian C.
Roberson, Dean B.
Robertson, David W.
Robinson, Stephen W.
Rohman, Thomas P.
Rogers, Marvin L.
Rooney, Lee Ann
Russell, Deborah M.
Rust, Dana L.
Sanderlin, James L.
Satterwhite, Rodney A.
Schewel, Michael J.
Schill, Gilbert E., Jr.
Scott, R. Carter, III
Scruggs, George L., Jr.
Sharp, Larry D.
Shelley, Patrick M.
Skinner, Halcyon E.

Page, Rosewell, III
Pankey, David H.
Partridge, Charles E., Jr.
Slaughter, Alexander H.
Slaughter, D. French, III
Slingluff, Robert L.
Slone, Daniel K.
Smith, John M.
Smith, Kristen E.
Smith, R. Gordon
Sommers, Stephen W.
Sooy, Kathleen Taylor
Spahn, Thomas E
Stallings, Thomas J.
Steen, Bruce M.
Stone, Jacquelyn E.
Stoneburner, Gresham R.
Story, J. Cameron, III
Strickland, William J.
Stroud, Robert E.
Stump, John S.
Swartz, Charles R.
Swindell, Gary W.
Tashjian-Brown, Eva S.
Taylor, D. Brooke
Taylor, Thomas E.
Terry, David L.
Terwilliger, George J., III
Thomas, Kelly S.
Thornhill, James A.
Tierney, Philip

(check if applicable) [X] There is more partnership information and Par. 1(c) is continued further on a "Rezoning Attachment to Par. 1(c)" form.

Rezoning Attachment to Par. 1(c)

DATE: July 15, 1999
(enter date affidavit is notarized)

98-177d

for Application No(s): RZ/FDP 1998-LE-048
(enter County-assigned application number(s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

McGuire, Woods, Battle & Boothe LLP
1750 Tysons Boulevard, Suite 1800
Tysons Corner, VA 22102

(check if applicable) [] The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name & title, e.g. General Partner, Limited Partner, or General and Limited Partner)

Topolski, Douglas M.
Toole, John H.
Traver, Courtland L.
Tucker, Sharon K.
Waddell, William R.
Walsh, James H.
Weisner, John M.
Wells,, David M.
Whitt-Sellers, Jane R.
Whittemore, Anne M.
Wickersham, Ralph R.
Williams, Steven R.
Williamson, Mark D.
Wilson, Ernest
Wintriss, Lynn
Wood, R. Craig
Woloszyn, John J.
Word, Thomas S., Jr.
Worrell, David H., Jr.
Younger, W. Carter
Zhigachov, Igor
Zirkle, Warren E.

Twomey, William E., Jr.
Van der Mersch, Xavier
Vernon, Robert B.
Vieth, Robert R.
Watts, Stephen H., II

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These are the only partners in the above-referenced firm.

(check if applicable) [X] There is more partnership information and Par. 1(c) is continued further on a "Rezoning Attachment to Par. 1(c)" form.

Rezoning Attachment to Par. 1(c)

DATE: July 15, 1999
(enter date affidavit is notarized)

for Application No(s): RZ/FDP 1998-LE-048
(enter County-assigned application number(s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)
Dewberry & Davis
8401 Arlington Blvd.
Fairfax, VA 22031

(check if applicable) [X] The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name & title, e.g. General Partner, Limited Partner, or General and Limited Partner)

- | | |
|-------------------------------------|-------------------------------------|
| Sidney O. Dewberry | Managing General Partner |
| Barry K. Dewberry | General Partner |
| * KMT Limited Partnership | General Partner |
| John P. Fowler, II | Special General Partner |
| Dan M. Pleasant | Special General Partner |
| Richard L. Ford, Jr. | Special General Partner |
| Dennis M. Couture | Special General Partner |
| Larry J. Keller | Special General Partner |
| Carl C. Gutschow | Special General Partner |
| | |
| * KMT Limited Partnership | General Partner of Dewberry & Davis |
| c/o K.S. Grand Pre, General Partner | |
| 10707 Miller Road | |
| Oakton, Virginia 22124 | |
| | |
| Karen S. Grand Pre | General Partner |
| | |
| Michael S. Dewberry Trust | Limited Partner |
| Reva A. Dewberry | Trustee |
| Michael S. Dewberry | Sole Beneficiary |
| | |
| Thomas L. Dewberry Trust | Limited Partner |
| Reva A. Dewberry | Trustee |
| Thomas L. Dewberry | Sole Beneficiary |

(check if applicable) There is more partnership information and Par. 1(c) is continued further on a "Rezoning Attachment to Par. 1(c)" form.

REZONING APPLICATION /
RZ 1998-LE-048

FINAL DEVELOPMENT PLAN
FDP 1998-LE-048

FILED 9/14/98

FILED 9/14/98

AMENDED
6/4/99

AMENDED
6/4/99

TAX MAP

TAX MAP

METRO PARK, LLC
TO REZONE: 37.17 ACRES OF LAND; DISTRICT - LLE
PROPOSED: REZONING FROM R-1, I-4, I-5 TO PDC
DISTRICT
LOCATED: W. SIDE OF BEULAH ST., N. AND S. SIDES
OF FRANCONIA/SPRINGFIELD PKWY.
ZONING: R-1 I-4 I-5
TO: PDC
OVERLAY DISTRICT(S):
91-1 ((1)) 11B AND 11C (FORMERLY TAX MAP 91-1 ((1)) 11)
91-1 ((1)) 23, 23A, 24, 26, 27, 28, 29, 30, 31A, 31B
(INCLUDES AREA FORMERLY WALKER LN. EASEMENT)

METRO PARK, LLC
TO REZONE: 37.17 ACRES OF LAND; DISTRICT - LLE
PROPOSED: REZONING FROM R-1, I-4, I-5 TO PDC
DISTRICT
LOCATED: W. SIDE OF BEULAH ST., N. AND S. SIDES
OF FRANCONIA/SPRINGFIELD PKWY.
ZONING: R-1 I-4 I-5
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91-1 ((1)) 23, 23A, 24, 26, 27, 28, 29, 30, 31A, 31B
(INCLUDES AREA FORMERLY WALKER LN. EASEMENT)

