

**BEECH GROVE
PROFFER STATEMENT
PCA/CDPA/FDPA 2003-PR-037**

**March 27, 2009
Revised September 29, 2009
Revised October 14, 2009**

Pursuant to Section 15.2-2303(A) of the Code of Virginia (1950, as amended) and Sect. 18-204 of the Zoning Ordinance of Fairfax County (1978, as amended), the property owners and applicants, for themselves and their successors and/or assigns (hereinafter collectively referred to as the "Applicant"), hereby proffer that the development of the parcels under consideration and shown on the Fairfax County Tax Maps as Tax Map 48-3 ((48)) part A, 6 – 19 (collectively, the "Property") shall be in accordance with the following conditions if, and only if, Proffered Condition Amendment/Conceptual Development Plan Amendment/Final Development Plan Amendment application PCA/CDPA/FDPA 2003-PR-037 (the "Application") is granted. In the event that this Application is not granted, these proffers will be immediately null and void and of no further force and effect, and the proffers accepted with RZ/FDP 2003-PR-037 for the Property will remain in effect.

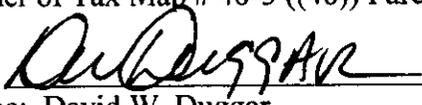
The Applicant reaffirms its commitment to the proffers associated with RZ/FDP 2003-PR-037 (the "Original Proffers"), except for the following modification:

GENERAL

1. Conceptual/Final Development Plan Amendment. The Property shall be developed in substantial conformance with the Conceptual Development Plan Amendment ("CDPA") and Final Development Plan Amendment ("FDPA") dated May 5, 2009, and revised through October 14, 2009, prepared by Urban Engineering and Associates, Inc. (collectively, the CDPA and FDPA are the "Development Plan Amendment"), consisting of eight (8) sheets. For the Property subject to this Application, the Development Plan Amendment supersedes the Development Plan referenced in the Original Proffers, and all references in the Original Proffers to the Development Plan shall refer to the Development Plan Amendment.

[Signature pages follow]

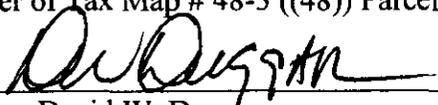
BEECH GROVE NEIGHBORHOODS LLC
Owner of Tax Map # 48-3 ((48)) Parcels 6 – 19

By: _____

Name: David W. Duggar

Title: Vice President

KENDALL SQUARE HOMEOWNERS ASSOCIATION
Owner of Tax Map # 48-3 ((48)) Parcel A

By: 
Name: David W. Duggar
Title: President

PROPOSED DEVELOPMENT CONDITIONS

FDPA 2003-PR-037

October 14, 2009

If it is the intent of the Planning Commission to approve Final Development Plan Amendment FDPA 2003-PR-037 for a modification of the development conditions approved with FDP 2003-PR-037 on March 24, 2004, staff recommends that the Planning Commission condition the approval by requiring conformance with the following development conditions which incorporate and supersede all previous conditions. Previously-approved conditions are marked with an asterisk (*).

1. Development of the Property shall be in substantial conformance with the CDPA/FDPA consisting of eight (8) sheets, prepared by Urban, Ltd., dated May 5, 2009, as revised through October 14, 2009.
2. Disclosure shall be made to all initial purchasers prior to entering into a contract of sale that parking will only be permitted within the garages and surface spaces as shown on the CDPA/FDPA; except for those driveways which are 18 feet in length. This limitation on parking of vehicles shall be contained in the HOA documents and those units which are limited to garage and surface parking only shall be so noted on the site plan.*
3. The detailed landscape plan to be submitted in conjunction with the site plan in accordance with Proffer 13, shall contain a separate detail sheet to show landscaping treatments along the southern property line adjacent to the industrial building. The detail sheet shall provide for the maximum amount and type of plantings that will screen the adjacent industrial building as determined feasible by the Urban Forester.*
4. Notwithstanding the tabs shown on Sheet 2 of the CDPA/FDPA, the minimum front yard setback for units on the properties identified as Tax Map 48-3 ((48) Parcels 9 – 13 shall be four (4) feet from the boundary between the existing Virginia Department of Transportation right-of-way and the property identified as Tax Map 48-3 ((48)) Parcel A. Stoops and steps may extent into this minimum setback in accordance with the provisions of Section 2-412 of the Zoning Ordinance.