



FAIRFAX COUNTY

APPLICATION FILED: October 5, 1998
PLANNING COMMISSION: March 10, 1999
BOARD OF SUPERVISORS: March 22, 1999

V I R G I N I A

FEBRUARY 24, 1999

STAFF REPORT

APPLICATION PCA 92-P-001
(CONCURRENT WITH RZ 1998-PR-051, SE 98-P-050, AND SE 98-P-051)

PROVIDENCE DISTRICT

APPLICANT: West*Group Properties LLC

ZONING: C-3, HC

PARCEL(S): 29-4 ((5)) 1, 2, 2A, 2B, 3, 4, 5, 6, 7, 8A, 9A, 9B,
10A, 11A, 12, 13, 14, and 15
29-4 ((6)) 95B, 96, 97A, 99A, 101A, 102, 105,
106, and 107
30-3 ((1)) 6A, 6B, 6C, and 6D
30-3 ((28)) A, B, 3 and 4

ACREAGE: 126.66 Acres

FAR: 0.60

PLAN MAP: Office

PROPOSAL: Amend proffers and Generalized Development Plan for West*Gate: (1) to decrease the overall allowable intensity from 0.6232 to 0.60 FAR and incorporate land rezoned pursuant to RZ 1998-PR-052; (2) to increase the maximum heights for buildings; (3) to dedicate a 2.35 acre parcel within the Colshire Drive Land Bay for public use; (4) to reserve and dedicate land for the future Beltway widening and a future transit facility; (5) to amend the transportation proffers related to transportation demand

management (TDM);(6) to amend the proffers related to the Park Authority; (7) to amend the environmental quality corridor (EQC) and 100 year floodplain proffers; and (8) to amend the stormwater management proffers.

STAFF RECOMMENDATIONS:

Staff recommends that the Board of Supervisors approve **PCA 92-P-001** subject to the execution of proffers consistent with those contained in Appendix 1A.

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 further noted that the content of this report reflects the analysis and recommendations of staff; it does not reflect the position of the Board of Supervisors.

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





FAIRFAX COUNTY

APPLICATION FILED: October 5, 1998
APPLICATION AMENDED: February 4, 1999
PLANNING COMMISSION: March 10, 1999
BOARD OF SUPERVISORS: March 22, 1999

V I R G I N I A

FEBRUARY 24, 1999

STAFF REPORT

APPLICATION RZ 1998-PR-052
(CONCURRENT WITH PCA 92-P-001, SE 98-P-050, AND SE 98-P-051)

PROVIDENCE DISTRICT

APPLICANT: West*Group Properties LLC

CURRENT ZONING: I-4, HC

PROPOSED ZONING: C-3, HC

PARCEL(S): 29-4 ((5)) abandoned portions of Route 3543
(Old Springhouse Road)

ACREAGE: 1.44 Acres

PLAN MAP: Office

PROPOSAL: Rezone portions of Old Springhouse Road
(proposed to be abandoned) from I-4 and
Highway Corridor Overlay (HC) Districts to C-3
and HC Districts. The applicant proposes to
incorporate the subject site under the proffers
for PCA 92-P-001.

STAFF RECOMMENDATIONS:

Staff recommends that the Board of Supervisors approve **RZ 1998-PR-052** subject to the execution of proffers consistent with those contained in Appendix 1A and subject to the approval of the proposed abandonment of portions of Old Springhouse Road.

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 further noted that the content of this report reflects the analysis and recommendations of staff; it does not reflect the position of the Board of Supervisors.

For information, contact the Zoning Evaluation Division, Office of Comprehensive Planning, 12055 Government Center Parkway, Suite 801, Fairfax, Virginia (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.



FAIRFAX COUNTY

APPLICATION FILED: October 2, 1998
PLANNING COMMISSION: March 10, 1999
BOARD OF SUPERVISORS: March 22, 1999

V I R G I N I A

FEBRUARY 24, 1999

STAFF REPORT

APPLICATION SE 98-P-050
(CONCURRENT WITH PCA 92-P-001, RZ 1998-PR-052, AND SE 98-P-051)

PROVIDENCE DISTRICT

APPLICANT: West*Group Properties LLC

ZONING: C-3, HC

PARCEL(S): 30-3 ((28)) Part of Parcel B

ACREAGE: Portion of Colshire Drive Land Bay of West*Gate - 19.87 Acres

PLAN MAP: Office

PROPOSAL: Special Exception for an increase in height from 90 to 105 feet for the proposed McKinley, Pierce, and Taylor Buildings within the Colshire Drive Land Bay (Land Bay B-2) of West*Gate. The application also requests an extension of the time to implement a special exception from 30 months to 10 years.

STAFF RECOMMENDATIONS:

Staff recommends that the Board of Supervisors approve **SE 98-P-050**, subject to the proposed Development Conditions contained in Appendix 1B, and to the approval of **PCA 92-P-001** and subject to the execution of proffers consistent with those contained in Appendix 1A.

Staff recommends approval of a modification of the transitional screening and waiver of the barrier requirements along the west property line to that shown on the SE Plat for **SE 98-P-050**.

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 further noted that the content of this report reflects the analysis and recommendations of staff; it does not reflect the position of the Board of Supervisors.

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FAIRFAX COUNTY

APPLICATION FILED: October 2, 1998
APPLICATION AMENDED: February 4, 1999
PLANNING COMMISSION: March 10, 1999
BOARD OF SUPERVISORS: March 22, 1999

V I R G I N I A

FEBRUARY 24, 1999

STAFF REPORT

APPLICATION SE 98-P-051
(CONCURRENT WITH PCA 92-P-001, RZ 1998-PR-052, AND SE 98-P-050)

PROVIDENCE DISTRICT

APPLICANT: West*Group Properties LLC

ZONING: C-3, HC

PARCEL(S): 29-4 ((5)) 1, 2, 2A, 2B, 3, 4, 5, 6, 7, 8A, 9B,
11A, 12, 13, 14, 15 and a portion of Old
Springhouse Road to be abandoned

ACREAGE: 29.21 acres

PLAN MAP: Office

PROPOSAL: Special Exception for an increase in height
from 90 to 150 feet for the proposed
Washington, Adams, Madison, and Jefferson
Buildings within the Old Springhouse Road
Land Bay of West*Gate. The application also
requests an extension of the time to implement
the special exception from 30 months to 10
years.

STAFF RECOMMENDATIONS:

Staff recommends that the Board of Supervisors approve **SE 98-P-051**, subject to the proposed Development Conditions contained in Appendix 1C, and subject to the approval of **PCA 92-P-001** and **RZ 1998-PR-052** and subject to the execution of proffers consistent with those contained in Appendix 1A.

Staff recommends approval of a modification of the transitional screening and waiver of the barrier requirements along the north property line to that shown on the SE Plat for **SE 98-P-051**.

Staff recommends that the minimum yard requirements be waived as designated on the SE Plat for **SE 98-P-051** per Sect. 2-418 of the Zoning Ordinance.

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 further noted that the content of this report reflects the analysis and recommendations of staff; it does not reflect the position of the Board of Supervisors.

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



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SPECIAL EXCEPTION APPLICATION

SE 98-P-051

SE 98-P-051

SE 98-P-050

FILED 10/02/98 AMENDED 2/4/99

SE 98-P-050

FILED 10/02/98

WEST*GROUP PROPERTIES LLC
INCREASE IN BUILDING HEIGHT
ZONING DIST SECTION: 09-0607
ART 9 CATEGORY/USE: 06-03

WEST*GROUP PROPERTIES LLC
INCREASE IN BUILDING HEIGHT
ZONING DIST SECTION: 09-0607
ART 9 CATEGORY/USE: 06-03

29.21 ACRES OF LAND; DISTRICT - PROVIDENCE
LOCATED: 7600, 7670, 7676, 7678, 7700, 7706, 7710,
7711, 7718, 7722, 7724, 7726, 7728 OLD SPRINGHOUSE
RD.

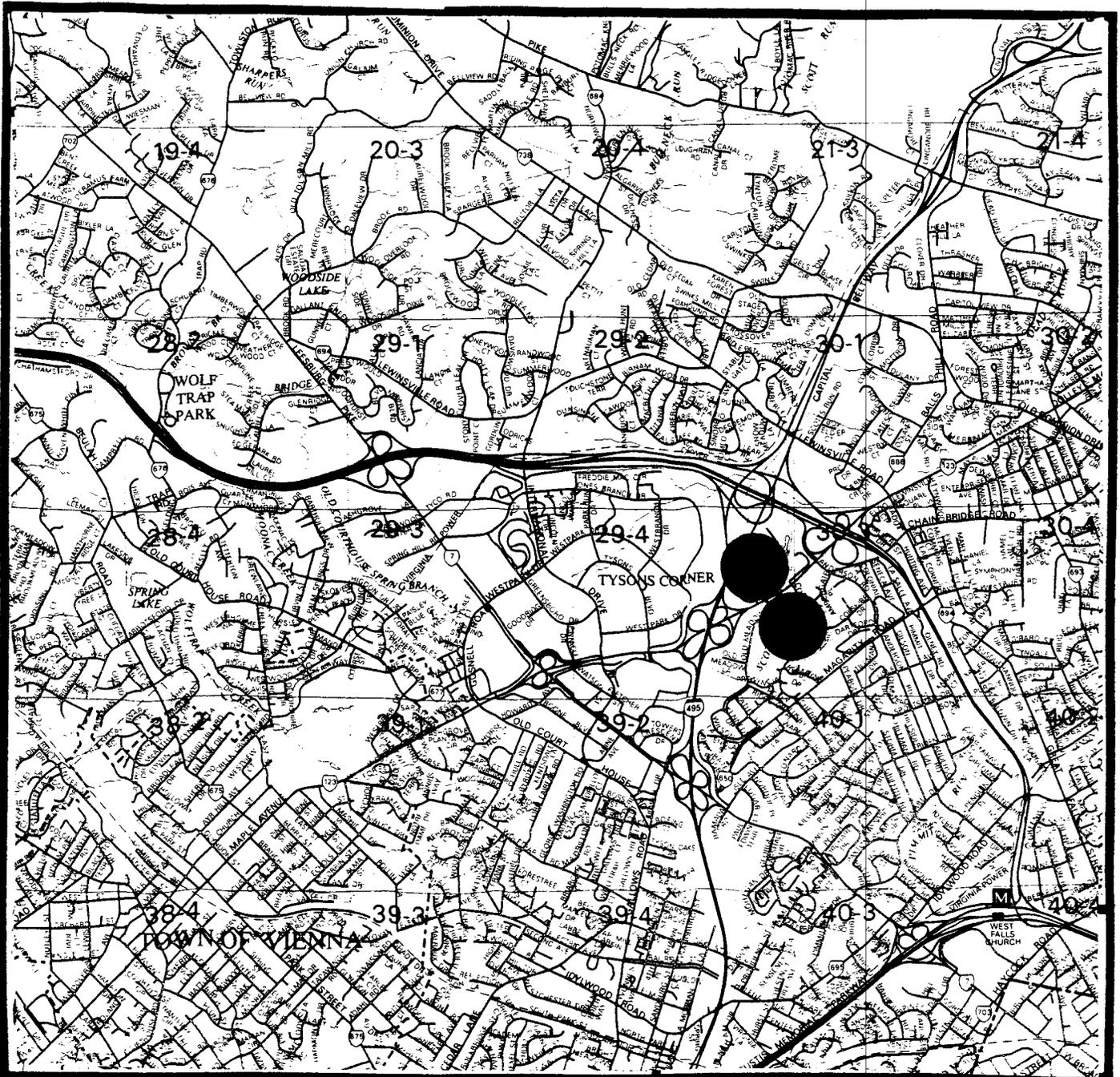
19.87 ACRES OF LAND; DISTRICT - PROVIDENCE
LOCATED: S.W. SIDE OF COLSHIRE DRIVE

ZONED C-3
OVERLAY DISTRICT(S): HC
TAX MAP 29-4 ((5)) 1, 2, 2A, 2B, 3, 4, 5, 6, 7, 8A, 9B, 11A, 12,
13, 14, 15
AND A PORTION OF OLD SPRINGHOUSE RD. TO
BE VACATED AND/OR ABANDONED

PLAN AREA 2

ZONED C-3
OVERLAY DISTRICT(S): HC
030-3- /28/ / -B P
TAX MAP

PLAN AREA 2



PROFFERED CONDITION AMENDMENT

PCA 88-D-005-03

PCA 92-P-001

PCA 88-D-005 -03

FILED 10/05/98

WEST*GROUP PROPERTIES L.L.C.

PROFFERED CONDITION AMENDMENT.

PROPOSED: COMMERCIAL DEVELOPMENT

APPROX. 108.44 ACRES OF LAND; DISTRICT - PROVIDENCE

LOCATED: S. OF THE DULLES ACCESS AND TOLL RDS., S. AND
W. OF JONES BRANCH DR., E. OF PARK RUN DR.,
AND N. AND S. OF WEST PARK DR.

ZONING: C- 3

OVERLAY DISTRICT(S): SC

TAX MAP 29-4 ((7)) 1, 1A1, 1A2, 2, 3, 4, 6,

7A1, 7B, 8, 9, 10, 11A, A2, A5,

C1, C2

29-2 ((15)) A8

PCA 92-P-001

FILED 10/05/98

WEST*GROUP PROPERTIES LLC

PROFFERED CONDITION AMENDMENT

PROPOSED: COMMERCIAL DEVELOPMENT

APPROX. 126.66 ACRES OF LAND; DISTRICT - PROVIDENCE

LOCATED: E. OF I-495, N. AND S. OF DOLLEY MADISON BLVD, E.

AND W. OF OLD MEADOW RD., AND N. AND S. OF COLSHIRE DR.

ZONING: C- 3

OVERLAY DISTRICT(S): HC

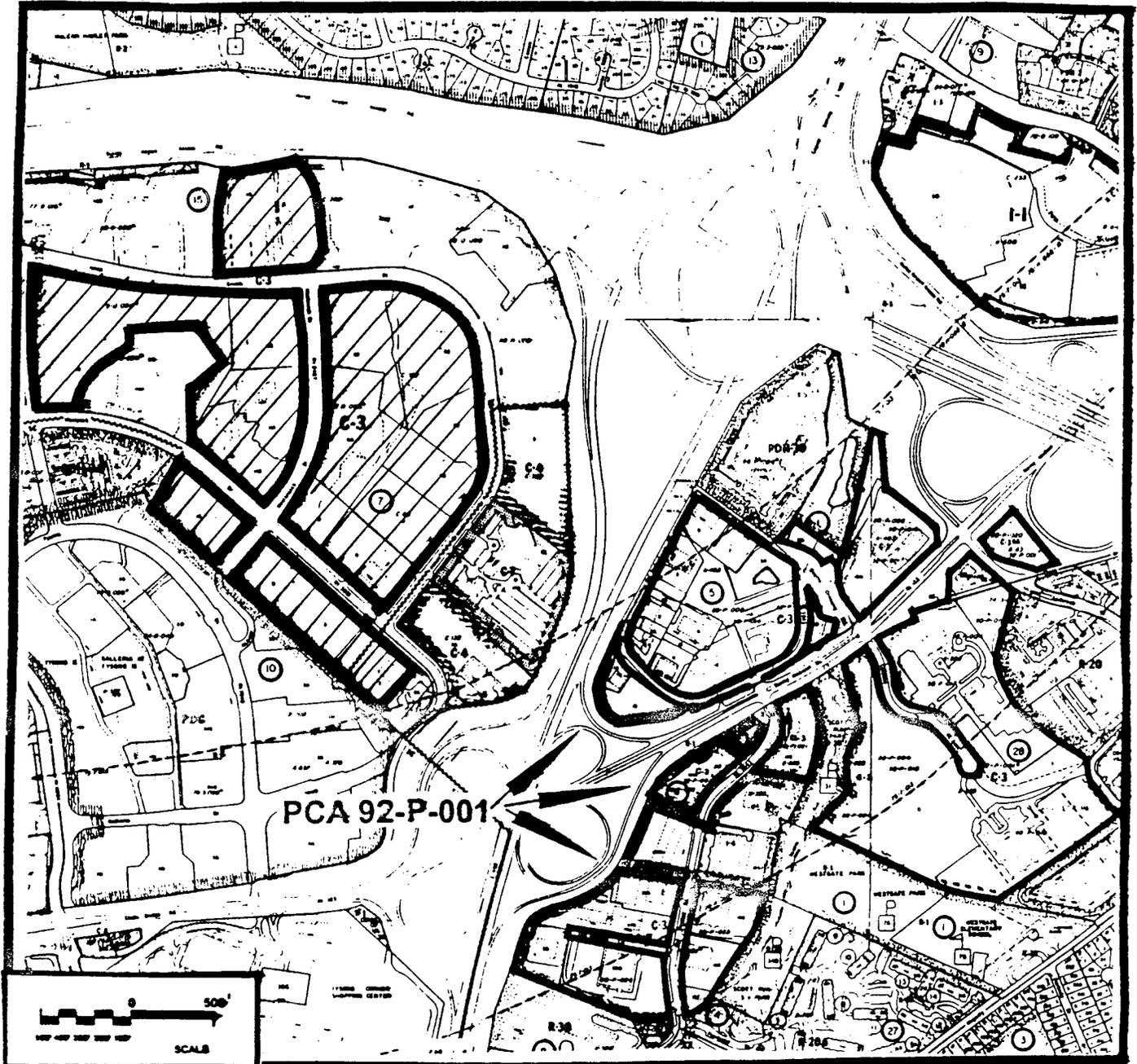
TAX MAP 29-4 ((6)) 95B, 96, 97A, 99A, 101A, 102, 105,

106, 107; 29-4 ((5)) 1, 2, 2A, 2B, 3, 4, 5, 6, 7, 8A,

9, 9A, 9B, 10A, 11A, 12, 13, 14, 15

30-3 ((28)) A, B, 3, 4; 30-3 ((11)) 6A, 6B, 6C, AND 6D

/// PCA 88-D-005-03



REZONING APPLICATION

RZ 1998-PR-052

FILED 10/02/98

AMENDED
2/4/99

MAP REF

WEST*GROUP PROPERTIES L.L.C.

TO REZONE: 1.44 ACRES OF LAND; DISTRICT - PROVIDENCE
PROPOSED: REZONE FROM THE I-4 DISTRICT TO THE C-3 DISTRICT
TO PERMIT COMMERCIAL DEVELOPMENT

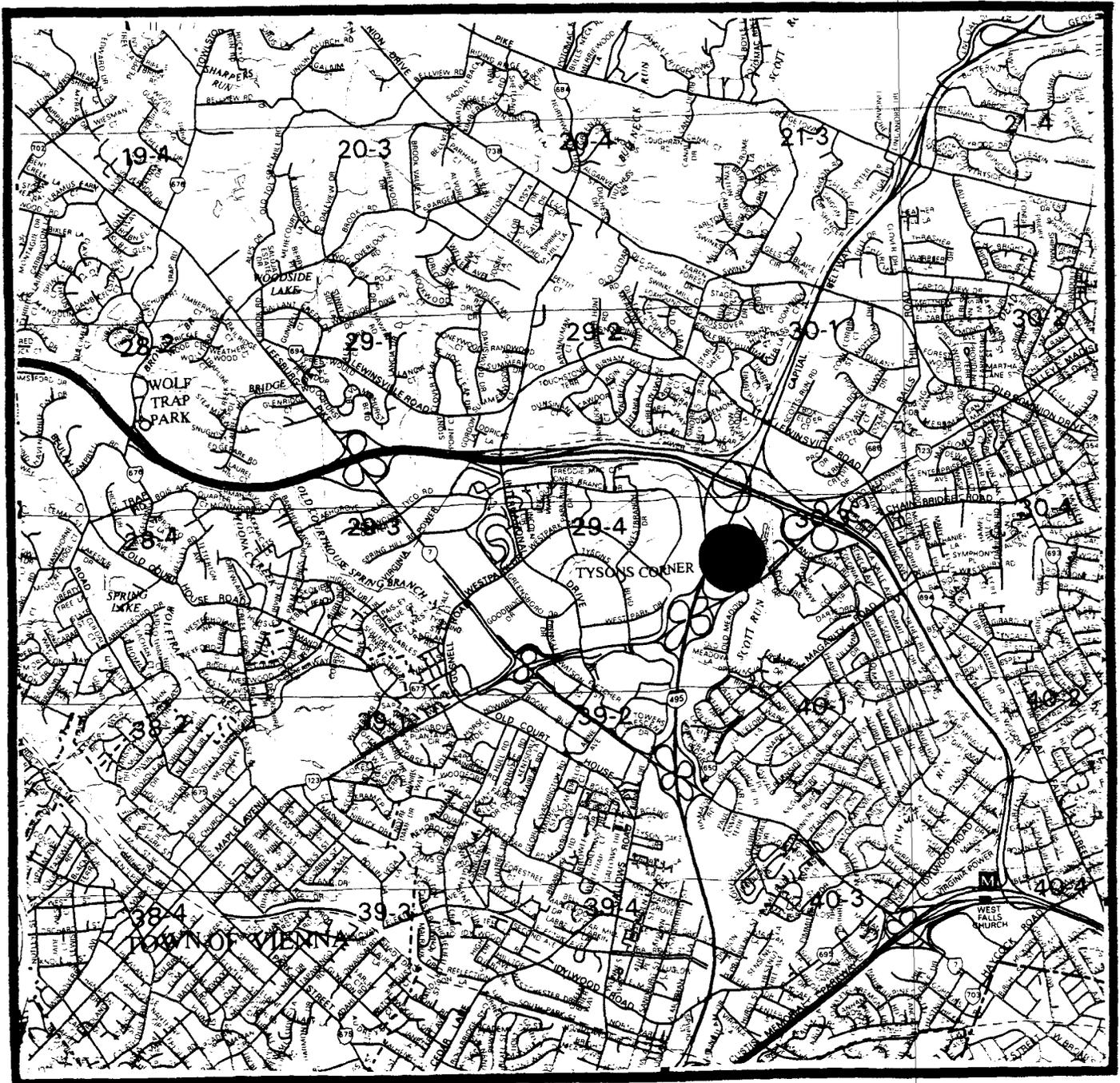
LOCATED: NORTHEAST QUADRANT OF THE INTERSECTION OF
I-495 AND DOLLEY MADISON BLVD.

ZONING: I-4
TO: C-3

OVERLAY DISTRICT(S): HC

029-4- /05/ /

A PORTION OF RT. 3543 OLD SPRINGHOUSE ROAD FOR VACATION AND ABANDONMENT



PROFFERED CONDITION AMENDMENT

PCA 88-D-005-03

PCA 92-P-001

PCA 88-D-005 -03

FILED 10/05/98

WEST*GROUP PROPERTIES L.L.C.

PROFFERED CONDITION AMENDMENT

PROPOSED: COMMERCIAL DEVELOPMENT

APPROX. 108.44 ACRES OF LAND; DISTRICT - PROVIDENCE

LOCATED: S. OF THE DULLES ACCESS AND TOLL RDS., S. AND
W. OF JONES BRANCH DR., E. OF PARK RUN DR.,
AND N. AND S. OF WEST PARK DR.

ZONING: C- 3

OVERLAY DISTRICT(S): SC

TAX MAP 29-4 ((7)) 1, 1A1, 1A2, 2, 3, 4, 6,

7A1, 7B, 8, 9, 10, 11A, A2, A5,

C1, C2

29-2 ((15)) A8

PCA 92-P-001

FILED 10/05/98

WEST*GROUP PROPERTIES LLC

PROFFERED CONDITION AMENDMENT

PROPOSED: COMMERCIAL DEVELOPMENT

APPROX. 126.66 ACRES OF LAND; DISTRICT - PROVIDENCE

LOCATED: E. OF I-495, N. AND S. OF DOLLEY MADISON BLVD, E.
AND W. OF OLD MEADOW RD., AND N. AND S. OF COLSHIRE DR.

ZONING: C- 3

OVERLAY DISTRICT(S): HC

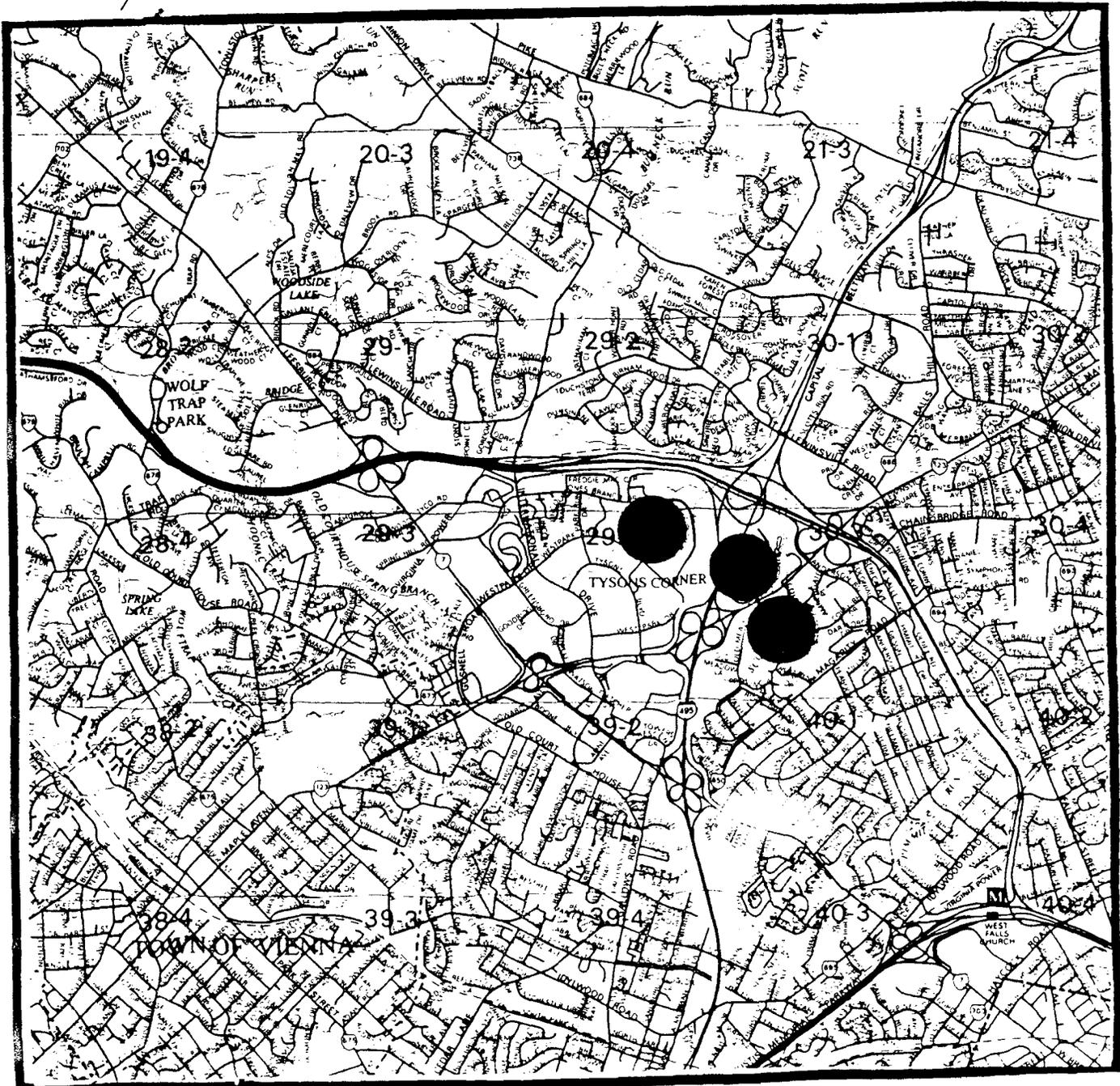
TAX MAP 29-4 ((6)) 95B, 96, 97A, 99A, 101A, 102, 105,

106, 107; 29-4 ((5)) 1, 2, 2A, 2B, 3, 4, 5, 6, 7, 8A,

9, 9A, 9B, 10A, 11A, 12, 13, 14, 15

30-3 ((28)) A, B, 3, 4; 30-3 ((1)) 6A, 6B, 6C, AND 6D

/// PCA 88-D-005-03



SPECIAL EXCEPTION APPLICATION

SE 98-P-051

SE 98-P-050

SE 98-P-051

FILED 10/02/98 AMENDED 2/4/99

WEST*GROUP PROPERTIES LLC
INCREASE IN BUILDING HEIGHT
ZONING DIST SECTION: 09-0607
ART 9 CATEGORY/USE: 06-03

29.21 ACRES OF LAND; DISTRICT - PROVIDENCE
LOCATED: 7600, 7670, 7676, 7678, 7700, 7706, 7710,
7711, 7718, 7722, 7724, 7726, 7728 OLD SPRINGHOUSE
RD.

ZONED C-3 PLAN AREA 2
OVERLAY DISTRICT(S): HC
TAX MAP 29-4 ((5)) 1, 2, 2A, 2B, 3, 4, 5, 6, 7, 8A, 9B, 11A, 12,
13, 14, 15
AND A PORTION OF OLD SPRINGHOUSE RD. TO
BE VACATED AND/OR ABANDONED

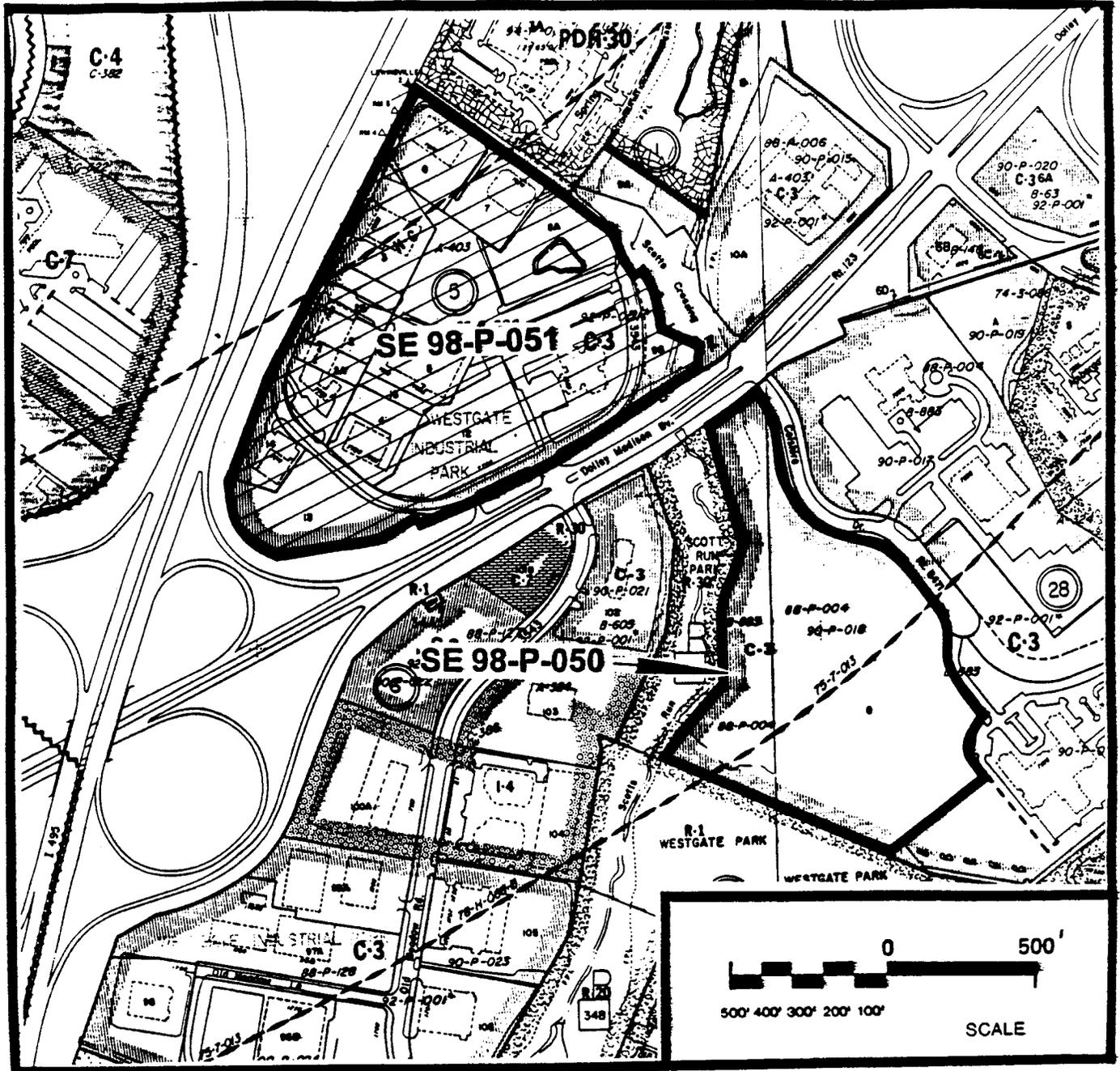
SE 98-P-050

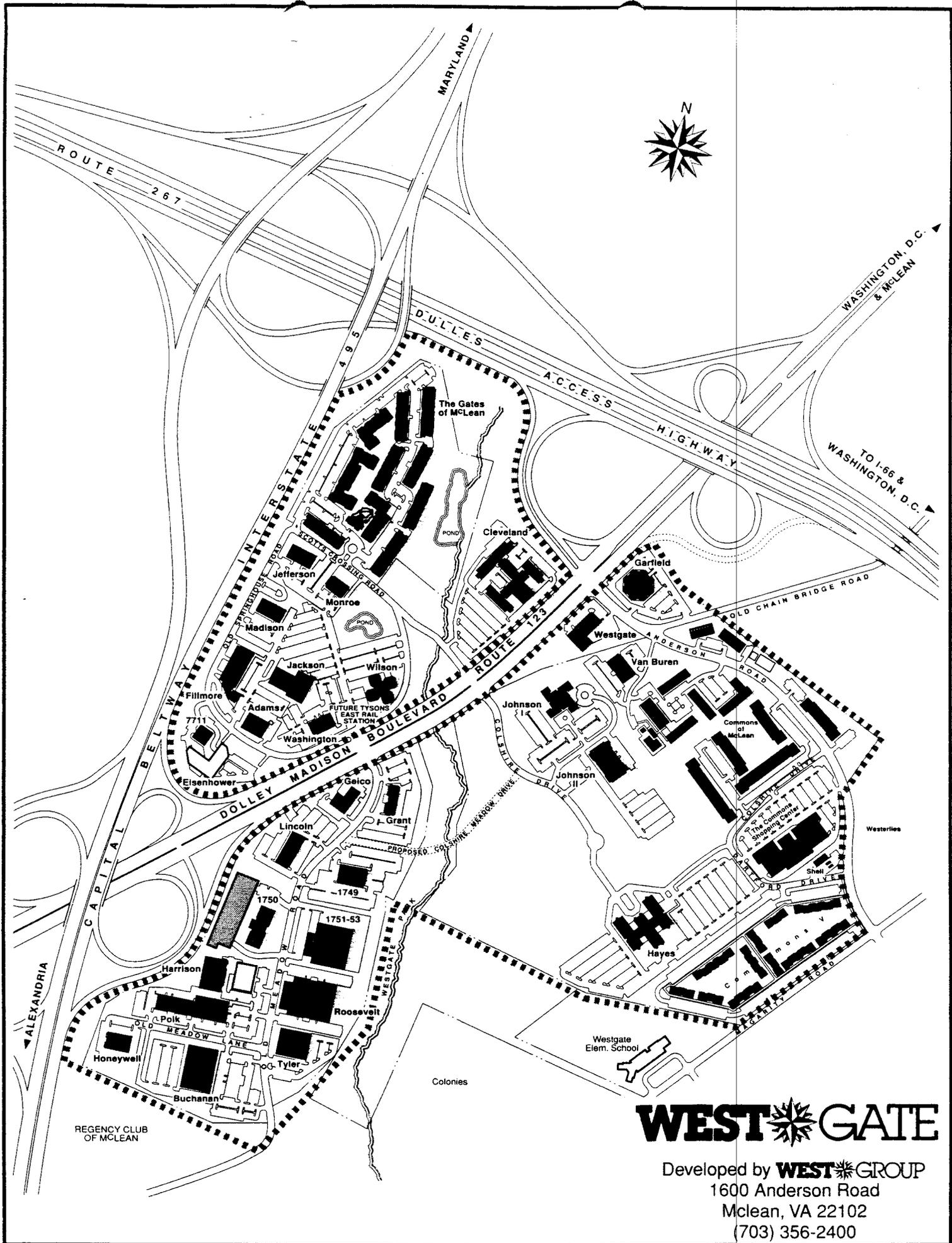
FILED 10/02/98

WEST*GROUP PROPERTIES LLC
INCREASE IN BUILDING HEIGHT
ZONING DIST SECTION: 09-0607
ART 9 CATEGORY/USE: 06-03

19.87 ACRES OF LAND; DISTRICT - PROVIDENCE
LOCATED: S.W. SIDE OF COLSHIRE DRIVE

ZONED C-3 PLAN AREA 2
OVERLAY DISTRICT(S): HC
030-3- /28/ / -B P
TAX MAP



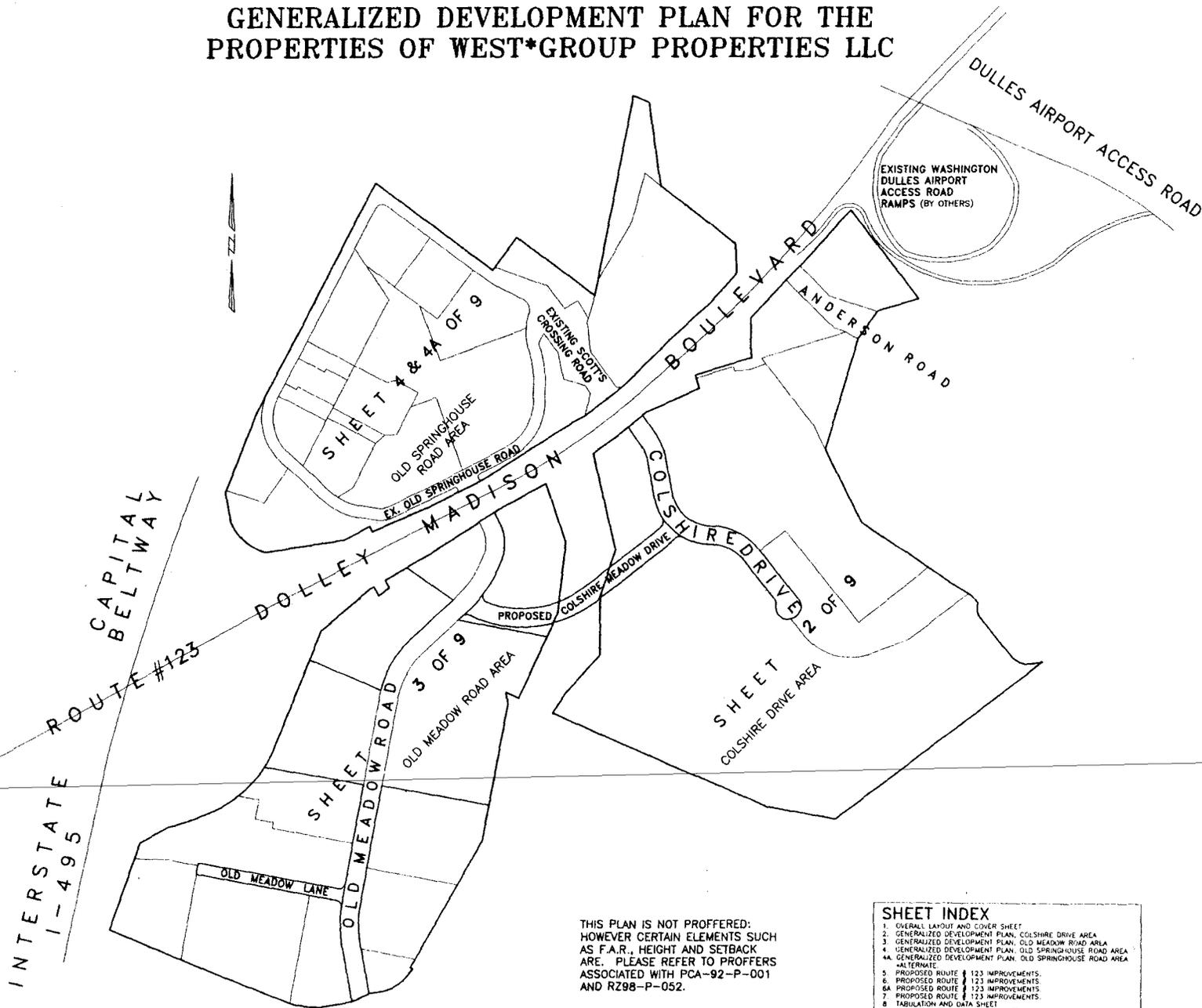


WEST GATE

Developed by **WEST GROUP**
 1600 Anderson Road
 Mclean, VA 22102
 (703) 356-2400

PCA 92-P-001

GENERALIZED DEVELOPMENT PLAN FOR THE PROPERTIES OF WEST*GROUP PROPERTIES LLC



THIS PLAN IS NOT PROFFERED;
HOWEVER CERTAIN ELEMENTS SUCH
AS F.A.R., HEIGHT AND SETBACK
ARE. PLEASE REFER TO PROFFERS
ASSOCIATED WITH PCA-92-P-001
AND RZ98-P-052.

SHEET INDEX	
1.	OVERALL LAYOUT AND COVER SHEET
2.	GENERALIZED DEVELOPMENT PLAN, COLSHIRE DRIVE AREA
3.	GENERALIZED DEVELOPMENT PLAN, OLD MEADOW ROAD AREA
4.	GENERALIZED DEVELOPMENT PLAN, OLD SPRINGHOUSE ROAD AREA
4A.	GENERALIZED DEVELOPMENT PLAN, OLD SPRINGHOUSE ROAD AREA - TERMINAL
5.	PROPOSED ROUTE # 123 IMPROVEMENTS
6.	PROPOSED ROUTE # 123 IMPROVEMENTS
7.	PROPOSED ROUTE # 123 IMPROVEMENTS
8.	TABULATION AND DATA SHEET
9.	TYPICAL LANDSCAPE LAYOUT SHEET

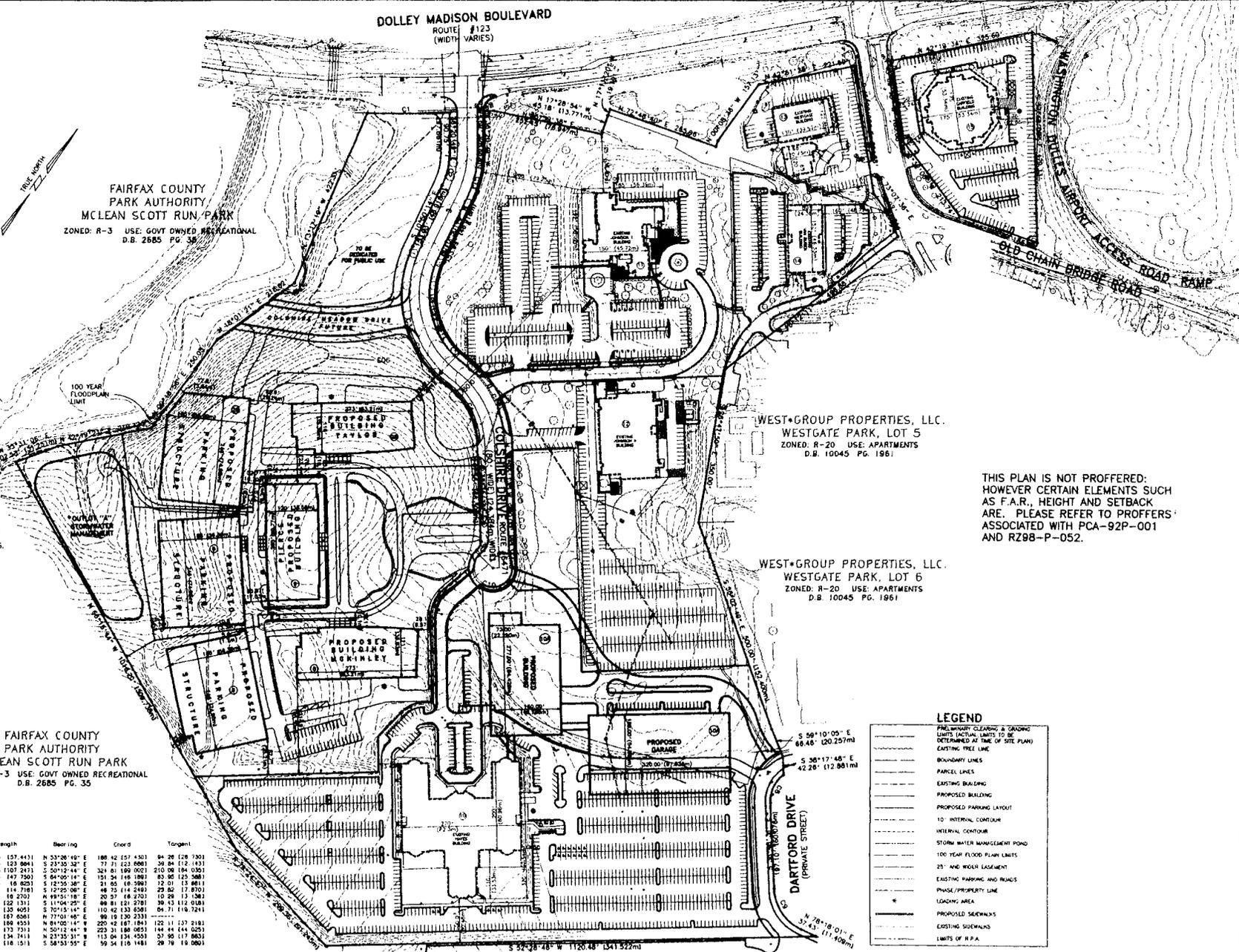
Huntley, Nyce & Associates, Ltd.
ARCHITECTS • CIVIL ENGINEERS • LAND PLANNERS
2000 KENNESAW ST.
FARMLEY COUNTY, VIRGINIA 22801
434-731-1100 FAX: 434-731-1101

GENERALIZED DEVELOPMENT PLAN FOR THE PROPERTIES OF WEST*GROUP PROPERTIES LLC
FARMLEY COUNTY, VIRGINIA
COVER SHEET

SCALE: 1" = 200'
DATE: 02-10-92
REVISIONS:
04-21-92
05-06-92
FEB. 05, 1999
FEB. 23, 1999

SHEET 1 of 9
FILE NO. PL - 2432

NOTE:
 PARCELS A, B, C & D TO BE CONVEYED
 TO FAIRFAX COUNTY PARK AUTHORITY.
 PARCEL A = 0.4789 AC.
 PARCEL B = 0.4036 AC.
 PARCEL C = 0.1252 AC.
 PARCEL D = 0.0618 AC.



FAIRFAX COUNTY
 PARK AUTHORITY
 MCLEAN SCOTT RUN PARK
 ZONED: R-3 USE: GOVT OWNED RECREATIONAL
 D.B. 2685 PG. 38

WEST*GROUP PROPERTIES, LLC.
 WESTGATE PARK, LOT 5
 ZONED: R-20 USE: APARTMENTS
 D.B. 10045 PG. 1961

WEST*GROUP PROPERTIES, LLC.
 WESTGATE PARK, LOT 6
 ZONED: R-20 USE: APARTMENTS
 D.B. 10045 PG. 1961

THIS PLAN IS NOT PROFFERED;
 HOWEVER CERTAIN ELEMENTS SUCH
 AS F.A.R., HEIGHT AND SETBACK
 ARE. PLEASE REFER TO PROFFERS
 ASSOCIATED WITH PCA-92P-001
 AND RZ98-P-052.

LEGEND

- PRELIMINARY CLEARING & GRADING LIMITS (ACTUAL LIMITS TO BE DETERMINED AT TIME OF SITE PLAN)
- EXISTING TREE LINE
- BOUNDARY LINES
- PARCEL LINES
- EXISTING BUILDING
- PROPOSED BUILDING
- PROPOSED PARKING LAYOUT
- 10' INTERNAL CONTOUR
- INTERNAL CONTOUR
- STORM WATER MANAGEMENT POND
- 100 YEAR FLOOD PLAIN LIMITS
- 25' AND WIDER EASEMENT
- EXISTING PARKING AND DRIVES
- PHASE / PROPERTY LINE
- LOADING AREA
- PROPOSED SIDEWALKS
- EXISTING SIDEWALKS
- LIMITS OF R.P.A.

CURVE TABLE:

Chord	Delta	Radius	Length	Bearing	Chord	Tangent		
C1	3140.00'	2944.79	1697.3721	100.46	157.4431	N 53°28'40" E	88.28	129.7301
C2	23340.00'	118.00	153.8453	76.36	123.9864	S 23°00'32" E	77.71	123.8061
C3	78145.00'	236.00	178.0261	351.86	1107.2413	S 20°12'44" E	324.81	199.0021
C4	61100.00'	118.00	153.8453	158.86	147.7503	S 64°00'14" E	131.54	148.1961
C5	21119.08'	25.00	17.8201	22.36	16.8231	S 12°35'38" E	31.65	16.3961
C6	51119.35'	52.00	41.8794	48.28	41.4781	S 12°25'06" E	48.75	41.4241
C7	0124.01'	2944.79	1697.3721	20.57	16.2701	N 49°51'18" E	20.57	16.2701
C8	65228.12'	75.00	132.8601	72.81	122.1311	S 11°04'25" E	88.81	121.2781
C9	82532.28'	103.63	132.2571	118.16	130.4051	S 7°01'54" E	110.42	133.6261
C10	23114.08'	55.00	41.8794	281.87	167.8561	N 27°01'46" E	89.19	130.2331
C11	51100.00'	256.00	178.0261	223.87	168.4551	N 81°00'14" E	220.42	147.1841
C12	78145.00'	178.00	153.8451	211.90	173.7511	N 20°12'44" E	223.21	186.0851
C13	25130.35'	256.00	178.0261	113.98	134.2411	N 23°15'31" E	113.04	134.4551
C14	03137.18'	94.01	126.6151	58.56	118.1511	S 58°15'55" E	59.54	116.1481

WEST*GROUP PROPERTIES, LLC.
 WESTGATE PARK, LOT 1
 ZONED: R-20 USE: APARTMENTS
 D.B. 10045 PG. 1961

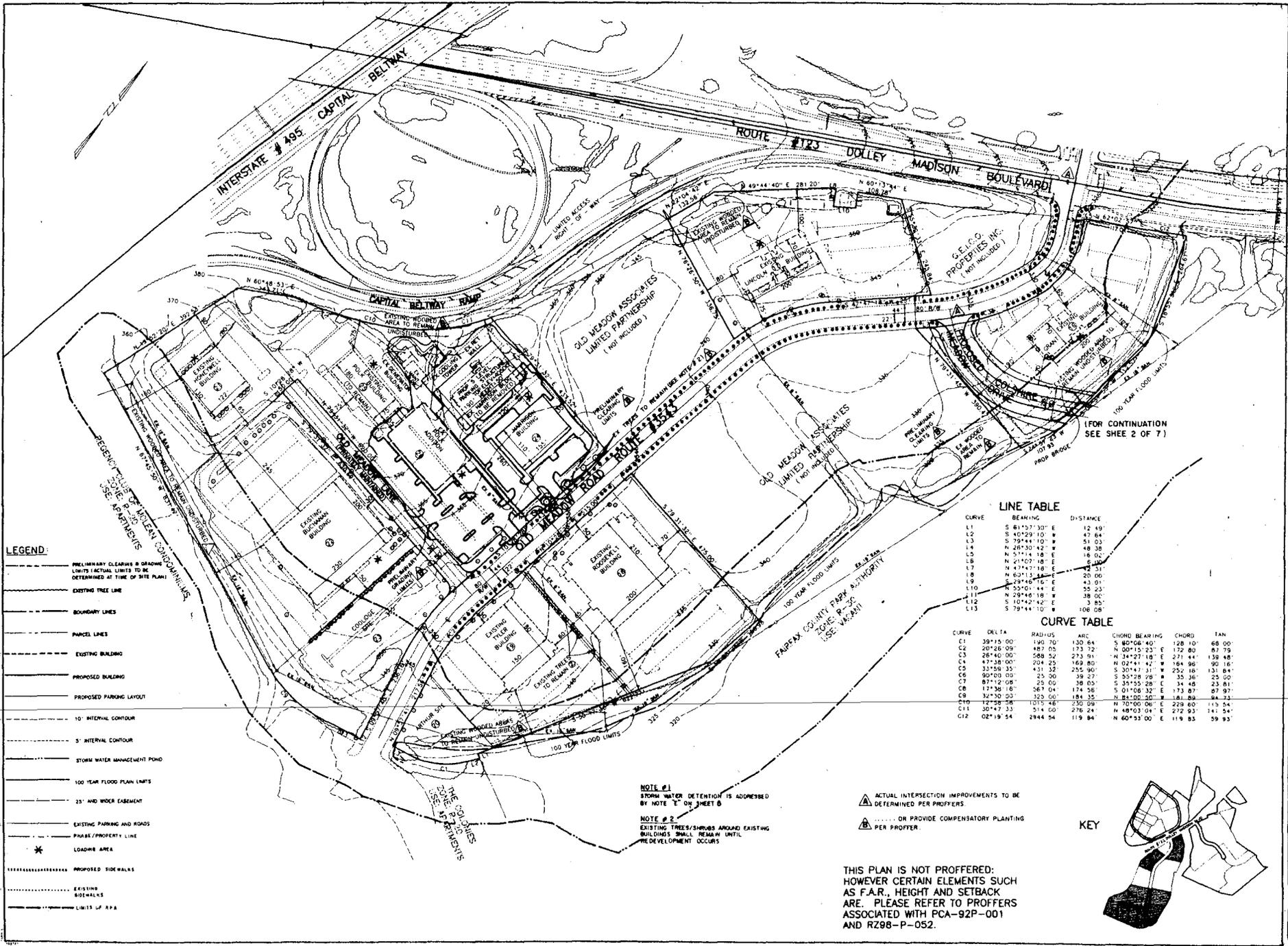
Scale 1" = 100'

Huntley, Nyce & Associates, Ltd.
 ARCHITECTS • CIVIL ENGINEERS • LAND PLANNING
 7202 KOPAR ST.
 FARMINGTON, CT 06031
 451-850-1800 FAX: 451-850-1801
 www.hnyc.com

FAIRFAX COUNTY, VIRGINIA
 GENERALIZED DEVELOPMENT PLAN FOR THE
 PROPERTIES OF WEST*GROUP PROPERTIES LLC
 PROVIDENCE DISTRICT
 COLSHIRE DRIVE AREA
 GENERALIZED DEVELOPMENT PLAN
 PCA 92-P-001

SCALE: 1" = 100'
 DATE: 02/10/02
 REVISIONS:
 4/21/92
 02/08/92
 11/22/93 R.P.A.
 07-24-98
 FEB 05, 1999
 FEB 23, 1999

SHEET
 2 OF 9
 FILE NO
 PL - 2452



- LEGEND:**
- PRELIMINARY CLEARING & GRADING LIMITS (ACTUAL LIMITS TO BE DETERMINED AT TIME OF SITE PLAN)
 - EXISTING TREE LINE
 - BOUNDARY LINES
 - PARCEL LINES
 - EXISTING BUILDING
 - PROPOSED BUILDING
 - PROPOSED PARKING LAYOUT
 - 10' INTERVAL CONTOUR
 - 5' INTERVAL CONTOUR
 - STORM WATER MANAGEMENT POND
 - 100 YEAR FLOOD PLAIN LIMITS
 - 25' AND WIDER EASEMENT
 - EXISTING PARKING AND ROADS
 - PHASE / PROPERTY LINE
 - LOADING AREA
 - PROPOSED SIDE WALKS
 - EXISTING SIDE WALKS
 - LIMITS OF RPA

NOTE #1
STORM WATER DETENTION IS ADDRESSED BY NOTE 'E' ON SHEET 0

NOTE #2
EXISTING TREES/SHRUBS AROUND EXISTING BUILDINGS SHALL REMAIN UNTIL REDEVELOPMENT OCCURS

- ▲ ACTUAL INTERSECTION IMPROVEMENTS TO BE DETERMINED PER PROFFERS
- OR PROVIDE COMPENSATORY PLANTING PER PROFFER

THIS PLAN IS NOT PROFFERED; HOWEVER CERTAIN ELEMENTS SUCH AS F.A.R., HEIGHT AND SETBACK ARE. PLEASE REFER TO PROFFERS ASSOCIATED WITH PCA-92P-001 AND RZ98-P-052.

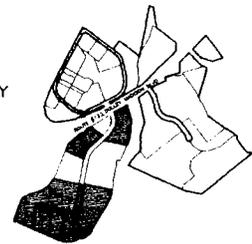
LINE TABLE

CURVE	BEARING	DISTANCE
L1	S 81°57'30" E	12.49
L2	S 40°29'10" W	47.84
L3	S 79°44'10" W	51.03
L4	N 26°30'42" W	48.38
L5	N 51°14'18" E	16.02
L6	N 21°02'08" E	43.31
L7	N 41°47'18" E	25.00
L8	N 60°13'34" E	20.00
L9	S 29°48'18" E	43.01
L10	N 55°01'44" E	55.03
L11	N 29°48'18" W	38.00
L12	S 10°42'42" E	3.85
L13	S 79°44'10" W	106.08

CURVE TABLE

CURVE	DELTA	RADIUS	ARC	CHORD BEARING	CHORD	TAN
C1	39°15'00"	190.70'	130.64'	S 40°06'40" E	128.10'	68.00'
C2	20°28'00"	487.05'	173.72'	N 00°15'23" E	172.80'	87.79'
C3	28°40'00"	208.52'	273.81'	N 34°27'18" E	271.44'	139.48'
C4	47°38'00"	204.25'	169.80'	N 02°41'42" W	164.96'	90.16'
C5	33°58'35"	431.32'	255.90'	S 30°47'31" W	252.18'	131.84'
C6	90°00'00"	25.00'	39.27'	S 55°28'28" E	32.36'	25.00'
C7	87°12'08"	25.00'	38.05'	S 35°55'28" E	34.48'	23.81'
C8	17°36'18"	267.04'	174.58'	S 01°08'32" E	173.87'	87.93'
C9	32°30'00"	323.60'	184.35'	N 84°00'00" W	181.89'	84.93'
C10	12°28'38"	1015.48'	230.99'	N 70°00'00" E	229.60'	115.54'
C11	30°47'33"	514.00'	278.24'	N 48°03'04" E	272.93'	141.54'
C12	02°19'54"	2944.54'	119.84'	N 60°33'00" E	119.83'	59.93'

KEY



Huntley Nyce & Associates, P.C.
 10000 WOODBRIDGE AVENUE, SUITE 100, FAIRFAX COUNTY, VIRGINIA 22033
 PHONE: (703) 441-1111 FAX: (703) 441-1112
 WWW.HUNTLIENYCE.COM

GENERALIZED DEVELOPMENT PLAN FOR THE PROPERTIES OF OLD MEADOW ROAD AREA
 FAIRFAX COUNTY, VIRGINIA
 PCA 92-P-001

SCALE: 1" = 100'
 DATE: 02/10/92
 REVISIONS:
 02/21/92
 03/06/92
 03/23/92
 PREPARED BY: [Signature]
 DATE: FEB. 06, 1999
 DATE: FEB. 13, 1999

SHEET 3 OF 9
 DATE: [Blank]
 PL: 2432

LINE TABLE

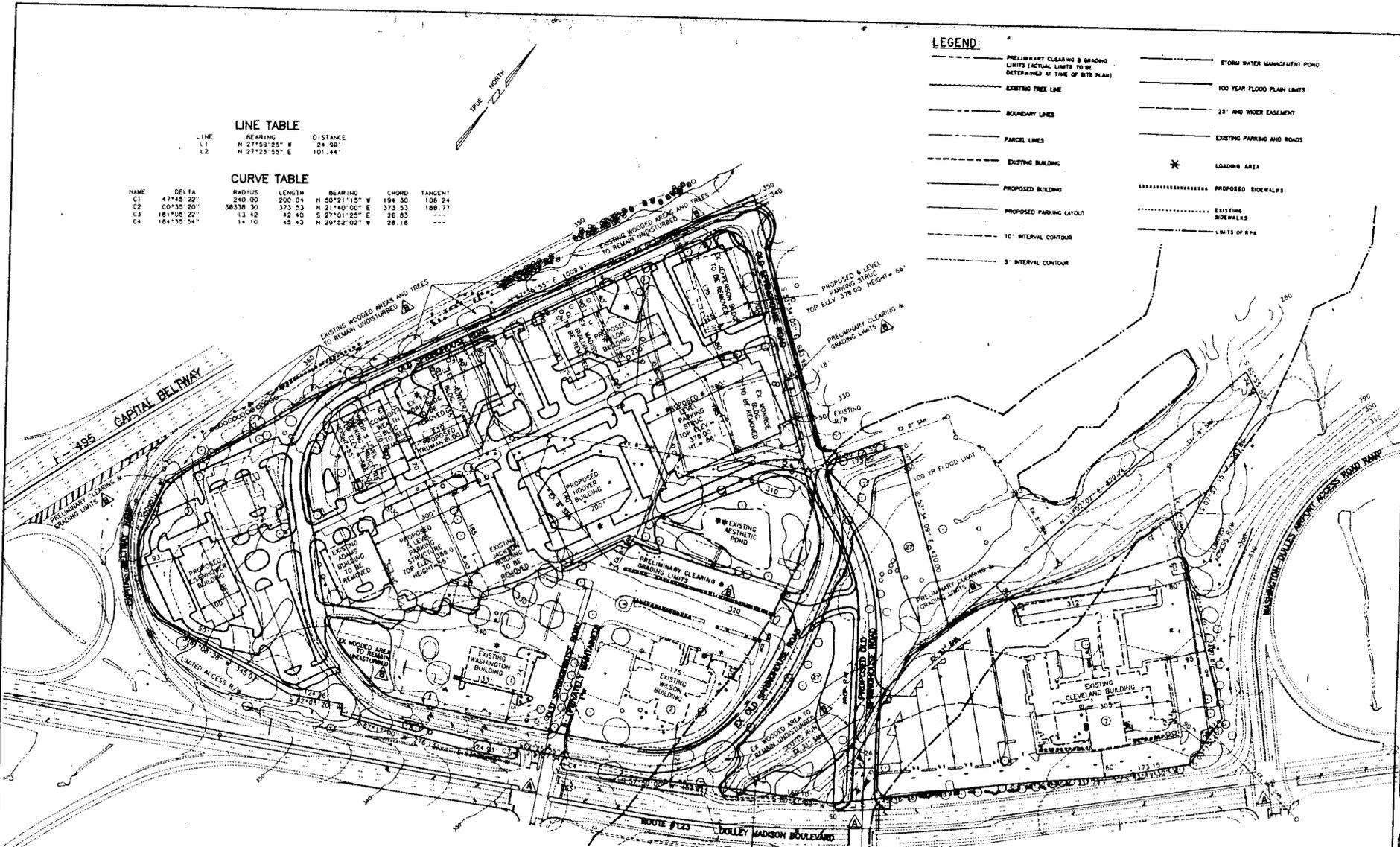
LINE	BEARING	DISTANCE
L1	N 27°58' 25" W	24.98'
L2	N 27°23' 55" E	101.44'

CURVE TABLE

NAME	DELTA	RADIUS	LENGTH	BEARING	CHORD	TANGENT
C1	47°45' 22"	240.00	200.04	N 50°21' 13" W	194.30	108.24
C2	00°30' 20"	36338.30	373.53	N 21°40' 00" E	373.53	188.77
C3	181°05' 22"	13.42	42.40	S 27°01' 25" E	26.83	---
C4	184°33' 54"	14.10	45.43	N 29°52' 02" W	28.16	---

LEGEND:

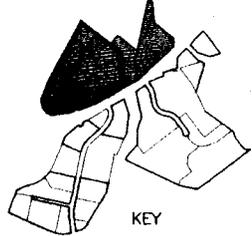
- PRELIMINARY CLEARING & GRADING LIMITS (ACTUAL LIMITS TO BE DETERMINED AT TIME OF SITE PLAN)
- EXISTING TREE LINE
- BOUNDARY LINES
- PARCEL LINES
- EXISTING BUILDING
- PROPOSED BUILDING
- PROPOSED PARKING LOT
- 10' INTERVAL CONTOUR
- 5' INTERVAL CONTOUR
- STORM WATER MANAGEMENT POND
- 100 YEAR FLOOD PLAN LIMITS
- 25' AND WIDER EASEMENT
- EXISTING PARKING AND ROADS
- LOADING AREA
- PROPOSED SIDEWALKS
- EXISTING SIDEWALKS
- LIMITS OF BPA



▲ ACTUAL INTERSECTION IMPROVEMENTS TO BE DETERMINED PER PROFFERS
 ▲ OR PROVIDE COMPENSATORY PLANTING PER PROFFER

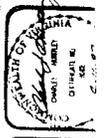
Scale 1" = 100.0'

*** NOTE
 STORM WATER DETENTION IS ADDRESSED BY NOTE 'E' ON SHEET 8



THIS PLAN IS NOT PROFFERED; HOWEVER CERTAIN ELEMENTS SUCH AS F.A.R., HEIGHT AND SETBACK ARE. PLEASE REFER TO PROFFERS ASSOCIATED WITH PCA-92P-001 AND RZ98-P-052.

Huntley Nyce & Associates, P.C.
 PLANNING ENGINEERING ARCHITECTURE
 1001 W. HUNTER DRIVE
 SUITE 200
 FAYETTEVILLE, AR 72701
 PHONE: (501) 326-1111
 FAX: (501) 326-1112



GENERALIZED DEVELOPMENT PLAN FOR THE PROPERTIES OF TROUP PROPERTIES LLC
 PREPARED IN THE DISTRICT OF FAIRFAX COUNTY, VIRGINIA
 OLD SPRINGHOUSE ROAD AREA

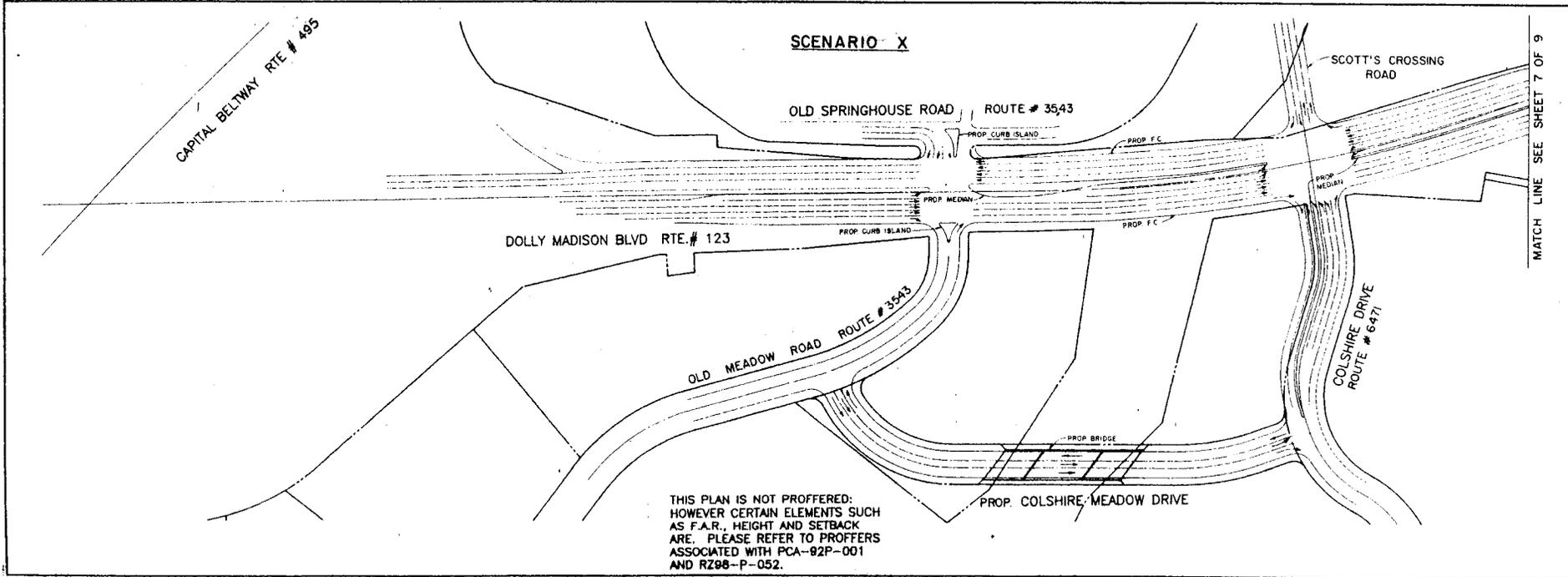
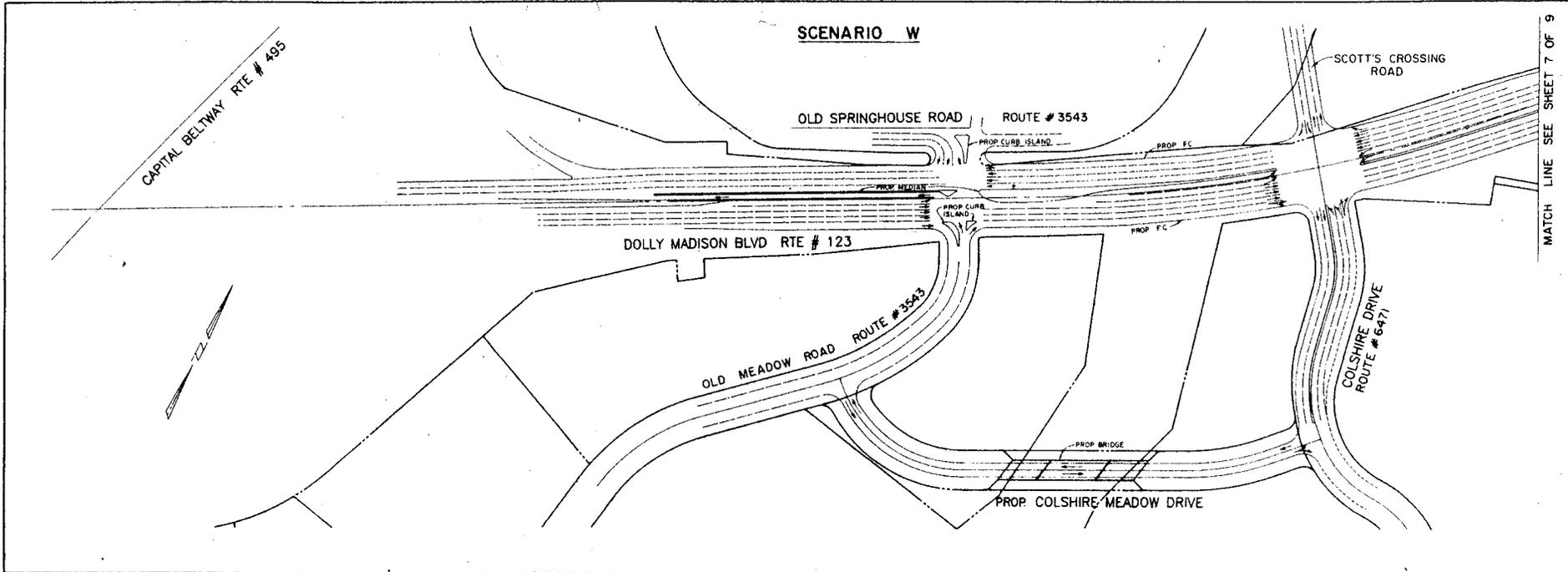
SCALE 1" = 100'

DATE 04/02/92

REVISIONS

ACTION BY: PRIMA LITTLE, CIVIL AND BLDG
 3/23/92
 03/28/92
 07/22/92 - P.A.
 PER 05, 1999
 PER 23, 1999

SHEET 4 OF 9
 FILE NO. PL 2432



THIS PLAN IS NOT PROFFERED:
 HOWEVER CERTAIN ELEMENTS SUCH
 AS F.A.R., HEIGHT AND SETBACK
 ARE. PLEASE REFER TO PROFFERS
 ASSOCIATED WITH PCA-92P-001
 AND RZ98-P-052.

MATCH LINE SEE SHEET 7 OF 9

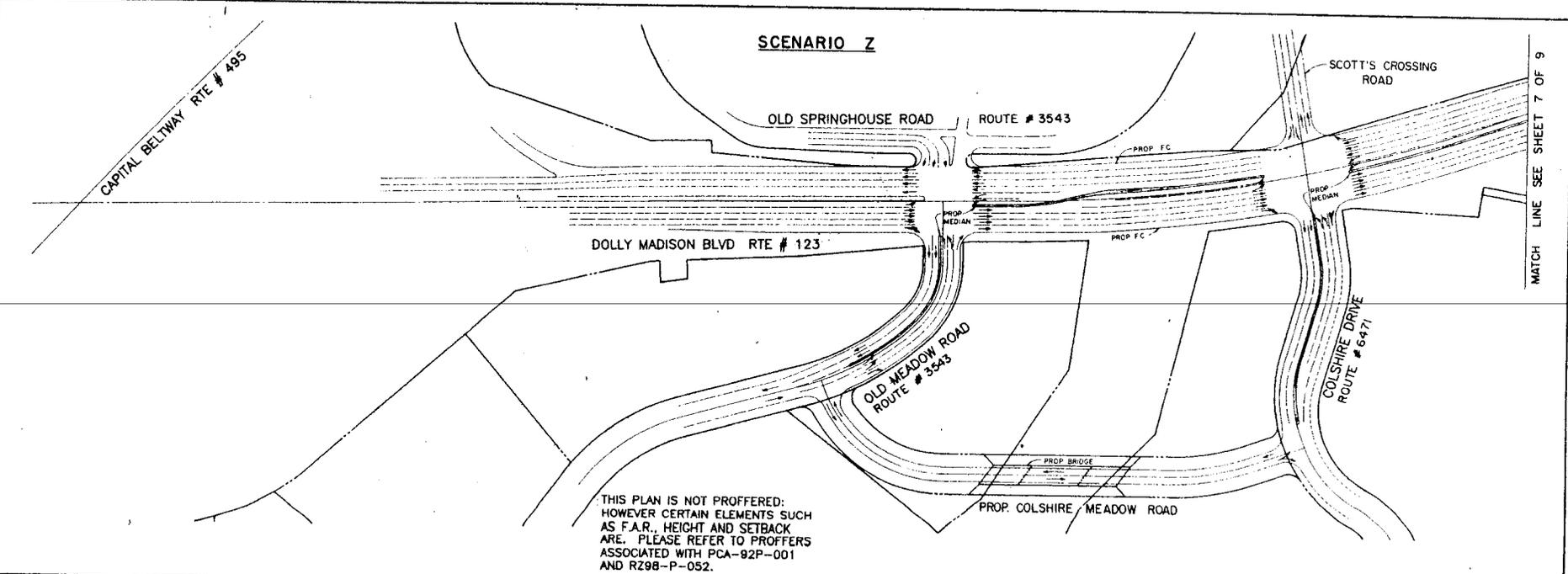
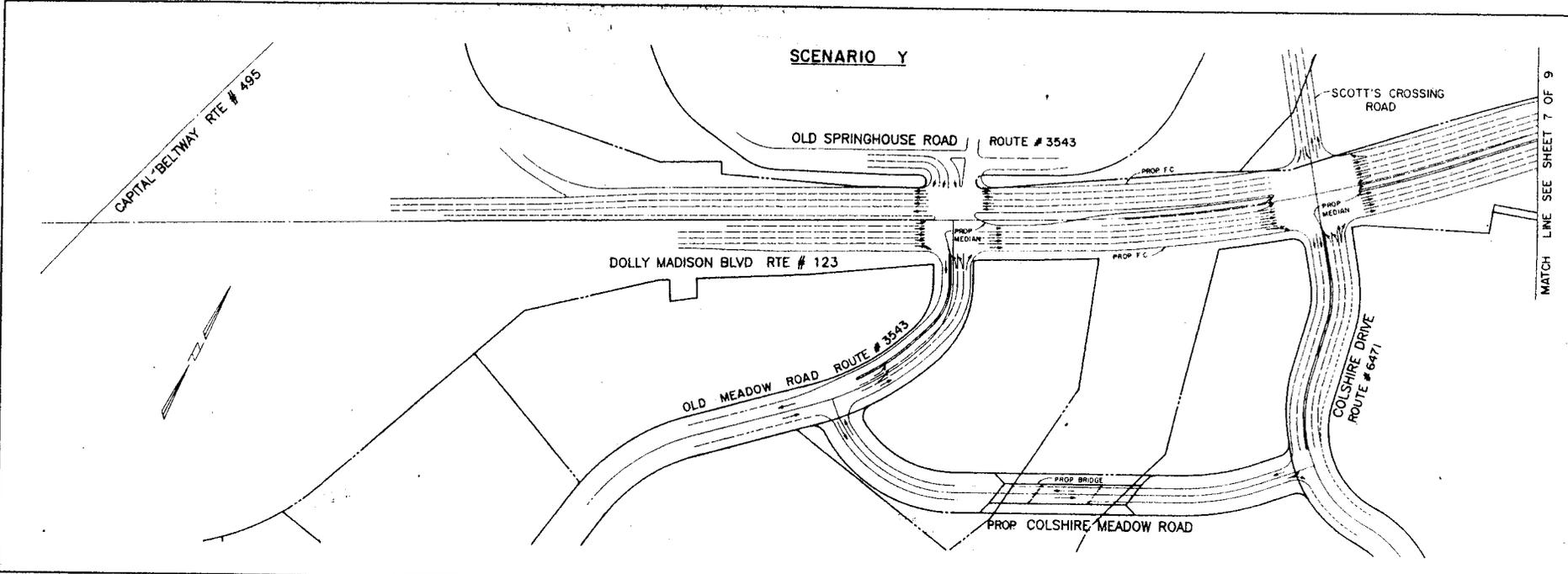
MATCH LINE SEE SHEET 7 OF 9

Huntley, Myce & Associates, P.C.
 ARCHITECTS, ENGINEERS, PLANNERS
 10010 W. 11th Avenue
 Suite 100
 Greenwood Village, CO 80120
 (303) 751-1000
 FAX (303) 751-1001

GENERALIZED DEVELOPMENT PLAN FOR THE
 PROPERTIES OF ST*GROUP PROPERTIES LLC
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY VIRGINIA
 PCA 92-P-001
 PROPOSED ROUTE # 123 IMPROVEMENTS

SCALE	1" = 100'
DATE	05/08/92
REVISIONS	
02/08/92	SCALE
PCA 92-P-001	
FEB. 23, 1999	

SHEET
 5 OF 9
 FILE NO.
 PL - 152



THIS PLAN IS NOT PROFFERED;
 HOWEVER CERTAIN ELEMENTS SUCH
 AS F.A.R., HEIGHT AND SETBACK
 ARE. PLEASE REFER TO PROFFERS
 ASSOCIATED WITH PCA-92P-001
 AND RZ98-P-052.

MATCH LINE SEE SHEET 7 OF 9

MATCH LINE SEE SHEET 7 OF 9



GENERALIZED DEVELOPMENT PLAN FOR THE PROPERTIES OF "GROUP PROPERTIES LLC"
 PREMISES DISTRICT FAIRFAX COUNTY VIRGINIA

SCALE	1" = 100'
DATE	05/06/99
REVISIONS	
	05/06/99 ADD SH-
	06/02/99 RE-2432
	FEB. 05, 1999
	FEB. 23, 1999



COMMONWEALTH OF VIRGINIA

DEPARTMENT OF TRANSPORTATION
12055 GOVERNMENT CENTER PARKWAY
FAIRFAX, VA 22035
703-246-1400
APRIL 26, 1993

THOMAS F. FARLEY
DIRECTOR

RAYD P/RT/EL
COMMUNICATIONS

Mr. Robert Moore
Office of Transportation
County of Fairfax
12055 Government Center Parkway, Suite 1034
Fairfax, Virginia 22035-5511

RE: RZ 92-P-001
West/Gate Interchange Improvements

Dear Mr. Moore:

The proffers for the above-referenced application, as approved on June 22, 1992 by the Fairfax County Board of Supervisors, included four alternative improvement plans for Route 123 in the proximity of the project, as indicated in the approved proffer statement, a petition was to be submitted to VDOT (received August 10, 1992) for approval to construct one of the alternatives. Consistent with Mr. Claude Garver's June 10, 1992 letter, the Department committed to conduct an objective evaluation of the four alternatives. The proffers for the project established a final decision date of May 19, 1993 to conclude the analysis of the alternatives.

This office performed a detailed technical evaluation of the four design alternatives submitted for consideration and identified as W, X, Y and Z. Our analysis involved the need to create a fifth alternative, identified as WP, which provides the best operational results of any of the alternatives submitted and tested.

I have met with the applicant, the local citizens and the County staff on various occasions since completing our evaluation, and explained the elements of our analysis process and the basis for our decision. To conclude our obligations and commitments to this process as identified in the approved proffers for this application, I am recommending to the County that the applicant initiate the development of the appropriate engineering plans to construct alternative WP.

703-SPRINTS C/DR FOR THE DIST. P/RT/EL

Mr. Robert Moore
April 26, 1993
Page Two

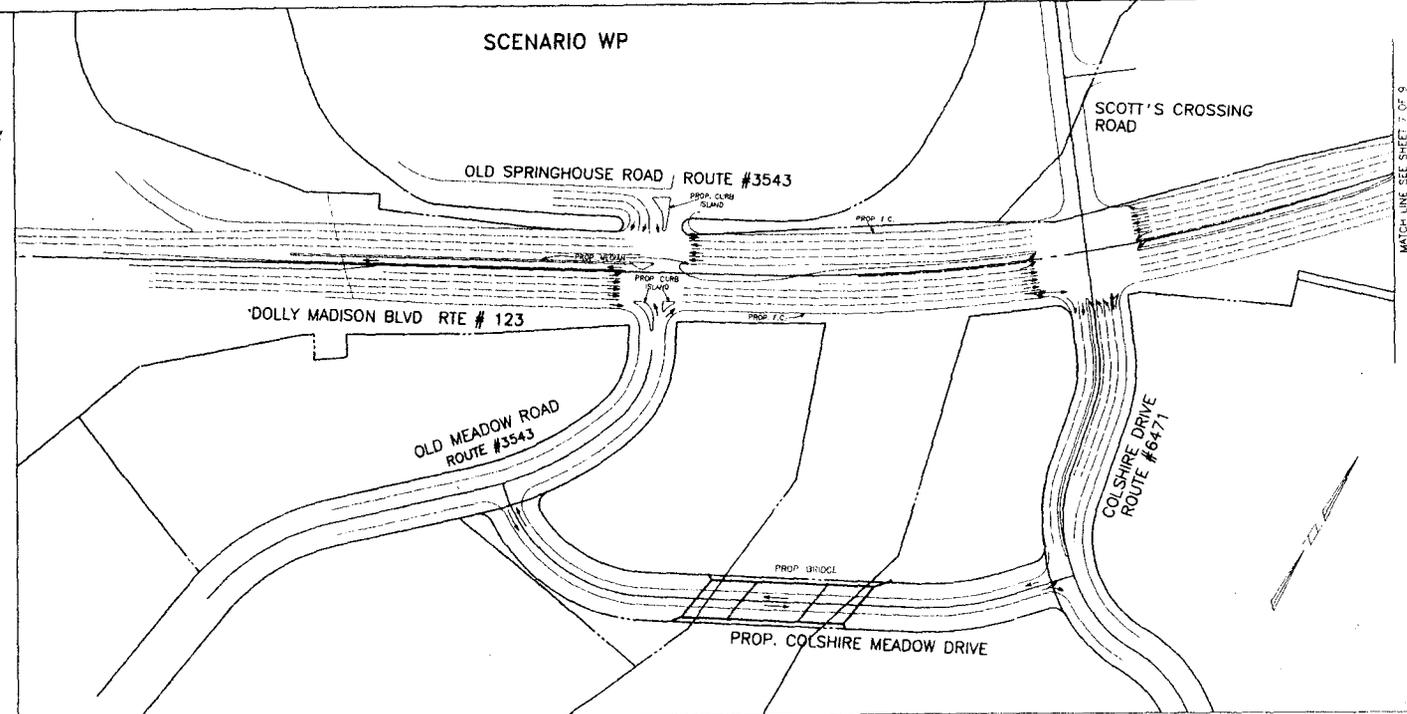
For your information, the next step in the process will involve the applicant developing an information package containing engineering plans and details from the DANR interchange at Anderson Road through the area of the I-495 interchange. This information will be routed through the Department to FHWA for approval of the work that is required in the limited access areas of the interchange. After achieving FHWA consent of the plans, we can then proceed with the initiation of the review of the appropriate site plans.

I appreciate the opportunity to have participated in the review of this application, and if you should require any additional information, do not hesitate to contact this office.

Sincerely,
Robert L. Trachy, Jr.
Robert L. Trachy, Jr.
Transportation Engineer

LT:law

cc: Supervisor Katherine K. Henley
Mr. Barbara A. Byron
Mr. Tom Fluevy



FAIRFAX COUNTY
VIRGINIA

OFFICE OF TRANSPORTATION
Suite 1034
12055 Government Center Parkway
Fairfax, Virginia 22035-5511
Telephone (703) 324-1100 Fax (703) 324-1430

May 7, 1993

Thomas F. Farley
District Administrator
Virginia Department of Transportation
3975 Fair Ridge Drive
Fairfax, Virginia 22033

SUBJECT: RZ 92-P-001: West/Gate, A Virginia Limited
Partnership
Land Identification No: 29-4 (55) L. 2, 2A, 2B,
3-15
29-4 (61) 95, 95A, 96-99,
101A, 102, 103-107
30-3 (28) B, 3, 4A
30-3 (11) 4A, 4B, 4C, 4D

Dear Mr. Farley:

This letter is in response to a letter from Mr. Robert L. Trachy, Jr. of your staff dated April 26, 1993, on the subject application.

This office is in general concurrence with the Department's recommendation of an alternative identified as "WP" as the acceptable scenario to be implemented by the subject applicant for roadway improvements along Route 123 in the vicinity of the subject site.

It is our understanding that Scenario WP is essentially a combination of Scenario W at Old Meadow Drive and Scenario X at Colshire Drive, and as such is a "minor deviation" from the four scenarios described in the proffers.

Scenario "WP" involves construction of a channelized left-turn outbound lane from Old Meadow Road onto Route 123 southbound to prevent weave movements to I-495 southbound. It also provides for one inbound lane on Old Meadow Road. At Colshire Drive, Scenario "WP" provides triple left-turn lanes outbound from Colshire Drive onto Route 123, and construction of the Colshire Meadow Drive bridge.

Thomas F. Farley
May 7, 1993
Page Two

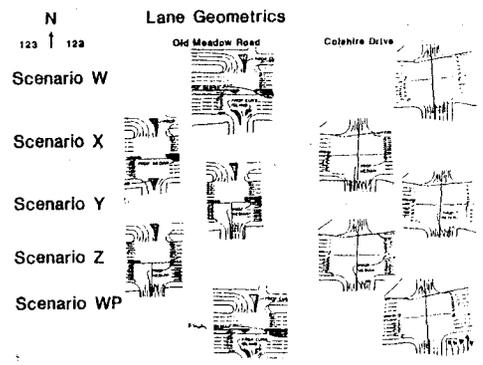
In accordance with the approved proffers for the subject application, the applicant is now required to initiate the construction of the roadway improvements in accordance with the "Transportation Planning Schedule" attached to the said proffer.

The timeliness of the response of the Department on this matter is commendable and highly appreciated. It is hoped that the next phase of the project, especially regarding obtaining approval from the Federal Highway Administration (FHWA) on the proposed improvements to the DANR/st. 123 interchange, can also proceed expeditiously and with a high level of cooperation among all parties. Please let me know if this Office can assist in these matters in any way.

Sincerely,
Shirley K. Paet
Shirley K. Paet
Director
Office of Transportation

BXP/BO:ceb

cc: Anthony H. Gifford, Deputy County Executive for Planning and Development
Katherine K. Henley, Supervisor, Providence District
Barbara A. Byron, Director, Zoning Evaluation Division,
Office of Comprehensive Planning (W/O attachment)
John Winfield, Deputy Director, Design Review, Department of Environmental Management (W/O attachment)
Theresa D. Fleury, Vice President, Development Services, West/Gate.



THIS PLAN IS NOT PROFFERED;
HOWEVER CERTAIN ELEMENTS SUCH
AS F.A.R., HEIGHT AND SETBACK
ARE. PLEASE REFER TO PROFFERS
ASSOCIATED WITH PCA-92P-001
AND RZ9B-P-052.

MATCH LINE SEE SHEET 7 OF 9

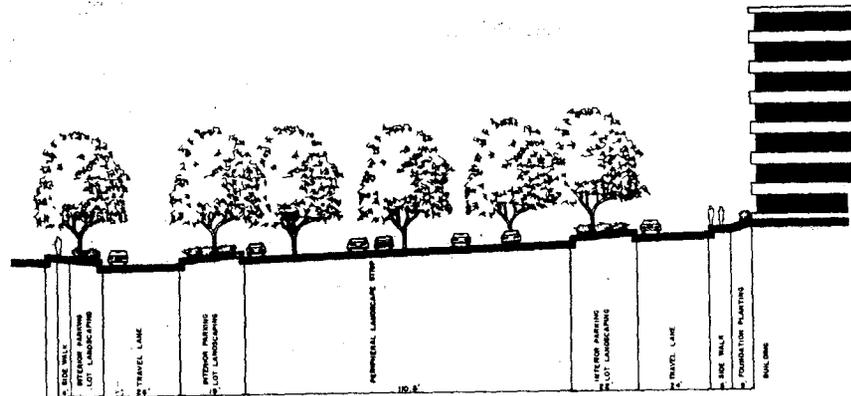
Huntley, Nyce & Associates, Ltd.
ENGINEERING • CIVIL ENGINEERING • LAND PLANNING
7700 WOODBINE ST. SUITE 2000
FARMINGTON, CT 06030
431-50-0000 FAX 431-50-0001



GENERALIZED DEVELOPMENT PLAN FOR THE
PROPERTIES OF W/ GROUP PROPERTIES LLC
PROJECT NO. 92-P-001
FAIRFAX COUNTY, VIRG.
PROPOSED PORT # 003 IMPROVEMENTS

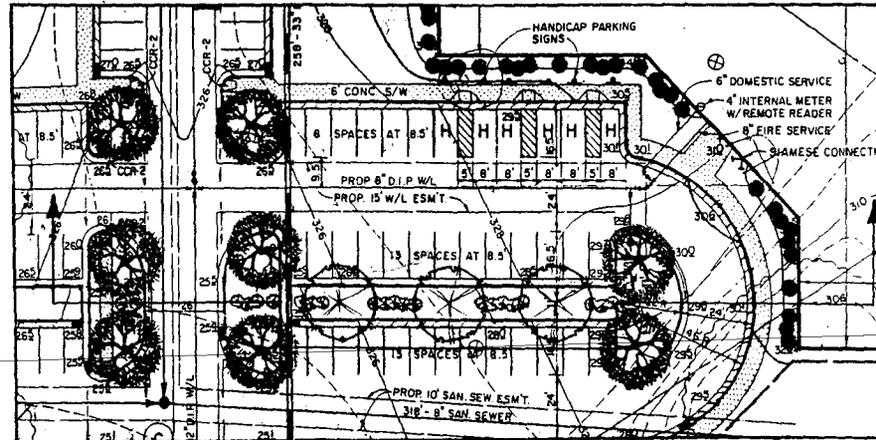
SCALE: 1" = 100'
DATE: 06/08/92
REVISIONS:
11/17/98
FEB. 06, 1999
FEB. 23, 1999

SHEET
6A of 9
FILE NO.
PL - 2432



TYPICAL PARKING LOT LANDSCAPE SECTION

SCALE 1" = 20'



TYPICAL PARKING LOT LANDSCAPING PLAN

SCALE 1" = 20'

NOTE:
THE ATTACHED LANDSCAPING GENERALLY
CONFORMS WITH WASHINGTON, WILSON,
TAYLOR, TRUMAN, HOOVER AND EISENHOWER
BUILDINGS SITE PLAN, FAIRFAX COUNTY
No 6835-SP-01

THIS PLAN IS NOT PROFFERED:
HOWEVER CERTAIN ELEMENTS SUCH
AS F.A.R., HEIGHT AND SETBACK
ARE. PLEASE REFER TO PROFFERS
ASSOCIATED WITH PCA-92P-001
AND RZ98-P-052.

Huntley, Nyce & Associates, P.C.
2700 N. HUNTER
4 SUITE 100
14270 WILSON
FAIRFAX COUNTY, VA 22031
TEL: 703.271.1111 FAX: 703.271.1117



PCA 92-P-001
FAIRFAX COUNTY, VIRGINIA

PERMIT PLAN FOR THE
GENERALIZED DEVELOPMENT OF
PROPERTIES OF
PROVIDENCE DISTRICT

SCALE	1" = 20'
DATE	02/10/92
REVISIONS	
02/08/92	
PER. 05, 1999	
PER. 23, 1999	

SHEET
9 OF 9
FILE NO. PL-243C

SITE/BUILDING DATA TABULATION

LAND BAY A - OLD SPRINGHOUSE ROAD AREA

NO.	BUILDING SITE	TAX MAP	ADDRESS	OWNERSHIP	DEED BK/PG	EXISTING GFA (EXCLUDING CELLAR)	PROPOSED GFA (EXCLUDING CELLAR)	DATE CONSTR	BUILDING HEIGHT
1	WASHINGTON	29-4-005-1,2,2A, 2B,3,4,5,6,7,8A, Part of 9,11A,12, 13,14 & 15	7601 OLD SPRINGHOUSE RD	WEST*GROUP PROPERTIES LLC	10045/1961	51,435	150,000①	1974	75'/Existing 150' Future
2	WILSON	SAME AS ABOVE	7600 OLD SPRINGHOUSE RD	WEST*GROUP PROPERTIES LLC	10045/1961	88,344		1970	75'
4	MADISON	SAME AS ABOVE		WEST*GROUP PROPERTIES LLC	10045/1961	200,079	284,000②		150'
5	JEFFERSON	SAME AS ABOVE		WEST*GROUP PROPERTIES LLC	10045/1961		284,000②		150'
6	ADAMS	SAME AS ABOVE		WEST*GROUP PROPERTIES LLC	10045/1961		284,000②		150'
7	CLEVELAND	29-4-005-10A, 9	1820 DOLLEY MADISON BLVD	WEST*GROUP PROPERTIES LLC	10045/1961	129,226		1968	40'
27	KENNEDY	29-4-005-9A, 9B	NONE ASSIGNED	WEST*GROUP PROPERTIES LLC	10045/1961	UNDEVELOPED			

**LAND BAY B - COLSHIRE DRIVE AREA
LAND BAY B-1**

NO.	BUILDING SITE	TAX MAP	ADDRESS	OWNERSHIP	DEED BK/PG	EXISTING GFA (EXCLUDING CELLAR)	PROPOSED GFA (EXCLUDING CELLAR)	DATE CONSTR	BUILDING HEIGHT
10	HAYES	30-3-0028-PART OF B, PART OF 3	7525 COLSHIRE DR	WEST*GROUP PROPERTIES LLC	10045/1961	255,752		1986	73.7'
10A	FUTURE	30-3-0028-PART OF B, PART OF 3	7525 COLSHIRE DR	WEST*GROUP PROPERTIES LLC	10045/1961		200,000		90'

LAND BAY B-2

NO.	BUILDING SITE	TAX MAP	ADDRESS	OWNERSHIP	DEED BK/PG	EXISTING GFA (EXCLUDING CELLAR)	PROPOSED GFA (EXCLUDING CELLAR)	DATE CONSTR	BUILDING HEIGHT
8	MCKINLEY	30-3-0028-PART OF B	NONE ASSIGNED	WEST*GROUP PROPERTIES LLC	10045/1961	0②	240,000		1
9	PIERCE	30-3-0028-PART OF B	NONE ASSIGNED	WEST*GROUP PROPERTIES LLC	10045/1961	0	240,000		105'
28	TAYLOR	30-3-0028-PART OF B	NONE ASSIGNED	WEST*GROUP PROPERTIES LLC	10045/1961	0	240,000		105'

LAND BAY B-3

11	JOHNSON I	30-3-0028-PART OF 4	7600 COLSHIRE DR	WEST*GROUP PROPERTIES LLC	10045/1961	100,000		1970	75'
12	JOHNSON II	30-3-0028-PART OF 4, PART OF 3	7550 COLSHIRE DR	WEST*GROUP PROPERTIES LLC	10045/1961	50,000		1970	30'

LAND BAY B-4

13	WESTGATE BUILDING	30-3-001-6B,6C & 6D	1600 ANDERSON RD	WEST*GROUP PROPERTIES LLC	10045/1961	43,749		1969	36'
14	VAN BUREN	30-3-0028-A	1616 ANDERSON RD	WEST*GROUP PROPERTIES LLC	10045/1961	33,155		1970	36'
15	GARFIELD	30-3-001-6A	1800 ANDERSON RD	WEST*GROUP PROPERTIES LLC	10045/1961	60,024		1979	40'

LAND BAY C - OLD MEADOW ROAD AREA

NO.	BUILDING SITE	TAX MAP	ADDRESS	OWNERSHIP	DEED BK/PG	EXISTING FAR (EXCLUDING CELLAR)	PROPOSED GFA (EXCLUDING CELLAR)	DATE CONSTR	BUILDING HEIGHT
16	GRANT	29-4-006-102	1691 OLD MEADOW RD	WEST*GROUP PROPERTIES LLC	10045/1961	69,276		1969	75'
17	LINCOLN	29-4-006-101A	1700 OLD MEADOW RD	WEST*GROUP PROPERTIES LLC	10045/1961	72,168		1976	75'
18	ROOSEVELT	29-4-006-105	1757 OLD MEADOW RD	WEST*GROUP PROPERTIES LLC	10045/1961	62,492		1966	24'
19	TYLER	29-4-006-106	1761 OLD MEADOW RD	WEST*GROUP PROPERTIES LLC	10045/1961	55,254		1967	24'
20	ARTHUR	29-4-006-107	NONE ASSIGNED	WEST*GROUP PROPERTIES LLC	10045/1961	UNDEVELOPED		-	-
21	HONEYWELL	29-4-006-96	1766 OLD MEADOW LN	WEST*GROUP PROPERTIES LLC	10045/1961	19,154		1967	25'
22	BUCHANAN	29-4-006-PART OF 95B	1776 OLD MEADOW RD	WEST*GROUP PROPERTIES LLC	10045/1961	50,000		1968	24'
23	COOLIDGE	29-4-006-PART OF 95B	1768 OLD MEADOW RD	WEST*GROUP PROPERTIES LLC	10045/1961	PARKING LOT		1991	-
24	HARRISON	29-4-006-99A	1760 OLD MEADOW RD	WEST*GROUP PROPERTIES LLC	10045/1961	104,540 [Ⓞ]		1998	75'
25	POLK	29-4-006-97A	1764 OLD MEADOW RD	WEST*GROUP PROPERTIES LLC	10045/1961	115,469		1976/90	72'/33'

PCA 92-P-001 FEB 5, 1999

① Includes existing GFA

② Includes one-third of the 200,079 existing GFA, or 66,693 GFA

③ Includes existing GFA

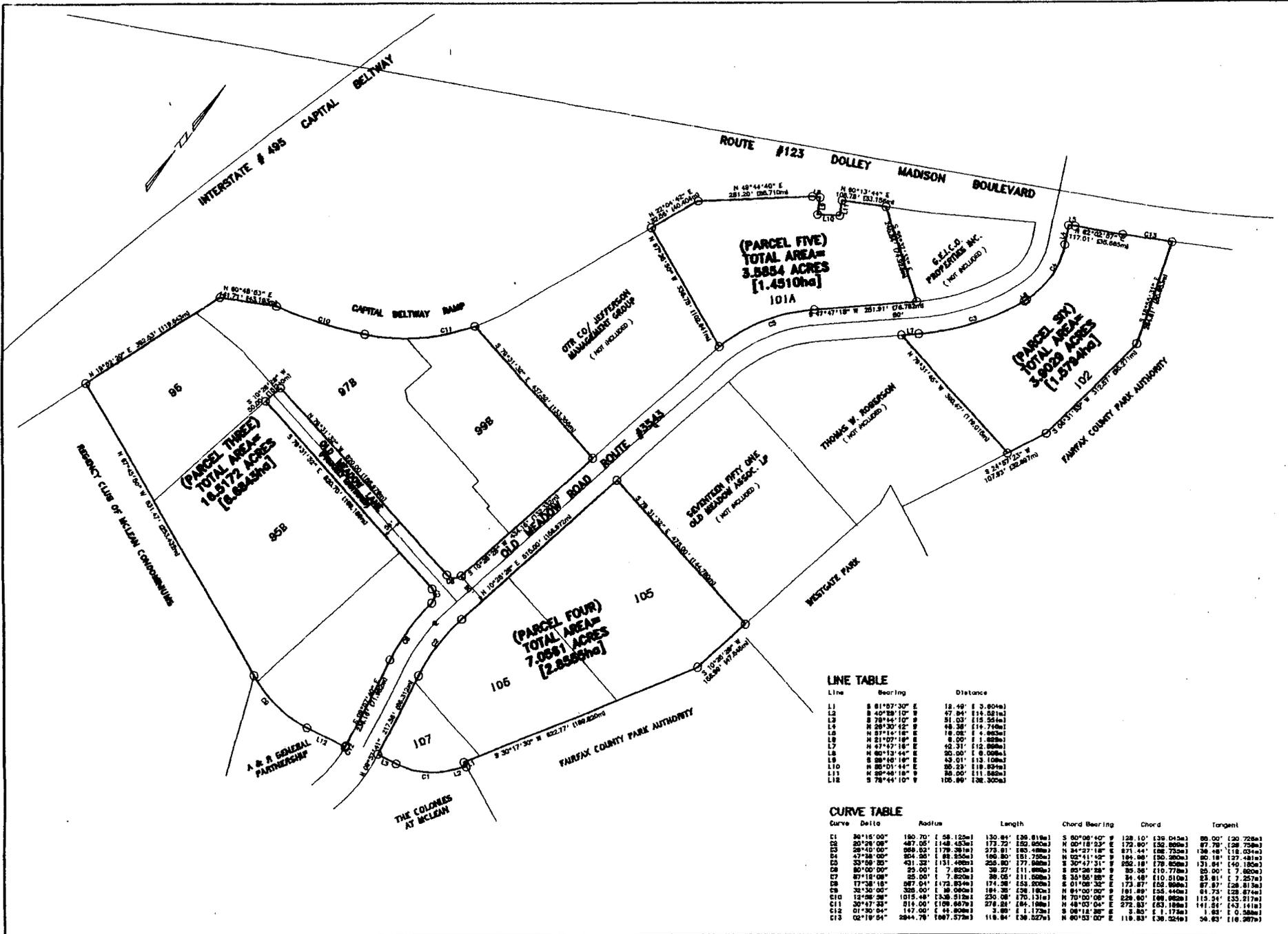
④ Building site assigned 254,210 GFA which is exempt from Transportation Proffer III.A.1

⑤ New Harrison Building = 104,540 GFA sf

Demolished Harrison = 95,304 GFA sf

New FAR sf = 9,236 GFA sf

Transportation Proffer III.A.1 paid 9/8/98



(PARCEL FIVE)
TOTAL AREA=
3.8854 ACRES
[1.4510ha]
101A

(PARCEL SIX)
TOTAL AREA=
3.9028 ACRES
[1.5784ha]
102

(PARCEL THREE)
TOTAL AREA=
16.5172 ACRES
[6.6983ha]
96

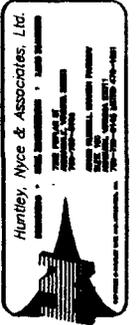
(PARCEL FOUR)
TOTAL AREA=
7.0561 ACRES
[2.8288ha]
106

LINE TABLE

Line	Bearing	Distance
L1	S 81°07'30" E	18.49' (3.604m)
L2	S 40°28'10" W	97.84' (24.851m)
L3	S 78°44'10" W	81.03' (21.641m)
L4	N 28°30'42" E	68.38' (18.740m)
L5	N 87°14'18" E	16.02' (4.485m)
L6	N 21°07'18" E	8.00' (2.134m)
L7	N 67°47'18" E	12.31' (3.299m)
L8	N 80°13'44" E	20.00' (5.491m)
L9	S 08°18'18" E	43.01' (11.280m)
L10	N 05°01'44" E	25.23' (6.839m)
L11	N 05°44'18" E	35.00' (9.449m)
L12	S 78°44'10" W	100.90' (26.700m)

CURVE TABLE

Curve	Delta	Radius	Length	Chord	Bearing	Chord	Tangent
C1	36°15'00"	180.70' (58.125m)	130.84' (36.819m)	5 00°08'42" E	128.10' (36.045m)	80.00' (20.728m)	
C2	20°28'09"	487.05' (148.435m)	173.72' (52.025m)	N 50°18'32" E	172.90' (52.096m)	87.78' (26.759m)	
C3	28°40'00"	368.82' (112.931m)	275.91' (83.499m)	N 34°27'18" E	271.44' (82.759m)	136.48' (41.604m)	
C4	27°38'00"	354.35' (108.850m)	198.80' (59.750m)	N 52°41'42" E	184.88' (56.200m)	90.18' (27.481m)	
C5	33°58'33"	431.32' (131.493m)	255.80' (77.860m)	S 20°47'31" E	255.18' (77.859m)	131.84' (40.185m)	
C6	30°00'00"	25.00' (7.620m)	38.27' (11.660m)	S 05°28'58" E	35.38' (10.778m)	18.00' (5.491m)	
C7	87°18'08"	25.00' (7.620m)	26.08' (7.945m)	S 53°56'00" E	24.48' (7.458m)	12.50' (3.810m)	
C8	17°38'18"	587.04' (172.834m)	174.38' (52.205m)	S 01°08'32" E	173.87' (52.096m)	87.57' (26.815m)	
C9	32°30'00"	325.00' (99.000m)	194.38' (58.182m)	N 14°00'00" E	193.89' (58.444m)	94.73' (28.874m)	
C10	12°05'05"	1015.48' (308.812m)	250.08' (76.131m)	N 70°00'00" E	228.80' (69.800m)	113.34' (34.579m)	
C11	30°47'33"	514.00' (156.667m)	278.83' (84.189m)	N 48°03'04" E	272.83' (83.189m)	141.50' (43.141m)	
C12	01°30'04"	47.00' (14.300m)	3.88' (1.179m)	S 08°18'38" E	3.80' (1.178m)	1.93' (0.588m)	
C13	02°19'54"	2844.78' (867.375m)	118.84' (36.227m)	N 00°33'02" E	119.83' (36.521m)	58.92' (17.927m)	



PCA PLAT OF THE LANDS OF WESTGROUP PROPERTIES LLC
 PHOENIX DISTRICT, FAIRFAX COUNTY, VIRGINIA
 PCA P-001

SCALE 1" = 100'
 DATE 08-28-08
 REVISIONS
 FEB. 05.1998

SHEET 3 of 3
 FILE NO. P-001

RZ 1998-PR-052

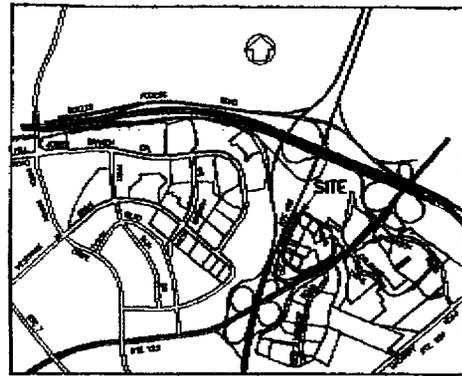
P.02

CURVE TABLE:

Table with columns: Curve, Delta, Radius, Length, Bearing, Chord, Tangent. Contains 58 rows of curve data.

LINE TABLE:

Table with columns: Line, Angle, Distance. Contains 17 rows of line data.



VICINITY MAP

SCALE: 1" = 2000'

NOTES:

- 1) THE PROPERTY DELINEATED HEREON IS LOCATED ON FAIRFAX COUNTY TAX ASSESSMENT MAP NO. 98-4-01D SPRINGHOUSE ROAD, ROUTE #3543.
2) NO TITLE REPORT FURNISHED. THIS PLAT IS SUBJECT TO ANY EASEMENTS AND RESTRICTIONS OF RECORD...
3) BOUNDARY INFORMATION TAKEN FROM EXISTING DEEDS AND RECORDS.
4) DISTANCES IN (...) ARE FEET.
5) WATER LINE EASEMENTS TO BE DEDICATED BY SEPARATE INSTRUMENT AND SUBMITTED TO THE CITY OF FALLS CHURCH.
6) RIGHT-OF-WAY LINE TAKEN FROM VIRGINIA DEPARTMENT OF TRANSPORTATION PRELIMINARY ENGINEERING STUDY SHOWING APPROXIMATE LOCATION OF FUTURE I-495 IMPROVEMENTS.
7) RIGHT-OF-WAY LINE TAKEN FROM PLAN SHOWING TRANSIT ENVELOPE FOR RIGHT-OF-WAY RESERVATION OF FUTURE TYSONE EAST RAPID RAIL STATION AS PREPARED BY WASHINGTON METROPOLITAN AREA TRANSIT AUTHORITY 12-16-98.

SURVEYOR'S CERTIFICATE:

I, CHARLES J. HUNTLEY JR., A DULY CERTIFIED LAND SURVEYOR IN THE COMMONWEALTH OF VIRGINIA HEREBY CERTIFY, TO THE BEST OF MY KNOWLEDGE AND BELIEF THAT THE LAND SHOWN HEREON IS NOW IN THE NAME OF COMMONWEALTH OF VIRGINIA BY DEED RECORDED AMONG THE LAND RECORDS OF FAIRFAX COUNTY, VIRGINIA AT DEED BOOK 2385 PAGE 132. I FURTHER CERTIFY THAT THE TRACT IS BOUNDARY BY DEEDS OF THE ORIGINAL TRACT; THAT THE TRACT IS ACCURATELY DESCRIBED BY METES AND BOUNDS, COURSES AND DISTANCES; THAT THE BEARINGS REFER TO THE TRUE NORTH MERIDIAN.

CHARLES J. HUNTLEY, JR. LS 002135 DATE

Signature and title fields for the developer and surveyor.

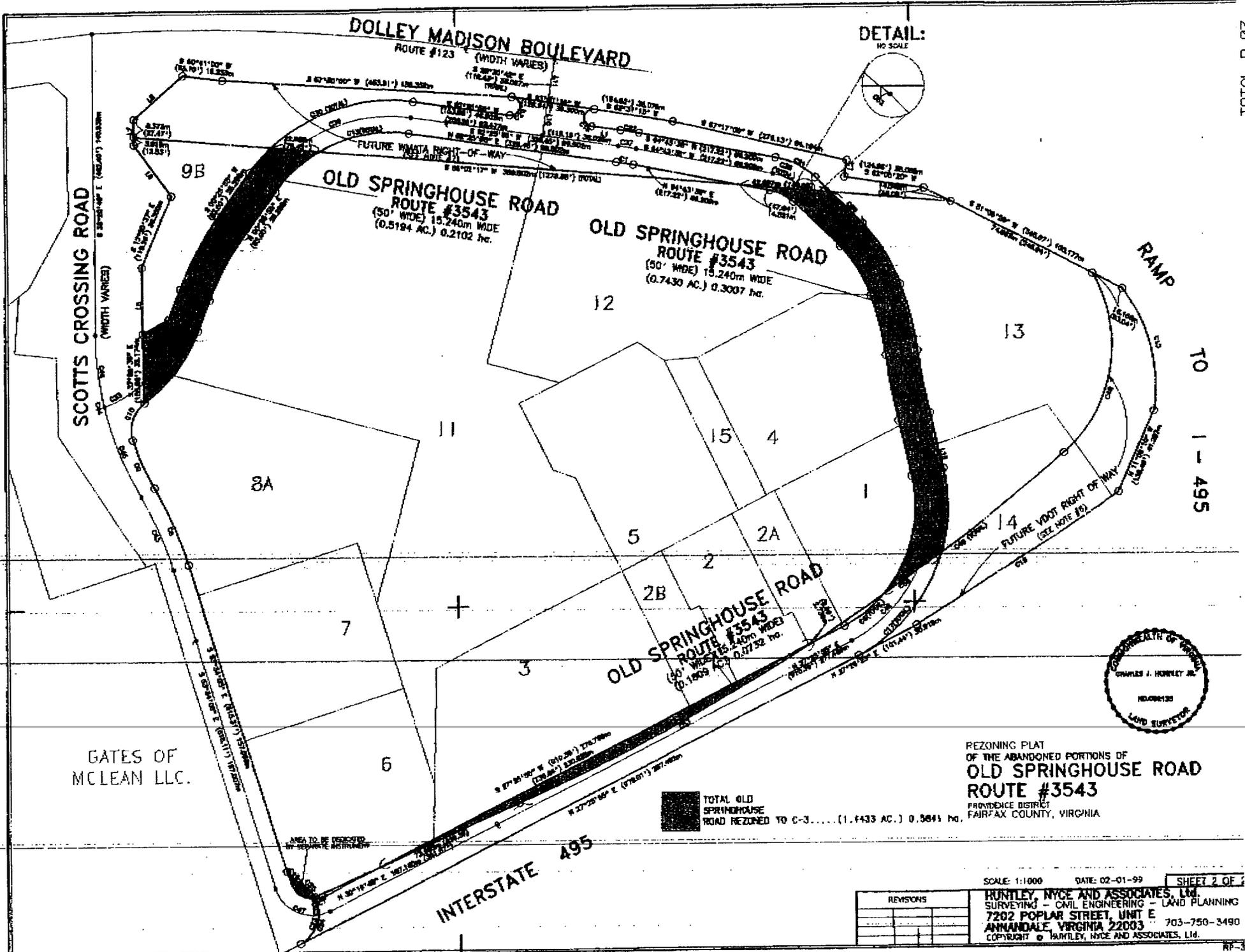


REZONING PLAT OF THE ABANDONED PORTIONS OF OLD SPRINGHOUSE ROAD ROUTE #3543 PROVIDENCE DISTRICT FAIRFAX COUNTY, VIRGINIA

Revisions table with columns for revision number and description.

Scale, Date, Sheet number, and Surveyor/Engineer information.

FEB-12-1999 07:11



SCOTT'S CROSSING ROAD
(WIDTH VARIES)

DOLLEY MADISON BOULEVARD
ROUTE #123
(WIDTH VARIES)

OLD SPRINGHOUSE ROAD
ROUTE #3543
(50' WIDE) 15.240m WIDE
(0.5194 AC.) 0.2102 ha.

OLD SPRINGHOUSE ROAD
ROUTE #3543
(50' WIDE) 15.240m WIDE
(0.7430 AC.) 0.3007 ha.

OLD SPRINGHOUSE ROAD
ROUTE #3543
(50' WIDE) 15.240m WIDE
(0.1509 AC.) 0.0752 ha.

GATES OF
MCLEAN LLC.

INTERSTATE 495

DETAIL:
NO SCALE



REZONING PLAT
OF THE ABANDONED PORTIONS OF
OLD SPRINGHOUSE ROAD
ROUTE #3543
PROVIDENCE DISTRICT
FAIRFAX COUNTY, VIRGINIA

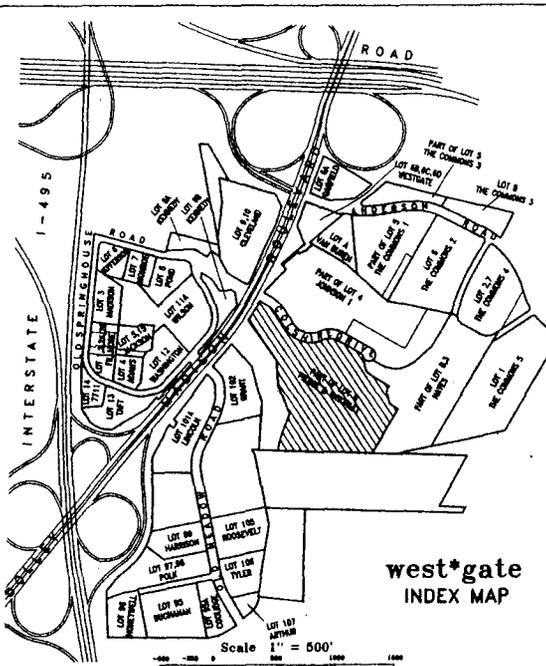
TOTAL OLD SPRINGHOUSE ROAD REZONED TO C-3.....(1.4433 AC.) 0.5841 ha.

SCALE: 1:1000 DATE: 02-01-99 SHEET 2 OF 2

REVISIONS

HUNTLEY, NYCE AND ASSOCIATES, LTD.
SURVEYING - CIVIL ENGINEERING - LAND PLANNING
7202 POPLAR STREET, UNIT E
ANNANDALE, VIRGINIA 22003 703-750-3490
COPYRIGHT © HUNTLEY, NYCE AND ASSOCIATES, LTD.

SE 98-P-050



- NOTES:**
1. THE PROPERTY THAT IS THE SUBJECT OF THIS SPECIAL EXCEPTION AMENDMENT IS LOCATED ON FAIRFAX COUNTY TAX ASSESSMENT MAP NO. 30-3-0028-part of B AND IS ZONED C-3 PER RZ 93-P-001 DATED JUNE 18, 1992.
 2. SITE AREA 8,004 SQ. FT. (184,862 ACRES)
 3. THE HORIZONTAL DATUM IS VIRGINIA STATE GRID NORTH, SCALE AND NORTH ARROW SHOWN HEREON.
 4. THE TOPOGRAPHY SHOWN HEREON WAS PROVIDED BY AIR SURVEY CORPORATION
 5. EXISTING SITE CONSISTS OF LOW-RISE OFFICE AND PARKING LOTS.
 6. MINIMUM YARD REQUIREMENTS C-3 FAIRFAX COUNTY ZONING ORDINANCE 4-308 THRU 4-308: (SEE SITE TABULATION).
 7. PUBLIC RIGHTS-OF-WAY SHOWN HEREON.
 8. HORSES AND EGRESS TO SITE SHOWN HEREON.
 9. PARKING (SEE SITE TABULATION).
 10. THE PROPERTY IS LOCATED ON LAND UNIT R, SUB UNIT R-2 OF THE TYSONS CORNER URBAN CENTER PLAN. THE ADOPTED COMPREHENSIVE PLAN RECOMMENDS OFFICE USE WITH SUPPORT RETAIL AND SERVICES AT AN MAXIMUM HEIGHT OF 105 FEET. THE PROPOSED DEVELOPMENT PLAN IS IN CONFORMANCE WITH THE COMPREHENSIVE PLAN.
 11. SITE IS SERVED BY PUBLIC SANITARY SEWER AND PUBLIC WATER.
 12. STORM WATER MANAGEMENT AND BMP IN ACCORDANCE WITH THE PFM AND PROFFERS PROVIDED BY UPDATING EXISTING POND SHOWN HEREON.
 13. MAX. GROSS FLOOR AREA (SEE SITE TABULATION).
 14. LANDSCAPING (SEE SITE TABULATION).
 15. THIS SITE IS LOCATED IN F.E.M.A. FLOOD PLAIN ZONE "X" DETERMINED TO BE OUTSIDE 500-YEAR FLOOD PLAIN.
 16. THERE ARE NO OUTDOOR RECREATION FACILITIES, NO BICYCLE PARKING, NO ADDITIONAL FENCING AND NO EXTERIOR LOUDSPEAKERS. OUTSIDE LIGHTING SHALL MEET THE REQUIREMENTS OF THE PFM. SPECIAL LOCATIONS AND FIXTURES TO BE SHOWN ON SITE PLAN.
 17. THERE ARE NO UTILITY EASEMENTS HAVING A WIDTH OF 7.62 METERS (25 FT.) OR MORE, EXCEPT AS SHOWN.
 18. SIDEWALKS TO BE PROVIDED ALONG PUBLIC STREETS AS GENERALLY SHOWN HEREON.
 19. THERE IS NO VISUAL EVIDENCE OF GRAVESTONES ON THIS SITE.
 20. SEAL AND SIGNATURE SHOWN HEREON.
 21. LIMITS OF CLEARING AND GRADING SHOWN ON THE SPECIAL EXCEPTION PLAN ARE PRELIMINARY AND ARE SUBJECT TO MODIFICATION WITH FINAL ENGINEERING. THE DEVELOPMENT OF THE SITE WILL BE IN GENERAL CONFORMANCE WITH THE LIMITS, FINAL LIMITS OF CLEARING AND GRADING WILL TAKE INTO CONSIDERATION FINAL SITE ENGINEERING AND SHALL BE DETERMINED FOR REVIEW AND APPROVAL BY THE COUNTY URBAN FORESTER AT THE TIME OF FINAL SITE REVIEW.
 22. THE MAXIMUM HEIGHT OF THE BUILDINGS IS 105 FEET (NOT INCLUDING PENNYWAYS). THE ANGLES OF BULK PLANE ARE INDICATED ON THIS SHEET.
 23. AREA OF PENTHOUSE SHALL NOT EXCEED 25% OF ROOF AREA PER ZONING. DEVELOPMENT WILL COMMENCE UPON COMPLETION OF REQUIRED FAIRFAX COUNTY PLAN PROCESSING AND SUBJECT TO MARKET CONDITIONS.
 24. THE DEVELOPMENT CONFORMS TO THE PROVISIONS OF ALL APPLICABLE STANDARDS WITH THE EXCEPTION OF REQUESTED WAIVERS AND MODIFICATIONS SHOWN HEREON.
 25. LANDSCAPED OPEN SPACE AREA SHOWN MAY BE MODIFIED AT THE TIME OF FINAL ENGINEERING, AS LONG AS THE AMOUNT OF LANDSCAPED OPEN SPACE AND THE NUMBER OF PLANTS DOES NOT DIMINISH.
 26. THE FOOTPRINTS REPRESENTED HEREON ARE APPROXIMATE. BUILDING FOOTPRINTS MAY BE INCREASED OR DECREASED AND THE NUMBER OF PARKING SPACES OUTSIDE AND IN THE STRUCTURES MAY BE MODIFIED, SO LONG AS THE MINIMUM OPEN SPACE PROVIDED IN THE TABULATION, AND THE AMOUNT OF LANDSCAPE AND THE MINIMUM DIMENSIONS SHOWN HEREON ARE PROVIDED. THE APPLICANT RESERVES THE RIGHT TO DEVELOP AT A LESSER OR GREATER NUMBER OF OFFICE AND/OR CELLAR SPACE THAN THAT NUMBER REPRESENTED IN THE TABULATION AND REDUCE OR INCREASE THE NUMBER OF PARKING SPACES ACCORDINGLY.
 28. ADDITIONAL SITE FEATURES SUCH AS PLAZA DEVELOPMENT, GAZEBOS, CORNICES, TRELLISES, ENTRANCE SIGNS, LIGHTS AND/OR WALLS NOT REPRESENTED HEREON MAY BE PROVIDED.
 29. NO ADDITIONAL IMPROVEMENTS TO THE PUBLIC RIGHT(S) OF WAY ON OR ADJACENT TO THE SUBJECT PROPERTY ARE PROPOSED WITH THIS DEVELOPMENT OTHER THAN THOSE SHOWN HEREON.
 30. THE PROPOSED DEVELOPMENT ON THE SUBJECT PROPERTY WILL NOT POSE ANY ADVERSE EFFECT ON ADJACENT OR NEIGHBORING PROPERTIES.
 31. PARKING WILL BE PROVIDED IN ACCORDANCE WITH THE PROVISIONS OF ARTICLE 11 OF THE ZONING ORDINANCE. THE NUMBER OF PARKING SPACES PROVIDED MAY BE ADJUSTED BASED ON THE ACTUAL AMOUNT OF OFFICE CONSTRUCTED.
 32. THE APPLICANT RESERVE THE RIGHT TO PROVIDE MORE THAN THE MINIMUM REQUIRED PARKING.
 33. SIGNAGE WILL BE PROVIDED IN ACCORDANCE WITH THE PROVISIONS OF ARTICLE 12 OF THE ZONING ORDINANCE.
 34. ADDITIONAL PROVISIONS FOR APPROVING AN INCREASE IN BUILDING HEIGHT:
 - A. THIS PLAN IS IN HARMONY WITH THE POLICIES EMBODIED IN THE ADOPTED COMPREHENSIVE PLAN.
 - B. THE RESULTANT HEIGHT AS AS REQUESTED WILL NOT BE DETRIMENTAL TO THE CHARACTER AND DEVELOPMENT OF ADJACENT LOTS.
 35. ARCHITECTURAL ELEVATIONS ARE ILLUSTRATIVE IN NATURE AND ARE SUBJECT TO CHANGE WITH FINAL DESIGN BUT SHALL REMAIN CONSISTENT IN CHARACTER (QUALITY) WITH THOSE SHOWN HEREON.
 36. IN ACCORDANCE WITH PARAGRAPH 5 OF SECTION 18-204 OF THE ZONING ORDINANCE, MINOR MODIFICATIONS TO THE SIZES, DIMENSIONS, FOOTPRINTS AND LOCATIONS OF BUILDINGS, SIDEWALKS, UTILITIES AND LANDSCAPING MAY OCCUR AS THE FINAL ENGINEERING AND DESIGN WITHOUT REQUIRING AN AMENDMENT TO THIS SPECIAL EXCEPTION PLAN.
 37. THE LIMITS OF CLEARING AND GRADING AND THE LANDSCAPED OPEN SPACE AREAS REPRESENTED ON THE GRAPHIC ARE PRELIMINARY AND SUBJECT TO MODIFICATION AT THE TIME OF FINAL ENGINEERING AND BEYOND. LANDSCAPING AND TREE COVER CONSISTING OF A COMBINATION OF EVERGREEN AND DECIDUOUS TREES WILL BE PROVIDED IN ACCORDANCE WITH THE APPLICABLE PROVISIONS OF ARTICLE 15 (18).

OWNER
WESTGROUP PROPERTIES LLC
1800 ANDERSON ROAD
MECHAN, VA 22102
(703) 356-2400

SHEET INDEX:

1. COVER SHEET/NOTES/TABULATION
2. SPECIAL EXCEPTION PLAN
3. SPECIAL EXCEPTION PLAN
4. AREA WIDE HEIGHT PLAN
5. LANDSCAPE
6. PLAZA DETAIL
7. ELEVATIONS

SITE TABULATION:

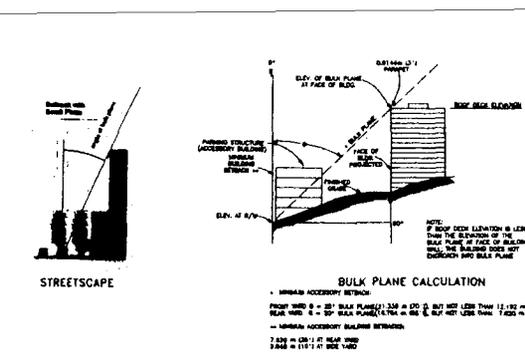
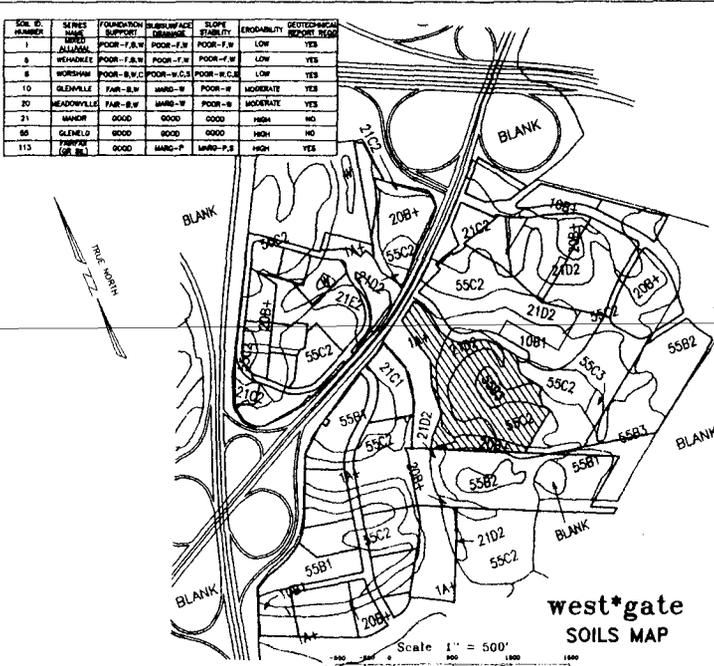
MCKINLEY BUILDING		PIERCE BUILDING		TAYLOR BUILDING	
REQUIRED	PROVIDED/REQUESTED	REQUIRED	PROVIDED/REQUESTED	REQUIRED	PROVIDED/REQUESTED
LOT SIZE	0.1858 Ha (0.4591 ac)	0.1858 Ha (0.4591 ac)	0.1858 Ha (0.4591 ac)	0.1858 Ha (0.4591 ac)	0.1858 Ha (0.4591 ac)
LOT WIDTH	30.480 m (100 ft)	30.480 m (100 ft)	30.480 m (100 ft)	30.480 m (100 ft)	30.480 m (100 ft)
BUILDING HEIGHT	27.432 m (90 ft)	27.432 m (90 ft)	27.432 m (90 ft)	27.432 m (90 ft)	27.432 m (90 ft)
FRONT YARD	12.192 m (40 ft)	12.192 m (40 ft)	12.192 m (40 ft)	12.192 m (40 ft)	12.192 m (40 ft)
SIDE YARD	NO REQUIREMENT	NO REQUIREMENT	NO REQUIREMENT	NO REQUIREMENT	NO REQUIREMENT
REAR YARD	7.620 m (25 ft)	7.620 m (25 ft)	7.620 m (25 ft)	7.620 m (25 ft)	7.620 m (25 ft)
FAR	1.00000	1.00000	1.00000	1.00000	1.00000
OPEN SPACE	0.3548 Ha (0.8028 ac)	0.3548 Ha (0.8028 ac)	0.3548 Ha (0.8028 ac)	0.3548 Ha (0.8028 ac)	0.3548 Ha (0.8028 ac)
PARKING	824 TOTAL SPACES	896 TOTAL SPACES (INCLUDES 23 HC)	824 TOTAL SPACES	824 TOTAL SPACES	824 TOTAL SPACES
TREE COVER	0.0487 Ha (0.1204 ac)	0.0487 Ha (0.1204 ac)	0.0487 Ha (0.1204 ac)	0.0487 Ha (0.1204 ac)	0.0487 Ha (0.1204 ac)
	OR 15%	OR 15%	OR 15%	OR 15%	OR 15%

WIVERS REQUESTED:

- 1.) REQUEST WAIVER OF MINIMUM ACCESSORY BUILDING SETBACK

PUBLIC USE

LOT SIZE	REQUIRED	PROVIDED/REQUESTED
0.1858 Ha (0.4591 ac)	0.9506 Ha (2.3496 ac)	0.9506 Ha (2.3496 ac)
	NO REQUIREMENT	0.2821 Ha (0.8477 ac)
	NO REQUIREMENT	0.7424 Ha (1.8345 ac)



Huntley, Iyce & Associates, Ltd.
 REGISTERED ARCHITECTS - LAND PLANNERS
 1000 BUCKLEBURY DRIVE, SUITE 2000
 FALLS CHURCH, VA 22044
 (703) 760-1500
 FAX (703) 760-1500

SCALE: 1" = 500'

DATE: 05-18-98

REVISIONS:

FEB 05, 1999
 FEB 23, 1999

WEST*GATE - MCKINLEY, PIERCE AND TAYLOR
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA

SPECIAL EXCEPTION FOR ADDITIONAL HEIGHT ONLY

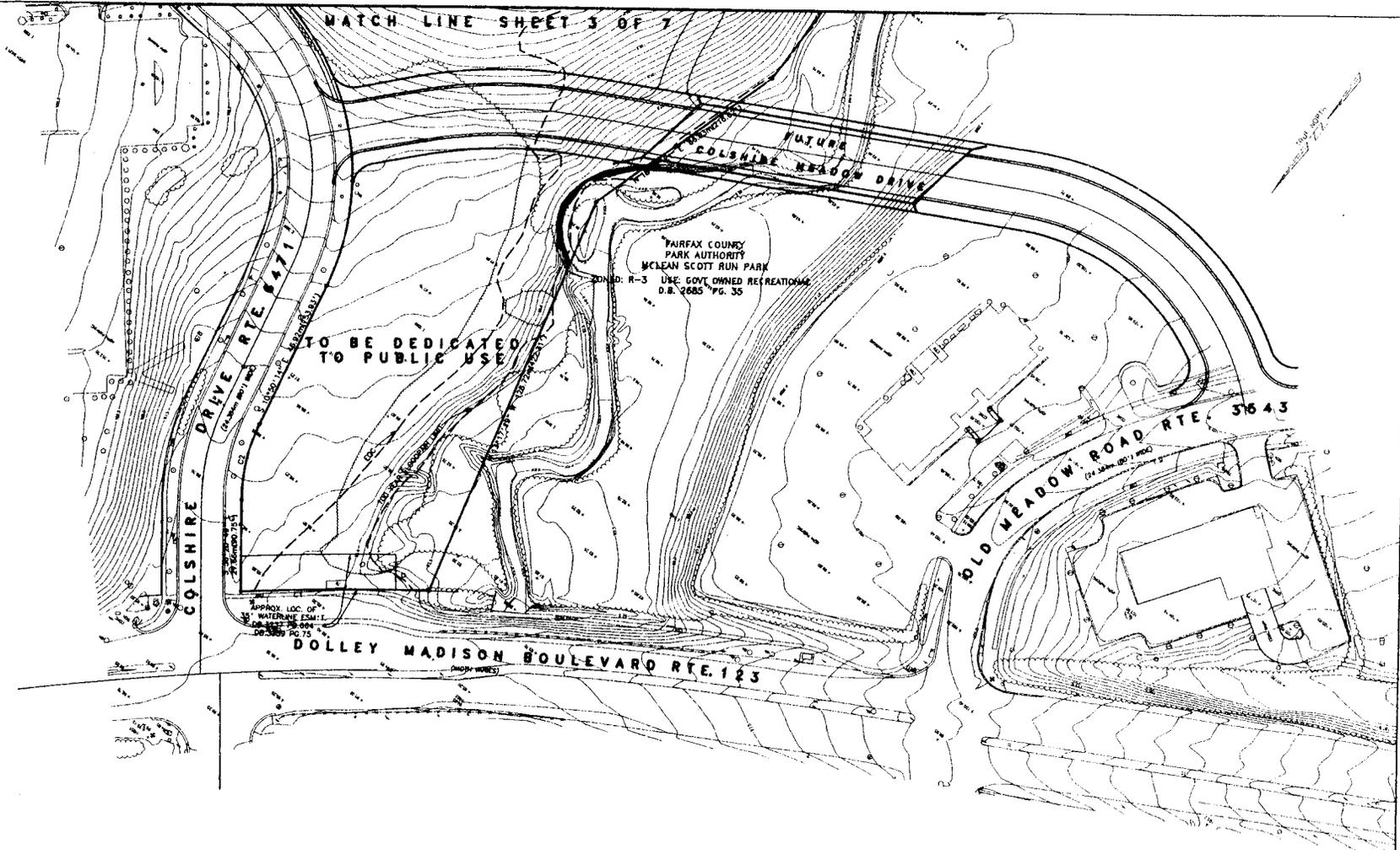
SCALE: 1" = 500'

DATE: 05-18-98

REVISIONS:

FEB 05, 1999
 FEB 23, 1999

SHEET 1 OF 7
 FILE NO. PL - 3090



CURVE TABLE:

NAME	DELTA	RADIUS	ARC	BEARING	CHORD	TANGENT
C1	25°30'35"	53.84m(178.00')	23.80m(78.36')	S 23°33'32" E	23.89m(77.71')	12.14m(39.81')
C2	03°40'00"	697.57m(2284.79')	57.44m(188.48')	N 53°20'40" E	57.43m(188.42')	20.73m(68.26')

SE 98-P-060

Scale 1 : 600
 1" = 600'
 1" = 30.48m

Huntley Ince & Associates, LTD
 CIVIL ENGINEERS • LAND PLANNERS
 7200 ROCK HILL ST.
 ANNAPOLIS, MARYLAND 21403
 PHONE: 410-261-7400
 FAX: 410-261-7401
 DATE: 05-18-98
 DRAWN BY: JMT
 CHECKED BY: JMT

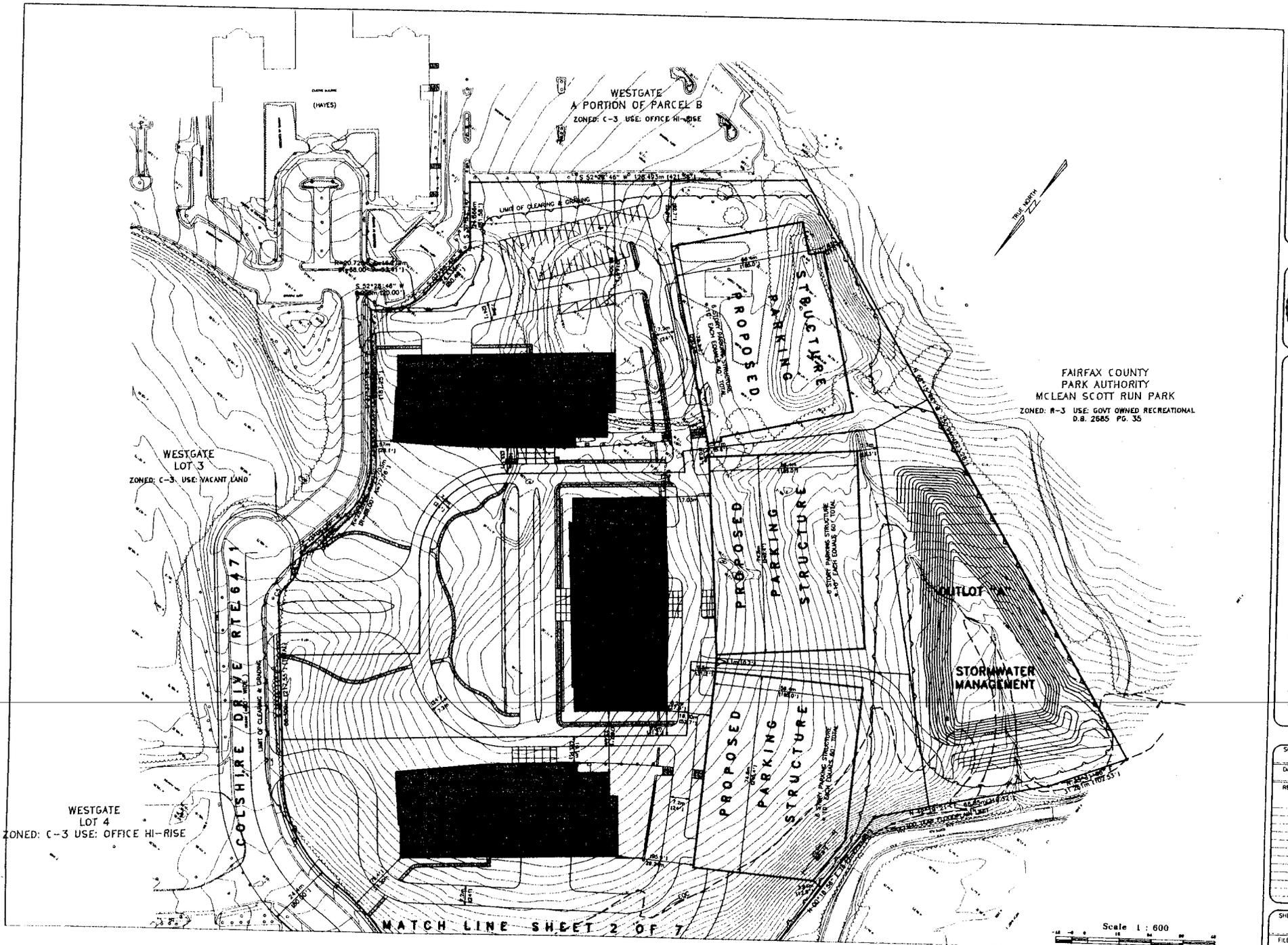
COMMONWEALTH OF VIRGINIA
 CHARLES A. WATKINS
 LICENSE NO. 2-2719
 LAND SURVEYOR

WESTGATE - MCKINLEY, PIERCE AND TAYLOR
 PROSPERITY DISTRICT
 FAIRFAX COUNTY, VIRG.

SPECIAL EXCEPTIO... JAN FOR ADDITIONAL HEIGHT ONLY

SCALE: 1 : 600
 DATE: 05-18-98
 REVISIONS:
 FEB 05 1999
 FEB 23 1998

SHEET 2 of 7
 FILE NO.
 PL 1040



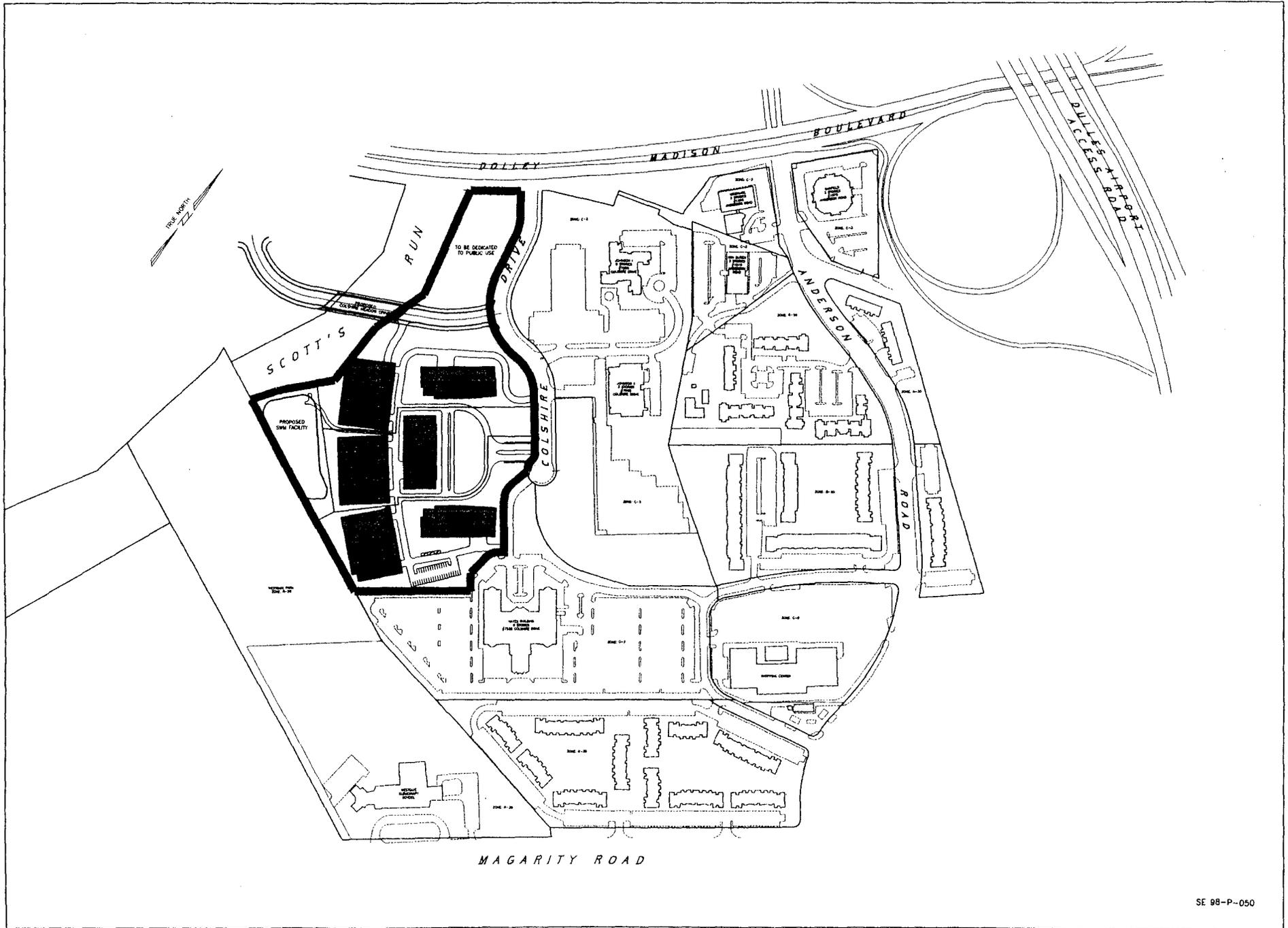
Huntley, Ayre & Associates, LTD
 ARCHITECTS • CIVIL ENGINEERS • LAND PLANNERS
 7200 KOP-AS ST
 WOODBRIDGE, VIRGINIA 22193
 (703) 591-1000
 FAX: (703) 591-1001



WESTGATE - McKINLEY, PIERCE AND TAYLOR
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA
 SPECIAL EXCEPTION FOR ADDITIONAL HEIGHT ONLY

SCALE: 1 : 600
DATE: 05-18-98
REVISIONS:
FEB 05, 1999
FEB 23, 1999

SHEET
 3 of 7
 FILE NO.
 PL - 5690



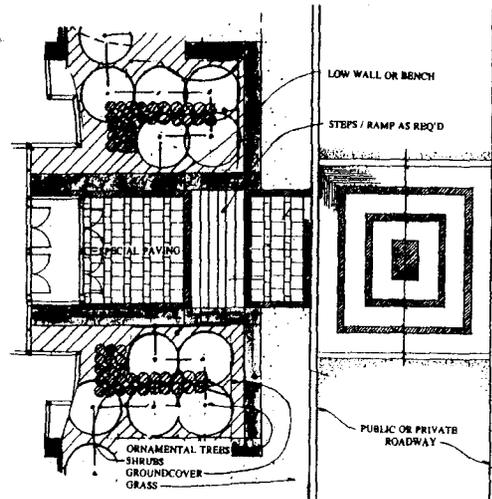
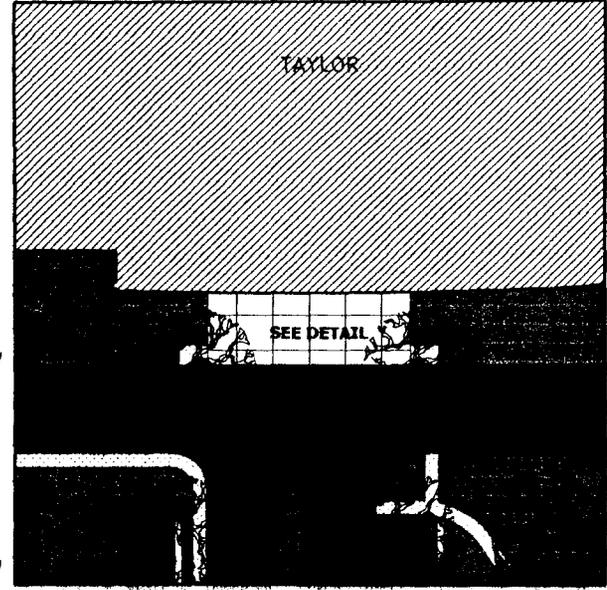
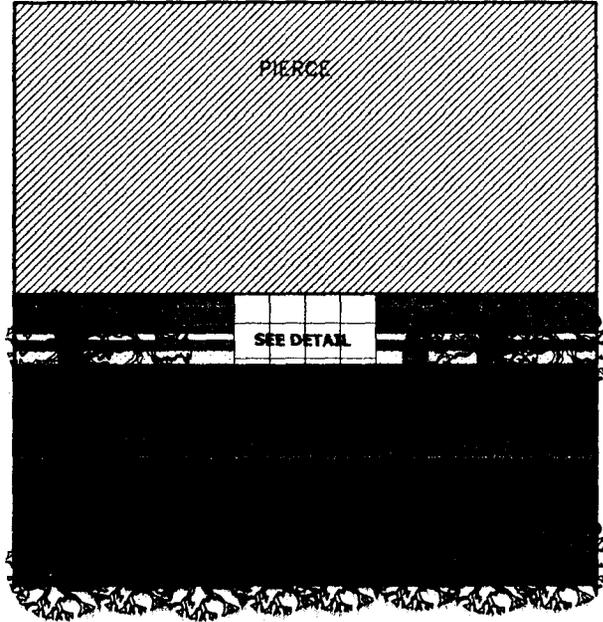
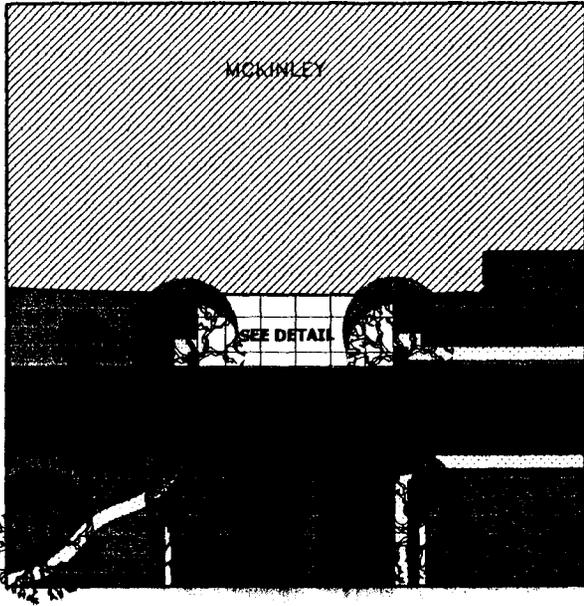
Huntley, Nyce & Associates, Ltd.
 ARCHITECTS • ENGINEERS • LAND PLANNERS
 1000 WOODBINE DRIVE, SUITE 2200
 FALLS CHURCH, VA 22044
 (703) 750-1400

WEST*GATE - MCKINLEY, PIERCE AND TAYLOR
 PROJECTS DISTRICT
 FAIRFAX COUNTY, VA
 AREA WIDE PLAN

SCALE: NO SCALE
 DATE: 05-18-98
 REVISIONS:
 05-05-1998
 05-23-1998

SHEET: 4 OF 7
 FILE NO:
 PI: 1090

SE 98-P-050



DETAIL
NO SCALE

SE 98-P-050

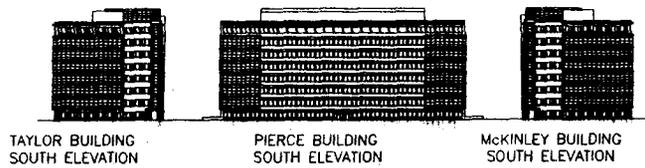
Huntley, Nye & Associates, LTD.
ARCHITECTS • CIVIL ENGINEERS • LAND PLANNING
7222 WOODLARK ST.
DALLAS, TEXAS 75230
TEL: 214-343-1100
FAX: 214-343-1101
WWW.HUNLEYNYE.COM



WESTGATE — MCKINLEY, PIERCE AND TAYLOR
PROVIDENCE DISTRICT
FAIRFAX COUNTY, VIRGINIA
PLAZA DETAIL

SCALE:	1 : 200
DATE:	05-18-98
REVISIONS:	
	FEB. 05, 1999
	FEB. 23, 1999

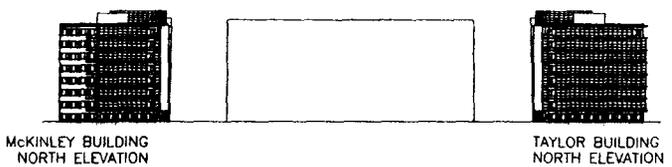
SHEET
6 of 7
FILE NO.
PL-3090



TAYLOR BUILDING
SOUTH ELEVATION

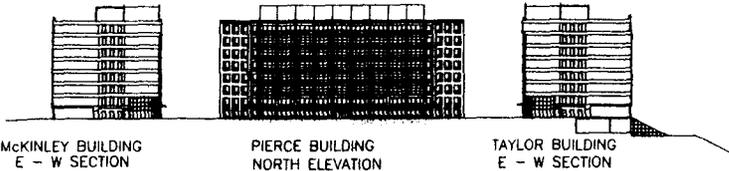
PIERCE BUILDING
SOUTH ELEVATION

McKINLEY BUILDING
SOUTH ELEVATION



McKINLEY BUILDING
NORTH ELEVATION

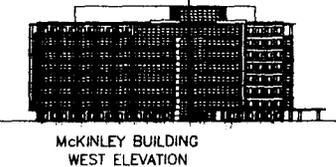
TAYLOR BUILDING
NORTH ELEVATION



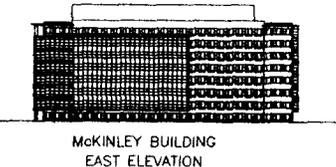
McKINLEY BUILDING
E - W SECTION

PIERCE BUILDING
NORTH ELEVATION

TAYLOR BUILDING
E - W SECTION



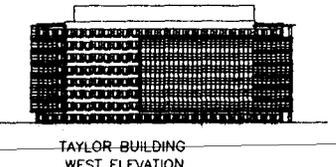
McKINLEY BUILDING
WEST ELEVATION



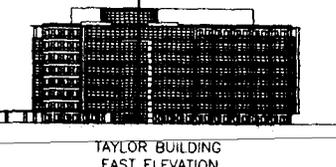
McKINLEY BUILDING
EAST ELEVATION



PIERCE BUILDING
WEST ELEVATION



TAYLOR BUILDING
WEST ELEVATION



TAYLOR BUILDING
EAST ELEVATION

Huntley, Nyce & Associates, LTD
ARCHITECTS
2702 DOWRY ST.
DURHAM, N.C. 27704
410-292-1000
FAX 410-292-1001



WESTGATE - McKINLEY, PIERCE AND TAYLOR
PROVIDENCE DISTRICT
FAIRFAX COUNTY, VIRGINIA
ELEVATIONS

SCALE: NO SCALE
DATE: 05-18-98
REVISIONS:

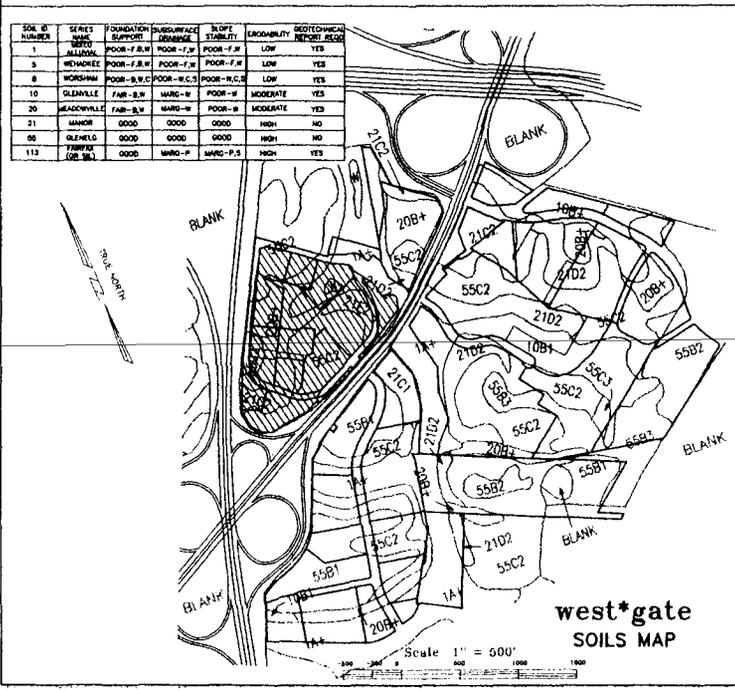
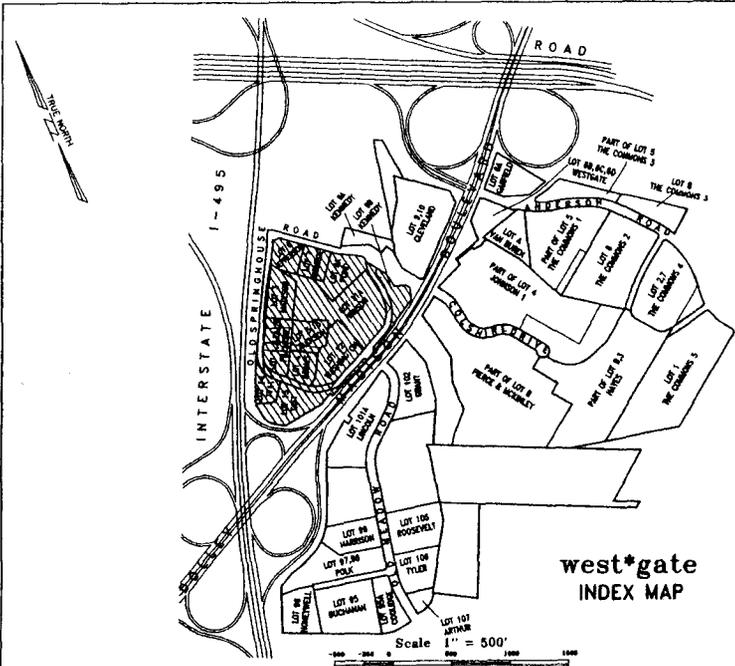
FEB 05 1999
FEB 23 1999

SHEET
7 of 7
FILE NO
PI - 3090

SE 98-P-050

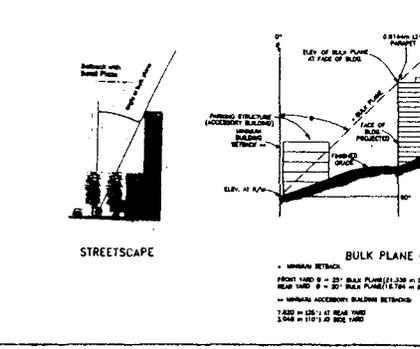
ILLUSTRATIVE PURPOSES ONLY!!!!

SE 98-P-051



SOIL NUMBER	SERIES	FOUNDATION SUPPORT	UNDERMINAGE DRAINAGE	SLOPE STABILITY	ROAD QUALITY	RECOMMENDATION REPORT
1	TOPSOIL	POOR-F.W	POOR-F.W	LOW	YES	
3	WICHAMER	POOR-F.W	POOR-F.W	LOW	YES	
8	WICHAMER	POOR-W.C	POOR-W.C	LOW	YES	
10	CLENNALL	FAB-B.W	MARG-W	MODERATE	YES	
25	MEADOWHILL	FAB-B.W	MARG-W	MODERATE	YES	
21	MANOR	GOOD	GOOD	HIGH	NO	
50	GLENHOL	GOOD	GOOD	HIGH	NO	
112	TRINITY (OR. S.L.)	GOOD	MARG-P.S	HIGH	YES	

- NOTES:**
- THE PROPERTY THAT IS THE SUBJECT OF THIS SPECIAL EXCEPTION AMENDMENT IS LOCATED ON FAIRFAX COUNTY TAX ASSESSMENT MAP NO. 22-4005-1, 2, 3, 2B, 3, 4, 5, 6, 7, 8, 9, 11, 12, 13, 14, 15 AND IS ZONED C-3 PER RZ 82-P-001 DATED JUNE 18, 1992.
 - SITE AREA 11,8202 sq. (28.2064 ACRES)
 - OLD SPRINGHOUSE ROAD ABANDONMENT & REZONING AREA, 0.5841 sq. (1.4433 AC) INCLUDED IN TOTAL SITE AREA (NOTE 2)
 - THE HORIZONTAL DATUM IS YERKINA STATE GRID NORTH, SCALE AND NORTH ARROW SHOWN HEREON.
 - THE TOPOGRAPHY SHOWN HEREON WAS PROVIDED BY AIR SURVEY CORPORATION
 - EXISTING SITE CONSISTS OF LOW-RISE OFFICE AND PARKING LOTS.
 - MINIMUM YARD REQUIREMENTS C-3 FAIRFAX COUNTY ZONING ORDINANCE 4-308 THRU 4-308. (SEE SITE TABULATION).
 - PUBLIC RIGHTS-OF-WAY SHOWN HEREON.
 - INGRESS AND EGRESS TO SITE SHOWN HEREON.
 - PARKING (SEE SITE TABULATION).
 - THE PROPERTY IS LOCATED ON LAND UNIT R, SUB UNIT R-2 OF THE TYSONS CORNER URBAN CENTER PLAN, THE ADOPTED COMPREHENSIVE PLAN RECOMMENDS OFFICE USE WITH SUPPORT RETAIL AND SERVICES AT AN MAXIMUM HEIGHT OF 150 FEET. THE PROPOSED DEVELOPMENT PLAN IS IN CONFORMANCE WITH THE COMPREHENSIVE PLAN.
 - SITE IS SERVED BY PUBLIC SANITARY SEWER AND PUBLIC WATER.
 - STORM WATER MANAGEMENT AND BMP IN ACCORDANCE WITH THE FFM AND PROFFERS PROVIDED BY UPGRADING EXISTING POND SHOWN HEREON.
 - MAX. GROSS FLOOR AREA (SEE SITE TABULATION).
 - LANDSCAPING (SEE SITE TABULATION).
 - THIS SITE IS LOCATED IN F.E.M.A. FLOOD PLAIN ZONE "X" DETERMINED TO BE OUTSIDE 500-YEAR FLOOD PLAIN.
 - THERE ARE NO OUTDOOR RECREATION FACILITIES, NO BICYCLE PARKING, NO ADDITIONAL FENCING AND NO EXTERIOR LIGHTING. OUTDOOR LIGHTING SHALL MEET THE REQUIREMENTS OF THE FFM. SPECIAL LOCATIONS AND FIXTURES TO BE SHOWN ON SITE PLAN.
 - THERE ARE NO UTILITY EASEMENTS HAVING A WIDTH OF 7.620m [25 FT.] OR MORE, EXCEPT AS SHOWN.
 - SIDEWALKS TO BE PROVIDED ALONG PUBLIC STREETS AS GENERALLY SHOWN HEREON.
 - THERE IS NO VISIBLE EVIDENCE OF GRAVEYARDS ON THIS SITE.
 - SEAL AND SIGNATURE SHOWN HEREON.
 - LIMITS OF CLEARING AND GRADING SHOWN ON THE SPECIAL EXCEPTION PLAN ARE PRELIMINARY AND SUBJECT TO MODIFICATION WITH FINAL ENGINEERING. THE DEVELOPMENT OF THE SITE WILL BE IN GENERAL CONFORMANCE WITH THESE LIMITS. FINAL LIMITS OF CLEARING AND GRADING WILL TAKE INTO CONSIDERATION FINAL SITE ENGINEERING AND SHALL BE SUBMITTED FOR REVIEW AND APPROVAL BY THE COUNTY URBAN FORESTER AT THE TIME OF FINAL SITE REVIEW.
 - THE MAXIMUM HEIGHT OF THE BUILDINGS IS 150 FEET (NOT INCLUDING PENITROUS). THE ANGLE OF BULK PLANE ARE INDICATED ON THIS SHEET.
 - AREA OF PENITROUS SHALL NOT EXCEED 25% OF FOOT AREA PER ZONING.
 - DEVELOPMENT WILL COMMENCE UPON COMPLETION OF REQUIRED FAIRFAX COUNTY PLAN PROCESSING AND SUBJECT TO MARKET CONDITIONS.
 - THE DEVELOPMENT CONFORMS TO THE PROVISIONS OF ALL APPLICABLE STANDARDS WITH THE EXCEPTION OF REQUESTED WAIVERS AND MODIFICATIONS SHOWN HEREON.
 - LANDSCAPED OPEN SPACE AREA SHOWN MAY BE MODIFIED AT THE TIME OF FINAL ENGINEERING, AS LONG AS THE AMOUNT OF LANDSCAPED OPEN SPACE AND THE NUMBER OF PLANTS DOES NOT DIMINISH.
 - THE FOOTPRINTS REPRESENTED HEREON ARE APPROXIMATE. BUILDING FOOTPRINTS MAY BE INCREASED OR DECREASED AND THE NUMBER OF PARKING SPACES OUTSIDE AND IN THE STRUCTURES MAY BE MODIFIED, SO LONG AS THE MINIMUM OPEN SPACE PROVIDED IN THE TABULATION, AND THE AMOUNT OF LANDSCAPE AND THE MINIMUM DIMENSIONS SHOWN HEREON ARE PROVIDED. THE APPLICANT RESERVES THE RIGHT TO DEVELOP AT A LESSER OR GREATER NUMBER OF A.F.A. AND/OR CELLAR SPACE THAN THAT NUMBER REPRESENTED IN THE TABULATION AND REDUCE OR INCREASE THE NUMBER OF PARKING SPACES ACCORDINGLY.
 - ADDITIONAL SITE FEATURES SUCH AS PLAZA DEVELOPMENT, WALLS, NOT CORNICES, TRELISES, ENTRANCE SIGNS, LIGHTS AND/OR GAZEBOS REPRESENTED HEREON MAY BE PROVIDED.
 - NO ADDITIONAL IMPROVEMENTS TO THE PUBLIC RIGHT(S) OF WAY ON OR ADJACENT TO THE SUBJECT PROPERTY ARE PROPOSED WITH THIS DEVELOPMENT OTHER THAN THOSE SHOWN HEREON.
 - THE PROPOSED DEVELOPMENT ON THE SUBJECT PROPERTY WILL NOT POSE ANY ADVERSE EFFECT ON ADJACENT OR NEIGHBORING PROPERTIES.
 - PARKING WILL BE PROVIDED IN ACCORDANCE WITH THE PROVISIONS OF ARTICLE 11 OF THE ZONING ORDINANCE. THE NUMBER OF PARKING SPACES PROVIDED MAY BE ADJUSTED BASED ON THE ACTUAL AMOUNT OF A.F.A. CONSTRUCTED.
 - THE APPLICANT RESERVE THE RIGHT TO PROVIDE MORE THAN THE MINIMUM REQUIRED PARKING.
 - SIGNAGE WILL BE PROVIDED IN ACCORDANCE WITH THE PROVISIONS OF ARTICLE 12 OF THE ZONING ORDINANCE.
 - ADDITIONAL PROVISIONS FOR APPROVING AN INCREASE IN BUILDING HEIGHT:
 - THIS PLAN IS IN HARMONY WITH THE POLICIES EMBODIED IN THE ADOPTED COMPREHENSIVE PLAN.
 - THE RESULTANT HEIGHT AS REQUESTED WILL NOT BE DETRIMENTAL TO THE CHARACTER AND DEVELOPMENT OF ADJACENT LANDS.
 - ARCHITECTURAL ELEVATIONS ARE ILLUSTRATIVE IN NATURE AND ARE SUBJECT TO CHANGE WITH FINAL DESIGN BUT SHALL REMAIN CONSISTENT IN CHARACTER (QUALITY) WITH THOSE SHOWN HEREON.
 - IN ACCORDANCE WITH PARAGRAPHS 5 OF SECTION 18-204 OF THE ZONING ORDINANCE, MINOR MODIFICATIONS TO THE SIZES DIMENSIONS, FOOTPRINTS AND LOCATIONS OF BUILDINGS, SIDEWALKS, UTILITIES AND LANDSCAPING MAY OCCUR AS THE FINAL ENGINEERING AND DESIGN WITHOUT REQUIRING AN AMENDMENT TO THIS SPECIAL EXCEPTION PLAN.
 - THE LIMITS OF CLEARING AND GRADING AND THE LANDSCAPED OPEN SPACE AREAS REPRESENTED ON THE GRAPHIC ARE PRELIMINARY AND SUBJECT TO MODIFICATION AT THE TIME OF FINAL ENGINEERING AND DESIGN. LANDSCAPING AND TREE COVER CONSISTING OF A COMBINATION OF EVERGREEN AND DECIDUOUS TREES WILL BE PROVIDED IN ACCORDANCE WITH THE APPLICABLE PROVISIONS OF ARTICLE 15 (18).



OWNER
WESTGROUP PROPERTIES LLC
1800 ANDERSON ROAD
MCLEAN, VA 22102
(703) 356-2400

SHEET INDEX:
1. COVER SHEET/NOTES/TABULATION
2. SPECIAL EXCEPTION PLAN
3. SPECIAL EXCEPTION PLAN
4. AREA WIDE HEIGHT PLAN
5. LANDSCAPE
6. PLAZA DETAIL
7. ELEVATIONS

VICINITY MAP
SCALE: 1" = 2000'

SITE TABULATION:

WASHINGTON BUILDING

LOT #12	0.1524 ac (0.4281 AC)	1.812 sq. (1.812 AC)
LOT #13	30.480 sq. (1.000 AC)	182.0 sq. (1.812 AC)
BUILDING HEIGHT	27'-0" = 150' (11)	40.72 = 1150' (11) REQUESTED***
FRONT YARD	12'-0" = 150' (11)	NO REQUIREMENT
SIDE YARD	NO REQUIREMENT	NO REQUIREMENT (CORNER LOT)
REAR YARD	7'-0" = 150' (11)	0.2702 sq. (1.812 AC)
FAR	1.000 sq. (0.812 AC)	0.8911 sq. (1.812 AC) #12
OPEN SPACE	0.3883 sq. (0.812 AC)	0.8911 sq. (1.812 AC) #12
PARKING	0.1524 ac	874 TOTAL SPACES
LOADING	0.1524 ac	874 TOTAL SPACES
TREE COVER	0.1524 ac (0.812 AC)	0.3883 sq. (0.812 AC)
PROPOSED STREET DEDICATION	0.1524	0.4078 sq. (1.812 AC)

WAYNE STREET:
1:1 NEAREST RIVER OF MINIMUM BUILDING SETBACK

ADAMS BUILDING

LOT #14	0.1524 ac (0.4281 AC)	2.0084 sq. (0.812 AC)
LOT #15	30.480 sq. (1.000 AC)	182.0 sq. (1.812 AC)
BUILDING HEIGHT	27'-0" = 150' (11)	45.78 = 1150' (11) REQUESTED***
FRONT YARD	12'-0" = 150' (11)	NO REQUIREMENT
SIDE YARD	NO REQUIREMENT	1.186 sq. (1.812 AC)
REAR YARD	7'-0" = 150' (11)	0.1281 sq. (1.812 AC) #12
FAR	1.000 sq. (0.812 AC)	0.8911 sq. (1.812 AC) #12
OPEN SPACE	0.3883 sq. (0.812 AC)	0.8911 sq. (1.812 AC) #12
PARKING	0.1524 ac	874 TOTAL SPACES
LOADING	0.1524 ac	874 TOTAL SPACES
TREE COVER	0.1524 ac (0.812 AC)	0.3883 sq. (0.812 AC)
PROPOSED STREET DEDICATION	0.1524	0.3101 sq. (0.812 AC)

WAYNE STREET:
1:1 NEAREST RIVER OF MINIMUM BUILDING SETBACK

MADISON BUILDING

LOT #16	0.1524 ac (0.4281 AC)	2.0084 sq. (0.812 AC)
LOT #17	30.480 sq. (1.000 AC)	182.0 sq. (1.812 AC)
BUILDING HEIGHT	27'-0" = 150' (11)	40.72 = 1150' (11) REQUESTED***
FRONT YARD	12'-0" = 150' (11)	NO REQUIREMENT
SIDE YARD	NO REQUIREMENT	0.2702 sq. (1.812 AC)
REAR YARD	7'-0" = 150' (11)	NO REQUIREMENT (CORNER LOT)
FAR	1.000 sq. (0.812 AC)	0.8911 sq. (1.812 AC) #12
OPEN SPACE	0.3883 sq. (0.812 AC)	0.8911 sq. (1.812 AC) #12
PARKING	0.1524 ac	874 TOTAL SPACES
LOADING	0.1524 ac	874 TOTAL SPACES
TREE COVER	0.1524 ac (0.812 AC)	0.3883 sq. (0.812 AC)
PROPOSED STREET DEDICATION	0.1524	0.3198 sq. (0.812 AC)

WAYNE STREET:
1:1 NEAREST RIVER OF MINIMUM BUILDING SETBACK

JEFFERSON BUILDING

LOT #18	0.1524 ac (0.4281 AC)	2.0084 sq. (0.812 AC)
LOT #19	30.480 sq. (1.000 AC)	182.0 sq. (1.812 AC)
BUILDING HEIGHT	27'-0" = 150' (11)	40.72 = 1150' (11) REQUESTED***
FRONT YARD	12'-0" = 150' (11)	NO REQUIREMENT
SIDE YARD	NO REQUIREMENT	0.2702 sq. (1.812 AC)
REAR YARD	7'-0" = 150' (11)	NO REQUIREMENT (CORNER LOT)
FAR	1.000 sq. (0.812 AC)	0.8911 sq. (1.812 AC) #12
OPEN SPACE	0.3883 sq. (0.812 AC)	0.8911 sq. (1.812 AC) #12
PARKING	0.1524 ac	874 TOTAL SPACES
LOADING	0.1524 ac	874 TOTAL SPACES
TREE COVER	0.1524 ac (0.812 AC)	0.3883 sq. (0.812 AC)
PROPOSED STREET DEDICATION	0.1524	0.3197 sq. (0.812 AC)

WAYNE STREET:
1:1 NEAREST RIVER OF MINIMUM BUILDING SETBACK

AREA TABULATION:

1.812 sq. (1.812 AC)	WASHINGTON LOT
2.0084 sq. (0.812 AC)	ADAMS LOT
2.0084 sq. (0.812 AC)	MADISON LOT
2.0078 sq. (0.812 AC)	JEFFERSON LOT
0.2702 sq. (1.812 AC)	BLANK LOT
0.4078 sq. (1.812 AC)	REQUESTED AREA FOR W.M.A.
0.4078 sq. (1.812 AC)	REQUESTED AREA FOR W.M.A.
11.8202 sq. (28.2064 AC)	TOTAL

Huntley, Nye & Associates, Ltd.
CITY ENGINEERING & LAND PLANNING
1000 WEST MAIN STREET, SUITE 2000
FAIRFAX COUNTY, VA 22033
TEL: (703) 271-1100
FAX: (703) 271-1101
WWW.HUNTLEYNYE.COM

WEST*GATE - PORTION OF OLD SPRINGHOUSE ROAD LAND BAY
RESIDENCE DISTRICT
FAIRFAX COUNTY, VA

SPECIAL EXCEPTION PLAN FOR ADDITIONAL HEIGHT ONLY

SCALE: 1" = 500'
DATE: 05-18-98
REVISIONS:
FEB 02, 1999

SHEET 1 OF 7
FILE NO. PL - 3089

METRIC (ENGLISH)

CURVE TABLE:

Sta	Delta	Radius	Length	Bearing	Chord	Tangent
C2	47°45'22"	73.15 (140.00')	80.07 (160.03')	N 50°21'15" W	59.23 (118.26')	30.30 (100.03')
C3	0°35'20"	11075.69 (136337.12')	113.25 (373.50')	N 21°40'00" E	113.85 (373.50')	36.93 (100.03')
C4	46°19'46"	16.50 (154.13')	36.00 (124.67')	S 38°32'33" E	30.14 (98.80')	37.02 (140.30')
C5	50°57'00"	7.50 (124.81')	6.97 (121.88')	S 81°21'11" E	16.98 (142.26')	7.08 (183.18')
C6	14°10'18"	180.02 (1324.89')	36.56 (129.83')	S 80°36'14" E	38.48 (129.53')	18.20 (105.20')
C7	13°18'04"	108.84 (1350.52')	84.80 (181.38')	S 81°03'22" E	24.75 (181.30')	12.48 (140.89')
C8	73°28'36"	15.24 (150.00')	18.55 (104.11')	S 17°41'30" E	18.24 (126.84')	11.29 (137.34')
C9	47°21'46"	77.21 (1283.33')	83.83 (209.42')	N 03°45'01" E	68.02 (203.50')	33.86 (111.11')
C10	22°15'58"	81.97 (1283.33')	24.08 (178.02')	S 18°17'38" W	33.93 (174.50')	12.19 (140.01')
C11	1°48'28"	1098.00 (3503.84')	33.70 (110.26')	N 18°46'38" E	33.70 (110.26')	18.65 (153.28')
C12	8°28'23"	1098.00 (3503.84')	157.84 (518.18')	N 28°05'34" E	157.78 (517.70')	78.11 (259.94')
C13	2°17'43"	222.48 (1738.83')	8.91 (156.24')	N 83°54'48" E	8.91 (156.24')	4.46 (114.82')
C14	32°54'17"	37.07 (121.03')	21.07 (106.14')	N 81°00'48" E	20.79 (186.22')	10.83 (130.53')
C15	2°17'43"	207.24 (1678.83')	8.30 (152.24')	S 83°54'48" E	8.30 (152.24')	4.15 (113.62')
C16	181°05'22"	4.00 (113.42')	12.83 (142.41')	S 27°01'25" E	12.83 (142.41')	6.42 (133.81')
C17	184°35'54"	4.30 (114.10')	13.85 (145.43')	N 29°32'02" W	8.58 (126.18')	4.28 (110.62')
C18	0°37'08"	843.83 (1098.85')	9.59 (181.25')	S 62°23'30" E	9.59 (181.25')	4.79 (110.62')
C19	51°13'48"	82.18 (1289.83')	73.49 (121.10')	N 38°49'01" E	71.08 (123.15')	36.40 (109.28')
C20	37°34'04"	89.95 (1218.85')	44.28 (145.30')	S 43°26'53" W	43.48 (142.80')	22.99 (176.42')

* - REQUEST WAIVER OF MINIMAL BUILDING SETBACK

GATES OF McLEAN LLC
2000 FIVE-THIRD APARTMENT COMPLEX

WEST-GROUP PROPERTIES LLC
2000 C-3 NEW VACANT LAND

WEST-GROUP PROPERTIES LLC
2000 C-3 NEW LOW-RISE OFFICE

STORMWATER MANAGEMENT

DOLLEY MADISON BOULEVARD RTE 123

INTERSTATE 495

PROPOSED PARKING STRUCTURE

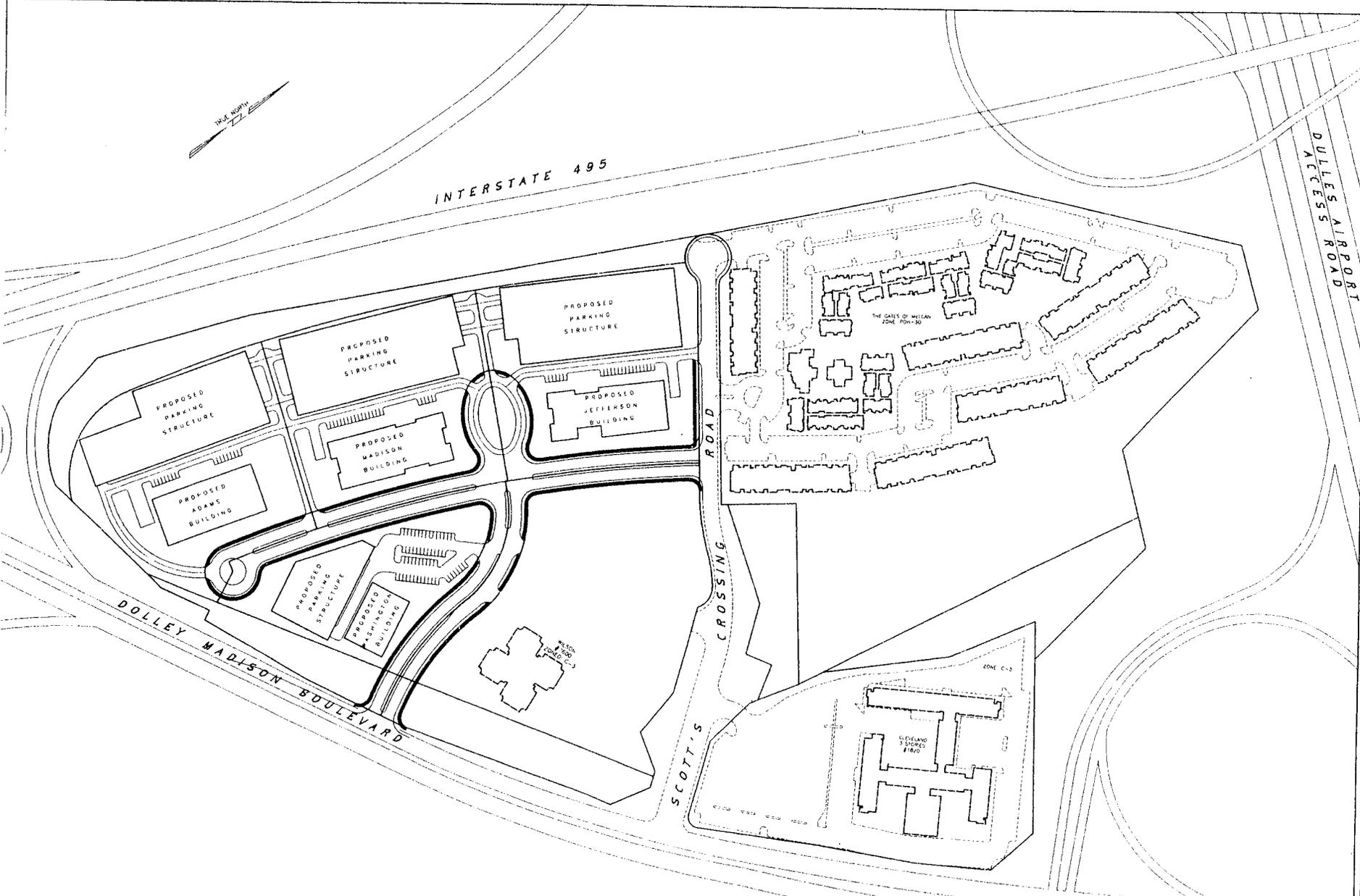
MATCH LINE SHEET 2 OF 7

Huntley, Myce & Associates, LTD
ARCHITECTS • LAND PLANNERS
700 DOWRY ST
SUITE 100, WOODBRIDGE, VA 22191
703-790-5146
703-790-5145 (FAX)



WESTGATE - PORTION OF OLD SPRINGHOUSE ROAD LAND BAY
PROVIDENCE DISTRICT
FAIRFAX COUNTY, VIRGINIA
SPECIAL EXCEPTION PLAN FOR ADDITIONAL HEIGHT ONLY

SCALE:	1" = 800'
DATE:	05-18-98
REVISIONS:	
	FEB. 05, 1999
SHEET	3 of 7
FILE NO.	PL-3089



Huntley, Nyce & Associates, Ltd.
 ARCHITECTS • CIVIL ENGINEERS • LAND PLANNING
 7200 WOODS DRIVE, SUITE 200
 FARMERS MARKET CENTER
 FARMERS MARKET CENTER
 FARMERS MARKET CENTER
 FARMERS MARKET CENTER
 FARMERS MARKET CENTER



WEST GATE - PORTION OF OLD SPRINGHOUSE
 ROAD LAND BAY
 FAIRFAX COUNTY, VIRGINIA
 AREA WIDE PLAN

SCALE:	NO SCALE
DATE:	05 18 98
REVISIONS:	
	FEB 05, 1999

SHEET
 4 of 7
 FILE NO.
 PL - 3089

NOTES:

SHADE ALL OF THE EXISTING
TREES WITH 1/2" OF MULCH
2" OF 1/2"

PLANT 1/2" TO 1/4" OF SOFT SOIL
AROUND PERM. BASES IN CLAY SOILS
NEARBY OR LARGER.

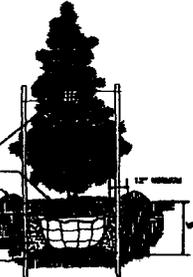
PLANT ONLY TO BE PLANTING
BY EXISTING EXISTING.

USE 4" BRUSHES OF BRUSHES 1/4" TO
1/2" IN LENGTH AND 1/2" TO 1/4" IN
DIAMETER TO BE PLANTING

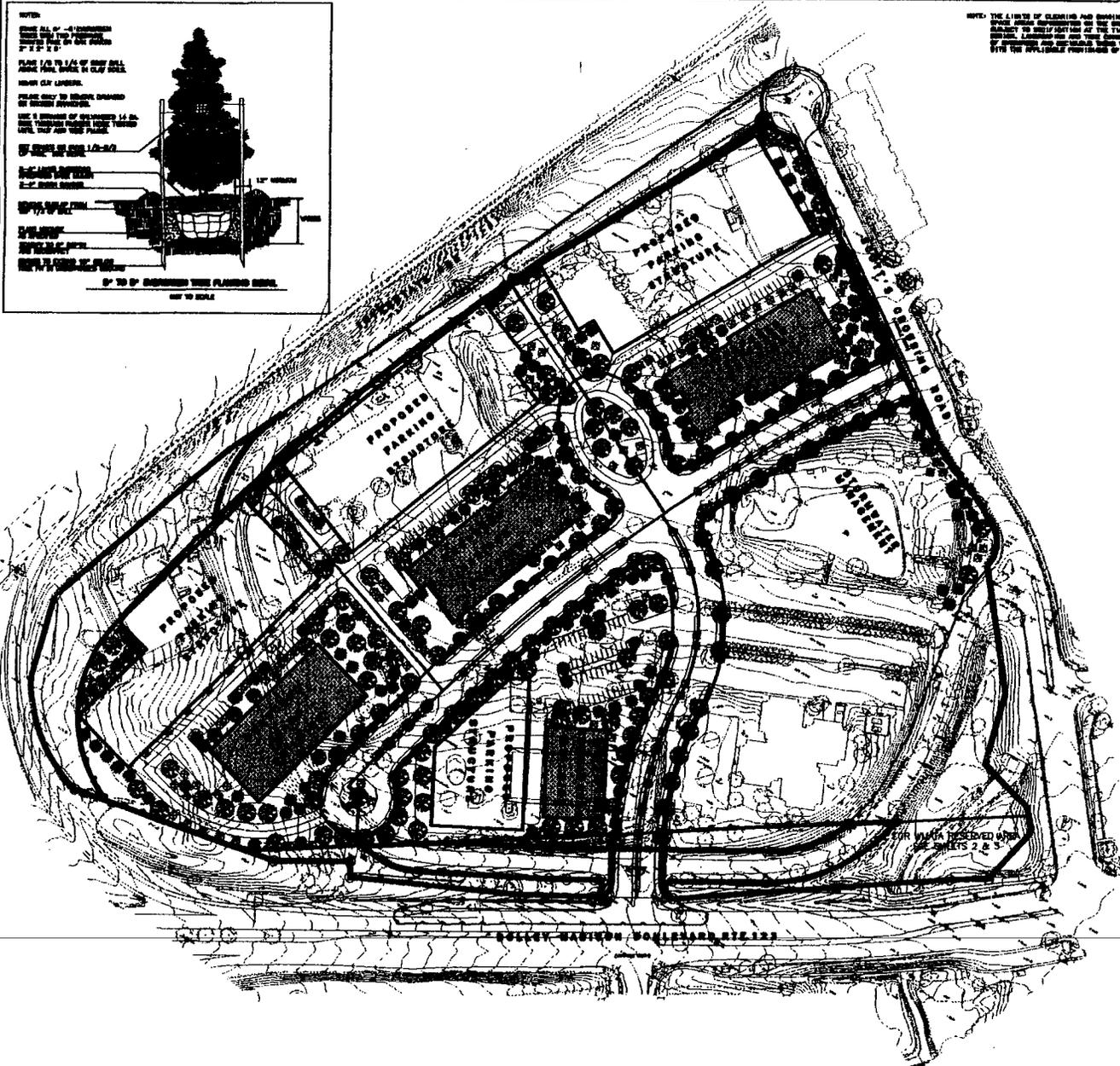
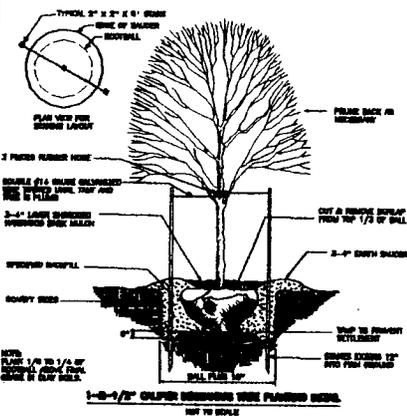
OF BRUSHES 1/4" TO 1/2"

OF 1/2" OF BRUSHES WITH PLANTING SOIL.

NOT TO SCALE



NOTE: THE 1/2" OF BRUSHES AND BRUSHES AND THE LANDSCAPING OPEN
SPACE ARE REQUIRED FOR THE BRUSHES AND BRUSHES AND
BRUSHES TO BE PLANTING OF THE TREE OF BRUSHES AND
BRUSHES. LANDSCAPING AND TREE BRUSHES WILL BE PLANTING A BRUSHES
WITH THE BRUSHES AND BRUSHES OF BRUSHES (1/2").



FARMER COUNTY
TREE COVER SUMMARY

Rating Category: A-2

1. - Total Site Area	115,000 sq. ft.
2. - Building Area (Building Footprint of 50,000 sq. ft. per 100 sq. ft. of Building Area)	75,125 sq. ft.
3. - Impervious Area	100,000 sq. ft.
4. - Adjusted Site Area	44,875 sq. ft.
5. - Required Percent	100%
6. - Tree Cover to be Provided	44,875 sq. ft.
7. - Existing Tree Cover Area (2.1.20)	0,000 sq. ft.
8. - Tree Cover to be Provided by Planting Trees (Use Tree Material to be Planting)	7,911 sq. ft.
9. - Tree Cover Provided	18,000 sq. ft.
10. - Existing Tree Cover	0,000 sq. ft.
11. - Tree Cover Deficit	10,000 sq. ft.

TREE PLANTING SUMMARY

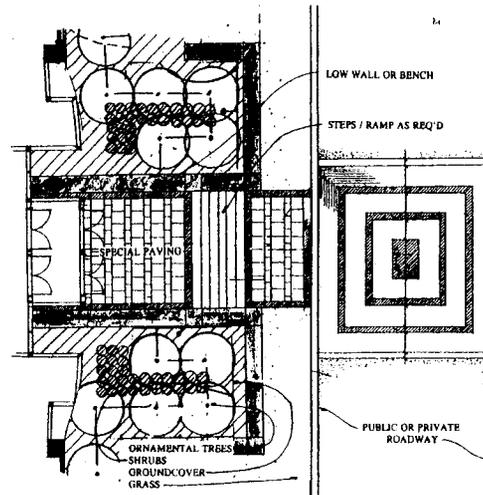
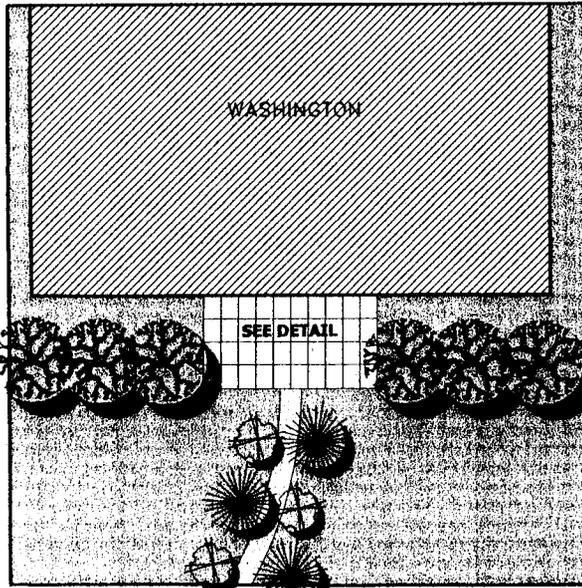
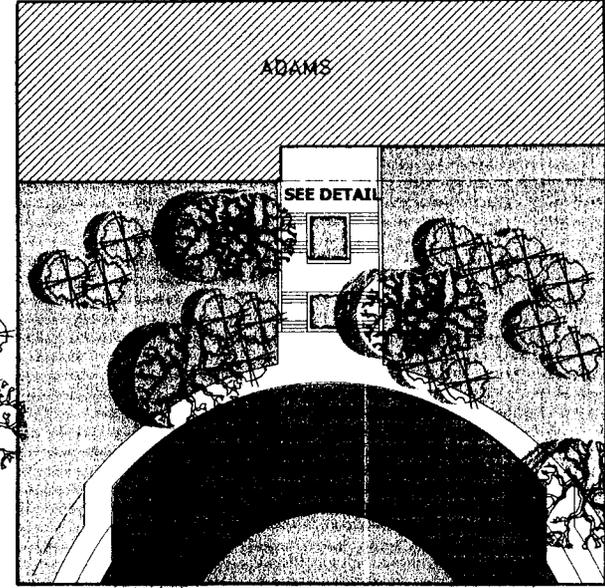
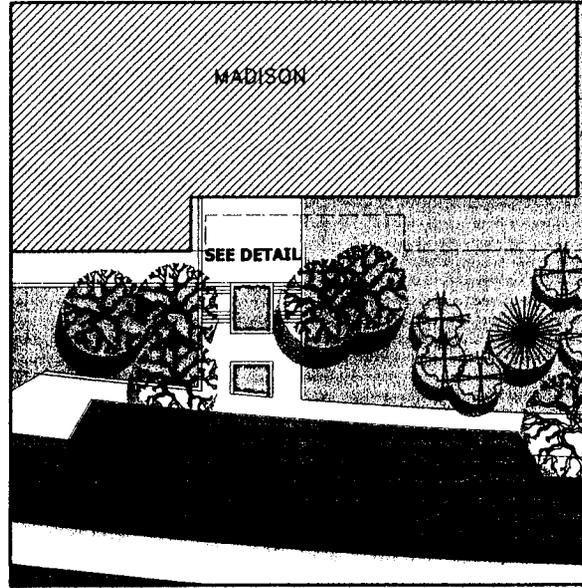
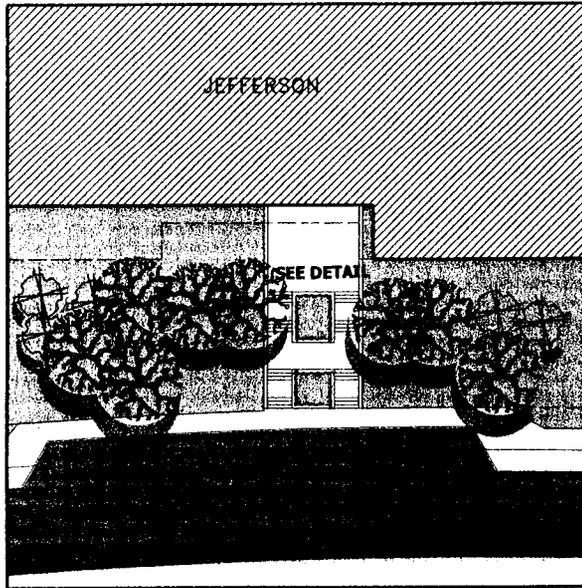
SYMBOL	REV	REV	SYMBOL									
SMALL DECIDUOUS TREES												
01	01	01	01	01	01	01	01	01	01	01	01	01
02	02	02	02	02	02	02	02	02	02	02	02	02
03	03	03	03	03	03	03	03	03	03	03	03	03
04	04	04	04	04	04	04	04	04	04	04	04	04
05	05	05	05	05	05	05	05	05	05	05	05	05
SMALL CONIFER TREES												
06	06	06	06	06	06	06	06	06	06	06	06	06
MEDIUM DECIDUOUS TREES												
07	07	07	07	07	07	07	07	07	07	07	07	07
08	08	08	08	08	08	08	08	08	08	08	08	08
09	09	09	09	09	09	09	09	09	09	09	09	09
MEDIUM CONIFER TREES												
10	10	10	10	10	10	10	10	10	10	10	10	10
LARGE DECIDUOUS TREES												
11	11	11	11	11	11	11	11	11	11	11	11	11
12	12	12	12	12	12	12	12	12	12	12	12	12
LARGE CONIFER TREES												
13	13	13	13	13	13	13	13	13	13	13	13	13
TOTAL TREE CHERRY SPENDING FOR PUBLIC QUALITY TREE PROTECTION AND TREE CARE												
											0.00	0.00
											0.00	0.00

Huntley, Nye & Associates, LTD
 7000 1/2th St.
 FAIRFAX, VA 22033
 (703) 770-4000
 FAX (703) 770-4000

WEST-GATE - PORTION OF OLD SPRINGHOUSE
 ROAD LAND BAY
 PROVIDENCE, VA
 FAIRFAX COUNTY, VIRGINIA
 LANDSCAPE PLAN

SCALE: 1" = 1000'
 DATE: 05-18-98
 REVISIONS:
 FEB. 05, 1999

SHEET 5 of 7
 FILE NO. PL-3089



DETAIL
NO SCALE

Huntley, Nyce & Associates, LTD
 ARCHITECTS • CIVIL ENGINEERS • LAND PLANNING
 2000 ROYAL OAK DR
 FARMINGTON, CT 06030
 203-752-7400
 45150 BUCKLE BENCH PARKWAY
 CHARLOTTE, VIRGINIA 22017
 703-726-0700 (FAX) 703-726-0100

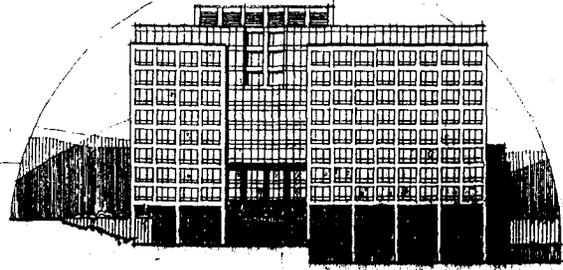


WESTGATE - PORTION OF OLD SPRINGHOUSE ROAD LAND BAY
 PROUDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA
 PLAZA DETAIL

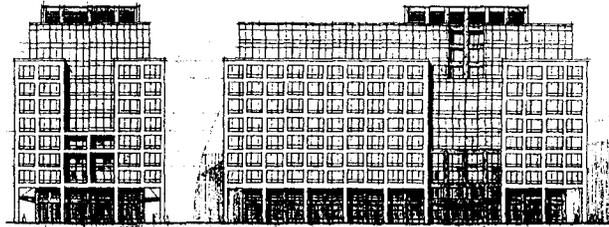
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DATE: 05-18-88
REVISIONS:
FEB. 05, 1999

SHEET
 6 OF 7
 FILE NO
 P1 - 51-254

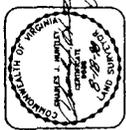
Adams



Madison and Jefferson



Huntley, Nyce & Associates, Ltd.
 ARCHITECTS • CIVIL ENGINEERS • LAND SURVEYORS
 1000 N. GLENN ROAD, SUITE 2000
 FAYETTEVILLE, AR 72703-1402
 STATE OF ARIZONA, LICENSE NUMBER
 12087-200-0100-0000-179-1001



WEST GATE — PORTION OF OLD SPRINGHOUSE
 ROAD LAND BAY
 8102 WEST GATE
 FAIRFAX COUNTY, VIRGINIA
 ELEVATIONS

SCALE: NO SCALE
 DATE: 05-18-98
 REVISIONS:
 FEB. 05, 1999

SHEET
 7 OF 7
 FILE NO.
 PL - 3089



**A GLOSSARY OF TERMS FREQUENTLY
USED IN STAFF REPORTS WILL BE
FOUND AT THE BACK OF THIS REPORT**

DESCRIPTION OF THE APPLICATION

PCA 92-P-001

The applicant, West*Group, requests approval of a Proffered Condition Amendment (PCA) of the approved proffers for RZ 92-P-001. The subject site area, which is known as West*Gate, is 126.66 acres and proposes an FAR of 0.60. This application seeks to:

- (1) Decrease the overall allowable intensity for the subject site from 0.6232 to 0.60 FAR and incorporate land rezoned pursuant to RZ 1998-PR-052;
- (2) Increase the height of the McKinley, Pierce and Taylor buildings (Land Bay B-2) to a maximum of 105 feet and the Washington, Adams, Madison and Jefferson buildings (Land Bay A) to a maximum of 150 feet;
- (3) Dedicate a 2.35 acre parcel (Land Bay B-5) within the Colshire Drive Land Bay for public use (it is expected that this use would be a bus transfer station);
- (4) Reserve and dedicate land within the Old Springhouse Road Land Bay (Land Bay A) for the future Beltway widening and the future Metrorail extension;
- (5) Amend the transportation proffers related to transportation demand management (TDM) in order to create a new TDM program within the Tysons Corner Urban Center;
- (6) Amend the adopted proffers to provide Fairfax County Park Authority (FCPA) with \$250,000 for the acquisition, development or maintenance of park and recreation facilities in the Providence District in lieu of a previously-approved proffer to dedicate four parcels of land, totaling one (1) acre in size;
- (7) Amend the environmental quality corridor (EQC) and 100 year floodplain proffers to permit a proposed parking structure to encroach into the Scott's Run EQC; and
- (8) Amend the stormwater management proffers to require the applicant to provide stormwater management and best management practices (SWM/BMP) facilities which meet current Public Facility Manual (PFM) standards.



RZ 1998-PR-052 -- Old Springhouse Road

The applicant requests approval to rezone portions of Old Springhouse Road from I-4 to C-3 in order to permit future development within abandoned portions of the road. Currently, the applicant is in the process of abandoning the subject portions of Old Springhouse Road, which totals 1.44 acres in size. The proposed abandonment must be approved by the Board of Supervisors (BOS) prior to the approval of this rezoning application. Presently, this abandonment is scheduled for public hearing before the BOS on March 22, 1999. The applicant proposes to combine the proffers for the subject site with the proposed proffers for **PCA 92-P-001**.

SE 98-P-050 -- Colshire Drive Land Bay (Land Bay B-2)

The applicant requests approval of a Category 6 Special Exception (SE) for an increase in building height within the Colshire Drive Land Bay of West*Gate. The subject site is 19.87 acres in size, which constitutes the Land Bay B-2 portion of the Colshire Drive Land Bay (Land Bay B). The applicant seeks to increase the height of the McKinley, Pierce, and Taylor Buildings from 90 feet to a maximum of 105 feet and to extend the SE implementation time period from 30 months to 10 years.

SE 98-P-051 -- Old Springhouse Road Land Bay (Land Bay A)

The applicant requests approval of a Category 6 Special Exception (SE) for an increase in building height within the Old Springhouse Road Land Bay (Land Bay A) of West*Gate. The subject site is 29.21 acres in size and constitutes a portion of the Old Springhouse Road Land Bay, as well as abandoned portions of Old Springhouse Road. The applicant seeks to increase the height of the proposed Washington, Adams, Madison and Jefferson Buildings from 90 feet to a maximum of 150 feet and to extend the SE implementation time period from 30 months to 10 years. This application also seeks waivers of the setback requirements per Sect. 2-418 of the Zoning Ordinance.

LOCATION AND CHARACTER**PCA 92-P-001**

The 126.66 acre West*Gate site, zoned C-3 (Office District) and Highway Corridor Overlay (HC) Districts, is generally bounded by Magarity Road, Interstate 495 (Capital Beltway) and the Dulles Airport Access Road (DAAR) in Tysons Corner. Route 123 (Dolley Madison Boulevard) bisects the property. Within the Comprehensive Plan, West*Gate is designated as Sub-unit R-2 of the Tysons Corner Urban Center. West*Gate is developed with light industrial, office, and research and development uses. Scott's Run runs through the site from north to south.

Surrounding uses include the following:

PCA 92-P-001			
Direction	Use	Zoning	Plan
North	Multifamily Residential (The Gates of McLean)	PDH-30	Office
South	Multifam. res. (Regency Club); Multifam. res. (The Colonies & the Commons Apts.); Public Park (Scotts Run Park & West*Gate Park); School (Westgate Elem.)	R-30; R-20; R-1; R-1	Res. 20+ du/ac; Res. 16-20 du/ac; Public Park; Pub. Facilities
East	Multi. Res. (The Commons); Retail (Commons Village); Dulles Access Airport Rd.	R-20; C-6; ROW	Res. 16-20 du/ac; Retail; Right-of-way
West	Interstate 495 (Beltway)	ROW	Right-of-way

RZ 1998-PR-052

The 1.44 acre subject site, currently zoned I-4, contains portions of Old Springhouse Road. Old Springhouse Road is a ring road within the Old Springhouse Road Land Bay (Land Bay A) of West*Gate, located to the north of Route 123, to the south and west of the Capital Beltway, and to the east of Scott's Crossing Road. The sections of road closest to the Beltway and Route 123 are not included within this application. Those remaining sections of Old Springhouse Road will be used for the future widening of the Beltway and for a future Metrorail extension. (See **SE 98-P-051** for description of surrounding area.)

SE 98-P-050

The 19.87 acre subject site, zoned C-3 and HC, is located within the Colshire Drive Land Bay (Land Bay B-2) of West*Gate. It is generally located to the south of Route 123, to the east of Scott's Run Park and to the east, west and south of Colshire Drive. It should be noted that a portion of the northwest corner of the subject site is within the Scott's Run floodplain. The subject site has not been improved. The northern portion of the site, which is proposed for future public use, is grassy with trees and other vegetation along Scott's Run. The southern portion of the site, which is proposed for the future McKinley, Pierce, and Taylor buildings, is densely wooded with mature hardwood trees.

Surrounding uses include the following:

SE 98-P-050			
Direction	Use	Zoning	Plan
North	Office (West*Gate)	C-3	Office
South	Public Park (West*Gate Park) Office (West*Gate)	R-1; C-3	Public Park; Office
East	Office (West*Gate)	C-3	Office
West	Public Park (Scott's Run Park)	R-30	Public Park

SE 98-P-051

The 29.21 acre subject site, zoned C-3 and HC, is located within the Old Springhouse Road Land Bay (Land Bay A) of West*Gate. It is generally located to the north of Route 123, to the south and west of the Capital Beltway, and to the east of Scott's Crossing Road. The subject site also includes those sections of Old Springhouse Road included within RZ 1998-PR-052. The subject site is improved with low-rise office buildings. The applicant proposes to remove these existing buildings (with the exception of the Wilson building), abandon portions of Old Springhouse Road and build four new office buildings with a new access road.

Surrounding uses include the following:

SE 98-P-051 AND RZ 1998-PR-052			
Direction	Use	Zoning	Plan
North	Multifamily Residential (The Gates of McLean); Interstate 495 (Cap. Beltway)	PDH-30; ROW	Office; Right-of-way
South	Office (West*Gate)	C-3	Office
East	Scott's Run; Office (West*Gate)	C-3	Private Open Space; Office
West	Interstate 495 (Cap. Beltway)	ROW	Right-of-way

BACKGROUND AND DESCRIPTION OF APPLICATIONS

Copies of the approved proffers and plans are included in Appendix 8. A complete history of RZ 92-P-001 is on file with the Department of Planning and Zoning (DPZ).

History of West*Gate

On June 22, 1992, the BOS approved RZ 92-P-001 to rezone 128.63 acres, which comprised the West*Gate site, from I-3, I-4, C-2, C-7, R-1 and Highway Corridor (HC) Districts to the C-3 and HC Districts, subject to proffers dated June 19, 1992. The area rezoned consisted of most of the parcels within Sub-unit R-2 of the Tysons Corner Urban Center in the Comprehensive Plan. Because all of the land within Sub-unit R-2 was not (and still is not) controlled by West Group, certain parcels along Old Meadow Road were not included in the rezoning application.

Under the proffers for RZ 92-P-001, a maximum FAR of 0.6232 was established for the subject 128.63 acres. These proffers also created three land bays, known as the Old Springhouse Road, Colshire Drive, and Old Meadow Road Land Bays (Land Bays A, B, and C, respectively). The Old Springhouse Road Land Bay (Land Bay A) was proffered not to exceed a maximum FAR of 1.0, as was the Colshire Drive Land Bay (Land Bay B). The Old Meadow Road Land Bay (Land Bay C) was proffered not to exceed a maximum FAR of 0.70. However, within all of these land bays, individual building sites were permitted to exceed 1.0 FAR.

Staff would note that the entire GDP for RZ 92-P-001 was not proffered. Instead, the applicant only proffered certain items within the GDP, including: (1) the overall density for West*Gate and the density for each of the three land bays; (2) building heights; (3) conceptual limits of clearing and grading; (4) a Best Management Practices (BMPs) stormwater management pond; (5) delineation of the Scott's Run Environmental Quality Corridor (EQC); (6) a typical parking lot landscaping plan; and (7) sidewalks and trails. Building size, location and footprints, as depicted on the GDP, were not proffered.

Description of PCA 92-P-001

Proffered Condition Amendment **PCA 92-P-001** seeks to:

- Reduce the overall proffered density (Proffer I.A). The applicant is seeking to reduce the previously proffered density for West*Gate from 0.6232 to 0.60 FAR overall. The applicant would also incorporate the land rezoned pursuant to RZ 1998-PR-052 into the overall site area for PCA 92-P-001.
- Amend the current proffered limit on building heights (Proffer I.B). Under the current proffers, building heights in West*Gate are limited to 75 and 90 feet. The applicant proposes a proffer which would permit an increase in height above these proffered limits "as may be approved by the BOS." This proposed proffer would obligate the applicant to obtain a special exception for an increase in height. Under **SE 98-P-050**, the applicant proposes a proffer which would increase the maximum height of the proposed McKinley, Pierce, and Taylor buildings (Land Bay B-2) to 105 feet. **SE 98-P-051** seeks to increase the maximum height of the proposed Washington, Adams, Madison,

- and Jefferson buildings (Land Bay A) to 150 feet.
- Dedicate land for future public use [Proffer III.I (EYE)]. The applicant is proffering to dedicate a parcel of land, located in the southwest quadrant of Route 123 and Colshire Drive. Though the land will be dedicated for a future public use, it is expected that this land will become a future bus transfer station. Like the West*Park bus transfer station, located on the east side of Springhill Road between Jones Branch Road and the DAAR, it is hoped that this transfer station will create a ridership base for a future rail station.
 - Reserve and dedicate land for the future Beltway widening (Proffer III.C.11). The applicant is proffering to reserve a portion of the Old Springhouse Road Land Bay (Land Bay A) closest to the Beltway for the future HOV widening of this highway. The land would be dedicated: (1) upon approval of the first of the proposed new site plans for proposed Buildings 4, 5 or 6; (2) upon funding of the projects generally called Beltway improvements; or (3) March 31, 2005, whichever comes first.
 - Reserve and dedicate land for a future Metrorail station (Proffer III.C.12). The applicant is proffering to reserve portions of the Old Springhouse Road Land Bay (totaling 1.44 acres in size) closest to Route 123 for a future Metrorail station. It is anticipated that Metrorail will eventually be extended from the West Falls Church Metro Station into Tysons. The future alignment proposes a station along Route 123, in front of the Old Springhouse Road Area of West*Gate. The applicant proposes to reserve land surrounding the unabandoned portion of Old Springhouse Road. This land would be dedicated: (1) upon approval of the first of the proposed new site plans for proposed Buildings 1 and 2; (2) upon funding of a rail project which connects the Old Springhouse Road Land Bay to the West Falls Church Metro Station; or (3) March 31, 2005, whichever comes first.
 - Amend the adopted transportation proffers (Proffer III.F). The applicant has proposed to amend the current Transportation Demand Management (TDM) proffer. As part of the original rezoning, the applicant proffered to fund TDM efforts within the Tysons Corner Urban Center in order to meet the transportation goals of the Comprehensive Plan. Under that original proffer, the applicant was required to provide \$30,000 a year for nine (9) consecutive years to partially fund a TYTRAN employed Transportation Coordinator. The applicant and the Fairfax County Department of Transportation (DOT) have been working on an agreement to set up a new public-private TDM program. This proposed proffer would provide both a private and a public TDM program. The private program would be run by the applicant and it would include the current members of the TYTRAN program. The County would run the public program for those companies within Tysons which employ more than 100 people and which do not currently participate in TYTRAN. It is

hoped that this combined effort will increase the effectiveness of TDM efforts within the Tysons Corner Urban Center.

- Amend the FCPA proffers (Proffer IV). Previously, the applicant had proffered to deed to the FCPA four (4) parcels of land (totaling one acre) for the Scott's Run Park. Now, however, the applicant endeavors to use these parcels for the proposed bus transfer station and the proposed McKinley, Pierce and Taylor buildings. In exchange for these previously proffered parcels, the FCPA has agreed to accept \$250,000 for acquisition, development or maintenance of parks and recreational facilities in the Providence District (see Appendix 7). The applicant has proffered to issue a check of \$250,000 to FCPA within one (1) year of the approval of PCA 92-P-001, but no later than March 31, 2000, whichever occurs first.
- Amend the environmental quality corridor (EQC) and 100 year floodplain proffers (Proffer I.G). The approved proffers for RZ 92-P-001 delineated the EQC and 100-year floodplain for Scott's Run on the GDP. Under the proffers, only the stormwater management facility and a parking structure access driveway as depicted on the GDP could encroach into the EQC. The applicant proposes to amend this proffer to permit the proposed Taylor Building parking structure to encroach into the EQC. In exchange, the applicant would provide compensatory landscaping. This compensatory landscaping, as defined by the approved proffers, would consist of either: (1) planting an area equal to 125% of the area of the disturbance as approved by the Department of Public Works and Environmental Services (DPWES); (2) providing an uncleared or undisturbed area equal to the area of the disturbance; or (3) a combination of the two.
- Amend the stormwater management proffers (Proffer I.F). Under the current proffers, the applicant must meet the Water Supply Protection Overlay District (WSPOD) water quality standards, even though West*Gate is not located within a WSPOD area. The applicant proposes to amend that proffer to require the provision of stormwater management and best management practices (SWM/BMP) facilities which meet current Public Facility Manual (PFM) standards.

Description of RZ 1998-PR-052

Rezoning application **RZ 1998-PR-052** seeks to rezone portions of Old Springhouse Road from I-4 to C-3. This right-of-way (ROW) is owned by the Board of Supervisors. On September 14, 1998, the BOS authorized the applicant to include the Old Springhouse Road ROW in applications **PCA 92-P-001** and **SE 98-P-051**. However, prior to the approval of the rezoning, the abandonment of the ROW must be approved by the BOS. This land area would then be used for the proposed redevelopment of the Old Springhouse Road Land Bay (Land Bay A), as shown on the Generalized Development Plan (GDP) for **PCA 92-P-001** and SE Plat for **SE 98-P-051**. The

applicant proposes to incorporate this land into the site area for **PCA 92-P-001**. As a result, this land area would be subject to the proposed proffers under **PCA 92-P-001**.

Description of SE 98-P-050 and SE 98-P-051

The applicant is also seeking two Category 6 Special Exceptions for an increase in building height. As stated above, the approved proffers for RZ 92-P-001 limited building height to 75 and 90 feet. **SE 98-P-050** seeks to increase the height of three (3) proposed buildings (McKinley, Pierce and Taylor) within the Colshire Drive Land Bay from 90 feet to 105 feet. **SE 98-P-051** seeks to increase the height of four (4) proposed buildings (Washington, Adams, Madison and Jefferson) within the Old Springhouse Road Land Bay from 90 to 150 feet. Additionally, both SE applications request ten years of time to implement the special exceptions rather than the customary 30 months. Finally, **SE 98-P-051** also seeks a waiver of the front yard setbacks per Sect. 2-418, which permits the waiver of the minimum yard requirements where specific design guidelines have been established in the Comprehensive Plan.

COMPREHENSIVE PLAN PROVISIONS (Appendix 4)

Plan Area: McLean Planning District, Area II

Planning Sector: Tysons Corner Urban Center

On page 209 in the 1991 Area II Plan, as amended through June 26, 1995, in the LAND USE RECOMMENDATIONS section of the Tysons Corner Urban Center, the Comprehensive Plan states:

SUB-UNIT R-2

Sub-unit R-2 is planned for research and development use, light industrial use, and office use with support retail and service uses up to an average .65 FAR for the Sub-unit, with a maximum intensity of 1.0 FAR on individual and/or groupings of parcels. The variation in intensity within this sub-unit is to encourage the development of nodes. Development with intensities up to 1.0 FAR should be concentrated north of Route 123 to encourage the creation of a development node in the portion of the sub-unit that is furthest from single family detached residential neighborhoods and has substantial visibility from the Capital Beltway.

This flexibility is intended to encourage innovative design solutions for this area which offer significant opportunities to provide urban design amenities and better integrate development in this land unit....Also, the vacant land on the west side of Colshire Drive could provide a focal point through the grouping of buildings and site design. Integration with surrounding areas through pedestrian linkages and urban design amenities should be provided.

.....

Height Limit: Up to 150 feet north of Route 123 and west of Scott's Run, with the area east of Scott's Run up to 105 feet; and the area west of Scott's Run along Old Meadow Road up to 105 feet for the northern portion and up to 90 feet for the southern portion. Building heights at or near the top of the limit can be achieved if the result is more usable open space and/or improved pedestrian circulation. In addition, a variety of building heights should be provided in the sub-unit.

Plan Map:

The Comprehensive Plan map shows that the property is planned for office and private open space use.

Design Guidelines:

On pages 104-05 in the 1991 Area II Plan, as amended through June 26, 1995, in the DEVELOPMENT REVIEW GUIDELINES section of the Tysons Corner Urban Center, the Comprehensive Plan states:

URBAN DESIGN

.....

The gradual evolution of a more pedestrian and transit-oriented environment, which is largely design related, is critical for achieving the Tysons Corner vision. These critical design issues should be evaluated on all development proposals in Tysons Corner which involve new development or redevelopment that increase intensity/density or increase height or substantially change the design of a previously approved development commitment; and this evaluation should include the following:

- a. *A development proposal that presents high quality architectural design and streetscape that provides a character and scale compatible with adjacent development and the surrounding community. The general placement of buildings and parking should be consistent with the guidelines in the Urban Design Section of the Tysons Corner Plan.*
- b. *Building heights that are consistent with the Height Guidelines and Map in the Urban Design Section of the Tysons Corner Plan.*
- c. *On-site pedestrian connections and interconnecting pedestrian ways to neighboring rights-of-way and/or properties consistent with the concept for the Open Space and Pedestrian System...and/or as otherwise defined in the guidelines for Pedestrian and Transit Oriented Design or as mentioned in the specific land unit text....*

- d. *The approximate location and character of plazas, courtyards, or other open spaces (including natural features) relating to a single building or shared by a complex of buildings.)*
- e. *The approximate location and character of special features such as bicycle trails, outdoor recreation facilities, ponds, and public parks.*
- f. *Proposals, if any, for seating, lighting, or special paving.*
- g. *A depiction of the proposed development's relationship to, compatibility and integration with actual or potential development of surrounding areas, through the provision of pedestrian linkages, open space, and other urban design amenities including plazas and courtyards.*

ANALYSIS

PCA 92-P-001 -- Description of the Generalized Development Plan

A reduction of the applicant's Generalized Development Plan (GDP) for PCA 92-P-001 titled, "*Generalized Development Plan for the Properties of West*Group Properties LLC*" (Sheets 1-9), prepared by Huntley, Nyce and Associates, Ltd., dated February 10, 1992 and as revised through February 23, 1999, is attached to the front of this report.

Staff would note that only certain elements of the GDP are proffered, not the entire plan. Elements of the GDP which were previously proffered and will remain proffered include: (1) the overall maximum intensity for West*Gate and the maximum intensity for each of the three land bays; (2) building heights; (3) conceptual limits of clearing and grading; (4) a Best Management Practices (BMPs) stormwater management pond; (5) delineation of the Scotts Run Environmental Quality Corridor (EQC); (6) a typical parking lot landscaping plan; and (7) sidewalks and trails. It should be noted that the building size, location and footprints depicted on Sheets 2, 3, 4 and 4A of the GDP are not proffered. However, the current proffers do require the applicant to return all site plans to the Planning Commission for review for conformance with the proffers.

Sheet 1 of the GDP is the cover sheet. It depicts the boundaries for the three different land bays for West*Gate, as established with the RZ 92-P-001 proffers. These three land bays are known as the Old Springhouse Road, Colshire Drive, and Old Meadow Road Land Bays.

Sheet 2 is the GDP for the Colshire Drive Land Bay (Land Bay B). In addition to the existing buildings, this sheet designates the proposed McKinley, Pierce, and Taylor buildings and the related parking structures, which are the subject of **SE 98-P-050**. A proposed new building and parking garage is also shown between the existing Hayes

and Johnson II buildings. Finally, the parcel located to the west of Colshire Drive between Route 123 and the future Colshire Meadow Drive is shown to be dedicated for a future bus transfer station. Sheet 2 is identical to the building layout as proposed under **SE 98-P-050**.

Sheet 3 is the GDP for the Old Meadow Road Land Bay (Land Bay C). It depicts the properties and buildings owned by the applicant along Old Meadow Road. It should be noted that not every property along Old Meadow Road is controlled by the applicant. No changes are proposed within the Old Meadow Road Land Bay.

Sheets 4 and 4A are the GDP and alternate GDP for the Old Springhouse Road Land Bay (Land Bay A). Sheet 4 proposes to retain the existing Old Springhouse Road as access and to remove all existing buildings, except for the Washington, Wilson, and Cleveland Buildings. Four (4) new buildings with related parking structures would be constructed (Eisenhower, Truman, Hoover, Jefferson). Sheet 4A proposes to remove all existing buildings, except for the Wilson and Cleveland Buildings, and to abandon portions of the existing Old Springhouse Road. Four (4) new buildings (Washington, Adams, Madison, and Jefferson) with four (4) related parking structures and a new access road are proposed. Sheet 4A depicts the building layout proposed with **SE 98-P-051**.

Sheets 5, 6, 6A, and 7 depict the proposed Route 123 improvements, as well as the proposed alternative designs for the future Colshire Meadow Road. Sheet 8 provides the notes, site/building data tabulations for the constructed buildings, and the floor area ratio computation tabulations. Finally, Sheet 9 provides typical parking lot landscaping plan and section view for West*Gate.

Three of the proffered elements of the GDP will be affected by **PCA 92-P-001**. First, the FAR on the gross tract area will decrease from 0.6232 to 0.60. Second, the applicant seeks to amend the proffers to permit additional height above and beyond the building heights proffers "*as may be approved by the BOS.*" Previously, some proposed buildings were proffered to a height not to exceed ninety (90) feet and the others were proffered to a height not to exceed seventy-five (75) feet. Under the proposed proffer, all building heights may be increased with a special exception for an increase in height. The applicant is seeking to increase the heights of the McKinley, Pierce, Taylor, Washington, Adams, Madison, and Jefferson buildings under **SE 98-P-050 and SE 98-P-051**.

The third proffered element of the GDP affected by **PCA 92-P-001** is the encroachment into the Scott's Run EQC. Under the approved proffers for RZ 92-P-001, only the stormwater management facility and a parking structure access driveway as depicted on the GDP could encroach into the EQC. However, on January 12, 1994, DPWES granted West*Group an exception to allow development within a mapped resource protection area (RPA) within West*Gate (Waiver Number 14040 - Chesapeake Bay

Preservation Exception). This exception would permit the applicant to locate any development within the EQC. Based on that letter, the applicant now proposes to amend the proffers to include the parking structure for the proposed Taylor building as a permitted encroachment into the EQC. The encroachment would be subject to the review of DPWES. In exchange, the applicant would provide compensatory landscaping. This compensatory landscaping, as defined by the approved proffers, would consist of either: (1) planting an area equal to 125% of the area of the disturbance as approved by the Department of Public Works and Environmental Services (DPWES); (2) providing an uncleared or undisturbed area equal to the area of the disturbance; or (3) a combination of the two.

All other previously proffered GDP elements will remain proffered.

RZ 1998-PR-052 – Description of the Rezoning Plat

A reduction of the applicant's rezoning plat for **RZ 1998-PR-052** titled, "*Rezoning Plat of the abandoned portions of Old Springhouse Road, Route #3543*" (Sheets 1 - 2), prepared by Huntley, Nyce and Associates, Ltd., dated February 1, 1999, is attached to the front of this report.

Sheet 1 contains the curve table, line table and general notes. Sheet 2 depicts those portions of Old Springhouse Road which will be abandoned and rezoned to C-3, as well as those portions of the site which the applicant is proffering to reserve and dedicate for the future Beltway widening and the future Metrorail expansion.

SE 98-P-050 – Description of the Special Exception Plat

A reduction of the applicant's Special Exception (SE) Plat for **SE 98-P-050** titled, "*West*Gate -- McKinley, Pierce, and Taylor Special Exception Plan for Additional Height Only*" (Sheets 1-7), prepared by Huntley, Nyce and Associates, Ltd., dated May 18, 1998 and as revised through February 23, 1999, is attached to the front of this report.

Sheet 1 is the cover sheet and notes for the SE Plat. This sheet also provides the site tabulations for the proposed McKinley, Pierce, and Taylor Buildings.

Sheets 2 and 3 depict the subject site. Sheet 2 depicts the area to be dedicated for the future bus transfer station and the future Colshire Meadow Drive. Sheet 3 shows the proposed McKinley, Pierce, and Taylor Buildings and their related parking structures. The buildings are centered around a plaza, which faces Colshire Drive. The location of proposed sidewalk and pedestrian trails are also portrayed. The proposed parking structures back up Scott's Run and to the future stormwater management (SWM) pond on Outlot A. This SWM pond is currently under permit review with the Department of Public Works and Environmental Services (DPWES). The Taylor parking structure is depicted within the Scott's Run EQC. As stated earlier, under the applicant's proposed proffers for **PCA 92-P-001**, this parking structure would be a permitted encroachment

into the Scott's Run EQC.

Sheet 4 is the area wide plan for the entire Colshire Drive Land Bay. Only Land Bay B-2, which comprises a portion of the Colshire Drive Land Bay (Land Bay B), is subject to the proposed SE. Sheet 5 provides the landscape plan for the proposed McKinley, Pierce, and Taylor buildings. Large deciduous trees are proposed along Colshire Drive. Extensive landscaping is also proposed for the remainder of the site. This landscaping would consist of both deciduous and evergreen trees. Sheet 6 provides a plaza detail for each of the three proposed buildings. Finally, Sheet 7 represents possible elevations for the three buildings. A note on Sheet 7 indicates that the depicted architecture is for illustrative purposes only.

SE 98-P-051 – Description of the Special Exception Plat

A reduction of the applicant's Special Exception (SE) Plat for **SE 98-P-051** titled, "*West*Gate – Portion of Old Springhouse Road Land Bay*" (Sheets 1-7), prepared by Huntley, Nyce and Associates, Ltd., dated May 18, 1998 and as revised through February 5, 1999, is attached to the front of this report.

Sheet 1 is the cover sheet and notes for the SE Plat. This sheet also provides the site tabulations for the proposed Washington, Adams, Madison, and Jefferson Buildings. The Washington Building is proposed to be 150,000 SF and 150 feet in height. The Adams, Madison, and Jefferson Buildings are proposed to be a maximum of 284,000 SF each and 150 feet in height.

Sheets 2 and 3 depict the subject site. The applicant proposes five buildings for the site. All existing buildings, except for the Wilson building, would be removed and replaced with four new buildings (Washington, Adams, Madison, and Jefferson). The existing Wilson building and the proposed Washington building would be sited along Route 123. The remaining three buildings are sited at the back of the site, adjacent to the Beltway. Two new access roads, which would run east to west and north to south, are proposed to replace the existing ring road, Old Springhouse Road. One of the proposed roads would utilize the existing entrance from Route 123. The second road would create a new entrance off of Scott's Crossing Road. Sidewalks are proposed along both sides of the proposed streets. Sheets 2 and 3 also depict the proposed WMATA and VDOT reserved areas and the existing stormwater management (SWM) pond. Both Sheets 2 and 3 indicate where a waiver of yard setbacks is being requested by the applicant per Sect. 2-418. Finally, both sheets indicate the existing landscaping, pedestrian trails and sidewalks along Route 123.

Sheet 4 is the area wide plan for the entire Old Springhouse Land Bay, as well as the Gates of McLean multifamily residential development, which is adjacent to but not included within the Old Springhouse Road Area. Only a portion of the Old Springhouse Road Land Bay is included in the SE area. Sheet 5 provides the landscape plan for the proposed Washington, Adams, Madison, and Jefferson buildings. Large deciduous

trees are proposed along all streets, with small deciduous trees along proposed medians. Evergreens would be planted around the proposed buildings and surface parking lots. Sheet 6 provides a plaza detail for each of the four proposed buildings. Finally, Sheet 7 represents possible elevations for the four buildings. A note on Sheet 7 indicates that the depicted architecture is for illustrative purposes only.

Land Use Analysis (See Appendix 4)

Issue: Height Limit

Both special exception applications request an increase in building height.

SE 98-P-050 proposes to increase the height of the proposed McKinley, Pierce, and Taylor Buildings, located within the Colshire Drive Land Bay (Land Bay B), from 90 feet to 105 feet. The Plan recommends that the maximum building height for the area east of Scott's Run should be 105 feet. **SE 98-P-051** proposes to increase the height of the proposed Washington, Adams, Madison, and Jefferson Building, located within the Old Springhouse Road Land Bay, from 90 feet to 150 feet. The Plan recommends that the maximum building height for the area north of Route 123 and west of Scott's Run should be 150 feet. In both locations, the Plan recommends that in order to achieve the maximum building height, useable open space, good pedestrian circulation and other urban amenities should be provided.

Resolution:

Open space, pedestrian circulation and other urban amenities proposed with both these plans are sufficient to satisfy Plan requirements. The applicant has stated that once approval has been secured for the additional buildings heights, the final building design and the design for other exterior amenities will be tailored to the specific wishes and requirements of the future tenant(s). Staff is of the opinion that the urban amenity and open space requirements have been sufficiently addressed to earn the maximum building height in both the Colshire Drive and the Old Springhouse Road locations.

Issue: Streetscape Design

Staff finds that the proposed streetscape design for West*Gate generally meets that recommended for non-core areas within the Tysons Corner Urban Center. However, streetscaping treatment should be provided for the frontage of the Old Springhouse Road Land Bay (Land Bay A), adjacent to Route 123. It is understood that if the Metro station is built in this location, the design of the frontage would change, but an interim streetscaping treatment should be provided according to the Comprehensive Plan recommendations for non-core areas. Staff also recommended that the applicant give an initial indication of how the pedestrian connections will be made to and from the Old Springhouse Road buildings when the Metro station is built.

Resolution:

The applicant is proposing to save the existing trails, sidewalks, and landscaping along the Route 123 frontage. The applicant has also shown the location of proposed sidewalks. Staff continues to urge the applicant to work with WMATA to coordinate

streetscape design when construction of the station begins.

Issue: Pedestrian Connections

Within the Colshire Drive Land Bay (Land Bay B), the applicant is proposing additional pedestrian connections to the proposed bus transfer station. Staff finds that these proposed pedestrian connections will help create a pedestrian and transit-oriented environment. However, within the Old Springhouse Road Land Bay (Land Bay A), the applicant has not provided these same pedestrian connections. Staff believes that pedestrian connections should be made directly from office buildings to the pedestrian circulation paths along the Route 123 frontage, where these connections are not shown on the proposed plan. More importantly, pedestrian connections should be made directly from office buildings to the future Metro station. Finally, staff recommends that pedestrian paths be shown from the parking structures to the buildings adjacent to these structures, such as pavers across the automobile travelways on site. To coordinate pedestrian connections from the parking structures to the nearest buildings, the entrances to the buildings across from the parking structures should be shown.

Resolution:

Staff strongly recommends that once the building architecture and design of the future Metro station is complete, that the applicant provide additional pedestrian short-cut connections.

Issue: Old Springhouse Road Parking Structures

Under the applicant's proposed layout for the Old Springhouse Road Land Bay (Land Bay A), as shown with **PCA 92-P-001** and **SE 98-P-051**, three parking structures would be immediately adjacent to the Beltway. This juxtaposition is acceptable if the view of the structures from the highway is attractive. Staff recommends that the architecture and planting design for the proposed parking structures create an attractive visual experience for highway users that drive by this part of the project.

Resolution:

Because the proposed parking structures would be so close to the expanded Beltway, full transitional screening is not feasible. Therefore, the applicant has agreed to a development condition which would require design features that would be compatible with or compliment the building architecture and materials. In addition, this proposed development condition would require the perimeter wall of the parking structure to be no less than thirty-two (32) inches high in order to block car headlights from shining onto the highway. This proposed development condition is included in Appendix 1C.

Conclusion:

With the proposed staff development conditions, staff finds that the proposed applications are in conformance with the Comprehensive Plan. It should be noted that a previous proffer requires the applicant to return all site plans (including the landscape plan) to the Planning Commission for review for conformance with the proffers. This proffer will permit review on a site by site basis of specific design elements regarding

the size and location of buildings and parking structures, landscaping and tree preservation.

Transportation Analysis (See Appendix 5)

Issue: Widening of I-495

Studies are now underway for the widening of I-495 (Capital Beltway) with an HOV lane. The initial engineering of I-495 indicates that the Old Springhouse Road Land Bay will be impacted by any future widening of I-495. Those portions of Old Springhouse Road which will be impacted by the widening will not be abandoned. In addition, based on VDOT studies, the applicant is proffering to reserve for future dedication additional land for the future widening of I-495. The proposed reservation area is shown on the GDP for **PCA 92-P-001** and the plat for **SE 98-P-051**. This reserved land would be dedicated: (1) upon approval of the first of the proposed new site plans for proposed Buildings 4, 5 or 6; (2) upon funding of the projects generally called Beltway improvements; or (3) March 31, 2005, whichever comes first.

Resolution:

In order to ensure that the proposed reservation is adequate, Virginia Department of Transportation (VDOT) has reviewed and approved the proposed reservation area.

Issue: Metrorail station

The applicant is proffering to reserve 1.44 acres of the Old Springhouse Road Land Bay (Land Bay A) closest to Route 123 for a future Metrorail station. It is anticipated that Metrorail will eventually be extended from the West Falls Church Metro Station into Tysons. The future alignment proposes a station along Route 123, in front of the Old Springhouse Road Area of West*Gate. The applicant proposes to reserve land surrounding the unabandoned portion of Old Springhouse Road. This land would be dedicated: (1) upon approval of the first of the proposed new site plans for proposed Buildings 1 and 2; (2) upon funding of a rail project which connects the Old Springhouse Road Land Bay to the West Falls Church Metro Station; or (3) March 31, 2005, whichever comes first.

Resolution:

The applicant has met with the Washington Metro Area Transit Authority (WMATA) and the Fairfax County Department of Transportation on this issue. The proposed reservation area accurately reflects the land which will be needed for the future transit station.

Issue: Transportation proffers

The applicant has proposed to amend their current Transportation Demand Management (TDM) proffer. The original proffer required the applicant to provide \$30,000 a year for nine (9) consecutive years to partially fund a TYTRAN employed Transportation Coordinator. The new proffer proposes to redefine the scope of the

original program by setting up a public-private partnership. Currently, not all employers within the Tysons Corner Urban Center participate in the TYTRAN TDM program. In order to increase participation in TDM efforts, the applicant, in coordination with the Fairfax County Department of Transportation, proposes to set up a new public-private TDM program. Instead of one TDM program, this proposed proffer would create two -- one private and one public. The private program would be run by the applicant and it would include the current members of the TYTRAN program. The applicant would also identify those companies within Tysons which employ more than 100 people and which do not currently participate in TYTRAN. The County would then seek to engage their membership within the public TDM program. It is hoped that this combined effort will increase the effectiveness of TDM efforts within the Tysons Corner Urban Center.

Resolution:

The Department of Transportation is continuing to work with the applicant on this proposed proffer.

Conclusion:

Staff requests that all previous transportation commitments be carried forward with this application, a request to which the applicant has agreed. In staff's opinion, the proposed transportation commitments proffered by the applicant provide numerous benefits, not just to the West*Gate site, but to the Tysons Corner Urban Center as a whole.

Environmental Analysis (See Appendix 6)**Issue: Environmental Quality Corridor**

Under the approved proffers for RZ 92-P-001, the stormwater management facility and the parking structure access driveway for Building 28 were permitted to encroach into the Scott's Run EQC. However, on January 12, 1994, DPWES granted West*Group an exception to allow development within a mapped resource protection area (RPA) within West*Gate. Based on this waiver, the applicant now proposes to permit the proposed Taylor building parking structure to encroach into the Scott's Run EQC, as shown on the SE Plat for **SE 98-P-050**. In exchange, the applicant would provide compensatory landscaping. This compensatory landscaping, as defined by the approved proffers, would consist of either: (1) planting an area equal to 125% of the area of the disturbance as approved by the Department of Public Works and Environmental Services (DPWES); (2) providing an uncleared or undisturbed area equal to the area of the disturbance; or (3) a combination of the two.

Resolution:

Under the proposed proffer, the encroachments into the EQC will be evaluated by DPWES at the time of site plan. DPWES will determine at that time if the site plan conforms with the provisions of the previously granted exception. These provisions

required that: (1) all site plans must provide on-site best management practices (BMP's) or drain to an approved facility which provides BMP's; and (2) if an area is currently undisturbed, the applicant must minimize to the extent possible the proposed area of disturbance as determined by DPWES.

Issue: Floodplain

Portions of the land area within the Colshire Drive Land Bay (Land Bay B) proposed for future public dedication lie within the 100-year floodplain for Scott's Run. It is expected that this dedicated land will be used for a future bus transfer station; as such, a Category 6 Special Exception for a use in the floodplain will probably be required. Additional information which is likely to be required for that portion of the site may include a Resource Protection Area (RPA) delineation study, an exemption or exception under the Chesapeake Bay Preservation Ordinance, *Fairfax County Code, Chapter 118*, which would allow this type of use within a RPA, a water quality impact assessment and approval from the U.S. Army Corps of Engineers (COE) for any work which impacts wetlands in this area.

Resolution: A Category 6 Special Exception for a use in the floodplain will be obtained once the design of the transfer station is completed, prior to the construction of the bus transfer station. At that time, any required studies will be conducted and any other additional Federal, State or County approvals will be obtained. Staff recommends a development condition to **SE 98-P-050** which would require a Category 6 Special Exception for a use in the floodplain to be obtained once the design of the transfer station is completed (see Appendix 1B).

Conclusion:

With the proposed development conditions, staff believes that all issues are resolved.

Public Facilities Analysis (Appendix 7)

Issue: Park Authority Proffers

As part of the original rezoning of West*Gate (RZ 92-P-001), the applicant had originally proffered to deed to FCPA four (4) parcels of land (designated Parcels A, B, C and D) totaling approximately one (1) acre. The parcels are located to the south of Route 123, to the west of Colshire Drive and adjacent to Scott's Run. In exchange for these parcels and other proffered items, FCPA granted the applicant an aerial easement for a bridge for the proposed Colshire Meadow Drive. The applicant is now seeking to take back a portion of these parcels for development of the proposed bus transfer station and the proposed McKinley, Pierce, and Taylor buildings on the Colshire Drive Land Bay.

Resolution:

An acceptable alternative proffer has been worked out pending final approval of the

Park Authority Board. In lieu of Parcels A, B, C and D, the applicant is offering to accept a cash payment of \$250,000 to be used for acquisition, development, or maintenance of parks and recreational facilities in the Providence District. Under the proposed proffer, the applicant would issue a check for \$250,000 to FCPA within one (1) year of the approval of PCA 92-P-001 or no later than March 31, 2000. All other proffers to FCPA would be carried forward.

Because the original FCPA proffers were approved by the Park Authority Board by resolution on September 17, 1991, the Park Authority Board needs to approve this change to the proffers by resolution as well. The new resolution is scheduled for consideration by the Park Authority Board meeting of March.

Conclusion:

There are no other public facilities issues associated with this request. These issues were already considered with previous rezoning actions.

ZONING ORDINANCE PROVISIONS (See Appendix 9)

RZ 92-P-001 have met the provisions of the C-3 District. The applicant proposes changes only to the Colshire Drive Land Bay (Land Bay B-2) and the Old Springhouse Road Land Bay (Land Bay A) of West*Gate, which are the subject sites for **SE 98-P-050 and SE 98-P-051** respectively. The applications address the provisions of the C-3 District as follows:

Bulk Standards (C-3)			
Standard	Required	Colshire Drive Land Bay (Land Bay B-2) Provided	Old Springhouse Road Land Bay (Land Bay A) Provided
Lot Size	20,000 SF	4.56 - 5.41 acres for individual building sites	3.98 - 5.10 acres for individual building sites
Lot Width	100 feet	100 - 328.1 ft. for individual building sites	295 - 656 ft. for individual building sites
Building Height	90 ft. ¹	105 feet	150 feet

¹Subject to increase as may be approved by BOS per SE provisions.

Bulk Standards (C-3)			
Standard	Required	Colshire Drive Land Bay (Land Bay B-2) Provided	Old Springhouse Road Land Bay (Land Bay A) Provided
Front Yard	25 ABP, min. 40 ft.	79.4 feet for Taylor Building	Waiver requested ²
Side Yard	none required	N/A	N/A
Rear Yard	20 ABP, min. 25 ft.	25 ft. for McKinley park. structure	No rear yards ³
FAR	1.0	0.62 ⁴	0.67 ⁵
Open Space	15% of gross area	16% - 18% for individual building sites	32% - 42% for individual building sites
Parking			
Parking Spaces (office use = 2.6 spaces per 1,000 SF)	Colshire Drive - 624 for McKinley & Taylor; 696 for Pierce Old Springhouse Rd. - 674 for Washington; 739 for others	898 for Pierce; 861 to 943 for McKinley & Taylor	674 for Washington; 800 to 1,000 for others
Transitional Screening			

²Waiver of front yard requirements per Sect. 2-418 requested as indicated on SE plat.

³Because each building is surrounded by public street, there are no legally defined rear yards.

⁴FAR for entire Colshire Drive Land Bay as proposed by PCA 92-P-001. Per approved proffers, Colshire Drive Land Bay may not exceed 1.0 FAR, though individual building sites may.

⁵FAR for entire Old Springhouse Road Land Bay as proposed by PCA 92-P-001. Approved proffers for RZ 92-P-001 limit Old Springhouse Road Land Bay to a maximum FAR of 1.0, though individual building sites are permitted to exceed 1.0 FAR.

Bulk Standards (C-3)			
Standard	Required	Colshire Drive Land Bay (Land Bay B-2) Provided	Old Springhouse Road Land Bay (Land Bay A) Provided
North	Colshire Drive - N/A Old Springhouse Rd. - Trans. Screen. 1 (multifamily res.)	N/A	Modification requested
South	N/A for both	N/A	N/A
East	N/A for both	N/A	N/A
West	Colshire Drive - Trans. Screen. 2 (park) Old Springhouse Rd. - N/A	Modification requested ⁶	N/A
Barrier			
North	Colshire Drive - N/A Old Springhouse Rd. - Barrier D, E or F (multifamily res.)	N/A	Waiver requested
South	N/A for both	N/A	N/A
East	N/A for both	N/A	N/A
West	Colshire Drive - Barrier D, E or F (park) Old Springhouse Rd. - N/A	Waiver requested ⁷	N/A

⁶ Modification of transitional screening requirement was previously granted under RZ 92-P-001.

⁷ Waiver of barrier requirement was previously granted under RZ 92-P-001.

Section 2-418, Waiver of Yard Requirements in Selective Areas

Sect. 2-418 states that in areas where specific design guidelines have been established in the Comprehensive Plan, the minimum yard requirements from lot lines may be waived for developments if it can be determined that such a waiver is in accordance with, and would further the implementation of, the Comprehensive Plan .

The applicant is seeking a waiver of the front yard setbacks to as little as 3.3 feet within the Old Springhouse Road Land Bay (Land Bay A) as noted on the SE Plat for **SE 98-P-051**. The specific waiver requests are as follows:

STRUCTURE	REQUIRED SETBACK	PROPOSED SETBACK
proposed Washington parking structure	Front yard = 25 ABP, min. 40 ft.	15.7 feet from proposed access road
proposed Adams building	Front yard = 25 ABP, min. 40 ft.	39.4 feet from proposed access road
proposed Adams parking structure	Front yard = 25 ABP, min. 40 ft.	3.6 feet from the Beltway
proposed Madison building	Front yard = 25 ABP, min. 40 ft.	26.2 feet from proposed access road
proposed Madison parking structure	Front yard = 25 ABP, min. 40 ft.	3.3 feet from the Beltway
proposed Madison parking structure	Front yard = 25 ABP, min. 40 ft.	33.1 feet from proposed access road
proposed Jefferson building	Front yard = 25 ABP, min. 40 ft.	31.5 and 38.4 from proposed access road*
proposed Jefferson parking structure	Front yard = 25 ABP, min. 40 ft.	34.4 from proposed access road
proposed Jefferson parking structure	Front yard = 25 ABP, min. 40 ft.	4.3 feet from the Beltway
proposed Jefferson parking structure	Front yard = 25 ABP, min. 40 ft.	37.4 feet from Scott's Crossing Road

**Two sides of the building front on the access road, creating two front yards along the access road.*

A waiver of these setbacks will enable the applicant to reserve land for the future Beltway widening and the future Metrorail extension into Tysons Corner. The stated purpose of the design guidelines for the Tysons Corner Urban Center is to create a more pedestrian and transit-oriented environment. Approval of the waiver of setbacks will allow additional density to be concentrated around a future transit stop. The applicant's proposed design will also provide pedestrian links to and from the future transit stop. Finally, as discussed earlier, the applicant meets the design guidelines as

established in the Comprehensive Plan. Therefore, staff supports approval of the requested waiver of the yard requirements in the Old Springhouse Road Land Bay as indicated on the SE Plat.

Other Zoning Ordinance Requirements:

Sect. 9-015, Expiration of a Special Exception

Sect. 9-015 states that whenever a special exception is approved by the Board, the use authorized thereby shall be established or any construction authorized shall be commenced and diligently prosecuted within such time as the Board may have specified, or if no such time has been specified, then within thirty (30) months from the approval date of such exception.

The applicant has requested a specified period of ten (10) years in which to commence construction for both **SE 98-P-050** and **SE 98-P-051**. Because BOS approval of the increase in building height must be granted before a tenant can be secured and the building design and financing can be finalized, the applicant contends that ten years may be necessary to implement the plans fully. Staff supports the applicant's request for a ten year establishment period for **SE 98-P-050** and **SE 98-P-051**. This is consistent with the establishment period approved for previous West*Park special exception applications for an increase in building height, including SE 97-P-064, SE 97-P-077, and SE 97-P-078.

Special Exception Requirements (Appendix 9)

Conformance of **SE 98-P-050** and **SE 98-P-051** with the specific requirements stipulated in the General Special Exception Standards and with the Additional Standards for the proposed uses are discussed below.

General Special Exception Standards (Sect. 9-006)

Subject to the proposed development conditions, it is staff's opinion that **SE 98-P-050**, which requests increased building height up to 105 feet for the proposed McKinley, Pierce, and Taylor buildings, and **SE 98-P-051**, which requests increased building height up to 150 feet for the proposed Washington, Adams, Madison, and Jefferson buildings, generally conforms with General Special Exception Standards, as discussed below.

Paragraphs 1 through 3 of the General Standards require that the proposed uses at the specified location shall be in harmony with the adopted comprehensive plan, the general purpose and intent of the applicable zoning district regulations and that the proposed use and all accessory physical structures and plantings will be installed in such a manner that will not adversely affect the use or future development or value of neighboring properties.

The requested increase in height for both **SE 98-P-050** and **SE 98-P-051** have been found to be in harmony with the Comprehensive Plan, as noted in the Land Use Analysis contained in Appendix 4. **SE 98-P-050** has been shown to be in harmony with the general purpose and intent of the applicable zoning district regulations. Though the applicant is requesting a waiver of the yard requirements in selective areas of the Old Springhouse Road Land Bay, staff finds that **SE 98-P-051** is also in harmony with the applicable zoning district regulations. As described in this report, both application sites are included in a larger parcel which were previously approved for office use through RZ 92-P-001. At that time, the applicant proffered that all West*Gate buildings would not exceed 90 and 75 feet in height. While the existing buildings are between thirty and seventy-five feet in height, given the existing and planned character of the adjacent commercial properties, staff is of the opinion that approval of the requested increase in building height will not adversely affect the use, future development or value of neighboring properties.

Paragraph 4 specifies the proposed use shall be such that pedestrian and vehicular traffic associated with such use will not be hazardous or conflict with the existing and anticipated traffic in the neighborhood. As discussed earlier, staff finds that this standard has been satisfied.

Paragraphs 6 through 8 of the General Standards address requirements of adequate open space, parking, drainage and other necessary facilities to serve the proposed use, and requires any and all signs to be in conformance with the Ordinance standards. All elements of the requirements cities in Paragraphs 6 through 8 have been considered and analyzed for compliance by staff in the review process for this application. No inadequacies have been identified. A proposed development condition has been included in this report to require that all future signs comply with the Ordinance limitations. It is staff's opinion that these standards have been satisfied.

Additional Standards for Approving an Increase in Building Heights (Sect. 9-607)

The Ordinance permits a building height of ninety (90) feet in the C-3 District, but permits an increase in height by the Board of Supervisors in accordance with the provisions of Sect. 9-607. Section 9-607 contains three paragraphs which specify that the increase in height must be in harmony with the adopted comprehensive plan, not be detrimental to the character and development of adjacent lands and the height should be approved only in those instances where the remaining regulations for the zoning district can be satisfied. As discussed in detail in this report, staff is of the opinion that **SE 98-P-050** satisfies these specifications.

SE 98-P-051 meets the first two requirements. While this application will not meet the C-3 setback requirements in certain locations, the applicant is requesting a waiver of the yard requirements in selective areas per Sect. 2-418 of the Zoning Ordinance. As

previously discussed, staff believes that the waiver requests are justified as the waivers are in accordance with, and would further the implementation of, the Comprehensive Plan. Therefore, staff finds that **SE 98-P-051** satisfies the specifications of Sect. 9-607.

Waivers and Modifications Requested

SE 98-P-050

- Modification of the transitional screening and waiver of the barrier requirements along the western property line to that shown on the SE Plat.

Basis: Par. 3 of Sect. 13-304

Par. 3 of Sect. 13-304, which permits existing vegetation to be used in lieu of the transitional screening and barrier requirements, provided that the existing vegetation will minimize adverse impact on adjacent properties.

During consideration of RZ 92-P-001, the applicant requested a modification of the transitional screening requirements to the existing vegetation along the eastern, western and southern boundaries of the Colshire Drive Land Bay (Land Bay B). The applicant also requested a waiver of the barrier requirements along these property lines as well. At that time, the Board granted the requested modifications and waivers pursuant to Par. 3 of Sect. 13-304.

Under **SE 98-P-050**, the applicant is again requesting a reaffirmation of the modification of the transitional screening requirements and the waivers of the barrier requirements, particularly as they relate to the transitional screening and barrier requirements along the western property line, adjacent to West*Gate Park. Staff believes that the existing vegetation will continue to minimize any adverse impact on adjacent properties and therefore, recommends that the modification of the transitional screening and the waiver of the barrier requirements along the western property line to the existing vegetation be approved.

SE 98-P-051:

- Modification of the transitional screening and a waiver of the barrier requirements along a portion of the northern property line to that shown on the SE Plat.

Basis: Par. 3 and 5 of Sect. 13-304

Par. 3 of Sect. 13-304 permits existing vegetation to be used in lieu of the transitional screening and barrier requirements, provided that the existing vegetation will minimize adverse impact on adjacent properties. Par. 5 of Sect. 13-304 permits transitional

screening and barriers to be waived or modified where the adjoining land is designated in the adopted comprehensive plan for a use which would not require the provision of transitional screening between the land under site plan and the adjoining property.

The applicant is requesting a modification of the transitional screening and a waiver of the barrier requirements along that portion of the northern property line adjacent to the Gates of McLean. This site was rezoned from I-4 to PDH-30 under RZ/FDP 94-P-064. The Comprehensive Plan permitted residential as an option for the Gates of McLean site so long as development was sufficiently screened and buffered from the non-residential development at West*Gate. Verbatim excerpts from the July 31, 1995, Planning Commission meeting reveal that it was believed that the Comprehensive Plan anticipated that adequate screening should be provided on the Gates of McLean site, not on the West*Gate site. Specifically, it was felt that *"the burden of providing the buffer to residents should rest on the people who are exercising the [residential] option and should not cause an additional requirement to be imposed upon the already zoned commercial land that surrounds it [West*Gate]."* In addition, the staff report notes that *"streetscape plantings and a fence will buffer the proposed development from the non-residential development planned across Old Springhouse Road."* RZ/FDP 94-P-064 was approved in part because it was believed that the proposed landscaping for the Gates of McLean site afforded sufficient buffering for the residences.

With **SE 98-P-051**, the applicant is requesting the modification of transitional screening and a waiver of the barrier requirements along the northern property line in favor of that shown on the SE Plat per Par. 3 and Par. 5 of Sect. 13-304. Staff believes that the proposed West*Gate landscaping and the existing Gates of McLean landscaping will continue to minimize any adverse impact on Gates of McLean residents and therefore, recommends that the modification of the transitional screening and the waiver of the barrier requirements along the northern property line to that shown on the SE Plat be approved.

Summary of Zoning Ordinance Provisions

All applicable standards have been satisfied with the proposed development conditions.

Any conditions proposed or approved with **SE 98-P-050** and **SE 98-P-051** must be in conformance with the executed proffers and approved GDP for **PCA 92-P-001**. In staff's analysis, the proposed special exception plats are in conformance with the conditions depicted on the proposed GDP and as prescribed by the proposed proffers for **PCA 92-P-001**. Further, the proposed development conditions require that, at the time of the engineered site plan review, the applicant must demonstrate to the satisfaction of DPWES that the proposed additional building height continues to conform to all FAR and square footage limitation, as specified with approved proffers for **PCA 92-P-001**.

CONCLUSIONS AND RECOMMENDATIONS

Conclusions

The applicant is proposing four applications for review -- **PCA 92-P-001**, **RZ 1998-PR-052**, **SE 98-P-050**, and **SE 98-P-051**.

PCA 92-P-001 proposes to amend the proffers for West*Gate in order to:

- (1) Decrease the overall allowable density for the subject site from 0.6232 to 0.60 FAR and incorporate land rezoned pursuant to RZ 1998-PR-052;
- (2) Increase the height of the McKinley, Pierce and Taylor buildings (Land Bay B-2) to a maximum of 105 feet and the Washington, Adams, Madison and Jefferson buildings (Land Bay A) to a maximum of 150 feet;
- (3) Dedicate a 2.35 acre parcel (Land Bay B-5) within the Colshire Drive Land Bay for public use (it is expected that this use would be a bus transfer station);
- (4) Reserve and dedicate land within the Old Springhouse Road Land Bay (Land Bay A) for the future Beltway widening and the future Metrorail extension;
- (5) Amend the transportation proffers related to TDM in order to create a new TDM program within the Tysons Corner Urban Center;
- (6) Amend the adopted proffers to provide the FCPA with \$250,000 for the acquisition, development or maintenance of park and recreation facilities in the Providence District in lieu of a previously-approved proffer to dedicate four parcels of land, totaling one (1) acre in size;
- (7) Amend the EQC and 100 year floodplain proffers to permit a proposed parking structure to encroach into the Scott's Run EQC; and
- (8) Amend the stormwater management proffers to require the applicant to provide SWM/BMP facilities which meet current PFM standards.

RZ 1998-PR-052 seeks to rezone abandoned portions of Old Springhouse Road from I-4 to C-3. The proffers for this rezoning would be combined with the proposed proffers for **PCA 92-P-001**. **SE 98-P-050** seeks to increase the height of the proposed McKinley, Pierce and Taylor buildings from 90 to 105 feet. **SE 98-P-051** seeks to increase the height of the proposed Washington, Adams,

Madison and Jefferson buildings from 90 to 150 feet. Both these special exception application seek to extend the SE implementation time period from 30 months to 10 years.

It is staff's opinion that each of the applications are in conformance/harmony with the Comprehensive Plan and are in conformance with the applicable Zoning Ordinance provisions. Staff finds that these applications will further the goals of the Comprehensive Plan by creating a more pedestrian and transit-oriented environment within the Tysons Corner Urban Center. The proposed applications will dedicate land for future highway and transit projects. Further, the proposed applications will concentrate density around proposed transit centers. Finally, the proposed streetscape, landscaping, pedestrian linkages, and other urban design amenities will lend itself to a more pedestrian-friendly environment.

Staff Recommendations

Staff recommends that the Board of Supervisors approve **PCA 92-P-001** subject to the execution of proffers consistent with those contained in Appendix 1A.

Staff recommends that the Board of Supervisors approve **RZ 1998-PR-052** subject to the execution of proffers consistent with those contained in Appendix 1A and subject to the approval of the proposed abandonment of portions of Old Springhouse Road.

Staff recommends that the Board of Supervisors approve **SE 98-P-050**, subject to the proposed Development Conditions contained in Appendix 1B, and to the approval of **PCA 92-P-001** and subject to the execution of proffers consistent with those contained in Appendix 1A.

Staff recommends approval of a modification of the transitional screening and waiver of the barrier requirements along the west property line to that shown on the SE Plat for **SE 98-P-050**.

Staff recommends that the Board of Supervisors approve **SE 98-P-051**, subject to the proposed Development Conditions contained in Appendix 1C, and subject to the approval of **PCA 92-P-001** and **RZ 1998-PR-052** and subject to the execution of proffers consistent with those contained in Appendix 1A.

Staff recommends approval of a modification of the transitional screening and waiver of the barrier requirements along the north property line to that shown on the SE Plat for **SE 98-P-051**.

Staff recommends that the minimum yard requirements be waived as designated on the SE Plat for **SE 98-P-051** per Sect. 2-418 of the Zoning Ordinance.

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

APPENDICES

1. Draft proffers and proposed development conditions
 - A. Draft Proffers for PCA 92-P-001 and RZ 1998-PR-052
 - B. Proposed Draft Development Conditions for SE 98-P-050
 - C. Proposed Draft Development Conditions for SE 98-P-051
2. Affidavits
 - A. Affidavit for PCA 92-P-001
 - B. Affidavit for RZ 1998-PR-052
 - C. Affidavit for SE 98-P-050
 - D. Affidavit for SE 98-P-051
3. Statements of Justification
 - A. Letter of June 8, 1998
 - B. Letter of August 19, 1998
 - C. Letter of September 17, 1998
 - D. Letter of February 10, 1999
4. Land Use Analysis
5. Transportation Analysis
6. Environmental Analysis
7. Park Authority Analysis
8. Previously approved proffers and GDP for RZ 92-P-001
9. Applicable Zoning Ordinance Provisions
10. Glossary of Terms



DRAFT PROFFERS*PCA 92-P-001**RZ 1998-PR-052**February 23, 1999*

Pursuant to Section 15.2 -2203A of the Code of Virginia, 1950 as amended, and Section 18-203 of the Zoning Ordinance of the County of Fairfax (1978 as amended) ("ZO"), subject to the Board of Supervisors' approval of the requested *Proffered Condition Amendment* ("PCA"), and the abandonment and requested rezoning to the C-3 Zoning District of 1.4433 acres of land, WEST*GROUP PROPERTIES LLC and its successors and assigns (hereinafter "Applicant") hereby proffers to the following conditions. If this PCA and RZ are approved, the proffered conditions described below supersede all previously approved proffered conditions applicable to the property. Any future modification(s) to these proffers or Generalized Development Plan ("GDP") which affects only a specific Building Site or Land Bay may be approved by the Board of Supervisors upon application for a proffered condition amendment by the individual owner of the specific Building Site or Land Bay without amending this entire proffer statement or the entire GDP.

I. GENERALIZED DEVELOPMENT PLAN ("GDP"). The locations of the buildings shown on the GDP dated February 10, 1992, revised May 6, 1992, and February 23, 1999 shall be considered for illustrative purposes only. Specific tabulations for floor area ratios, green space, parking, and final location and footprint of the proposed buildings and parking structures for each individual building site shall be determined at the time of site plan review and approval. At the time of each site plan submission, a copy of the site plan shall be submitted to the Fairfax County Planning Commission for review for conformance with these proffers. The GDP is not proffered in its entirety, but certain elements of the GDP as specifically described below are proffered.

A. Floor Area Ratios ("FAR"). The total FAR on the 128.8810 acre Gross Tract Area (as defined below) for office uses, accessory uses and all other uses permitted in the C-3 Zoning District shall not exceed a 0.60 FAR. However:

1. Individual Building Sites (as defined below) within the Old Springhouse Road Area Land Bay (as defined below) may individually exceed a 1.0 FAR, but the total FAR of

Road Area Land Bay (as defined below) may individually exceed a 1.0 FAR, but the total FAR of the Old Springhouse Road Area Land Bay shall not exceed a 1.0 FAR.

2. Individual Building Sites (as defined below) within the Colshire Drive Area Land Bay (as defined below) may individually exceed a 1.0 FAR, but the total FAR of the Colshire Drive Area Land Bay shall not exceed a 1.0 FAR.

3. Individual Building Sites (as defined below) within the Old Meadow Road Area Land Bay (as defined below) may individually exceed a 1.0 FAR, but the total FAR for the Old Meadow Road Land Bay shall not exceed a 0.7 FAR.

Definitions:

Gross Tract Area shall be defined as the sum of the areas of the three Land Bays and consisting of 128.8810 acres.

Building Site shall be defined as the land associated with the building, parking and/or parking structures, open space and accessory structures or the "site plan."

The Land Bays shall be defined as follows:

- Old Springhouse Road Area (consisting of 40.3066 acres)
- Colshire Drive Area (consisting of 57.5129 acres)
- Old Meadow Road Area (consisting of 31.0615 acres)

B. Building Height.

1. All buildings, with the exception of Buildings 1, 4, 5, 6, 8, 9, 10A, 12 and 28 as located on the GDP, shall not exceed 75 feet in height *except as qualified by paragraph B.3 below.*

2. *Buildings 1, 4, 5, 6, 8, 9, 10A, 12 and 28 shall not exceed 90' in height except as qualified by paragraph B.3 below.*

3. *An increase in height for any building(s) may be permitted by the Board of Supervisors in accordance with the applicable Special Exception provisions of the Zoning Ordinance without a Proffer Condition Amendment.*

C. Landscaping. Future Building Sites shall be landscaped using a mix of shade and/or ornamental trees (2" to 2 1/2" in caliper at planting) and evergreen trees (4' to 6' in height at planting) of a quantity and species consistent with existing WEST*GATE landscaping and as

generally, but not specifically, illustrated on Sheet 9 of 9 of the GDP as it relates to quality and quantity of tree and plant stock. All landscaping plans submitted at the time of site plan submission shall be reviewed and approved by the *Department of Public Works and Environmental Services ("DPWES")* as part of the site plan approval process.

D. Transitional Screening and Barrier. Transitional screening and barrier requirements shall be modified or waived as follows:

1. Building 10 is existing and the transitional screening and barrier modifications for the south, west and east property lines were granted by *DPWES* for Site Plan 1702-SP-01 and shall remain in place.

2. *Deleted.*

3.[2] The limits of the Flood Plain, left undisturbed, shall serve as the transitional screening and barrier for Buildings 16, 18, 19, and 20.

4.[3] Transitional screening and barrier requirements for existing Buildings 14 and 15 shall be modified to allow the landscaping existing at the time of the rezoning as shown on the GDP to serve as the transitional screening and barrier.

5.[4] Transitional screening and barrier requirements for existing Buildings 12, 21, 22, and 23 shall be modified to allow the existing wooded area generally shown on the GDP to serve as the transitional screening and barrier.

6.[5] *Transitional screening and barrier between Building 8 (Proposed Jefferson) and the R-30 project, known as Gates of McLean, located east of Scotts Run Crossing is hereby modified in favor of barrier and landscaping installed on R-30 property.*

E. Pedestrian Access System. Continuous four-foot wide concrete sidewalks along public streets fronting individual Building Sites shall be shown on each site plan submitted and shall be installed prior to site plan bond release. The sidewalk system shall be in lieu of any trails shown on the County-wide Trails Plan for the Gross Tract Area with the exception of trails within Park Authority land which are addressed in Proffer IV Park Authority.

F. Storm Water Management and Best Management Practices.

1. *Storm Water Management ("SWM") and Best Management Practices ("BMP") shall be provided for the entire Gross Tract Area in accordance with applicable*

County ordinances as approved, modified or waived by DPWES. SWM/BMP may be provided on a site by site, land bay by land bay, or a combination thereof.

2. Deleted.

G. Environmental Quality Corridor ("EQC") and 100 Year Flood Plain ("Flood Plain"). Unless waived or modified by the Director of DPWES, the Applicant shall preserve in an undisturbed state the EQC and Flood Plain as generally depicted on the GDP. However, the EQC and Flood Plain may be crossed by utilities, roadways, and trails to the minimum extent necessary. The Applicant shall provide Compensatory Landscaping as defined in Proffer I.I(EYE) herein for EQC encroachments for the storm water detention facility adjacent to Buildings 8, 9, and 28 and the parking structure and access driveway to Building 28 as may be permitted by Exhibit E. Compensatory Landscaping shall be shown on individual site plans submitted to DPWES. The area preserved as the EQC and Flood Plain or the area of Compensatory Landscaping shall be deemed to satisfy transitional screening and barrier requirements in the areas where the EQC and Flood Plain and transitional screening yards coincide and consistent with Proffer I.D herein.

H. Limits of Clearing and Grading. The Applicant shall use best efforts to adhere to the preliminary limits of clearing and grading as shown on the GDP. However, actual limits of clearing and grading shall be determined at the time of site plan approval. DPWES may approve minor deviations from the limits of clearing and grading shown on the GDP provided that Compensatory Landscaping is provided per Proffer I.I(EYE) herein.

I(EYE). Compensatory Landscaping. The Applicant may deviate to a limited extent into or cross the EQC per Proffer I.G herein or the Applicant may deviate from preliminary limits of clearing and grading shown on the GDP per Proffer I.H herein provided that the Applicant provides Compensatory Landscaping. Compensatory Landscaping shall be defined as the Applicant's choice of the following:

1. Planting an area equal to 125% of the area of the EQC or Flood Plain disturbance or deviation from preliminary limits of clearing and grading shown on the GDP with trees 2" - 2 ½" at planting in caliper or evergreens 4' - 6' in height at planting, ground cover and foundation plants in quantities and species approved by DPWES in accordance with Section 12-04037A of the Fairfax Public Facilities Manual or other methods acceptable to DPWES; or

2. Providing an uncleared or undisturbed area equal to the area of the EQC or Flood Plain disturbance or deviation from preliminary limits of clearing and grading shown on the GDP; or

3. A combination of Proffer I(EYE).1 and 2 herein.

The Compensatory Landscaping shall be provided either on the Building Site or within the Land Bay and adjacent to or as contiguous to the area of the EQC or Flood Plain disturbance or deviation from the preliminary limits of clearing and grading shown on the GDP as possible.

II. TREATMENT OF CELLAR SPACE. The Applicant agrees to limit the use of cellar space to:

A. The core area used by the building tenants or owners (such as rest rooms, mechanical rooms, electrical rooms, janitor and building maintenance rooms);

B. Specialty areas used by the building tenants or owners (such as computer rooms, battery rooms, "clean rooms", security tanks, SCIF rooms, bulk storage for documents, paper and office supplies, goods and products of the building tenants or janitorial supplies, libraries, etc.);

C. Simultaneous or accessory uses by the building tenants or owners (such as conference rooms, conference centers, employee cafeterias or canteens, employee lounges or classrooms);

D. Office use which shall not exceed 50% of the cellar space.

Although the Applicant may elect to provide parking for cellar uses A, B, and C above, parking shall not be required for uses A, B, and C above. Cellar use D above shall be parked at "office rate", based on the total of the Gross Floor Area of the building plus 50% of the cellar area; however, cellar space, regardless of use, shall not be computed as Gross Floor Area for FAR purposes.

III. TRANSPORTATION PROFFERS.

A. Tysons Corner Area Wide Transportation Contribution.

1. The Applicant shall contribute to Fairfax County Two Dollars and Eighty-five Cents (\$2.85) per FAR square foot (Gross Floor Area, less cellar) with the following

exceptions:

- All buildings existing at the time of this Application shall be exempt from the \$2.85 payment to the extent that there is no increase in FAR square feet above the FAR square feet shown for existing buildings depicted in “Floor Area Ratio Computation” appearing on Sheet 8 of 9 in the GDP.
- Building Site 8 (254,210 FAR square feet) and Building Site 24 (95,304 FAR square feet) or 349,514 equivalent FAR square feet on other sites within the Gross Tract Area shall be exempt from the \$2.85 per FAR square feet to the extent there is no increase in FAR square feet above 349,514 FAR square feet. To the extent there is an increase in FAR square feet for Building Sites 8 and 24 above 349,514 FAR square feet, the \$2.85 per FAR square feet shall apply only to the net increase in FAR square feet.
- The \$2.85 per square foot, as increased by escalations to the *Engineering News Record, Construction Cost Index* from the date of approval of RZ 92-P-001, shall be paid directly to the County of Fairfax at the time of issuance of the building permit(s) for building(s) for which the building permit(s) is being issued and shall be used for Tysons Area Wide Transportation Improvements.

The Tysons Area Wide Transportation Improvements shall specifically include, but are not limited to:

- a. The widening of Route 123 to a six (6) lane section, including new or revised signalization improvements at the intersections of Route 123 and Anderson Road, Colshire Drive and Old Meadow Road;
 - b. New construction of the proposed Eastbound I-66/DAAR Ramp and Loop Northbound from Route 123 as generally shown on Sheet 2 of 9 of the GDP;
 - c. Synchronization of traffic signals on Route 123 from I-495 to Lewinsville Road;
- Priorities of the above improvements shall be determined by the Board of Supervisors.

B. Transportation Design.

1. Eastbound I-66/DAAR Ramp and Loop from Northbound Route 123. The Applicant shall provide Fairfax County with \$110,000 for Fairfax County to design the proposed

Eastbound I-66 Ramp and Associated Loop shown on Sheet 2 of 9 of the GDP. Payment shall be made in accordance with Exhibit A "Transportation Phasing Schedule" attached herein.

2. Route 123 Widening to six (6) through lanes. The Applicant shall contract with a Virginia Licensed Professional Engineer ("Engineer") to provide preliminary design of the widening of Route 123 from the Old Meadow Road intersection through the Anderson Road intersection to six (6) through lanes, associated turning lanes and sidewalk both sides. All civil engineering shall be based on VDOT Road and Bridge Standards, Volumes I and II unless otherwise waived or modified by VDOT. The Scope of Work shall be contracted and performed per Exhibit B attached herein.

The Scope of Work defined in Exhibit B shall specifically not be considered construction or bid documents. Within six (6) months of the date of Board of Supervisors' approval of RZ 92-P-001, a Virginia Licensed Professional Engineer shall submit six (6) sets of documents to the Fairfax County Director of Office of Transportation and six (6) sets of documents to VDOT after completion of Scope of Work Task II.B for the purpose of OT and VDOT review and comment. Upon receipt of review comments by OT and VDOT or 90 days, whichever is earlier, the Engineer shall proceed with Scope of Work Tasks II.C through G and submit Scope of Work Task II.A through G to OT and VDOT for review and comment. OT and VDOT shall have 90 days to reply. Upon receipt of comments or 90 days, whichever is earlier, the Engineer shall prepare the Preliminary Design Study Report ("PDSR"), incorporate comments and publish PDSR. The County shall notify, in writing, the Engineer and the Applicant of approval of the PDSR within 90 days and the Engineer shall submit the Final PDSR per Scope of Work Task III.A and B. Submission of the Final PDSR shall constitute completion of this Proffer, or alternatively the Applicant may escrow \$50,000 with Fairfax County at any time after 18 months of the submittal to OT of Scope of Work Tasks II.B which shall constitute completion of the Route 123 design obligation cited in the Transportation Phasing Schedule. At the option of the County, the County may draw upon the escrow to complete the Final PDSR. In the event that the County does not complete the Final PDSR, the \$50,000 escrow, including interest accrued, shall be returned to the Applicant upon the actual submission of the Final PDSR by the Applicant.

C. Street Dedications. Upon receipt from Fairfax County or at the time of a site plan

submission which involves dedication of contiguous right-of-way, whichever is earlier, the Applicant shall dedicate and convey in fee simple to the Board of Supervisors the following rights-of-way and associated ancillary easements:

1. Land necessary to construct the widening of Route 123 between Old Meadow Road and Anderson Road. Area of dedication to be determined by Design Proffer III.B.2 herein.

2. Land, of approximately 0.05 acres (2200 square feet) for the construction of the I-66/DAAR eastbound ramp. The actual area of dedication shall be determined by results of Proffer III.B.1, but under no circumstance shall dedication of land preclude the Garfield Building from achieving 181 surface parking spaces of the 207 existing parking spaces and travel lanes which allow 360 degree circulation around the building and parking lot.

3. Land necessary to construct and maintain a public street referred to as "Proposed Old Springhouse Road Extended" as generally shown on Sheet 4 of 9 of the GDP.

4. Land necessary to construct and maintain a public street referred to as Colshire Meadow Drive and associated bridge across Scotts Run Stream Valley Park.

5. Land necessary to construct and maintain one (1) additional outbound right hand turn lane from existing Old Springhouse Road onto Route 123.

6. Land necessary to construct up to one (1) additional lane from Old Meadow Road onto Route 123.

7. Land necessary to construct and maintain not more than two (2) additional outbound lanes from Colshire Drive onto Route 123.

The Applicant's agreement to convey fee simple title to the Board of Supervisors for the above mentioned rights-of-way is subject to all of the following conditions:

- Density credit for dedication in advance of construction shall be granted by the Board of Supervisors with the approval of RZ 92-P-001 pursuant to Article 2-308 of the ZO. Density Credit for dedication may be utilized anywhere within the Gross Tract Area and shall not be limited to the site plan from which dedication is made.

8. The Applicant's obligation to convey fee simple title to the Board of Supervisors for rights of way for buildings indicated as "existing" on the GDP shall be

conditioned on approval by the Board of Supervisors of peripheral parking lot landscaping requirement Article 13-202, Paragraph 1, A and B of the ZO in lieu of Article 13-202, Paragraph 2, A and B for all dedications associated with those rights of way.

9. As a condition of the Applicant's obligation to make the dedications referred to in III.C.2, the Board of Supervisors shall direct the Director of *DPWES* to grant pursuant to Article 11-102, Paragraph 8 of the ZO, a reduction in parking for up to 26 parking spaces and approve 181 spaces (current parking ordinance requirement) as opposed to existing 207 spaces (old ordinance requirement and spaces shown on existing site plan) for Building 15 in order to dedicate land and accomplish construction by others of the proposed Eastbound I-66/DAAR Ramp.

10. The dedication referred to in III.C.4 shall be conditioned on the granting by the Park Authority of the necessary rights-of-way and easements to dedicate and construct Colshire Meadow Drive and bridge pursuant to Proffer IV.A herein.

11. *Applicant agrees to dedicate approximately 1.1392 acres of land to the County of Fairfax for ultimate dedication to the Commonwealth of Virginia along the I-495 right of way as generally shown on sheet 4A of 9 and identified as "VDOT Reserved Area" upon the earliest of the following events:*

a. *Approval of the first of the proposed (new) site plans for Building 4, or Building 5, or Building 6 as generally shown on sheet 4A of 9; or*

b. *Upon funding of the projects generally called Beltway Improvements a.k.a. I-495 HOV Lane Study; or*

c. *March 31, 2005.*

Dedication of the land would be conditioned upon Applicant obtaining advance density credit pursuant to Sect. 2-308 of the Zoning Ordinance.

12. *Applicant agrees to dedicate approximately 1.3794 acres of land to the County of Fairfax for ultimate dedication to WMATA or other "rail entity" along Rt. 123 frontage as generally shown on sheet 4A or 9 and identified as "WMATA Reserved Area" for the purpose of installing rail similar to Metro Rail ("Rail"). The Applicant shall dedicate right of way the earlier of the following events:*

- a. *Approval of the first proposed (new) site plan for proposed Building 1 (Washington) or Building 2 (Wilson) as generally shown on sheet 4A of 9; or*
- b. *Funding of a Rail project which connects this location to West Falls Church Metro Station; or*
- c. *March 31, 2005.*

Dedication of land would be conditioned upon attaining advance density credit pursuant to Sect. 2-308 of the Zoning Ordinance.

D. Proposed Street Construction.

1. The Applicant shall construct Proposed Old Springhouse Road Extended as generally, but not specifically, depicted on Sheet 4 of 9 of the GDP per Exhibit A “Transportation Phasing Schedule” attached herein.

2. The Applicant shall construct an outbound double right hand turn at the intersection of existing Old Springhouse Road and Route 123 per Exhibit A “Transportation Phasing Schedule” attached herein.

3A. The Applicant shall construct the improvements, referred to as Scenario W, X, Y or Z as described on sheets 5 and 6 of 9 of the GDP as may be selected by VDOT, to Old Meadow Road, Colshire Meadow Road, Colshire Drive, and related intersections with Route 123, provided all appropriate approvals are obtained from the County and VDOT pursuant to paragraphs 3B and 3C below.

3B. The Applicant shall, in writing and within 90 days of the approval of RZ 92-P-001 by the Board of Supervisors, petition VDOT for approval to construct the improvements to Old Meadow Road, Colshire Meadow Drive, Colshire Drive and related intersections with Route 123, as shown on sheets 5 and 6 of the GDP. The Applicant acknowledges that the Office of Transportation’s currently recommended alternative is Scenario W-P, and the Applicant further acknowledges that citizens in the vicinity of the application property have expressed a preference for Scenario Z. Said request shall be accompanied by the necessary traffic and engineering analyses of all four Scenarios, sufficient to enable VDOT to

evaluate the relative performance of all four (4) of the alternatives on the safety and capacity of Route 123 between I-495 and the Dulles Airport Access Highway (“DAAR”). The Applicant further commits to provide any further supporting technical documentation, including, without limitation, studies using the Highway Critical Method, as may be required by VDOT to evaluate these alternatives. Copies of all submissions to and correspondence with VDOT relating to this paragraph shall be provided simultaneously to OT.

3C. In the event that VDOT approves the road improvements described as Scenario W within 330 days of the approval of RZ 92-P-001 by the Board of Supervisors, the Applicant shall construct the improvements comprising Scenario W in accordance with Exhibit A “Transportation Phasing Schedule” attached herein.

4. In the event that VDOT approved the road improvements described as Scenario X or Y within 330 days of approval of RZ 92-P-001 by the Board of Supervisors, the Applicant shall construct the improvements comprising the selected Scenario in accordance with Exhibit A “Transportation Phasing Schedule” attached herein.

5. In the event that within 330 days of approval of RZ 92-P-001 by the Board of Supervisors VDOT approves Scenario Z, the Applicant shall:

a. construct road improvements consistent with Scenario Z and in accordance with the timing outlined in Exhibit A “Transportation Phasing Schedule” attached herein.

b. construct a two (2) lane Colshire Meadow Drive and associated two (2) lane bridge across the Park consistent with Scenario Z and in accordance with the timing outlined in Exhibit A “Transportation Phasing Schedule” attached herein.

6. In the event VDOT does not respond in 330 days of approval of RZ 92-P-001 by the Board of Supervisors (which may be extended by mutual written consent of the Applicant, OT and VDOT), the Applicant may proceed with the Applicant’s choice of Scenario W or X or Y or Z on an intersection-by-intersection basis and to the extent VDOT right-of-way permits may be obtained for said construction. Intersection improvements shall be constructed in accordance with timing outlined in Exhibit A “Transportation Phasing Schedule” attached herein. In the event the Applicant cannot obtain VDOT right-of-way permits to construct the collective

or individual intersections outlined in Scenario W or X or Y or Z after diligently pursuing permits and being denied by VDOT in writing, the Applicant may proceed with development square footage outlined in Exhibit A "Transportation Phasing Schedule" attached herein without an obligation to construct improved intersections.

7a. In the event the Applicant is unable to proceed with intersection improvements at Old Meadow Road and Route 123, pursuant to Proffer III.D.7 herein, the Applicant shall contribute to Fairfax County \$145,000.00, as increased by escalations to the *Engineering News Record, Construction Cost Index* from the date of approval of RZ 92-P-001, which represents the equivalent value of Staff recommended Scenario W. Said funds shall be provided within the later of 60 days of the date of written VDOT disapproval of the specific improvement or prior to issuance of building permits for FAR in excess of 1,855,440 square feet and in accordance with the "Transportation Phasing Schedule" attached herein as Exhibit A.

7b. In the event the Applicant is unable to proceed with intersection improvements at Colshire Drive and Route 123, pursuant to Proffer III.D.7 herein, the Applicant shall contribute to Fairfax County \$140,000, as increased by escalations to the Virginia Highway Construction Bid Index from the date of approval of RZ 92-P-001, which represents the equivalent value of Staff recommended Scenario W. Said funds shall be provided within the later of 60 days of the date of written VDOT disapproval of the specific improvement or prior to issuance of building permits for FAR in excess of 1,855,440 FAR square feet and in accordance with the "Transportation Phasing Schedule" attached herein as Exhibit A.

Note: Minor deviations from Scenario W, X, Y and Z or combinations of Scenarios W, X, Y or Z described in Proffer III.D.1 through 7a and 7b herein which are recommended by VDOT and reviewed and approved by the Director of the Office of Transportation, shall not constitute a requirement for a Proffer Condition Amendment by the Applicant.

8. Notwithstanding Proffer III.D.1 through 7 and the Transportation Phasing Schedule (Exhibit A) prior to issuance of building permits and non-residential use permits as detailed below for the next new FAR square footage in the Old Meadow Road Land Bay or Old Springhouse Road Land Bay, the Applicant shall construct and dedicate land as necessary, subject to the approval of VDOT and the issuance of VDOT permits, for an additional lane on Old Meadow Road as it approaches Route 123 intersection, rendering an outbound left, a left and

through, and a free right hand turn lane. The additional lane shall be approximately 300 feet long with an approximate 120 foot taper, but not to exceed the Grant Building (GDP No. 16) frontage on Old Meadow Road. In the event VDOT requires a receiving lane on Route 123 to accommodate the free right hand turn lane, the Applicant shall construct the receiving lane for a distance of approximately 237 feet, but not to exceed the Grant Building (GDP No. 16) frontage on Route 123, including taper or transition into existing Route 123 through lane. The relocation of the existing WMATA bus shelter at the corner of Old Meadow Road and Route 123 shall be done at the Applicant's expense. Any cost of signalization associated with the additional lane shall be the responsibility of the Applicant. VDOT permits or VDOT letter denying permits shall be prerequisite to the issuance of the next building permit issued in the Old Meadow Road Land Bay. If VDOT permits are issued, the additional construction shall be completed sufficient to be open for traffic (as opposed to accepted by VDOT for maintenance) as a prerequisite to the issuance of the shell non-residential use permit for the building. If VDOT permits cannot be obtained and are denied in writing, the Applicant is relieved of this Proffer in its entirety. The additional lane on Old Meadow Road is to be considered an interim improvement and in the event VDOT selects Scenario W or X, the Applicant acknowledges that the additional lane may be obsolete or possibly have to be removed, the right-of-way vacated and the area restored. If the Applicant constructs the additional lane and Proffer III.D.7a is implemented, Proffer III.D.7a obligations shall be reduced by \$52,000 which is deemed the value of the additional Old Meadow Road lane constructed.

E. Traffic Signals at Colshire Meadow Drive and Old Meadow Road and Colshire Meadow Drive and Colshire Drive. At such time as signals are warranted as determined by VDOT, the Applicant shall provide the design, equipment, and installation of a traffic signal, or funds sufficient for same, at the intersections of Colshire Meadow Drive and Old Meadow Road and Colshire Meadow Drive and Colshire Drive.

F. Transportation Systems Management. *Applicant proffers to implement a Transportation Demand Management Program as generally described in Exhibit D.*

G. Bus Shelters and Bus Stop Pedestrian Access.

I. The Applicant shall provide to Fairfax County, within 60 days of approval

of RZ 92-P-001 by the Board of Supervisors, \$30,000 for the design and construction of three (3) WMATA standard bus shelters to be located on either the north or the south side of Route 123 at existing bus stops between Old Springhouse Road and Anderson Road intersections or at other locations within the Gross Tract Area acceptable to the Applicant. In the event that any or all of the three (3) bus shelters, valued at \$10,000 each, are not constructed by December 22, 1997, any or all of the unspent \$30,000 shall be paid by the County to TYTRAN as the Applicant's partial or full payment credit for the next TYTRAN Transportation Coordinator annual payment due per Proffer III.F above.

2. The Applicant shall make reasonable effort to construct temporary asphalt, concrete, or stone paths where practical to connect existing sidewalk along the north and south sides of Route 123 between Old Meadow Road and Anderson Road. Installation of temporary paths within VDOT right-of-way shall be contingent upon approval by VDOT and the issuance of VDOT permits. The Applicant shall make reasonable effort to keep temporary paths in good repair. This proffer is voluntary on behalf of the Applicant and the intent is to provide safe, all weather access to transit stops from existing or future sidewalk. The number, location, and design of the paths shall be at the sole discretion of the Applicant and shall be installed within 24 months of the approval of RZ 92-P-001 by the Board of Supervisors. This proffer is specifically not a prerequisite to any site plan nor building permit approval.

H. Transportation Phasing Schedule. Applicant shall phase transportation improvements in accordance with the "Transportation Phasing Schedule" attached as Exhibit A.

*I.(EYE) West*Gate Transit Stop. Applicant shall dedicate approximately 2.3496 acres of land at the southwest corner of Dolley Madison Boulevard (Rt. 123) and Colshire Drive (Rt. 6471) as generally shown on sheet 2 of 9. The dedication plat shall be submitted to the County within 60 days of the approval of this PCA and PCA 88-D-005-3 and recorded immediately upon approval of the Dedication Plat by the Director of DPWES. Dedication of land to the Board of Supervisors, fee simple, shall be conditioned upon attaining advance density credit pursuant to 2-308 of the Zoning Ordinance.*

IV. FAIRFAX COUNTY PARK AUTHORITY

A. The Applicant shall provide the Park Authority with all items listed in Park Board Resolution approved September 17, 1991, *as may be amended*, and attached as Exhibit C, provided that:

1. Rezoning application RZ 92-P-001 is approved; and
2. The Park Board grants all necessary right-of-way, construction easements, and permanent access and maintenance easements to the Applicant to construct and maintain easements to the Applicant to construct and maintain a public or private two (2), three (3) or four (4) lane roadway and bridge across the Scotts Run Stream Valley Park in the location shown on Sheets 2 and 3 of 9 of the GDP and in general conformance with Public Improvement Plan 8293-PI-01-1 (as may be amended).

B. The Applicant shall provide screening along approximately 400 linear feet of chain link fence between The Colonies and the Park entrance road and parking lot. The planting strip between the edge of the parking lot and fence varies between 3' and 5' in width. Columnar evergreens, either shrubs or small trees, planted 4' - 5' on center, will provide screening and some noise attenuation between the parking lot and The Colonies residences. The Applicant shall plant approximately 50 trees, shrubs or plants within 18 months of the date of approval of RZ 92-P-001 at a cost to the Applicant not to exceed \$3,000. Final species selection and planting plan shall be subject to review and approval of Fairfax County Park Authority Staff. The Applicant shall have no maintenance responsibility nor warranty beyond any planting warranty that may be provided by nursery or nurseryman.

C. The Applicant shall provide Virginia registered civil engineering services to develop a plan for remediation of the erosion problem at terminus of existing rip-rap ditch at low end of parking lot. The remediation may include, but not be limited to, the installation of velocity brakes, flaring rip-rap and grouting rip-rap as may be determined by civil engineer. The Applicant shall repair the erosion problem based on civil engineer's recommendation and the Park Authority concurrence with recommendation at a total cost of civil engineering and construction combined not to exceed \$10,000. The Applicant shall complete engineering and construction within one (1) year of the date of approval of RZ 92-P-001. The Applicant shall not be required to obtain a bond or permit for construction nor provide post construction maintenance or repair.

*WEST*GROUP PROPERTIES LLC*

by: _____

G. T. Halpin, President

Transportation Demand Management Program between Applicant and TYTRAN
Exhibit B (or D)
February 23, 1999

The Tysons Corner Urban Center Plan establishes an overall 20% mode split goal for HOV trips to and from the Tysons Corner area through Transportation Demand Management (hereinafter called "TDM") efforts and major improvements in the transit system. TYTRAN agrees to implement and operate a TDM program on behalf of the Applicant as follows:

1. The Applicant, at the initial signing of a lease or renewal of existing leases(s), shall advise each tenant with 100 employees or more that a private TDM program exists and a public TDM program exists and encourage them to participate. The "advice" shall be in the form of a paragraph which will be included in the transmittal of a signed lease or a separate letter and read as follows:

"In an attempt to reduce single occupancy vehicles in the Washington Metropolitan area, and more specifically in the Tysons Corner area, you may wish to participate in a Transportation Demand Management (TDM) program which provides your employees with a variety of transportation and commuting programs. We encourage you to contact the following organizations and participate in one of the TDM programs available to you.:

- | | |
|-----------------|---|
| 1. TYTRAN | 2. Fairfax County Department of
Transportation |
| Phone: | Phone: |
| Contact Person: | Contact Person:" |

Note: A copy of the letter shall be sent to both public and private program managers. There is no obligation for the Applicant to send advisory letters after December 31, 2003; however, the Applicant may continue to do so on a volunteer basis.

2. The private TDM program shall be operated by TYTRAN, its employees, contractors or agents, in the Tysons Corner area, and the program shall be consistent with the Council of Governments (hereinafter called "COG") Regional Employer Services Program (hereinafter called "RESP"), Level I at a minimum, as defined by COG and hereinafter referred to as TYTRAN/RESP. The TYTRAN/RESP will be provided to existing TYTRAN members with 100 or more employees and to other companies with 100 employees or more as they become members of TYTRAN.

3. The public TDM program may be operated by the Fairfax County Department of Transportation, its employees, contractors or agents and the program shall be consistent with the County Employer Services Program, hereinafter referred to as FXCO/DOT/ESP.

4. Commencing on January 31, 2000 and for each of the four (4) remaining years of the programs, TYTRAN/RESP shall provide information on employers with 100 or more employees participating in each program, including information relating to companies with 100 or more employees added to or deleted from each program in the prior year.

5. The Applicant shall pay TYTRAN \$30,000 a year for four (4) years commencing January 31, 2000 and ending January 31, 2003, providing TYTRAN implements and operates their TYTRAN/RESP generally described as follows:

A. TYTRAN/RESP shall report TDM program activities to COG, with copies to FXCO/DOT/ESP, utilizing the ACT Software Program.

B. TYTRAN will attempt to schedule periodic meetings with appropriate parties at FXCO/DOT to discuss their programs and share mutually beneficial information.

C. Within 90 days of the approval of this Application by the Board of Supervisors, but no later than July 31, 1999, TYTRAN/RESP shall perform a mandatory initial survey

(hereinafter called "Initial Survey") of employers with 100 or more employees located within the Subject Property, as well as all TYTRAN member companies with 100 or more employees, utilizing the Commuter Connection Regional Employer Services Program Survey.

TYTRAN/RESP may supplement or add to the survey; however, no deletions shall be made. The results of the Initial Survey shall be provided to COG, with a copy to FXCO/DOT/ESP within 60 days of the completion of the Initial Survey, but no later than October 31, 1999. The Applicant shall reimburse TYTRAN/RESP for the printing and distribution cost of the Initial Survey, not to exceed \$5,000.

D. TYTRAN/RESP may elect to perform a voluntary Follow-up Survey three (3) years from the date of the Initial Survey described above, but no later than December 31, 2003. The Follow-up Survey will be undertaken using generally the same survey form used in the Initial Survey described above. The results of the Follow-up Survey will be sent to COG and FXCO/DOT/ESP within 90 days of the completion of the survey. The Applicant shall reimburse TYTRAN/RESP for the cost of printing and distributing the Follow-up Survey, not to exceed \$5,000.

E. No-Fault Comparison of Initial and Follow-up Survey. Any comparison between the two surveys shall be solely for the purpose of obtaining valuable statistical data and measuring TDM trends and forecasts. The data may be used by both the public and private programs to evaluate the effectiveness of their programs and evaluate any modifications to their programs that would improve results; however, under no circumstance shall the comparison of the two surveys be used to determine compliance with this proffer.

6. No later than November 30, 2003, TYTRAN shall advise the Applicant whether the activities undertaken pursuant to the TYTRAN/RESP TDM program will be continued beyond December 31, 2003 at levels consistent with those maintained prior to that time.

After January 1, 2004, either the County or TYTRAN will have the ability to perform additional

surveys comparable to those described elsewhere in this paragraph and under the same conditions as described in this paragraph.

In the event that the Applicant does not elect TYTRAN/RESP to continue with such TDM activities at levels previously established, within 30 days of such notification TYTRAN shall provide the Applicant with all relevant records associated with the TYTRAN/RESP TDM program and the Applicant shall provide County with copies of relevant records.

In such event, the Applicant agrees that the County may assume all authority and responsibility for TDM activities associated with any firm that had previously participated in the TYTRAN/RESP program.

7. This TDM program may be modified by the mutual consent of both the Applicant, TYTRAN and the FXCO/DOT.

**FAIRFAX
COUNTY**

EXHIBIT E

**Department of Environmental Management
Division of Design Review
12055 Government Center Parkway
Fairfax, Virginia 22035-5503**

V I R G I N I A

TELEPHONE (703) 324-1720

January 12, 1994

Mitra A. Kamrani
Huntley, Nyce and Associates
7202 Poplar Street, Unit E
Annandale, Virginia 22003

Subject: Westgate, Rezoning No. RZ 92-P-001, Tax Map: 30-3-001 and 29-4-006, Providence District

Reference: Waiver No. 014040 - Chesapeake Bay Preservation Exception

Dear Mrs. Kamrani:

An exception to allow proffered Stormwater Management/Best Management Practices (BMP) Facilities to satisfy the requirements of Section 118-3-2-F and to allow development within a mapped resource protection area is hereby approved with the following conditions:

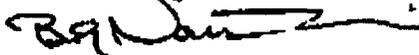
1. All site plans subject to RZ 92-P-001 shall provide on-site BMP's or drain to an approved facility which provides BMP's.
2. The disturbed area within the RPA which is currently undisturbed shall be minimized to the extent possible as determined by the Department of Environmental Management.

Mitra Kamrani
Page 2

This approval does not exempt this site from any other Federal, State or County ordinance and regulations.

should you have any questions or require additional information, please contact Charlie Kilpatrick, Assistant Chief, Site Review at 324-1720.

Sincerely,



Bruce Nassimbeni, Chief
Site Review Branch

BGN/CK/rtk

cc: Monica Mongoven, Permits Branch, DEM
John Friedman, Special Projects Branch, DEM
Bonds and Agreements Branch, DEM
Waiver File

PROPOSED FINAL DEVELOPMENT PLAN CONDITIONS**SE 98-P-050****February 24, 1998**

If it is the intent of the Board of Supervisors to approve SE 98-P-050 for an increase in building height, located at Tax Map 30-3 ((28)) Part of Parcel B, staff recommends that the Board condition the approval by requiring conformance with the following development conditions.

1. This Special Exception is granted for and runs with the land indicated in this application and is not transferable to other land.
2. This Special Exception is granted only for the purpose(s), structure(s) and/or use(s) indicated on the Special Exception Plat approved with the application, as qualified by these development conditions.
3. This Special Exception is subject to the provisions of Article 17, Site Plans, as may be determined by the Director, Department of Public Works and Environmental Services (DPWES). Any plan submitted pursuant to this special exception shall be in substantial conformance with the approved Special Exception Plat entitled "West*Gate -- McKinley, Pierce, and Taylor Special Exception Plan for Additional Height Only" (Sheets 1-7), prepared by Huntley, Nyce and Associated, Ltd., dated May 18, 1998 and as revised through February 23, 1999, and these conditions. Minor modifications to the approved special exception may be permitted pursuant to Par. 4 of Sect. 9-004 of the Zoning Ordinance.
4. All entrances to the site shall be to the satisfaction of Virginia Department of Transportation.
5. All sidewalks shall conform to the Americans with Disabilities Act (ADA) requirements, to the satisfaction of DPWES.
6. The buildings constructed on the application site shall be limited to 105 feet in height, exclusive of the penthouse structure. The penthouse structure shall be limited to twenty-five (25) feet in height, and shall comply with size limitations stated in Section 2-506 of the Zoning Ordinance.
7. Building-mounted signs shall be limited to those permitted by Article 12. Approval of the Special Exception does not constitute approval of any proposed signs shown on the Special Exception Plat. All signs, existing and proposed, shall conform with the regulations of Article 12 and Section 7-500 of the Fairfax County Zoning Ordinance.

8. A Category 6 Special Exception for a use in the floodplain may be required once the design of the transfer station is completed, prior to the construction of the bus transfer station as determined by DPWES.

This approval, contingent on the above noted conditions, shall not relieve the applicant from compliance with the provisions of any applicable ordinances, regulations, or adopted standards. The applicant shall be himself responsible for obtaining the required Non-Residential Use Permit through established procedures, and this Special Exception shall not be valid until this has been accomplished.

Pursuant to Section 9-015 of the Zoning Ordinance, this Special Exception shall automatically expire, without notice, ten (10) years after the date of approval unless the use has been established or construction has commenced and been diligently prosecuted. The Board of Supervisors may grant additional time to establish the use or to commence construction if a written request for additional time is filed with the Zoning Administrator prior to the date of expiration of the Special Exception. The request must specify the amount of additional time requested, the basis for the amount of time requested and an explanation of why additional time is required.

PROPOSED FINAL DEVELOPMENT PLAN CONDITIONS

SE 98-P-051

February 24, 1998

If it is the intent of the Board of Supervisors to approve SE 98-P-050 for an increase in building height, located at Tax Map 29-4 ((5)) 1, 2, 2A, 2B, 3, 4, 5, 6, 7, 8A, 9B, 11A, 12, 13, 14, 15, and the portion of Old Springhouse Road to be abandoned, staff recommends that the Board condition the approval by requiring conformance with the following development conditions.

1. This Special Exception is granted for and runs with the land indicated in this application and is not transferable to other land.
2. This Special Exception is granted only for the purpose(s), structure(s) and/or use(s) indicated on the Special Exception Plat approved with the application, as qualified by these development conditions.
3. This Special Exception is subject to the provisions of Article 17, Site Plans, as may be determined by the Director, Department of Public Works and Environmental Services (DPWES). Any plan submitted pursuant to this special exception shall be in substantial conformance with the approved Special Exception Plat entitled "*West*Gate -- Portion of Old Springhouse Road Land Bay*" (Sheets 1-7), prepared by Huntley, Nyce and Associated, Ltd., dated May 18, 1998 and as revised through February 5, 1999, and these conditions. Minor modifications to the approved special exception may be permitted pursuant to Par. 4 of Sect. 9-004 of the Zoning Ordinance.
4. All entrances to the site shall be to the satisfaction of Virginia Department of Transportation (VDOT).
5. All sidewalks shall conform to the Americans with Disabilities Act (ADA) requirements, to the satisfaction of DPWES.
6. The buildings constructed on the application site shall be limited to 105 feet in height, exclusive of the penthouse structure. The penthouse structure shall be limited to twenty-five (25) feet in height, and shall comply with size limitations stated in Section 2-506 of the Zoning Ordinance.
7. Building-mounted signs shall be limited to those permitted by Article 12. Approval of the Special Exception does not constitute approval of any proposed signs shown on the Special Exception Plat. All signs, existing and proposed, shall conform with the regulations of Article 12 and Section 7-500 of the Fairfax County Zoning Ordinance.

8. All elevations of parking structures facing Interstate 495 shall be constructed with a solid vertical perimeter wall, not less than 32 inches in height, for the purpose of blocking headlights from shining onto Interstate 495. To ensure a favorable architectural appearance from Interstate 495, the solid vertical perimeter wall shall have a surface treatment of a face mix of stone aggregate, special forming or scoring, a special mix of textures or polymer paint materials, or other treatments which are compatible with or compliment the building architecture and materials per DPWES.

This approval, contingent on the above noted conditions, shall not relieve the applicant from compliance with the provisions of any applicable ordinances, regulations, or adopted standards. The applicant shall be himself responsible for obtaining the required Non-Residential Use Permit through established procedures, and this Special Exception shall not be valid until this has been accomplished.

Pursuant to Section 9-015 of the Zoning Ordinance, this Special Exception shall automatically expire, without notice, ten (10) years after the date of approval unless the use has been established or construction has commenced and been diligently prosecuted. The Board of Supervisors may grant additional time to establish the use or to commence construction if a written request for additional time is filed with the Zoning Administrator prior to the date of expiration of the Special Exception. The request must specify the amount of additional time requested, the basis for the amount of time requested and an explanation of why additional time is required.

REZONING AFFIDAVIT

DATE: 2/23/99 (enter date affidavit is notarized)

98-1956

for Application No(s): PCA92 P001 (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)

(1) WEST*GROUP PROPERTIES LLC 1600 ANDERSON ROAD MCLEAN, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

- [] There are 10 or less shareholders, and all of the shareholders are listed below.
[X] 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)

(6) PARK GATE GROUP LLC
(7) ROLIM WEST LLC

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

G. T. HALPIN, PRESIDENT
THOMAS F. NICHOLSON, VICE PRESIDENT/TREASURER
CHARLES B. EWING, JR., VICE PRESIDENT
KATHRYN A. MACLANE, VICE PRESIDENT/SECRETARY
JOHN C. ULFELDER, 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.

DATE: 2/23/99
(enter date affidavit is notarized)

98-1956

for Application No(s): PCA 92 P001
(enter County-assigned application number(s))

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

(2) WEST*GROUP MANAGEMENT LLC
1600 ANDERSON ROAD
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 ^{members} shareholders, and all of the ^{members} 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 ^{MEMBERS} SHAREHOLDERS: (enter first name, middle initial & last name)

(6) PARK GATE GROUP LLC
(9) RA WEST, INC.

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

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

(6) PARK GATE GROUP LLC
1600 ANDERSON ROAD
MCLEAN, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less ^{members} shareholders, and all of the ^{members} 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 ^{MEMBERS} SHAREHOLDERS: (enter first name, middle initial & last name)

(4) WEST*PARK ASSOCIATES L.P.
(5) WEST*GATE, A VIRGINIA L.P.
(3) WEST*GROUP, INC.

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

G.T.HALPIN, CEO,PRESIDENT/MANAGER
T.F.NICHOLSON, VICE CHAIRMAN/MANAGER
CHARLES B. EWING, JR., VICE CHAIRMAN/MANAGER
JOHN C. ULFEDER, EVP/SECRETARY/MANAGER
KATHRYN A MACLANE, EVP/TREASURER/MANAGER

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

DATE: 2/23/99
(enter date affidavit is notarized)

98-1956

for Application No(s): PLA 92 P001
(enter County-assigned application number(s))

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

(10) WESTEQUITIES, INC.
1600 ANDERSON ROAD
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)

GERALD T. HALPIN
THOMAS F. NICHOLSON
CHARLES B. EWING, JR.
MARTHA U. SEELEY

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

GERALD T. HALPIN, PRESIDENT/COB
THOMAS F. NICHOLSON, VICE PRESIDENT, TREASURER/DIRECTOR
CHARLES B. EWING, JR., VICE PRESIDENT, SECRETARY/DIRECTOR

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

(8) WEST*GROUP, INC.
1600 ANDERSON ROAD
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)

GERALD T. HALPIN
CHARLES B. EWING, JR.
THOMAS F. NICHOLSON
THE MARTHA U. SEELEY FAMILY TRUST F/B/O MARTHA U. SEELEY

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

G. T. HALPIN, COB, PRESIDENT
CHARLES B. EWING, JR., EX VP, SEC/DIRECTOR
THOMAS F. NICHOLSON, EX VP, TREAS/DIRECTOR

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

DATE: 2/23/99
(enter date affidavit is notarized)

98-1956

for Application No(s): PCA 92 P001
(enter County-assigned application number(s))

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

(11) EAGLE MANAGEMENT CORPORATION
1600 ANDERSON ROAD
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)

GERALD T. HALPIN

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

GERALD T. HALPIN, PRESIDENT

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

(12) THE SEELEY FAMILY CORPORATION
1441 KIRBY ROAD
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)

MARTHA U. SEELEY

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

MARTHA U. SEELEY, PRESIDENT

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

DATE: 2/23/99
(enter date affidavit is notarized)

98-1956

for Application No(s): PCA 92 P001
(enter County-assigned application number(s))

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

(13) SOUTHFORK CORPORATION
1322 MERCHANT LANE
MCLEAN, VA 22101

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)

CHARLES B. EWING, JR.

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

CHARLES B. EWING, PRESIDENT

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

(14) FAIRFAX ROAD CORPORATION
400 CHAIN BRIDGE ROAD
MCLEAN, VA 22101

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)

THOMAS F. NICHOLSON

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

THOMAS F. NICHOLSON, PRESIDENT

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

DATE: 2/23/99
(enter date affidavit is notarized)

98-1956

for Application No(s): PCA 92 P001
(enter County-assigned application number(s))

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

(3) HUNTLEY NYCE AND ASSOCIATES LTD
7202 POPLAR STREET
ANNANDALE, VA 22003

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)

(15) HUNTLEY, NYCE COMPANY

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

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

(15) HUNTLEY, NYCE COMPANY
7202 POPLAR STREET
ANNANDALE, VA 22003

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)

CHARLES J. HUNTLEY
LESTER O. NYCE
ROBERT L. SPROLES

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

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

DATE: 2/23/99
(enter date affidavit is notarized)

98-1958

for Application No(s): PCA 92 P001
(enter County-assigned application number(s))

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

(9) RA WEST, INC.
C/O CGR ADVISORS
950 EAST PACES FERRY RD., SUITE 2275, ATLANTA, GA 30326

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)

(19) ROLIM ASSOCIATES, A GENERAL PARTNERSHIP

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

VICE PRESIDENTS: (THERE IS NO PRESIDENT)
SHARON E. BAIR, L.E. BORG, JR., DALE R. GLIOMEN, THOMAS F. HEYSE, JAMES W. SMITH, III
VICE PRESIDENT/SECRETARY: PEGGY C. LIDDELL
VICE PRESIDENT/TREASURER: PAULA A. BALL
ASST. SECRETARIES: TIM C. KOSTER, JAMES E. DORSEY, ANDREW J. SCHUTT, J. GRANT WILMER, JR.

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

(7) ROLIM WEST LLC
C/O CGR ADVISORS
950 EAST PACES FERRY RD., SUITE 2275, ATLANTA, GA 30326

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less ^{members} shareholders, and all of the ^{members} 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 ^{members} SHAREHOLDERS: (enter first name, middle initial & last name)

(18) ROLIM REAL ESTATE INVESTMENTS, INC.

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

(18) ROLIM REAL ESTATE INVESTMENTS, INC., MANAGING MEMBER

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

DATE: 2/23/99
(enter date affidavit is notarized)

48-1956

for Application No(s): PCA 92 P001
(enter County-assigned application number(s))

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

(18) ROLIM REAL ESTATE INVESTMENTS, INC.
C/O CGR ADVISORS 950 EAST PACES FERRY RD., SUITE 2275, ATLANTA, GA 30326

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)

(19) ROLIM ASSOCIATES, A GENERAL PARTNERSHIP

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

PRESIDENT: DAVID S. GOLDEN
VICE PRESIDENTS: WILLIAM J. BREACH, JAMES W. SMITH, III
VICE PRESIDENT/SECRETARY: PEGGY C. LIDDELL
ASST. SECRETARY: JAMES DORSEY
DIRECTORS: WIM BORGDORFF, J. A. DEKREIJ, DAVID S. GOLDEN, CECIL D. CONLEE

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

(20) WEST*GATE VIRGINIA INC
1600 ANDERSON ROAD
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)

THE MAPLE FAMILY TRUST F/B/O RUTH U. COVO; HOWARD ULFELDER FIRST MARITAL FUND F/B/O HOWARD ULFELDER, JR., JOHN C. ULFELDER AND THOMAS H. ULFELDER; THE MARTHA U. SEELEY FAMILY TRUST F/B/O MARTHA U. SEELEY, JOHN N. SEELEY, MARGARET A. SEELEY AND JULIE A. SEELEY; SIDNEY ULFELDER FAMILY TRUST F/B/O SANDRA U. WALLICK; SIDNEY ULFELDER FAMILY TRUST F/B/O BARBARA U. SMITH; HELEN R. HALPIN; GERALD T. HALPIN.

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

G. T. HALPIN, CHAIRMAN/CEO
T. F. NICHOLSON, PRESIDENT/DIRECTOR
CHARBES B. EWING, JR., EVP/DIRECTOR
JOHN C. ULFELDER, SR. VP. SECRETARY/DIRECTOR
KATHRYN MACLANE, SR. VP. TREASURER /DIRECTOR

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

DATE: 2/23/99 (enter date affidavit is notarized)

98-1956

for Application No(s): PCA 92 P001 (enter County-assigned application number(s))

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

(22) STICHTING PENSIOENFONDS Abp (Pension Fund)
OUDE OPINDASTRAAT 70
6411 EJ HEERDEA THE NETHERLANDS

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.
[X] 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)

THERE ARE OVER ONE MILLION (1,000,000) BENEFICIARIES. THIS IS THE PENSION FUND FOR ALL DUTCH GOVERNMENT EMPLOYEES.

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

OFFICERS AND DIRECTORS: NOT APPLICABLE

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

(21) SUNDAM II B.V.
C/O CGR ADVISORS
950 EAST PACES FERRY RD., SUITE 2275, ATLANTA, GA 30326

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)

(23) RODAMCO NORTH AMERICA B.V.

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

MANAGING DIRECTORS: DAVID S. GOLDEN, CECIL CONLEE
AUTHORIZED SIGNORS: TIMOTHEUS C. KOSTER, HERMAN W. J. LUCASSEN, FRANS A. BAKKER
NOTE: THIS IS THE EQUIVALENT OF AN OFFICERSHIP

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

DATE: 2/23/99 (enter date affidavit is notarized)

98-195x

for Application No(s): PCA 92 P001 (enter County-assigned application number(s))

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

(23) RODAMCO NORTH AMERICA B.V. C/O CGR ADVISORS 950 EAST PACES FERRY RD., SUITE 2275, ATLANTA, GA 30326

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)

(24) RODAMCO N.V.
(22) STICHTING PENSIOENFUNDS ABP

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

(24) (22) RODAMCO, N.V. AND STICHTING PENSIOENFUNDS ABP = MANAGING DIRECTORS

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

(24) RODAMCO N.V. COOLSINGEL 120 3011 AG ROTTERDAM THE NETHERLANDS

DESCRIPTION OF CORPORATION: (check one statement)

- [] There are 10 or less shareholders, and all of the shareholders are listed below.
[x] 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)

(22) STICHTING PENSIOENFUNDS ABP

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

MANAGING DIRECTORS: PETER KORTEWEG, JAN A DEKREIJ, C.J. BARTRAM, CECIL D. CONLEE, EOGHAN M. MCMILLAN
AUTHORIZED SIGNORS: TIMOTHEUS C. KOSTER, HERMAN W. J. LUCASSEN, FRANS A. BAKKER
NOTE: THIS IS THE EQUIVALENT OF AN OFFICERSHIP

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

REZONING AFFIDAVIT

DATE: 2/23/99 (enter date affidavit is notarized)

98-1956

for Application No(s): PLA 92 P001 (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)

(5) WEST*GATE, A VIRGINIA LIMITED PARTNERSHIP 1600 ANDERSON ROAD MCLEAN, 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 PARTNER: (20) WESTGATE VIRGINIA, INC.

LIMITED PARTNERS: (16) WESTEQUITIES ASSOCIATES L.P. HOWARD ULFELDER FIRST MARITAL FUND F/B/O HOWARD ULFELDER, JR., JOHN C. ULFELDER AND THOMAS H. ULFELDER HOWARD ULFELDER IRREVOCABLE TRUST F/B/O HOWARD ULFELDER, JR. HOWARD ULFELDER IRREVOCABLE TRUST F/B/O JOHN C. ULFELDER HOWARD ULFELDER IRREVOCABLE TRUST F/B/O THOMAS H. ULFELDER HOWARD ULFELDER 1983 IRREVOCABLE TRUST F/B/O HOWARD ULFELDER, JR., SUSANNA ULFELDER, JENNIFER ULFELDER, STEVEN ULFELDER, DAVID ULFELDER AND ABIGAIL ULFELDER HOWARD ULFELDER 1983 IRREVOCABLE TRUST F/B/O JOHN C. ULFELDER, SUSAN ULFELDER, WILLIAM ULFELDER, AND JOHN ULFELDER, JR. HOWARD ULFELDER 1983 IRREVOCABLE TRUST F/B/O THOMAS H. ULFELDER, JEAN ULFELDER, EMILY ULFELDER, ALEX ULFELDER AND JAMES ULFELDER THE MAPLE FAMILY TRUST F/B/O RUTH COVO THE BLACK OAK TRUST F/B/O JOANNE COVO THE WHITE OAK TRUST F/B/O MARILYN COVO KRISTEN COVO PETER PAUL COVO NATHANIEL SCHMIDT MATTHEW SCHMIDT SIDNEY ULFELDER IRREVOCABLE TRUST F/B/O SANDRA WALLICK SIDNEY ULFELDER IRREVOCABLE TRUST F/B/O BARBARA SMITH SIDNEY ULFELDER FAMILY TRUST F/B/O SANDRA WALLICK SIDNEY ULFELDER FAMILY TRUST F/B/O BARBARA SMITH THE MARTHA U. SEELEY FAMILY TRUST F/B/O MARTHA U. SEELEY, JOHN N. SEELEY, MARGARET R. SEELEY, AND JULIE A. SEELEY THE RUDOLPH SEELEY AND MARTHA U. SEELEY IRREVOCABLE TRUST F/B/O JOHN N. SEELEY THE RUDOLPH SEELEY AND MARTHA U. SEELEY IRREVOCABLE TRUST F/B/O MARGARET R. SEELEY THE RUDOLPH SEELEY AND MARTHA U. SEELEY IRREVOCABLE TRUST F/B/O JULIE A. SEELEY THOMAS H. ULFELDER

(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.

DATE: 2/23/99
(enter date affidavit is notarized)

98.1586

for Application No(s): PCA 92 P001
(enter County-assigned application number(s))

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

(5) WEST GATE, A VIRGINIA LIMITED PARTNERSHIP (CONTINUED)
1600 ANDERSON ROAD
MCLEAN, 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)

LIMITED PARTNERS (CONTINUED):

- JOHN C. ULFELDER
- JOHN N. SEELEY
- JULIE ANN SEELEY
- MARGARET R. SEELEY
- MARTHA U. SEELEY
- GERALD T. HALPIN
- HELEN R. HALPIN
- JOHN N. GROVER
- LESTER WEIL, TRUSTEE. U/D/T 5/29/76 F/B/O LESTER L. WEIL AND RUTH S. WEIL
- (25) ENFIELD ASSOCIATES
- THOMAS F. NICHOLSON
- CHARLES B. EWING, JR.
- EMILY W. MYATT
- SHERIDAN NICHOLSON
- THE RAYMOND FRIEDMAN TRUST F/B/O MYRA FRIEDMAN
- MYRA FRIEDMAN
- J. NORMA AND BARBARA ROSSEN REV. TRUST F/B/O J. NORMAN ROSSEN AND BARBARA ROSSEN
- GEORGE C. PIERCE
- JACQUES WACHTEL
- ROSE WACHTEL
- JACOB AND DOROTHY ENTEL, JOINT TENANTS WITH RIGHT OF SURVIVORSHIP
- KEITH RUMBEL
- HELEN RUMBEL
- R. O. WEBSTER
- THE ELLIOT MITCHELL TRUST F/B/O MILDRED MITCHELL
- ROGER A. GOLDE
- JOSEPH PHILIPSON TRUST F/B/O STELLA PHILIPSON, JEAN PHILIPSON, DAVID PHILIPSON, ALICE PHILIPSON, ROBERT PHILIPSON, STEPHANIE RAUGUST AND HIROMI IDEHAR
- NIEDERMAN FAMILY TRUST F/B/O RICHARD NIEDERMAN AND ROBERT NIEDERMAN
- CHARLES G. LUBAR
- NANCY L. SOMMERS
- JOAN L. ALVAREZ
- KURT AND/OR SUSAN BERLIN
- HARRIET D. MCLUCAS
- BRUCE MARK OLCOTT
- MIRIAM B. AND HAROLD M. LANDAU
- JOHN B. PHILLIPS
- RUTH E. WACHTEL
- JANET L. WACHTEL
- ALAN L. WACHTEL
- LENA GITTER
- ELEANOR M. CELLER
- JEROME NIEDERMAN TRUST F/B/O JACQUELINE NIEDERMAN, MICHAEL NIEDERMAN AND MARK NIEDERMAN

(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: 2/23/99
(enter date affidavit is notarized)

98-1954

for Application No(s): PCA92P001
(enter County-assigned application number(s))

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

(S) WEST*GATE, A VIRGINIA LIMITED PARTNERSHIP (CONTINUED)
1600 ANDERSON ROAD
MCLEAN, 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)

LIMITED PARTNERS (CONTINUED):
CHERYL N. LILLENSTEIN
RICHARD NIEDERMAN
ROBERT NIEDERMAN
PETER T. HALPIN
JOHN B. PHILLIPS TESTAMENTARY TRUST F/B/O WILLIAM H. CROCKET, ANN CROCKET CRUMP, CAROL KRAUSS, CHARLES PHILLIPS, FRANCES G. PHILLIPS, HARRY PHILLIPS, JOHN PHILLIPS AND BETTY SALIGA

(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: 2/23/99
(enter date affidavit is notarized)

98-1586

for Application No(s): PCA92P001
(enter County-assigned application number(s))

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

(4) WEST*PARK ASSOCIATES LIMITED PARTNERSHIP
1600 ANDERSON ROAD
MCLEAN, 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:
(11) EAGLE MANAGEMENT CORPORATION
(13) SOUTHFORK CORPORATION
(12) THE SEELEY FAMILY CORPORATION
(14) FAIRFAX ROAD CORPORATION
GERALD T. HALPIN
CHARLES B. EWING, JR.
THOMAS F. NICHOLSON

LIMITED PARTNERS:
THE MARTHA U. SEELEY FAMILY TRUST F/B/O JOHN SEELEY, MARGARET RUTH SEELEY, JULIE ANN SEELEY
HOWARD ULFELDER IRREVOCABLE TRUST F/B/O HOWARD ULFELDER, JR.
HOWARD ULFELDER IRREVOCABLE TRUST F/B/O JOHN C. ULFELDER
HOWARD ULFELDER IRREVOCABLE TRUST F/B/O THOMAS H. ULFELDER
THE MAPLE FAMILY TRUST F/B/O RUTH ULFELDER COVO
THE BLACK OAK TRUST F/B/O JOANNE COVO
THE WHITE OAK TRUST F/B/O MARILYN COVO SCHMIDT
RUDOLPH G. SEELEY AND MARTHA U. SEELEY IRREVOCABLE TRUST U/D/D 12/15/70 F/B/O JULIE ANN SEELEY
RUDOLPH G. SEELEY AND MARTHA U. SEELEY IRREVOCABLE TRUST U/D/D 12/15/70 F/B/O JOHN NICHOLAS SEELEY
RUDOLPH G. SEELEY AND MARTHA U. SEELEY IRREVOCABLE TRUST U/D/D 12/14/70 F/B/O MARGARET RUTH SEELEY
SIDNEY ULFELDER IRREVOCABLE TRUSTS U/D/D 12/15/70 F/B/O BARBARA ULFELDER SMITH
SIDNEY ULFELDER IRREVOCABLE TRUSTS U/D/D 12/15/70 F/B/O SANDRA ULFELDER WALLICK

(17) THE 1985 GROUP
(16) WESTEQUITIES ASSOCIATES L.P.
(8) WEST*GROUP, INC.
(1) WEST*GROUP PROPERTIES LLC
(2) WEST*GROUP MANAGEMENT LLC

(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: 2/23/99
(enter date affidavit is notarized)

98-158

for Application No(s): PCA 92 P001
(enter County-assigned application number(s))

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

(16) WESTEQUITIES ASSOCIATES LIMITED PARTNERSHIP
1600 ANDERSON ROAD
MCLEAN, 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)

(10) GENERAL PARTNER:
WESTEQUITIES, INC.

LIMITED PARTNERS:

- GERALD T. HALPIN
- THOMAS F. NICHOLSON
- CHARLES B. EWING, JR.
- MARTHA U. SEELEY
- LINDA P. BEALE
- JOAN W. BOWE
- WILLIAM A. CLARK
- FLOYD D. DAVIS
- WOODROW DUNCAN, JR.
- PAMELA J. EDGEBERT
- THOMAS D. FLEURY
- MARY FOSTER
- FREZEL GRAHAM
- C. B. HAMMERLE
- R. L. HEDGPETH
- GEORGE E. HEFLIN
- MARGARET DAWN HOLBROOK
- MYRA C. HUGHES
- JOHN T. KENNEY
- JEFFREY LEE LONG
- MALCOLM J. LONG
- MICHAEL D. LYNCH
- KATHRYN A. MACLANE
- DAVID S. MCCOY
- MITCHELLE C. MCCRACKEN
- ROBERT C. NEWMAN
- ROGER W. PHIPPS
- ROBERT A. POTTS
- ELIZABETH M. SAMPSON
- JANET L. SISSON
- LARRY E. SMITH
- LEROY DEMPSEY SMITH
- HARRY E. TILSON
- DALE R. TOLLEY
- PAUL JR AND KATHERINE AN WEBER
- FRANCES LOUISE WICKER
- BRUCE K. WILBER
- DANIEL L. WONG
- WALTER A. WOOD III

(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: 2/23/99
(enter date affidavit is notarized)

98-1586

for Application No(s): PCA 92 P001
(enter County-assigned application number(s))

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

(17) THE 1985 GROUP
1600 ANDERSON ROAD
MCLEAN 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 PARTNER
GERALD T. HALPIN

LIMITED PARTNERS
FRANK J. HALPIN
MARY H. NODAR
KATHRYN A. MACLANE
JAMES T. HALPIN

(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: 2/23/99
(enter date affidavit is notarized)

98-1586

for Application No(s): RZA 92 P00
(enter County-assigned application number(s))

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

(19) ROLIM ASSOCIATES, A GENERAL PARTNERSHIP
C/O CGR ADVISORS
950 EAST PACES FERRY RD., SUITE 2275, ATLANTA, GA 30326

(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)

(21) SUNDAM II B.V., G.P.
(22) STICHTING PENSIOENFONDS ABP. G.P.

Multiple horizontal lines for listing partner names and titles.

(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: 2/23/99
(enter date affidavit is notarized)

98-1586

for Application No(s): PCA 92 P001
(enter County-assigned application number(s))

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

(25) ENFIELD ASSOCIATES
120 NORTH ST., ASAPH STREET
ALEXANDRIA, VA 22314

(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)

CHARLES H. SMITH, JR., GENERAL PARTNER
WILLIAM FRANCIS SMITH, GENERAL PARTNER
CATHERINE SMITH SPRATLEY, GENERAL PARTNER

Lined area for listing additional partners and their titles.

(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 AFFIDAVIT

DATE: 2/23/99
(enter date affidavit is notarized)

98-1586

for Application No(s): PLA 92 POOL
(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.)

Supervisor Dix	\$100 from Kathryn A. MacLane	4/97
Supervisor Kaufman	\$200 from Kathryn A. MacLane	11/97
Chairwoman Hanley	\$250 from Kathryn A. MacLane	12/97
Supervisor Dix	\$100 from Kathryn A. MacLane	3/98

(check if applicable) [x] 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:

WEST*GROUP MANAGEMENT LLC

(check one) [] Applicant [x] Applicant's Authorized Agent

Thomas D. Fleury, Sr. Vice President Development Servi.
(type or print first name, middle initial, last name & title of signee)

Subscribed and sworn to before me this 23 day of February, 1999, in the state of Virginia.

My commission expires: 10/31/99.

Marcus J. [Signature]
Notary Public

Rezoning Attachment to Par. 3

DATE: 2/23/99
(enter date affidavit is notarized)

98-1586

for Application No(s): PLA 92 P001
(enter County-assigned application number(s))

Supervisor Dix	\$100 from G. T. Halpin	3/98
Supervisor Frey	\$250 from Kathryn A. MacLane	6/98
Supervisor Connolly	\$540 from Kathryn A. MacLane	9/98
Supervisor Bulova	\$150 from Kathryn A. MacLane	9/98
Supervisor Hyland	\$200 from Kathryn A. MacLane	10/98
Supervisor Hyland	\$200 from Charles B. Ewing, Jr.	10/98
Supervisor Dix	\$250 from Kathryn A. MacLane	11/98
Supervisor McConnell	\$250 from Kathryn A. MacLane	1/19/99
Supervisor Gross	\$250 from Kathryn A. MacLane	2/99
Supervisor Hyland	\$200 from Charles H. Smith, Jr.	10/98
Supervisor Hyland	\$995 from G. T. Halpin and Helen Halpin	11/98

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

REZONING AFFIDAVIT

DATE: 2/23/99
(enter date affidavit is notarized)

I, THOMAS D. FLEURY, WEST*GROUP MANAGEMENT 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 98-193c

in Application No(s): RZ 1998-PR-052
(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.)

NAME (enter first name, middle initial & last name)	ADDRESS (enter number, street, city, state & zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
(1) WEST*GROUP PROPERTIES LLC Charles B. Ewing, Jr.	1600 ANDERSON RD.MCLEAN,VA 22102	APPLICANT/TITLE OWNER AGENT
(2) WEST*GROUP MANAGEMENT LLC Thomas D. Fleury Margaret F. Howell	1600 ANDERSON RD.MCLEAN,VA 22102	AGENT FOR APPLICANT AGENT AGENT
(3) HUNTLEY NYCE & ASSOCIATES Charles Huntley, Jr. Robert L. Sproles	7202 POPLAR ST.ANNANDALE,VA 22003	CIVIL ENGINEER FOR APPLICANT AGENT AGENT

(check if applicable) [] 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: 2/23/99
(enter date affidavit is notarized)

98-193c

for Application No(s): RZ 1998 PR 052
(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)

(1) WEST*GROUP PROPERTIES LLC
1600 ANDERSON ROAD
MCLEAN, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

- [] There are 10 or less shareholders, and all of the shareholders are listed below.
[X] 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 MEMBERS SHAREHOLDERS: (enter first name, middle initial & last name)

(6) PARK GATE GROUP LLC
(7) ROLIM WEST LLC

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

G. T. HALPIN, PRESIDENT
THOMAS F. NICHOLSON, VICE PRESIDENT/TREASURER
CHARLES B. EWING, JR., VICE PRESIDENT
KATHRYN A. MACLANE, VICE PRESIDENT/SECRETARY
JOHN C. ULFELDER, 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.

DATE: 2/23/99
(enter date affidavit is notarized)

98-193c

for Application No(s): RZ 1998 PRO52
(enter County-assigned application number(s))

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

(2) WEST*GROUP MANAGEMENT LLC
1600 ANDERSON ROAD
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 ^{members} shareholders, and all of the ^{members} 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 ^{members} SHAREHOLDERS: (enter first name, middle initial & last name)

(6) PARK GATE GROUP LLC
(9) RA WEST, INC.

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

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

(6) PARK GATE GROUP LLC
1600 ANDERSON ROAD
MCLEAN, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less ^{members} 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 ^{MEMBERS} SHAREHOLDERS: (enter first name, middle initial & last name)

(4) WEST*PARK ASSOCIATES L.P.
(5) WEST*GATE, A VIRGINIA L.P.
(8) WEST*GROUP, INC.

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

G.T.HALPIN, CEO, PRESIDENT/MANAGER
T.F.NICHOLSON, VICE CHAIRMAN/MANAGER
CHARLES B. EWING, JR., VICE CHAIRMAN/MANAGER
JOHN C. ULFEDER, EVP/SECRETARY/MANAGER
KATHRYN A. MACLANE, EVP/TREASURER/MANAGER

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

DATE: 2/23/99
(enter date affidavit is notarized)

98-193c

for Application No(s): R2 1998 PR052
(enter County-assigned application number(s))

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

(10) WESTEQUITIES, INC.
1600 ANDERSON ROAD
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)

GERALD T. HALPIN
THOMAS F. NICHOLSON
CHARLES B. EWING, JR.
MARTHA U. SEELEY

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

GERALD T. HALPIN, PRESIDENT/COB
THOMAS F. NICHOLSON, VICE PRESIDENT, TREASURER/DIRECTOR
CHARLES B. EWING, JR., VICE PRESIDENT, SECRETARY/DIRECTOR

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

(8) WEST*GROUP, INC.
1600 ANDERSON ROAD
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)

GERALD T. HALPIN
CHARLES B. EWING, JR.
THOMAS F. NICHOLSON
THE MARTHA U. SEELEY FAMILY TRUST F/B/O MARTHA U. SEELEY

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

G. T. HALPIN, COB, PRESIDENT
CHARLES B. EWING, JR., EX VP, SEC/DIRECTOR
THOMAS F. NICHOLSON, EX VP, TREAS/DIRECTOR

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

DATE: 2/23/99
(enter date affidavit is notarized)

98-193c

for Application No(s): R21998 PR052
(enter County-assigned application number(s))

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

(11) EAGLE MANAGEMENT CORPORATION
1600 ANDERSON ROAD
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)

GERALD T. HALPIN

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

GERALD T. HALPIN, PRESIDENT

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

(12) THE SEELEY FAMILY CORPORATION
1441 KIRBY ROAD
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)

MARTHA U. SEELEY

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

MARTHA U. SEELEY, PRESIDENT

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

DATE: 2/23/99
(enter date affidavit is notarized)

98-193c

for Application No(s): R2 1998 PR052
(enter County-assigned application number(s))

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

(13) SOUTHFORK CORPORATION
1322 MERCHANT LANE
MCLEAN, VA 22101

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)

CHARLES B. EWING, JR.

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

CHARLES B. EWING, PRESIDENT

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

(14) FAIRFAX ROAD CORPORATION
400 CHAIN BRIDGE ROAD
MCLEAN, VA 22101

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)

THOMAS F. NICHOLSON

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

THOMAS F. NICHOLSON/PRESIDENT

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

DATE: 2/23/99
(enter date affidavit is notarized)

98-193c

for Application No(s): R2 1998 PRO52
(enter County-assigned application number(s))

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

(3) HUNTLEY NYCE AND ASSOCIATES LTD
7202 POPLAR STREET
ANNANDALE, VA 22003

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)

(15) HUNTLEY, NYCE COMPANY

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

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

(15) HUNTLEY, NYCE COMPANY
7202 POPLAR STREET
ANNANDALE, VA 22003

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)

CHARLES J. HUNTLEY
LESTER O. NYCE
ROBERT L. SPROLES

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

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

DATE: 2/23/99
(enter date affidavit is notarized)

98-143c

for Application No(s): R2 1998 PRO52
(enter County-assigned application number(s))

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

(9) RA WEST, INC.
C/O CGR ADVISORS
950 EAST PACES FERRY RD., SUITE 2275, ATLANTA, GA 30326

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)

(19) ROLIM ASSOCIATES, A GENERAL PARTNERSHIP

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

VICE PRESIDENTS: (THERE IS NO PRESIDENT)
SHARON E. BAIR, LE. BORG, JR., DALE R. GLIOMEN, THOMAS F. HEYSE, JAMES W. SMITH, III
VICE PRESIDENT/SECRETARY: PEGGY C. LIDDELL
VICE PRESIDENT/TREASURER: PAULA A. BALL
ASST. SECRETARIES: TIM C. KOSTER, JAMES E. DORSEY, ANDREW J. SCHUTT, J. GRANT WILMER, JR.

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

(7) ROLIM WEST LLC
C/O CGR ADVISORS
950 EAST PACES FERRY RD., SUITE 2275, ATLANTA, GA 30326

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less ^{members} shareholders, and all of the ^{members} 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 ^{members} SHAREHOLDERS: (enter first name, middle initial & last name)

(18) ROLIM REAL ESTATE INVESTMENTS, INC.

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

(18) ROLIM REAL ESTATE INVESTMENTS, INC., MANAGING MEMBER

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

DATE: 2/23/99 (enter date affidavit is notarized)

98-193c

for Application No(s): R2 1998 PR 052 (enter County-assigned application number(s))

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

(18) ROLIM REAL ESTATE INVESTMENTS, INC. C/O CGR ADVISORS 950 EAST PACES FERRY RD., SUITE 2275, ATLANTA, GA 30326

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)

(19) ROLIM ASSOCIATES, A GENERAL PARTNERSHIP

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

PRESIDENT: DAVID S. GOLDEN
VICE PRESIDENTS: WILLIAM J. BREACH, JAMES W. SMITH, III
VICE PRESIDENT/SECRETARY: PEGGY C. LIDDELL
ASST. SECRETARY: JAMES DORSEY
DIRECTORS: WIM BORG DORFF, J. A. DEKREIJ, DAVID S. GOLDEN, CECIL D. CONLEE

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

(20) WEST*GATE VIRGINIA INC 1600 ANDERSON ROAD MCLEAN, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

- [] There are 10 or less shareholders, and all of the shareholders are listed below.
[X] 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)

THE MAPLE FAMILY TRUST F/B/O RUTH U. COVO; HOWARD ULFELDER FIRST MARITAL FUND F/B/O HOWARD ULFELDER, JR., JOHN C. ULFELDER AND THOMAS H. ULFELDER; THE MARTHA U. SEELEY FAMILY TRUST F/B/O MARTHA U. SEELEY, JOHN N. SEELEY, MARGARET A. SEELEY AND JULIE A. SEELEY; SIDNEY ULFELDER FAMILY TRUST F/B/O SANDRA U. WALLICK; SIDNEY ULFELDER FAMILY TRUST F/B/O BARBARA U. SMITH; HELEN R. HALPIN; GERALD T. HALPIN.

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

G. T. HALPIN, CHAIRMAN/CEO
T. F. NICHOLSON, PRESIDENT/DIRECTOR
CHARBES B. EWING, JR., EVP/DIRECTOR
JOHN C. ULFELDER, SR. VP. SECRETARY/DIRECTOR
KATHRYN MACLANE, SR. VP. TREASURER /DIRECTOR

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

DATE: 2/23/99
(enter date affidavit is notarized)

98-1930

for Application No(s): R2 1998 PRO 52
(enter County-assigned application number(s))

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

(22) STICHTING PENSIOENFONDS Abp (Pension Fund)
OUDE OPINDASTRAAT 70
6411 EJ HEERDEA THE NETHERLANDS

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)

THERE ARE OVER ONE MILLION (1,000,000) BENEFICIARIES. THIS IS THE PENSION FUND FOR ALL DUTCH GOVERNMENT EMPLOYEES.

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

OFFICERS AND DIRECTORS: NOT APPLICABLE

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

(21) SUNDAM II B.V.
C/O CGR ADVISORS
950 EAST PACES FERRY RD., SUITE 2275, ATLANTA, GA 30326

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)

(23) RODAMCO NORTH AMERICA B.V.

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

MANAGING DIRECTORS: DAVID S. GOLDEN, CECIL CONLEE
AUTHORIZED SIGNORS: TIMOTHEUS C. KOSTER, HERMAN W. J. LUCASSEN, FRANS A. BAKKER
NOTE: THIS IS THE EQUIVALENT OF AN OFFICERSHIP

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

DATE: 2/23/99 (enter date affidavit is notarized)

98-193c

for Application No(s): R2 1998 PRO52 (enter County-assigned application number(s))

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

(23) RODAMCO NORTH AMERICA B.V. C/O CGR ADVISORS 950 EAST PACES FERRY RD., SUITE 2275, ATLANTA, GA 30326

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)

(24) RODAMCO N.V.
(22) STICHTING PENSIOENFUND ABP

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

(24) (22) RODAMCO, N.V. AND STICHTING PENSIOENFUND ABP = MANAGING DIRECTORS

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

(24) RODAMCO N.V. COOLSINGEL 120 3011 AG ROTTERDAM THE NETHERLANDS

DESCRIPTION OF CORPORATION: (check one statement)

- [] There are 10 or less shareholders, and all of the shareholders are listed below.
[x] 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)

(22) STICHTING PENSIOENFUND ABP

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

MANAGING DIRECTORS: PEITER KORTEWEG, JAN A DEKREIJ, C.J. BARTRAM, CECIL D. CONLEE, EOGHAN M. MCMILLAN
AUTHORIZED SIGNORS: TIMOTHEUS C. KOSTER, HERMAN W. J. LUCASSEN, FRANS A. BAKKER
NOTE: THIS IS THE EQUIVALENT OF AN OFFICERSHIP

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

REZONING AFFIDAVIT

DATE: 2/23/99
(enter date affidavit is notarized)

98-193c

for Application No(s): R2 1998 PR 052
(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)

(5) WEST*GATE, A VIRGINIA LIMITED PARTNERSHIP
1600 ANDERSON ROAD
MCLEAN, 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)

(20) GENERAL PARTNER:
WESTGATE VIRGINIA, INC.

(16) LIMITED PARTNERS:
WESTEQUITIES ASSOCIATES L.P.
HOWARD ULFELDER FIRST MARITAL FUND F/B/O HOWARD ULFELDER, JR., JOHN C. ULFELDER AND THOMAS H. ULFELDER
HOWARD ULFELDER IRREVOCABLE TRUST F/B/O HOWARD ULFELDER, JR.
HOWARD ULFELDER IRREVOCABLE TRUST F/B/O JOHN C. ULFELDER
HOWARD ULFELDER IRREVOCABLE TRUST F/B/O THOMAS H. ULFELDER
HOWARD ULFELDER 1983 IRREVOCABLE TRUST F/B/O HOWARD ULFELDER, JR., SUSANNA ULFELDER, JENNIFER ULFELDER,
STEVEN ULFELDER, DAVID ULFELDER AND ABIGAIL ULFELDER
HOWARD ULFELDER 1983 IRREVOCABLE TRUST F/B/O JOHN C. ULFELDER, SUSAN ULFELDER, WILLIAM ULFELDER, AND
JOHN ULFELDER, JR.
HOWARD ULFELDER 1983 IRREVOCABLE TRUST F/B/O THOMAS H. ULFELDER, JEAN ULFELDER, EMILY ULFELDER, ALEX
ULFELDER AND JAMES ULFELDER
THE MAPLE FAMILY TRUST F/B/O RUTH COVO
THE BLACK OAK TRUST F/B/O JOANNE COVO
THE WHITE OAK TRUST F/B/O MARILYN COVO
KRISTEN COVO
PETER PAUL COVO
NATHANIEL SCHMIDT
MATTHEW SCHMIDT
SIDNEY ULFELDER IRREVOCABLE TRUST F/B/O SANDRA WALLICK
SIDNEY ULFELDER IRREVOCABLE TRUST F/B/O BARBARA SMITH
SIDNEY ULFELDER FAMILY TRUST F/B/O SANDRA WALLICK
SIDNEY ULFELDER FAMILY TRUST F/B/O BARBARA SMITH
THE MARTHA U. SEELEY FAMILY TRUST F/B/O MARTHA U. SEELEY, JOHN N. SEELEY, MARGARET R. SEELEY, AND JULIE A.
SEELEY
THE RUDOLPH SEELEY AND MARTHA U. SEELEY IRREVOCABLE TRUST F/B/O JOHN N. SEELEY
THE RUDOLPH SEELEY AND MARTHA U. SEELEY IRREVOCABLE TRUST F/B/O MARGARET R. SEELEY
THE RUDOLPH SEELEY AND MARTHA U. SEELEY IRREVOCABLE TRUST F/B/O JULIE A. SEELEY
THOMAS H. ULFELDER

(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.

DATE: 2/23/99
(enter date affidavit is notarized)

48-193c

for Application No(s): RZ 1998 PROS
(enter County-assigned application number(s))

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

(5) WEST GATE, A VIRGINIA LIMITED PARTNERSHIP (CONTINUED)
1600 ANDERSON ROAD
MCLEAN, 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)

LIMITED PARTNERS (CONTINUED):

- JOHN C. ULFELDER
- JOHN N. SEELEY
- JULIE ANN SEELEY
- MARGARET R. SEELEY
- MARTHA U. SEELEY
- GERALD T. HALPIN
- HELEN R. HALPIN
- JOHN N. GROVER
- (25) LESTER WEIL, TRUSTEE. U/D/T 5/29/76 F/B/O LESTER L. WEIL AND RUTH S. WEIL
- ENFIELD ASSOCIATES
- THOMAS F. NICHOLSON
- CHARLES B. EWING, JR.
- EMILY W. MYATT
- SHERIDAN NICHOLSON
- THE RAYMOND FRIEDMAN TRUST F/B/O MYRA FRIEDMAN
- MYRA FRIEDMAN
- J. NORMA AND BARBARA ROSSEN REV. TRUST F/B/O J. NORMAN ROSSEN AND BARBARA ROSSEN
- GEORGE C. PIERCE
- JACQUES WACHTEL
- ROSE WACHTEL
- JACOB AND DOROTHY ENTEL, JOINT TENANTS WITH RIGHT OF SURVIVORSHIP
- KEITH RUMBEL
- HELEN RUMBEL
- R. O. WEBSTER
- THE ELLIOT MITCHELL TRUST F/B/O MILDRED MITCHELL
- ROGER A. GOLDE
- JOSEPH PHILIPSON TRUST F/B/O STELLA PHILIPSON, JEAN PHILIPSON, DAVID PHILIPSON, ALICE PHILIPSON, ROBERT PHILIPSON, STEPHANIE RAUGUST AND HIROMI IDEHAR
- NIEDERMAN FAMILY TRUST F/B/O RICHARD NIEDERMAN AND ROBERT NIEDERMAN
- CHARLES G. LUBAR
- NANCY L. SOMMERS
- JOAN L. ALVAREZ
- KURT AND/OR SUSAN BERLIN
- HARRIET D. MCLUCAS
- BRUCE MARK OLCOTT
- MIRIAM B. AND HAROLD M. LANDAU
- JOHN B. PHILLIPS
- RUTH E. WACHTEL
- JANET L. WACHTEL
- ALAN L. WACHTEL
- LENA GITTER
- ELEANOR M. CELLER
- JEROME NIEDERMAN TRUST F/B/O JACQUELINE NIEDERMAN, MICHAEL NIEDERMAN AND MARK NIEDERMAN

(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: 2/23/99
(enter date affidavit is notarized)

98-193c

for Application No(s): R2 1998PR052
(enter County-assigned application number(s))

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

(5) WEST*GATE, A VIRGINIA LIMITED PARTNERSHIP (CONTINUED)
1600 ANDERSON ROAD
MCLEAN, 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)

LIMITED PARTNERS (CONTINUED):
CHERYL N. LILIENSTEIN
RICHARD NIEDERMAN
ROBERT NIEDERMAN
PETER T. HALPIN
JOHN B. PHILLIPS TESTAMENTARY TRUST F/B/O WILLIAM H. CROCKET, ANN CROCKET CRUMP, CAROL KRAUSS, CHARLES PHILLIPS, FRANCES G. PHILLIPS, HARRY PHILLIPS, JOHN PHILLIPS AND BETTY SALIGA

(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: 2/23/99
(enter date affidavit is notarized)

98-193c

for Application No(s): RZ 1998 PR 052
(enter County-assigned application number(s))

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

- (4) WEST*PARK ASSOCIATES LIMITED PARTNERSHIP
1600 ANDERSON ROAD
MCLEAN, 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:
- (11) EAGLE MANAGEMENT CORPORATION
 - (13) SOUTHFORK CORPORATION
 - (12) THE SEELEY FAMILY CORPORATION
 - (14) FAIRFAX ROAD CORPORATION
 - GERALD T. HALPIN
 - CHARLES B. EWING, JR.
 - THOMAS F. NICHOLSON

LIMITED PARTNERS:

- THE MARTHA U. SEELEY FAMILY TRUST F/B/O JOHN SEELEY, MARGARET RUTH SEELEY, JULIE ANN SEELEY
- HOWARD ULFELDER IRREVOCABLE TRUST F/B/O HOWARD ULFELDER, JR.
- HOWARD ULFELDER IRREVOCABLE TRUST F/B/O JOHN C. ULFELDER
- HOWARD ULFELDER IRREVOCABLE TRUST F/B/O THOMAS H. ULFELDER
- THE MAPLE FAMILY TRUST F/B/O RUTH ULFELDER COVO
- THE BLACK OAK TRUST F/B/O JOANNE COVO
- THE WHITE OAK TRUST F/B/O MARILYN COVO SCHMIDT
- RUDOLPH G. SEELEY AND MARTHA U. SEELEY IRREVOCABLE TRUST U/D/D 12/15/70 F/B/O JULIE ANN SEELEY
- RUDOLPH G. SEELEY AND MARTHA U. SEELEY IRREVOCABLE TRUST U/D/D 12/15/70 F/B/O JOHN NICHOLAS SEELEY
- RUDOLPH G. SEELEY AND MARTHA U. SEELEY IRREVOCABLE TRUST U/D/D 12/14/70 F/B/O MARGARET RUTH SEELEY
- SIDNEY ULFELDER IRREVOCABLE TRUSTS U/D/D 12/15/70 F/B/O BARBARA ULFELDER SMITH
- SIDNEY ULFELDER IRREVOCABLE TRUSTS U/D/D 12/15/70 F/B/O SANDRA ULFELDER WALLICK
- (17) THE 1985 GROUP
- (16) WESTEQUITIES ASSOCIATES L.P.
- (8) WEST*GROUP, INC.
- (1) WEST*GROUP PROPERTIES LLC
- (2) WEST*GROUP MANAGEMENT LLC

(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: 2/23/99
(enter date affidavit is notarized)

98-193c

for Application No(s): RZ 1998 PR 052
(enter County-assigned application number(s))

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

(16) WESTEQUITIES ASSOCIATES LIMITED PARTNERSHIP
1600 ANDERSON ROAD
MCLEAN, 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)

(10) GENERAL PARTNER:
WESTEQUITIES, INC.

LIMITED PARTNERS:
GERALD T. HALPIN
THOMAS F. NICHOLSON
CHARLES B. EWING, JR.
MARTHA U. SEELEY
LINDA P. BEALE
JOAN W. BOWE
WILLIAM A. CLARK
FLOYD D. DAVIS
WOODROW DUNCAN, JR.
PAMELA J. EDGEBERT
THOMAS D. FLEURY
MARY FOSTER
FREZEL GRAHAM
C. B. HAMMERLE
R. L. HEDGPETH
GEORGE E. HEFLIN
MARGARET DAWN HOLBROOK
MYRA C. HUGHES
JOHN T. KENNEY
JEFFREY LEE LONG
MALCOLM J. LONG
MICHAEL D. LYNCH
KATHRYN A. MACLANE
DAVID S. MCCOY
MITCHELLE C. MCCRACKEN
ROBERT C. NEWMAN
ROGER W. PHIPPS
ROBERT A. POTTS
ELIZABETH M. SAMPSON
JANET L. SISSON
LARRY E. SMITH
LEROY DEMPSEY SMITH
HARRY E. TILSON
DALE R. TOLLEY
PAUL JR AND KATHERINE AN WEBER
FRANCES LOUISE WICKER
BRUCE K. WILBER
DANIEL L. WONG
WALTER A. WOOD III

(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: 2/23/99
(enter date affidavit is notarized)

98-193c

for Application No(s): RZ1998 PR 052
(enter County-assigned application number(s))

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

(17) THE 1985 GROUP
1600 ANDERSON ROAD
MCLEAN 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 PARTNER
GERALD T. HALPIN

LIMITED PARTNERS
FRANK J. HALPIN
MARY H. NODAR
KATHRYN A. MACLANE
JAMES T. HALPIN

Lined area for listing additional partners and their details.

(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: 2/23/99
(enter date affidavit is notarized)

98-193c

for Application No(s): R21998 PRO52
(enter County-assigned application number(s))

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

(19) ROLIM ASSOCIATES, A GENERAL PARTNERSHIP
C/O CGR ADVISORS
950 EAST PACES FERRY RD., SUITE 2275, ATLANTA, GA 30326

(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)

(21) SUNDAM II B.V., G.P.
(22) STICHTING PENSIOENFONDS ABP. G.P.

Lined area for listing names and titles of partners.

(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: 2/23/99
(enter date affidavit is notarized)

98-1930

for Application No(s): RZ1998 PRO52
(enter County-assigned application number(s))

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

(25) ENFIELD ASSOCIATES
120 NORTH ST., ASAPH STREET
ALEXANDRIA, VA 22314

(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)

CHARLES H. SMITH, JR., GENERAL PARTNER
WILLIAM FRANCIS SMITH, GENERAL PARTNER
CATHERINE SMITH SPRATLEY, GENERAL PARTNER

Lined area for listing additional partners and their titles.

(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 AFFIDAVIT

DATE: 2/23/99
(enter date affidavit is notarized)

98-193c

for Application No(s): RZ 1998 PR 052
(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.)

Supervisor Dix	\$100 from Kathryn A. MacLane	4/97
Supervisor Kaufman	\$200 from Kathryn A. MacLane	11/97
Chairwoman Hanley	\$250 from Kathryn A. MacLane	12/97
Supervisor Dix	\$100 from Kathryn A. MacLane	3/98

(check if applicable) [x] 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: WEST*GROUP MANAGEMENT LLC

(check one) [] Applicant [x] Applicant's Authorized Agent

Thomas D. Fleury, Sr. Vice President Development Servi
(type or print first name, middle initial, last name & title of signee)

Subscribed and sworn to before me this 23 day of February, 19 99, in the state of Virginia.

Margaret E. Bowen
Notary Public

My commission expires: 10/31/99

DATE: 2/18/99
(enter date affidavit is notarized)

98-1912

for Application No(s): SE 98 P 050
(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:

(NOTE: Include sole proprietorships herein.)

CORPORATION INFORMATION

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

1) WEST*GROUP PROPERTIES LLC
1600 Anderson Road
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 ^{members} shareholders, and all of the ^{members} 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 ^{Members} SHAREHOLDERS: (enter first name, middle initial, last name & title)

6) PARK GATE GROU^I LLC

7) ROLIM WEST LLC

(check if applicable) There is more corporation information and Par. 1(b) is continued on a "Special Exception Affidavit Attachment 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.

DATE: 2/18/99
(enter date affidavit is notarized)

98-191e

for Application No(s): SE98P050
(enter County-assigned application number(s))

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

(2) WEST*GROUP MANAGEMENT LLC
1600 Anderson Road
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 ^{members} shareholders, and all of the ^{members} 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 ^{Members} ~~SHAREHOLDERS~~: (enter first name, middle initial & last name)

(6) PARK GATE GROUP LLC

(9) RA WEST, INC.

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

(6) PARK GATE GROUP LLC
1600 Anderson Road
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less ^{members} shareholders, and all of the ^{members} 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 ^{MEMBERS} ~~SHAREHOLDERS~~: (enter first name, middle initial & last name)

(4) WEST*PARK ASSOCIATES L.P.

(5) WEST*GATE, A VIRGINIA L.P.

(3) WEST*GROUP, INC.

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

DATE: 2/18/99
(enter date affidavit is notarized)

98-191e

for Application No(s): SE98 P050
(enter County-assigned application number(s))

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

10)

WESTEQUITIES, INC.
1600 ANDERSON ROAD
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)

GERALD T HALPIN
THOMAS F NICHOLSON
CHARLES B. EWING, JR.
MARTHA U. SEELEY

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

(8)

WEST*GROUP, INC.
1600 ANDERSON ROAD
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)

GERALD T HALPIN
CHARLES B. EWING, JR.
THOMAS F. NICHOLSON
THE MARTHA U. SEELEY FAMILY TRUST F/B/O MARTHA U. SEELEY

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

DATE: 2/18/99
(enter date affidavit is notarized)

98-1916

for Application No(s): SE98 P050
(enter County-assigned application number(s))

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

1) EAGLE MANAGEMENT CORPORATION
7979 EAST BOULEVARD DRIVE
ALEXANDRIA, VA 22308

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)

GERALD T. HALPIN

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

2) THE SEELEY FAMILY CORPORATION
1441 KIRBY ROAD
MCLEAN, VA 22101

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)

MARTHA U. SEELEY

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

DATE: 2/18/99
(enter date affidavit is notarized)

98-1916

for Application No(s): SE98 P050
(enter County-assigned application number(s))

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

SOUTHFORK CORPORATION
1322 MERCHANT LANE
MCLEAN, VA 22101

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)

CHARLES B. EWING, JR.

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

4) FAIREAN ROAD CORPORATION
400 CHAIN BRIDGE ROAD
MCLEAN, VA 22101

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)

THOMAS F. NICHOLSON

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

DATE: 2/18/99
(enter date affidavit is notarized)

98-141-5

for Application No(s): SR 98050
(enter County-assigned application number(s))

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

3) HUNTLEY, NYCE AND ASSOCIATES, LTD.
7202 POPLAR STREET
ANNANDALE, VA 22003

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)

1/5) HUNTLEY, NYCE COMPANY

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

5) HUNTLEY, NYCE COMPANY
7202 POPLAR STREET
ANNANDALE, VA 22003

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)

CHARLES J. HUNTLEY
LESTER O. NYCE
ROBERT L. SPROLES

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

DATE: 2/18/99
(enter date affidavit is notarized)

98-1916

for Application No(s): SE98P050
(enter County-assigned application number(s))

(9)

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

RA WEST, INC.

C/O CGR ADVISORS

950 EAST PACES FERRY RD, SUITE 2275, ATLANTA, GA 30326

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.

(19)

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

ROLIM ASSOCIATES, A GENERAL PARTNERSHIP

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

(7)

ROLIM WEST LLC

C/O CGR ADVISORS

950 EAST PACES FERRY RD, SUITE 2275, ATLANTA, GA 30326

DESCRIPTION OF CORPORATION: (check one statement)

- There are 10 or less ^{members} ~~shareholders~~, and all of the ^{members} ~~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.

MEMBERS

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

(8)

ROLIM REAL ESTATE INVESTMENTS, Inc.

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

DATE: 2/18/99
(enter date affidavit is notarized)

98-1916

for Application No(s): Se98 P050
(enter County-assigned application number(s))

(18) NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
ROLIM REAL ESTATE INVESTMENTS INC.
C/O CGR ADVISORS
950 EAST PACES FERRY RD, SUITE 2275, ATLANTA, GA 30326
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.

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

(19) ROLIM ASSOCIATES, A GENERAL PARTNERSHIP

(20) NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
WESTGATE VIRGINIA INC.
1600 Anderson Road
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.

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

THE MAPLE FAMILY TRUST F/B/O RUTH U. COVO; HOWARD ULFELDER FIRST MARITAL FUND F/B/O HOWARD ULFELDER, JR., JOHN C. ULFELDER AND THOMAS H. ULFELDER; THE MARTHA U. SEELEY FAMILY TRUST F/B/O MARTHA U. SEELEY, JOHN N. SEELEY, MARGARET A. SEELEY AND JULIE A. SEELEY; SIDNEY ULFELDER FAMILY TRUST F/B/O SANDRA U. WALLICK; SIDNEY ULFELDER FAMILY TRUST F/B/O BARBARA U. SMITH; HELEN R. HALPIN; GERALD T. HALPIN.

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

DATE: 2/18/99
(enter date affidavit is notarized)

98-19/6

for Application No(s): SE98PO50
(enter County-assigned application number(s))

(22) NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
STICHTING PENSIOENFONDS Abp (Pension Fund)

OUDE OPINDASTRAAT 70

6411 EJ HEERDEA THE NETHERLANDS

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)

_____	_____
_____	_____
_____	_____
_____	_____

(21) NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
SUNDAM II B.V.

c/o CGR ADVISORS

950 EAST PACES FERRY RD, SUITE 2275, ATLANTA, GA 30326

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)

(23) RODAMCO NORTH AMERICA B.V.

_____	_____
_____	_____
_____	_____
_____	_____

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

DATE: 2/18/99
(enter date affidavit is notarized)

98-1912

for Application No(s): SE 98 P050
(enter County-assigned application number(s))

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
(23) RODAMCO NORTH AMERICA B.V.
c/o CGR ADVISORS
950 EAST PACES FERRY RD, SUITE 2275, ATLANTA, GA 30326

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)
(24) RODAMCO N.V.
(22) STICHTING PENSIOENFUNDS Abp

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
(24) RODAMCO N.V.
Coolsingel 120
3011 AG ROTTERDAM THE NETHERLANDS

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)
(22) STICHTING PENSIOENFUNDS Abp

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

SPECIAL EXCEPTION AFFIDAVIT

DATE: 2/18/99
(enter date affidavit is notarized)

98-1916

for Application No(s): SE98PO50
(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)

(5) WESTGATE VIRGINIA LIMITED PARTNERSHIP
1600 ANDERSON ROAD
MCLEAN, 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)

(20) GENERAL PARTNER:
WESTGATE VIRGINIA, INC.

(16) LIMITED PARTNERS:
WESTEQUITIES ASSOCIATES L.P.
HOWARD ULFELDER FIRST MARITAL FUND F/B/O HOWARD ULFELDER, JR., JOHN C. ULFELDER AND THOMAS H. ULFELDER
HOWARD ULFELDER IRREVOCABLE TRUST F/B/O HOWARD ULFELDER, JR.
HOWARD ULFELDER IRREVOCABLE TRUST F/B/O JOHN C. ULFELDER
HOWARD ULFELDER IRREVOCABLE TRUST F/B/O THOMAS H. ULFELDER
HOWARD ULFELDER 1983 IRREVOCABLE TRUST F/B/O HOWARD ULFELDER, JR., SUSANNA ULFELDER, JENNIFER ULFELDER,
STEVEN ULFELDER, DAVID ULFELDER AND ABIGAIL ULFELDER
HOWARD ULFELDER 1983 IRREVOCABLE TRUST F/B/O JOHN C. ULFELDER, SUSAN ULFELDER, WILLIAM ULFELDER, AND
JOHN ULFELDER, JR.
HOWARD ULFELDER 1983 IRREVOCABLE TRUST F/B/O THOMAS H. ULFELDER, JEAN ULFELDER, EMILY ULFELDER, ALEX
ULFELDER AND JAMES ULFELDER
THE MAPLE FAMILY TRUST F/B/O RUTH COVO
THE BLACK OAK TRUST F/B/O JOANNE COVO
THE WHITE OAK TRUST F/B/O MARILYN COVO
KRISTEN COVO
PETER PAUL COVO
NATHANIEL SCHMIDT
MATTHEW SCHMIDT
SIDNEY ULFELDER IRREVOCABLE TRUST F/B/O SANDRA WALLICK
SIDNEY ULFELDER IRREVOCABLE TRUST F/B/O BARBARA SMITH
SIDNEY ULFELDER FAMILY TRUST F/B/O SANDRA WALLICK
SIDNEY ULFELDER FAMILY TRUST F/B/O BARBARA SMITH
THE MARTHA U. SEELEY FAMILY TRUST F/B/O MARTHA U. SEELEY, JOHN N. SEELEY, MARGARET R. SEELEY, AND JULIE A.
SEELEY
THE RUDOLPH SEELEY AND MARTHA U. SEELEY IRREVOCABLE TRUST F/B/O JOHN N. SEELEY
THE RUDOLPH SEELEY AND MARTHA U. SEELEY IRREVOCABLE TRUST F/B/O MARGARET R. SEELEY
THE RUDOLPH SEELEY AND MARTHA U. SEELEY IRREVOCABLE TRUST F/B/O JULIE A. SEELEY
THOMAS H. ULFELDER

(check if applicable) [X] There is more partnership information and Par. 1(c) is continued on a "Special Exception Affidavit Attachment 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.

DATE: 2/18/99
(enter date affidavit is notarized)

98-191e

for Application No(s): SE 98 0050
(enter County-assigned application number(s))

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

(S) WEST*GATE, A VIRGINIA LIMITED PARTNERSHIP (CONTINUED)
1600 ANDERSON ROAD
MCLEAN, 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)

LIMITED PARTNERS (CONTINUED):

CHERYL N. LILLENSTEIN
RICHARD NIEDERMAN
ROBERT NIEDERMAN
PETER T. HALPIN
JOHN B. PHILLIPS TESTAMENTARY TRUST F/B/O WILLIAM H. CROCKET, ANN CROCKET CRUMP, CAROL KRAUSS, CHARLES PHILLIPS, FRANCES G. PHILLIPS, HARRY PHILLIPS, JOHN PHILLIPS AND BETTY SALIGA

Multiple sets of horizontal lines for additional partner information.

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

DATE: 2/18/99
(enter date affidavit is notarized)

98-1916

for Application No(s): SE 98 P050
(enter County-assigned application number(s))

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

(5) WESTGATE, A VIRGINIA LIMITED PARTNERSHIP (CONTINUED)
1600 ANDERSON ROAD
MCLEAN, 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)

LIMITED PARTNERS (CONTINUED):

JOHN C. ULFELDER
JOHN N. SEELEY
JULIE ANN SEELEY
MARGARET R. SEELEY
MARTHA U. SEELEY
GERALD T. HALPIN
HELEN R. HALPIN
JOHN N. GROVER
LESTER WEIL, TRUSTEE, U/D/T 5/29/76 F/B/O LESTER L. WEIL AND RUTH S. WEIL
(25) ENFIELD ASSOCIATES
THOMAS F. NICHOLSON
CHARLES B. EWING, JR.
EMILY W. MYATT
SHERIDAN NICHOLSON
THE RAYMOND FRIEDMAN TRUST F/B/O MYRA FRIEDMAN
MYRA FRIEDMAN
J. NORMA AND BARBARA ROSSEN REV. TRUST F/B/O J. NORMAN ROSSEN AND BARBARA ROSSEN
GEORGE C. PIERCE
JACQUES WACHTEL
ROSE WACHTEL
JACOB AND DOROTHY ENTEL, JOINT TENANTS WITH RIGHT OF SURVIVORSHIP
KEITH RUMBEL
HELEN RUMBEL
R. O. WEBSTER
THE ELLIOT MITCHELL TRUST F/B/O MILDRED MITCHELL
ROGER A. GOLDE
JOSEPH PHILIPSON TRUST F/B/O STELLA PHILIPSON, JEAN PHILIPSON, DAVID PHILIPSON, ALICE PHILIPSON, ROBERT PHILIPSON, STEPHANIE RAUGUST AND HIROMI IDEHAR
NIEDERMAN FAMILY TRUST F/B/O RICHARD NIEDERMAN AND ROBERT NIEDERMAN
CHARLES G. LUBAR
NANCY L. SOMMERS
JOAN L. ALVAREZ
KURT AND/OR SUSAN BERLIN
HARRIET D. MCLUCAS
BRUCE MARK OLCOTT
MIRIAM B. AND HAROLD M. LANDAU
JOHN B. PHILLIPS
RUTH E. WACHTEL
JANET L. WACHTEL
ALAN L. WACHTEL
LENA GITTER
ELEANOR M. CELLER
JEROME NIEDERMAN TRUST F/B/O JACQUELINE NIEDERMAN, MICHAEL NIEDERMAN AND MARK NIEDERMAN

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

DATE: 2/18/99
(enter date affidavit is notarized)

98-1916

for Application No(s): SE98 P050
(enter County-assigned application number(s))

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

(16) WESTEQUITIES ASSOCIATES LIMITED PARTNERSHIP
1600 ANDERSON ROAD
MCLEAN, 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)

(10) GENERAL PARTNER:
WESTEQUITIES, INC.

LIMITED PARTNERS:

- GERALD T. HALPIN
- THOMAS F. NICHOLSON
- CHARLES B. EWING, JR.
- MARTHA U. SEELEY
- LINDA P. BEALE
- JOAN W. HOWE
- WILLIAM A. CLARK
- FLOYD D. DAVIS
- WOODROW DUNCAN, JR.
- PAMELA J. EDGEBERT
- THOMAS D. FLEURY
- MARY FOSTER
- FREZEL GRAHAM
- C. B. HAMMERLE
- R. L. HEDGPETH
- GEORGE E. HEFLIN
- MARGARET DAWN HOLBROOK
- MYRA C. HUGHES
- JOHN T. KENNEY
- JEFFREY LEE LONG
- MALCOLM J. LONG
- MICHAEL D. LYNCH
- KATHRYN A. MACLANE
- DAVID S. MCCOY
- MITCHELLE C. MCCrackEN
- ROBERT C. NEWMAN
- ROGER W. PHIPPS
- ROBERT A. POTTS
- ELIZABETH M. SAMPSON
- JANET L. SISSON
- LARRY E. SMITH
- LEROY DEMPSEY SMITH
- HARRY E. TILSON
- DALE R. TOLLEY
- PAUL JR AND KATHERINE AN WEBER
- FRANCES LOUISE WICKER
- BRUCE K. WILBER
- DANIEL L. WONG
- WALTER A. WOOD III

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

DATE: 2/18/99
(enter date affidavit is notarized)

98-1914

for Application No(s): SC98 P050
(enter County-assigned application number(s))

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

(4) WEST*PARK ASSOCIATES LIMITED PARTNERSHIP
1600 ANDERSON ROAD
MCLEAN, 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:

- (11) EAGLE MANAGEMENT CORPORATION
- (13) SOUTHFORK CORPORATION
- (12) THE SEELEY FAMILY CORPORATION
- (14) FAIRFAX ROAD CORPORATION
- GERALD T. HALPIN
- CHARLES B. EWING, JR.
- THOMAS F. NICHOLSON

LIMITED PARTNERS:

- THE MARTHA U. SEELEY FAMILY TRUST F/B/O JOHN SEELEY, MARGARET RUTH SEELEY, JULIE ANN SEELEY
- HOWARD ULFELDER IRREVOCABLE TRUST F/B/O HOWARD ULFELDER, JR.
- HOWARD ULFELDER IRREVOCABLE TRUST F/B/O JOHN C. ULFELDER
- HOWARD ULFELDER IRREVOCABLE TRUST F/B/O THOMAS H. ULFELDER
- THE MAPLE FAMILY TRUST F/B/O RUTH ULFELDER COVO
- THE BLACK OAK TRUST F/B/O JOANNE COVO
- THE WHITE OAK TRUST F/B/O MARILYN COVO SCHMIDT
- RUDOLPH G. SEELEY AND MARTHA U. SEELEY IRREVOCABLE TRUST U/D/D 12/15/70 F/B/O JULIE ANN SEELEY
- RUDOLPH G. SEELEY AND MARTHA U. SEELEY IRREVOCABLE TRUST U/D/D 12/15/70 F/B/O JOHN NICHOLAS SEELEY
- RUDOLPH G. SEELEY AND MARTHA U. SEELEY IRREVOCABLE TRUST U/D/D 12/14/70 F/B/O MARGARET RUTH SEELEY
- SIDNEY ULFELDER IRREVOCABLE TRUSTS U/D/D 12/15/70 F/B/O BARBARA ULFELDER SMITH
- SIDNEY ULFELDER IRREVOCABLE TRUSTS U/D/D 12/15/70 F/B/O SANDRA ULFELDER WALLICK
- (17) THE 1985 GROUP
- (16) WESTEQUITIES ASSOCIATES L.P.
- (8) WEST*GROUP, INC.
- (1) WEST*GROUP PROPERTIES LLC
- (2) WEST*GROUP MANAGEMENT LLC

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

DATE: 2/19/99
(enter date affidavit is notarized)

98-1918

for Application No(s): SE 98 P 050
(enter County-assigned application number(s))

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

- (19) ROLIM ASSOCIATES, A GENERAL PARTNERSHIP
- C/O CGR ADVISORS
- 950 EAST PACES FERRY RD, SUITE 2275, ATA/LANTA, GA 30326

(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)

- (21) SUNDAM II B.V., G.P.
- (22) STICHTING PENSIOENFONDS Abp, G.P.

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

DATE: 2/18/99
(enter date affidavit is notarized)

98-1916

for Application No(s): SE98 P050
(enter County-assigned application number(s))

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

(17) THE 1985 GROUP
1600 ANDERSON ROAD
MCLEAN, 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 PARTNER
GERALD T. HALPIN

LIMITED PARTNERS:
FRANK J. HALPIN
MARY H. NODAR
KATHRYN A. MACLANE
JAMES T. HALPIN

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

SPECIAL EXCEPTION AFFIDAVIT

DATE: 2/18/99
(enter date affidavit is notarized)

98191e

for Application No(s): SE 98 P050
(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 "Special Exception 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.)

Supervisor Dix \$100 from Kathryn A. MacLane 4/97
Supervisor Kaufman \$200 from Kathryn A. MacLane 11/97
Chairwoman Hanley \$250 from Kathryn A. MacLane 12/97
Supervisor Dix \$100 from Kathryn A. MacLane 3/98

(check if applicable) [x] There are more disclosures to be listed and Par. 3 is continued on a "Special Exception 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:

WEST*GROUP MANAGEMENT LLC

(check one) [] Applicant [x] Applicant's Authorized Agent

Thomas D. Fleury, Sr. Vice President Development Services
(type or print first name, middle initial, last name & title of signee)

Subscribed and sworn to before me this 18 day of February, 19 99, in the state of Virginia.

My commission expires: 10/31/99

Margaret S. Bennett
Notary Public

SPECIAL EXCEPTION AFFIDAVIT

DATE: 2/18/19 (enter date affidavit is notarized)

I, Charles B. Ewing, Jr., WEST*GROUP PROPERTIES LLC, do hereby state that I am an (enter name of applicant or authorized agent)

(check one) [x] applicant [] applicant's authorized agent listed in Par. 1(a) below

98-1926

in Application No(s): SE98P051 (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). Contains entries for WEST*GROUP PROPERTIES LLC, WEST*GROUP MANAGEMENT LLC, and HUNTLEY, NYCE & ASSOCIATES LTD.

(check if applicable) [] There are more relationships to be listed and Par. 1(a) is continued on a "Special Exception 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).

DATE: 2/18/99
(enter date affidavit is notarized)

98-1915

for Application No(s): RE 98-P-050
(enter County-assigned application number(s))

Supervisor Dix	\$100 from G. T. Halpin	3/98
Supervisor Frey	\$250 from Kathryn A. MacLane	6/98
Supervisor Connolly	\$540 from Kathryn A. MacLane	9/98
Supervisor Bulova	\$150 from Kathryn A. MacLane	9/98
Supervisor Hyland	\$200 from Kathryn A. MacLane	10/98
Supervisor Hyland	\$200 from Charles B. Ewing, Jr.	10/98
Supervisor Dix	\$250 from Kathryn A. MacLane	11/98
Supervisor McConnell	\$250 from Kathryn A. MacLane	1/99
Supervisor Gross	\$250 from Kathryn A. MacLane	2/99
Supervisor Hyland	\$200 from Charles H. Smith, Jr.	10/98
Supervisor Hyland	\$995 from G. T. Halpin and Helen Halpin	11/98

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

DATE: 2/18/19
(enter date affidavit is notarized)

98-1926

for Application No(s): SE98 P051
(enter County-assigned application number(s))

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
(2) WEST*GROUP MANAGEMENT LLC
1600 Anderson Road
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 ^{members} shareholders, and all of the ^{members} 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 ^{members} SHAREHOLDERS: (enter first name, middle initial & last name)
(6) PARK GATE GROUP LLC
(9) RA WEST, INC.

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
(6) PARK GATE GROUP LLC
1600 Anderson Road
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)
 There are 10 or less ^{members} shareholders, and all of the ^{members} 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 ^{MEMBERS} SHAREHOLDERS: (enter first name, middle initial & last name)
4) WEST*PARK ASSOCIATES L.P.
5) WEST*GATE, A VIRGINIA L.P.
3) WEST*GROUP, INC.

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

SPECIAL EXCEPTION AFFIDAVIT

DATE: 2/18/19
(enter date affidavit is notarized)

98-1126

for Application No(s): SC 98 P051
(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:

(NOTE: Include sole proprietorships herein.)

CORPORATION INFORMATION

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

(1) WEST*GROUP PROPERTIES LLC
1600 Anderson Road
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 ^{members} shareholders, and all of the ^{members} 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 ^{MEMBERS} SHAREHOLDERS: (enter first name, middle initial, last name & title)

(6) PARK GATE GROUP LLC

(7) ROLIM WEST LLC

(check if applicable) There is more corporation information and Par. 1(b) is continued on a "Special Exception Affidavit Attachment 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.

DATE: 2/18/19
(enter date affidavit is notarized)

98-1926

for Application No(s): SE 98 P051
(enter County-assigned application number(s))

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

1) EAGLE MANAGEMENT CORPORATION
7979 EAST BOULEVARD DRIVE
ALEXANDRIA, VA 22308

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)

GERALD T. HALPIN	_____	_____
_____	_____	_____
_____	_____	_____

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

2) THE SEFLEY FAMILY CORPORATION
1441 KIRBY ROAD
MCLEAN, VA 22101

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)

MARTHA U. SEELEY	_____	_____
_____	_____	_____
_____	_____	_____

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

DATE: 2/18/19
(enter date affidavit is notarized)

98-1926

for Application No(s): SE98P051
(enter County-assigned application number(s))

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

10) WESTEQUITIES, INC.
1600 ANDERSON ROAD
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)

GERALD T. HALPIN
THOMAS F. NICHOLSON
CHARLES B. EWING, JR.
MARTHA U. SEELEY

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

(8) WEST*GROUP, INC.
1600 ANDERSON ROAD
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)

GERALD T. HALPIN
CHARLES B. EWING, JR.
THOMAS F. NICHOLSON
THE MARTHA U. SEELEY FAMILY TRUST F/B/O MARTHA U. SEELEY

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

DATE: 2/18/99
(enter date affidavit is notarized)

98-1926

for Application No(s): SE98 P051
(enter County-assigned application number(s))

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

3) HUNTLEY, NYCE AND ASSOCIATES, LTD.
7202 POPLAR STREET
ANNANDALE, VA 22003

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)

4) HUNTLEY, NYCE COMPANY

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

5) HUNTLEY, NYCE COMPANY
7202 POPLAR STREET
ANNANDALE, VA 22003

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)

CHARLES J HUNTLEY
LESTER O. NYCE
ROBERT L. SPROLES

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

DATE: 2/18/99
(enter date affidavit is notarized)

98-1926

for Application No(s): SE98 P051
(enter County-assigned application number(s))

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

SOUTHFORK CORPORATION
1322 MERCHANT LANE
MCLEAN, VA 22101

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)

CHARLES B. EWING, JR.

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

14) FAIREAX ROAD CORPORATION
400 CHAIN BRIDGE ROAD
MCLEAN, VA 22101

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)

THOMAS F. NICHOLSON

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

DATE: 2/18/99
(enter date affidavit is notarized)

98-1926

for Application No(s): SE 98 P051
(enter County-assigned application number(s))

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

(18) ROLIM REAL ESTATE INVESTMENTS INC
C/O CGR ADVISORS
950 EAST PACES FERRY RD, SUITE 2275, ATLANTA, GA 30326

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)

(19) ROLIM ASSOCIATES, A GENERAL PARTNERSHIP

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

(20) WEST*GATE VIRGINIA INC.
1600 Anderson Road
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)

THE MAPLE FAMILY TRUST F/B/O RUTH U. COVO; HOWARD ULFELDER FIRST MARITAL FUND F/B/O HOWARD ULFELDER, JR., JOHN C. ULFELDER AND THOMAS H. ULFELDER; THE MARTHA U. SEELEY FAMILY TRUST F/B/O MARTHA U. SEELEY, JOHN N. SEELEY, MARGARET A. SEELEY AND JULIE A. SEELEY; SIDNEY ULFELDER FAMILY TRUST F/B/O SANDRA U. WALLICK; SIDNEY ULFELDER FAMILY TRUST F/B/O BARBARA U. SMITH; HELEN R. HALPIN; GERALD T. HALPIN

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

DATE: 2/18/99
(enter date affidavit is notarized)

98-1126

for Application No(s): SE98P051
(enter County-assigned application number(s))

(9)

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
RA WEST, INC.
C/O CGR ADVISORS
950 EAST PACES FERRY RD, SUITE 2275, ATLANTA, GA 30326

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.

(19)

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial & last name)
ROLIM ASSOCIATES, A GENERAL PARTNERSHIP

(7)

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
ROLIM WEST LLC
C/O CGR ADVISORS
950 EAST PACES FERRY RD, SUITE 2275, ATLANTA, GA 30326

DESCRIPTION OF CORPORATION: (check one statement)
 There are 10 or less ^{members} ~~shareholders~~, and all of the ^{members} ~~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.

(8)

NAMES OF THE MEMBERS: (enter first name, middle initial & last name)
ROLIM REAL ESTATE INVESTMENTS, Inc.

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

DATE: 2/18/99
(enter date affidavit is notarized)

98-1926

for Application No(s): SE98 P 051
(enter County-assigned application number(s))

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
(23) RODAMCO NORTH AMERICA B.V.
c/o CGR ADVISORS
950 EAST PACES FERRY RD, SUITE 2275, ATLANTA, GA 30326

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)
(24) RODAMCO N.V.
(22) STICHTING PENSIOENFUNDUS Abp

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
(24) RODAMCO N.V.
Coolsingel 120
3011 AG ROTTERDAM THE NETHERLANDS

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)
(22) STICHTING PENSIOENFUNDUS Abp

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

DATE: 2/18/99
(enter date affidavit is notarized)

98-1926

for Application No(s): SE98 P 051
(enter County-assigned application number(s))

(22) NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
STICHTING PENSIOENFONDS Abp (Pension Fund)
OUDE OPINDASTRAAT 70
6411 EJ HEERDEA THE NETHERLANDS

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)

(21) NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
SUNDAM II B.V.
c/o CGR ADVISORS
950 EAST PACES FERRY RD, SUITE 2275, ATLANTA, GA 30326

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.

(23) NAMES OF THE SHAREHOLDERS: (enter first name, middle initial & last name)
RODAMCO NORTH AMERICA B.V.

(check if applicable) There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

DATE: 2/18/99
(enter date affidavit is notarized)

98-1926

for Application No(s): SE98 P051
(enter County-assigned application number(s))

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

(5) WEST GATE, A VIRGINIA LIMITED PARTNERSHIP (CONTINUED)
1600 ANDERSON ROAD
MCLEAN, 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)

LIMITED PARTNERS (CONTINUED):

JOHN C. ULFELDER
JOHN N. SEELEY
JULIE ANN SEELEY
MARGARET R. SEELEY
MARTHA U. SEELEY
GERALD T. HALPIN
HELEN R. HALPIN
JOHN N. GROVER
(25) LESTER WEIL, TRUSTEE, U/D/T 5/29/76 F/B/O LESTER L. WEIL AND RUTH S. WEIL
ENFIELD ASSOCIATES
THOMAS F. NICHOLSON
CHARLES B. EWING, JR.
EMILY W. MYATT
SHERIDAN NICHOLSON
THE RAYMOND FRIEDMAN TRUST F/B/O MYRA FRIEDMAN
MYRA FRIEDMAN
J. NORMA AND BARBARA ROSSEN REV. TRUST F/B/O J. NORMAN ROSSEN AND BARBARA ROSSEN
GEORGE C. PIERCE
JACQUES WACHTEL
ROSE WACHTEL
JACOB AND DOROTHY ENTEL, JOINT TENANTS WITH RIGHT OF SURVIVORSHIP
KEITH RUMBEL
HELEN RUMBEL
R. O. WEBSTER
THE ELLIOT MITCHELL TRUST F/B/O MILDRED MITCHELL
ROGER A. GOLDE
JOSEPH PHILIPSON TRUST F/B/O STELLA PHILIPSON, JEAN PHILIPSON, DAVID PHILIPSON, ALICE PHILIPSON, ROBERT PHILIPSON, STEPHANIE RAUGUST AND HIROMI IDEHAR
NIEDERMAN FAMILY TRUST F/B/O RICHARD NIEDERMAN AND ROBERT NIEDERMAN
CHARLES G. LUBAR
NANCY L. SOMMERS
JOAN L. ALVAREZ
KURT AND/OR SUSAN BERLIN
HARRIET D. MCLUCAS
BRUCE MARK OLCOTT
MIRIAM B. AND HAROLD M. LANDAU
JOHN B. PHILLIPS
RUTH E. WACHTEL
JANET L. WACHTEL
ALAN L. WACHTEL
LENA GITTER
ELEANOR M. CELLER
JEROME NIEDERMAN TRUST F/B/O JACQUELINE NIEDERMAN, MICHAEL NIEDERMAN AND MARK NIEDERMAN

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

SPECIAL EXCEPTION AFFIDAVIT

DATE: 2/18/99 (enter date affidavit is notarized)

98-1926

for Application No(s): SE98 P057 (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)

(5) WESTGATE, A VIRGINIA LIMITED PARTNERSHIP 1600 ANDERSON ROAD MCLEAN, 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)

(20) GENERAL PARTNER: WESTGATE VIRGINIA, INC.

(16) LIMITED PARTNERS: WESTEQUITIES ASSOCIATES L.P. HOWARD ULFELDER FIRST MARITAL FUND F/B/O HOWARD ULFELDER, JR., JOHN C. ULFELDER AND THOMAS H. ULFELDER HOWARD ULFELDER IRREVOCABLE TRUST F/B/O HOWARD ULFELDER, JR. HOWARD ULFELDER IRREVOCABLE TRUST F/B/O JOHN C. ULFELDER HOWARD ULFELDER IRREVOCABLE TRUST F/B/O THOMAS H. ULFELDER HOWARD ULFELDER 1983 IRREVOCABLE TRUST F/B/O HOWARD ULFELDER, JR., SUSANNA ULFELDER, JENNIFER ULFELDER, STEVEN ULFELDER, DAVID ULFELDER AND ABIGAIL ULFELDER HOWARD ULFELDER 1983 IRREVOCABLE TRUST F/B/O JOHN C. ULFELDER, SUSAN ULFELDER, WILLIAM ULFELDER, AND JOHN ULFELDER, JR. HOWARD ULFELDER 1983 IRREVOCABLE TRUST F/B/O THOMAS H. ULFELDER, JEAN ULFELDER, EMILY ULFELDER, ALEX ULFELDER AND JAMES ULFELDER THE MAPLE FAMILY TRUST F/B/O RUTH COVO THE BLACK OAK TRUST F/B/O JOANNE COVO THE WHITE OAK TRUST F/B/O MARILYN COVO KRISTEN COVO PETER PAUL COVO NATHANIEL SCHMIDT MATTHEW SCHMIDT SIDNEY ULFELDER IRREVOCABLE TRUST F/B/O SANDRA WALLICK SIDNEY ULFELDER IRREVOCABLE TRUST F/B/O BARBARA SMITH SIDNEY ULFELDER FAMILY TRUST F/B/O SANDRA WALLICK SIDNEY ULFELDER FAMILY TRUST F/B/O BARBARA SMITH THE MARTHA U. SEELEY FAMILY TRUST F/B/O MARTHA U. SEELEY, JOHN N. SEELEY, MARGARET R. SEELEY, AND JULIE A. SEELEY THE RUDOLPH SEELEY AND MARTHA U. SEELEY IRREVOCABLE TRUST F/B/O JOHN N. SEELEY THE RUDOLPH SEELEY AND MARTHA U. SEELEY IRREVOCABLE TRUST F/B/O MARGARET R. SEELEY THE RUDOLPH SEELEY AND MARTHA U. SEELEY IRREVOCABLE TRUST F/B/O JULIE A. SEELEY THOMAS H. ULFELDER

(check if applicable) [X] There is more partnership information and Par. 1(c) is continued on a "Special Exception Affidavit Attachment 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.

DATE: 2/18/99
(enter date affidavit is notarized)

98-1926

for Application No(s): SE98 P051
(enter County-assigned application number(s))

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

(4) WEST *PARK ASSOCIATES LIMITED PARTNERSHIP
1600 ANDERSON ROAD
MCLEAN, 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:

(11) EAGLE MANAGEMENT CORPORATION
(13) SOUTHFORK CORPORATION
(12) THE SEELEY FAMILY CORPORATION
(14) FAIRFAX ROAD CORPORATION
GERALD T. HALPIN
CHARLES B. EWING, JR.
THOMAS F. NICHOLSON

LIMITED PARTNERS:

(17) THE MARTHA U. SEELEY FAMILY TRUST F/B/O JOHN SEELEY, MARGARET RUTH SEELEY, JULIE ANN SEELEY
(16) HOWARD ULFELDER IRREVOCABLE TRUST F/B/O HOWARD ULFELDER, JR.
(2) HOWARD ULFELDER IRREVOCABLE TRUST F/B/O JOHN C. ULFELDER
(1) HOWARD ULFELDER IRREVOCABLE TRUST F/B/O THOMAS H. ULFELDER
(2) THE MAPLE FAMILY TRUST F/B/O RUTH ULFELDER COVO
(1) THE BLACK OAK TRUST F/B/O JOANNE COVO
(1) THE WHITE OAK TRUST F/B/O MARILYN COVO SCHMIDT
(1) RUDOLPH G. SEELEY AND MARTHA U. SEELEY IRREVOCABLE TRUST U/D/D 12/15/70 F/B/O JULIE ANN SEELEY
(1) RUDOLPH G. SEELEY AND MARTHA U. SEELEY IRREVOCABLE TRUST U/D/D 12/15/70 F/B/O JOHN NICHOLAS SEELEY
(1) RUDOLPH G. SEELEY AND MARTHA U. SEELEY IRREVOCABLE TRUST U/D/D 12/14/70 F/B/O MARGARET RUTH SEELEY
(1) SIDNEY ULFELDER IRREVOCABLE TRUSTS U/D/D 12/15/70 F/B/O BARBARA ULFELDER SMITH
(1) SIDNEY ULFELDER IRREVOCABLE TRUSTS U/D/D 12/15/70 F/B/O SANDRA ULFELDER WALLICK
(1) THE 1985 GROUP
(1) WESTEQUITIES ASSOCIATES L.P.
(2) WEST *GROUP, INC.
(1) WEST *GROUP PROPERTIES LLC
(2) WEST *GROUP MANAGEMENT LLC(check if applicable) [X] There is more partnership information and Par. 1(c) is continued
further on a "Special Exception Attachment to Par. 1(c)" form.

DATE: 2/18/99
(enter date affidavit is notarized)

98-1926

for Application No(s): SE98 P051
(enter County-assigned application number(s))

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

(5) WEST GATE, A VIRGINIA LIMITED PARTNERSHIP (CONTINUED)
1600 ANDERSON ROAD
MCLEAN, 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)

LIMITED PARTNERS (CONTINUED):

CHERYL N. LILIENSTEIN
RICHARD NIEDERMAN
ROBERT NIEDERMAN
PETER T. HALPIN
JOHN B. PHILLIPS TESTAMENTARY TRUST F/B/O WILLIAM H. CROCKET, ANN CROCKET CRUMP, CAROL KRAUSS, CHARLES PHILLIPS, FRANCES G. PHILLIPS, HARRY PHILLIPS, JOHN PHILLIPS AND BETTY SALIGA

Two columns of horizontal lines for listing additional limited partners.

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

DATE: 2/18/99
(enter date affidavit is notarized)

98-1926

for Application No(s): SE98 P051
(enter County-assigned application number(s))

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

(17) THE 1985 GROUP
1600 ANDERSON ROAD
MCLEAN, 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 PARTNER:
GERALD T. HALPIN

LIMITED PARTNERS:
FRANK J. HALPIN
MARY H. NODAR
KATHRYN A. MACLANE
JAMES T. HALPIN

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

DATE: 2/18/99
(enter date affidavit is notarized)

98-1926

for Application No(s): SE980051
(enter County-assigned application number(s))

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

(16) WESTEQUITIES ASSOCIATES LIMITED PARTNERSHIP
1600 ANDERSON ROAD
MCLEAN, 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)

(10) GENERAL PARTNER:
WESTEQUITIES, INC

- LIMITED PARTNERS:
- GERALD T. HALPIN
 - THOMAS F. NICHOLSON
 - CHARLES B. EWING, JR.
 - MARTHA U. SEELEY
 - LINDA P. BEALE
 - JOAN W. BOWE
 - WILLIAM A. CLARK
 - FLOYD D. DAVIS
 - WOODROW DUNCAN, JR.
 - PAMELA J. EDGEBERT
 - THOMAS D. FLEURY
 - MARY FOSTER
 - FREZEL GRAHAM
 - C. B. HAMMERLE
 - R. L. HEDGPETH
 - GEORGE E. HEFLIN
 - MARGARET DAWN HOLBROOK
 - MYRA C. HUGHES
 - JOHN T. KENNEY
 - JEFFREY LEE LONG
 - MALCOLM J. LONG
 - MICHAEL D. LYNCH
 - KATHRYN A. MACLANE
 - DAVID S. MCCOY
 - MITCHELLE C. MCCRACKEN
 - ROBERT C. NEWMAN
 - ROGER W. PHIPPS
 - ROBERT A. POTTS
 - ELIZABETH M. SAMPSON
 - JANET L. SISSON
 - LARRY E. SMITH
 - LEROY DEMPSEY SMITH
 - HARRY E. TILSON
 - DALE R. TOLLEY
 - PAUL JR AND KATHERINE AN WEBER
 - FRANCES LOUISE WICKER
 - BRUCE K. WILBER
 - DANIEL L. WONG
 - WALTER A. WOOD III

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

DATE: 2/18/99
(enter date affidavit is notarized)

98-1926

for Application No(s): SE98P051
(enter County-assigned application number(s))

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

(19) ROLIM ASSOCIATES, A GENERAL PARTNERSHIP
C/O CGR ADVISORS
950 EAST PACES FERRY RD, SUITE 2275, ATA/LANTA, GA 30326

(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)

- (21) SUNDAM II B.V., G.P.
- (22) STICHTING PENSIOENFONDS Abp, G.P.

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

DATE: 2/18/99
(enter date affidavit is notarized)

98-1925

for Application No(s): SE 98-P-051
(enter County-assigned application number(s))

Supervisor Dix	\$100 from G. T. Halpin	3/98
Supervisor Frey	\$250 from Kathryn A. MacLane	6/98
Supervisor Connolly	\$540 from Kathryn A. MacLane	9/98
Supervisor Bulova	\$150 from Kathryn A. MacLane	9/98
Supervisor Hyland	\$200 from Kathryn A. MacLane	10/98
Supervisor Hyland	\$200 from Charles B. Ewing, Jr.	10/98
Supervisor Dix	\$250 from Kathryn A. MacLane	11/98
Supervisor McConnell	\$250 from Kathryn A. MacLane	1/99
Supervisor Gross	\$250 from Kathryn A. MacLane	2/99
Supervisor Hyland	\$995 from G.T.Halpin and Helen Halpin	11/98
Supervisor Hyland	\$200 from Charles H. Smith, Jr.	10/98

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

DATE: 2/18/99
(enter date affidavit is notarized)

98-1926

for Application No(s): SE98-P-051
(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 "Special Exception 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.)

Supervisor Dix	\$100 from Kathryn A. MacLane	4/97
Supervisor Kaufman	\$200 from Kathryn A. MacLane	11/97
Chairwoman Hanley	\$250 from Kathryn A. MacLane	12/97
Supervisor Dix	\$100 from Kathryn A. MacLane	3/98

(check if applicable) [x] There are more disclosures to be listed and Par. 3 is continued on a "Special Exception 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:

WEST*GROUP MANAGEMENT LLC

(check one) [] Applicant [x] Applicant's Authorized Agent

Thomas D. Fleury, Sr. Vice President Development Service
(type or print first name, middle initial, last name & title of signee)

Subscribed and sworn to before me this 18 day of February, 19 99, in the state of Virginia.

My commission expires: 10/31/99.

Margaret J. Hance
Notary Public



June 8, 1998

Ms. Barbara Byron, Director
 Zoning Evaluation Branch
 Office of Comprehensive Planning
 12055 Government Center Parkway
 8th Floor
 Fairfax, VA 22035-5505

RECEIVED
 OFFICE OF COMPREHENSIVE PLANNING
 JUN 10 1998

Re: Special Exception Request - Old Springhouse Road Area
 Applicant: WEST*GROUP PROPERTIES LLC
 Agent: WEST*GROUP MANAGEMENT LLC

ZONING EVALUATION DIVISION

Dear Ms. Byron:

WEST*GROUP MANAGEMENT is the agent for WEST*GROUP PROPERTIES LLC, owner of property which contains 27.7625 acres [11.2350 ha.] and is located near the northwest quadrant of the Westgate Subdivision and is identified as Tax Map 29-4-005-1, 2, 2A, 2B, 3, 4, 5, 6, 7, 8A, 9B, 11, 12, 13, 14, and 15. Please accept the following letter of justification for the special exception use of additional height.

It should be noted that the applicant has not identified a user for the property, but desires the flexibility of additional height in marketing and financing the property for potential development. The submission requirements associated with Paragraph 7 of Article 9-011 are not applicable to the proposed special exception use. The use of the Property may be described in accordance with the requirements of Paragraph 7 as follows:

- The type of use of the proposed building(s) will be office. Accessory service uses may be located within the building(s) to support the principal use of office as describe on the special exception plat.
- The typical hours of operation will be from 8:30 am to 5:00 pm. Some employees may work variable hours and non-traditional work days.
- The applicant anticipates that a number of clients and visitors will come to the property on a daily basis in the normal course of business, but the applicant cannot estimate a specific daily number.
- The applicant cannot identify a specific number of employees until such time as a user is identified.
- The estimated traffic impact will coincide with the hours and days of operation.
- The vicinity to be served by the use is the Northern Virginia area.
- A description of the building facade and architecture will be available at building permit.
- To the best of the applicant's knowledge, there are no hazardous or toxic substances presently on the Property. Any hazardous substances which may be used shall be utilized, stores and/or disposed of in accordance with applicable regulations.

Ms. Barbara Byron
page 2
June 8, 1998

- The proposed use will conform to the provisions of all applicable ordinances, regulations and adopted standards except as may be identified with this application and special exception plat.

The property has been identified for additional height by special exception in the Tysons Corner Urban Plan, and therefore the increase in height will be in conformance with the policies of the Comprehensive Plan. No additional density is being requested with this application.

The submission requirements for a special exception application are set forth in Section 9-011 of the Zoning Ordinance, except the Zoning Administrator may waive any submission requirements if such requirement is not necessary for the adequate review of the application. Due to the nature of the applicant's request and the anticipated construction schedule, a modification of the Plat submission requirements is requested in accordance with the plat submitted with this application. The applicant is willing to agree to certain performance criteria as may be necessary to properly evaluate the application. In addition, Section 9-015 imposes a thirty (30) month time period during which construction must commence. The Applicant proposes a minimum approval period of ten (10) years in order to allow sufficient time to implement its plans for the Property.

The Applicant's proposal for development is in harmony with the Comprehensive Plan as well as the surrounding area and will not create any adverse effects on the surrounding area. I would appreciate the acceptance of this application and the scheduling of public hearings before the Planning Commission and the Board of Supervisors at your earliest convenience.

Very truly yours,

WEST*GROUP MANAGEMENT LLC



Thomas D. Fleury
Vice President
Development Services

WEST*GROUP

August 19, 1998

Barbara A. Byron, Director
Zoning Evaluation Division, OCP
County of Fairfax
12055 Government Center Parkway
Fairfax, VA 22035

RECEIVED
DEPARTMENT OF PLANNING AND ZONING

AUG 20 1998

ZONING EVALUATION DIVISION

RE: Statement of Justification.
PCA 92-P-001-1 WEST*GATE
PCA 88-D-005-3 WEST*PARK
Concurrent with two(2) Category 6 Special
Exceptions for Additional Height in the
Colshire and Old Springhouse Road Land Bays
(WEST*GATE)

Dear Ms. Byron:

In the process of filing two Category 6 Special Exceptions (SE's) for Additional Height -- one in the Old Springhouse Road Land Bay and the other in the Colshire Drive Land Bay -- your Staff pointed out that Proffer I.B in Proffers dated June 19, 1992 limited the heights to 90' without the exception. Therefore, after discussions with Virginia Ruffner and Kevin Guinaw, it was agreed that we would need a very simple Proffer Condition Amendment to revise Proffer I.B to allow additional height "as may be approved by the Board of Supervisors."

Subsequent to preparation of the above mentioned SE, it was determined that the Applicant was willing to dedicate a 2+ acre Transfer Station, located at the corner of Rt. 123 (Dolly Madison Boulevard) and Colshire Drive to provide a transit function similar to the WEST*PARK Tysons Transfer Station in WEST*PARK to serve the future WEST*GATE Tysons Rail Stop as contemplated in current Rail to Dulles studies. The density credit for the dedication would then be transferred to WEST*PARK via a Proffer Condition for WEST*PARK (88-D-005-3). This action will result in a change to both the WEST*GATE and the WEST*PARK Proffers and GDP. Subsequent to the WEST*GATE Transfer Station decision, Mitre has elected to pursue the purchase of the WEST*GATE Hayes Building, as well as additional land and FAR to construct another building in the vicinity of the Hayes Building in the WEST*GATE Colshire Land Bay to create a "Mitre Campus." The contract requires the Applicant to assign the land and FAR to a Mitre Land Bay designation, resulting in a need to change the existing GDP tabs and Proffers.

Subsequent to the Transfer Station and the Hayes/Mitre Campus decision, we discovered both transactions required us to reevaluate and renegotiate certain WEST*GATE Proffers relating to the Park Authority. We have met with Park Authority officials to discuss the issues and alternatives. These alternatives will require a Proffer change.

Ms. Barbara A. Byron

page 2

August 19, 1998

Finally, after discussions with the Staff, it was agreed that the WEST*GATE (90-P-001) Proffer needed to be updated to reflect:

- a) notations of Proffers completed;
- b) contemporization of Storm Water Management and BMP Proffer; and
- c) to "clean up" antiquated terms and concepts, much like we've accomplished in WEST*PARK over the last two PCA's.

The justification of the two PCA applications is very simple.

1. We need to amend the WEST*GATE Proffers to accommodate SE's for height.
2. We need to amend the both Proffers to implement the dedication of the Transfer Station in WEST*GATE and transfer the density to WEST*PARK.
3. We need to amend the WEST*GATE Proffers to assign land and FAR to Mitre Campus in Colshire Land Bay.
4. We need to amend WEST*GATE Proffers to revise the Park Proffers necessitated by Transit Station dedication.
5. After 8 years, we need to cleanup WEST*GATE Proffers to reflect current status of Proffers and contemporize the language.

Please be advised that an additional action may occur within the next 60 days which involves a land transfer between two Land Bays in WEST*PARK. This transfer may impact the WEST*PARK GDP and Tabulations. Very simply, WEST*MAC Associates and the Applicant are discussing advancing the Freddie Mac Phase V Building on WEST*PARK land and initiating a land exchange. We will revise WEST*PARK PCA well in advance of the Public Hearing and should have a decision on the action by mid-September 1998.

All actions described above are in accordance with the Policy Plan and Comprehensive Plan for Fairfax County. We look forward to working with you and your Staff on this application. Please feel free to give me a call if you have any questions.

Very truly yours,

WEST*GROUP



Thomas D. Fleury
Senior Vice President
Development Services

RECEIVED
DEPARTMENT OF PLANNING AND ZONING

SEP 18 1998

ZONING EVALUATION DIVISION

September 17, 1998

Barbara A. Byron, Division Director
 Zoning Evaluation Division
 Department of Planning and Zoning
 County of Fairfax
 12055 Government Center Parkway
 Fairfax, VA 22035

RE: Rezoning Application: The rezoning of the underlying
 land of Old Springhouse Rd. (Rt. 3543) from the I-4 to
 C-3 Zoning District. 3.5141 Acres or 1.4221 Hectares.

Dear Ms. Byron:

As a result of the filing of a Category Six (6) Special Exception Application for additional height in the Old Springhouse Road Land Bay of WEST*GATE and a related Proffer Condition Amendment, we mutually discovered that to implement the SE Plat, we needed to vacate the existing Old Springhouse Road right-of-way and rezone the underlying land from the I-4 Zoning District to the C-3 Zoning District. A determination was made by VDOT's Tom Walker that the underlying right-of-way to Old Springhouse Road was owned by the Board of Supervisors. On Monday, September 14, 1998, Supervisor Gerald Connolly, Providence District, made a motion to authorize the owner of WEST*GATE Industrial Park (WEST*GROUP PROPERTIES LLC, the applicant), to include Old Springhouse Road in its filed Proffer Condition Amendment and Special Exception Application. The motion was approved by the Board of Supervisors as a Board Matter the same date.

We consider this Rezoning Application of Old Springhouse Road right-of-way a technical correction of currently filed Special Exception and Proffer Condition Amendment applications and ask that you schedule this application to run concurrently with the SE and PCA cases. For the record, we are amending the SE and ~~PCA application~~ to reflect an increase in land area of 1.4221 hectares/3.5141 acres. It is not our intention to ask for an increase in density based on the increased land area of the application caused by the vacation; however, we will ask the Board to approve density credit for the proposed dedication of newly configured Old Springhouse Road pursuant to 2-308, Paragraph 4 A-1 of the Zoning ordinance, for which the Board has already granted density in RZ92 P-001.

If you require any further information, please give me a call at 714-2160.

Very truly yours,

A handwritten signature in black ink, appearing to read "Thomas Fleury", written over a horizontal line.

WEST*GROUP MANAGEMENT LLC
 Thomas Fleury
 Senior Vice President
 Development Services



February 10, 1999

Barbara A. Byron, Division Director
Zoning Evaluation Division, DPZ
County of Fairfax
12055 Government Center Parkway, Suite 830
Fairfax, VA 22035

Re: SE 98-P-051
RZ 1998-PR-052
PCA 92-P-001
Request for Waiver or Modification of Transitional Screening and Barrier requirements
between our C-3 Zone and the contiguous PDH-30 property

Dear Ms. Byron:

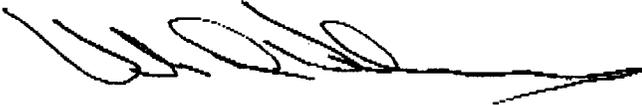
Approximately 525 l.f. (158m) of our property is located south of the Gates of McLean, a PDH-30 zoned property, and immediately across a public street (Scotts Run Crossing - previously Old Springhouse Road ROW). Our property is zoned C-3 and the subject of the land use applications cited above.

When the Gates of McLean was rezoned in 1995 (RZ 94-P-064/FDP 94-P-064), a site specific condition was noted within the Staff Report which cited a Comprehensive Plan requirement for Sub Unit R-1 which states "the site design should provide for buffers to screen the development from the Capital Beltway, DAAR, and the non-residential development planned for Sub Unit R-2 (our project). The Staff Report goes on to state, "streetscape plantings and a fence will (does) buffer the proposed development from the non-residential development planned across Old Springhouse Road (now Scotts Run Crossing). Further, the as-built site plan indicates the fence and landscaping depicted on the FDP was in fact installed.

Therefore, pursuant to Article 13-304, paragraphs 3 and 5, we feel the Comprehensive Plan adequately addressed the buffer between the non-residential Sub Unit R-2 and the residential Sub Unit R-1 and that the buffer requirement was satisfied on Sub Unit R-2 in conjunction with RZ/FDP 94-P-064. We request the Board of Supervisors waive and/or modify any requirements for transitional screening and barriers on our property.

Very truly yours,

WEST*GROUP



Thomas D. Fleury
Senior Vice President
Development Services

RZ/FDP 94-P-064

Page 17

Land Use

The application property is located in Sub-Unit R-1 of the Tysons Corner Urban Center. As an option under the Comprehensive Plan, the Sub-Unit, in its entirety, is planned for multi-family residential use at 20 to 30 dwelling units per acre subject to conditions.

The Plan also specifies Development Review Guidelines for Tysons Corner and Design Guidelines (for Areas Outside the Core), and Criteria for the Assignment of Residential Density, which must be met by the proposed rezoning application. These conditions and criteria will be discussed below.

Site-Specific Conditions. First, the application property does include the entirety of Sub-Unit R-1, or 21.05 acres.

Second, the Plan states that residential development should create a viable living environment and provide for recreation and other amenities for residents. It is staff's evaluation that this condition is met. The proposed development constitutes a high quality site design in terms of its building layout, open space, EQC preservation, pedestrian circulation, landscaping and site amenities. The application provides a swimming pool, clubhouse with indoor recreation facilities, volleyball court, tot lot and exercise trail as recreation facilities.

Third, the Plan states that the site design should provide for buffers to screen the development from the Capital Beltway and the Dulles Airport Access Road and the non-residential development planned for Sub-Unit R-2. The proposed site design includes vegetated buffers to both the Capital Beltway and DAAR. Streetscape plantings and a fence will buffer the proposed development from the non-residential development planned across Old Springhouse Road.

Fourth, the Plan states that residential development should include noise attenuation measures. The applicant has proffered to provide noise attenuation measures (Proffer 16).

Fifth, the Plan states that the development should contribute to the construction of the Old Springhouse Road connection to Colshire Drive. As discussed in the transportation analysis above, the applicant has proffered a pro rata contribution.

It is staff's evaluation, that the proposed residential development is consistent with the Development Review Guidelines specified in the Comprehensive Plan for all development proposals in Tysons Corner. Specifically, with respect to each guideline, the rezoning application provides the following:

- a. the development proposal reflects a high quality site and architectural design, provides for the establishment of a streetscape on Old Springhouse Road, and provides a character and scale which is compatible with the surrounding development;
- b. the proposed building height is a maximum of four stories, which is less than the maximum cited in the land use recommendation;

FAIRFAX COUNTY, VIRGINIA

MEMORANDUM

TO: Barbara A. Byron, Director
Zoning Evaluation Division, DPZ

FROM: *Bruce G. Douglas*
Bruce G. Douglas, Chief
Environment & Development Review Branch, DPZ

SUBJECT: REVISED LAND USE ANALYSIS: RZ 1998-PR-052
West*Gate **SE 98-P-051**
SE 98-P-050
PCA 88-D-005-3

DATE: 24 February 1999

This memorandum includes citations from the Comprehensive Plan that provide guidance for the evaluation of this application. The proposed use, intensity and site design are evaluated in terms of the relevant Plan recommendations and policies.

DESCRIPTION OF THE APPLICATION:

Date of Development Plans: February 1, 1999 and February 5, 1999.
Request: See Comprehensive Plan Citations and Analysis section.
FAR: See Comprehensive Plan Citations and Analysis section.
Land Area: 128.8 acres.

CHARACTER OF THE SURROUNDING AREA:

West*Gate is located east of I-495, north and south of Route 123, and adjacent to the Dulles Access and Toll Road. It is adjacent to areas developed with multifamily residential use. Sub-unit R-1 is located in the same land unit as part of the subject property north of Route 123. It is developed with multifamily residential use at a density of 20-30 dwelling units per acre.

Sub-units S-2 and S-4, which are adjacent to the southeast of sub-unit R-2, are planned and developed for multifamily residential development at a density of 16-20 and 20+ dwelling units per acre. Sub-unit S-3 is planned to remain a stream valley park.

COMPREHENSIVE PLAN CITATIONS AND ANALYSIS:

PCA 92-P-001 and SE 98-P-050 :

The Request:

The PCA is:

- 1) To allow additional building height. This is necessary in order to be consistent with a special exception for building height increase, which would be needed in order for any specific building or buildings to be developed with an increase in the approved height.
- 2) To provide a 2.35 acre portion of the property for a public facility, a future bus transfer station. *NOTE: Transportation issues related to this aspect of the application are not discussed in this analysis. As a land use matter, there are no issues. In terms of design issues, streetscaping needs to be provided per the Plan recommendations. This is discussed in the analysis.*
- 3) To amend proffers related to the interests of the Park Authority. *NOTE: This issue is not evaluated in this analysis.*
- 4) To decrease the intensity of West*Gate from 3,491,841 square feet to 3,389,492 square feet, an FAR reduction from .62 to .60.

The SE is:

- 1) To increase building height for the proposed McKinley, Pierce and Taylor buildings to 105 feet.
- 2) To extend the time that this special exception would be in effect from 30 months to 10 years. *NOTE: This issue is not discussed in this analysis.*

Plan Text:

On page 209 in the 1991 Area II Plan, as amended through June 26, 1995, in the LAND UNIT RECOMMENDATIONS section of the Tysons Corner Urban Center, the Comprehensive Plan states:

“SUB-UNIT R-2

Sub-unit R-2 is planned for research and development use, light industrial use, and office use with support retail and service uses up to an average .65 FAR for the Sub-unit, with a maximum intensity of 1.0 FAR on individual and/or groupings of parcels. The variation in intensity within this sub-unit is to encourage the development of nodes. Development with intensities up to 1.0 FAR should be concentrated north of Route 123 to encourage the creation of a development node in the portion of the sub-unit that is furthest from single family detached residential neighborhoods and has substantial visibility from the Capital Beltway.

This flexibility is intended to encourage innovative design solutions for this area which offer significant opportunities to provide urban design amenities and better integrate development in this land unit....Also, the vacant land on the west side of Colshire Drive could provide a focal point through the grouping of buildings and site design. Integration with surrounding areas through pedestrian linkages and urban design amenities should be provided.

.....

Height Limit: Up to 150 feet north of Route 123 and west of Scott's Run, with the area east of Scott's Run up to 105 feet; and the area west of Scott's Run along Old Meadow Road up to 105 feet for the northern portion and up to 90 feet for the southern portion. Building heights at or near the top of the limit can be achieved if the result is more usable open space and/or improved pedestrian circulation. In addition, a variety of building heights should be provided in the sub-unit. (See the Building Heights Map, Figure 51, and Building Heights Guidelines.)”

Analysis:

Building Height

The proposed increase in building height conforms with the Plan's recommendations.

Decrease in Intensity

The Plan for sub-unit R-2 states that groupings of buildings within the sub-unit (almost all of which is West*Gate property) may have an FAR of up to 1.0 as long as the overall FAR does not exceed .65. The Plan recommends that the 1.0 FAR groupings be oriented to the beltway (I-495) and specifically notes that the land on the west side of Colshire Drive is appropriate for

a higher intensity grouping of buildings. This request conforms with the Plan's recommendation in the matter of development intensity.

Plan Text:

On page 134-37 in the 1991 Area II Plan, as amended through June 26, 1995, in the URBAN DESIGN section of the Tysons Corner Urban Center, the Comprehensive Plan states:

“Guidelines for Areas Outside the Core

....

Guidelines: Improved Circulation and Parking

Build sidewalks and trails indicated on the Pedestrian Systems Map and proposed in the Land Unit Recommendations to ensure easy mobility between uses. When feasible, build interparcel connections for vehicles as well, to limit unnecessary trips in and out of the parcel to get to adjacent parcels.

Encourage improved parking lot design to ensure pedestrian safety by building some pedestrian walkways between parking aisles, as well as pedestrian crosswalks to the building.

....

Guidelines: Improving Visual Image and Identity

All the following guidelines are encouraged:

For multi-building complexes, establish an architectural theme utilizing similar materials and relating building elements such as materials, entries, windows, and roof lines.

....

Integrate the design of parking structures with that for the buildings being served, so that the whole complex is unified.

Improve parking lot landscaping with shade trees and other plant materials, both along the aisles and at the ends, while maintaining good visibility for drivers. Break up large parking lots into smaller lots by using planting areas as dividers.

Incorporate plazas or courtyards at major buildings or to serve a group of buildings. Such plazas could include distinctive paving to define them, as well as seating, landscaping, lighting and water features.

Coordinated lighting and signage plans for a given development complex are encouraged, to reinforce the complex's identity through clearly recognizable common features. In addition, a coordinated streetscape plan, including street tree types, street furniture, signage and lighting should be provided. These plans should be coordinated not only within a development, but also be compatible with adjacent properties. Signage should be designed appropriately for its location and purpose.

Provide a well-landscaped, high-quality image both toward the primary street entrance and on any facade that can be seen from adjacent buildings or side streets. Provide color, texture and seasonal visual interest in the landscaping scheme. Select low-maintenance materials for areas not likely to receive consistent maintenance.

.....

Since the character of non-core areas varies the most, the design concept indicates flexibility in building placement; however, projects should provide at least the minimum streetscape and sidewalk widths. The following streetscape design concept example and illustrations provide measurable detail to ensure that basic aspects of the Non-core Concept can be implemented. The actual dimensions will vary from the example based on site specific conditions.

.....

Example of Non-Core Areas Streetscape Design Concept (See Illustration, Figure 56):

Treatment of sidewalks with planting strip next to roadways: For continuity, a minimum 4-foot sidewalk with 6-foot planting strip should be provided next to the road. Special pavement treatments and trees in tree grates could be considered as alternatives to vegetation in the planting strip. Vegetation within planting strips should be low maintenance, and include grasses, ground cover, flowering plants, and/or ornamental shrubs. In addition, street furniture and other pedestrian amenities are encouraged to be placed within the planting strip.

.....

Street trees for the planting strip next to the sidewalk: Major shade trees that can be walked under should be planted with spacing of 40 to 50 feet on center, using trees that are at least 3 inch caliper in size at the time of planting. The trees should be hardy and

require little to no maintenance, and be resistant to disease, heat and pollution. Special pavement treatments and trees in tree grates could be considered as alternatives to vegetation in the planting strip.

When street trees and other plantings are to be located in proximity to roadways or within medians, special attention to clear zones, as well as safety and sight distance, should be observed in the design of streetscape for development proposals. Modification to the above streetscape guidance should occur when necessary to conform to applicable Virginia Department of Transportation (VDOT) requirements and guidelines.”

Analysis:

Streetscaping treatment should be provided for the frontage of the property along Route 123 per the Plan guidelines for non-core areas. It is understood that when the Metro station is built in this location, the design of the frontage will change; but an interim streetscaping treatment should be provided according to the Plan recommendations for non-core areas. An initial indication should be given as to how the pedestrian connections will be made to and from the project when the Metro station is built.

For the proposed development north of Route 123, pedestrian connections should be made more directly from buildings to Route 123 and the future Metro station. Pedestrian connections should be made with pavers from parking structures to the buildings. The front and rear entrances to these buildings should be articulated in order to show a direct pedestrian connection between the buildings and the parking structures.

Plan Text:

On pages 104-05 in the 1991 Area II Plan, as amended through June 26, 1995, in the DEVELOPMENT REVIEW GUIDELINES section of the Tysons Corner Urban Center, the Comprehensive Plan states:

“The gradual evolution of a more pedestrian and transit-oriented environment, which is largely design related, is critical for achieving the Tysons Corner vision. These critical design issues should be evaluated on all development proposals in Tysons Corner which involve new development or redevelopment that increase intensity/density or increase height or substantially change the design of a previously approved development commitment; and this evaluation should include the following:

- a. A development proposal that presents high quality architectural design and streetscape that provides a character and scale compatible with adjacent development and the surrounding community. The general placement of buildings and parking should be consistent with the guidelines in the Urban Design Section of the Tysons Corner Plan.
- b. Building heights that are consistent with the Height Guidelines and Map in the Urban Design Section of the Tysons Corner Plan.
- c. On-site pedestrian connections and interconnecting pedestrian ways to neighboring rights-of-way and/or properties consistent with the concept for the Open Space and Pedestrian System Map (Figure 52), and/or as otherwise defined in the guidelines for Pedestrian and Transit Oriented Design or as mentioned in the specific land unit text. Additional pedestrian connections beyond those on the Open Space and Pedestrian System Map are encouraged. Providing fewer connections than those on the map is discouraged, unless there is evidence that those connections are not needed because another circulation pattern would serve the same users as well or better. Where the proposed use requires a high security environment, the property owner should provide an alternative pedestrian system that meets the needs of the user and still facilitates the general goal of an integrated pedestrian system for Tysons Corner.
- d. The approximate location and character of plazas, courtyards, or other open spaces (including natural features) relating to a single building or shared by a complex of buildings.
- e. The approximate location and character of special features such as bicycle trails, outdoor recreation facilities, ponds, and public parks.
- f. Proposals, if any, for seating, lighting, or special paving.
- g. A depiction of the proposed development's relationship to, compatibility and integration with actual or potential development of surrounding areas, through the provision of pedestrian linkages, open space, and other urban design amenities including plazas and courtyards.”

Barbara A. Byron
RZ 1998-PR-052, etc.
Page 8

Analysis:

Staff assumes that the architecture and materials used for office development as part of the West*Gate development will comport with the high quality of development that has been provided in other West*Gate projects. The building height issue is discussed in an analysis section above. Connections to offsite development are generally indicated.

Outdoor lighting and signage should be provided for evaluation in the development approval process.

BGD:SEM

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-PR-052)
3-4 (RZ 92-P-001)
3-4 (RZ 88-D-005)
3-5 (SE 98-P-050), (SE 98-P-051)

SUBJECT: Transportation Impact

REFERENCE: RZ 1998-PR-052, PCA 92-P-001, PCA 88-D-005-3, and SE 98-P-050 & 051;
West*Group, S&H Tysons Property, L.L.C. and 8230 NVC, L.P.
Traffic Zone: 1540
Land Identification Map: 29-2 ((5))1, 2, 2A, 2B, 3-7, 8A, 9A, 10A, 11A,
12-15
30-3 ((28)) pt. B
29-2 ((15)) A6
29-4 ((7)) A2, A5, C1, C2, 1, 1-A2, 2-4, 6,
7-A1, 7B, 8, 9

DATE: February 9, 1999

Transmitted herewith are the comments of the Department of Transportation with respect to the referenced application. These comments are based on information made available to this Department dated February 5, 1999.

The referenced application is a rezoning, proffered condition amendment, and special exception. This Department has reviewed the subject application and offers the following comments:

- Studies are now underway for the widening of I-495 (Capital Beltway) with an HOV lane. The initial engineering indicates that this site will be impacted by any future widening of I-495. VDOT's engineering consultant has been provided a set of plans for review. It appears the revised development plan provides adequate dedication and/or reservation of dedication for the future widening of I-495.

Barbara Byron
February 9, 1999
Page 2

- A future rail platform is planned along Route 123 that impacts this site. The applicant has meet with WMATA and the Fairfax Department of Transportation on this issue. The revised plans submitted to this Department reflect the additional dedication and/or the reservation of dedication for the future transit station.
- The applicant has proposed to amend their current Transportation Demand Management (TDM) proffer. This Department is continuing to work with the applicant in that regard.
- All previous transportation commitments should be carried forward.

AKR/MGC:mgc

cc: Michelle Brickner, Director, Site Review Division, Department of Public Works and Environmental Services

FAIRFAX COUNTY, VIRGINIA

MEMORANDUM

TO: Barbara A. Byron, Director
Zoning Evaluation Division, OCP

FROM: *Bruce G. Douglas*
Bruce G. Douglas, Chief
Environment & Development Review Branch, OCP

SUBJECT: ENVIRONMENTAL ASSESSMENT for: PCA 92-P-001
West*Gate and West*Park PCA 88-D-005-3
SE 98-P-050
RZ 1998-PR-052 et al

DATE: 2 December 1998

The Proffered Condition Amendments, Rezoning and Special Exception applications to allow modifications for the above noted developments have been reviewed by John Bell of the Environment and Development Review Branch. No significant environmental issues were identified as a result of this evaluation, except for the fill required for the proposed transit station. Much of the land area for the proposed transit station lies within the 100-year floodplain for Scott's Run. A Special Exception for fill in the floodplain will be required for that portion of the site. A full environmental assessment will be conducted at that time. Additional information which is likely to be required for that portion of the site may include a Resource Protection Area boundary delineation study, an exemption or exception under the Chesapeake Bay Preservation Ordinance, *Fairfax County Code, Chapter 118*, which would allow this type of use within a Resource Protection Area, a water quality impact assessment and approval from the Army Corps of Engineers (COE) for any work which impacts wetlands in this area

BGD:JRB

RECEIVED
DEPARTMENT OF PLANNING AND ZONING

DEC 2 1998

ZONING EVALUATION DIVISION

February 8, 1999

DRAFT

(PER THE AGREEMENT BETWEEN WEST*GROUP AND FAIRFAX COUNTY PARK AUTHORITY, DATED SEPTEMBER 17, 1991 AND APPROVED BY THE FCPA BOARD ON THAT DATE)

REVISIONS TO EXHIBIT "C" (RZ 92-P-001) OF PROVISIONS AND CONDITIONS:

(Reference is to Condition #2 of Exhibit "C"):

In lieu of the Developer's proffer to dedicate four (4) parcels of land (designated parcels A, B, C, and D), totaling approximately one (1) acre as shown on Attachment 1, a plat dated September 17, 1991, to the Fairfax County Park Authority (FCPA); the Developer shall provide the FCPA with \$250,000 in cash for acquisition, development, or maintenance of parks and recreational facilities in the Providence District. The Developer shall issue a check for this amount to the Fairfax County Park Authority within one (1) year of the approval of this application or no later than March 31, 2000, whichever first occurs.

All other provisions and conditions of Exhibit "C" shall remain binding between the FCPA and the Developer.

Fairfax
County
Park
Authority



MEMORANDUM

DATE: February 23, 1999

TO: Catherine E. Lewis
Zoning Evaluation Division, DPZ

FROM: Douglas A. Petersen 
Planning & Development Division, FCPA

SUBJECT: Revisions to Proffered Conditions from RZ 92-P-001 (WEST*Group)
Tax Map Reference #30-3 ((28)) B

Please find attached a draft revision to Condition #2 of Exhibit "C" which is part of the proffered conditions for the above-referenced Rezoning Application. The Park Authority requests that you incorporate this revised condition into the PCA/FDPA application currently under review for this development.

The request by the developer to revise the conditions approved in the original application stem from proposed modifications to the development of the complex as evidenced by their PCA/FDPA application. Basically, four small parcels of land originally intended for dedication to the Park Authority are now needed by the developer to complete the revised building plan. Since these parcels are not integral to proposed park development, FCPA staff will recommend to the Park Authority Board that the developer's request be approved.

This revised condition is the result of lengthy negotiations between FCPA staff and the WEST*Group and is supported by the Park Authority Board Member representing the Providence District. Pending the anticipated approval of the full Park Authority Board in April, 1999, this language is recommended to supercede the existing text of Condition #2 approved by the FCPA Board on September 17, 1991. Upon the Board's action, we will contact you with their official position. Please note that all the other provisions and conditions of Exhibit "C" are intended to remain unchanged and binding between the FCPA and the Developer.

Thank you for your cooperation in working through these modifications. If you have any questions or need any further information regarding this issue, please feel free to contact me directly at 324-8607.

Attachment

cc: Joanne E. Malone, FCPA Board Member, Providence District
Paul L. Baldino, Director
Michael A. Kane, Deputy Director
Lynn Tadlock, Director, Planning & Development Division
Dorothea L. Stufen, Planning & Development Division



FAIRFAX COUNTY

APPENDIX 8

OFI
BOARD OF SUPERVISORS
12000 Government Center Parkway, Suite 533
Fairfax, Virginia 22035-0072

V I R G I N I A

Telephone: 703-324-3151

July 29, 1992

Mr. Thomas F. Nicholson, President
West*Gate, A Virginia Limited Partnership
1600 Anderson Road
McLean, Virginia 22102

Re: Rezoning Application
Number RZ 92-P-001
(Amended - Letter Only)

Dear Mr. Nicholson:

Enclosed you will find a copy of an Ordinance adopted by the Board of Supervisors at a regular meeting held on June 22, 1992, granting, as proffered, Rezoning Application RZ 92-P-001 in the name of West*Gate, A Virginia Limited Partnership, to rezone certain property in the Providence District from the I-3, I-4, C-2, C-7, R-1 Districts and Highway Corridor District to the C-3 District and Highway Corridor District, subject to the proffers dated June 19, 1992, on subject parcels 29-4 ((5)) 1, 2, 2A, 2B, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15; 30-3 ((28)) A, B, 3, 4; 30-3 ((1)) 6A, 6B, 6C, 6D; and 29-4 ((6)) 95, 95A, 96, 97, 98, 99, 101A, 102, 105, 106, 107, consisting of approximately 128.63 acres.

The Board also:

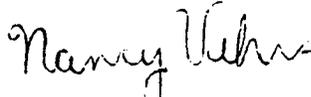
- Modified the transitional screening and waived the barrier requirements, where the application property is adjacent to R-20 and R-30 zoned property, to that shown on the Generalized Development Plan and as proffered;
- Waived the service drive on Route 123; and
- Modified the peripheral parking lot landscaping requirement pursuant to Section 13-202, Paragraph 3 of the Zoning Ordinance, on the existing buildings impacted by proposed right-of-way dedications.

July 29, 1992

-2-

It was noted, for the record, that the applicant would establish a process which would keep the citizens and the Board of Supervisors informed of the status as the applicant applies for approvals through the Virginia Department of Transportation.

Sincerely,



Nancy Vehrs
Clerk to the Board of Supervisors

NV/ns

cc: John M. Yeatman, Director, Real Estate Dvsn., Assessments
Melinda M. Artman, Deputy Zoning Administrator
Barbara A. Byron, Director, Zoning Evaluation Dvsn., OCP
Fred R. Beales, Supervisor, Base Prop. Mapping/Overlay
Robert Moore, Trnsprt'n. Planning Dvsn., Office of Transportation
Kathy Ichter, Trnsprt'n. Road Bond Dvsn., Office of Transportation
Department of Environmental Management
A. V. Bailey, Resident Engineer, VDOT
Land Acq. & Planning Dvsn., Park Authority
Lynne J. Strobel, Esquire - Walsh, Colucci, Stackhouse & Lubeley
2200 Clarendon Boulevard, Arlington, Virginia 22201

PROFFERS

RZ 92-P-001

June 19, 1992

Pursuant to 15.1-491(a) of the Code of Virginia, 1950 as amended, and Section 18-203 of the Zoning Ordinance of the County of Fairfax (1978 as amended) ("ZO"), subject to the Board of Supervisors' approval of the requested rezoning to the C-3 zoning district and approval of an averaged density of 0.6232 FAR on the 128.6377 acre subject property (hereinafter referred to as the "Gross Tract Area") for a total of 3,491,841 FAR square feet of office use, accessory uses and all other uses permitted in the C-3 Zoning District, the Applicant (WEST*GATE, A Virginia Limited Partnership) and its successors and assigns (hereinafter "Applicant") hereby proffer to the following conditions. If this rezoning application is approved, the proffered conditions described below supersede all previously approved proffered conditions applicable to the property. Any future modification(s) to these proffers or Generalized Development Plan ("GDP") which affects only a specific Building Site or Land Bay may be approved by the Board of Supervisors upon application for a proffered condition amendment by the individual owner of the specific Building Site or Land Bay without amending this entire proffer statement or the entire GDP.

I. GENERALIZED DEVELOPMENT PLAN ("GDP"). The locations of the buildings shown on the GDP dated February 10, 1992, revised May 6, 1992, shall be considered for illustrative purposes only. Specific tabulations for floor area ratios, green space, parking, and final location and footprint of the proposed buildings and parking structures for each individual building site shall be determined at the time of site plan review and approval. At the time of each site plan submission, a copy of the site plan shall be submitted to the Fairfax County Planning Commission for review for conformance with these proffers. The GDP is not proffered in its entirety, but certain elements of the GDP as specifically described below are proffered.

A. Floor Area Ratios ("FAR"). The total FAR on the 128.6377 acre Gross Tract Area (as defined below) for office uses, accessory uses and all other uses permitted in the C-3 Zoning District shall not exceed a 0.6232 FAR. However:

1. Individual Building Sites (as defined below) within the Old Springhouse Road Area Land Bay (as defined below) may individually exceed a 1.0 FAR, but the total FAR of the Old Springhouse Road Area Land Bay shall not exceed a 1.0 FAR.
2. Individual Building Sites (as defined below) within the Colshire Drive Area Land Bay (as defined below) may individually exceed a 1.0 FAR, but the total FAR of the Colshire Drive Area Land Bay shall not exceed a 1.0 FAR.

3. Individual Building Sites (as defined below) within the Old Meadow Road Area Land Bay (as defined below) may individually exceed a 1.0 FAR, but the total FAR for the Old Meadow Road Land Bay shall not exceed a 0.7 FAR.

Definitions:

Gross Tract Area shall be defined as the sum of the areas of the three Land Bays and consisting of 128.6377 acres.

Building Site shall be defined as the land associated with the building, parking and/or parking structures, open space and accessory structures or the "site plan."

The Land Bays shall be defined as follows:

- o Old Springhouse Road Area (consisting of 40.1493 acres).
- o Colshire Drive Area (consisting of 57.4269 acres).
- o Old Meadow Road Area (consisting of 31.0615 acres).

B. Building Height and Bulk Plane. All buildings, with the exception of Buildings 3, 4, 5, 6, 8, 9, and 12 as located on the GDP, shall not exceed 75 feet in height. Buildings 3, 4, 5, 6, 8, 9, and 12 shall not exceed 90' in height.

C. Landscaping. Future Building Sites shall be landscaped using a mix of shade and/or ornamental trees (2" to 2 1/2" in caliper at planting) and evergreen trees (4' to 6' in height at planting) of a quantity and species consistent with existing WEST*GATE landscaping and as generally, but not specifically, illustrated on Sheet 9 of 9 of the GDP as it relates to quality and

quantity of tree and plant stock. All landscaping plans submitted at the time of site plan submission shall be reviewed and approved by the Department of Environmental Management ("DEM") as part of the site plan approval process.

D. Transitional Screening and Barrier. Transitional screening and barrier requirements shall be modified or waived as follows:

1. Building 10 is existing and the transitional screening and barrier modifications for the south, west and east property lines were granted by DEM for Site Plan 1702-SP-01 and shall remain in place.

2. Building 8 transitional screening and barrier requirements for the north and east property lines shall be modified to permit the area of the Environmental Quality Corridor ("EQC") and the 100 Year Flood Plain ("Flood Plain") to be left undisturbed and remain to serve as the transitional screening and barrier after the construction of the storm water detention facility shown on Sheet 2 of 9 of the GDP.

3. The limits of the Flood Plain, left undisturbed, shall serve as the transitional screening and barrier for Buildings 9, 16, 18, 19, and 20.

4. Transitional screening and barrier requirements for existing Buildings 14 and 15 shall be modified to allow the landscaping existing at the time of the rezoning as shown on the GDP to serve as the transitional screening and barrier.

5. Transitional screening and barrier requirements for existing Buildings 12, 21, 22 and 23 shall be modified to allow the existing wooded area generally shown on the GDP to serve as the transitional screening and barrier.

E. Pedestrian Access System. Continuous four-foot wide concrete sidewalks along public streets fronting individual Building Sites shall be shown on each site plan submitted and shall be installed prior to site plan bond release. The sidewalk system shall be in lieu of any trails shown on the County-wide Trails Plan for the Gross Tract Area with the exception of trails within Park Authority land which are addressed in Proffer IV Park Authority.

F. Storm Water Management.

1. The Applicant shall provide storm water management facilities either for individual Building Sites or collective Building Sites within a Land Bay to serve the entire Gross Tract Area. Storm water management facilities shall be in conformance with Public Facilities Manual standards as approved by DEM and the Department of Public Works ("DPW"), unless requirements are waived or modified. Storm water management facilities shall be wet ponds.*

* The storm water detention pond adjacent to Building 8 on sheet 2 of 9 of the GDP was approved by DEM as a dry pond in conjunction with Site Plan 1702-SP-04-3. The Applicant agrees to revise the approved site plan to reflect construction of a wet pond in lieu of a dry pond subject to approval by DEM and DPW. If not approved as a wet pond, a dry pond shall be constructed as previously approved.

2. Water Quality. All new storm water detention facilities cited in Proffer I.F.1 herein shall meet requirements of Best Management Practices ("BMP") and Storm Water Detention Facility equivalent to Water Supply Protection Overlay District ("WSPOD") standards.

G. Environmental Quality Corridor (EQC) and 100 Year Flood Plain (Flood Plain). The Applicant shall preserve in an undisturbed state the EQC and Flood Plain as generally depicted on the GDP. However, the EQC and Flood Plain may be crossed by utilities, roadways, and trails to the minimum extent necessary. The Applicant shall provide Compensatory Landscaping as defined in Proffer I.I(eye) herein for EQC encroachments for the storm water detention facility adjacent to Buildings 8 and 9 and the parking structure access driveway to Building 9. Compensatory Landscaping shall be shown on individual site plans submitted to DEM. The area preserved as the EQC and Flood Plain or the area of Compensatory Landscaping shall be deemed to satisfy transitional screening and barrier requirements in the areas where the EQC and Flood Plain and transitional screening yards coincide and consistent with Proffer I.D herein.

H. Limits of Clearing and Grading. The Applicant shall use best efforts to adhere to the preliminary limits of clearing and grading as shown on the GDP. However, actual limits of clearing and grading shall be determined at the time of site plan approval. DEM may approve minor deviations from the limits of clearing and

grading shown on the GDP provided that Compensatory Landscaping is provided per Proffer I.I(EYE) herein.

I(EYE). Compensatory Landscaping. The Applicant may deviate to a limited extent into or cross the EQC per Proffer I.G herein or the Applicant may deviate from preliminary limits of clearing and grading shown on the GDP per Proffer I.H herein provided that the Applicant provides Compensatory Landscaping. Compensatory Landscaping shall be defined as the Applicant's choice of the following:

1. planting an area equal to 125% of the area of the EQC or Flood Plain disturbance or deviation from preliminary limits of clearing and grading shown on the GDP with trees 2" - 2 1/2" at planting in caliper or evergreens 4' - 6' in height at planting, ground cover and foundation plants in quantities and species approved by DEM in accordance with Section 12-04037A of the Fairfax Public Facilities Manual or other methods acceptable to DEM; or
2. providing an uncleared or undisturbed area equal to the area of the EQC or Flood Plain disturbance or deviation from preliminary limits of clearing and grading shown on the GDP; or
3. a combination of Proffer I(EYE).1 and 2 herein.

The Compensatory Landscaping shall be provided either on the Building Site or within the Land Bay and adjacent to or as contiguous to the area of the EQC or Flood Plain disturbance or deviation from the preliminary limits of clearing and grading shown on the GDP as possible.

II. TREATMENT OF CELLAR SPACE. The Applicant agrees to limit the use of cellar space to:

A. the core area used by the building tenants or owners (such as rest rooms, mechanical rooms, electrical rooms, janitor and building maintenance rooms);

B. specialty areas used by the building tenants or owners (such as computer rooms, battery rooms, "clean rooms", security tanks, SCIF rooms, bulk storage for documents, paper and office supplies, goods and products of the building tenants or janitorial supplies, libraries, etc.);

C. simultaneous or accessory uses by the building tenants or owners (such as conference rooms, conference centers, employee cafeterias or canteens, employee lounges or classrooms);

D. office use which shall not exceed 50% of the cellar space.

Although the Applicant may elect to provide parking for cellar uses A, B, and C above, parking shall not be required for uses A, B and C above. Cellar use D above shall be parked at "office rate", based on the total of the Gross Floor Area of the building plus 50% of the cellar area; however, cellar space, regardless of use, shall not be computed as Gross Floor Area for FAR purposes.

III. TRANSPORTATION PROFFERS.

A. Tysons Corner Area Wide Transportation Contribution.

1. The Applicant shall contribute to Fairfax County Two Dollars and Eighty-five Cents (\$2.85) per FAR square foot (Gross

Floor Area, less cellar) with the following exceptions:

- o All buildings existing at the time of this Application shall be exempt from the \$2.85 payment to the extent that there is no increase in FAR square feet above the FAR square feet shown for existing buildings depicted in "Floor Area Ratio Computation" appearing on Sheet 8 of 9 in the GDP.

- o Building Site 8 (254,210 FAR square feet) and Building Site 24 (95,304 FAR square feet) or 349,514 equivalent FAR square feet on other sites within the Gross Tract Area shall be exempt from the \$2.85 per FAR square feet to the extent there is no increase in FAR square feet above 349,514 FAR square feet. To the extent there is an increase in FAR square feet for Building Sites 8 and 24 above 349,514 FAR square feet, the \$2.85 per FAR square feet shall apply only to the net increase in FAR square feet.

- o The \$2.85 per square foot, as increased by escalations to the Virginia Highway Construction Bid Index from the date of approval of RZ 92-P-001, shall be paid directly to the County of Fairfax at the time of issuance of the building permit(s) for the building(s) for which the building permit(s) is being issued and shall be used for Tysons Area Wide Transportation Improvements.

The Tysons Area Wide Transportation Improvements shall specifically include, but are not limited to:

- a. the widening of Route 123 to a six (6) lane section, including new or revised signalization improvements at the

intersections of Route 123 and Anderson Road, Colshire Drive, and Old Meadow Road;

b. new construction of the proposed Eastbound I-66/DAAR Ramp and Loop Northbound from Route 123 as generally shown on Sheet 2 of 9 of the GDP;

c. synchronization of traffic signals on Route 123 from I-495 to Lewinsville Road.

Priorities of the above improvements shall be determined by the Board of Supervisors.

B. Transportation Design.

1. Eastbound I-66/DAAR Ramp and Loop from Northbound Route 123. The Applicant shall provide Fairfax County with \$110,000 for Fairfax County to design the proposed Eastbound I-66 Ramp and Associated Loop shown on Sheet 2 of 9 of the GDP. Payment shall be made in accordance with Exhibit A "Transportation Phasing Schedule" attached herein.

2. Route 123 Widening to six (6) through lanes. The Applicant shall contract with a Virginia Licensed Professional Engineer ("Engineer") to provide preliminary design of the widening of Route 123 from the Old Meadow Road intersection through the Anderson Road intersection to six (6) through lanes, associated turning lanes and sidewalk both sides. All civil engineering shall be based on VDOT Road and Bridge Standards, Volumes I and II unless otherwise waived or modified by VDOT. The Scope of Work shall be contracted and performed per Exhibit B attached herein.

The Scope of Work defined in Exhibit B shall specifically not be considered construction or bid documents. Within six (6) months of the date of Board of Supervisors' approval of RZ 92-P-001, a Virginia Licensed Professional Engineer shall submit six (6) sets of documents to the Fairfax County Director of Office of Transportation and six (6) sets of documents to VDOT after completion of Scope of Work Task II.B for the purpose of OT and VDOT review and comment. Upon receipt of review comments by OT and VDOT or 90 days, whichever is earlier, the Engineer shall proceed with Scope of Work Tasks II.C through G and submit Scope of Work Task II.A through G to OT and VDOT for review and comment. OT and VDOT shall have 90 days to reply. Upon receipt of comments or 90 days, whichever is earlier, the Engineer shall prepare the Preliminary Design Study Report ("PDSR"), incorporate comments and publish PDSR. The County shall notify, in writing, the Engineer and the Applicant of approval of the PDSR within 90 days and the Engineer shall submit the Final PDSR per Scope of Work Task III.A and B. Submission of the Final PDSR shall constitute completion of this Proffer, or alternatively the Applicant may escrow \$50,000 with Fairfax County at any time after 18 months of the submittal to OT of Scope of Work Tasks II.B which shall constitute completion of the Route 123 design obligation cited in the Transportation Phasing Schedule. At the option of the County, the County may draw upon the escrow to complete the Final PDSR. In the event that the County does not complete the Final PDSR, the \$50,000 escrow,

including interest accrued, shall be returned to the Applicant upon the actual submission of the Final PDSR by the Applicant.

C. Street Dedications. Upon request from Fairfax County or at the time of a site plan submission which involves dedication of contiguous right-of-way, whichever is earlier, the Applicant shall dedicate and convey in fee simple to the Board of Supervisors the following rights-of-way and associated ancillary easements:

1. Land necessary to construct the widening of Route 123 between Old Meadow Road and Anderson Road. Area of dedication to be determined by Design Proffer III.B.2 herein.

2. Land, of approximately 0.05 acres (2200 square feet) for the construction of the I-66/DAAR eastbound ramp. The actual area of dedication shall be determined by results of Proffer III B.1, but under no circumstance shall dedication of land preclude the Garfield Building from achieving 181 surface parking spaces of the 207 existing parking spaces and travel lanes which allow 360 degree circulation around the building and parking lot.

3. Land necessary to construct and maintain a public street referred to as "Proposed Old Springhouse Road Extended" as generally shown on Sheet 4 of 9 of the GDP.

4. Land necessary to construct and maintain a public street referred to as Colshire Meadow Drive and associated bridge across Scotts Run Stream Valley Park.

5. Land necessary to construct and maintain one (1) additional outbound right hand turn lane from existing Old

Springhouse Road onto Route 123.

6. Land necessary to construct up to one (1) additional lane from Old Meadow Road onto Route 123.

7. Land necessary to construct and maintain not more than two (2) additional outbound lanes from Colshire Drive onto Route 123.

The Applicant's agreement to convey fee simple title to the Board of Supervisors for the above mentioned rights-of-way is subject to all of the following conditions:

o Density credit for dedication in advance of construction shall be granted by the Board of Supervisors with the approval of RZ 92-P-001 pursuant to Article 2-308 of the ZO. Density credit for dedication may be utilized anywhere within the Gross Tract Area and shall not be limited to the site plan from which dedication is made.

8. The Applicant's obligation to convey fee simple title to the Board of Supervisors for rights of way for buildings indicated as "existing" on the GDP shall be conditioned on approval by the Board of Supervisors of peripheral parking lot landscaping requirement Article 13-202, Paragraph 1, A and B of the ZO in lieu of Article 13-202, Paragraph 2, A and B for all dedications associated with those rights-of-way.

9. As a condition of the Applicant's obligation to make the dedications referred to in III.C.2, the Board of Supervisors shall direct the Director of DEM to grant pursuant to Article 11-

102, Paragraph 8 of the ZO, a reduction in parking for up to 26 parking spaces and approve 181 spaces (current parking ordinance requirement) as opposed to existing 207 spaces (old ordinance requirement and spaces shown on existing site plan) for Building 15 in order to dedicate land and accomplish construction by others of the proposed Eastbound I-66/DAAR Ramp.

10. The dedication referred to in III.C.4 shall be conditioned on the granting by the Park Authority of the necessary rights-of-way and easements to dedicate and construct Colshire Meadow Drive and bridge pursuant to Proffer IV.A herein.

D. Proposed Street Construction.

1. The Applicant shall construct Proposed Old Springhouse Road Extended as generally, but not specifically, depicted on Sheet 4 of 9 of the GDP per Exhibit A "Transportation Phasing Schedule" attached herein.

2. The Applicant shall construct an outbound double right hand turn at the intersection of existing Old Springhouse Road and Route 123 per Exhibit A "Transportation Phasing Schedule" attached herein.

3A. The Applicant shall construct the improvements, referred to as Scenario W, X, Y, or Z as described on sheets 5 and 6 of 9 of the GDP as may be selected by VDOT, to Old Meadow Road, Colshire Meadow Road, Colshire Drive, and related intersections with Route 123, provided all appropriate approvals are obtained from the County and VDOT pursuant to paragraphs 3B and 3C below.

3B. The Applicant shall, in writing and within 60 days of the approval of RZ 92-P-001 by the Board of Supervisors, petition VDOT for approval to construct the improvements to Old Meadow Road, Colshire Meadow Drive, Colshire Drive and related intersections with Route 123, as shown on sheets 5 and 6 of the GDP. The Applicant acknowledges that the Office of Transportation's currently recommended alternative is Scenario W; and the Applicant further acknowledges that citizens in the vicinity of the application property have expressed a preference for Scenario Z. Said request shall be accompanied by the necessary traffic and engineering analyses of all four Scenario, sufficient to enable VDOT to evaluate the relative performance of all four (4) of the alternatives on the safety and capacity of Route 123 between I-495 and the Dulles Airport Access Highway ("DAAR"). The Applicant further commits to provide any further supporting technical documentation, including, without limitation, studies using the Highway Critical Method, as may be required by VDOT to evaluate these alternatives. Copies of all submissions to and correspondence with VDOT relating to this paragraph shall be provided simultaneously to OT.

3C. In the event that VDOT approves the road improvements described as Scenario W within 330 days of the approval of RZ 92-P-001 by the Board of Supervisors, the Applicant shall construct the improvements comprising Scenario W in accordance with Exhibit A "Transportation Phasing Schedule"

attached herein.

4. In the event that VDOT approves the road improvements described as Scenario X or Y within 330 days of approval of RZ 92-P-001 by the Board of Supervisors, the Applicant shall construct the improvements comprising the selected Scenario in accordance with Exhibit A "Transportation Phasing Schedule" attached herein.

5. In the event that within 330 days of approval of RZ 92-P-001 by the Board of Supervisors VDOT approves Scenario Z, the Applicant shall:

a. construct road improvements consistent with Scenario Z and in accordance with the timing outlined in Exhibit A "Transportation Phasing Schedule" attached herein.

b. construct a two (2) lane Colshire Meadow Drive and associated two (2) lane bridge across the Park consistent with Scenario Z and in accordance with the timing outlined in Exhibit A "Transportation Phasing Schedule" attached herein.

6. In the event VDOT does not respond in 330 days of approval of RZ 92-P-001 by the Board of Supervisors (which may be extended by mutual written consent of the Applicant, OT and VDOT), the Applicant may proceed with the Applicant's choice of Scenario W or X or Y or Z on an intersection-by-intersection basis and to the extent VDOT right-of-way permits may be obtained for said construction. Intersection improvements shall be constructed in accordance with timing outlined in Exhibit A "Transportation Phasing Schedule" attached herein. In the event the Applicant

cannot obtain VDOT right-of-way permits to construct the collective or individual intersections outlined in Scenario W or X or Y or Z after diligently pursuing permits and being denied by VDOT in writing, the Applicant may proceed with development square footage outlined in Exhibit A "Transportation Phasing Schedule" attached herein without an obligation to construct improved intersections.

7a. In the event the Applicant is unable to proceed with intersection improvements at Old Meadow Road and Route 123, pursuant to Proffer III.D.7 herein, the Applicant shall contribute to Fairfax County \$145,000.00, as increased by escalations to the Virginia Highway Construction Bid Index from the date of approval of RZ 92-P-001, which represents the equivalent value of Staff recommended Scenario W. Said funds shall be provided within the later of 60 days of the date of written VDOT disapproval of the specific improvement or prior to issuance of building permits for FAR in excess of 1,855,440 square feet and in accordance with the "Transportation Phasing Schedule" attached herein as Exhibit A.

7b. In the event the Applicant is unable to proceed with intersection improvements at Colshire Drive and Route 123, pursuant to Proffer III.D.7 herein, the Applicant shall contribute to Fairfax County \$140,000, as increased by escalations to the Virginia Highway Construction Bid Index from the date of approval of RZ 92-P-001, which represents the equivalent value of Staff recommended Scenario W. Said funds shall be provided within the later of 60 days of the date of written VDOT disapproval of the

specific improvement or prior to issuance of building permits for FAR in excess of 1,855,440 FAR square feet and in accordance with the "Transportation Phasing Schedule" attached herein as Exhibit A.

Note: Minor deviations from Scenarios W, X, Y or Z or combinations of Scenarios W, X, Y or Z described in Proffer III.D.1 through 7a and 7b herein which are recommended by VDOT and reviewed and approved by the Director of the Office of Transportation, shall not constitute a requirement for a Proffer Condition Amendment by the Applicant.

8. Notwithstanding Proffer III.D.1 through 7 and the Transportation Phasing Schedule (Exhibit A) prior to issuance of building permits and non-residential use permits as detailed below for the next new FAR square footage in the Old Meadow Road Land Bay or Old Springhouse Road Land Bay, the Applicant shall construct and dedicate land as necessary, subject to the approval of VDOT and the issuance of VDOT permits, for an additional lane on Old Meadow Road as it approaches Route 123 intersection, rendering an outbound left, a left and through, and a free right hand turn lane. The additional lane shall be approximately 300 feet long with an approximate 120 foot taper, but not to exceed the Grant Building (GDP No. 16) frontage on Old Meadow Road. In the event VDOT requires a receiving lane on Route 123 to accommodate the free right hand turn lane, the Applicant shall construct the receiving lane for a distance of approximately 237 feet but not to exceed the Grant Building (GDP No. 16) frontage on Route 123, including taper or transition into existing Route 123 through lane. The relocation of the existing WMATA bus shelter at the corner of Old Meadow Road and Route 123 shall be done at the Applicant's expense. Any cost

of signalization associated with the additional lane shall be the responsibility of the Applicant. VDOT permits or VDOT letter denying permits shall be prerequisite to the issuance of the next building permit issued in the Old Meadow Road Land Bay. If VDOT permits are issued, the additional construction shall be completed sufficient to be open for traffic (as opposed to accepted by VDOT for maintenance) as a prerequisite to the issuance of the shell non-residential use permit for the building. If VDOT permits cannot be obtained and are denied in writing, the Applicant is relieved of this Proffer in its entirety. The additional lane on Old Meadow Road is to be considered an interim improvement and in the event VDOT selects Scenario W or X, the Applicant acknowledges that the additional lane may be obsolete or possibly have to be removed, the right-of-way vacated and the area restored. If the Applicant constructs the additional lane and Proffer III.D.7a is implemented, Proffer III.D.7a obligations shall be reduced by \$52,000 which is deemed the value of the additional Old Meadow Road lane constructed.

E. Traffic Signals at Colshire Meadow Drive and Old Meadow Road and Colshire Meadow Drive and Colshire Drive. At such time as signals are warranted as determined by VDOT, the Applicant shall provide the design, equipment, and installation of a traffic signal, or funds sufficient for same, at the intersection of Colshire Meadow Drive and Old Meadow Road and Colshire Meadow Drive and Colshire Drive.

F. Transportation Systems Management. Applicant agrees

solely to provide \$30,000 a year for nine (9) consecutive years to partially fund a TYTRAN employed Transportation Coordinator with the first payment due within six (6) months of the date of approval of RZ 92-P-001.

G. Bus Shelters and Bus Stop Pedestrian Access.

1. The Applicant shall provide to Fairfax County, within 60 days of approval of RZ 92-P-001 by the Board of Supervisors, \$30,000 for the design and construction of three (3) WMATA standard bus shelters to be located on either the north or the south side of Route 123 at existing bus stops between Old Springhouse Road and Anderson Road intersections or at other locations within the Gross Tract Area acceptable to the Applicant. In the event that any or all of the three (3) bus shelters, valued at \$10,000 each, are not constructed by December 22, 1997, any or all of the unspent \$30,000 shall be paid by the County to Tytran for improvements to pedestrian access within the Gross Tract Area.

2. The Applicant shall make reasonable effort to construct temporary asphalt, concrete, or stone paths where practical to connect existing sidewalk along the north and south sides of Route 123 between Old Meadow Road and Anderson Road. Installation of temporary paths within VDOT right-of-way shall be contingent upon approval by VDOT and the issuance of VDOT permits. The Applicant shall make reasonable effort to keep temporary paths in good repair. This proffer is voluntary on behalf of the Applicant and the intent is to provide safe, all weather access to transit stops from existing or future sidewalk. The number,

location, and design of the paths shall be at the sole discretion of the Applicant and shall be installed within 24 months of the approval of RZ 92-P-001 by the Board of Supervisors. This proffer is specifically not a prerequisite to any site plan nor building permit approval.

H. Transportation Phasing Schedule. Applicant shall phase transportation improvements in accordance with the "Transportation Phasing Schedule" attached herein as Exhibit A.

IV. FAIRFAX COUNTY PARK AUTHORITY.

A. The Applicant shall provide the Park Authority with all items listed in Park Board Resolution approved September 17, 1991 and attached as Exhibit C, provided that:

1. rezoning application RZ 92-P-001 is approved; and
2. the Park Board grants all necessary right-of-way, construction easements, and permanent access and maintenance easements to the Applicant to construct and maintain a public or private two (2), three (3) or four (4) lane roadway and bridge across the Scotts Run Stream Valley Park in the location shown on Sheets 2 and 3 of 9 of the GDP and in general conformance with Public Improvement Plan 8293-PI-01-1 (as may be amended).

B. The Applicant shall provide screening along approximately 400 linear feet of chain link fence between The Colonies and the Park entrance road and parking lot. The planting strip between the edge of the parking lot and fence varies between 3' and 5' in width. Columnar evergreens, either shrubs or small trees, planted

4' - 5' on center, will provide screening and some noise attenuation between the parking lot and The Colonies residences. The Applicant shall plant approximately 50 trees, shrubs or plants within 18 months of the date of approval of RZ 92-P-001 at a cost to the Applicant not to exceed \$3,000. Final species selection and planting plan shall be subject to review and approval of Fairfax County Park Authority Staff. The Applicant shall have no maintenance responsibility nor warranty beyond any planting warranty that may be provided by nursery or nurseryman.

C. The Applicant shall provide Virginia registered civil engineering services to develop a plan for remediation of the erosion problem at terminus of existing rip-rap ditch at low end of parking lot. The remediation may include, but not be limited to, the installation of velocity brakes, flaring rip-rap and grouting rip-rap as may be determined by civil engineer. The Applicant shall repair the erosion problem based on civil engineer's recommendation and the Park Authority concurrence with recommendation at a total cost of civil engineering and construction combined not to exceed \$10,000. The Applicant shall complete engineering and construction within one (1) year of the date of approval of RZ 92-P-001. The Applicant shall not be required to obtain a bond or permit for construction nor provide post construction maintenance or repair.

RZ 92-P-001

June 19, 1992

WEST*GATE, A Virginia Limited Partnership
by: Westgate Virginia, Inc.
General Partner

by: 
Thomas F. Nicholson, President

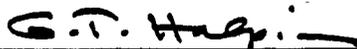
by: 
G. T. Halpin, Chairman of the Board

EXHIBIT B

SCOPE OF WORK

ROUTE 123 WIDENING TO SIX (6) THROUGH LANES

I. SURVEYS.

A. Establish base control traverse in accordance with County criteria.

B. Run level circuit and set elevation bench marks.

C. Set panels, obtain aerial photography and map project limits using photogrammetric methods. Mapping to be prepared at a scale of 1" = 50' with 2' contour, in accordance with National Map Accuracy Standards.

D. Enhance photogrammetric mapping where required using conventional field methods. Profile and section the proposed alignment, intersecting roadways, entrances, driveways and other critical features, where more precise definition is needed.

E. Tie property lines and property corners as required in order to prepare plats for right-of-way and/or temporary and permanent easements.

F. Compile locations of underground utilities from available records, input from utility companies, and field surveys of visible features. Obtain storm and sanitary sewer structure and invert elevations. Any test pits required to locate critical underground utilities will be arranged for by the County.

G. Prepare comprehensive survey plots and draft base topographic mapping.

II. PRELIMINARY DESIGN.

A. Prepare design criteria and establish roadway Typical Sections.

B. Prepare preliminary Plans and Profile Study (on roll drawings).

Particular emphasis will be given to:

1. Development of a roadway profile and alignment that minimizes impacts and right-of-way acquisition on commercial and industrial buildings and properties currently fronting existing Route 123.

2. Design compatible with horizontal and vertical options for intersections outlined in Proffer III.B for Old Meadow Road, Colshire Drive and Old Springhouse Road Extended and Anderson Road.

3. Coordination of horizontal and vertical alignment with existing I-495/Route 123 ramps and approaches and proposed I-66/DAAR Eastbound Ramp and Loop.

C. Develop preliminary traffic control plan.

F. Prepare exhibits for informational meetings as required.

G. Assist the County in resolving design and right-of-way issues raised during review process.

H. Prepare Preliminary Design Study Report, incorporate comments and publish final report.

III. FINAL PRELIMINARY DESIGN REPORT. To be initiated upon written notice from County of approval of Design Report.

A. Incorporate review comments.

B. Compute final horizontal and vertical alignment.

EXHIBIT A
TRANSPORTATION PHASING SCHEDULE
IMPROVEMENTS REQUIRED

FAR PERMITTED

Applicant shall be permitted to obtain building permits for:

- o 349,514 FAR sf No Improvements.
 - o An additional 565,023 new FAR sf
 - o \$110,000 for design Eastbound I-66/DAAR Ramp & Loop per Proffer III.B.1
 - o Design Route 123 widening per Proffer III.B.2
 - o \$30,000 payment per year to TYTRAN for Transportation Coordinator per Proffer III.E starting no later than 6 months after the approval of RZ 92-P-001 by BOS
- =====
- A. An additional 387,648 new FAR sf at Applicant's option, Improvements 1,2,3 or 4
 - 1. Old Springhouse Road Extended per Proffer III.D.1.
 - B. An additional 297,255 new FAR sf at Applicant's option, one of the remaining Improvements 1,2,3 or 4
 - 2. Two outbound right turn lanes from Route 3543 (existing Old Springhouse Road) onto Route 123 per Proffer III.D.2.
 - C. An additional 256,000 new FAR sf at Applicant's option, one of the remaining Improvements 1,2,3 or 4
 - 3. Double left or triple left turn lanes onto Route 123 from Route 6471 (Colshire Drive). Two or three lanes to be determined by VDOT per scenario selection referenced in Proffer III.D.3A-C.
 - D. An additional 430,903 new FAR sf at Applicant's option, one of the remaining Improvements 1,2,3 or 4
 - 4. Intersection Scenario W,X,Y or Z at Old Meadow Road and Route 123 per VDOT determination or opt out option per Proffer III.D.7a and 7b.

EXHIBIT A
TRANSPORTATION PHASING SCHEDULE

Notes:

- o The total new FAR allowed after completion of all improvement phases is 2,286,343 FAR square feet.
- o The total FAR for the Gross Tract Area is 3,491,841 FAR square feet.
- o The difference of 1,205,498 FAR is shown as existing "to remain" on the GDP. This 1,205,498 FAR may be replaced building by building with buildings of equal FAR without requiring improvements listed in "Improvements Required" column above. This applies to GDP Buildings 1,2,7,10,11,13,14,15,16,17,18,19,21,22,25 and 26.
- o Any Phase may be implemented independently from any other Phase and FAR square feet permitted in any Phase may occur in any Land Bay or any Building Site within the entire Gross Tract Area.
- o Plan approval, bonding, County or VDOT permits for Improvements 1-4 shall be obtained prior to issuance of a building permit for new FAR square feet A-D. Improvements 1-4 shall be completed prior to issuance of non-rup for last FAR square foot increment A-D.

Whereas, the Fairfax County Comprehensive Plan identifies the Tyson's Corner area as the only Urban Center of Fairfax County, and it is therefore unique, and

Whereas, Scott's Run Stream Valley Park lies within the confines of the Tyson's Corner Urban Center, as does West*Gate, an commercial development, and

Whereas, Policy 100 of the Fairfax County Park Authority (FCPA) states that the FCPA shall resist by all means any attempt by any entity to encroach upon any park, and the FCPA in March 1991 denied a request by West*Gate to build a road through Scott's Run Stream Valley Park which included the Director sending a letter to West*Gate stating that the FCPA did not want to set a precedent by approving such a road, and

Whereas, West*Gate corporation has requested from the FCPA an aerial easement for a bridge to connect to a road which the Fairfax County Office of Transportation and Virginia Department of Highways have stated is needed to relieve traffic congestion in a future redevelopment of the West*Gate properties, and

Whereas, the West*Gate easement request is in compliance with the FCPA Policy 301 concerning easements, and

Whereas, the deed conveying the property for Scott's Run Stream Valley Park to the FCPA contains a clause which would cause the entire property to revert back to the original trustees upon any part of the park being provided in fee simple ownership to any other entity, and said easement would not convey title to any land within the park, and

Whereas, the Environmental Services' Section of the FCPA Conservation Division has analysed the easement request and have reported that there would be no significant environmental degradation if a bridge was built,

Be it, therefore, resolved that the Fairfax County Park Authority (FCPA) shall grant to West*Gate, it successors and assigns (the Developer), a permanent aerial easement and any temporary construction easements for the construction of a bridge over Scott's Run Stream Valley Park (the park) south of Route 123, to connect to the proposed Colshire Meadow Drive, as shown in Public Improvement Plan 8293-P-01-1, and that the Developer shall compensate the FCPA for such easements by meeting the following provisions and conditions:

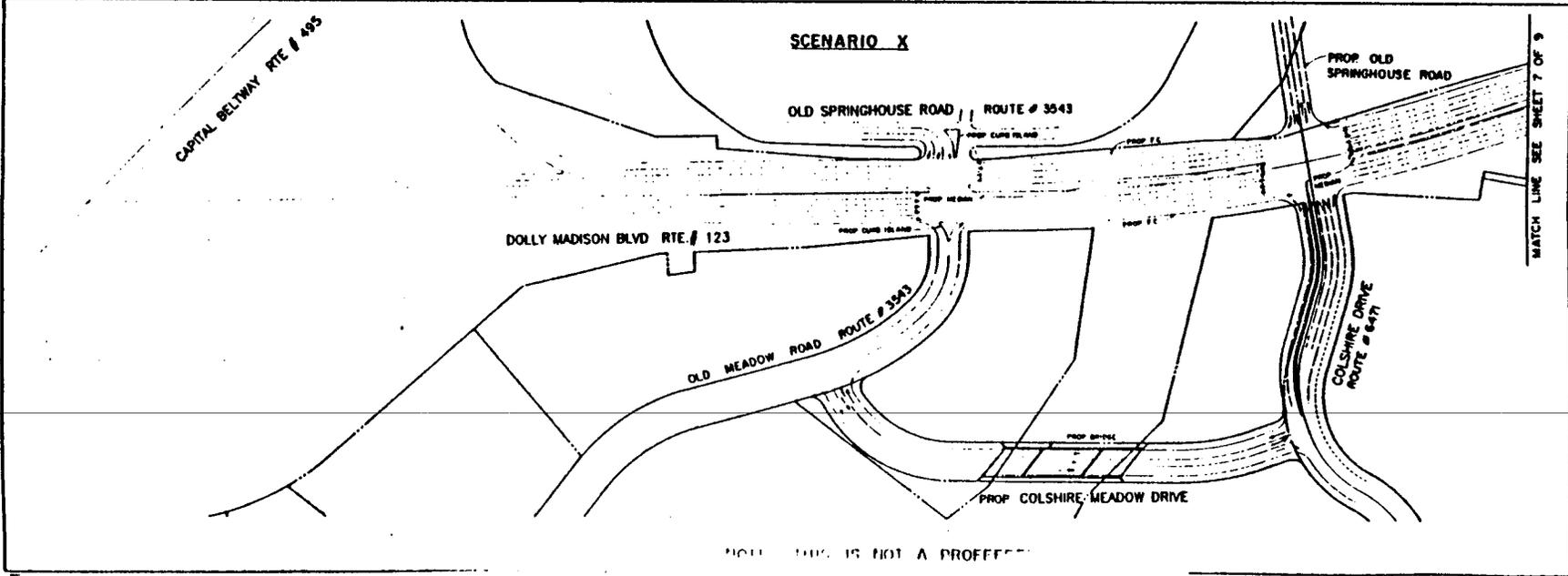
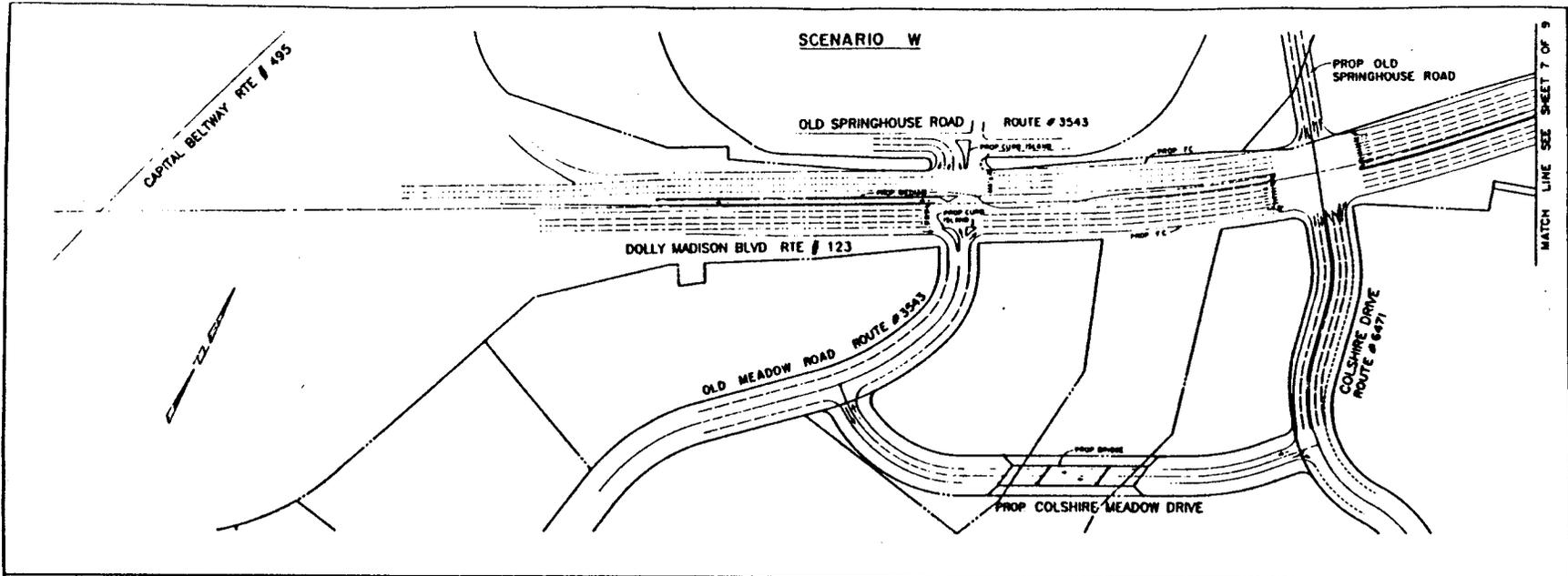
1. The deed of this section of the park, parcel 29-4-((1))-31, must be changed to allow the granting of temporary and permanent easements to the developer to construct and use said bridge, and this deed must be approved by the Fairfax County Attorney.
2. The Developer shall deed to the FCPA four (4) parcels of land (designated parcels A, B, C, and D) totalling approximately one (1) acre containing hardwood forest vegetation, as shown on Attachment 1, a plat dated September 17, 1991, and said deed shall include a clause reserving the density of the parcels to the Developer for the future rezoning, pursuant to Section 2-308 of the Fairfax County Zoning Ordinance.

3. The Developer shall submit the bridge design, which must be of an environmentally sensitive nature, to the FCPA staff for review.
4. The Developer shall only make improvements to the existing natural waterway of Scott's Run which are in conformance with the Fairfax County Public Facilities Manual, and those actions shall be reviewed by the FCPA Trails Coordinator and the FCPA Conservation Division staff.
5. The Developer agrees to provide a trail system from the north end of the park through to southwest end of Scott's Run at a length of approximately 2,500 linear feet, constructed to the satisfactory review of the FCPA Trails Coordinator and in conformance with the Fairfax County Public Facilities Manual.
6. The Developer shall provide a twelve (12) foot wide trail easement through parcel 29-4-((6))-107 and construct a trail section on the easement, similar to that described above, which shall connect with a footbridge across Scott's Run which shall connect with the trail mentioned in number 5, above.
7. The Developer shall construct a chain link fence where none currently exists, in conformance with FCPA standards, of approximately 1,300 feet along the perimeter between the park and the Colonies Condominiums on the Colonies side of the property line, pursuant to an agreement between the Colonies Co-Owners Association and the FCPA.
8. The Developer shall address all wetlands, if any, in conformance with applicable federal, state, and county regulations.
9. The Developer shall file application with the Fairfax County Health Department to participate in the "Adopt-a-Stream" program in order to help protect the section of Scott's Run within the boundaries of the park.
10. The Developer shall be responsible for all fees, permits, etc.
11. The FCPA Conservation Division staff shall work with Westgate School to develop a natural area and flower meadow within the Scott's Run Stream Valley/Westgate parks.

Be it further resolved, that this easement, plus compensation for such and all conditions mentioned above, shall be granted contingent upon approval of a future rezoning of the West*Gate properties which shall also address the proposed Colshire Meadow Drive, the bridge over Scott's Run, and its related traffic movement and environmental issues.

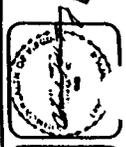
Be it further resolved that nothing in this resolution shall be construed to exclude the FCPA from participating in any proffer or review process pursuant to any future rezoning of the West*Gate properties.

Resolution approved by the Fairfax County Park Authority by a vote of 6-1 on September 17, 1991



NOTE: THIS IS NOT A PROFESSIONAL ENGINEERING DRAWING

HURMEY, NYCK & ASSOCIATES, P.C.
 1000 W. 10th Street, Suite 100
 Oklahoma City, Oklahoma 73106
 (405) 233-1111
 FAX (405) 233-1112

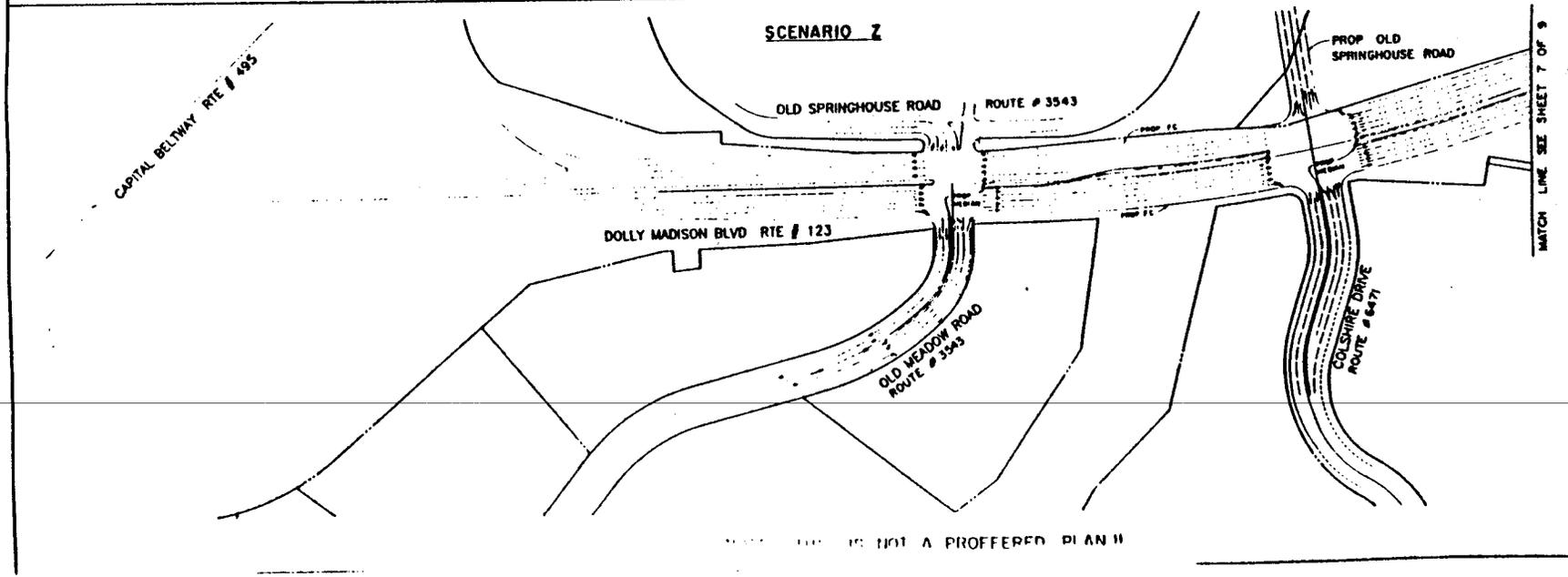
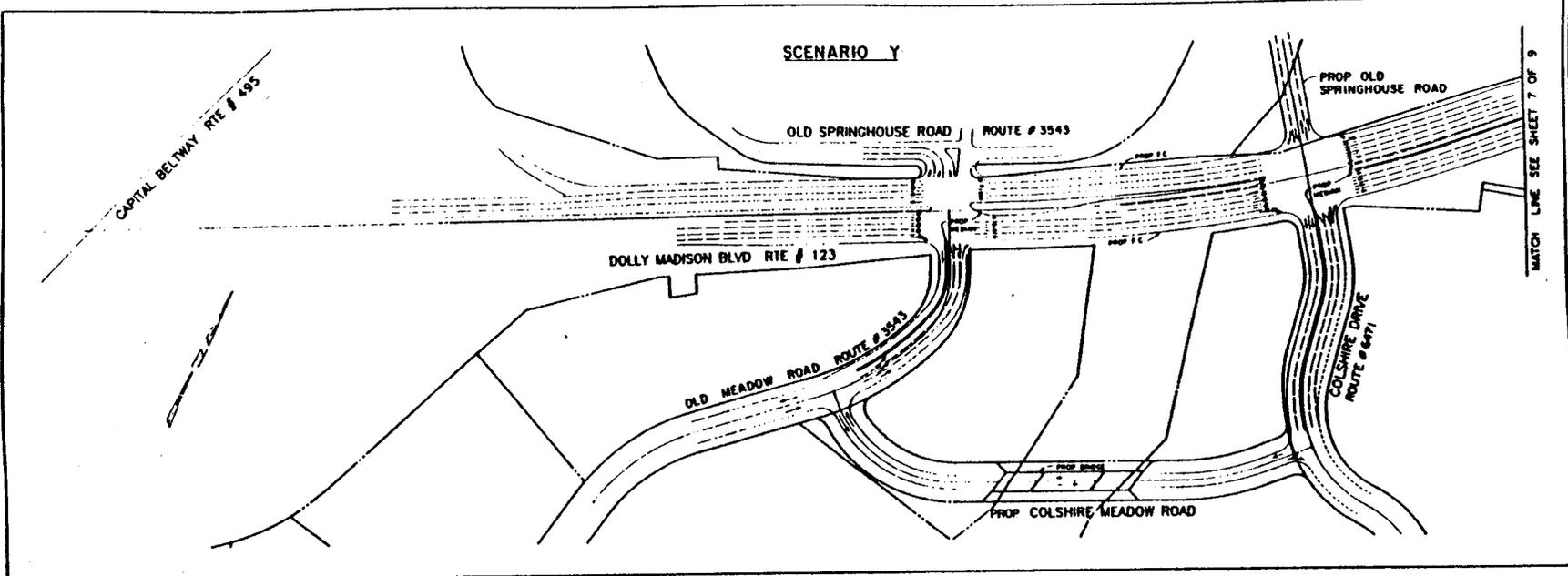


GENERALIZED DEVELOPMENT PLAN TO REZONE THE PROPERTIES OF WEST-GATE, A VIRGINIA LIMITED PARTNERSHIP, FROM I-3, J-4, K-1 C-2 AND C-7 TO THE C-3 ZONE

FARMAS COUNTY, VIRGINIA

PROPOSED ROUTE # 123 IMPROVEMENTS (RZ 92-P-001)

SCALE	1" = 100'
DATE	05/06/94
BY	JH
CHECKED BY	MS
DESIGNED BY	MS
PROJECT NO.	
SHEET	5 OF 9
FILE NO.	
PL. 2432	



THIS IS NOT A PROFFERED PLAN !!

Humble, Myers & Associates, P.C.
 1401 West 10th Street
 Suite 200
 Arlington, VA 22204
 (703) 243-1100
 FAX (703) 243-1101

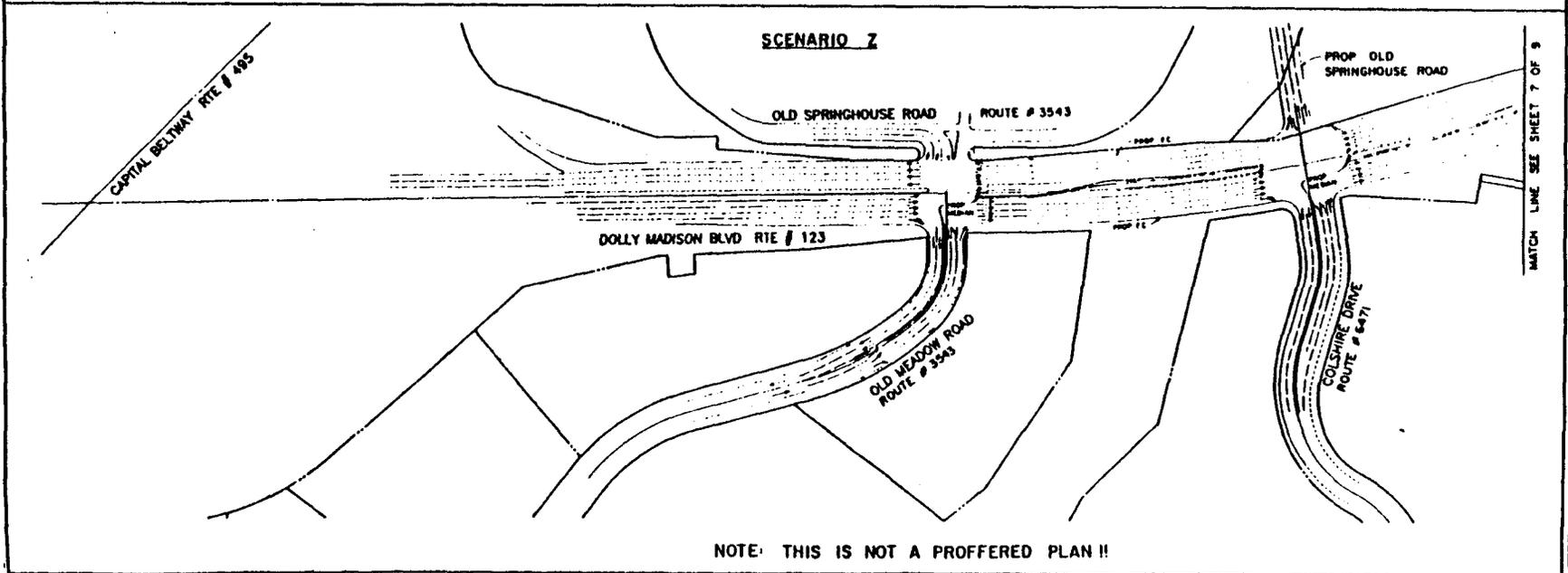
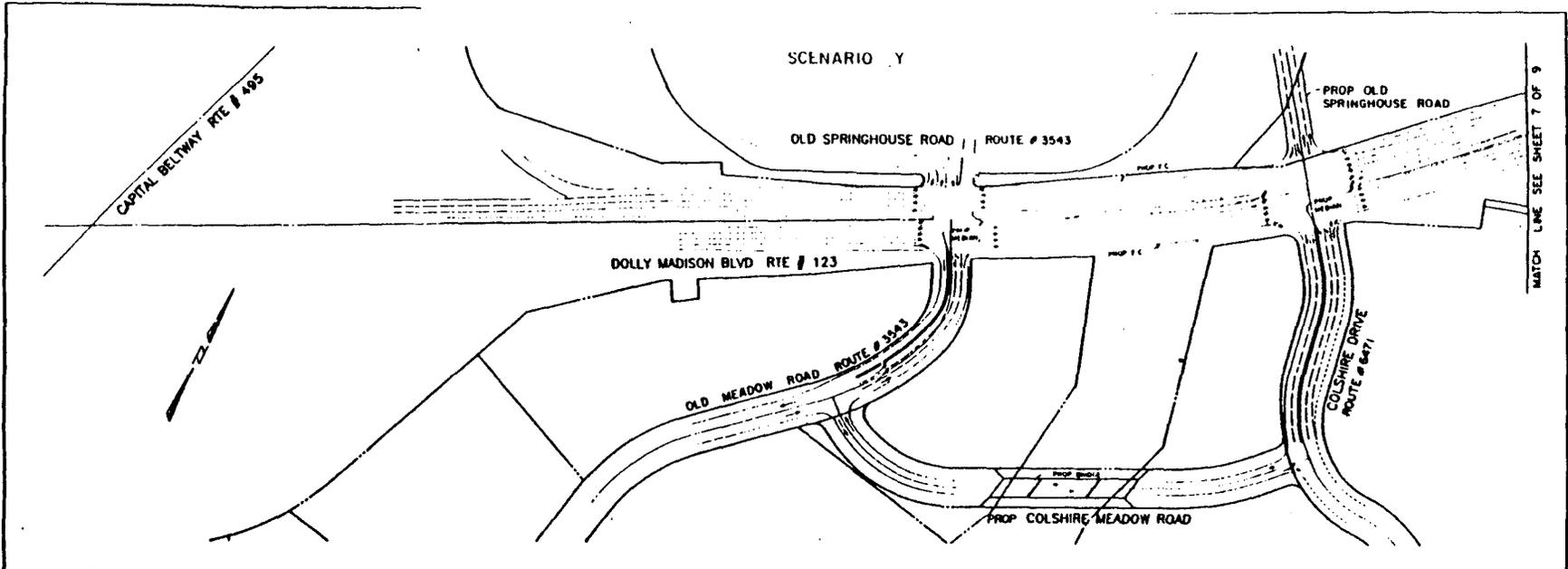


GENERALIZED DEVELOPMENT PLAN TO REZONE THE PROPERTIES OF WEST-GATE, A VIRGINIA LIMITED PARTNERSHIP, FROM I-3, I-4, I-1, C-2 AND C-7 TO THE C-3 ZONE

PLANNING DISTRICT: WEST-GATE
 COUNTY: FARMVILLE COUNTY, VIRGINIA

PROJECT NO. (FZ 92 - P - 001)
 USED ROUTE # 123 IMPROVEMENTS

SCALE	1" = 400'
DATE	05/06/92
BY	WMS/ML
CHECKED	WMS/ML
DATE	05/06/92
PROJECT NO.	609
FILE NO.	2432



NOTE: THIS IS NOT A PROFFERED PLAN !!

PROPOSED: RTE # 123 IMPROVEMENTS (RZ 92-P-001)

GENERALIZED DEVELOPMENT PLAN TO REZONE THE PROPERTIES OF WEST-GATE, A VIRGINIA LIMITED PARTNERSHIP, FROM I-3-J-R-1 C-2 AND C-7 TO THE C-3 ZONE

CAPITAL COUNTY VIRGINIA

DATE: 05/06/92

SCALE: AS SHOWN

PROJECT NO: 92-001

PROPOSED: RTE # 123 IMPROVEMENTS (RZ 92-P-001)

Hunley, Nyce & Associates P.C.

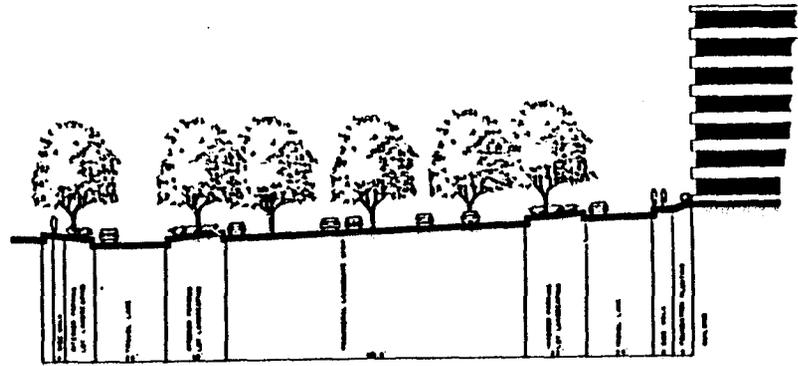
1000 W. MARKET STREET, SUITE 100
 CHARLOTTE, NC 28202
 (704) 375-1111
 FAX (704) 375-1112

METADATA				
NO.	BUILDING TYPE	TAX MAP	DEVELOPER	DEED BOOK & PAGE
1.	Warehouse	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
2.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
3.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
4.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
5.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
6.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
7.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
8.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
9.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
10.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
11.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
12.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
13.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
14.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
15.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
16.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
17.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
18.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
19.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
20.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
21.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
22.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
23.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
24.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
25.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
26.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130
27.	Office	20-1-000-13-000-2-C-3-3-F-3	Westgate & Virginia Limited Partnership	230-130

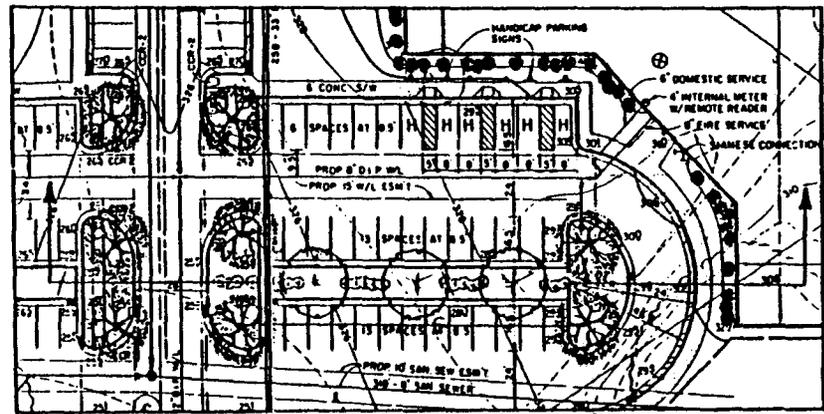
BUILDING DATA							
NO.	BUILDING SITE	ADDRESS	BUILDING STATUS	DATE COMPT.	CHIMNEY HEIGHT	ALLOWED HEIGHT	
1.	Washington	2000 Old Springhouse Rd.	Existing (no records)	1974	75'	75'	
2.	Wilson	2000 Old Springhouse Rd.	Existing (no records)	1970	75'	75'	
3.	Wiley	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	
4.	Waller	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	
5.	Wagner	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	
6.	Washington	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	
7.	Washington	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	
8.	Washington	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	
9.	Washington	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	
10.	Washington	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	
11.	Washington	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	
12.	Washington	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	
13.	Washington	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	
14.	Washington	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	
15.	Washington	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	
16.	Washington	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	
17.	Washington	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	
18.	Washington	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	
19.	Washington	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	
20.	Washington	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	
21.	Washington	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	
22.	Washington	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	
23.	Washington	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	
24.	Washington	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	
25.	Washington	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	
26.	Washington	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	
27.	Washington	2000 Old Springhouse Rd.	Proposed (shaded)	---	75'	75'	

NET FLOOR AREA ALLOWED BY ZONING REGULATIONS BY HEIGHT

1. 1000 sq ft	10' to 15' max = 2,125,000 sq ft
2. 1200 sq ft	15' to 20' max = 1,062,500 sq ft
3. 1400 sq ft	20' to 25' max = 1,062,500 sq ft
4. 1600 sq ft	25' to 30' max = 1,062,500 sq ft
5. 1800 sq ft	30' to 35' max = 1,062,500 sq ft
6. 2000 sq ft	35' to 40' max = 1,062,500 sq ft
7. 2200 sq ft	40' to 45' max = 1,062,500 sq ft
8. 2400 sq ft	45' to 50' max = 1,062,500 sq ft
9. 2600 sq ft	50' to 55' max = 1,062,500 sq ft
10. 2800 sq ft	55' to 60' max = 1,062,500 sq ft
11. 3000 sq ft	60' to 65' max = 1,062,500 sq ft
12. 3200 sq ft	65' to 70' max = 1,062,500 sq ft
13. 3400 sq ft	70' to 75' max = 1,062,500 sq ft
14. 3600 sq ft	75' to 80' max = 1,062,500 sq ft
15. 3800 sq ft	80' to 85' max = 1,062,500 sq ft
16. 4000 sq ft	85' to 90' max = 1,062,500 sq ft
17. 4200 sq ft	90' to 95' max = 1,062,500 sq ft
18. 4400 sq ft	95' to 100' max = 1,062,500 sq ft
19. 4600 sq ft	100' to 105' max = 1,062,500 sq ft
20. 4800 sq ft	105' to 110' max = 1,062,500 sq ft
21. 5000 sq ft	110' to 115' max = 1,062,500 sq ft
22. 5200 sq ft	115' to 120' max = 1,062,500 sq ft
23. 5400 sq ft	120' to 125' max = 1,062,500 sq ft
24. 5600 sq ft	125' to 130' max = 1,062,500 sq ft
25. 5800 sq ft	130' to 135' max = 1,062,500 sq ft
26. 6000 sq ft	135' to 140' max = 1,062,500 sq ft
27. 6200 sq ft	140' to 145' max = 1,062,500 sq ft
28. 6400 sq ft	145' to 150' max = 1,062,500 sq ft
29. 6600 sq ft	150' to 155' max = 1,062,500 sq ft
30. 6800 sq ft	155' to 160' max = 1,062,500 sq ft
31. 7000 sq ft	160' to 165' max = 1,062,500 sq ft
32. 7200 sq ft	165' to 170' max = 1,062,500 sq ft
33. 7400 sq ft	170' to 175' max = 1,062,500 sq ft
34. 7600 sq ft	175' to 180' max = 1,062,500 sq ft
35. 7800 sq ft	180' to 185' max = 1,062,500 sq ft
36. 8000 sq ft	185' to 190' max = 1,062,500 sq ft
37. 8200 sq ft	190' to 195' max = 1,062,500 sq ft
38. 8400 sq ft	195' to 200' max = 1,062,500 sq ft
39. 8600 sq ft	200' to 205' max = 1,062,500 sq ft
40. 8800 sq ft	205' to 210' max = 1,062,500 sq ft
41. 9000 sq ft	210' to 215' max = 1,062,500 sq ft
42. 9200 sq ft	215' to 220' max = 1,062,500 sq ft
43. 9400 sq ft	220' to 225' max = 1,062,500 sq ft
44. 9600 sq ft	225' to 230' max = 1,062,500 sq ft
45. 9800 sq ft	230' to 235' max = 1,062,500 sq ft
46. 10000 sq ft	235' to 240' max = 1,062,500 sq ft
47. 10200 sq ft	240' to 245' max = 1,062,500 sq ft
48. 10400 sq ft	245' to 250' max = 1,062,500 sq ft
49. 10600 sq ft	250' to 255' max = 1,062,500 sq ft
50. 10800 sq ft	255' to 260' max = 1,062,500 sq ft
51. 11000 sq ft	260' to 265' max = 1,062,500 sq ft
52. 11200 sq ft	265' to 270' max = 1,062,500 sq ft
53. 11400 sq ft	270' to 275' max = 1,062,500 sq ft
54. 11600 sq ft	275' to 280' max = 1,062,500 sq ft
55. 11800 sq ft	280' to 285' max = 1,062,500 sq ft
56. 12000 sq ft	285' to 290' max = 1,062,500 sq ft
57. 12200 sq ft	290' to 295' max = 1,062,500 sq ft
58. 12400 sq ft	295' to 300' max = 1,062,500 sq ft
59. 12600 sq ft	300' to 305' max = 1,062,500 sq ft
60. 12800 sq ft	305' to 310' max = 1,062,500 sq ft
61. 13000 sq ft	310' to 315' max = 1,062,500 sq ft
62. 13200 sq ft	315' to 320' max = 1,062,500 sq ft
63. 13400 sq ft	320' to 325' max = 1,062,500 sq ft
64. 13600 sq ft	325' to 330' max = 1,062,500 sq ft
65. 13800 sq ft	330' to 335' max = 1,062,500 sq ft
66. 14000 sq ft	335' to 340' max = 1,062,500 sq ft
67. 14200 sq ft	340' to 345' max = 1,062,500 sq ft
68. 14400 sq ft	345' to 350' max = 1,062,500 sq ft
69. 14600 sq ft	350' to 355' max = 1,062,500 sq ft
70. 14800 sq ft	355' to 360' max = 1,062,500 sq ft
71. 15000 sq ft	360' to 365' max = 1,062,500 sq ft
72. 15200 sq ft	365' to 370' max = 1,062,500 sq ft
73. 15400 sq ft	370' to 375' max = 1,062,500 sq ft
74. 15600 sq ft	375' to 380' max = 1,062,500 sq ft
75. 15800 sq ft	380' to 385' max = 1,062,500 sq ft
76. 16000 sq ft	385' to 390' max = 1,062,500 sq ft
77. 16200 sq ft	390' to 395' max = 1,062,500 sq ft
78. 16400 sq ft	395' to 400' max = 1,062,500 sq ft
79. 16600 sq ft	400' to 405' max = 1,062,500 sq ft
80. 16800 sq ft	405' to 410' max = 1,062,500 sq ft
81. 17000 sq ft	410' to 415' max = 1,062,500 sq ft
82. 17200 sq ft	415' to 420' max = 1,062,500 sq ft
83. 17400 sq ft	420' to 425' max = 1,062,500 sq ft
84. 17600 sq ft	425' to 430' max = 1,062,500 sq ft
85. 17800 sq ft	430' to 435' max = 1,062,500 sq ft
86. 18000 sq ft	435' to 440' max = 1,062,500 sq ft
87. 18200 sq ft	440' to 445' max = 1,062,500 sq ft
88. 18400 sq ft	445' to 450' max = 1,062,500 sq ft
89. 18600 sq ft	450' to 455' max = 1,062,500 sq ft
90. 18800 sq ft	455' to 460' max = 1,062,500 sq ft
91. 19000 sq ft	460' to 465' max = 1,062,500 sq ft
92. 19200 sq ft	465' to 470' max = 1,062,500 sq ft
93. 19400 sq ft	470' to 475' max = 1,062,500 sq ft
94. 19600 sq ft	475' to 480' max = 1,062,500 sq ft
95. 19800 sq ft	480' to 485' max = 1,062,500 sq ft
96. 20000 sq ft	485' to 490' max = 1,062,500 sq ft
97. 20200 sq ft	490' to 495' max = 1,062,500 sq ft
98. 20400 sq ft	495' to 500' max = 1,062,500 sq ft
99. 20600 sq ft	500' to 505' max = 1,062,500 sq ft
100. 20800 sq ft	505' to 510' max = 1,062,500 sq ft
101. 21000 sq ft	510' to 515' max = 1,062,500 sq ft
102. 21200 sq ft	515' to 520' max = 1,062,500 sq ft
103. 21400 sq ft	520' to 525' max = 1,062,500 sq ft
104. 21600 sq ft	525' to 530' max = 1,062,500 sq ft
105. 21800 sq ft	530' to 535' max = 1,062,500 sq ft
106. 22000 sq ft	535' to 540' max = 1,062,500 sq ft
107. 22200 sq ft	540' to 545' max = 1,062,500 sq ft
108. 22400 sq ft	545' to 550' max = 1,062,500 sq ft
109. 22600 sq ft	550' to 555' max = 1,062,500 sq ft
110. 22800 sq ft	555' to 560' max = 1,062,500 sq ft
111. 23000 sq ft	560' to 565' max = 1,062,500 sq ft
112. 23200 sq ft	565' to 570' max = 1,062,500 sq ft
113. 23400 sq ft	570' to 575' max = 1,062,500 sq ft
114. 23600 sq ft	575' to 580' max = 1,062,500 sq ft
115. 23800 sq ft	580' to 585' max = 1,062,500 sq ft
116. 24000 sq ft	585' to 590' max = 1,062,500 sq ft
117. 24200 sq ft	590' to 595' max = 1,062,500 sq ft
118. 24400 sq ft	595' to 600' max = 1,062,500 sq ft
119. 24600 sq ft	600' to 605' max = 1,062,500 sq ft
120. 24800 sq ft	605' to 610' max = 1,062,500 sq ft
121. 25000 sq ft	610' to 615' max = 1,062,500 sq ft
122. 25200 sq ft	615' to 620' max = 1,062,500 sq ft
123. 25400 sq ft	620' to 625' max = 1,062,500 sq ft
124. 25600 sq ft	625' to 630' max = 1,062,500 sq ft
125. 25800 sq ft	630' to 635' max = 1,062,500 sq ft
126. 26000 sq ft	635' to 640' max = 1,062,500 sq ft
127. 26200 sq ft	640' to 645' max = 1,062,500 sq ft
128. 26400 sq ft	645' to 650' max = 1,062,500 sq ft
129. 26600 sq ft	650' to 655' max = 1,062,500 sq ft
130. 26800 sq ft	655' to 660' max = 1,062,500 sq ft
131. 27000 sq ft	660' to 665' max = 1,062,500 sq ft
132. 27200 sq ft	665' to 670' max = 1,062,500 sq ft
133. 27400 sq ft	670' to 675' max = 1,062,500 sq ft
134. 27600 sq ft	675' to 680' max = 1,062,500 sq ft
135. 27800 sq ft	680' to 685' max = 1,062,500 sq ft
136. 28000 sq ft	685' to 690' max = 1,062,500 sq ft
137. 28200 sq ft	690' to 695' max = 1,062,500 sq ft
138. 28400 sq ft	695' to 700' max = 1,062,500 sq ft
139. 28600 sq ft	700' to 705' max = 1,062,500 sq ft
140. 28800 sq ft	705' to 710' max = 1,062,500 sq ft
141. 29000 sq ft	710' to 715' max = 1,062,500 sq ft
142. 29200 sq ft	715' to 720' max = 1,062,500 sq ft
143. 29400 sq ft	720' to 725' max = 1,062,500 sq ft
144. 29600 sq ft	725' to 730' max = 1,062,500 sq ft
145. 29800 sq ft	730' to 735' max = 1,062,500 sq ft
146. 30000 sq ft	735' to 740' max = 1,062,500 sq ft
147. 30200 sq ft	740' to 745' max = 1,062,500 sq ft
148.	



TYPICAL PARKING LOT LANDSCAPE SECTION
SCALE 1" = 20'



TYPICAL PARKING LOT LANDSCAPING PLAN
SCALE 1" = 20'

NOTE:
THE ATTACHED LANDSCAPING GENERALLY
CONFORMS WITH WASHINGTON, WILSON,
TAYLOR, TRAMM, HOOVER AND EISENHOWER
BUILDING SITE PLAN, FAIRFAX COUNTY
No. 6835-SP-01

HUNTER, NYCE & ASSOCIATES, P.C.
LANDSCAPE ARCHITECTS
1000 N. GARDEN ST., SUITE 100
FALLS CHURCH, VA 22033
TEL: 703-441-1100
FAX: 703-441-1101
WWW.HUNTERNYCE.COM

Handwritten signature/initials

GENERALIZED DEVELOPMENT PLAN TO REZONE THE PROPERTIES
OF WESTGATE, A VIRGINIA LIMITED PARTNERSHIP, FROM I-31-A, R1
C-2 AND C-7 TO THE C-3 ZONE
FAIRFAX COUNTY, VIRGINIA
PROPOSED DISTRICT
TYPICAL PARKING LOT LANDSCAPING PLAN & SECTION VIEW

SCALE 1" = 20'
DATE 02/10/02
REVISIONS
DRAWN BY

SHEET 9 OF 9
PLAN NO. PL 2432

NOTE: THIS IS NOT A PROFFERED PLAN !!

2-418 Waiver of Yard Requirements in Selective Areas

Notwithstanding any other provision of this Ordinance and except in a Commercial Revitalization District, the minimum yard requirements and other required distances from lot lines set forth in this Ordinance may be waived for developments located in an area where specific design guidelines have been established in the adopted comprehensive plan, such as in Community Business Center (CBCs) and areas around transit facilities. Such waiver may be approved by the Board, in conjunction with the approval of a rezoning or special exception, or by the Director in approving a site plan, when it is determined that such waiver is in accordance with, and would further implementation of, the adopted comprehensive plan. Yard requirements in a Commercial Revitalization District shall be provided in accordance with the provisions of that district.

9-006 General Standards

In addition to the specific standards set forth hereinafter with regard to particular special exception uses, all such uses shall satisfy the following general standards:

1. The proposed use at the specified location shall be in harmony with the adopted comprehensive plan.
2. The proposed use shall be in harmony with the general purpose and intent of the applicable zoning district regulations.
3. The proposed use shall be such that it will be harmonious with and will not adversely affect the use or development of neighboring properties in accordance with the applicable zoning district regulations and the adopted comprehensive plan. The location, size and height of buildings, structures, walls and fences, and the nature and extent of screening, buffering and landscaping shall be such that the use will not hinder or discourage the appropriate development and use of adjacent or nearby land and/or buildings or impair the value thereof.
4. The proposed use shall be such that pedestrian and vehicular traffic associated with such use will not be hazardous or conflict with the existing and anticipated traffic in the neighborhood.
5. In addition to the standards which may be set forth in this Article for a particular category or use, the Board shall require landscaping and screening in accordance with the provisions of Article 13.
6. Open space shall be provided in an amount equivalent to that specified

for the zoning district in which the proposed use is located.

7. Adequate utility, drainage, parking, loading and other necessary facilities to serve the proposed use shall be provided. Parking and loading requirements shall be in accordance with the provisions of Article 11.
8. Signs shall be regulated by the provisions of Article 12; however, the Board may impose more strict requirements for a given use than those set forth in this Ordinance.

9-015 Expiration of a Special Exception

1. Except for Category 6 waivers, whenever a special exception is approved by the Board, the use authorized thereby shall be established or any construction authorized shall be commenced and diligently prosecuted within such time as the Board may have specified, or, if no such time has been specified, then within thirty (30) months from the approval date of such exception, unless additional time is approved by the Board in accordance with Par. 2 below.
2. The Board may approve a request for additional time, but only in accordance with all of the following:
 - A. A request is filed in writing with the Zoning Administrator prior to the expiration date. Such request shall specify the basis for and the amount of additional time requested and shall include an explanation of why the use has not been established or construction commenced and diligently prosecuted in accordance with the time specified in the approval of the special exception. Such explanation may include the occurrence of conditions unforeseen at the time of special exception approval.
 - B. It is determined by the Board that the use is in accordance with all applicable provisions of the Zoning Ordinance, unless the Board has specifically provided that an amendment adopted subsequent to the approval of the special exception is not applicable to the request for additional time, and that approval of additional time is consistent with the public interest.
3. If a request is timely filed, the special exception shall remain valid until the request for additional time is acted upon by the Board; however, during this period, the use shall not be established nor shall construction commence.
4. If the use or construction has not commenced in accordance with the

above provisions, the special exception shall automatically expire without notice.

9-607 Provisions for Approving an Increase in Building Heights

As set forth in the C-3, C-4, C-6, C-7, C-8, C-9, I-1, I-2, I-3, I-4, I-5 and I-6 Districts, and as applicable to all Group 3, Institutional Uses and Category 3, Quasi-Public Uses, the Board may approve a special exception for an increase in height above the maximum building height regulations specified for the zoning district or a given use, but only in accordance with the following provisions:

1. An increase in height may be approved only where such will be in harmony with the policies embodied in the adopted comprehensive plan.
2. An increase in height may be approved only in those locations where the resultant height will not be detrimental to the character and development of adjacent lands.
3. An increase in height may be approved in only those instances where the remaining regulations for the zoning district can be satisfied.

7-507 Special Exception Uses

All uses permitted by special exception in the underlying zoning district(s)

7-508 Use Limitations

As specified in the underlying zoning district(s), and as qualified for signs by the provisions of Sect. 12-204.

7-607 Special Exception Uses

1. All uses permitted by special exception in the underlying zoning district(s) except as qualified by Sect. 601 above.
2. Except as permitted by right pursuant to Sections 4-502, 4-602, 4-702, 4-802, 4-902 and 10-202, drive-in banks, fast food restaurants, quick-service food stores, service stations and service station/mini-marts subject to the provisions of Part 6 of Article 9 and Sect. 608 below.

7-608 Use Limitations

All uses shall be subject to the use limitations set forth in the underlying zoning district(s), and, in addition, drive-in banks, fast food restaurants, quick-service food stores, service stations and service station/mini-marts shall be subject to the following use limitations:

1. In any Highway Corridor Overlay District:
 - A. Such a use shall be designed so that pedestrian and vehicular circulation is coordinated with that on adjacent properties.
 - B. Such a use shall have access designed so as not to impede traffic on a public street intended to carry through traffic. To such end, access via the following means may be given favorable consideration:
 - (1) Access to the site is provided by a public street other than one intended to carry through traffic, and/or
 - (2) Access to the site is provided via the internal circulation of a shopping center, which center contains at least six (6) other commercial uses, or an office complex having a limited number of well-designed access points to the public street system and no additional direct access is provided to the site from a public street intended to carry through traffic over and above those entrances which may exist to provide access to the shopping center, and/or
 - (3) Access to the site is provided by a functional service drive, which provides controlled access to the site.
 - C. There shall be no outdoor storage or display of goods offered for sale except for the outdoor storage or display of goods permitted at a service station or service station/mini-mart.
2. Where the underlying district is C-2, C-3 or C-4, in addition to Par. 1 above:
 - A. Service stations shall not include any uses such as vehicle or tool rental.
 - B. Service stations shall not be used for the performance of major repairs, and shall not include the outdoor storage of more than two (2) abandoned, wrecked or inoperable vehicles on the site for more than seventy-two (72) hours, subject to the limitation that there shall be no dismantling, wrecking or sale of said vehicles or parts thereof. In addition, in no event shall any one (1) abandoned, wrecked or inoperable vehicle be stored outdoors for a period exceeding seventy-two (72) hours.

GLOSSARY

This Glossary is provided to assist the public in understanding the staff evaluation and analysis of development proposals. It should not be construed as representing legal definitions. Refer to the Fairfax County Zoning Ordinance, Comprehensive Plan or Public Facilities Manual for additional information.

ABANDONMENT: Refers to road or street abandonment, an action taken by the Board of Supervisors, usually through the public hearing process, to abolish the public's right-of-passage over a road or road right-of-way. Upon abandonment, the right-of-way automatically reverts to the underlying fee owners. If the fee to the owner is unknown, Virginia law presumes that fee to the roadbed rests with the adjacent property owners if there is no evidence to the contrary.

ACCESSORY DWELLING UNIT (OR APARTMENT): A secondary dwelling unit established in conjunction with and clearly subordinate to a single family detached dwelling unit. An accessory dwelling unit may be allowed if a special permit is granted by the Board of Zoning Appeals (BZA). Refer to Sect. 8-918 of the Zoning Ordinance.

AFFORDABLE DWELLING UNIT (ADU) DEVELOPMENT: Residential development to assist in the provision of affordable housing for persons of low and moderate income in accordance with the affordable dwelling unit program and in accordance with Zoning Ordinance regulations. Residential development which provides affordable dwelling units may result in a density bonus (see below) permitting the construction of additional housing units. See Part 8 of Article 2 of the Zoning Ordinance.

AGRICULTURAL AND FORESTAL DISTRICTS: A land use classification created under Chapter 114 or 115 of the Fairfax County Code for the purpose of qualifying landowners who wish to retain their property for agricultural or forestal use for use/value taxation pursuant to Chapter 58 of the Fairfax County Code.

BARRIER: A wall, fence, earthen berm, or plant materials which may be used to provide a physical separation between land uses. Refer to Article 13 of the Zoning Ordinance for specific barrier requirements.

BEST MANAGEMENT PRACTICES (BMPs): Stormwater management techniques or land use practices that are determined to be the most effective, practicable means of preventing and/or reducing the amount of pollution generated by nonpoint sources in order to improve water quality.

BUFFER: Graduated mix of land uses, building heights or intensities designed to mitigate potential conflicts between different types or intensities of land uses; may also provide for a transition between uses. A landscaped buffer may be an area of open, undeveloped land and may include a combination of fences, walls, berms, open space and/or landscape plantings. A buffer is not necessarily coincident with transitional screening.

CHESAPEAKE BAY PRESERVATION ORDINANCE: Regulations which the State has mandated must be adopted to protect the Chesapeake Bay and its tributaries. These regulations must be incorporated into the comprehensive plans, zoning ordinances and subdivision ordinances of the affected localities. Refer to Chesapeake Bay Preservation Act, Va. Code Section 10.1-2100 et seq and VR 173-02-01, Chesapeake Bay Preservation Area Designation and Management Regulations.

CLUSTER DEVELOPMENT: Residential development in which the lots are clustered on a portion of a site so that significant environmental/historical/cultural resources may be preserved or recreational amenities provided. While smaller lot sizes are permitted in a cluster subdivision to preserve open space, the overall density cannot exceed that permitted in the zoning district if the site were developed as a conventional subdivision. See Sect. 9-615 of the Zoning Ordinance.

COUNTY 456 REVIEW PROCESS: A public hearing process pursuant to Sect. 15.1-456 of the Virginia Code which is used to determine if a proposed public facility not shown on the adopted Comprehensive Plan is in substantial accord with the plan. Specifically, this process is used to determine if the general or approximate location, character and extent of a proposed facility is in substantial accord with the Plan.

dBA: The momentary magnitude of sound weighted to approximate the sensitivity of the human ear to certain frequencies; the dBA value describes a sound at a given instant, a maximum sound level or a steady state value. See also Ldn.

DENSITY: Number of dwelling units (du) divided by the gross acreage (ac) of a site being developed in residential use; or, the number of dwelling units per acre (du/ac) except in the PRC District when density refers to the number of persons per acre.

DENSITY BONUS: An increase in the density otherwise allowed in a given zoning district which may be granted under specific provisions of the Zoning Ordinance when a developer provides excess open space, recreation facilities, or affordable dwelling units (ADUs), etc.

DEVELOPMENT CONDITIONS: Terms or conditions imposed on a development by the Board of Supervisors (BOS) or the Board of Zoning Appeals (BZA) in connection with approval of a special exception, special permit or variance application or rezoning application in

a "P" district. Conditions may be imposed to mitigate adverse impacts associated with a development as well as secure compliance with the Zoning Ordinance and/or conformance with the Comprehensive Plan. For example, development conditions may regulate hours of operation, number of employees, height of buildings, and intensity of development.

DEVELOPMENT PLAN: A graphic representation which depicts the nature and character of the development proposed for a specific land area: information such as topography, location and size of proposed structures, location of streets trails, utilities, and storm drainage are generally included on a development plan. A development plan is a submission requirement for rezoning to the PRC District. A **GENERALIZED DEVELOPMENT PLAN (GDP)** is a submission requirement for a rezoning application for all conventional zoning districts other than a P District. A development plan submitted in connection with a special exception (SE) or special permit (SP) is generally referred to as an SE or SP plat. A **CONCEPTUAL DEVELOPMENT PLAN (CDP)** is a submission requirement when filing a rezoning application for a P District other than the PRC District; a CDP characterizes in a general way the planned development of the site. A **FINAL DEVELOPMENT PLAN (FDP)** is a submission requirement following the approval of a conceptual development plan and rezoning application for a P District other than the PRC District; an FDP further details the planned development of the site. See Article 16 of the Zoning Ordinance.

EASEMENT: A right to or interest in property owned by another for a specific and limited purpose. Examples: access easement, utility easement, construction easement, etc. Easements may be for public or private purposes.

ENVIRONMENTAL QUALITY CORRIDORS (EQCs): An open space system designed to link and preserve natural resource areas, provide passive recreation and protect wildlife habitat. The system includes stream valleys, steep slopes and wetlands. For a complete definition of EQCs, refer to the Environmental section of the Policy Plan for Fairfax County contained in Vol. 1 of the Comprehensive Plan.

ERODIBLE SOILS: Soils that wash away easily, especially under conditions where stormwater runoff is inadequately controlled. Silt and sediment are washed into nearby streams, thereby degrading water quality.

FLOODPLAIN: Those land areas in and adjacent to streams and watercourses subject to periodic flooding; usually associated with environmental quality corridors. The 100 year floodplain drains 70 acres or more of land and has a one percent chance of flood occurrence in any given year.

FLOOR AREA RATIO (FAR): An expression of the amount of development intensity (typically, non-residential uses) on a specific parcel of land. FAR is determined by dividing the total square footage of gross floor area of buildings on a site by the total square footage of the site itself.

FUNCTIONAL CLASSIFICATION: A system for classifying roads in terms of the character of service that individual facilities are providing or are intended to provide, ranging from travel mobility to land access. Roadway system functional classification elements include Freeways or Expressways which are limited access highways, Other Principal (or Major) Arterials, Minor Arterials, Collector Streets, and Local Streets. Principal arterials are designed to accommodate travel; access to adjacent properties is discouraged. Minor arterials are designed to serve both through traffic and local trips. Collector roads and streets link local streets and properties with the arterial network. Local streets provide access to adjacent properties.

GEOTECHNICAL REVIEW: An engineering study of the geology and soils of a site which is submitted to determine the suitability of a site for development and recommends construction techniques designed to overcome development on problem soils, e.g., marine clay soils.

HYDROCARBON RUNOFF: Petroleum products, such as motor oil, gasoline or transmission fluid deposited by motor vehicles which are carried into the local storm sewer system with the stormwater runoff, and ultimately, into receiving streams; a major source of non-point source pollution. An oil-grit separator is a common hydrocarbon runoff reduction method.

IMPERVIOUS SURFACE: Any land area covered by buildings or paved with a hard surface such that water cannot seep through the surface into the ground.

INFILL: Development on vacant or underutilized sites within an area which is already mostly developed in an established development pattern or neighborhood.

INTENSITY: The magnitude of development usually measured in such terms as density, floor area ratio, building height, percentage of impervious surface, traffic generation, etc. Intensity is also based on a comparison of the development proposal against environmental constraints or other conditions which determine the carrying capacity of a specific land area to accommodate development without adverse impacts.

Ldn: Day night average sound level. It is the twenty-four hour average sound level expressed in A-weighted decibels; the measurement assigns a "penalty" to night time noise to account for night time sensitivity. Ldn represents the total noise environment which varies over time and correlates with the effects of noise on the public health, safety and welfare.

LEVEL OF SERVICE (LOS): An estimate of the effectiveness of a roadway to carry traffic, usually under anticipated peak traffic

conditions. Level of Service efficiency is generally characterized by the letters A through F, with LOS-A describing free flow traffic conditions and LOS-F describing jammed or grid-lock conditions.

MARINE CLAY SOILS: Soils that occur in widespread areas of the County generally east of Interstate 95. Because of the abundance of shrink-swell clays in these soils, they tend to be highly unstable. Many areas of slope failure are evident on natural slopes. Construction on these soils may initiate or accelerate slope movement or slope failure. The shrink-swell soils can cause movement in structures, even in areas of flat topography, from dry to wet seasons resulting in cracked foundations, etc. Also known as slippage soils.

OPEN SPACE: That portion of a site which generally is not covered by buildings, streets, or parking areas. Open space is intended to provide light and air; open space may function as a buffer between land uses or for scenic, environmental, or recreational purposes.

OPEN SPACE EASEMENT: An easement usually granted to the Board of Supervisors which preserves a tract of land in open space for some public benefit in perpetuity or for a specified period of time. Open space easements may be accepted by the Board of Supervisors, upon request of the land owner, after evaluation under criteria established by the Board. See Open Space Land Act, Code of Virginia, Sections 10.1-1700, et seq.

P DISTRICT: A "P" district refers to land that is planned and/or developed as a Planned Development Housing (PDH) District, a Planned Development Commercial (PDC) District or a Planned Residential Community (PRC) District. The PDH, PDC and PRC Zoning Districts are established to encourage innovative and creative design for land development; to provide ample and efficient use of open space; to promote a balance in the mix of land uses, housing types, and intensity of development; and to allow maximum flexibility in order to achieve excellence in physical, social and economic planning and development of a site. Refer to Articles 6 and 16 of the Zoning Ordinance.

PROFFER: A written condition, which, when offered voluntarily by a property owner and accepted by the Board of Supervisors in a rezoning action, becomes a legally binding condition which is in addition to the zoning district regulations applicable to a specific property. Proffers are submitted and signed by an owner prior to the Board of Supervisors public hearing on a rezoning application and run with the land. Once accepted by the Board, proffers may be modified only by a proffered condition amendment (PCA) application or other zoning action of the Board and the hearing process required for a rezoning application applies. See Sect. 15.1-491 of the Code of Virginia.

PUBLIC FACILITIES MANUAL (PFM): A technical text approved by the Board of Supervisors containing guidelines and standards which govern the design and construction of site improvements incorporating applicable Federal, State and County Codes, specific standards of the Virginia Department of Transportation and the County's Department of Environmental Management.

RESOURCE MANAGEMENT AREA (RMA): That component of the Chesapeake Bay Preservation Area comprised of lands that, if improperly used or developed, have a potential for causing significant water quality degradation or for diminishing the functional value of the Resource Protection Area. See Fairfax County Code, Ch. 118, Chesapeake Bay Preservation Ordinance.

RESOURCE PROTECTION AREA (RPA): That component of the Chesapeake Bay Preservation Area comprised of lands at or near the shoreline or water's edge that have an intrinsic water quality value due to the ecological and biological processes they perform or are sensitive to impacts which may result in significant degradation of the quality of state waters. In their natural condition, these lands provide for the removal, reduction or assimilation of sediments from runoff entering the Bay and its tributaries, and minimize the adverse effects of human activities on state waters and aquatic resources. New development is generally discouraged in an RPA. See Fairfax County Code, Ch. 118, Chesapeake Bay Preservation Ordinance.

SITE PLAN: A detailed engineering plan, to scale, depicting the development of a parcel of land and containing all information required by Article 17 of the Zoning Ordinance. Generally, submission of a site plan to DEM for review and approval is required for all residential, commercial and industrial development except for development of single family detached dwellings. The site plan is required to assure that development complies with the Zoning Ordinance.

SPECIAL EXCEPTION (SE) / SPECIAL PERMIT (SP): Uses, which by their nature, can have an undue impact upon or can be incompatible with other land uses and therefore need a site specific review. After review, such uses may be allowed to locate within given designated zoning districts if appropriate and only under special controls, limitations, and regulations. A special exception is subject to public hearings by the Planning Commission and Board of Supervisors with approval by the Board of Supervisors; a special permit requires a public hearing and approval by the Board of Zoning Appeals. Unlike proffers which are voluntary, the Board of Supervisors or BZA may impose reasonable conditions to assure, for example, compatibility and safety. See Article 8, Special Permits and Article 9, Special Exceptions, of the Zoning Ordinance.

STORMWATER MANAGEMENT: Engineering practices that are incorporated into the design of a development in order to mitigate or abate adverse water quantity and water quality impacts resulting from development. Stormwater management systems are designed to slow down or retain runoff to re-create, as nearly as possible, the pre-development flow conditions.

SUBDIVISION PLAT: The engineering plan for a subdivision of land submitted to DEM for review and approved pursuant to Chapter 101 of the County Code.

TRANSPORTATION DEMAND MANAGEMENT (TDM): Actions taken to reduce single occupant vehicle automobile trips or actions taken to manage or reduce overall transportation demand in a particular area.

TRANSPORTATION SYSTEM MANAGEMENT (TSM) PROGRAMS: This term is used to describe a full spectrum of actions that may be applied to improve the overall efficiency of the transportation network. TSM programs usually consist of low-cost alternatives to major capital expenditures, and may include parking management measures, ridesharing programs, flexible or staggered work hours, transit promotion or operational improvements to the existing roadway system. TSM includes Transportation Demand Management (TDM) measures as well as H.O.V. use and other strategies associated with the operation of the street and transit systems.

URBAN DESIGN: An aspect of urban or suburban planning that focuses on creating a desirable environment in which to live, work and play. A well-designed urban or suburban environment demonstrates the four generally accepted principles of design: clearly identifiable function for the area; easily understood order; distinctive identity; and visual appeal.

VACATION: Refers to vacation of street or road as an action taken by the Board of Supervisors in order to abolish the public's right-of-passage over a road or road right-of-way dedicated by a plat of subdivision. Upon vacation, title to the road right-of-way transfers by operation of law to the owner(s) of the adjacent properties within the subdivision from whence the road/road right-of-way originated.

VARIANCE: An application to the Board of Zoning Appeals which seeks relief from a specific zoning regulation such as lot width, building height, or minimum yard requirements, among others. A variance may only be granted by the Board of Zoning Appeals through the public hearing process and upon a finding by the BZA that the variance application meets the required Standards for a Variance set forth in Sect. 18-404 of the Zoning Ordinance.

WETLANDS: Land characterized by wetness for a portion of the growing season. Wetlands are generally delineated on the basis of physical characteristics such as soil properties indicative of wetness, the presence of vegetation with an affinity for water, and the presence or evidence of surface wetness or soil saturation. Wetland environments provide water quality improvement benefits and are ecologically valuable. Development activity in wetlands is subject to permitting processes administered by the U.S. Army Corps of Engineers

TIDAL WETLANDS: Vegetated and nonvegetated wetlands as defined in Chapter 116 Wetlands Ordinance of the Fairfax County Code: includes tidal shores and tidally influenced embayments, creeks, and tributaries to the Occoquan and Potomac Rivers. Development activity in tidal wetlands may require approval from the Fairfax County Wetlands Board.

Abbreviations Commonly Used in Staff Reports

A&F	Agricultural & Forestal District	PDC	Planned Development Commercial
ADU	Affordable Dwelling Unit	PDH	Planned Development Housing
ARB	Architectural Review Board	PFM	Public Facilities Manual
BMP	Best Management Practices	PRC	Planned Residential Community
BOS	Board of Supervisors	RMA	Resource Management Area
BZA	Board of Zoning Appeals	RPA	Resource Protection Area
COG	Council of Governments	RUP	Residential Use Permit
CBC	Community Business Center	RZ	Rezoning
CDP	Conceptual Development Plan	SE	Special Exception
DEM	Department of Environmental Management	SP	Special Permit
DDR	Division of Design Review, DEM	TDM	Transportation Demand Management
DP	Development Plan	TMA	Transportation Management Association
DPW	Department of Public Works	TSA	Transit Station Area
DU/AC	Dwelling Units Per Acre	TSM	Transportation System Management
EQC	Environmental Quality Corridor	UP & DD	Utilities Planning and Design Division, DPW
FAR	Floor Area Ratio	UMTA	Urban Mass Transit Association
FDP	Final Development Plan	VC	Variance
GDP	Generalized Development Plan	VDOT	Virginia Dept. of Transportation
GFA	Gross Floor Area	VPD	Vehicles Per Day
HCD	Housing and Community Development	VPH	Vehicles per Hour
LOS	Level of Service	WMATA	Washington Metropolitan Area Transit Authority
Non-RUP	Non-Residential Use Permit	ZAD	Zoning Administration Division, OCP
OCP	Office of Comprehensive Planning	ZED	Zoning Evaluation Division, OCP
OT	Office of Transportation	ZPRB	Zoning Permit Review Branch
PD	Planning Division		