

**PROFFERS  
TOWERS CRESCENT**

**PCA 1998-PR-058**

**June 20, 2002**

Pursuant to Section 15.2-2303(A), Code of Virginia, (1950) as amended, Tycon Tower I Investment Limited Partnership and Tycon Tower III Investment Corporation (hereinafter collectively referred to as the "Applicant"), for themselves, the owners their successors and assigns in PCA 1998-PR-058 (the "Application"), filed for property identified as Tax Map 39-2 ((29)) 1A1, 1D1 and B (hereinafter referred to as the "Application Property") reaffirm the existing proffers accepted pursuant to RZ 1998-PR-058 except as the same are hereby amended and superceded as follows:

- 1. Development Plan. Development of the Application Property shall be in substantial conformance with the Generalized Development Plan prepared by VIKA, Incorporated, dated October 22, 2001 and revised through April 10, 2002, consisting of 10 sheets (the "GDP").

\* \* \*

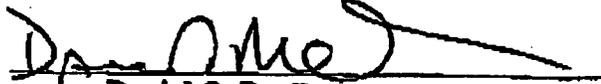
- 4. Building Heights. Except as qualified below, the office buildings will be constructed to the heights shown on the GDP, exclusive of penthouses, mechanical equipment and/or architectural fixtures (which shall not exceed thirty (30) feet). Such limitation on the height of architectural fixtures shall not, however, apply to limit the height of the spire element shown for Building F on the GDP (which spire shall not exceed a height of sixty-five (65) feet atop the architectural crown to the building notwithstanding the height of such spire as shown on the GDP). Proposed office buildings C and E may each be constructed to a height that is up to fifteen (15) feet higher than the respective heights shown on the GDP for those buildings.

\* \* \*

- 32. Building Lighting. Except for lighting required for safety purposes (such as lights required by the Federal Aviation Administration) the portion of the rooftop spire structure extending beyond the top of the rooftop crown on Building "F" shall not be illuminated. Exterior architectural accent lighting of the other rooftop architectural elements of Building "F" shall utilize lighting fixtures in enclosed housings that are aimed and, as necessary, shielded so that light is directed only on the features intended to be illuminated to minimize light spill into the night sky. In addition, lighting fixtures shall not cause direct glare or direct light beyond the building facade onto neighboring residential property. The maximum illuminance levels from such light sources, measured at the boundary of any neighboring residential property from the height of the roofline of the dwelling unit(s) on such property and on a vertical plane perpendicular to the line of sight, shall not exceed 0.4 foot candles. The maximum average target illuminance of any vertical dark surface shall not exceed 10 foot candles. This proffer shall be considered supplemental to the glare standards contained in the Fairfax County Zoning Ordinance.

**TYCON TOWER I INVESTMENT LIMITED PARTNERSHIP**

By: Tycon Tower I Investment Corporation, its General Partner

By:   
Daniel O. Bradley  
Vice President

[SIGNATURES CONTINUED ON NEXT PAGE]

07/09/02 15:35 FAX 703 525 316

WCSEL ARLINGTON

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07/09/2002 TUE 14:32 FAX 2023930 8

QUADRANGLE DEVELOP CO.

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617-261-8555

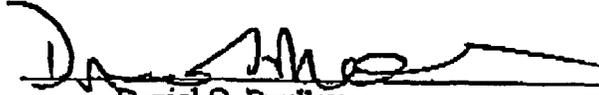
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**TYCON TOWER II INVESTMENT CORPORATION**

By:



Daniel O. Bradley  
Vice President

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07/09/02 15:35 FAX 703 525 3197  
07/09/2002 TUE 14:32 FAX 2023930548  
Jul-09-02 01:45pm From-AEW CAPITAL MGMT.2

WCSEL ARLINGTON  
QUADRANGLE DEVELOP CORP  
817-261-8555

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**TYCON TOWER III INVESTMENT CORPORATION**

By:   
Daniel O. Bradley  
Vice President

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